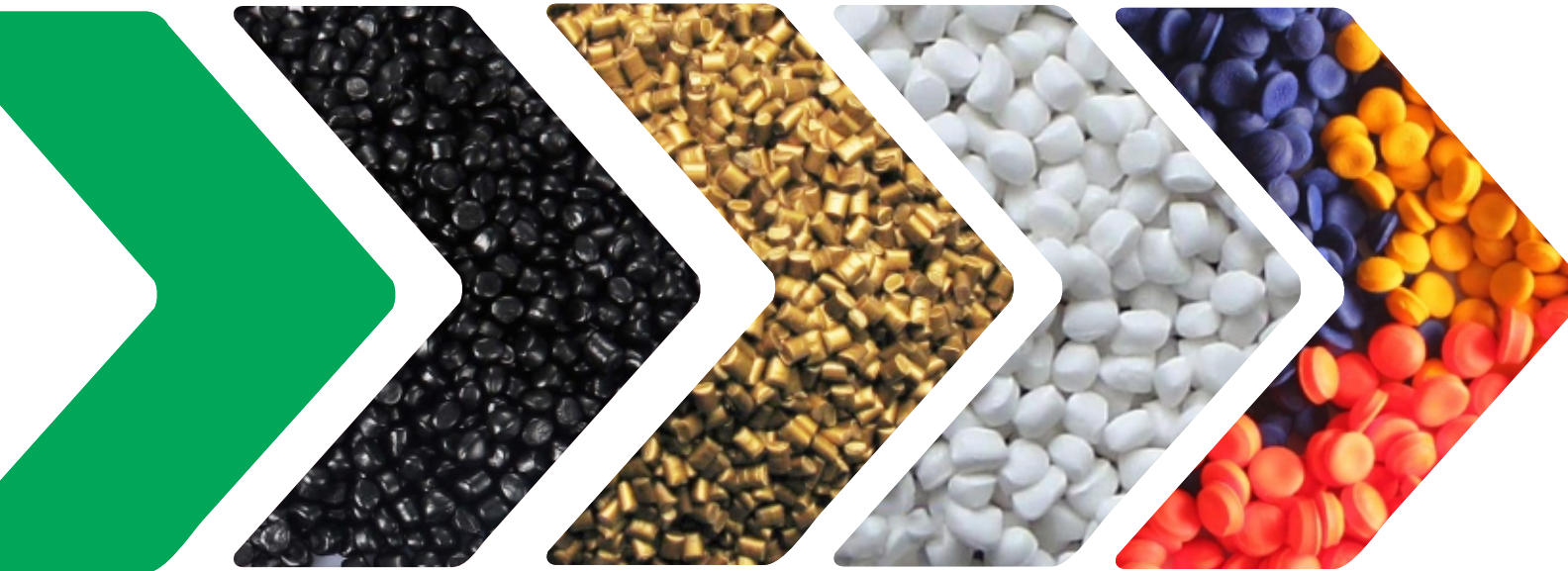




Innovation & Sustainability  
For Your Business

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**PLASTIBLENDS INDIA LIMITED**



THE ECONOMIC TIMES



28<sup>th</sup>  
ANNUAL  
REPORT

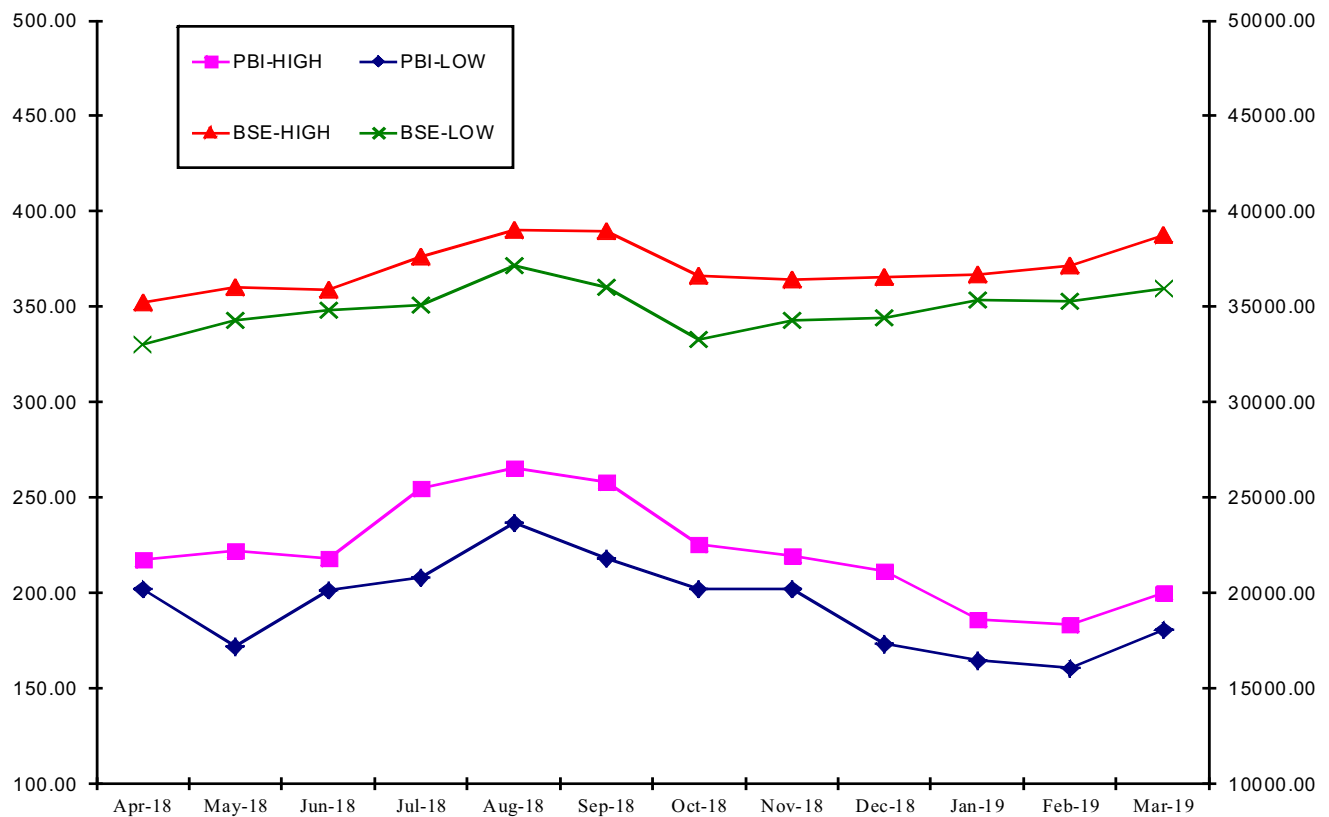
2018-19

# FINANCIAL HIGHLIGHTS

(Rs. in Lacs)

	2018-19	2017-18	2016-17	2015-16	2014-15
Sales and Other Income	62685.38	56782.02	54526.66	52225.79	49621.30
Profit before Depreciation, Interest & Tax	6148.62	5726.28	6516.42	6165.12	5265.50
Less : Depreciation	1174.25	1165.15	1071.86	623.50	623.89
Finance Cost	813.66	761.43	798.37	354.88	360.28
Profit before Tax (PBT)	4160.71	3799.70	4646.19	5186.74	4281.33
Net Profit after Tax (PAT)	3116.70	2731.52	3302.62	3767.08	3005.12
Share Capital	1299.46	1299.46	649.73	649.73	649.73
Reserves	25570.61	23498.31	21706.95	17776.45	15109.33
Total shareholders funds	26870.07	24797.77	22356.68	18426.18	15759.06
Number of Equity Shares	25989200	25989200	12994600	12994600	12994600
Face Value of shares (Rs.)	5.00	5.00	5.00	5.00	5.00
Book Value Per Share (Rs.)	103.39	95.42	172.04	141.80	121.27
Earning Per Share (EPS) (Rs.)	11.99	10.51	12.58	28.99	23.13
Dividend Per share (Rs.)	2.75	2.50	2.50	7.00	5.50

## STOCK PERFORMANCE (Share Price / BSE Sensex)



## CORPORATE INFORMATION

### BOARD OF DIRECTORS

**Shri Shreevallabh G. Kabra**  
(Chairman)

**Shri Satyanarayan G. Kabra**  
(Vice-Chairman & Managing Director)

**Shri Varun S. Kabra**  
(Managing Director)

**Smt Jyoti V. Kabra**  
(Director)

**Shri Pushp Raj Singhvi**  
(Independent Director)

**Shri Sudarshan K. Parab**  
(Independent Director)

**Shri Bajrang Lal Bagra**  
(Independent Director)

**Shri Rahul R. Rathi**  
(Independent Director)

### CHIEF FINANCIAL OFFICER

Shri Anand R. Mundra

### COMPANY SECRETARY

Shri Himanshu S. Mhatre

### AUDITORS

A. G. Ogale & Co.  
Chartered Accountants, Pune

### BANKERS

- ◆ Citi Bank
- ◆ DBS Bank India Ltd.
- ◆ HSBC Ltd.
- ◆ HDFC Bank Ltd.
- ◆ Kotak Mahindra Bank Ltd.
- ◆ Yes Bank Ltd.

### REGISTERED OFFICE

Fortune Terraces, 'A' Wing, 10<sup>th</sup> Floor,  
Opp. Citi Mall, New Link Road,  
Andheri (West), Mumbai – 400 053  
Tel. No. : +91-22-67205200, 26736468/9  
Fax : +91-22-26736808  
E-mail : pbi@kolsitegroup.com  
Website : www.plastiblends.com  
CIN : L25200MH1991PLC059943

### SHARE TRANSFER AGENT

Sharex Dynamic (India) Pvt. Ltd.  
C/o. Link Intime India Pvt. Ltd.  
C-101, 247 Park, LBS Road, Surya Nagar,  
Gandhi Nagar, Vikhroli (West),  
Mumbai - 400 083.  
Tel. : 022-28515606, 28515644  
Fax : 022-28512885  
Email : support@sharexindia.com

### CONTENT

### Page no.

Corporate Information.....	01
Notice.....	02
Directors' Report.....	13
Management Discussion and Analysis.....	33
Report on Corporate Governance.....	37
Independent Auditors' Report.....	51
Balance Sheet.....	58
Statement of Profit and Loss.....	59
Cash Flow Statement.....	60
Notes.....	62
Proxy Form and Attendance Slip	

## NOTICE

**NOTICE** is hereby given that the **TWENTY EIGHTH ANNUAL GENERAL MEETING** of the Members of **PLASTIBLENDS INDIA LIMITED** will be held on Saturday, the 27<sup>th</sup> July, 2019 at 3:30 p.m. at Hotel Karl Residency, 36, Lallubhai Park Road, Next to Lallubhai Park, Andheri (West), Mumbai – 400 058 to transact the following business :

### Ordinary Business :

1. To consider and adopt the Audited Financial Statements for the Financial Year ended 31<sup>st</sup> March, 2019, the Reports of the Board of Directors and Auditors thereon;
2. To declare dividend on Equity Shares for the Financial Year ended 31<sup>st</sup> March, 2019;
3. To appoint a Director in place of Shri Varun S. Kabra (DIN: 03376617), a Director, liable to retire by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for reappointment;
4. To appoint a Director in place of Smt. Jyoti V. Kabra (DIN: 07088904), a Director, liable to retire by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers herself for reappointment;
5. To consider and approve the appointment of Statutory Auditors of the Company and to fix their remuneration and to pass with or without modification(s), the following resolution as an **Ordinary Resolution** :

“**RESOLVED THAT** pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and pursuant to the recommendation of Audit Committee, M/s. Kirtane & Pandit LLP, Chartered Accountants, (Registration No.: 105215W/W100057) be and are hereby appointed as Statutory Auditor of the Company, in place of retiring Statutory Auditors M/s. A. G. Ogale & Co, Chartered Accountants, (Registration No.:114115W/113775), to hold office for a term of 5 (five) consecutive years from the conclusion of the 28<sup>th</sup> Annual General Meeting (AGM) until the conclusion of the 33<sup>rd</sup> AGM of the Company, on such remuneration as specified in the Explanatory Statement annexed hereto (which shall form part hereof) and with power to the Board, including relevant Committee(s) thereof, to alter and vary the terms and conditions of appointment in such manner and to such extent as may be mutually agreed with the Statutory Auditors.”

### Special Business :

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

“**RESOLVED THAT** pursuant to the provisions of Section 149, 150 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and applicable regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Shri Pushp Raj Singhvi (DIN : 00255738), an Independent Director of the Company, who is eligible for re-appointment and who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and the applicable regulation of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and also declared that he has not been debarred from holding the office of Director or continuing as a Director of Company by SEBI/ MCA or any other authority in India or abroad and is eligible for re-appointment and whose re-appointment has been recommended by the Nomination and Remuneration Committee and by the Board of Directors, be and is hereby re-appointed as an Independent Director of the Company, for a second term of five consecutive years to hold the office from 9<sup>th</sup> September, 2019 and shall not be liable to retire by rotation hereinafter in accordance with the provisions of the Act.”

“**RESOLVED FURTHER THAT** pursuant to Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018 and other applicable provisions, if any of the Companies Act, 2013, as amended from time to time, approval of the members of the Company be and is hereby accorded for continuation of Directorship of Shri Pushp Raj Singhvi (DIN : 00255738) as an Independent Director of the Company, who has crossed the age of 75 (Seventy Five) years.”

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

**“RESOLVED THAT** pursuant to the provisions of Section 149, 150 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and applicable regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Shri Sudarshan K. Parab (DIN 02331587), an Independent Director of the Company, who is eligible for re-appointment and who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and the applicable regulation of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and also declared that he has not been debarred from holding the office of Director or continuing as a Director of Company by SEBI/ MCA or any other authority in India or abroad and is eligible for re-appointment and whose re-appointment has been recommended by the Nomination and Remuneration Committee and by the Board of Directors, be and is hereby re-appointed as an Independent Director of the Company, for a second term of five consecutive years to hold the office from 9<sup>th</sup> September, 2019 and shall not be liable to retire by rotation hereinafter in accordance with the provisions of the Act.”

**“RESOLVED FURTHER THAT** pursuant to Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018 and other applicable provisions, if any of the Companies Act, 2013, as amended from time to time, approval of the members of the Company be and is hereby accorded for continuation of Directorship of Shri Sudarshan K. Parab (DIN : 02331587) as an Independent Director of the Company, who will be crossing the age of 75 (Seventy Five) years during the year 2023.”

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

**“RESOLVED THAT** pursuant to the provisions of Section 88, 94 and all other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and in supersession to the earlier resolution passed in this regard, approval of the members be and is hereby accorded to keep the Register of Members, Index of Members and other such Registers as may be required to be maintained under Section 88 of the Companies Act, 2013, be kept at the office of the Registrar and Transfer Agent (RTA) of the Company viz. Sharex Dynamic (India) Pvt. Ltd. C/o. Link Intime India Pvt. Ltd. C-101, 247 Park, LBS Road, Surya Nagar, Gandhi Nagar, Vikhroli (West), Mumbai - 400 083 or at such other office or place within Mumbai, where such RTA may shift from time to time.

**RESOLVED FURTHER THAT** the Board of Directors of the Company (including its Committee thereof), be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this Resolution.”

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

**“RESOLVED THAT** pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) M/s. Urvashi Kamal Mehta & Co., Cost Accountants (Firm Regn. No. : 001817), appointed by the Board of Directors of the Company to conduct the audit of the Cost Records of the Company for the Financial Year ending 31<sup>st</sup> March, 2020 on a remuneration of ₹ 1,20,000/- (Rupees One Lacs Twenty Thousand Only) plus applicable taxes and reimbursement of actual travel and out of pocket expenses incurred by them be and is hereby ratified and confirmed.”

By order of the Board  
For **Plastiblends India Ltd.**

Place : Mumbai  
Date : 9<sup>th</sup> May, 2019

**Himanshu S. Mhatre**  
Company Secretary

**Notes :**

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING MAY APPOINT PROXY TO ATTEND AND ON A POLL VOTE, INSTEAD OF HIMSELF/HERSELF. [A PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXIES INORDER TO BE EFFECTIVE MUST BE RECEIVED BY THE COMPANY AT THE REGISTERED OFFICE OF THE COMPANY NOT LATER THAN FORTY-EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING].**

A Person shall not act as a Proxy for more than 50 Members and holding in the aggregate not more than Ten percent of the total voting share capital of the Company. However a single person may act as a Proxy for a member holding more than Ten percent of the total voting share capital of the Company provided that such person shall not act as a Proxy for any other person.

2. The Explanatory Statement, pursuant to Section 102(2) of the Companies Act, 2013 is annexed hereto.
3. Corporate Members are requested to send to the Company, at its Registered Office a duly certified copy of the Board Resolution authorising their representative to attend and vote at the Annual General Meeting.
4. Register of Members and the Share Transfer Books of the Company will remain closed from Saturday, 20<sup>th</sup> July, 2019 to Saturday, 27<sup>th</sup> July, 2019 (both days inclusive).
5. Dividend recommended by the Board, if approved by the Members at the Annual General Meeting will be paid to.
  - a. those persons whose names appear as Beneficial Owners as at the end of business hours on Friday, 19<sup>th</sup> July, 2019 as per the list to be furnished by the National Securities Depository Ltd. (NSDL) and Central Depository Services (India) Ltd. (CDSL) in respect of shares held in demat form, and
  - b. to the members holding shares in physical mode as per Register of Members after giving effect to all valid transfers in respect of which requests were lodged with the R & T Agent of the Company on or before Friday, 19<sup>th</sup> July, 2019.
6. (i) Those members who have not encashed their dividend warrants for the Financial Year 2011-12 or any subsequent Financial Years are requested to return the time barred dividend warrants or forward their claims to the Company for issue of Bankers' Cheque / Demand Draft in lieu thereof.
  - (ii) Pursuant to the provisions of Section 124 of the Companies Act, 2013, as amended, dividend for the Financial Year 2011-12 and thereafter which shall remain unclaimed/unpaid for a period of 7 (Seven) years from the date of transfer to the unpaid dividend account is required to be transferred to the Investors Education & Protection Fund (IEPF). Accordingly, during October-November, 2019, the Company would be transferring such unclaimed or unpaid dividend for the Financial Year ended 31<sup>st</sup> March, 2012. Members are therefore requested to make claim thereof, before September, 2019 otherwise no claim shall lie in respect of such amount with the Company.
  - (iii) Pursuant to the said provisions unclaimed/unpaid dividend for the Financial Year upto 2010-11 have been transferred to the Investor Education and Protection Fund (IEPF) established by Central Government. Pursuant to the provisions of Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 (IEPF Rules) the Company has uploaded the information in respect of the unclaimed dividends of the Financial Years from 2011, as on date of the 27<sup>th</sup> Annual General Meeting held on 10<sup>th</sup> August, 2018 on the website of the Company, [www.plastiblends.com](http://www.plastiblends.com) and also on website of IEPF Authority, [www.iepf.gov.in](http://www.iepf.gov.in).
  - (iv) Pursuant to the provisions of Section 124 of the Act read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, as amended ('IEPF Rules'), all the shares on which dividends remain unpaid or unclaimed for a period of seven consecutive years or more shall be transferred

to the demat account of the IEPF Authority as notified by the Ministry of Corporate Affairs. Accordingly, the Company will transfer Equity Shares to the demat account of the IEPF Authority during October-November, 2019.

The Company had sent individual notice to all the Members whose shares are due to be transferred to the IEPF Authority and had also published newspaper advertisement in this regard. The details of such dividends / shares likely to be transferred to IEPF are uploaded on the website of the Company, [www.plastiblends.com](http://www.plastiblends.com).

- (v) Members whose shares, unclaimed dividend etc. have been transferred to the IEPF Demat Account or the Fund, as the case may be, may claim the shares or apply for refund by making an application to the IEPF Authority in e-Form IEPF- 5 (available on [www.iepf.gov.in](http://www.iepf.gov.in)) along with requisite fee as decided by the IEPF Authority from time to time. The Member / Claimants can file only one consolidated claim in a Financial Year as per the IEPF Rules no claim shall lie against the Company in respect of the dividend/shares so transferred.
7. SEBI Regulations has mandated Companies to credit Dividend electronically to the Members' bank account. Shareholders holding shares, whether in Physical or Demat form should inform to the Company and the Depository Participant's (DP), as the case may be their Bank Name, A/c No., A/c Type, Branch name, MICR Code along with their Name and Folio Number (DP-ID/Client ID). Those Members who have earlier provided the above information should update the details, as soon as changes take place.
  8. In case of Joint Holders attending the meeting, only such joint holder whom is higher in the order of names will be entitled to vote.
  9. Members holding shares in dematerialized form are requested to intimate all changes pertaining to their bank details, National Electronic Service (NECS), Electronic Clearing Service (ECS), Mandates, Nomination, Power of Attorney, Change of Address, Change of Name, Email Address, Contact Numbers etc. to their respective Depository Participant (DP). Changes intimated to the DP will then be automatically reflected in the Company's records which will help the Company and its Transfer Agents to provide efficient and better services. Members holding shares in Physical Form are requested to intimate such changes to Transfer Agents M/s. Sharex Dynamic (India) Pvt. Ltd.
  10. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participants and holdings should be verified.
  11. Members may also note that the Notice of the Annual General Meeting and the Annual Report for 2018-19 will also be available on the Company's website [www.plastiblends.com](http://www.plastiblends.com) for their download. All documents referred to in the notice and the Explanatory Statement requiring the approval of the Members at the Meeting and other statutory registers shall be available for inspection by the Members at the Registered Office of the Company during office hours on all working days between 11:00 a.m. and 1:00 p.m. on all days except Saturdays, Sundays and Public holidays, from the date hereof up to the date of the Annual General Meeting.
  12. Notice of the AGM along with Annual Report 2018-19 is being sent by electronic mode to those Members whose email addresses are registered with the Company/ Depository Participants unless any member has requested for the physical copy of the same. For Members who have not registered their email addresses, physical copies are being sent by permitted mode. To support the Green Initiative, Members (holding shares in electronic form) who have not registered their email addresses, are requested to register the same with their Depository Participants. Members holding shares in physical mode are requested to register their email ID with the Registrar and Share Transfer Agent of the Company.
  13. Brief profile of the Directors retiring by rotation and being eligible for re-appointment and the Directors proposed to be re-appointed / appointed at this Annual General Meeting has been furnished in this Annual Report.

14. Members desirous of obtaining any information with regard to accounts are requested to write to the Company Secretary at the Registered Office of the Company, at least 10 days in advance, so as to compile the same.
15. Members desirous of making a nomination in respect of their shareholding in the Company, as permitted under Section 72 of the Companies Act, 2013 are requested to fill up the Form SH-13 and send to the office of the Company's Transfer Agent.
16. 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 the PAN to their Depository Participant with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company's Transfer Agent.
17. Securities and Exchange Board of India has mandated that the transfer of securities held in physical form, except in case of transmission or transposition, shall not be processed by the listed entities / Registrars and Share Transfer Agents with effect from 1<sup>st</sup> April, 2019. In view of such amendment and in order to eliminate the risks associated with physical holding of shares, Members who are holding shares in physical form are hereby requested to dematerialize their holdings.

#### **18. Voting through electronic means**

In compliance with provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to offer e-Voting facility as an alternative mode of voting which will enable the Members to cast their votes electronically on the resolutions mentioned in the notice of 28<sup>th</sup> Annual General Meeting of the Company.

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. 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

The voting period begins on Wednesday, 24<sup>th</sup> July, 2019 at 9:00 a.m. and ends on Friday, 26<sup>th</sup> July, 2019 at 5:00 p.m. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of Friday, 19<sup>th</sup> July, 2019, may cast their vote electronically. The e-Voting module shall be disabled by Link Intime India Private Limited (LI IPL) for voting thereafter.

#### **The instructions for shareholders voting electronically are as under :**

- i Visit the e-Voting system of LI IPL. Open web browser by typing the following URL: <https://instavote.linkintime.co.in>.
- ii Click on "Login" tab, available under 'Shareholders' section.
- iii Enter your User ID, password and image verification code (CAPTCHA) as shown on the screen and click on "SUBMIT".
- iv Your User ID details are given below
  - a. **Shareholders holding shares in demat account with NSDL :** Your User ID is 8 Character DP ID followed by 8 Digit Client ID.
  - b. **Shareholders holding shares in demat account with CDSL:** Your User ID is 16 Digit Beneficiary ID.
  - c. **Shareholders holding shares in Physical Form (i.e. Share Certificate):** Your User ID is Event No. + Folio Number registered with the Company.



v Your Password details are given below :

If you are using e-Voting system of LIPL : <https://instavote.linkintime.co.in> for the first time or if you are holding shares in physical form, you need to follow the steps given below :

Click on “Sign Up” tab available under ‘Shareholders’ section, register your details and set the password of your choice and confirm (The password should contain minimum 8 characters, at least one special character, at least one numeral, at least one alphabet and at least one capital letter).

	<b>For Shareholders holding shares in Demat Form or Physical Form</b>
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (applicable for both demat shareholders as well as physical shareholders). <ul style="list-style-type: none"> <li>Members who have not updated their PAN with Depository Participant or in the Company record are requested to use the sequence number which is printed on Ballot Form / Attendance Slip indicated in the PAN Field.</li> </ul>
DOB/ DOI	Enter the DOB (Date of Birth)/ DOI as recorded with Depository Participant or in the Company record for the said demat account or folio number in dd/mm/yyyy format.
Bank Account Number	Enter the Bank Account Number as recorded in your demat account or in the Company records for the said demat account or folio number. <ul style="list-style-type: none"> <li>Please enter the DOB/ DOI or Bank Account Number in order to register. If the above mentioned details are not recorded with the Depository Participants or Company, please enter Folio number in the Bank Account number field as mentioned in instruction (iv-c).</li> </ul>

If you are holding shares in demat form and had registered on to e-Voting system of LIPL: <https://instavote.linkintime.co.in>, and/or voted on an earlier voting of any Company then you can use your existing password to login.

**If Shareholders holding shares in Demat Form or Physical Form have forgotten password:**

Enter User ID, select Mode and Enter Image Verification code (CAPTCHA). Click on “SUBMIT”.

Incase shareholder is having valid email address, Password will be sent to the shareholders registered e-mail address. Else, shareholder can set the password of his/her choice by providing the information about the particulars of the Security Question & Answer, PAN, DOB/ DOI, Dividend Bank Details etc. and confirm. (The password should contain minimum 8 characters, at least one special character, at least one numeral, at least one alphabet and at least one capital letter)

**NOTE :** The password is to be used by demat shareholders for voting on the resolutions placed by the Company in which they are a shareholder and eligible to vote, provided that the Company opts for e-Voting platform of LIPL.

For shareholders holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.

It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

**Cast your vote electronically**

vi After successful login, you will be able to see the notification for e-voting on the home page of INSTA Vote. Select/ View “Event No.” of the Company, you choose to vote.

- vii On the Voting page, you will see “Resolution Description” and against the same the option “Favour/ Against” for Voting. Cast your vote by selecting appropriate option i.e. Favour / Against as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under ‘Favour / Against’. You may also choose the option ‘Abstain’ and the shares held will not be counted under ‘Favour / Against’.
- viii If you wish to view the entire Resolution details, click on the ‘View Resolutions’ File Link.
- ix After selecting the appropriate option i.e. Favour / Against as desired and you have decided to vote, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “YES”, else to change your vote, click on “NO” and accordingly modify your vote.
- x Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.
- xi You can also take the printout of the votes cast by you by clicking on “Print” option on the Voting page.
- xii Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to e-Voting system of LI IPL: <https://instavote.linkintime.co.in> and register themselves as ‘Custodian / Mutual Fund / Corporate Body’.  
They are also required to upload a scanned certified true copy of the board resolution / authority letter / power of attorney, etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the ‘Custodian / Mutual Fund / Corporate Body’ login for the Scrutinizer to verify the same.
- xiii During the voting period, shareholders can login any number of time till they have voted on the resolution(s) for a particular “Event”.
- xiv Shareholders holding multiple folios/demat account shall choose the voting process separately for each of the folios/demat account.
- xv In case the shareholders have any queries or issues regarding e-Voting, please refer the Frequently Asked Questions (“FAQs”) and Instavote e-Voting manual available at <https://instavote.linkintime.co.in>, under Help section or write an email to [enotices@linkintime.co.in](mailto:enotices@linkintime.co.in) or Call us :- Tel : 022 - 49186000.

#### **General Instructions :**

- a. The voting rights of shareholders shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date of Friday, 19<sup>th</sup> July, 2019.
- b. A copy of this Notice has been placed on the website of the Company and the website of LI IPL.
- c. In case of any other queries/grievances connected with voting by electronic means, you may also contact Company Secretary at Telephone no. 022-67205200.
- d. Mr. S. N. Bhandari, (CP No. 366) or failing him Ms. Manisha Maheshwari, (CP No. :11031), Practicing Company Secretaries from Bhandari & Associates, Company Secretaries have been appointed as the Scrutinizer for conducting the e-Voting process in a fair and transparent manner.
- e. The Scrutinizer shall, immediately after the conclusion of voting at the General Meeting, first count the votes cast at the meeting, thereafter unblock the votes cast through remote e-Voting in the presence of at least two witness not in the employment of the Company and make, not later than three days of conclusion of the meeting, a consolidated Scrutiniser’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.
- f. The Results declared alongwith the Scrutinizer’s Report shall be placed on the Company’s website [www.plastiblends.com](http://www.plastiblends.com) and on the website of LI IPL within 48 hours of conclusion of the General Meeting and communicated to the BSE Limited and National Stock Exchange of India Limited.

By order of the Board  
For **Plastiblends India Ltd.**

Place : Mumbai  
Date : 9<sup>th</sup> May, 2019

**Himanshu S. Mhatre**  
Company Secretary

## ANNEXURE TO NOTICE

### Explanatory Statement under Section 102 of the Companies Act, 2013

#### Item Nos. 5

M/s. A. G. Ogale & Co, Chartered Accountants were appointed as Statutory Auditors by the Members at their 23<sup>rd</sup> Annual General Meeting (AGM) held on 9<sup>th</sup> September, 2014 to hold office till conclusion of the 28<sup>th</sup> AGM. In terms of Section 139 of the Companies Act, 2013 ("the Act"), no listed Company can appoint or re-appoint an audit firm as auditor for more than two terms of five consecutive years. Hence they would retire at the conclusion of the forthcoming Annual General Meeting. The Audit Committee and the Board of Directors have placed on record their appreciation of the professional services rendered by M/s. A. G. Ogale & Co during their association with the Company as its auditors.

The Audit Committee and the Board of Directors (the Board) of the Company have recommended appointment of M/s. Kirtane & Pandit LLP, Chartered Accountants (Firm Registration No. 105215W/W100057) as the Statutory Auditors for a period of 5 (five) consecutive years, to hold office from the conclusion of this AGM (28<sup>th</sup> AGM) till the conclusion of 33<sup>rd</sup> AGM. M/s. Kirtane & Pandit LLP, Chartered Accountants firm was established in 1956, has kept growing since then, today they have offices in 5 cities across India with 19 Partners, Over 30 full-time CAs and total staff strength of over 400 other professionals that include not only CAs but also Cost Accountants, Company Secretaries, Legal professionals & System Security Professionals. They are proposed to be paid a remuneration of ₹ 9.00 Lacs towards Quarterly Limited Review, Statutory Audit, Tax Audit, GST Audit and Corporate Governance Audit and related certification thereof etc. for the Financial Year. Existing Auditors were paid ₹ 4.25 Lacs for Quarterly Limited Review, Statutory Audit, Tax Audit and VAT Audit. In the opinion of the Board the revision in fees is justified in view of increased compliances, disclosures and responsibilities of Statutory Auditors due to various changes introduced in Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Accounting Standards etc.

M/s. Kirtane & Pandit LLP, Chartered Accountants have provided their consent under Section 139 of the Companies Act, 2013 for appointment as Statutory Auditors along with a certificate stating that their appointment will be as per the criteria as specified under Section 141(3) of the Companies Act, 2013.

None of the Directors, Key Managerial Personnel and their relatives are, in any way, concerned or interested in the said resolution.

The Board recommends this resolution for approval by the members.

#### Item No. 6 & 7

As per the provisions of Sections 149, 152 & Schedule IV of the Companies Act, 2013 read with the relevant Rules thereunder as amended, the Company had appointed Shri Pushp Raj Singhvi and Shri Sudarshan K. Parab as an Independent Directors at the 23<sup>rd</sup> AGM of the Company held on 9<sup>th</sup> September, 2014 for a term of 5 years and their term ends on 9<sup>th</sup> September, 2019.

As the above named Independent Directors shall be completing their first term of appointment for five year, they are eligible for re-appointment for another term of five consecutive years subject to approval of the Members by Special Resolution. All the above named Independent Directors have consented to their re-appointment and confirmed that they are not disqualified from being appointed as an Independent Director in terms of Section 164 of the Act. The Company has also received the declarations from the said Directors stating that they meet all the criteria of independence, as prescribed under Section 149(6) of the Act and under Regulation 16 (b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and they have not been debarred from holding the office of Director or continuing as a Director of Company by SEBI/MCA or any other authority in India or abroad.

Based on the performance evaluation of the Independent Directors, the Nomination & Remuneration Committee and the Board of Directors of the Company at their Meeting held on 9<sup>th</sup> May, 2019 have recommended their re-appointment as an Independent Director for a second term of five consecutive years effective from 9<sup>th</sup> September, 2019. During their tenure of appointment, they shall not be liable to retire by rotation as provided under Section 152(6) of the Companies Act, 2013. In the opinion of the Board, they fulfill the conditions for re-appointment as an Independent Directors and they are Independent of the Management. The Board considers that their continued association would be of immense benefit to the Company and it is desirable to continue to avail their services as an Independent Director of the Company.

Brief resume of above Independent Directors, nature of their expertise in specific function areas and names of Companies in which they holds Directorship and Memberships / Chairmanships of the Board Committees, shareholding and relationships between Directors inter-se as stipulated under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 issued by the Institute of Company Secretaries of India, are provided in the Annexure to this Notice.

A copy of the draft letter for re-appointment of the Independent Directors setting out the terms and conditions of their re-appointment is available for inspection by the Members at the Registered Office of the Company between 11:00 A.M. to 1:00 P.M. on all days except Saturdays, Sundays and Public Holidays, till the conclusion of the ensuing General Meeting.

Shri Pushp Raj Singhvi, an Independent Director, who is eligible to be reappointed as an Independent Director, being recommended by Nomination and Remuneration Committee of Board and the Board of Directors of the Company for his appointment for a second term of consecutive 5 years, has completed 75 years of age. In compliance with Regulation 17(1A) of SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018, approval of Members by Special Resolution is necessary to continue as Director of the Company after attaining age of 75 years. Members need to approve the appointment of Shri Pushp Raj Singhvi till the conclusion of 33<sup>rd</sup> AGM to be held during the year 2024.

Shri Sudarshan K. Parab, an Independent Director, who is eligible to be reappointed as an Independent Director, being recommended by Nomination and Remuneration Committee of Board and the Board of Directors of the Company for his appointment for a second term of consecutive 5 years, will be completing 75 years of age during the year 2023, wherein he is being reappointed till the AGM to be held during the year 2024. In compliance with Regulation 17(1A) of SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018, approval of Members by Special Resolution is necessary to continue as Director of the Company after attaining age of 75 years. Members need to approve the appointment of Shri Sudarshan K. Parab till the conclusion of AGM to be held during the year 2024, even after attaining age of 75 years.

Except Shri Pushp Raj Singhvi and Shri Sudarshan K. Parab, being appointees and their relatives, none of the Directors or Key Managerial Personnel of the Company and their relatives are in anyway deemed to be concerned or interested, financially or otherwise, in the Resolutions as set out in Item Nos. 6 and 7 of the Notice.

The Board recommends the Special Resolutions as set out in Item Nos. 6 and 7 of the Notice for approval of the Members.

#### **Item No. 8**

M/s. Sharex Dynamic (India) Pvt. Ltd., ('Sharex') is the Registrar & Share Transfer Agent ('RTA') of the Company since many years. It is in the process of being taken over by M/s. Link Intime India Pvt. Ltd. As per intimation received from Sharex they are shifting their office from the existing location at Luthra Industrial Premises, Sakinaka, Andheri (West), Mumbai – 400072 to C/o. Link Intime India Pvt. Ltd. C 101, 247 Park, LBS Road, Surya Nagar, Gandhi Nagar, Vikhroli (West), Mumbai – 400083. In view thereof, the Register of Members, Index of Members and other prescribed records of the Company have to be shifted to its new address. Shifting of Register of Members is subject to the approval of the Members.

None of the Directors and/or Key Managerial Personnel of the Company, including their respective relatives are in any way concerned or interested, financially or otherwise, in the said resolution.

The Board recommends the Special Resolution set out at Item No. 8 of the Notice for approval by the Members.

**Item No. 9**

The Board of Directors at its Meeting held on 9<sup>th</sup> May, 2019, upon the recommendation of the Audit Committee, approved the appointment of M/s. Urvashi Kamal Mehta & Co., Cost Accountants (Firm Registration No. : 001817), to conduct the audit of the cost records of the Company on a remuneration not exceeding ₹ 1,20,000/- (Rupees One Lacs Twenty Thousand Only) ( excluding all applicable taxes and reimbursement of out of pocket expenses ) for the Financial Year ending 31<sup>st</sup> March, 2020.

In terms of the provisions of Section 148 of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, (as amended from time to time) the remuneration as mentioned above, payable to the Cost Auditor is required to be ratified by the Members of the Company. Accordingly, the Members are requested to ratify the remuneration payable to the Cost Auditors for the Financial Year ending 31<sup>st</sup> March, 2020, as set out in the Ordinary Resolution for the aforesaid services to be rendered by them.

None of the Directors, Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise in the Resolution.

The Board recommends the Ordinary Resolution set out at Item No. 9 of the Notice for approval by the Members.

By order of the Board  
For **Plastiblends India Ltd.**

Place : Mumbai  
Date : 9<sup>th</sup> May, 2019

**Himanshu S. Mhatre**  
Company Secretary

**Brief Resume of Directors proposed to be re-appointed :**

Name	Shri Varun S. Kabra	Smt. Jyoti V. Kabra	Shri Pushp Raj Singhvi	Shri Sudarshan K. Parab
<b>DIN</b>	03376617	07088904	00255735	02331587
<b>Age</b>	32 Years	31 Years	75 Years	71 Years
<b>Date of First Appointment</b>	13/02/2015	11/05/2017	28/04/2006	22/10/2008
<b>Position held</b>	Managing Director	Director (Non-Independent)	Independent Director	Independent Director
<b>Educational Qualification</b>	B.E. (Production) & M.Sc. (Industrial & Operations Engineering ) from Michigan University , USA	B.Com, MBA (Marketing) and Diploma in Advtg.	B. Com, L.L.B.	B.Com & CAIIB
<b>Expertise in specific functional areas</b>	<ul style="list-style-type: none"> <li>Experienced in Management of materials planning and procurement.</li> <li>Sales and Marketing</li> <li>Implementing lean manufacturing system in factory</li> </ul>	<ul style="list-style-type: none"> <li>Group Head - Sales Team -Out of Home Media</li> <li>Store design &amp; execution of D'mart (Retail Chain)</li> </ul>	<ul style="list-style-type: none"> <li>Launching and establishing new products / polymers</li> <li>Establishing a multinational Company in India.</li> </ul>	<ul style="list-style-type: none"> <li>Corporate Banking Operations</li> <li>Development of bank business and setting up of new branches and audit department</li> <li>monitoring of credit portfolio and foreign exchange transactions.</li> </ul>
<b>Directorship held in other Companies</b>	None	<ul style="list-style-type: none"> <li>Bombay Swadeshi Stores Limited</li> <li>Bombay Store Retail Company Limited</li> </ul>	<ul style="list-style-type: none"> <li>Shaily Engineering Plastics Ltd.</li> <li>Wim Plast Ltd.</li> <li>Raj Packaging Industries Ltd.</li> </ul>	None
<b>Chairmanship/ Membership of Committee across</b>	None	None	<ul style="list-style-type: none"> <li>Shaily Engineering Plastics Ltd.</li> <li>Wim Plast Ltd.</li> </ul>	None
<b>Number of Shares held in the Company as on 09-05-2019</b>	4137324	116085	8499	2000
<b>Relationship between Directors inter-se</b>	Related to Shri S.N. Kabra (Father) and Smt. Jyoti V. Kabra (spouse)	Related to Shri Varun S. Kabra (Spouse) & Shri S. N. Kabra (Father in Law)	None	None

## DIRECTORS' REPORT

To  
The Members of  
**Plastiblends India Limited**

Your Directors have pleasure in presenting the **TWENTY EIGHTH ANNUAL REPORT** and the **Audited Financial Statements** for the Financial Year ended 31<sup>st</sup> March, 2019.

### 1 Financial Highlights

(₹ in Lacs)

<b>PARTICULARS</b>	<b>Year ended 31<sup>st</sup> March, 2019</b>	<b>Year ended 31<sup>st</sup> March, 2018</b>
<b>Revenue from Operations (Net of GST)</b>	<b>62,685.38</b>	<b>57,993.23</b>
Less : Excise Duty	-	1,211.21
<b>Revenue from Operation (Net of Tax)</b>	<b>62,685.38</b>	<b>56,782.02</b>
Other Income	118.83	238.77
<b>Total Revenue</b>	<b>62,804.22</b>	<b>57,020.79</b>
Other Expenditure	56,655.59	51,294.51
<b>Earnings before Interest and Depreciation (EBIDTA)</b>	<b>6,148.62</b>	<b>5,726.28</b>
Less : Interest	813.66	761.43
Depreciation	1,174.25	1,165.15
<b>Profit Before Tax (PBT)</b>	<b>4,160.71</b>	<b>3,799.70</b>
Less : Provision for Taxation		
Current Tax	1,200.00	965.62
Deferred Tax	(155.99)	107.22
(Excess)/short provision for earlier years	-	(4.67)
<b>Profit After Tax (PAT)</b>	<b>3,116.70</b>	<b>2,731.52</b>
Other Comprehensive Income	(261.12)	100.57
<b>Total Comprehensive Income for the year</b>	<b>2,855.58</b>	<b>2,832.09</b>

### 2 Operations

During the year under review your Company has achieved several milestones in terms of revenue, sales volume and production. Revenue from operations increase by ₹ 5,903 Lacs, an increase of 10.40 %. Exports market continued to face severe headwinds and coupled with volatile currency fluctuations impacted export revenue in FY18-19. In spite of sharp fluctuation in the prices of raw materials, coupled with sudden volatility in INR vs USD during the year, EBIDTA and PBT of the Company is on rise demonstrating that strategic steps taken by Company to move to more value added products with better margins and effective cost reduction exercises, are yielding positive results.

Tight liquidity position led to increase in interest rates from April 2018 onwards. Due to effective working capital management, there was significant reduction in borrowing by ₹ 3542 Lacs by the year end.

Maharashtra Government had imposed ban on plastic carry bags, thin shopping bags and other single-use items like cups, plates, glasses, bottled, refills etc. in March, 2018, followed by Telangana in June, 2018, Himachal Pradesh in July, 2018 and Tamil Nadu in January, 2019. In spite of these challenges the domestic sale of the Company has increased during this period which firms up our belief that behind each challenges there is a growth opportunity as during demonetisation and immediately after introduction of GST, our domestic sales had increased.

Introduction of Goods and Service Tax (GST) was the biggest tax reform in the country and was implemented with motive of 'one nation one tax' system. It has really helped manufacturing industry to improve its efficiency by simplification of tax system, rationalisation of production cost, freedom from multiple tax assessments and quick GST

refunds thus reducing working capital burden on the manufacturers. With sustained efforts and faster digital based refund processing negligible GST refund of ₹ 54 Lacs was pending as at 31<sup>st</sup> March, 2019 as against ₹ 592 Lacs as at 31<sup>st</sup> March, 2018. Introduction of E-way bills has also helped organised sector immensely by streamlining supply chain, reducing paperwork and multiple checkpoints.

PlastIndia subsidy of ₹ 64 Lacs under Scheme for Assistance to Industrial Units Purchasing Plant and Machinery during the exhibition – “PlastIndia 2015” was received during the year for new Palsana unit, out of which ₹12.91 Lacs is considered as revenue till FY 2018-19 and the remaining amount is to be amortised over a period of twelve years.

During FY 2018-19 Company showcased its products in various domestic and international trade fairs. Company has received overwhelming response from the customers in Plasteurasia (Turkey), Maheshwari Global Expo (Jodhpur) and International Plastic Packaging and Printing Industrial Fair (Bangladesh).

### **3 Dividend**

The dividend has been recommended @ 55% i.e. ₹ 2.75 per share for the year ended 31<sup>st</sup> March, 2019. The total outflow inclusive of Dividend Distribution Tax (DDT) amounts to ₹ 861.61 Lacs (Previous year the Company has paid dividend of @ 50% i.e. ₹ 2.50 per share and the total outflow inclusive of DDT was ₹ 783.28 Lacs.)

### **4 Transfer To Reserves**

Your Directors propose to transfer ₹ 250 Lacs to General Reserve.

### **5 Transfer to IEPF of Equity Shares and unclaimed Dividend**

In terms of the provisions of Section 125 of the Companies Act, 2013 read with the Companies (Declaration and Payment of Dividend) Rules, 2014, all unclaimed / unpaid dividend up to FY 2010-11 has been transferred to the Investor Education and Protection Fund and unclaimed / un-encashed dividend for the FY 2011-12 is due for transfer to IEPF in November 2019. Company has intimated individually to concerned shareholders and published necessary notice in the newspapers intimating the shareholders about the impending transfer and the modus operandi for the same. In compliance with the amended Rules, Company will be transferring requisite applicable Equity shares to the designated demat account opened by IEPF Authority. Company has uploaded the details of the shareholders whose shares were liable to be transferred to IEPF on its website viz., [www.plastiblends.com](http://www.plastiblends.com).

### **6 Directors**

Shri Pushp Raj Singhvi and Shri Sudarshan K. Parab, were appointed as Independent Directors at the 23<sup>rd</sup> AGM of the Company held on 9<sup>th</sup> September, 2014 for a term of five years and their term ends on 9<sup>th</sup> September, 2019. They are eligible for re-appointment for another term of five consecutive years subject to approval of the Members by Special Resolution. They have consented to their re-appointment and confirmed that they are not disqualified from being appointed as an Independent Director in terms of Section 164 of the Companies Act, 2013.

Based on the performance evaluation of the Independent Directors, the Nomination & Remuneration Committee and the Board of Directors of the Company at their Meetings held on 9<sup>th</sup> May, 2019 have recommended their re-appointment as an Independent Director for a second term of five consecutive years effective from 9<sup>th</sup> September, 2019. During their tenure of appointment, they shall not be liable to retire by rotation as provided under Section 152(6) of the Companies Act, 2013.

Shri Varun S. Kabra, Managing Director and Smt Jyoti V. Kabra, Director of the Company will retire by rotation at the ensuing Annual General Meeting and being eligible offer themselves for re-appointment.

A brief resume of the Directors seeking appointment/re-appointment at the forthcoming AGM and other details as required to be disclosed in terms of Regulation 36(3) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, and Secretarial Standard on General Meetings (SS-2) forms part of the Notice calling the AGM.



## **7 Board Independence**

Based on the confirmation/disclosures received from the Independent Directors and on evaluation of the relationships disclosed, Shri Pushp Raj Singhvi, Shri Sudarshan K. Parab, Shri Bajrang Lal Bagra and Shri Rahul R. Rathi, the Non-Executive Directors are Independent in terms of Regulation 16 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and Section 149 (6) of the Companies Act, 2013;

## **8 Annual Evaluation By The Board**

In compliance with the Companies Act, 2013 and Regulation 19 read with Schedule II of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, the Board has carried out the annual performance evaluation of its own performance, the Directors individually as well as the evaluation of Committees. A structured questionnaire was prepared after taking into consideration inputs received from the Nomination and Remuneration Committee Members, covering various aspects of the Board's functioning such as adequacy of Composition of Board and Committees, Board communication, timeliness and unbiased information of right length and quality of information, Board culture, execution and performance of specific duties, obligations and governance.

A separate exercise was carried out to evaluate the performance of Individual Directors including the Chairman of the Board, who were evaluated on parameters such as attendance and participation in the discussion and deliberation at the meeting understanding role and responsibilities as Board Member, demonstration of knowledge, skill and experience that make him / her a valuable resource for the Board.

The performance evaluation of the Independent Directors was carried out by the entire Board. The performance evaluation of the Chairman and the Non-Independent Directors was carried out by the Independent Directors, in Independent Director(s) meeting. The Directors expressed their satisfaction with the evaluation process.

## **9 Familiarization Programme For Independent Directors**

The Company conducted familiarization programme for Directors during the year. The programme aims to provide insights into the Company's business and familiarize Directors with its various aspects and assist them in performing their role as Independent Director(s). The Company's policy on conducting the familiarization program has been disclosed on the website of the Company at <http://www.plastiblends.com/Upload/PolicyOtherDoc/PLASTIBLENDS-FAMILIARISATION-PROGRAMME.pdf>

## **10 Number Of Board Meetings**

During the year, 4 (four) Meetings of the Board of Directors were held. The details of the Meetings are furnished in the Corporate Governance Report which forms part of this Annual Report.

## **11 Audit Committee**

The details pertaining to Composition of Audit Committee are included in the Corporate Governance Report which forms part of this Report.

## **12 Directors' Responsibility Statement**

Pursuant to Section 134 of the Companies Act, 2013, your Directors hereby confirm that :

- (i) in the preparation of Annual accounts for the year ended 31<sup>st</sup> March, 2019, the applicable Accounting standards had been followed along with proper explanation relating to material departures;
- (ii) 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 the true and fair view of the state of affairs of the Company as at end of the Financial Year ended on 31<sup>st</sup> March, 2019 and of the profit and loss of the Company for the said Financial Year;

- (iii) the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (iv) the Directors had prepared the annual accounts on a “going concern basis”;
- (v) the Directors had laid down Internal Financial controls to be followed by the Company and such Internal Financial controls are adequate and were operating effectively;
- (vi) the Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and such systems were adequate and operating effectively.

### **13 Awards, Recognitions And Certifications**

#### **Best Brand Award**

Recognized as the “Best Brand” by Economic Times in its Plastics & Polymers Brands Awards, 2019.

#### **Listed as “The Next 500” Company by Fortune India**

The Company is listed at Sr. no. 492 in the next 500 list of Companies identified by Fortune India Magazine in their quarterly issue for Mar, 2019 to Jun, 2019 quarter.

#### **R & D Recognition**

Research & Development facility of Company is recognized by Department of Scientific & Industrial Research (DSIR) as “In-house R & D Unit”. Company has robust R & D which facilitates development of value added products as per demand in various segments with constant innovation. Due to R&D facility, we are consistently able to produce superior quality products at competitive prices.

#### **ISO Certifications**

Accredited with the prestigious ISO 9001:2015, ISO 14001:2015, OHSAS 18001:2007 certifications.

### **14 Credit Ratings**

During the year, credit rating agency CRISIL has reaffirmed CRISIL A + / Stable (Long Term Rating) and CRISIL A1 (Short Term Rating) ratings to the Bank loan facilities availed by the Company.

### **15 Nomination And Remuneration Policy (NRP)**

The NRP of the Company for Directors, Key Managerial Personnel (KMP) and Senior Management Personnel is hosted on the website of the Company at the following web link : <http://www.plastiblends.com/Upload/PolicyOtherDoc/PLASTIBLENDS-NRC.pdf>

Disclosure pertaining to remuneration and other details as required under Section 197 (12) of the act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is enclosed disclosed in Corporate Governance Report.

### **16 Vigil Mechanism / Whistle Blower Policy**

In compliance with the provisions of Section 177(9) the Board of Directors of the Company has framed the “Whistle Blower Policy” as the vigil mechanism for Directors and employees of the Company. The Whistle Blower Policy is disclosed on the website of the Company at <http://www.plastiblends.com/Upload/PolicyOtherDoc/PLASTIBLENDS-VIGIL-MECHANISM.pdf>

### **17 Prevention Of Insider Trading**

The Board of Directors has adopted revised Insider Trading Policy in their meeting held on 30<sup>th</sup> January, 2019 in compliance with the requirement of the SEBI (Prohibition of Insider Trading) Regulations, 2015 as amended from time

to time. The Insider trading policy of the Company lays down guidelines and procedures to be followed and disclosures to be made while dealing with the shares of the Company. The policy has been formulated to regulate, monitor and ensure reporting of deals by designated person/employees and maintain the highest ethical standards of dealing in Company securities.

## **18 Internal Financial Controls**

The Internal Financial Controls with reference to financial statements as designed and implemented by the Company are adequate. During the year under review, no material or serious observations has been received from the Auditors of the Company for inefficiency or inadequacy of such controls.

## **19 Risk Management Policy**

The Board of Directors of the Company has formulated a Risk Management Policy which aims at enlarging shareholders value and providing an optimum risk reward trade off. The risk management approach is based on a clear understanding of the variety of risks that the organization faces, disciplined risk monitoring and measurement and continuous risk assessment and mitigation measures.

## **20 Corporate Governance**

As required by Regulation 27 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, a Report on Corporate Governance is appended along with a Certificate of Compliance from the Auditors, forming part of this Report. The Board of Directors of the Company adopted the Code of Conduct and the same is posted on the Company's website. The Directors and Senior Management personnel have affirmed their compliance with the said Code.

## **21 Related Party Transactions**

All contracts / arrangements / transactions entered by the Company during the Financial Year with related parties were in the ordinary course of business and on an arm's length basis. During the year, the Company has not entered into any contract / arrangement / transaction with related parties which could be considered material in accordance with the policy of the Company on materiality of related party transactions.

The Policy on materiality of related party transactions and dealing with related party transactions as approved by the Board may be accessed on the Company's website at the link : <http://www.plastiblends.com/Upload/PolicyOtherDoc/PBI-POLICY-ON-RELATED-PARTY-TRANSACTIONS.pdf>. Your Directors draw attention of the Members to Notes on financial statement which sets out related party disclosures.

## **22 Auditors**

### **Statutory Auditors**

As per the provisions of the Act, the period of office of A. G. Ogale & Co., Chartered Accountants, as Statutory Auditors of the Company, expires at the conclusion of the ensuing Annual General Meeting.

It is proposed to appoint M/s. Kirtane & Pandit LLP, Chartered Accountants, Pune, for a term of 5 (five) consecutive years. M/s. Kirtane & Pandit LLP, Chartered Accountants, Pune, have confirmed their eligibility and qualification required under the Act for holding the office, as Statutory Auditors of the Company.

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

**Cost Auditor**

In terms of Section 148 of Companies Act, 2013 read with Companies (Audit and Auditors) Rules, 2014 and other applicable provisions, if any, of the Companies Act, 2013, the Board of Directors of your Company has appointed M/s. Urvashi Kamal Mehta & Co., Cost Accountants as the Cost Auditor of your Company to conduct audit of Cost Accounting records for Financial Year 2019-20 on the recommendation made by the Audit Committee. The remuneration proposed to be paid to the Cost Auditors, subject to the ratification by the Members at the ensuing Annual General Meeting would be ₹ 1,20,000/- (Rupees One Lac Twenty Thousand Only) excluding applicable statutory taxes, conveyance and out of pocket expenses, if any.

**Secretarial Auditor**

As required under provisions of Section 204 of the Companies Act, 2013, the report in respect of the Secretarial Audit carried out by M/s. Bhandari & Associates, Company Secretaries, in Form MR-3 for the FY 2018-19 form part of this Report.

There is no qualification and adverse remarks except regarding delayed transfer of shares to Investor Education and Protection Fund (IEPF) and delay in filing of details of Investors Grievance to Stock Exchange which are now regularised.

**23 Corporate Social Responsibility (CSR)**

The Report on CSR activities as required under Companies (Corporate Social Responsibility) Rules, 2014, including a brief outline of the Company's CSR Policy, total amount to be spent under CSR for the Financial Year, amount unspent and the reason for the unspent amount, is set out at CSR statement forming part of this Report.

**24 Extract Of Annual Return**

Pursuant to the provisions of Section 134(3)(a) of the Companies Act, 2013, extract of the Annual Return for the Financial Year ended 31<sup>st</sup> March, 2019 made under the provisions of Section 92(3) of the Act forms part of this Report.

**25 Material Changes**

There have been no material changes and commitments, if any, affecting the financial position of the Company which have occurred between the end of the Financial Year of the Company to which the financial statement relate & the date of the Report.

**26 Particulars Of Loans, Guarantees, Investments**

The particulars of loans, guarantees and investments given / made during the Financial Year under review and governed by the provisions of Section 186 of the Companies Act, 2013 have been disclosed in the Financial Statements.

**27 Conservation Of Energy, Technology Absorption And Foreign Exchange Earnings & Outgo**

The particulars relating to conservation of energy, technology absorption, foreign exchange earnings and outgo, as required to be disclosed under the Act, forms part of this Report.

**28 Deposits**

During the year under review, your Company did not accept any deposits in terms of Section 73 of the Companies Act, 2013 read with the Companies (Acceptance of Deposit) Rules, 2014.

### **29 Significant & Material Court Orders**

No significant and material orders have been passed by any Regulator or Court or Tribunal which can have an impact of the going concern status and the Company's operations in future.

### **30 Disclosure Under The Sexual Harassment Of Women At Workplace (Prevention, Prohibition And Redressal) Act, 2013**

The Company pursuant to the Section 4 of the Sexual Harassment of Women at workplace (Prevention, Prohibition and Redressal) Act, 2013 has constituted an Internal Complaints Committee. During the year, no complaint was lodged with the Internal Complaint Committee.

### **31 Particulars Of Employee And Related Disclosures**

In terms of the provisions of Section 197 (12) of the Act read with Rules 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, a statement showing the details required therein forms part of this Report.

The statement containing names of top ten employees in terms of remuneration drawn and the particulars of employee(s) as required under Section 197(12) of the Companies Act, 2013 read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is provided in a separate annexure forming part of this Report. Further, the Report and Account are being sent to the Members excluding aforementioned annexure. In terms of Section 136 of the Act, the said annexure is open for inspection at the Registered Office of the Company. Any shareholder interested in obtaining a copy of the same may write to the Company Secretary.

### **32 MD & CFO Certification**

Certificate from Managing Director and Chief Financial Officer of the Company, pursuant to the Regulation 17 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, for the Financial Year 2018-19 under review was placed before the Board of Directors of the Company at its meeting held on 9<sup>th</sup> May, 2019.

### **33 Secretarial Standard**

The Company complies with all applicable Secretarial Standards issued by The Institute of Company Secretaries of India and approved by the Central Government under Section 118(10) of the Companies Act, 2013 for the Financial Year ended 31<sup>st</sup> March, 2019.

### **34 Acknowledgment**

Your Directors would like to express their appreciation for the assistance and co-operation received from the Shareholders, Bankers, Government Authorities, Export Promotion Council, Other Semi Government Authorities, Stock Exchanges, Customers, Dealers, Suppliers and Business Associates at all levels during the year under review. Your Directors also wish to place on record their appreciation for the committed services of the Executives, staffs and workers of the Company.

For and on behalf of the Board

Place : Mumbai  
Date : 9<sup>th</sup> May, 2019

**S. V. Kabra**  
Chairman

**DISCLOSURE OF PARTICULARS WITH RESPECT TO CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO.**
**A. CONSERVATION OF ENERGY :**

- (a) Energy Conservation Measures taken: The Company has installed the state-of-the-art technology machines which are energy conservative.
- (b) Additional Investments and Proposals, if any, for reduction of consumption of energy: None
- (c) Impact of measures at (a) & (b) above: With the sophisticated Plant & Machinery and on account of restructuring of machinery, the energy consumption for manufacturing masterbatches has been reduced.

**B. TECHNOLOGY ABSORPTION : Research and Development**

The Company has in-house full-fledged Research & Development Department equipped with a wide range of lab machines, equipments, instruments and testing facilities that enables to deliver a broad spectrum of new & customized solution for tailor made product and formulations like bio-degradable masterbatches and masterbatches for BOPP Films, PP Yarns, Fibres, etc. with excellent price benefit ratio. The Company also has technical experts with latest technical know-how(s) & innovative abilities focusing on upgradation of the existing masterbatches and development of new products. The manufacturing units are highly automatic and equipped with sophisticated laboratory facilities to conduct stringent tests. We are proud to state that the In-house Research and Development facility of the Company has been registered with the Department of Scientific and Industrial Research and this is the first time any Company in masterbatch business that has this achievement.

During the year, the Company has spent ₹ 630.50 Lacs on Research & Product Development initiatives (constituting ₹ 272.75 Lacs as Revenue expenditure and ₹ 357.75 Lacs as Capital expenditure).

**C. FOREIGN EXCHANGE EARNINGS AND OUTGO :**

(₹ in Lacs)

	<b>2018-19</b>	<b>2017-18</b>
Foreign Exchange Earned	14,667.13	14,929.75
Foreign Exchange Used	14,097.00	13,370.28

**CORPORATE GOVERNANCE COMPLIANCE CERTIFICATE**

To, The Members of **Plastiblends India Limited**

We have examined the compliance of conditions of Corporate Governance by Plastiblends India Limited, for the year ended on 31<sup>st</sup> March, 2019, as stipulated in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 of the said Company with Stock Exchange.

The compliance of conditions of Corporate Governance is the responsibility of the Management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the Financial Statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We state that no investor grievances are pending for a period exceeding one month against the Company as per the records maintained by the Stakeholders Relationship Committee. We further state that such compliance is neither an assurance as to the further viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

**For A.G.Ogale & Co.**  
Chartered Accountants

**CA.Pramod K. Gugale**  
Partner

Date : 9<sup>th</sup> May, 2019  
Place : Mumbai

M.No. 113775 Firm Regn. No. 114115 W

## MANAGING DIRECTOR & CFO CERTIFICATE

(In terms of Regulation 17(8) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To  
The Board of Directors  
Plastiblends India Ltd.

We the undersigned, certify to the Board that :

- (a) We have reviewed the Financial Statements and the cash flow statement for the year and that to the best of our knowledge and belief –
  - (i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
  - (ii) these statements together present a true and fair view of the Company's affairs and are in compliance with the existing accounting standards, applicable laws and regulations.
- (b) There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's code of conduct.
- (c) We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have also disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- (d) We have indicated to the auditors and the Audit Committee –
  - (i) significant changes in internal Controls over financial reporting during the year;
  - (ii) significant changes in accounting policies during the year and that the same have been disclosed in the notes to the Financial Statements; and
  - (iii) instances of significant fraud of which we have become aware 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.

For **PLASTIBLENDS INDIA LTD**

**S. N. Kabra**  
Vice-Chairman & Managing Director

**Anand R. Mundra**  
Chief Financial Officer

## ANNUAL REPORT ON CSR ACTIVITIES

### 1. Brief outline of CSR Policy and reference to weblink

- In compliance of Section 135 of the Companies Act, 2013 (Act), Schedule VII to Act, Companies (Corporate Social Responsibility Policy) Rules, 2014, and as recommended by the CSR Committee, the Company adopted policy on undertaking the corporate social responsibility activities. The Board of the Company shall ensure that the Company spends, in every Financial Year, at least two percent of the average net profits of the Company made during the three immediately preceding Financial Years and disclose contents of such policy in its report and also place it on the Company's website.
- CSR Corpus would include – a. 2% of the average net profits b. Any income arising there from c. Surplus arising out of CSR activities
- Expenditure on CSR activities as mentioned herein below shall not be counted as CSR spending –a. CSR activities which are exclusively for the benefit of employees of the Company or their family members b. CSR activities undertaken outside India c. Contribution of any amount directly or indirectly to any political party
- CSR Policy is available at: <http://www.plastiblends.com/Upload/PolicyOtherDoc/PBI-POLICY-ON-CORPORATE-SOCIAL-RESPONSIBILITY.pdf>

### 2. Composition of the CSR Committee:-The CSR Committee comprises of Shri S. V. Kabra - Chairman, Shri S. N. Kabra-Member, Shri S. K. Parab – Member–Independent Director

### 3. Average Net Profit of the Company for last three Financial Years for CSR computation :- ₹ 4,547.37 Lacs

### 4. Prescribed CSR Expenditure (two percent of the amount as in item 3 above) :- ₹ 90.95 Lacs

### 5. Details of CSR Spent during the year

- (a) Total amount spent : ₹ 106.63 Lacs  
 (b) Amount Unspent, if any : Nil

### (c) Manner in which the amount spent during the Financial Year :

Sr.	CSR Project or activity identified	Sector in which the project is covered	Project or programmes	Amount outlay (₹ in Lacs)	Amount spent (₹ in Lacs)	Cumulative expenditure (₹ in Lacs)	direct or through implementing agency
1	Shri Hari Satsang Samiti	Socio-economic Development of Tribals	Maharashtra	101.01	101.01	101.01	Agency
2	Pandey Shiksha Samiti	Education	Maharashtra	0.11	0.11	0.11	Agency
3	Shiv Kalyan Kendra	Preventive health care	Maharashtra	1.00	1.00	1.00	Agency
4	Vaidehi Sankar Trust	Education	Saputara, Gujrat	0.35	0.35	0.35	Agency
5	Kerala Relief Fund	Disaster Relief	Kerala	3.57	3.57	3.57	Direct
6	Vanwasi Seva Trust	Socio-Economic Development of Tribals	Mumbai, Maharashtra	0.11	0.11	0.11	Agency
7	Maheshwari Pragati Mandal	Education	Mumbai, Maharashtra	0.21	0.21	0.21	Agency
8	Dilip Nagar Development Association	Protection of Art, Culture	Daman	0.11	0.11	0.11	Agency
9	Shree Mahakali Seva Charitable Trust	Animal Welfare	Daman	0.11	0.11	0.11	Agency
10	Shivam Mitra Mandal	Protection of Art, Culture	Daman	0.05	0.05	0.05	Agency
<b>TOTAL</b>				<b>106.63</b>	<b>106.63</b>	<b>106.63</b>	

#### Reason for not spending

Not Applicable

#### Responsibility Statement

I Shri S. V. Kabra, Chairman of the Company and Chairman of the CSR Committee do state that during the Financial Year 2018-19 the Company spent the expenditure in CSR activities to achieve objective of Promoting Education, Animal Welfare, Socio Economic Development of Tribals which is covered by Schedule VII to the Companies Act, 2013 and CSR Policy of the Company.



Form No. MGT-9

### EXTRACT OF ANNUAL RETURN

as on the Financial Year ended on 31<sup>st</sup> March, 2019

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

#### I. REGISTRATION AND OTHER DETAILS :

i)	CIN	L25200MH1991PLC059943
ii)	Registration Date	22 <sup>nd</sup> January, 1991
iii)	Name of the Company	Plastiblends India Limited
iv)	Category / Sub-Category of the Company	Public Limited
v)	Address of the Registered office	Fortune Terraces, 10 <sup>th</sup> Floor, A-Wing, Opp. Citi Mall, New Link Road, Andheri (West), Mumbai – 400 053.
vi)	Whether listed Company	Yes
vii)	Name, Address and Contact details of Registrar and Transfer Agent, if any	Sharex Dynamic (India) Pvt. Ltd. C/o. Link Intime India Pvt. Ltd. C-101, 247 Park, LBS Road, Surya Nagar, Gandhi Nagar, Vikhroli (West), Mumbai - 400 083. Tel. : 022-28515606, 2851644 Fax : 022-28512885 Email : support@sharexindia.com

#### II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY :

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

Sr.	Name and Description of main products / services	NIC Code of the Product / service	% to total turnover of the Company
1	Masterbatches	20131	100 %

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

No holding, subsidiary and associate Companies.

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

##### (a) Category-wise Share Holding

Sr.	Category of shareholder	No. of Shares held at the beginning of the year (31 <sup>st</sup> March, 2018)				No. of Shares held at the end of the year (31 <sup>st</sup> March, 2019)				% Change during the year
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
(A)	Promoter									
(1)	Indian									
(a)	Individuals/HUF	9477572	-	9477572	36.47	9675640	-	9675640	37.23	0.76
(b)	Central/State Govt (s)	-	-	-	-	-	-	-	-	-
(c)	Bodies Corporate	6660410	-	6660410	25.63	6660410	-	6660410	25.63	-

Sr.	Category of shareholder	No. of Shares held at the beginning of the year (31 <sup>st</sup> March,2018)				No. of Shares held at the end of the year (31 <sup>st</sup> March,2019)				% Change during the year
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
(d)	Banks / FI	-	-	-	-	-	-	-	-	-
(e)	Any Other (Total)	-	-	-	-	-	-	-	-	-
	<b>Sub-Total (A)(1)</b>	<b>16137982</b>	-	<b>16137982</b>	<b>62.09</b>	<b>16336050</b>	-	<b>16336050</b>	<b>62.86</b>	<b>0.76</b>
<b>(2)</b>	<b>Foreign</b>									
(a)	NRI/Other - Individuals	-	-	-	-	-	-	-	-	-
(b)	Bodies Corporate	-	-	-	-	-	-	-	-	-
(c)	Institutions	-	-	-	-	-	-	-	-	-
(d)	QFI	-	-	-	-	-	-	-	-	-
(e)	Any Other (Total)	-	-	-	-	-	-	-	-	-
	<b>Sub-Total (A)(2)</b>	-	-	-	-	-	-	-	-	-
	<b>Total Shareholding of Promoter (A) = (A) (1)+(A)(2)</b>	<b>16137982</b>	-	<b>16137982</b>	<b>62.09</b>	<b>16336050</b>	-	<b>16336050</b>	<b>62.86</b>	<b>0.76</b>
<b>(B)</b>	<b>Public shareholding</b>									
(1)	Institutions									
(a)	Mutual Funds/UTI	12027	-	12027	0.05	479026	-	479026	1.84	1.80
(b)	Banks / FI	5553	-	5553	0.02	-	-	-	-	(0.02)
(c)	Central/State Govt (s)	178968	-	178968	0.69	198768	-	198768	0.76	0.08
(d)	Venture Capital Funds	-	-	-	-	-	-	-	-	-
(e)	Insurance Companies	-	-	-	-	-	-	-	-	-
(f)	Any Other (Others)	241861	459600	701461	2.70	297231	459600	756831	2.91	0.21
	<b>Sub-Total (B)(1)</b>	<b>438409</b>	<b>459600</b>	<b>898009</b>	<b>3.46</b>	<b>975025</b>	<b>459600</b>	<b>1434625</b>	<b>5.52</b>	<b>2.07</b>
<b>(2)</b>	<b>Non-institutions</b>									
(a)	Bodies Corporate	565848	-	565848	2.18	399866	-	399866	1.54	(0.64)
(b)	Individuals -									
i	Individual Shareholders Holding Nominal Share Capital Up To ₹ 2 Lakh.	4772601	898832	5671433	21.82	4420098	774032	5194130	19.99	(1.84)
ii	Individuals - Individual Shareholders Holding Nominal Share Capital In Excess of ₹ 2 Lakh	2141607	180000	2321607	8.93	2209916	120000	2329916	8.97	0.03
(c)	QFI	-	-	-	-	-	-	-	-	-
(d)	Any Other (Total)	-	-	-	-	-	-	-	-	-
(d1)	Non Resident Indians	294861	-	294861	1.14	270119	-	270119	1.04	(0.10)
(d2)	Overseas Bodies	50905	-	50905	0.20	24494	-	24494	0.09	(0.10)
(d3)	clearing member	48555	-	48555	0.19	-	-	-	-	(0.19)
	<b>Sub-Total (B)(2)</b>	<b>7874377</b>	<b>1078832</b>	<b>8953209</b>	<b>34.45</b>	<b>7324493</b>	<b>894032</b>	<b>8218525</b>	<b>31.62</b>	<b>(2.83)</b>
	<b>Total Public Shareholding (B) = (B) (1)+(B)(2)</b>	<b>8312786</b>	<b>1538432</b>	<b>9851218</b>	<b>37.91</b>	<b>8299518</b>	<b>1353632</b>	<b>9653150</b>	<b>37.14</b>	<b>(0.76)</b>
	<b>TOTAL (A)+(B)</b>	<b>24450768</b>	<b>1538432</b>	<b>25989200</b>	<b>100.00</b>	<b>24635568</b>	<b>1353632</b>	<b>25989200</b>	<b>100.00</b>	<b>0</b>
<b>(C)</b>	<b>Shares held by Custodians for GDRs/ ADRs</b>	-	-	-	-	-	-	-	-	-
	<b>GRAND TOTAL (A)+(B)+(C)</b>	<b>24450768</b>	<b>1538432</b>	<b>25989200</b>	<b>100.00</b>	<b>24635568</b>	<b>1353632</b>	<b>25989200</b>	<b>100.00</b>	<b>0</b>

**(b) Shareholding of Promoters**

Sr.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the Company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the Company	% of Shares Pledged / encumbered to total shares	
1	Kolsite Corporation LLP	4813848	18.52	-	4813848	18.52	-	-
2	Varun S. Kabra	4085324	15.72	-	4129807	15.89	-	0.18
3	Satyanarayan G. Kabra	2782856	10.71	-	2770356	10.66	-	(0.05)
4	Saritadevi S. Kabra	2593392	9.98	-	2643392	10.17	-	0.19
5	Kabra Extrusiontechnik Ltd.	1846562	7.11	-	1846562	7.11	-	-
6	Jyoti V. Kabra	-	-	-	116085	0.45	-	0.45
7	Anand S. Kabra	4000	0.02	-	4000	0.02	-	-
8	Shreevallabh G. Kabra	4000	0.02	-	4000	0.02	-	-
9	Veenadevi S. Kabra	4000	0.02	-	4000	0.02	-	-
10	Ekta A. Kabra	4000	0.02	-	4000	0.02	-	-
	<b>Total</b>	<b>16137982</b>	<b>62.09</b>		<b>16336050</b>	<b>62.86</b>		<b>0.76</b>

**(c) Change in Promoters' Shareholding (please specify, if there is no change)**

Sr.	Name	Shareholding at the beginning of the year			Cumulative Shareholding during the year			% of total Shares of the Company
		No. of shares	% of total shares of the Company	Date	Increase / Decrease in Promoters Shareholding	Reason	No. of shares	
1	2	3	4	5	6	7	8	9
1	Varun S. Kabra	4085324	15.72	01-04-2018				
				15-02-2019	6517	Buy	4091841	15.74
				22-02-2019	13483	Buy	4105324	15.80
				15-03-2019	14000	Buy	4119324	15.85
				22-03-2019	5945	Buy	4125269	15.87
				29-03-2019	4538	Buy	4129807	15.89
	-Closing Balance-			31-03-2019			4129807	15.89
2	Satyanarayan G. Kabra	2782856	10.71	01-04-2018				
				27-04-2018	(2500)	Gift	2780356	10.70
				26-10-2018	(10000)	Gift	2770356	10.66
	-Closing Balance-			31-03-2019			2770356	10.66
3	Saritadevi S. Kabra	2593392	9.98	01-04-2018				
				16-11-2018	4932	Buy	2598324	10.00
				23-11-2018	6040	Buy	2604364	10.02
				30-11-2018	7358	Buy	2611722	10.05
				07-12--2018	3368	Buy	2615090	10.06
				14-12-2018	8690	Buy	2623780	10.10
				21-12-2018	8470	Buy	2632250	10.13
				28-12-2018	3023	Buy	2635273	10.14
				31-12-2018	2119	Buy	2637392	10.15
				11-01-2019	1629	Buy	2639021	10.15
				25-01-2019	2000	Buy	2641021	10.16
				01-02-2019	2371	Buy	2643392	10.17
	-Closing Balance-			31-03-2019			2643392	10.17

Sr.	Name	Shareholding at the beginning of the year			Cumulative Shareholding during the year			% of total Shares of the Company
		No. of shares	% of total shares of the Company	Date	Increase / Decrease in Promoters Shareholding	Reason	No. of shares	
1	2	3	4	5	6	7	8	9
4	Jyoti V. Kabra	Nil	0.00	01-04-2018				
				13-04-2018	22441	Buy	22441	0.09
				20-04-2018	2559	Buy	25000	0.10
				04-05-2018	5004	Buy	30004	0.12
				11-05-2018	4996	Buy	35000	0.14
				18-05-2018	10000	Buy	45000	0.17
				08-06-2018	10000	Buy	55000	0.21
				29-06-2018	5000	Buy	60000	0.23
				06-07-2018	5720	Buy	65720	0.25
				13-07-2018	8613	Buy	74333	0.29
				20-07-2018	15517	Buy	89850	0.35
				27-07-2018	2206	Buy	92056	0.35
				03-08-2018	9029	Buy	101085	0.39
				21-09-2018	3202	Buy	104287	0.40
				28-09-2018	6798	Buy	111085	0.43
				05-10-2018	5000	Buy	116085	0.45
	-Closing Balance-			31-03-2019			116085	0.45

(d) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs) :

Sr. No.	Name	Shareholding at the beginning of the year			Cumulative Shareholding during the year			% of total shares of the Company
		No. of shares	% of total shares of the Company	Date	Increase / Decrease in Promoters Shareholding	Reason	No. of shares	
1	2	3	4	5	6	7	8	9
1	DSP Blackrock Small Cap Fund	Nil	0.00	01-04-2018				
				25-05-2018	2674	Buy	2674	0.01
				01-06-2018	191605	Buy	194279	0.75
				08-06-2018	15892	Buy	210171	0.81
				15-06-2018	179	Buy	210350	0.81
				22-06-2018	5372	Buy	215722	0.83
				29-06-2018	37546	Buy	253268	0.97
				06-07-2018	12650	Buy	265918	1.02
				13-07-2018	24925	Buy	290843	1.12
				20-07-2018	997	Buy	291840	1.12
				17-08-2018	30814	Buy	355654	1.24
				24-08-2018	6153	Buy	328807	1.26
				31-08-2018	336	Buy	329143	1.27
				07-09-2018	18894	Buy	348037	1.34
				14-09-2018	6780	Buy	354817	1.36
				21-09-2018	36853	Buy	391670	1.51
				28-09-2018	33501	Buy	425171	1.64
				05-10-2018	19652	Buy	444823	1.71
				12-10-2018	14522	Buy	459345	1.77
				01-03-2019	3397	Buy	462742	1.78
				08-03-2019	51	Buy	462793	1.78

Sr. No.	Name	Shareholding at the beginning of the year			Cumulative Shareholding during the year			% of total shares of the Company
		No. of shares	% of total shares of the Company	Date	Increase / Decrease in Promoters Shareholding	Reason	No. of shares	
1	2	3	4	5	6	7	8	9
				15-03-2019	2048	Buy	464841	1.79
				22-03-2019	2303	Buy	467144	1.80
				29-03-2019	11882	Buy	479026	1.84
	-Closing Balance-			31-03-2019			479026	1.84
2	Colloids (Widnes) Ltd Pension Fund -	459600	1.77	01-04-2018				
	-Closing Balance-			31-03-2019		No Change	459600	1.77
3	Minaxi Bhalchandra Trivedi	3000	0.01	01-04-2018				
				10-08-2018	4022	Buy	7022	0.03
				17-08-2018	1978	Buy	9000	0.04
				24-08-2018	2000	Buy	11000	0.04
				31-08-2018	131	Buy	11131	0.04
				07-09-2018	869	Buy	12000	0.05
				14-09-2018	2000	Buy	14000	0.05
				21-09-2018	1000	Buy	15000	0.06
				28-09-2018	7000	Buy	22000	0.09
				16-11-2018	1000	Buy	23000	0.09
				21-12-2018	216697	Buy	239697	0.92
				18-01-2018	555	Buy	240252	0.92
				01-02-2019	3880	Buy	244132	0.94
				01-03-2019	36648	Buy	280780	1.08
				08-03-2019	7460	Buy	288240	1.11
				15-03-2019	2519	Buy	290759	1.12
	-Closing Balance-			31-03-2019			290759	1.12
4	Gymkhana Partners L.P.	235000	0.90	01-04-2018				
				06-04-2018	8841	Buy	243841	0.94
				27-04-2018	9159	Buy	253000	0.97
				04-05-2018	9300	Buy	262300	1.01
				18-05-2018	9900	Buy	272200	1.05
				25-05-2018	10500	Buy	282700	1.09
				21-12-2018	842	Buy	283542	1.10
				04-01-2018	5689	Buy	289231	1.11
	-Closing Balance-			31-03-2019			289231	1.11
5	Investor Education Fund	178968	0.69	01-04-2018				
				07-12-2018	19800	transfer	198768	0.77
	-Closing Balance-			31-03-2019			198768	0.77
6	Dharmesh P. Tandel	140000	0.54	01-04-2018				
	-Closing Balance-			31-03-2019		No Change	140000	0.54
7	Rajkishore Mundra	106960	0.41	01-04-2018				
	-Closing Balance-			31-03-2019		No Change	106960	0.41
8	Shaileshkumar P. Tandel	120000	0.46	01-04-2018				
				17-08-2018	(20000)	Sold	100000	0.39
	-Closing Balance-			31-03-2019			100000	0.39
9	Champion Commercial Company	102500	0.39	01-04-2018				
				10-08-2018	(8500)	Sold	94000	0.36
				14-09-2018	(1000)	Sold	93000	0.36
	-Closing Balance-			31-03-2019			93000	0.36
10	Dhvanet Bipin Savla	88845	0.34	01-04-2018				
	-Closing Balance-			31-03-2019		No Change	88845	0.34

e) Shareholding of Directors and Key Managerial Personnel :

Sr.	Name	Shareholding at the beginning of the year			Cumulative Shareholding during the year			% of total shares of the Company
		No. of shares	% of total shares of the Company	Date	Increase / Decrease in Promoters Shareholding	Reason	No. of shares	
1	2	3	4	5	6	7	8	9
1	Shreevallabh G. Kabra -Closing Balance-	4000	0.02	01-04-2018				
				31-03-2019			4000	0.02
2	Satyanarayan G. Kabra -Closing Balance-	2782856	10.71	01-04-2018				
				27-04-2018	(2500)	Gift	2780356	10.70
				26-10-2018	(10000)	Gift	2770356	10.66
				31-03-2019			2770356	10.66
3	Varun S. Kabra -Closing Balance-	4085324	15.72	01-04-2018				
				15-02-2019	6517	Buy	4091841	15.74
				22-02-2019	13483	Buy	4105324	15.80
				15-03-2019	14000	Buy	4119324	15.85
				22-03-2019	5945	Buy	4125269	15.87
				29-03-2019	4538	Buy	4129807	15.89
				31-03-2019			4129807	15.89
4	Jyoti V. Kabra -Closing Balance-	Nil	0.00	01-04-2018				
				13-04-2018	22441	Buy	22441	0.09
				20-04-2018	2559	Buy	25000	0.10
				04-05-2018	5004	Buy	30004	0.12
				11-05-2018	4996	Buy	35000	0.14
				18-05-2018	10000	Buy	45000	0.17
				08-06-2018	10000	Buy	55000	0.21
				29-06-2018	5000	Buy	60000	0.23
				06-07-2018	5720	Buy	65720	0.25
				13-07-2018	8613	Buy	74333	0.29
				20-07-2018	15517	Buy	89850	0.35
				27-07-2018	2206	Buy	92056	0.35
				03-08-2018	9029	Buy	101085	0.39
				21-09-2018	3202	Buy	104287	0.40
				28-09-2018	6798	Buy	111085	0.43
				05-10-2018	5000	Buy	116085	0.45
				31-03-2019			116085	0.45
5	Pushp Raj Singhvi -Closing Balance-	8944	0.03	01-04-2018				
				31-03-2019		No Change	8944	0.03
6	Sudarshan K. Parab -Closing Balance-	2000	0.01	01-04-2018				
				31-03-2019		No Change	2000	0.01
7	Bajrang Lal Bagra -Closing Balance-	Nil	Nil	01-04-2018				
				31-03-2019			Nil	Nil
8	Rahul Ramkumar Rathi -Closing Balance-	133600	0.51	01-04-2018				
				31-03-2019		No Change	133600	0.51
9	Anand R. Mundra -Closing Balance-	Nil	Nil	01-04-2018				
				31-03-2019		No Change	Nil	Nil
10	Himanshu S. Mhatre -Closing Balance-	Nil	Nil	01-04-2018				
				31-03-2019		No Change	Nil	Nil

## V. INDEBTEDNESS

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

(₹ in Lacs)

	Secured Loans	Unsecured Loans	Deposits	Total
<b>Indebtedness</b>				
<b>Indebtedness at the beginning of the Financial Year</b>				
i) Principal Amount	11,321.04	-	-	11,321.04
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
<b>Total (I + ii + iii)</b>	<b>11,321.04</b>	<b>-</b>	<b>-</b>	<b>11,321.04</b>
<b>Change in Indebtedness during the Financial Year</b>				
• Addition	-	-	-	-
• Reduction	3,542.35	-	-	3,542.35
Net Change	(3,542.35)	-	-	(3,542.35)
<b>Indebtedness at the end of the Financial Year</b>				
i) Principal Amount	7,778.70	-	-	7,778.70
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
<b>Total (I + ii + iii)</b>	<b>7,778.70</b>	<b>-</b>	<b>-</b>	<b>7,778.70</b>

## VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-Time Directors and / or Manager :

(₹ in Lacs)

Sr.	Particulars of Remuneration	Name of MD / WTD / Manager			Total Amount
		Shreevallabh G. Kabra	Satyanarayan G. Kabra	Varun S. Kabra	
<b>1.</b>	<b>Gross salary</b>				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	*10.80	83.74	38.88	133.42
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	1.39	3.85	5.24
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-	-
2.	Stock Option	-	-	-	-
3.	Sweat Equity	-	-	-	-
4.	Commission - as % of profit - others	-	-	-	-
5.	Others, please specify	-	-	-	-
	<b>Total</b>	<b>10.80</b>	<b>85.13</b>	<b>42.73</b>	<b>138.66</b>
	Ceiling as per the Act				428.74

\* Shri S. V. Kabra stepped down from the position of Managing Director w. e. f. 30<sup>th</sup> June, 2018

**B. Remuneration to other Directors :**

(₹ in Lacs)

Sr.	Particulars of Remuneration	Fee for attending Board / Committee Meetings	Commission	Others	Total Amount
<b>A</b>	<b>Independent Directors</b>				
1	Shri Pushp Raj Singhvi	1.80	-	-	1.80
2	Shri Sudarshan K. Parab	1.90	-	-	1.90
3	Shri Bajrang Lal Bagra	2.00	-	-	2.00
4	Shri Rahul R. Rathi	0.70	-	-	0.70
	Total (A)	6.40	-	-	6.40
<b>B</b>	<b>Other Non-Executive Directors</b>				
5	Smt Jyoti V. Kabra	0.60	-	-	0.60
	Total (B)	0.60	-	-	0.60
<b>C</b>	<b>Total = (A+B)</b>	<b>7.00</b>	<b>-</b>	<b>-</b>	<b>7.00</b>
	Total Managerial Remuneration				145.66
	Overall Ceiling as per the Act				471.61

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

(₹ in Lacs)

Sr.	Particulars of Remuneration	Key Managerial Personnel		
		CS	CFO	Total
<b>1.</b>	<b>Gross salary</b>			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	11.27	54.26	65.53
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-
2.	Stock Option	-	-	-
3.	Sweat Equity	-	-	-
4.	Commission - as % of profit - others	-	-	-
5.	Others, please specify	-	-	-
	<b>Total</b>	<b>11.27</b>	<b>54.26</b>	<b>65.53</b>

**VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES :**

There were no penalties, punishment or compounding of offences during the year ended 31<sup>st</sup> March, 2019.

For and on behalf of the Board

Place : Mumbai  
Date : 9<sup>th</sup> May, 2019

**S. V. Kabra**  
Chairman



**PARTICULARS OF EMPLOYEE AS REQUIRED UNDER SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014**

**1. The ratio of the remuneration of each Director to the median remuneration of employees for Financial Year.**

<b>Executive Directors</b>	<b>Ratio to median remuneration</b>
Satyanarayan G. Kabra, Vice-Chairman & Managing Director	44.00
Varun S. Kabra, Managing Director	18.00

**2 Percentage increase in remuneration in the Financial Year of following :**

Satyanarayan G. Kabra, Vice-Chairman & Managing Director*	95.45%
Varun S. Kabra, Managing Director	Nil
Anand R. Mundra, Chief Financial Officer	11.04%
Himanshu Mhatre, Company Secretary	8.50 %

\*Remuneration of Satyanarayan G. Kabra, Vice-Chairman & Managing Director was revised upon re-appointment in last Annual General Meeting with approval of members.

**3 Percentage increase in median remuneration of employees in the Financial Year : 14%**

**4 Number of permanent employees on the roll of Company : 506**

**5 Average percentile increase already made in the salaries of employees other than the managerial personnel in the last Financial Year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration.**

The average increase in employee remuneration other than managerial personnel was 11%. The increase in managerial remuneration is in line with the measures to attract and retain the best talent.

**6 Affirmation that the remuneration is as per the remuneration policy of the Company**

It is affirmed that the remuneration paid is as per the remuneration policy of the Company.

**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 **Plastiblends India Limited**  
 Fortune Terraces, A Wing, 10<sup>th</sup> Floor,  
 Opp. Citi Mall, New Link Road, Andheri (West) Mumbai – 400053

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **Plastiblends India Limited** having **CIN : L25200MH1991PLC059943** and having Registered Office at Fortune Terraces, A Wing, 10<sup>th</sup> Floor, Opp. Citi Mall, New Link Road, Andheri (West) Mumbai–400 053 Maharashtra (hereinafter referred to as ‘the Company’), produced before 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 our opinion and to the best of our 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 us by the Company & its Officers. We hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on **31<sup>st</sup> March, 2019** 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
1	Shreevallabh Gopilal Kabra	00015415
2	Satyanarayan Gopilal Kabra	00015930
3	Bajrang Lal Bagra	00090596
4	Pushp Raj Singhvi	00255738
5	Rahul Ramkumar Rathi	00966359
6	Sudarshan Krishnarao Parab	02331587
7	Varun Satyanarayan Kabra	03376617
8	Jyoti Varun Kabra	07088904

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 Bhandari & Associates**  
 Company Secretaries

**S. N. Bhandari**  
 Partner

Place : Mumbai  
 Date : 9<sup>th</sup> May, 2019

FCS No. : 761; C P No. : 366

**DECLARATION ON COMPLIANCE OF THE COMPANY'S CODE OF CONDUCT**

The Company has formed a Code of Conduct for the Members of the Board of Directors and Senior Management of the Company pursuant to Regulation 17(5) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the all the members of the Board of Directors and senior management have affirmed compliance with the code of conduct for the Financial Year 2018-19.

For and on behalf of the Board

Place : Mumbai  
 Date : 9<sup>th</sup> May, 2019

**S. V. Kabra**  
 Chairman

## MANAGEMENT DISCUSSION AND ANALYSIS

### I. ECONOMIC OVERVIEW

Global economy was estimated to grow at 3.9 % in 2018. However its momentum was weighed down in second half due to confluence of factors like weakening market sentiment, US-China trade dispute and resulted in downward revision of global economic growth to 3.6%. Global growth is expected to decelerate to 3.3 % in 2019.

Growth in advanced economies is projected to slow from 2.2% in 2018 to 1.8 % in 2019. Growth in emerging economies is also likely to dip from 4.5% in 2018 to 4.4% in 2019. Despite fiscal stimulus China's economy is expected to slow down due to higher US tariffs and trade tensions. However India's economy is poised to pickup in 2019.

Indian economy continues to be one of the fastest growing major economies in the world driven by higher consumer spending and strong corporate fundamentals. Indian economy remained resilient to global vulnerabilities despite higher oil prices, rising global volatility, largely from financial volatility and trade disputes. Notwithstanding unforeseen global events growth for India is estimated to remain upward of 7.3% in 2019-20. Government initiatives such as Make in India, Skill India, Swachh Bharat Abhiyan, Digital India are contributing to economic development of the Country. India is the world's seventh largest economy in real terms, backed by strong demand, positive consumption pattern and rising disposable income and is expected to be among the world's top three economic powers in the next 10-15 years.

### II. INDUSTRY STRUCTURE AND DEVELOPMENTS

Plastic Industry is one of the fastest rising industry of present times. The use of plastics is found in almost every sector such as packaging, agriculture, consumer goods, automobile, etc. The Global plastics market is expected to reach (\$ 654.38 billion) ₹ 60 Lacs Crore by 2020. The Plastics market in Asia pacific region is expected to witness a boost due to growing demand from end user Industries. Global plastics demand is expected to grow at CAGR of 5.3% and reach a level of 330 MMTPA in 2020.

India Plastics Industry is also witnessing a double digit growth on an average. Attention of many global players is shifting to India as it is ranked among the top five global consumers of polymers and has over 30,000 plastic processing units employing more than 4 million people across the Country. Almost 80 to 90% of the total manufacturing units are in small & medium scale sector. The Industry is very fragmented and majority of the manufacturers are from unorganized sector and very few are from organized sector, your Company is leader in organized sector. Plastics consumption of the Country is expected to increase to 20 MMTPA in 2020.

One of the vital components of plastics industry worldwide is masterbatch, which consists of pigments and additives used for imparting required color and characteristics to the end products. It is a concentrated mixture of pigments and additives encapsulated during a heat process into a carrier resin, which is then cooled and cut into a granular shape. It imparts various properties like Ultraviolet light resistance, Flame retardation, Anti-fouling, Anti-static, Lubrication, Anti-slip, Antimicrobial, Anti-oxidant, etc to end products. Use of Masterbatches in production process offers many benefits like cost-effectiveness, easy to use, helps achieve the desired color and ensures a dirt-free production environment. Your Company is leader in manufacturing of Masterbatches and has presence in practically all segment of Masterbatch i.e. White/ Black / Colour / Additive / Polywhite (filler) unlike most of other competitors who are not present in all segments.

Masterbatches find applications in various plastic processing industries, such as Flexible Packaging (FMCG, consumer durable and pharmaceuticals), Agriculture, Irrigation, Piping, Infrastructure, Consumer Durables, etc. Masterbatch market in India is to grow at a CAGR of over 11% through 2025, on account of strong growth in the packaging and automotive sectors, favorable government regulations, rapid industrialization, and commercialization. Furthermore, there is a growing demand for light-weight and fuel-efficient vehicles, which will further fuel the growth of the Indian plastic masterbatch market. Another factor that will influence the increase in demand is the strong emphasis on the development of eco-friendly cars by the Government.

The demand for masterbatch is growing rapidly in the construction sector as well. Especially when it comes to insulation materials, floorings, performance safety windows, storage tanks, pipes, doors, and cables. Growing commercial and residential projects are driving infrastructural development forward. Moreover, rising consumer awareness about attractive interiors is driving the demand for masterbatch material types.

### **III. FINANCIAL HIGHLIGHTS WITH RESPECT TO OPERATIONAL PERFORMANCE**

During the year under review, your Company posted excellent performance with revenue of ₹ 62,685 lacs as against ₹ 56,782 lacs in the previous year. Profit for the year 2018-19 was ₹ 3,117 lacs as against ₹ 2,732 lacs in the previous year. Exports during the year 2018-19 was ₹ 14,667 lacs as against ₹ 14,930 lacs previous year. Other financial details are as given in the Directors' Report.

### **IV. SEGMENT-WISE OR PRODUCT-WISE PERFORMANCE**

Your Company operates in one segment only – masterbatches.

### **V. BUSINESS OUTLOOK, OPPORTUNITIES AND THREATS**

Masterbatch industry is well on its way to witness considerable growth due to rising demand for light weight, durable and environment friendly materials by end user industries like automobile, agriculture, etc. Development of bio-degradable masterbatches has helped plastic materials to degrade after completing its shelf life, are environment friendly and are preferred for food and drugs packaging. Plastics are also used by farmers to enhance crop yield, maintain soil dampness and protection of crop from various extreme environmental conditions. Increasing usage of plastic components in replacement of traditional metal components, development of electric vehicles made of plastic auto parts in automobile industry is also contributing to increased demand for masterbatches.

Different categories of Masterbatches have multiple applications in consumer goods industry like packaged food, electronics, etc. White masterbatch are most important and are in greater demand due to extensive use in food, beverages & pharmaceutical industry. Black masterbatches are also witnessing increasing demand with growing applications in automobile industry and plasticulture. Colour masterbatch find application in industries where attractive marketing and branding requirements are required to be fulfilled like toys, automobile parts, furniture etc. Polymer additives enhance the performance and properties of end products and can also sometimes contribute to reduction in cost of manufacturing, hence are also in great demand.

In terms of region, Asia Pacific is the biggest market driven by rising demand from China, India and Japan. Persistently developing population, higher disposable income in the hands of consumer, modern developments are driving the these markets. In addition, the Governments are also pushing development of the industry by providing various incentives and developmental schemes which are expected to boost demand. Next important masterbatch market is Europe which is estimated to pick up good development due to rising demand from nations like Germany, UK, Italy, and France and so on.

### **VI. RISK AND CONCERNS**

Risk management is embedded in your Company's operating framework. Your Company believes that managing risks helps in maximizing returns. The Company's approach to addressing business risks is comprehensive and includes periodic review of such risks and a framework for mitigating controls and reporting mechanism of such risks. The risk management framework is reviewed periodically by the Board and the Audit Committee.

Pursuant to the Companies Act 2013 and the SEBI Regulations, the Board has authorized the Audit Committee to review the risk management systems of the Company from time to time. Apart from the usual risks and concerns that affect any commercial, manufacturing operational, the key business risks and concern areas identified by the Company are as under:

Some of the risks that the Company is exposed to are :

**a. Operational Issues**

Major raw material and other inputs of the Company are imported, availability of which is affected by global market situations. Timely availability of raw materials is critical for continuous plant operations.

The company is looking to have long term raw material supply contracts and majority suppliers of the Company are regular in nature, keeping the confidence on each other, the risk of raw material will be mitigated.

**b. Financial Risks:**

**i) Currency value and interest rate fluctuations**

The Company's policy is to actively manage its foreign exchange risk. The Company actively manages the interest rate risk by adopting suitable strategies to minimize the impact of interest rate fluctuations, including maintaining an optimal balance of different loan types and maturities.

**ii) Credit Risk**

The Company sell their products by extending credit to customers, with the attendant risk of payment delays and defaults. To mitigate the risk, our marketing team ensures that sale of products are made to customers after evaluation of their ability to meet financial commitments, through allotment of specific credit limits to respective customers. Credit availability and exposure is another area of risk. However, all exports of the Company are covered under ECGC Policy which will mitigate the risk.

**iii) Liquidity Risk**

The Company realizes that its ability to meet its obligations to its suppliers and others is linked to timely and regular collection of receivables and maintaining a healthy credit rating. Review of working capital constituents like inventory of raw materials, finished goods and receivables are done regularly by the respective divisions and closely monitored by Corporate Finance.

**c. Strategic Risks :**

Emerging businesses, capital expenditure for capacity expansion etc, are normal strategic risks faced by the Company. However, the Company has well-defined processes and procedures for investments in capacity expansions and is focused on its core activity.

**d. Regulatory Risks :**

The Company is exposed to risks attached to various statutes, laws and regulations. The Company is mitigating these risks through regular review of legal compliances. The Company has implemented an enterprise-wide compliance management system, capable of effectively tracking and managing regulatory and internal compliance requirements.

**e. Cyber Risk :**

The failure of Information Technology (IT) systems due to malicious attacks and / or non-compliance with data privacy laws can potentially lead to financial loss, business disruption and / or damage to the Company's reputation. The Company has in place a Data Protection Policy. It maintains a cyber security infrastructure. The Company uses standardized backup tools, services and procedures to ensure that information and data are stored at two or more diverse locations.

**VII. DETAILS OF SIGNIFICANT CHANGES IN KEY FINANCIAL RATIOS :**

Financial ratios with significant changes of more than 25% are as below :

Ratio	FY 2018-19	FY 2017-18	% change	Remarks
Debt Equity Ratio (%)	0.26	0.47	(45)	Primarily due to reduction in borrowing by ₹ 3542 Lacs
Inventory Turnover Ratio (Days)	56.00	78.00	(28)	Primarily due to reduction in inventories by ₹1723 Lacs

#### **VIII. DETAILS OF CHANGES IN RETURN ON NET WORTH :**

The return on net worth of FY 18-19 has increased to 12.70% from 12.08% as compared with preceding FY 17-18 due to increase in profit after tax of the Company.

#### **IX. INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY**

Your Company has a system of internal controls which is commensurate with the size and nature of operations. These controls ensure that all the assets are safeguarded and protected against loss from unauthorized use or disposition and that the transactions are authorized, recorded and reported diligently. There are well established policies and procedures in place across your Company.

Internal Audit Team consists of well experienced Members, which constantly review various aspects of control systems and conduct audit under well laid down audit programmes to ensure effectiveness of the controls. The said Internal Audit Team continuously review the control system and undertakes audit of special areas in-depth.

#### **X. HUMAN RESOURCE**

“Wars may be fought with weapons, but they are won by men.”- George S. Patton. The most precious resource for any organization is its human resource and for us, this maxim holds true for we value our people highly. We have a varied mix of human capital with multiple abilities, skills and knowledge levels to suit the diverse tasks that are done to make our organization a vibrant and dynamic organization. We have an intense focus on constant development of our team, be it the top echelons of the organization structure or the workers.

Trainings such as Effective Personal Productivity, Collaborating & Co-Creating, How to achieve zero defect in your work and cost reduction, Competency Identification, Manager Assimilation Program, Improving personal productivity & effectiveness, Positive Communication have been conducted for the staff and managerial level employees. These trainings have effectively helped in the creation and maintenance of high performing teams in the organization.

A specific workshop for the Marketing Team like “Way Forward-Sales Excellence” was conducted to boost the prowess of the Members. 4C Workshop (Commitment, Competence, Creativity And Contribution to The Organization) was also conducted for the workers to boost their morale and develop their abilities.

Our Organization is intensely focused on quality, environment conservation, health and safety and hence it is certified on the following standards- ISO 9001:2015 ,ISO 14001:2015 and OHSAS 18001:2007. Regular trainings pertaining to these standards are being conducted. Our efforts are always directed towards customer delight, exceeding customer satisfaction. No. of people employed on the rolls of the Company is 506.

#### **XI. CAUTIONARY STATEMENT**

Estimation and expectation made in the Report may differ from actual performance due to various Economic Conditions, Government Policies and other related factors.

For and on behalf of the board

Place : Mumbai  
Date : 9<sup>th</sup> May, 2019

**S. V. Kabra**  
Chairman

## REPORT ON CORPORATE GOVERNANCE

### 1. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

Your Company's activities are carried out in accordance with good corporate practices and the Company is constantly striving to better them and adopt best practices that would ensure efficient conduct of the affairs of the Company to achieve its goals and maximize value for all its stakeholders.

### 2. BOARD OF DIRECTORS

#### a. Composition of Board of Directors

The present strength of the Board is Eight (8) Directors. The Board comprises of Two (2) Executive and Six (6) Non-Executive Directors representing the optimum combination of professionalism, knowledge and business experience. The Members of the Board are acknowledged as leading industrialist and professionals in their respective Fields. The Board is headed by Shri Shreevallabh G. Kabra, Non-Executive Chairman.

The Independent Directors bring unbiased, equitable judgment in the Board's deliberations and decisions and constitute half of the total number of Directors.

#### b. Board Meeting

Four (4) Board Meetings were held during the Financial Year 2018-19 on 24<sup>th</sup> May, 2018, 9<sup>th</sup> August, 2018, 29<sup>th</sup> October, 2018 and 30<sup>th</sup> January, 2019.

Details of Composition, Status, Attendance at the Board Meetings and the last Annual General Meeting and inter-se relationship :

Sr.	Name of the Director	Position / Status	Attendance at		Inter-se relationship as per Companies Act, 2013
			Board Meeting	Last AGM held on 10 <sup>th</sup> August, 2018	
1.	Shri Shreevallabh. G. Kabra (DIN:00015415)	Non-Executive Non-Independent	04	Yes	Brother of Shri Satyanarayan G. Kabra
2.	Shri Satyanarayan G. Kabra (DIN:00015930)	Executive Non-Independent	04	Yes	Brother of Shri Shreevallabh G. Kabra
3.	Shri Varun S. Kabra (DIN:03376617)	Executive Non-Independent	04	Yes	Son of Shri Satyanarayan G. Kabra and spouse of Smt. Jyoti V. Kabra
4.	Smt Jyoti V Kabra (DIN:07088904)	Non-Executive Non-Independent	04	Yes	Spouse of Shri Varun S. Kabra and daughter in law of Shri Satyanarayan G. Kabra
5.	Shri Pushp Raj Singhvi (DIN:00255738)	Non-Executive Independent	04	No	None
6.	Shri Bajrang Lal Bagra (DIN:00090596)	Non-Executive Independent	04	Yes	None
7.	Shri Sudarshan K. Parab (DIN:02331587)	Non-Executive Independent	04	Yes	None
8.	Shri Rahul R. Rathi (DIN:00966359)	Non-Executive Independent	03	Yes	None

Details of number of other Directorship and other Committee position held are as follows :

Sr.	Name of the Director	As on 31 <sup>st</sup> March, 2019			Name of listed entity where Director	Nature of Directorship
		Number of External Directorship held	Number of Membership/ Chairmanship in Board Committee across all the Company			
			Member	Chairman		
1.	Shri Shreevallabh. G. Kabra	06	02	-	Kabra Extrusiontechnik Ltd	Executive Director
2.	Shri Satyanarayan G. Kabra	04	01	-	Kabra Extrusiontechnik Ltd	Non-Executive Director
3.	Shri Varun S. Kabra	-	-	-	--	--
4.	Smt Jyoti V Kabra	02	-	-	--	--
5.	Shri Pushp Raj Singhvi	04	02	01	Shaily Engineering Plastics Ltd. Wim Plast Ltd Raj Packaging Industries Ltd	Independent Director Independent Director Independent Director
6.	Shri Bajrang Lal Bagra	03	02	02	Kabra Extrusiontechnik Ltd	Independent Director
7.	Shri Sudarshan K. Parab	-	01	-	--	--
8.	Shri Rahul R. Rathi	04	01	-	Onward Technologies Ltd	Independent Director

**c. Key Board Qualifications, Expertise and Attributes :**

The Board of Directors comprises of qualified Members who bring in the required skills, competence and expertise that allow them to make effective decisions or contributions to the Board, its Committees and the management. The list of core skills / expertise / competency identified by the Board of Directors as required in the context of its business(es) and sector(s) for functioning effectively and those already available with the Board are as follows:

Leadership	Leadership / Directorship experience resulting in effective participation in or spearheading various initiatives taken up by the Company. Ability to envision, develop talent, long –term planning and drive changes.
Board Service, Legal and Governance	Has experience in managing Board Services and Governance resulting in the better understanding of the Governance process undertaken by the organization and helps to protect the stakeholders interest at large. Has experience in Legal processes and is adept at interpreting laws / regulations applicable to the Company so as to enhance the Governance and protect its interest.
Business Strategy	Experience in developing business strategies which will result in identifying divestiture and acquisition or alliance opportunities to strengthen the Company's portfolio and capabilities, analyze viability of a project with the business strategy and contribute to growth of the organization (organic and inorganic).
Technology & Innovation	Ability to develop long term plans to sustain and support the business, anticipating future business models / changes in a innovative way. Experience in understanding technology its purposes and its suitability for the Company.



Financial	Experience in supervising the principal financial officer or person having similar nature of function. Having the ability to read and understand Financial Statements. Management of financial function of the organization resulting in proficiency in Financial management / reporting / processes.
Sales and Marketing	Experience in driving / heading sales and marketing, resulting in better management of sales, increase organization reputation and build brand reputation.
Human Resources	Experience in people management including but not limited to talent management, dispute resolution, inter-personnel relations, liaison with external stakeholders

**d. Independent Directors confirmation by the Board**

All Independent Directors have given declarations that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 and Regulation 16(1) (b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. In the opinion of the Board, the Independent Directors, fulfil the conditions of independence specified in Section 149(6) of the Companies Act, 2013 and Regulation 16(1) (b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. A formal letter of appointment to Independent Directors as provided in Companies Act, 2013 has been issued and disclosed on website of the Company viz. [www.plastiblends.com](http://www.plastiblends.com)

**e. Independent Directors' Meeting**

During the year under review, the Independent Directors met on 30<sup>th</sup> January, 2019, inter alia, to :

- Evaluate performance of Non-Independent Directors and the Board of Directors as a whole;
- Evaluate performance of the Chairman of the Company, taking into account the views of the Executive and Non-Executive Directors;
- Evaluation of the quality, content and timeliness of flow of information between the Management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

All the Independent Directors were present at this Meeting.

**3. AUDIT COMMITTEE**

**a. Committee Composition :**

The Committee comprises of four (4) Directors who are eminent professionals having expertise knowledge in the field of Finance, Accounts, Corporate Law and Business Management.

Name of Members	Status	Qualification	Position in Committee	Meetings Attended
Shri Pushp Raj Singhvi	Non-Executive Independent	B.Com, L.L.B.	Chairman	04
Shri Bajrang Lal Bagra	Non-Executive Independent	M.Com, F.C.A.	Member	04
Shri Sudarshan K. Parab	Non-Executive Independent	B.Com, CAIIB.	Member	04
Shri Satyanarayan G. Kabra	Executive Director	B. E. (Mechanical)	Member	04

**b. Terms of Reference :**

The Board at its meeting held on 30<sup>th</sup> January, 2019, revised the 'Terms of Reference' of the Audit Committee due to amendments to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The terms of reference of the Audit Committee are in line with the requirements of Section 177 of the Companies Act, 2013 and Regulation 18 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Audit Committee inter alia performs the functions of approving Annual Internal Audit Plan, review of financial reporting system, internal controls system, discussion on financial results, interaction with Statutory and Internal Auditors, discussion with Statutory and Internal Auditors, recommendation for the appointment of Statutory, Internal and Cost Auditors and their remuneration, Management Discussions and Analysis, Review of Internal Audit Reports and significant related party transactions.

**c. Meeting and Attendance :**

The Audit Committee met four time during the Financial Year on 24<sup>th</sup> May, 2018, 9<sup>th</sup> August, 2018, 29<sup>th</sup> October, 2018 and 30<sup>th</sup> January, 2019 and all the members attended the meeting. Quorum of the Committee is two (2) Independent Directors as Members.

The Statutory Auditors, Internal Auditor and Chief Financial Officer are permanent invitees at the meeting. The Company Secretary acts as a Secretary to the Committee.

Minutes of each Audit Committee Meeting are placed before and discussed in the Board Meeting held subsequently.

**4. NOMINATION AND REMUNERATION COMMITTEE (NRC)**

**a. Committee Composition**

The Nomination & Remuneration Committee of the Company is in line with the provisions of Regulation 19 of the SEBI (Listing Obligations & Disclosure Requirement) Regulations, 2015 and section 178 of the Companies Act, 2013 having following composition :

<b>Name of Members</b>	<b>Status</b>	<b>Qualification</b>	<b>Position in Committee</b>
Shri Pushp Raj Singhvi	Non-Executive Independent	B.Com, L.L.B.	Chairman
Shri Bajrang Lal Bagra	Non-Executive Independent	M.Com, F.C.A.	Member
Shri Sudarshan K. Parab	Non-Executive Independent	B.Com, CAIIB.	Member

Shri Himanshu Mhatre, being Company Secretary acts as secretary to the Committee.

**b. Terms of Reference :**

The terms of reference of the NRC Committee include identifying persons to be appointed as Directors and senior management positions, recommend to the Board the appointment and removal of Directors, carryout evaluation of Directors, formulate criteria for determining qualification, positive attributes and independence of Directors, recommend policy relating to remuneration of Directors.

**c. Meeting and Attendance**

The Nomination and Remuneration Committee met once on 24<sup>th</sup> May, 2018 and all the members attended the meeting.

**d. Performance Evaluation**

Guided by the prevailing regulatory environment of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and the Companies Act, 2013, the framework used to evaluate the performance of Independent and the Executive Directors is based on the expectation that they perform their duties in a manner which creates and continues to build sustainable value for the shareholders and in accordance with the duties and obligations abided on them. The performance evaluation criteria for Independent Directors are determined by the Nomination and Remuneration Committee. An indicative list of factors that may be evaluated include participation and contribution by a Director, commitment, effective deployment of knowledge and expertise, effective management of relationship with stakeholders, integrity and maintenance of confidentiality and independence of judgment. The evaluation also assessed the quality, quantity and timeliness of flow of information between the management and the Board that is necessary for it to effectively and reasonably perform its duties.

**e. Policy on Nomination & Remuneration**

Nomination & Remuneration Policy is designed to create a high-performance culture. It enables the Company to attract, retain and motivate employees to achieve desired results. Company's business model promotes customer centricity and requires employee mobility to address customer needs. The current policy is to have an appropriate mix of Executive and Independent Directors to maintain the independence of the Board. The policy adheres to the prevailing regulatory requirements of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Companies Act, 2013.

The Company pays remuneration by way of Salary, perquisites, allowances to the Executive Directors of the Company, as approved by the shareholders and by the Central Government, when so required.

The Non-Executive Directors are Independent Directors and they are paid sitting fees for attending the Meetings of Board and of the Committees.

Nomination & Remuneration Policy of the Company can be viewed at our website at <http://www.plastiblends.com/Upload/PolicyOtherDoc/PBI-REMUNERATION-POLICY.pdf>

**f. Remuneration of Directors**

Details of remuneration paid to Executive and Non Executive Directors are given under point no VI in the Extract of Annual return in form MGT 9 which is included in this Annual Report.

**5. STAKEHOLDERS RELATIONSHIP COMMITTEE (SRC)**

**a. Committee Composition**

The Stakeholders Relationship Committee of the Company is in line with the provisions of Regulation 20 of the SEBI (Listing Obligations & Disclosure Requirement) Regulations, 2015 and section 178(5) of the Companies Act, 2013, constituted to look into the mechanism of redressal of grievances of shareholders.:

<b>Name of Members</b>	<b>Status</b>	<b>Qualification</b>	<b>Position in Committee</b>
Shri Bajrang Lal Bagra	Non-Executive Independent	M.Com, F.C.A.	Chairman
Shri Shreevallabh G. Kabra	Non-Executive Non-Independent	B.A. (Economics)	Member
Shri Satyanarayan G. Kabra*	Executive Director	B. E. (Mechanical)	Member

\*with effect from 30<sup>th</sup> January, 2019

Shri Himanshu Mhatre, being Company Secretary acts as secretary to the Committee.

**b. Terms of Reference :**

The Committee periodically reviews the services rendered to the shareholders particularly redressal of complaints of the shareholders like delay in transfer of shares, non-receipt of Annual Report, non-receipt of declared dividends, etc. and also the action taken by the Company on the above matters.

**c. Meetings and Attendance**

There were two meeting of the Stakeholders Relationship Committee held during FY 2018-19 on 24<sup>th</sup> May, 2018 and 29<sup>th</sup> October, 2018. All the members attended the meeting.

Shri Bajrang Lal Bagra, Chairman of SRC, attended the Annual General Meeting of the Company held on 10<sup>th</sup> August, 2018.

#### d. Investor Correspondence

Details of Investor's correspondence received and disposed during the Financial Year 2018-19 :

Sr.	Nature of Correspondence	Received	Disposed
1.	Revalidation of Dividend Warrants	25	25
2.	Transmission of Shares	13	13
3.	Loss of Shares / Duplicate Shares	09	09
4.	ECS / Bank Mandate	13	13
5.	Change of Address	13	13
6.	Request for Physical Annual Report	50	50
7.	Others	22	22
	<b>TOTAL</b>	<b>145</b>	<b>145</b>

### 6. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE (CSR )

#### a. Composition of Committee

The Committee's composition is in compliance with the provisions of the Companies Act, 2013 :

Name of Members	Status	Qualification	Position in Committee
Shri Shreevallabh G. Kabra	Non-Executive Non-Independent	B.A. (Economics)	Member
Shri Satyanarayan G. Kabra	Executive Director	B. E. (Mechanical)	Member
Shri Sudarshan K. Parab	Non-Executive Independent	B.Com, CAIIB.	Member

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

#### b. Terms of Reference

The Committee's prime responsibility is to assist the Board in discharging its social responsibilities by way of formulating and monitoring implementation of the framework of corporate social responsibility policy, recommend amount of expenditure to be incurred on CSR activities, oversee the implementation of CSR projects/programs undertaken by the Company, suggest remedial measures, where required, and monitor the CSR Policy from time to time.

#### c. Meetings and Attendance

There was one Meeting of the Corporate Social Responsibility Committee held during FY 2018-19 on 30<sup>th</sup> January, 2019. All members were present in the meeting.

### 7. GENERAL BODY MEETINGS

Particulars of last three (3) Annual General Meeting held are as follows :

Financial Year	AGM Date	Venue	Time
2015-16	21-07-2016	Hotel Karl Residency, Andheri (West), Mumbai-58	4:15 p.m.
2016-17	18-07-2017	Hotel Park View, Andheri (West), Mumbai-58	4:15 p.m.
2017-18	10-08-2018	Hotel Karl Residency, Andheri (West), Mumbai-58	5:00 p.m.

Special Resolutions as detailed below were passed during the last three Annual General Meetings:

- |            |     |   |
|------------|-----|---|
| 10-08-2018 | i   | To appoint Shri Satyanarayan G. Kabra as a Vice-Chairman and Managing Director for a period of 5 (five) years with effect from 01 <sup>st</sup> July, 2018 to 30 <sup>th</sup> June, 2023 and fix his remuneration. |
|            | ii  | To appoint Shri Varun S. Kabra as Managing Director for remaining period of his present appointment with effect from 1 <sup>st</sup> August, 2018 to 31 <sup>st</sup> July, 2021 and fix his remuneration.          |
|            | lii | Approval for continuation of Directorship of Shri. Shreevallabh G. Kabra, who had attained age more than 75 years.  |
|            | iv  | Approval for continuation of Directorship of Shri. Pushp Raj Singhvi, who was to attain age of 75 years in January 2019.  |
| 18-07-2017 |     | None  |
| 21-07-2016 | i   | Re-appointment of Shri Shreevallabh G. Kabra as Chairman & Managing Director.   |
|            | ii  | Re-appointment of Shri Anand S. Kabra as Managing Director.   |
|            | lii | Appointment of Shri Varun S. Kabra as Director-Business Development.  |
|            | iv  | Appointment of Smt Ekta A. Kabra as Director-Materials.   |
|            | v   | Variation in the terms of remuneration of Shri Satyanarayan G. Kabra as Vice-Chairman and Managing Director   |

All special resolutions as set out in the notice of Annual General Meeting were passed by the shareholders at respective meeting with requisite majority. No resolution was passed through postal ballot last year nor is any resolution proposed to be passed through postal ballot in the ensuing Annual General Meeting.

## 8. MEANS OF COMMUNICATION

**Financial Results:** Quarterly, Half Yearly and Annual Financial Results of the Company are submitted to the Stock Exchange immediately after they have been approved by the Board. Quarterly and Annual Results are published in leading English & Marathi newspapers i.e. Business Standard (English) and Sakal (Marathi).

**Company's Website:** The Company's website [www.plastiblends.com](http://www.plastiblends.com) contains a separate dedicated section "Investors" where shareholders information is available. The full Annual Report is also available on the website. Apart from this official news releases, financial results, shareholding pattern etc are also displayed on the Company's website.

**Stock Exchange Website:** The financial results, shareholding pattern and quarterly report on Corporate Governance are filed electronically through NSE Electronic Application Processing System (NEAPS) portal i.e. [www.connect2nse.com/listing](http://www.connect2nse.com/listing) and BSE portal i.e. [http:// listing.bseindia.com](http://listing.bseindia.com).

**Post / E-mail / Courier:** Shareholder notices, letters, Annual Report containing, inter alia, Directors' Report, Auditors' Report, Audited Annual Accounts and other important information is circulated to Members of the Company through post/e-mail/courier etc.

## 9. GENERAL SHAREHOLDERS INFORMATION

- 1 Annual General Meeting  
Day, Date & Time : Saturday, the 27<sup>th</sup> July, 2019 at 3:30 p.m.  
Venue : Hotel Karl Residency, Andheri (West), Mumbai-58
- 2 Financial year : April to March
- 3 Dividend payment date : On or after 31<sup>st</sup> July, 2019
- 4 Listing on Stock Exchanges and its address : BSE Ltd. (BSE) :-  
Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400001  
  
National Stock Exchange of India Ltd. (NSE)  
Exchange Plaza, Plot no. C/1, G Block,  
Bandra-Kurla Complex, Bandra (E), Mumbai - 400 051  
  
Annual Listing Fees for the Financial Year 2019-20 have been paid to the above Stock Exchanges.
- 5 Stock Code / Symbol on NSE / BSE respectively : PLASTIBLEN / 523648
- 6 Demat International Security Identification Number (ISIN) : INE083C01022
- 7 Corporate Identity Number : L25200MH1991PLC059943
- 8 Designated email id for investors : pbi\_sd@kolsitegroup.com,
- 9 Address for correspondence  
Company's address : Secretarial Department, Plastiblends India Limited, Fortune Terraces, A-Wing, 10th Floor, Opp. Citi Mall, New Link Road, Andheri (West), Mumbai-400 053.  
  
Company's Share Transfer Agent address : Link Intime India Pvt. Ltd. C-101, 247 Park, LBS Road, Surya Nagar, Gandhi Nagar, Vikhroli (West), Mumbai - 400083.
- 10 Plant Locations  
Daman : Daman Industrial Estate, Kadaiya Village, Daman - 396 210.  
Palsana : Block No. 18-A, 15, Makhinga, Palsana, Surat, Gujarat – 394 315  
Roorkee : Khasara No. 216, Village Raipur, Pargana : Bhagwanpur, Tehsil : Roorkee, Distt. Haridwar, Uttarakhand - 247 667
- 11 Share Transfer System : Transfer of shares in physical form was processed by the Company's Registrars & Transfer Agents (RTA) within statutory time limit from the date of receipt. In view of the amendments to Regulation 40 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, w.e.f. April 1, 2019 requests for effecting transfer of shares shall not be processed unless the securities are held in the dematerialized form with a depository.

Stock Market Data : Monthly High/Low price of the Equity Shares of the Company during the Financial Year 2018-19 with the volume traded on BSE & NSE.

Month	BSE Ltd			National Stock Exchange of India Ltd		
	High (Rs)	Low (Rs)	Volume	High (Rs)	Low (Rs)	Volume
Apr-2018	216.95	201.75	25802	217.90	202.65	157020
May-2018	221.85	172.10	125870	223.05	170.00	731851
Jun-2018	218.15	200.90	27184	220.00	200.00	158242
Jul-2018	254.75	208.00	57654	257.00	207.25	365023
Aug-2018	265.00	236.80	76863	264.00	234.95	308442
Sep-2018	257.95	218.00	63878	260.00	216.00	208077
Oct-2018	225.00	201.75	85869	231.00	200.40	86475
Nov-2018	219.05	202.10	58507	221.25	203.90	75049
Dec-2018	211.50	173.00	196168	213.00	173.80	313260
Jan-2019	185.80	164.40	20006	188.50	165.35	45205
Feb-2019	182.95	160.65	44481	183.95	162.05	58368
Mar-2019	200.10	180.55	17873	203.00	176.40	82902

Performance of Share price of your Company in comparison to BSE Sensex for the Financial Year is presented on inside front cover page.

#### Distribution of Shareholding as on 31<sup>st</sup> March, 2019

Number of Equity Shares	Number of Shareholders	% of Shareholders	Number of Shares	% of Shares
Upto-100	3855	37.77	1,69,479	0.65
101-200	1314	12.87	2,34,774	0.90
201-500	3105	30.42	11,90,899	4.58
501-1000	853	8.36	6,75,919	2.60
1001-5000	871	8.53	18,72,648	7.21
5001-10000	99	0.97	7,05,310	2.72
10001-100000	96	0.94	27,22,177	10.47
100001 & Above	14	0.14	1,84,17,994	70.87
<b>TOTAL</b>	<b>10207</b>	<b>100.00</b>	<b>2,59,89,200</b>	<b>100.00</b>

#### Category of Shareholders as on 31<sup>st</sup> March, 2019

Sr.	Category	No. of Shares	% of Shareholding	No. of Share holders	% of Share holders
1.	Promoters	1,63,36,050	62.86	10	0.10
2.	Banks & Mutual Funds	4,79,026	1.84	1	0.01
3.	Private Corporate Bodies	3,99,866	1.54	143	1.40
4.	NRIs & FFI	10,26,950	3.95	195	1.91
5.	Indian Public & Others	77,47,308	29.81	9,858	96.58
	<b>TOTAL</b>	<b>2,59,89,200</b>	<b>100.00</b>	<b>10,207</b>	<b>100.00</b>

#### Reconciliation of Share Capital Audit Report :

A qualified practicing Company Secretary conducts the Share Capital Reconciliation Audit to reconcile the total admitted capital with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and the total issued and listed capital. The Share Capital Reconciliation Audit Report confirms that the total issued/paid up capital is in agreement with the total number of shares in physical form and the total number of dematerialized shares held with NSDL and CDSL. The said report is submitted to the BSE Limited and National Stock

Exchange of India Limited and is also placed before the Board of Directors on a quarterly basis.

Mode of Holding	No. of Shareholders	% of Shareholders	Number of Shares	% of Shares
Physical	1,351	13.24	13,53,632	5.21
Electronic	8,856	86.76	2,46,35,568	94.79
<b>TOTAL</b>	<b>10,207</b>	<b>100.00</b>	<b>2,59,89,200</b>	<b>100.00</b>

## 10. OTHER DISCLOSURES

- a. **CEO/CFO Certification** : The Managing Director and Chief Financial Officer (CFO) have issued certificate pursuant to the provisions of Regulation 17(8) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 certifying that the Financial Statements do not contain any materially untrue statement and these statements represent a true and fair view of the Company's affairs. The said certificate is annexed to this Report.
- b. **Compliance with Corporate Governance Requirements** : The Company is fully compliant with the Corporate Governance requirements as specified by Regulation 17 to 27 and clauses (b) to (i) of Sub-Regulation (2) of Regulation 46 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- c. **Disclosures regarding Materially Significant Related Party Transactions** : All transactions with related parties were in the ordinary course of business and at arm's length. The Company has not entered into any transaction of a material nature with any of the related parties. Particulars of the Related Party Transactions have been disclosed in Note No. 38 of the accounts.
- d. **Credit Ratings** : During the year, credit rating agency CRISIL has reaffirmed CRISIL A + / Stable (Long Term Rating ) and CRISIL A1 (Short Term Rating) ratings to the Bank loan facilities availed by the Company.
- e. **Familiarisation Programme for Independent Directors** : The Company has a detailed familiarization programme for Independent Directors the details of which are available on weblink <http://www.plastiblends.com/Upload/PolicyOtherDoc/PLASTIBLENDS-FAMILIARISATION-PROGRAMME.pdf>
- f. **Policy on Material Subsidiary** : The Company has formulated a policy on determination of Material subsidiary and the same is available on weblink <http://www.plastiblends.com/Upload/PolicyOtherDoc/PBI-POLICY-ON-DETERMINING-MATERIAL-SUBSIDIARIES.pdf>
- g. **Disclosure regarding certain Non-Compliances related to Capital Markets** : There are no penalties or strictures imposed on the Company by the Stock Exchanges or SEBI or any statutory authorities except fine for delay in submission of Investors grievance report for December quarter. There were no instances of non-compliance of any matter related to the capital market during the last three (3) years.
- h. **Whistle Blower Policy** : The Board of Directors have framed Whistle Blower Policy for the Directors and employees. The policy has been disclosed on the website of the Company at weblink <http://www.plastiblends.com/Upload/PolicyOtherDoc/PLASTIBLENDS-VIGIL-MECHANISM.pdf>
- i. **Compliance of mandatory and non-mandatory requirements** : Certificate from the auditors of the Company confirming compliance with the mandatory requirements under Schedule V(E) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is annexed to this report.
- j. **A certificate from a Company Secretary in practice that none of the Directors on the board of the Company have been debarred or disqualified from being appointed or continuing as Directors of companies by the SEBI/Ministry of Corporate Affairs or any such statutory authority** : The Certificate of Company Secretary in practice is annexed herewith as a part of the report.
- k. **Details of shares held by Non-Executive Directors** : Details of shares held by Non-Executive Directors are given in Extract of Annual Return in form MGT-9.



- l. Accounting treatment in preparation of Financial Statements :** The Financial Statements have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 notified under Section 133 and other relevant provisions of the Act.
- m. Confirmation by the Board of Directors regarding acceptance of recommendation of all Committees :** In terms of the amendments made to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board of Directors confirm that during the year, it has accepted all recommendations received from all its Committees.
- n. Fees paid to Statutory Auditor :** Details of fees paid by the Company for all services to M/s. A. G. Ogale & Co., Statutory Auditors are disclosed in note no. 42 to the Financial Statements.
- o. Details of use of Public Funds obtained in last three years :** No funds have been raised from public in last three years.
- p. Dematerialization of Shares :** 94.79 % of the equity shares of the Company have been dematerialized (NSDL 83.67% and CDSL 11.12%) as on 31<sup>st</sup> March, 2019. The Company has entered into agreements with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) whereby shareholders have an option to dematerialise their shares with either of the Depositories.
- q. Outstanding GDRs/ADRs/Warrants or any Convertible :** There are no outstanding instruments and hence Instruments, its date of conversion and likely impact are not applicable.
- r. Commodity price risk or foreign exchange risk and hedging activities :** The Company purchases a variety of commodities related to raw materials and finished products and the associated commodity price risks is managed through commercial negotiation with customers and suppliers. The Company does not have any exposure hedged through Commodity derivatives.
- s. Foreign exchange risk and hedging activities :** During the year, the Company has managed foreign exchange risk and hedged to the extent considered necessary. Net open exposures are reviewed regularly and covered through forward contracts. The details of foreign currency exposure are disclosed in Note No. 46 to the Financial Statements.
- t. Prevention, Prohibition And Redressal Of Sexual Harassment At Workplace :** During the year, no complaint were lodged with the Internal Complaint Committee.
- u. Unclaimed Suspense Account :** There were no shares in the demat suspense account or unclaimed suspense account during the Financial Year 2018-19.
- v. Transfer of Shares to Investor Education and Protection Fund (IEPF):** During the year under review, the Company has transferred requisite applicable equity shares belonging to those shareholders holding shares both in dematerialized form as well as physical form, who had not encashed their Dividend for a period of consecutive 7 years or more beginning from the Financial Year 2010-11 so as to comply with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 and the amendments thereto.

For and on behalf of the Board

Place : Mumbai  
Date : 9<sup>th</sup> May, 2019

**S. V. Kabra**  
Chairman

## SECRETARIAL AUDIT REPORT

**FOR THE FINANCIAL YEAR ENDED 31<sup>st</sup> MARCH, 2018**

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,  
The Members,  
**PLASTIBLENDS INDIA LIMITED**  
**CIN: L25200MH1991PLC059943**

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Plastiblends India 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.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, 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, 2019 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, 2019 according to the provisions of:

- i. The Companies Act, 2013 (the Act) and the Rules made thereunder;
- ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- iv. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment and 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') :
  - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
  - d. The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014#;
  - e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008#;
  - f. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
  - g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009#; and
  - h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018#;

# The Regulations or Guidelines, as the case may be were not applicable for the period under review.

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

- i. Secretarial Standards issued by The Institute of Company Secretaries of India;
- ii. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

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

- a) *In accordance with Section 124 read with applicable rules, the Company has transferred the shares in respect of which dividend has not been paid or claimed for seven consecutive years or more in the name of Investor Education and Protection Fund on 5<sup>th</sup> December, 2018, however the same was required to be transferred by 31<sup>st</sup> October, 2018.*
- b) *In accordance with Regulation 13(3) of SEBI (Listing of Obligation & Disclosure Requirement) Regulation, 2015, the Company has filed the Statement of Investor complaint for the quarter ended December, 2018 with the BSE Limited on 7<sup>th</sup> February, 2019 and with the National Stock Exchange of India Limited on 28<sup>th</sup> January, 2019 however the same were required to be filed on 21<sup>th</sup> January, 2019, for which fine of ₹ 18,880/- levied by BSE Limited and ₹ 8,260/- levied by National Stock Exchange of India Limited and the same was paid by the Company.*

**We further report that -**

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

Adequate notice were given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance for meetings other than those held at shorter notice, 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.

During the period under review, decisions were carried through unanimously and no dissenting views were observed, while reviewing the minutes.

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.

We further report that during the audit period, the Company has no specific events/actions, having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards etc.

**For Bhandari & Associates**  
Company Secretaries

**S. N. Bhandari**  
Partner

FCS No: 761; C P No. : 366

Place : Mumbai

Date : 9<sup>th</sup> May, 2019

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.

**Annexure 'A'**

To,  
The Members,  
**PLASTIBLENDS INDIA LIMITED**  
CIN: L25200MH1991PLC059943

Our Secretarial Audit Report for the Financial Year ended on 31<sup>st</sup> March, 2019 of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in Secretarial records. We believe that the processes and practices, we follow provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

**For Bhandari & Associates**  
Company Secretaries

**S. N. Bhandari**  
Partner  
FCS No: 761; C P No. : 366

Place : Mumbai  
Date : 9<sup>th</sup> May, 2019

## INDEPENDENT AUDITORS' REPORT

To,  
The Members,  
Plastiblends India Ltd.  
Mumbai,

### Report on the Audit of Ind AS Financial Statements

We have audited the accompanying Ind AS financial statements of Plastiblends India Limited ("the Company"), which comprise the Balance Sheet as at 31<sup>st</sup> March, 2019, the Statement of Profit and Loss, including the statement of Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity for the year then ended and a summary of significant accounting policies and other explanatory information.

### Management's Responsibility for the Ind AS 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 Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act..

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Ind AS financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

### Auditor's Responsibility

Our responsibility is to express an opinion on these Ind AS 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 thereunder.

We conducted our audit of the Ind AS financial statements 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 Ind AS financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the Ind AS financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Ind AS 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 Ind AS 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 Ind AS financial statements.

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

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

## Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Ind AS 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, of the state of affairs of the Company as at 31<sup>st</sup> March, 2019, its profit including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

## Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Sr.	Key Audit Matter	Response to Key Audit Matter
1	Unusual transactions. Revenue Recognition ₹ 3 Crores Subsidy, to be received	We have performed the following procedures in relation to the accuracy of revenue recognised and accrued: Our audit procedures included considering the appropriateness of the Company's revenue recognition accounting policies and assessing compliance with the policies in terms of the applicable accounting standards. <ul style="list-style-type: none"> <li>• Understood the transaction</li> <li>• Verified the documents/letter received from Inspection Department of District Industries Centre, Surat.</li> <li>• The accounting policies describe the revenue recognition in terms of Subsidies and Government Grants.</li> </ul>
2	Accuracy of recognition, measurement, presentation and disclosures of revenues and other related balances in view of adoption of Ind AS 115 "Revenue from Contracts with Customers" (new revenue accounting standard)	We have performed the following procedures in relation to find the impact in Ind AS 115: <ul style="list-style-type: none"> <li>• Understand the products which were sold by the Company and the industry to which the Company belongs.</li> <li>• Reviewed the contract with customer to find the performance obligations and other terms in the contract.</li> <li>• Further we have discussed with the management regarding potential impact of implementing Ind AS 115.</li> </ul> Based on above procedures, we conclude that there were no significant impact of Ind AS 115 on the Company during the year.

**Report on Other Legal and Regulatory Requirements**

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure 1, a statement on the matters specified in paragraphs 3 and 4 of the Order.
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 purposes of our audit;
  - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
  - (c) The Balance Sheet, Statement of Profit and Loss including the statement of Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity dealt with by this Report are in agreement with the books of account;
  - (d) In our opinion, the aforesaid Ind AS financial statements comply with the Indian Accounting Standards referred to under Section 133 of the Act.
  - (e) On the basis of the written representations received from the Directors as on 31<sup>st</sup> March, 2019 taken on record by the Board of Directors, none of the Directors is disqualified as on 31<sup>st</sup> March, 2019 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 2.
  - (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
    - i. The Company has disclosed the impact of pending litigations on its financial position in its Ind AS financial statements. Refer Note 34 to the Ind AS financial statements;
    - ii. The Company has made provision, as required under the applicable law or Accounting Standards, for material foreseeable losses, on long-term contracts. There are no derivative contracts;
    - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

For **A.G. Ogale & Co.**  
Chartered accountants

**CA. Pramod K. Gugale**  
Partner  
M. No. 113775  
Firm Regn. No. 114115W

Place : Mumbai  
Date : 9<sup>th</sup> May, 2019

## **Annexure 1 to the Independent Auditors' Report**

**Referred to in paragraph 1 of our Report on Other Legal and Regulatory Requirements of the Independent Auditor's Report to the members of the Company on the Ind AS financial statements for the year ended 31<sup>st</sup> March, 2019, we report that:**

- (i) a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- (b) The assets have been physically verified by the management during the year. No material discrepancies were noticed on such verification.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties are held in the name of the Company.
- ii) In our opinion and according to information and explanation given to us, and on the basis of our examination of records of the Company, the inventory except inventories lying with customers and goods-in-transit have been physically verified at reasonable intervals by the management. In respect of inventory lying with customers which have been verified by the management. The discrepancies noticed on verification between the physical stocks and book records were not material and the same have been properly dealt with in the books of accounts. In our opinion, the frequency of such verification is reasonable and adequate in relation to the size of the Company and the nature of its business.
- (iii) In our opinion and according to the information and explanations given to us, the Company has not granted any loans, secured or unsecured, to any party covered in the register maintained under section 189 of the Act.
- (iv) In our opinion and according to the information and explanations given to us Provisions of section 185 and 186 of the Companies Act, 2013, in respect of loans, investments, guarantees and securities are complied with by the Company.
- (v) In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits from the public in terms of directives issued by the Reserve Bank of India and the provisions of section 73 to 76 of the Act and the rules made there under.
- (vi) The Central Government has prescribed for maintenance of cost records under section 148 (1) of the Companies Act, and the Company has made and maintained such accounts and records.
- (vii) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company is generally regular in depositing with appropriate authorities undisputed statutory dues including Provident Fund, Employees' State Insurance, Income Tax, Wealth Tax, Goods and Services Tax, Duty of Customs, Cess and Other Statutory Dues with the appropriate authorities. According to the information and explanations given to us, there are no arrears of statutory dues which have remained outstanding as at 31<sup>st</sup> March, 2019 for a period of more than six months from the date they became payable.

According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, income tax, wealth tax, Goods and Services Tax duty of customs, cess and other material statutory dues were in arrears as at 31<sup>st</sup> March, 2019 for a period of more than six months from the date they became payable.



(b) According to information and explanations given to us, the following dues of service tax and Income Tax have not been deposited by the Company on account of disputes:

Name of the statute	Nature of dues	Amount (₹ in Lacs)	Period to which the amount relates	Forum where dispute is pending
Excise & Service Tax	Excise & Service Tax	1,417.72	Various years from 2004-05 to 2015-16	Commissioner (Appeals)/ Tribunal.
Income Tax	T.D.S.	1.30	F.Y. 2008-09 To 2016-17	ITO TDS

- (viii) In our opinion and according to the information and explanations given to us, the Company has not defaulted in repayment of loans or borrowings to a financial institution, bank, Government or dues to debenture holders.
- (ix) In our opinion and according to the information and explanations given to us and on the basis of our examination of the records of the Company, Company has not raised any money by way of any public offer during the year. Term loans were applied for the purpose for which loans were obtained.
- (x) According to the information and explanations given to us, no fraud on or by the Company by its officers or employees has been noticed or reported during the year.
- (xi) In our opinion and according to the information and explanations given to us, managerial remuneration has been paid or provided in accordance with the provisions of Section 197 read with Schedule V to the Companies Act, 2013.
- (xii) According to the information and explanations given to us, the Company is not a Nidhi Company as per the Act. Accordingly, paragraph 3(xii) of the Order is not applicable
- (xiii) In our opinion and according to the information and explanations given to us, all transactions with related parties are in compliance with section 177 and 188 of the Act and the details of such transactions are disclosed as per the requirements of applicable Indian Accounting Standards.
- (xiv) According to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or fully or partially convertible debentures during the year.
- (xv) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not entered into any non cash transaction with Directors or persons connected with them during the year. Accordingly, paragraph 3(xv) of the Order is not applicable.
- (xvi) According to the information and explanations given to us, the provisions of section 45 – IA of the Reserve Bank of India Act, 1934 are not applicable to the Company.

For **A.G. Ogale & Co.**  
Chartered accountants

**CA. Pramod K. Gugale**  
Partner  
M. No. 113775  
Firm Regn. No. 114115W

Place : Mumbai  
Date : 9<sup>th</sup> May, 2019

## **Annexure 2 to the Independent Auditors' Report**

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

We have audited the internal financial controls with reference to financial statement of Plastiblends India Limited ("the Company") as of 31<sup>st</sup> March, 2019 in conjunction with our audit of the Ind AS financial statements of the Company for the year ended on that date.

#### **Management's Responsibility for Internal Financial Controls**

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. 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 on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, to the extent applicable to an audit of internal financial controls, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial reporting 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 control 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 authorisations of management and Directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use or disposition of the Company's assets that could have a material effect on the financial statements.

### **Inherent Limitations of Internal Financial Controls 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 reporting were operating effectively as at 31<sup>st</sup> March, 2019 based on the internal control with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **A.G. Ogale & Co.**  
Chartered accountants

**CA. Pramod K. Gugale**  
Partner  
M. No. 113775  
Firm Regn. No. 114115W

Place : Mumbai  
Date : 9<sup>th</sup> May, 2019

**BALANCE SHEET AS AT 31<sup>st</sup> MARCH , 2019**

(₹ in Lacs)

Particulars	Note	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
<b>ASSETS</b>			
<b>Non Current Assets</b>			
Property Plant and Equipment	2	17,325.58	17,529.05
Capital Work in Progress	2	0.35	58.33
Intangible Assets	2	12.51	25.12
<b>Financial Assets</b>			
Investments (Non Current)	3	751.27	1,064.88
Loans	4	100.78	97.57
Other Non Current Financial Assets	5	237.25	237.35
Other Non Current Assets	6	51.48	37.96
<b>Total Non Current Assets</b>		<b>18,479.20</b>	<b>19,050.24</b>
<b>Current Assets</b>			
Inventories	7	8,039.80	9,763.29
<b>Financial Assets</b>			
Trade Receivables	8	13,234.25	12,071.83
Cash and Cash Equivalents	9	101.21	162.00
Bank Balances other than Cash and Cash Equivalents	10	69.07	62.79
Loans	11	37.79	33.18
Other Current Financial Assets	12	87.34	105.38
Other Current Assets	13	985.33	2,810.90
Current Tax Assets (Net)	14	464.38	62.12
<b>Total Current Assets</b>		<b>23,019.17</b>	<b>25,071.48</b>
<b>TOTAL</b>		<b>41,498.38</b>	<b>44,121.72</b>
<b>EQUITY AND LIABILITIES</b>			
<b>EQUITY</b>			
Equity Share Capital	15	1,299.46	1,299.46
Other Equity	16	25,570.61	23,498.31
<b>Total Equity</b>		<b>26,870.07</b>	<b>24,797.77</b>
<b>LIABILITIES</b>			
<b>Non-Current Liabilities</b>			
<b>Financial Liabilities</b>			
Borrowings	17	1,725.00	2,525.00
Other Non Current Financial Liabilities	18	1,917.13	1,750.32
Provisions	19	132.49	134.62
Deferred Tax Liabilities (Net)	20	1,129.69	1,279.51
Other Non-Current Liabilities	21	46.81	-
<b>Total Non Current Liabilities</b>		<b>4,951.13</b>	<b>5,689.44</b>
<b>Current Liabilities</b>			
<b>Financial Liabilities</b>			
Borrowings	22	5,253.70	7,996.04
Trade Payable	23	2,829.91	4,072.72
Other Current Financial Liabilities	24	69.07	62.79
Other Current Liabilities	25	1,474.87	1,425.89
Provisions	26	49.65	77.08
<b>Total Current Liabilities</b>		<b>9,677.19</b>	<b>13,634.51</b>
<b>TOTAL</b>		<b>41,498.38</b>	<b>44,121.72</b>

 Significant Accounting Policies  
 The accompanying Notes referred form an integral part of the Financial Statements

1

In terms of our report attached.

For and on behalf of the Board

 For A.G.Ogale & Co.  
 Chartered Accountants

 Shri Shreevallabh G. Kabra  
 (Chairman)

 Shri Satyanarayan G. Kabra  
 (Vice-Chairman & Managing Director)

 Shri Varun S. Kabra  
 (Managing Director)

 CA.Pramod K. Gugale  
 Partner  
 M.No. 113775

 Smt. Jyoti V. Kabra  
 (Director)

 Shri Pushp Raj Singhvi  
 (Independent Director)

 Shri Sudarshan K. Parab  
 (Independent Director)

 Shri Bajrang Lal Bagra  
 (Independent Director)

 Shri Rahul R. Rathi  
 (Independent Director)

 Shri Anand R. Mundra  
 (Chief Financial Officer)

 Place : Mumbai  
 Date : 9<sup>th</sup> May, 2019

 Shri Himanshu S. Mhatre  
 (Company Secretary)

**STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31<sup>st</sup> MARCH, 2019**

(₹ in Lacs)

Particulars	Note	Year ended 31 <sup>st</sup> March, 2019	Year ended 31 <sup>st</sup> March, 2018
<b>INCOME</b>			
Revenue from Operations	27	62,685.38	57,993.23
Other Income	28	118.83	238.77
<b>Total Revenue</b>		<b>62,804.22</b>	<b>58,232.00</b>
<b>EXPENSES</b>			
Cost of Raw Material consumed	29	47,671.97	43,489.18
Purchase of Stock In Trade		141.10	4.70
Changes in Inventories of FG & WIP	30	22.53	(626.51)
Employee Benefit Expenses	31	2,684.97	2,568.08
Finance Cost	32	813.66	761.43
Depreciation and Amortization	2	1,174.25	1,165.15
Excise Duty (Refer note 27)		-	1,211.21
Other Expenses	33	6,135.02	5,859.06
<b>Total Expenses</b>		<b>58,643.50</b>	<b>54,432.30</b>
<b>Profit/(Loss) before Tax</b>		<b>4,160.71</b>	<b>3,799.70</b>
<b>Less: Tax Expenses</b>			
Current Tax		1,200.00	965.62
Deferred Tax		(155.99)	107.22
Income tax adjustment for earlier years		-	(4.67)
<b>Profit/(Loss) after Tax for the year</b>		<b>3,116.70</b>	<b>2,731.52</b>
<b>Other Comprehensive Income</b>			
A (i) Items that will not be reclassified to profit & Loss		(254.95)	120.29
(ii) Income Tax Relating to Items that will not be reclassified to profit & Loss		(6.18)	(19.73)
B (i) Items that will be reclassified to profit & Loss		-	-
(ii) Income Tax Relating to Items that will be reclassified to profit & Loss		-	-
<b>Total Other Comprehensive Income for the year</b>		<b>(261.12)</b>	<b>100.57</b>
<b>Total Comprehensive Income for the year</b>		<b>2,855.58</b>	<b>2,832.09</b>
<b>Earning Per Equity Share (Face value of ₹ 5 each)</b>	<b>41</b>	<b>11.99</b>	<b>10.51</b>
Basic and Diluted (In ₹)			

Significant Accounting Policies  
The accompanying Notes referred form an integral part of the Financial Statements

1

In terms of our report attached.

For and on behalf of the Board

 For A.G.Ogale & Co.  
Chartered Accountants

 Shri Shreevallabh G. Kabra  
(Chairman)

 Shri Satyanarayan G. Kabra  
(Vice-Chairman & Managing Director)

 Shri Varun S. Kabra  
(Managing Director)

 CA.Pramod K. Gugale  
Partner  
M.No. 113775

 Smt. Jyoti V. Kabra  
(Director)

 Shri Pushp Raj Singhvi  
(Independent Director)

 Shri Sudarshan K. Parab  
(Independent Director)

 Shri Bajrang Lal Bagra  
(Independent Director)

 Shri Rahul R. Rathi  
(Independent Director)

 Shri Anand R. Mundra  
(Chief Financial Officer)

 Place : Mumbai  
Date : 9<sup>th</sup> May, 2019

 Shri Himanshu S. Mhatre  
(Company Secretary)

**CASH FLOW STATEMENT FOR THE YEAR ENDED 31<sup>st</sup> MARCH , 2019**

(₹ in Lacs)

Particulars	Year ended 31 <sup>st</sup> March, 2019		Year ended 31 <sup>st</sup> March, 2018	
<b>A. CASH FLOW FROM OPERATING ACTIVITIES</b>				
Net Profit/(Loss) Before Tax as per Statement of Profit & Loss		4,160.71		3,799.70
Adjusted for:				
Depreciation	1,174.25		1,165.15	
Interest Expenses	813.66		761.43	
(Profit)/Loss on sale of Fixed Assets(Net)	3.20		(7.91)	
(Gain)/Loss on Fair Valuation of Investments	(22.19)		-	
Net Gain / ( Loss ) on sale of Investments	-		-	
Dividend Income	(18.08)		(16.55)	
Provision for Doubtful Debts and Bad Debts	108.03		(12.49)	
Bad Debts	-		(1.13)	
Balances Written off & Remissions	(36.13)		(8.03)	
Others	-	2,022.74	(1.71)	1,878.77
<b>Operating Profit Before Working Capital Changes</b>		<b>6,183.46</b>		<b>5,678.46</b>
Adjusted for:				
Trade and Other Payables	(955.97)		502.82	
Trade and Other Receivables	2,269.11	1,313.15	(3,447.40)	(2,944.58)
<b>Cash Generated From Operations</b>		<b>7,496.60</b>		<b>2,733.88</b>
Taxes Paid (Net of Refund)		1,602.26		1,262.72
<b>Net Cash (Used In)/ From Operating Activities</b>		<b>5,894.34</b>		<b>1,471.16</b>
<b>B. CASH FLOW FROM INVESTING ACTIVITIES</b>				
Purchase of fixed assets		(932.38)		(1,858.28)
Proceeds from sale of fixed assets		28.99		96.96
Redemption of Investment		63.18		35.64
Dividend Received		18.08		16.55
<b>Net Cash (Used In)/ From Investing Activities</b>		<b>(822.13)</b>		<b>(1,709.13)</b>
<b>C. CASH FLOW FROM FINANCING ACTIVITIES</b>				
Increase/ (Decrease) in Loans		(3,542.34)		1,422.02
Payment of Dividend		(777.00)		(392.09)
Interest paid		(813.66)		(761.43)
<b>Net Cash (Used In)/ From Financing Activities</b>		<b>(5,133.00)</b>		<b>268.49</b>
<b>Net Increase/(Decrease) in Cash and Cash Equivalents</b>		<b>(60.79)</b>		<b>30.52</b>
<b>Opening Cash and Cash Equivalents</b>		<b>162.00</b>		<b>131.49</b>
<b>Closing Cash and Cash Equivalents (Refer Note 9)</b>		<b>101.21</b>		<b>162.00</b>

**Note:**

- Cash flow statement has been prepared under the indirect method as set out in Ind AS - 7 specified under section 133 of Companies Act, 2013.
- Purchase of property, plant and equipment included movements of capital work in progress during the year.

**Changes in liabilities arising from financing activities :**

Changes in liabilities arising from financing activities :	As at 31 <sup>st</sup> March, 2018	Cash Flows	As at 31 <sup>st</sup> March, 2019
Non Current Borrowings	2,525.00	(800.00)	1,725.00
Current Borrowings	7,996.04	(2,742.34)	5,253.70
<b>Total</b>	<b>10,521.04</b>	<b>(3,542.34)</b>	<b>6,978.70</b>

**Significant Accounting Policies**

The accompanying Notes referred form an integral part of the Financial Statements

1

In terms of our report attached.

For and on behalf of the Board

 For A.G.Ogale & Co.  
Chartered Accountants

 Shri Shreevallabh G. Kabra  
(Chairman)

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 Shri Bajrang Lal Bagra  
(Independent Director)

 Shri Rahul R. Rathi  
(Independent Director)

 Shri Anand R. Mundra  
(Chief Financial Officer)

 Place : Mumbai  
Date : 9<sup>th</sup> May, 2019

 Shri Himanshu S. Mhatre  
(Company Secretary)

## STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31<sup>st</sup> MARCH , 2019

### A. Equity Share Capital

For the year ended 31<sup>st</sup> March, 2019 (₹ in Lacs)

Balance as at 1 <sup>st</sup> April, 2018	Changes during the year	Balance as at 31 <sup>st</sup> March, 2019
1,299.46	-	1,299.46

For the year ended 31<sup>st</sup> March, 2018 (₹ in Lacs)

Balance as at 1 <sup>st</sup> April, 2017	Changes during the year	Balance as at 31 <sup>st</sup> March, 2018
649.73	649.73	1,299.46

### B. Other Equity

For the year ended 31<sup>st</sup> March, 2019 (₹ in Lacs)

Particulars	Reserves & Surplus				Total Equity
	Capital Reserve	General Reserve	Retained Earnings	FVOCI Equity Instrument	
Balance as at 1 <sup>st</sup> April, 2018	30.23	3,406.22	19,110.90	950.91	23,498.31
Profit for the year (1)	-	-	3,116.70	-	3,116.70
Transfer (to) / from Retained Earnings	-	250.00	(250.00)	-	-
Re-measurement gain/(loss) on Defined Benefit Plan (Net of Tax) (2)	-	-	11.50	-	11.50
Other Comprehensive Income/(Loss) for the year (3)	-	-	-	(272.62)	(272.62)
Dividends (Including Dividend Distribution Tax)	-	-	(783.28)	-	(783.28)
<b>Balance as at 31<sup>st</sup> March, 2019</b>	<b>30.23</b>	<b>3,656.22</b>	<b>21,205.81</b>	<b>678.35</b>	<b>25,570.61</b>

For the year ended 31<sup>st</sup> March, 2018 (₹ in Lacs)

Particulars	Reserves & Surplus				Total Equity
	Capital Reserve	General Reserve	Retained Earnings	FVOCI Equity Instrument	
Balance as at 1 <sup>st</sup> April, 2017	30.23	3,805.95	16,983.10	887.68	21,706.95
Profit for the year (1)	-	-	2,731.52	-	2,731.52
Transfer (to) / from Retained Earnings	-	250.00	(250.00)	-	-
Re-measurement gain/(loss) on Defined Benefit Plan (Net of Tax) (2)	-	-	37.27	-	37.27
Other Comprehensive Income/(Loss) for the year (3)	-	-	-	63.29	63.29
Dividends (Including Dividend Distribution Tax)*	-	-	(391.00)	-	(391.00)
Issue of Bonus Shares	-	(649.73)	-	-	(649.73)
<b>Balance as at 31<sup>st</sup> March, 2018</b>	<b>30.23</b>	<b>3,406.22</b>	<b>19,110.90</b>	<b>950.97</b>	<b>23,498.31</b>

The description of the nature and purpose of each reserve within equity is as follows :

**a. Capital Reserve :**

Comprise of Central Capital Investment Subsidy received for setting up manufacturing plant at Roorkee.

**b. General Reserve :**

The Company has transferred a portion of the net profit of the Company before declaring the dividend to General Reserve pursuant to the earlier provisions of the Companies Act, 1956. Mandatory transfer to General Reserve is not required under the Act.

Significant Accounting Policies  
The accompanying Notes referred form an integral part of the Financial Statements

In terms of our report attached.

For and on behalf of the Board

For A.G.Ogale & Co.  
Chartered Accountants

Shri Shreevallabh G. Kabra  
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Shri Rahul R. Rathi  
(Independent Director)

Shri Anand R. Mundra  
(Chief Financial Officer)

Place : Mumbai  
Date : 9<sup>th</sup> May, 2019

Shri Himanshu S. Mhatre  
(Company Secretary)

## NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

### Note 1 (A) : Company Overview and Significant Accounting Policies

#### Company Overview :

Plastiblends India Limited (hereinafter referred to as “the Company”) is a Public Limited Company incorporated under the Companies Act, 1956, having its registered office at Mumbai, India. The Company has manufacturing facilities at Daman (UT), Roorkee (Uttarakhand) and Palsana (Surat-Gujrat). The Company is engaged into manufacturing of Masterbatches.

#### Significant Accounting Policies :

##### a) Statement of Compliance :

These Financial Statements are prepared in accordance with the Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time, the relevant provisions of the Companies Act, 2013 (the Act) and guidelines issued by the Securities and Exchange Board of India (SEBI), as applicable.

The Financial Statements were authorized for issue by the Board of Directors of the Company at their meeting held on 9<sup>th</sup> May, 2019.

##### b) Basis of preparation of Accounts :

Basis of Preparation :

The Financial Statements have been prepared on a historical cost basis, except for the following assets and liabilities:

- i. Certain financial assets and liabilities measured at fair value and classified as fair value through other comprehensive income or fair value through profit or loss; and
- ii. Employee’s Defined Benefit Plan as per Actuarial Valuation.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date under current market conditions, regardless of whether that price is directly observable or estimated using another valuation technique. In determining the fair market value of an asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement data.

#### Functional and Presentation Currency :

The Financial Statements are presented in Indian Rupees, which is the functional currency of the Company and the currency of the primary economic environment in which the Company operates. All amounts have been rounded off to the nearest Lakh except share data, unless otherwise indicated.

#### Classification of Assets and Liabilities into Current/Non-Current :

The Company has ascertained its operating cycle as twelve months for the purpose of Current/ Non-Current classification of its Assets and Liabilities.

For the purpose of Balance Sheet, an asset is classified as current if :

- i. It is expected to be realised, or is intended to be sold or consumed, in the normal operating cycle; or



- ii. It is held primarily for the purpose of trading; or
- iii. It is expected to realise the asset within twelve months after the reporting period; or
- iv. The asset is a cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

Similarly, a liability is classified as current if :

- i. It is expected to be settled in the normal operating cycle; or
- ii. It is held primarily for the purpose of trading; or
- iii. It is due to be settled within twelve months after the reporting period; or
- iv. The Company does not have an unconditional right to defer the settlement of the liability for at least twelve months after the reporting period. Terms of a liability that could result in its settlement by the issue of equity instruments at the option of the counterparty does not affect this classification.

All other liabilities are classified as non-current.

**c) Investment property :**

Investment property is property held either to earn rental income or for capital appreciation or for both, but not for sale in the ordinary course of business, use in the production or supply of goods or services or for administrative purposes. Upon initial recognition, an investment property is measured at cost less accumulated depreciation and accumulated impairment losses, if any.

Subsequent expenditure is capitalized to the assets carrying amount only when it is certain that the future economic benefits associated with the expenditure will flow to the Company and the cost of the item can be measured reliably. All other repairs and maintenance and other costs are expensed when incurred.

**d) Property, Plant and Equipment (PPE) :**

PPE is stated at cost less accumulated depreciation. The initial cost of PPE comprises of its purchase price, including import duties and non-refundable purchase taxes, and any directly attributable costs of bringing an asset to working condition and location for its intended use, including relevant borrowing costs and any expected costs of decommissioning,

Subsequent expenditure relating to PPE are capitalized only when it is probable that future economic associated with these will flow to the Company and cost of the item can be measured reliability. Repairs and maintenance cost are charged to the Statement of Profit and Loss in the period in which the costs are incurred.

Material items such as spare parts, stand-by equipment and service equipment are classified as PPE when they meet the definition of PPE as specified in Ind AS 16 – Property, Plant and Equipment.

An item of property, plant and equipment and any significant part initially recognized is recognized upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the income statement when the asset is derecognized.

**e) Capital Work in Progress :**

Advances paid towards acquisition of PPE outstanding at each Balance Sheet date is classified as capital advances under other non-current assets and cost of the assets not put to use before such date are disclosed under Capital Work in Progress.

**f) Depreciation :**

Depreciation is calculated on cost of items of property, plant and equipment less their estimated residual values over their estimated useful lives using the straight-line method, and is generally recognized in the Statement of Profit and Loss. Freehold land is not depreciated.

The estimated useful life of items of property, plant and equipment are as follows :

<b>Asset Category</b>	<b>Useful Life</b>
Building	30 to 60 years
Plant and Equipment	05 to 15 Years
Furniture and Fixture	10 Years
Computers	03 Years
Vehicles	08 to 10 year

Depreciation on additions (disposals) is provided on a pro-rata basis i.e. from (up to) the date/month on which asset is ready for use (disposed of).

**g) Reclassification to investment property :**

When the use of a property changes from owner-occupies to investment property, the property is reclassified as investment property at its carrying amount on the date of reclassification.

**h) Intangible Assets and Amortization :**

Intangible assets with finite useful life that are acquired separately are stated at acquisition cost less accumulated amortisation and impairment losses, if any. The Company determines the useful life as the period over which the future economic benefits will flow to the Company after taking into account all relevant facts and circumstances.

The Company has determined useful life of software as 3 years.

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

**Research and development costs**

Expenditure pertaining to research is expensed as incurred. Expenditure incurred on development is capitalised if such expenditure leads to creation of an asset, otherwise such expenditure is charged to the Statement of Profit and Loss.

**i) Impairment of Non-Financial Assets :**

Assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less cost of disposal and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely Independent of the cash inflows from other assets or groups of assets (cash-generating units).

**j) Inventories :**

Inventories are valued as follows :

Inventories are valued at Lower of Weighted Average cost or estimated net realizable value & are net of CENVAT & VAT and now Goods and Service Tax (GST). Cost includes cost of conversion and other costs incurred in bringing the inventories at their present location and condition. Cost of conversion for the purpose of valuation of WIP and finished goods includes fixed and variable production overheads incurred in converting the material into their present condition and location.

Inventory of machinery spares and maintenance materials not being material are expensed in the year of purchase. However, machinery spares that meets the definition of property, plant and equipment are capitalized in the financial statements.

**k) Borrowing Costs :**

Borrowing cost includes interest, amortization of ancillary costs incurred in connection with the arrangement of borrowings. Borrowing costs directly attributable to the acquisition, construction or development of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of the respective asset. All other borrowing costs are expensed in the year they occur.

**l) Provisions, Contingent Liabilities and Contingent Assets :**

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

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects current market assessment of time value of money and, where appropriate, the risks specific to the liability. Unwinding of the discount is recognized in the Statement of Profit and Loss as a finance cost. Provisions are reviewed at each reporting date and are adjusted to reflect the current best estimate.

Contingent liabilities are also disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company.

Claims against the Company where the possibility of any outflow of resources in settlement is remote, are not disclosed as contingent liabilities.

Contingent assets are not recognized in Financial Statements since this may result in the recognition of income that may never be realized. However, when the realization of income is virtually certain, then the related asset is not a contingent asset and is recognized.

**m) Revenue Recognition :****Revenue from contract with customers**

Revenue is recognized on the basis of approved contracts regarding the transfer of goods or services to a customer for an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services.

Revenue is measured at the fair value of consideration received or receivable for the goods supplied and services rendered, net of returns, commission / discount to dealers and customers. Revenue excludes amount collected on behalf of third parties viz. Goods and Service Tax (GST). Any amount receivable from the customers are recognized as revenue after the control over the goods are transferred to the customer which is generally on dispatch of goods.

Variable consideration includes commission / discounts provided to the dealers and customers. Accumulated experience is used to estimate and provide for the commission / discounts and revenue is only recognized to the extent that it is highly probable that significant reversal will not occur.

The Company does not expect to have any contracts where the period between the transfer of goods and payment by customer exceeds one year. Hence, the Company does not adjust revenue for the time value of money.

#### **Dividend Income**

Dividends are recognized in the Statement of Profit and Loss only when the right to receive payment is established, it is probable that the economic benefits associated with the dividend will flow to the Company and the amount of the dividend can be measured reliably.

#### **Interest Income**

Interest Income is recognized using Effective Interest Method

#### **n) Lease :**

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

#### **Operating Lease**

Lease rentals are charged or recognised in the Statement of Profit and Loss on a straight-line basis over the lease term, except where the payments are structured to increase in line with expected general inflation to compensate for the expected inflationary cost increase.

#### **o) Government Grant :**

- Government grants are recognized where there is reasonable assurance that the grant will be received and all attached conditions will be complied with.
- When the grant relates to an expense item, it is recognized in Statement of Profit and Loss on a systematic basis over the periods that the related costs, for which it is intended to compensate, are expensed.
- When the grant relates to property, plant and equipment, the cost of property, plant and equipment is shown at gross value and grant thereon is treated as liability (deferred income) and are credited to statement of profit and loss on a systematic basis over the useful life of the asset.

#### **p) Employee Benefit Expense :**

##### **Defined benefit plan**

The Company pays gratuity to the employees whoever has completed five years of service with the Company at the time of resignation/superannuation. The gratuity liability amount is contributed to the approved gratuity fund formed exclusively for gratuity payment to the employees.

The liability in respect of gratuity and other post-employment benefits is calculated using the Projected Unit Credit Method and spread over the period during which the benefit is expected to be derived from employees' services.

Re-measurement of defined benefit plans in respect of post-employment are charged to the Other Comprehensive Income. Re-measurement recognized in OCI is reflected immediately in retained earnings and will not be reclassified to Statement of Profit and Loss.

The present value of the defined benefit plan liability is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds.

The defined benefit obligation recognized in the Balance Sheet represents the actual deficit or surplus in the Company's defined benefit plans. Any surplus resulting from this calculation is limited to the present value of any economic benefits available in the form of refunds from the plans or reductions in future contributions to the plans.

**Defined contribution plan :**

Payments to defined contribution plans are recognized as an expense when employees have rendered service entitling them to the contributions.

The eligible employees of the Company are entitled to receive benefits in respect of provident fund, for which both the employees and the Company make monthly contributions at a specified percentage of the covered employees' salary. The contributions as specified under the law are made to the Government Provident Fund monthly.

**Short-term employee benefits :**

A liability is recognized for benefits accruing to employees in respect of wages and salaries, annual leave in the period the related service is rendered. Liabilities recognized in respect of short-term employee benefits are measured at the undiscounted amount of the benefits expected to be paid in exchange for the related service.

**q) Income Taxes :**

The tax expense for the period comprises current and deferred tax. Tax is recognized in Statement of Profit and Loss, except to the extent that it relates to items recognized in the comprehensive income or in equity. In which case, the tax is also recognized in other comprehensive income or equity.

**Current Tax :**

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities, based on tax rates and laws that are enacted or substantively enacted at the Balance sheet date.

**Deferred Tax :**

Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities in the Financial Statements and the corresponding tax bases used in the computation of taxable profit.

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

The carrying amount of Deferred Tax Liabilities and assets are reviewed at the end of each reporting period date and are reduced to the extent that it is no longer probable.

**r) Foreign Currency Transactions :**

Foreign currency transactions are recorded at exchange rate prevailing on the date of the transaction. Foreign currency denominated monetary assets and liabilities are restated into the functional currency using exchange rates prevailing on the Balance sheet date. Gains and losses arising on settlement and restatement of foreign currency denominated monetary assets and liabilities are recognized in the statement of profit and loss, Non-monetary assets and liabilities that are measured in terms of historical cost of foreign currencies are not translated.

**s) Earnings Per Share :**

The basic Earnings Per Share ("EPS") is computed by dividing the net profit / (loss) after tax for the year attributable to the equity shareholders by the weighted average number of equity shares outstanding during the year.

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

**t) Financial Instruments :**

Financial Assets & Financial Liabilities are recognized when the Company becomes party to contractual provisions of the relevant instrument.

**Initial Recognition and Measurement**

All financial assets and liabilities are initially recognized at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities, which are not at fair value through profit or loss, are adjusted to the fair value on initial recognition. Transaction costs directly attributable to acquisition or issue of financial assets or financial liabilities at fair value through profit or loss are recognized immediately in the Statement of Profit and Loss.

**Classification and Subsequent Measurement: Financial Assets**

**Financial assets carried at Amortized Cost**

A financial asset is measured at amortized cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

**Financial assets at fair value through Other Comprehensive Income (FVTOCI)**

A financial asset is measured at FVTOCI if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

**Financial assets at fair value through profit or loss (FVTPL)**

A financial asset which is not classified in any of the above categories are measured at FVTPL.

**Investment in Equity Instruments designated to be classified as FVTOCI**

The Company carries certain equity instruments which are not held for trading. The Company has elected the FVTOCI irrevocable option for these instruments. Movements in fair value of these investments are recognized in other

comprehensive income and the gain or loss is not reclassified to statement of profit and loss on disposal of these investments. Dividends from these investments are recognized in statement of profit and loss when the Company's right to receive dividends is established.

#### **Classification and Subsequent Measurement: Financial Liabilities**

Financial liabilities are carried at amortized cost using the effective interest method. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

#### **Impairment of financial assets**

In accordance with Ind AS 109, the Company uses 'Expected Credit Loss' (ECL) model, for evaluating impairment of financial assets other than those measured at fair value through profit and loss (FVTPL).

For trade receivables Company applies 'simplified approach' which requires expected lifetime losses to be recognized from initial recognition of the receivables. The application of simplified approach does not require the Company to track changes in credit risk. The Company calculates the expected credit losses on trade receivables using a provision matrix on the basis of its historical credit loss experience.

For other assets, the Company uses 12 month ECL to provide for impairment loss where there is no significant increase in credit risk. If there is significant increase in credit risk full lifetime ECL is used.

#### **De-recognition of Financial Instruments**

The Company de-recognizes a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for de-recognition under Ind AS 109.

A financial liability (or a part of a financial liability) is de-recognized from the Company's Balance Sheet when the obligation specified in the contract is discharged or cancelled or expires.

#### **u) Cash and cash equivalent :**

Cash and cash equivalents in the Balance Sheet comprise cash at bank and in hand that are readily convertible into cash which are subject to insignificant risk of changes in value and are held for the purpose of meeting short-term cash commitments.

#### **v) Derivative Financial Instruments :**

The Company enters into derivative financial instruments viz. foreign exchange forward contracts to manage its exposure foreign exchange rate risks. The Company does not hold derivative financial instruments for speculative purposes.

Derivatives are initially recognized at fair value at the date the derivative contracts are entered into and are subsequently remeasured to their fair value at the end of each reporting period. The resulting gain or loss is recognized in profit or loss immediately.

#### **w) Segment Reporting - Identification of Segments :**

An operating segment is a component of the Company that engages in business activities from which it may earn revenues and incur expenses, whose operating results are regularly reviewed by the Company's Management to make decisions for which discrete financial information is available.

Based on the management approach as defined in Ind AS 108, the management evaluates the Company's performance and allocates resources based on an analysis of various performance indicators by business segments and geographic segments.

#### **Note 1(B) : Use of Estimates and Judgment**

The preparation of the Financial Statements in conformity with Ind AS requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected. In particular, information about significant areas of estimation, uncertainty and critical judgments in applying accounting policies that have the most significant effect on the amounts recognized in the Financial Statements are included in the following notes:

##### **a) Useful Lives of Property, Plant & Equipment :**

The Company uses its technical expertise along with historical and industry trends for determining the economic life of an asset/component of an asset. The useful lives are reviewed by management periodically and revised, if appropriate. In case of a revision, the unamortized depreciable amount is charged over the remaining useful life of the assets.

##### **b) Defined Benefit Plans and Compensated Absences :**

The cost of the defined benefit plans, compensated absences and the present value of the defined benefit obligation are based on actuarial valuation using the projected unit credit method. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, attrition rate, future salary increases and mortality rates.

Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

##### **c) Expected Credit Losses on Financial Assets :**

The impairment provisions of financial assets are based on assumptions about risk of default and expected timing of collection. The Company uses judgment in making these assumptions and selecting the inputs to the impairment calculation, based on the Company's past history, customer's creditworthiness, existing market conditions as well as forward looking estimates at the end of each reporting period.

##### **d) Fair Value measurement of financial instruments :**

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the Discounted Cash Flow model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgment is required in establishing fair values. Judgments include considerations of inputs such as liquidity risk, credit risk and volatility.



**Note 2 : Property, Plant and Equipment including Intangible Assets**

(₹ in Lacs)

Description of Assets	Gross Block			Depreciation			Net Block As at 31 <sup>st</sup> March, 2019
	As at 1 <sup>st</sup> April, 2018	Additions	Deductions/ Adjustments	As at 31 <sup>st</sup> March, 2019	For the year	Deductions/ Adjustments	
<b>Property, Plant &amp; Equipment</b>							
Land	3,231.77	0.52	-	3,232.29	-	-	3,232.29
Building	5,112.28	43.30	-	5,155.58	176.27	-	4,684.11
Plant & Equipments	9,458.99	505.52	55.63	9,908.88	763.82	33.20	7,759.63
R & D equipments	384.60	357.75	-	742.35	42.64	-	644.19
Furniture & Fixture	659.32	0.80	-	660.12	63.50	-	192.87
Vehicles	167.93	66.97	28.12	206.78	27.41	18.39	47.60
Electrical Installation & Fittings	423.86	0.95	4.14	420.66	42.54	4.14	136.03
Office Equipments (General)	157.07	8.44	0.57	164.94	29.94	0.54	85.78
Office Equipments (Computer)	57.78	6.13	-	63.91	15.52	-	48.75
<b>Total Tangible Assets (A)</b>	<b>19,653.61</b>	<b>990.36</b>	<b>88.46</b>	<b>20,555.51</b>	<b>1,161.65</b>	<b>56.28</b>	<b>17,325.58</b>
<b>Other Intangible Assets</b>							
Softwares	60.93	-	-	60.93	12.60	-	48.41
<b>Total Intangible Assets (B)</b>	<b>60.93</b>	<b>-</b>	<b>-</b>	<b>60.93</b>	<b>12.60</b>	<b>-</b>	<b>12.51</b>
Capital work In Progress (C)	58.33	760.79	818.77	0.35	-	-	0.35
<b>Total Assets (A+B+C)</b>	<b>19,772.86</b>	<b>1,751.15</b>	<b>907.23</b>	<b>20,616.78</b>	<b>1,174.25</b>	<b>56.28</b>	<b>17,338.44</b>

Description of Assets	Gross Block			Depreciation			Net Block As at 31 <sup>st</sup> March, 2018
	Deemed Cost As at 1 <sup>st</sup> April, 2017	Additions	Deductions/ Adjustments	As at 31 <sup>st</sup> March, 2018	For the year	Deductions/ Adjustments	
<b>Property, Plant &amp; Equipment</b>							
Land	2,273.89	957.88	-	3,231.77	-	-	3,231.77
Building	4,689.36	422.92	-	5,112.28	125.28	169.92	4,817.08
Plant & Equipments	9,227.26	357.04	125.31	9,458.99	720.62	763.11	8,040.36
R & D equipments	346.88	37.72	-	384.60	27.51	28.02	329.07
Furniture & Fixture	676.36	11.02	28.05	659.32	64.54	64.84	529.96
Vehicles	147.12	32.68	11.86	167.93	23.93	25.93	129.35
Electrical Installation & Fittings	390.85	33.01	-	423.86	48.72	48.91	326.22
Office Equipments (General)	148.81	8.51	0.25	157.07	27.16	29.28	100.69
Office Equipments (Computer)	50.50	7.28	-	57.78	16.12	17.10	24.55
<b>Total Tangible Assets (A)</b>	<b>17,951.03</b>	<b>1,868.06</b>	<b>165.48</b>	<b>19,653.61</b>	<b>1,053.88</b>	<b>1,147.11</b>	<b>17,529.05</b>
<b>Other Intangible Assets</b>							
Software	54.22	6.71	-	60.93	17.77	18.04	35.81
<b>Total Intangible Assets (B)</b>	<b>54.22</b>	<b>6.71</b>	<b>-</b>	<b>60.93</b>	<b>17.77</b>	<b>18.04</b>	<b>35.81</b>
Capital work In Progress (C)	15.82	1,858.28	1,815.78	58.33	-	-	58.33
<b>Total Assets (A+B+C)</b>	<b>18,021.07</b>	<b>3,733.05</b>	<b>1,981.26</b>	<b>19,772.86</b>	<b>1,071.65</b>	<b>1,165.15</b>	<b>17,612.50</b>

**Note 3 : Non Current Investments**

(₹ in Lacs)

Particulars	As at 31 <sup>st</sup> March, 2019		As at 31 <sup>st</sup> March, 2018	
	Nos.	Amount	Nos.	Amount
<b>Quoted :</b>				
<b>Investment measured at Fair Value through OCI :</b>				
<b>Equity Instruments :</b>				
Face Value of ₹ 5 each fully paid up:				
Kabra Extrusiontechnik Ltd.	8,27,372	709.06	8,27,372	981.68
<b>Unquoted:</b>				
<b>Investment measured at Fair Value through P&amp;L :</b>				
Investment in Units of Urban Infrastructure Opportunity Fund	324.00	42.21	324.00	83.20
<b>Total Non Current Investments</b>		<b>751.27</b>		<b>1,064.88</b>
<b>Aggregate amount of Quoted Investment</b>		<b>709.06</b>		<b>981.68</b>
<b>Market Value of Quoted Investment</b>		<b>709.06</b>		<b>981.68</b>
<b>Aggregate amount of Unquoted Investment</b>		<b>42.21</b>		<b>83.20</b>
<b>Aggregate Provision for diminution in value of investments</b>		-		-

**Note 4 : Loans**

(₹ in Lacs)

Particulars	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
Unsecured, Considered Good		
Deposit	100.78	97.57
<b>Total</b>	<b>100.78</b>	<b>97.57</b>

**Note 5 : Other Non Current Financial Assets**

(₹ in Lacs)

Particulars	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
Deposits	237.25	237.35
<b>Total</b>	<b>237.25</b>	<b>237.35</b>

**Note 6 : Other Non Current Assets**

(₹ in Lacs)

Particulars	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
Security Deposit	28.95	15.43
Others	22.53	22.53
<b>Total</b>	<b>51.48</b>	<b>37.96</b>

**Note 7 : Inventories**

(₹ in Lacs)

Particulars	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
Raw materials	3,890.23	5,772.70
Packing materials	110.84	101.88
Work-in-process	268.55	418.08
Finished goods #	3,323.28	3,196.27
Stores & Spares	438.17	274.35
Stock-in-Trade	8.74	-
<b>Total</b>	<b>8,039.80</b>	<b>9,763.29</b>

 # Finished goods value includes value of provision for the year ₹ 48.00 Lacs (31<sup>st</sup> March, 2018 is ₹ 33.89 Lacs)

**Note 8 : Trade Receivables**

(₹ in Lacs)

Particulars	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
Unsecured Considered Good	13,630.37	12,484.51
<b>Total Gross Debtors</b>	<b>13,630.37</b>	<b>12,484.51</b>
Less: Allowances for Credit Losses	(396.12)	(412.69)
<b>Total</b>	<b>13,234.25</b>	<b>12,071.83</b>

**Note 9 : Cash & Cash Equivalents**

(₹ in Lacs)

Particulars	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
Balances With Banks (Current Accounts)	100.38	159.47
Cash on Hand	0.83	2.54
<b>Total</b>	<b>101.21</b>	<b>162.00</b>

**Note 10 : Bank Balances Other Than Cash & Cash Equivalents**

(₹ in Lacs)

Particulars	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
Unpaid Dividend Account	69.07	62.79
<b>Total</b>	<b>69.07</b>	<b>62.79</b>

**Note 11 : Loans**

(₹ in Lacs)

Particulars	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
Loan to Employees	37.79	33.18
<b>Total</b>	<b>37.79</b>	<b>33.18</b>

**Note 12 : Other Current Financial Assets**

(₹ in Lacs)

Particulars	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
Other Receivables	87.34	105.38
<b>Total</b>	<b>87.34</b>	<b>105.38</b>

**Note 13 : Other Current Assets**

(₹ in Lacs)

Particulars	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
Prepaid expenses	71.09	74.21
Balance with Government Authorities	511.80	1,972.30
Advances to Suppliers Domestic	340.72	531.96
Capital Advances to Suppliers	4.67	161.29
Advances Recoverable In Cash or in kind	3.99	8.67
Other Current Assets	53.06	62.47
<b>Total</b>	<b>985.33</b>	<b>2,810.90</b>

**Note 14 : Current Tax Assets (Net)**

(₹ in Lacs)

Particulars	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
Advance Tax (Net of Provision for tax)"	464.38	62.12
<b>Total</b>	<b>464.38</b>	<b>62.12</b>

**Note 15 : Equity Share Capital**

(₹ in Lacs)

Particulars	As at 31 <sup>st</sup> March, 2019		As at 31 <sup>st</sup> March, 2018	
	Nos.	Amount	Nos.	Amount
<b>Authorized Share Capital</b>				
Equity Shares of ₹ 5 each	5,00,00,000	2,500.00	5,00,00,000	2,500.00
	<b>5,00,00,000</b>	<b>2,500.00</b>	<b>5,00,00,000</b>	<b>2,500.00</b>
<b>Issued, Subscribed and Paid Up:</b>				
Equity Shares of ₹ 5 each fully paid up	2,59,89,200	1,299.46	2,59,89,200	1,299.46
<b>Total</b>	<b>2,59,89,200</b>	<b>1,299.46</b>	<b>2,59,89,200</b>	<b>1,299.46</b>

**15(a) : List of shareholders holding more than 5% of Paid Up Equity Share Capital**

Particulars	As at 31 <sup>st</sup> March, 2019		As at 31 <sup>st</sup> March, 2018	
	Nos.	% Holding	Nos.	% Holding
1. Kolsite Corporation LLP	48,13,848	18.52%	48,13,848	18.52%
2. Varun Satyanarayan Kabra	41,29,807	15.89%	40,85,324	15.72%
3. Satyanarayan G. Kabra	27,70,356	10.66%	27,82,856	10.71%
4. Saritadevi Satyanarayan Kabra	26,43,392	10.17%	25,93,392	9.98%
5. Kabra Extrusion Technik Ltd.	18,46,562	7.11%	18,46,562	7.11%

The reconciliation of the number of shares outstanding is set out below :

Particulars	As at	As at
	31 <sup>st</sup> March, 2019	31 <sup>st</sup> March, 2018
	Nos.	Nos.
Equity Shares at the beginning of the year	2,59,89,200	1,29,94,600
Add : Shares issued during the year	-	1,29,94,600
<b>Equity Shares at the end of the year</b>	<b>2,59,89,200</b>	<b>2,59,89,200</b>

**Terms / Right attached to Equity Shares :**

The Company has only one class of equity shares having a par value of ₹ 5 per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividends in Indian Rupees. The dividend proposed by the Board of Directors is subject to approval of the shareholders at the ensuing Annual General Meeting.

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

**Aggregate number of bonus shares issued, share issued for consideration other than cash and shares bought back during the period of five years immediately preceding the reporting date :**

Particulars	As at	As at
	31 <sup>st</sup> March, 2019	31 <sup>st</sup> March, 2018
	Nos.	Nos.
No. of Bonus Equity Shares issued by Capitalizing Reserves	-	1,29,94,600

**Note 16 : Other Equity**

(₹ in Lacs)

Particulars	As at 31 <sup>st</sup> March, 2019		As at 31 <sup>st</sup> March, 2018	
<b>Capital Reserve</b>				
As per last Balance Sheet	30.23		30.23	
Transfer from Retained Earnings	-		-	
Less : Issue of Bonus Shares	-	30.23	-	30.23
<b>General Reserve</b>				
As per last Balance Sheet	3,406.22		3,805.95	
Transfer from Retained Earnings	250.00		250.00	
Less : Issue of Bonus Shares	-	3,656.22	(649.73)	3,406.22
<b>Retained Earnings</b>				
As per last Balance Sheet	19,110.90		16,983.10	
Add : Profit/(Loss) for the year	3,116.70		2,731.52	
Add : Re-measurement gain/ (loss) on Defined Benefit Plan (Net of Tax)	11.50		37.27	
Less :				
Dividend (Includes Dividend Distribution Tax)	783.28		391.00	
Transfer to General Reserve	250.00	21,205.81	250.00	19,110.90
<b>Other Comprehensive Income (OCI)</b>				
As per last Balance Sheet	950.97		887.68	
Add : Movement in OCI (Net) during the year	(272.62)	678.35	63.29	950.97
<b>Total</b>		<b>25,570.61</b>		<b>23,498.31</b>

**Note 17 : Non Current Borrowings**

(₹ in Lacs)

Particulars	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
<b>Secured :</b>		
Term Loans	1,725.00	2,525.00
<b>Total</b>	<b>1,725.00</b>	<b>2,525.00</b>

First Charge by way of mortgage on immovable fixed Assets (Industrial Land & Building) at Palsana (In Gujarat) and First Charge by way of Hypothecation of movable fixed assets at Palsana (In Gujarat). There was no default, continuing or otherwise as at the Balance Sheet Date, in repayment of any of the above borrowings having effective rate of interest @ MCLR + 0.2%.

**Note 18 : Other Non Current Financial Liability**

(₹ in Lacs)

Particulars	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
Security Deposits From Dealers	1,915.01	1,728.88
Retention Money	2.12	21.44
Bonds	-	-
<b>Total</b>	<b>1,917.13</b>	<b>1,750.32</b>

**Note 19 : Non Current Provisions**

(₹ in Lacs)

Particulars	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
Provisions for Employee Benefit	132.49	134.62
<b>Total</b>	<b>132.49</b>	<b>134.62</b>

**Note 20 : Deferred Tax Liabilities (Net)**

(₹ in Lacs)

Particulars	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
<b>Deferred Tax Liabilities :</b>		
Property, Plant and Equipments	1,331.76	1,529.12
<b>Deferred Tax Assets :</b>		
Expenses allowed on payment basis	138.42	216.08
Others	63.65	33.53
<b>Total</b>	<b>1,129.69</b>	<b>1,279.51</b>

**Note 21 : Other Non Current Liabilities**

(₹ in Lacs)

Particulars	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
Government Subsidy	46.81	-
<b>Total</b>	<b>46.81</b>	<b>-</b>

**Note 22 : Current Borrowings**

(₹ in Lacs)

Particulars	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
<b>Secured :</b>		
Working Capital Facilities from Banks ( Secured )	5,253.70	7,996.04
<b>Unsecured</b>		
Other Parties	-	-
<b>Total</b>	<b>5,253.70</b>	<b>7,996.04</b>

First Pari Passu charge on Company's Entire Stock & Book Debts present and future & First Pari Passu charge on all Plant & Machinery and Immovable Fixed Assets of the Company located at 74/1,2, 75/3 at Daman Industrial Estate. There is no default, continuing or Otherwise as at the Balance Sheet Date, in repayment of any of the above borrowings.

**Note 23 : Trade Payables**

(₹ in Lacs)

Particulars	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
<b>Trade Payables</b>		
Total Outstanding Due to Medium, Micro and Small Enterprises (Refer Note 51)	-	-
Total outstanding dues of Vendors other than above:		
Creditors for Raw material	821.05	576.05
Sundry Creditors - Import RM	707.94	1,576.54
Creditors for Engineering & Others	361.49	621.46
Creditors for Commission & Discount	939.43	1,298.67
<b>Total</b>	<b>2,829.91</b>	<b>4,072.72</b>

**Note 24 : Other Current Financial Liabilities**

(₹ in Lacs)

Particulars	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
Unclaimed Dividend	69.07	62.79
<b>Total</b>	<b>69.07</b>	<b>62.79</b>

**Note 25 : Other Current Liabilities**

(₹ in Lacs)

Particulars	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
Advance from Dealers	191.60	44.46
Others Payable (including Provisions for Expenses, Statutory Liabilities, Deferred Govt Subsidy and Current Maturity of Long Term Borrowings)	1,283.26	1,381.43
<b>Total</b>	<b>1,474.87</b>	<b>1,425.89</b>

**Note 26 : Current Provisions**

(₹ in Lacs)

Particulars	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
Provision for Employee Benefits	49.65	77.08
<b>Total</b>	<b>49.65</b>	<b>77.08</b>

**Note 27 : Revenue from Operations**

(₹ in Lacs)

Particulars	Year ended 31 <sup>st</sup> March, 2019	Year ended 31 <sup>st</sup> March, 2018
Revenue from Contract with Customers	-	-
Sales of Products		
-Finished	62,109.94	58,870.51
-Trading	160.50	2.82
Less: Excise Duty	-	1,211.21
Other Operating Revenues	414.94	331.10
Sales of Services / Labour Job	-	-
<b>Total</b>	<b>62,685.38</b>	<b>57,993.23</b>

Effective 1<sup>st</sup> July, 2017, sales are recorded net of GST whereas earlier sales were recorded gross of excise duty which formed part of expenses. Hence revenue from operations for the year ended 31<sup>st</sup> March, 2019 are not comparable with the previous year corresponding figures.

**Note 28 : Other Income**

(₹ in Lacs)

Particulars	Year ended 31 <sup>st</sup> March, 2019	Year ended 31 <sup>st</sup> March, 2018
Dividend Income	18.08	16.55
Rent Received-Quarter	2.22	2.66
Net Gain / ( Loss ) on sale of Investments	-	-
Other Non operating Revenue	-	-
- Rent Received	12.56	11.87
- Exchange Fluctuation Gain	3.58	184.67
- Other	60.20	14.61
Fair Value Gain / Loss on Investment	22.19	-
Notional Interest Income	-	8.41
<b>Total</b>	<b>118.83</b>	<b>238.77</b>

**Note 29 : Cost of Raw Material consumed**

(₹ in Lacs)

Particulars	Year ended 31 <sup>st</sup> March, 2019	Year ended 31 <sup>st</sup> March, 2018
Raw Material Consumed	47,208.39	43,015.21
Packing Material Consumed	463.58	473.97
<b>Total</b>	<b>47,671.97</b>	<b>43,489.18</b>

**Note 30 : Changes in Inventories of FG & WIP**

(₹ in Lacs)

Particulars	Year ended 31 <sup>st</sup> March, 2019	Year ended 31 <sup>st</sup> March, 2018
<b>STOCK AT CLOSE</b>		
Finished Goods	3,323.28	3,196.27
Work in Progress	268.55	418.08



Particulars	Year ended 31 <sup>st</sup> March, 2019	Year ended 31 <sup>st</sup> March, 2018
<b>STOCK AT BEGINNING</b>		
Finished Goods	3,196.27	2,807.91
Work in Progress	418.08	179.93
<b>Total</b>	<b>22.53</b>	<b>(626.51)</b>

**Note 31 : Employee Benefit Expenses**

(₹ in Lacs)

Particulars	Year ended 31 <sup>st</sup> March, 2019	Year ended 31 <sup>st</sup> March, 2018
Salaries and Wages	2,359.97	2,151.74
Contribution to Provident and Other Funds (Gratuity and Super Annuation)	187.60	279.91
Staff Welfare Expenses	137.40	136.44
<b>Total</b>	<b>2,684.97</b>	<b>2,568.08</b>

**Note 32 : Finance Cost**

(₹ in Lacs)

Particulars	Year ended 31 <sup>st</sup> March, 2019	Year ended 31 <sup>st</sup> March, 2018
Interest on :		
Borrowings	646.15	600.04
Security Deposit	167.51	159.28
Others	-	2.11
<b>Total</b>	<b>813.66</b>	<b>761.43</b>

**Note 33 : Other Expenses**

(₹ in Lacs)

Particulars	Year ended 31 <sup>st</sup> March, 2019	Year ended 31 <sup>st</sup> March, 2018
Stores & Spares Consumed	452.34	390.02
Power & Fuel Consumed	1,407.33	1,512.35
Repairs:		
Plant & Machinery	137.08	108.97
Building	45.06	36.23
Others	67.40	71.10
Insurance	147.87	137.77
Rent	403.46	390.47
Travelling Expenses:		
Directors	18.05	14.50
Others	266.35	292.41
Postage, Telephone etc.	55.33	75.69
Carriage Outward	1,031.60	1,070.32
Payments To Auditors (Refer Note 42)	9.08	5.68
Rates & Taxes	27.35	33.91
Loss on sales of Assets	3.20	-
Advertisements	17.46	14.21
Legal & Professional Charges	175.64	193.07
Factory expenses	66.18	76.01
Clearing charges on export	231.32	148.93

Particulars	Year ended 31 <sup>st</sup> March, 2019	Year ended 31 <sup>st</sup> March, 2018
R & D Expenses	272.75	235.93
Security Service Charges	40.19	38.10
Donations	11.16	2.42
Company Social Responsibility (CSR)	106.63	25.18
Provision for Doubtful Debts	108.03	55.98
Miscellaneous expenses	1,034.16	929.83
<b>Total</b>	<b>6,135.02</b>	<b>5,859.06</b>

**Note 34 : Contingent Liabilities (Ind AS 37) :**

**a. Claims against the Company not acknowledged as debts :**

(₹ in Lacs)

SN	Particulars	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
1	Disputed Income Tax Demand/TDS	1.30	1.30
2	Excise & Service Tax matters under dispute	1,417.72	1,399.04
3	Bonus arising out of retrospective amendment to the payment of Bonus Act and stay granted by various courts on such payments against case filled by various entities	27.47	27.47
4	Others	26.00	26.00
	<b>Total</b>	<b>1,472.49</b>	<b>1,453.81</b>

The Company's pending litigations comprise of proceedings pending with Income Tax authorities. The Company has reviewed all its pending litigations and proceedings and has adequately provided for where provisions are required and disclosed the contingent liabilities where applicable, in its Financial Statements. The Company does not expect the outcome of these proceedings to have a materially adverse effect on its Financial Results.

- b. Letter of Credit & Bills of Exchange as at 31<sup>st</sup> March, 2019 is ₹ 506.50 Lacs (31<sup>st</sup> March, 2018 is ₹ 850.77 Lacs)
- c. Guarantees issued by the Banks on behalf of the Company as at 31<sup>st</sup> March, 2019 is ₹ 166.84 Lacs (31<sup>st</sup> March, 2018 is ₹ 166.18 Lacs)
- d. The Company did not have any long-term contracts for which there were any material foreseeable losses.

**Note 35 : Capital & Other Commitments :**

(₹ in Lacs)

SN	Particulars	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
1	Estimated Amount of Contracts remaining to be executed on capital account & not provided out of which ₹ 4.67 Lacs has been paid as advance.	31.65	-

**Note 36 : Employee Benefits (Ind AS 19) :**

**a. Defined Benefit Plans :**

**Gratuity :**

In accordance with the Payment of Gratuity Act, 1972, applicable for Indian Companies, the Company provides for a lump sum payment to eligible employees, at retirement or termination of employment based on the last drawn salary and years of employment with the Company. The gratuity fund is managed by certain third-party fund managers. The Company's obligation in respect of the gratuity plan, which is a defined benefit plan, is provided for based on actuarial valuation using the projected unit credit method. The Company recognizes actuarial gains and losses immediately in other comprehensive income, net of taxes.

**Inherent Risk :**

The plan is defined in nature which is sponsored by the Company and hence it underwrites all the risks pertaining to the plan. In particular, this exposes the Company to actuarial risk such as Salary Risk, Interest Rate Risk, Investment Risk, changes in demographic experience. This may result in an increase in cost of providing these benefits to the employees in future. Since the benefits are lump sum in nature, the plan is not subject to any longevity risk.

**Statement of Assets and Liabilities for Defined Benefit Obligation opening as on 1<sup>st</sup> April, 2018 :**

(₹ in Lacs)

Particulars	Gratuity (Funded)
Defined Benefit Obligation	390.12
Fair Value of Assets	406.59

(₹ in Lacs)

Particulars	Gratuity Funded	
	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
<b>Change in Present value of Obligations :</b>		
Opening Defined Benefit Obligation	440.68	390.12
Current Service Cost	36.95	42.66
Past Service Cost	-	49.83
Interest Cost	34.29	29.34
Actuarial (Gain)/Loss recognized in Other Comprehensive Income:		
-Change in Financial Assumptions	(0.32)	(36.94)
-Change in Demographic Assumptions	(6.79)	4.69
-Experience Changes	(3.50)	(12.65)
Benefits Paid	(48.75)	(26.37)
<b>Closing Defined Benefit Obligations</b>	<b>452.57</b>	<b>440.68</b>
<b>Change in Fair Value of Plan Assets :</b>		
Opening Fair Value of the Plan Assets	414.43	406.59
Interest Income	32.24	30.58
Expected Return on Plan Assets	7.07	2.00
Actuarial Gain/(Loss)		-
Contribution by the Employer	46.09	1.64
Benefits Paid	(48.75)	(26.38)
<b>Closing Fair Value of the Plan Assets</b>	<b>451.08</b>	<b>414.44</b>
<b>Net (Liability)/Asset in the Balance Sheet</b>		

Particulars	Gratuity Funded	
	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
Present value of the funded defined benefit obligation at the end of the period	(452.57)	(440.68)
Fair Value of Plan Assets	451.08	414.43
<b>Net (Liability)/Asset in the Balance Sheet</b>	<b>(1.49)</b>	<b>(26.25)</b>
<b>Expenses recognized in the Statement of Profit &amp; Loss Account</b>		
Current Service Cost	36.96	42.66
Interest Cost	2.04	(1.24)
Past Service Cost	-	49.83
<b>Total amount recognized in Statement of Profit and Loss</b>	<b>39.00</b>	<b>91.25</b>
<b>Re-measurements recognized in Other Comprehensive Income (OCI) :</b>		
Actuarial (Gains)/Losses on Obligation For the Period	(10.61)	(44.89)
Expected Return on Plan Assets Excluding Interest Income	(7.07)	(2.00)
Net Actuarial (Gain)/Loss recognized during the period	-	-
<b>Amount recognized in Other Comprehensive Income (OCI)</b>	<b>(17.67)</b>	<b>(46.89)</b>
<b>Investment Details of Plan Assets :</b>		
Insurer Managed Fund	100%	100 %
<b>Sensitivity analysis for significant assumptions:*</b>		
<b>Increase / (Decrease) on present value of defined benefits obligation at the end of the year</b>		
Projected Benefit Obligation on Current Assumptions	452.57	440.68
1% increase in discount rate	(29.94)	(25.90)
1% decrease in discount rate	34.48	29.55
1% increase in salary escalation rate	33.36	28.65
1% decrease in salary escalation rate	(29.67)	(25.42)
1% increase in employee turnover rate	6.80	5.59
1% decrease in employee turnover rate	(7.70)	(6.29)
<b>Actuarial Assumptions :</b>		
Discount Rate (p.a.)	7.79%	7.78%
Expected Return on Plan Assets (p.a.)	7.79%	7.78%
Turnover Rate	1.00%	2.00%
Mortality Tables	Indian Assured Lives Mortality (2006-08)	
Salary Escalation Rate (p.a.)	5.00%	5.00%
<b>Retirement age :</b>		
-Management	58 Years	58 Years
-Non-Management		
Weighted Average duration of Defined Benefit Obligation	9	8

\*These Sensitivities have been calculated to show the movement in defined benefit obligation in isolation and assuming there are no other changes in market conditions at the accounting date. There have been no changes from the previous periods in the methods and assumptions used in preparing the sensitivity analyses.

#### Basis of Estimation of Assumption :

The expected return on plan assets is based on expectation of the average long-term rate of return expected on investments of the fund during the estimated term of the obligations.

The discount rate is based on the prevailing market yields of Indian government securities for the estimated term of the obligations.

The estimates of future salary increase considered takes into account the inflation, seniority, promotion and other relevant factors.

Attrition rate considered is the management's estimate, based on previous years' employee turnover of the Company.

**Asset and Liability matching strategy :**

The money contributed by the Company to the Gratuity Fund to finance the liability of the plan has to be invested. The Company has invested the plan assets in the insurer managed funds. The expected rate of return on plan assets is based on expectation of the average long-term rate of return expected on investments of the fund during the estimated term of the obligation.

There is no compulsion on the part of the Company to fully refund the liability of the Plan. The Company's philosophy is to fund these benefits based on its own liquidity.

The expected future contribution and estimated future benefit payments from the fund are as follows :  
(₹ in Lacs)

Estimated benefit payments from the fund for the year ending 31 <sup>st</sup> March	Amount
2020	112.10
2021	7.24
2022	11.45
2023	23.32
2024	16.39
Thereafter	776.90

Expected contribution to the fund during the year ending 31<sup>st</sup> March, 2020 is ₹ 40.01 Lacs.

**b. Defined Contribution Plans :**

Amount recognized as an expense and included in Note 31 under the head "Contribution to Provident and other Funds" of Statement of Profit & Loss ₹173.21 Lacs (31<sup>st</sup> March, 2018 ₹ 166.68 Lacs)

**c. Superannuation Benefits :**

Superannuation Benefits is contributed by the Company to Life Insurance Corporation of India (LIC) with respect to certain employees.

Contribution to Superannuation Fund charged to Statement of Profit & Loss in Notes 31 under the head "Contribution to Provident and other Funds" is ₹ 12.90 Lacs (31<sup>st</sup> March, 2018 ₹ 15.76 Lacs)

**Note 37 : Segment Reporting (Ind AS 108)**

The Company is exclusively engaged in the manufacturing of Masterbatches in India. As per Ind AS -108, "Operating Segments" specified under Section 133 of the Companies Act 2013, there are no reportable operating or geographical segments applicable to the Company.

**Note 38 : Related Party Disclosures (Ind AS 24)**
**Names of Related Parties and Description of Relationship :**
**a. Promoters and Key Management Personnel (KMPs)**

Sr. No.	Name of Related Parties	Relationship
1	Kolsite Corporation LLP	Promoter
2	Kabra Extrusiontechnik Ltd.	Promoter
3	Shreevallabh Gopilal Kabra	Chairman
4	Satyanarayan Gopilal Kabra	Vice Chairman & Managing Director
5	Varun Satyanarayan Kabra	Managing Director
6	Jyoti Varun Kabra	Director
7	Saritadevi Satyanarayan Kabra	Relative of KMP (Wife of Mr. Satyanarayan Kabra)
8	Veenadevi Shreevallabh Kabra	Relative of KMP (Wife of Mr. Shreevallabh Kabra)
9	Push Raj Singhvi	Independent Director
10	Sudarshan K. Parab	Independent Director
11	Bajrang Lal Bagra	Independent Director
12	Rahul R. Rathi	Independent Director

**b. Other Related Parties with whom there were transactions during the year :**

Sr. No.	Entities Controlled or Jointly Controlled by the Related Parties
1	Kabra Extrusiontechnik Ltd.
2	Maharashtra Plastic & Industries
3	Maharashtra Plastic Industries
4	Kolsite Corporation LLP
5	Shima Polymers
6	Smartech Global Solutions Ltd.

**c. During the year, following transactions were carried out with the related parties in the ordinary course of business :**

(₹ in Lacs)

Nature of Transactions	Entities Controlled by Directors		Key Management Personnel	
	Year ended 31 <sup>st</sup> March, 2019	Year ended 31 <sup>st</sup> March, 2018	Year ended 31 <sup>st</sup> March, 2019	Year ended 31 <sup>st</sup> March, 2018
Sale of Goods	647.35	339.29	-	-
Purchase of Goods and Service	151.32	168.19	-	-
Sale of Assets	-	0.49	-	-
Purchase of Assets	112.27	1.13	-	-
Dividend Paid	166.51	83.26	-	-
Dividend Received	16.55	16.55	-	-
Commission Paid	95.64	87.01	-	-
Commission Received	-	-	-	-
Rent Paid	384.92	372.78	-	-
Rent Received	12.56	12.59	-	-

Nature of Transactions	Entities Controlled by Directors		Key Management Personnel	
	Year ended 31 <sup>st</sup> March, 2019	Year ended 31 <sup>st</sup> March, 2018	Year ended 31 <sup>st</sup> March, 2019	Year ended 31 <sup>st</sup> March, 2018
Loan Taken (Deposit)	-	-	-	-
Loan Given (Deposit)	-	-	-	-
Cash Discount Received	-	4.43	-	-
Interest Received	-	0.06	-	-
Interest Paid	6.81	7.16	-	-
<b>Payment to KMP :</b>				
Remuneration & Short term benefits	-	-	138.66	151.55
Director's Sitting Fees	-	-	7.00	7.50

#### d. Outstanding Balances

(₹ in Lacs)

Balances at the year end	Entities Controlled by Directors		Key Management Personnel	
	Year ended 31 <sup>st</sup> March, 2019	Year ended 31 <sup>st</sup> March, 2018	Year ended 31 <sup>st</sup> March, 2019	Year ended 31 <sup>st</sup> March, 2018
Advance Given	-	0.50	-	-
Trade Receivables	34.02	33.98	-	-
Deposits given	113.60	113.60	-	-
Loans taken/ Security Deposit	65.44	77.45	-	-
Trade Payables	17.85	24.07	-	-

#### Terms and Conditions of transactions with Related Parties :

The sales to and purchases from related parties are made in the normal course of business and on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the year-end are unsecured and interest free and settlement occurs in cash.

For the year ended 31<sup>st</sup> March, 2019, the Company has not recorded any impairment of receivables relating to amounts owed by related parties. This assessment is undertaken each Financial Year through examining the financial position of the related party and the market in which the related party operates.

#### Note 39 : Revenue Recognition ( Ind AS 115)

The Company is primarily in the Business of manufacture and sale of Masterbatches. All sales are made at a point in time and revenue from contract with customer are recognized when goods are dispatched and the control over the goods sold are transferred to customers. The Company does not expect to have any contracts where the period between the transfer of goods and payment by customer exceeds one year. Hence, the Company does not adjust revenue for the time value of money.

In compliance with Ind AS 115, certain commissions & discounts are treated as variable components of consideration and have been recognized as deductions from revenue instead of other expenses. Such discount were recognized as deduction from revenue in previous period also.

Revenue recognized from contract Liability (Advance from Customers)

(₹ in Lacs)

Particulars	Year ended 31 <sup>st</sup> March, 2019	Year ended 31 <sup>st</sup> March, 2018
Closing Contract liability	191.60	44.46

The Contract liability outstanding at the beginning of the year has been recognized as revenue during the year ended 31<sup>st</sup> March, 2019.

**Reconciliation of revenue as per contract price and as recognized in statement of Profit and Loss :**

(₹ in Lacs)

Particulars	Year ended 31 <sup>st</sup> March, 2019	Year ended 31 <sup>st</sup> March, 2018
Revenue as per contract price	65,189.13	61,233.04
Less : Commissions & Discounts	2,918.68	2,359.71
<b>Revenue as per statement of Profit and Loss</b>	<b>62,270.45</b>	<b>58,873.33</b>

**Note 40 : Income Taxes (Ind AS 12) Reconciliation of Effective Tax Rate :**

(In %)

Particulars	Year ended 31 <sup>st</sup> March, 2019	Year ended 31 <sup>st</sup> March, 2018
Applicable Tax Rate	34.94	34.61
Effect of Non Taxable Income	(0.15)	(0.95)
Effect of Non-Deductible Expenses	12.89	10.83
Effect of Allowance for tax purpose	(19.31)	(15.28)
Effects of Previous Year Adjustments	-	(0.12)
Others	-	(0.98)
<b>Effective Tax Rate</b>	<b>28.37</b>	<b>28.11</b>

The Company has announced a proposed dividend of ₹ 2.75 /- per share and accordingly, the dividend distribution tax on account of the same amounting to 861.61 Lacs shall be recognized once the dividend is paid.

**Note 41 : Earning Per Share (Ind AS 33)**

Particulars	Year ended 31 <sup>st</sup> March, 2019	Year ended 31 <sup>st</sup> March, 2018
<b>Basic EPS :</b>		
(i) Net Profit attributable to Equity Shareholders (₹ in Lacs)	3,116.70	2,724.17
(ii) Weighted average number of Equity Shares outstanding (Nos.)	2,59,89,200	2,59,89,200
<b>Basic EPS (i)/(ii)</b>	<b>11.99</b>	<b>10.51</b>
<b>Diluted EPS :</b>		
(i) Net Profit attributable to Equity Shareholders (₹ in Lacs)	3,116.70	2,724.17
(ii) Weighted average number of Equity Shares outstanding (Nos.)	2,59,89,200	2,59,89,200
(iii) Weighted average number of Equity Shares outstanding for calculation of Dilutive EPS (ii)	2,59,89,200	2,59,89,200
<b>Diluted EPS (i) / (iii)</b>	<b>11.99</b>	<b>10.51</b>



**Note 42 : Auditors' Remuneration (excluding taxes) and Expenses**

(₹ in Lacs)

Particulars	Year ended 31 <sup>st</sup> March, 2019	Year ended 31 <sup>st</sup> March, 2018
<b>Statutory Auditors :</b>		
Audit Fees	3.00	3.00
Tax Audit Fees	1.00	1.25
Certification fees & others	4.50	1.00
Other Expenses reimbursed	0.58	0.43
<b>Total</b>	<b>9.08</b>	<b>5.68</b>

**Note 43 : Classification of Financial Assets and Liabilities (Ind AS 107) :**

(₹ in Lacs)

Particulars	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
<b>Financial assets at Amortized cost : *</b>		
Trade Receivables	13,234.25	12,071.83
Cash and Cash Equivalents	101.21	162.00
Other Bank Balances	69.07	62.79
Loans (Non Current)	100.78	97.57
Loans (Current)	37.79	33.18
Other Non-Current Financial Assets	237.25	237.35
Other Current Financial Assets	87.33	105.38
<b>Financial assets at Fair Value through P&amp;L :</b>		
Investments	42.21	83.20
<b>Financial assets at Fair Value through OCI (Designated upon initial recognition)</b>		
Investments	709.06	981.68
<b>Total</b>	<b>14,618.95</b>	<b>13,834.98</b>
<b>Financial liabilities at Amortized cost : *</b>		
Borrowings (Non-Current)	1,725.00	2,525.00
Borrowings (Current)	5,253.70	7,996.04
Other Non-Current Financial Liability	2,049.62	1,884.94
Trade Payables	2,829.91	4,072.72
Other Current Financial Liability	69.07	62.79
<b>Total</b>	<b>11,927.30</b>	<b>16,541.49</b>

\* Considering Financial Asset & Financial Liabilities fair value is same as Amortized Cost.

**Note 44 : Investments in equity instruments designated at Fair Value through Other Comprehensive Income**

The Company has investments in Equity Shares of Kabra Extrusionstechnik Limited and units of Urban Infra Opportunity Fund. The Company has opted to designate the investment in Extrusionstechnik Limited at Fair Value through Other Comprehensive Income since these investments are not held for trading purpose. Investment in units of Urban Infra Opportunity Fund is being classified under Fair Value through Profit and Loss.

The fair value of each of the investment is as below :

(₹ in Lacs)

Particulars	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
<b>Financial assets at Fair Value through OCI :</b>		
Shares in Kabra Extrusiontechnik Limited (8,27,372 Shares having face value of ₹ 5 each)	709.06	981.68

Dividend from Kabra Extrusiontechnik Limited (Refer Note 28) : (FY 2018-19 ₹ 18.08 Lacs) (FY 2017-18 : ₹ 16.55 Lacs)

#### Note 45 : Fair Value Measurement (Ind AS 113)

The fair values of the financial assets and liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

The Company has established the following fair value hierarchy that categorizes the values into 3 levels. The inputs to valuation techniques used to measure fair value of financial instruments are:

**Level 1** : This hierarchy uses quoted (unadjusted) prices in active markets for identical assets or liabilities. Kabra Extrusiontechnik Limited is listed on stock exchange and the investment by the Company is being valued using the closing exchange price at the reporting date.

**Level 2** : The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximize the use of observable market data and rely as little as possible on Company specific estimates. The Venture Capital Fund (Urban Infrastructure Fund) are valued using the closing Net Asset Value. If all significant inputs required to fair value an instrument are observable, the instrument is included in Level 2.

**Level 3** : If one or more of the significant inputs is not based on observable market data, the instrument is included in Level 3. There are no instruments which are to be considered in Level 3.

(₹ in Lacs)

Particulars	Level 1	Level 2	Level 3
<b>As at 31<sup>st</sup> March, 2019</b>			
<b>Investments measured at</b>			
Fair Value through OCI	709.06	-	-
Fair Value through P&L	-	42.21	-
<b>As at 31<sup>st</sup> March, 2018</b>			
<b>Investments measured at</b>			
Fair Value through OCI	981.68	-	-
Fair Value through P&L	-	83.20	-
<b>As at 31<sup>st</sup> March, 2017</b>			
<b>Investments measured at</b>			
Fair Value through OCI	918.38	-	-
Fair Value through P&L	-	118.84	-

The management assessed that cash and bank balances, trade receivables, loans, trade payables, cash credits, commercial papers and other financial assets and liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.

The following methods and assumptions were used to estimate the fair values :

- The fair values of the quoted investments are based on market price at the reporting date.
- The fair values of the unquoted investments are based on net asset value at the reporting date.
- The fair values of remaining financial instruments is determined using discounted cash flow analysis or based on the contractual terms.

The fair value of the remaining financial instruments is determined using discounted cash flow analysis. The discount rates used is based on management estimates.

#### Note 46 : Financial Risk Management Objectives and Policies (Ind AS 107)

The Company's principal financial liabilities comprise borrowings and other payables. The main purpose of these financial liabilities is to finance and support the Company's operations. The Company's principal financial assets include Investments, Loans and Other receivables, Cash and Cash Equivalents, Other Bank Balances.

The Company is exposed to Market Risk, Credit Risk and Liquidity Risk. The Company's senior management oversees the management of these risks. The Company's senior management ensures that the Company's financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives.

#### Financial Risk Management

The Company has exposure to the following risks arising from financial instruments:

- a. Market Risk
- b. Currency Risk
- c. Credit Risk
- d. Liquidity Risk

##### a. Market Risk

Market risk arises from the Company's use of interest bearing financial instruments. It is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in interest rates (interest rate risk) or other market factors. Financial instruments affected by market risk include borrowings.

##### Interest Rate Risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The management is responsible for the monitoring of the Company's interest rate position. Different variables are considered by the management in structuring the Company's borrowings to achieve a reasonable, competitive, cost of funding.

(₹ in Lacs)

Particulars	Floating Rate Borrowings	Fixed Rate Borrowings	Total Borrowing
INR	4,409.84	-	4,409.84
Foreign Currency	3,368.85	-	3,368.85
<b>Total as at 31<sup>st</sup> March, 2019</b>	<b>7,778.70</b>	<b>-</b>	<b>7,778.70</b>
INR	7,420.24	-	7,420.24
Foreign Currency	3,900.80	-	3,900.80
<b>Total as at 31<sup>st</sup> March, 2018</b>	<b>11,321.04</b>	<b>-</b>	<b>11,321.04</b>

Interest rate sensitivities for unhedged exposure (impact on increase in 100 bps) :

(₹ in Lacs)

Particulars	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
INR	44.10	74.20
Foreign Currency	33.69	39.01

Note: If the rate is decreased by 100 bps, profit will increase by an equal amount

Interest rate sensitivity has been calculated assuming the borrowings outstanding at the reporting date have been outstanding for the entire reporting period. Further, the calculations for the unhedged floating rate borrowing have been done on the notional value of the foreign currency (excluding the revaluation).

#### b. Foreign Currency Risk

Foreign currency risk is the risk of impact related to fair value or future cash flows of an exposure in foreign currency, which fluctuate due to changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to the import of raw materials and spare parts, capital expenditure, exports of finished products.

When a derivative is entered into for the purpose of being a hedge, the Company negotiates the terms of those derivatives to match the terms of the hedged exposure. The Company evaluates exchange rate exposure arising from foreign currency transactions. The Company follows established risk management policies and standard operating procedures. It uses derivative instruments like forwards to hedge exposure to foreign currency risk.

(₹ in Lacs)

Outstanding foreign currency exposure as at	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
<b>Trade receivables (INR)</b>		
USD	4,388.50	4,024.05
Euro	6.88	10.09
<b>Trade Payables</b>		
USD	687.29	1,735.03
Euro	-	54.95
Foreign Currency Borrowing	3,269.78	3,900.80

#### Foreign currency sensitivity on unhedged exposure :

1% appreciation in foreign exchange rates will have the following impact on profit before tax.

(₹ in Lacs)

Particulars	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
USD	4.26	(16.12)
Euro	0.07	(0.45)

Note: If the rate is decreased by 100 bps profit will increase by an equal amount

#### Forward Contracts :

Derivatives for hedging currencies, outstanding are as under :

Particulars	Purpose	Currency	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018	Cross Currency
Forward Contracts	Exports	USD	-	-	Rupees

#### c. Credit risk

Credit risk is the risk that counter-party will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities, investing and financing activities including security deposits, deposits with banks, investment in equity shares, venture capital fund investments, foreign exchange transactions etc.

### Trade receivables :

Trade receivables are consisting of a large number of customers. The Company has credit evaluation policy for each customer and based on the evaluation credit limit of each customer is defined. Wherever the Company assesses the credit risk as high the exposure is backed by either bank guarantee / letter of credit or security deposits.

Total Trade receivable as on 31<sup>st</sup> March, 2019 ₹ 13,234.25 Lacs (31<sup>st</sup> March, 2018 is ₹ 12,071.83 Lacs).

As per simplified approach, the Company makes provision of expected credit losses on trade receivables using a provision matrix to mitigate the risk of default payments and makes appropriate provision at each reporting date wherever outstanding is for longer period and involves higher risk.

(₹ in Lacs)

Particulars	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
Opening Provision	412.69	356.70
Add: Provision during the year	108.03	55.98
Less: Utilized during the year	(124.58)	-
Closing provision	396.12	412.69

### Other Financial Instrument and Cash Deposits

With respect to credit risk arising from the other financial assets of the Company, which comprise bank balances, cash, security deposits with respect to lease agreements, etc. the Company's exposure to credit risk arises from default of the counter-party, with a maximum exposure equal to the carrying amount of these assets.

Credit risk from balances with banks is managed with the Company's policy. The Company limits its exposure to credit risk by only placing balances with local banks. Given the profile of its bankers, management does not expect any counter-party to fail in meeting its obligations. With respect to other financial instruments, the Company assess the risk of recoverability on periodic basis and makes required provision whenever necessary.

### d. Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company monitors its risk by considering the maturity of its financial assets (e.g. trade receivables, other financial assets) and projected cash flows from operations.

The cash flows, funding requirements and liquidity of the Company is monitored under the control of the management. The objective is to optimize the efficiency and effectiveness of the management of the Company's capital resources. The Company manages liquidity risk by maintaining adequate reserves and borrowing facilities, by continuously monitoring fore-casted and actual cash flows and matching the maturity profiles of financial assets and liabilities.

The Company currently has sufficient cash on demand to meet expected operational expenses.

The table below summarizes the maturity profile of the Company's financial liabilities based on contractual undiscounted payments.

(₹ in Lacs)

Particulars	Less than 1 Year	1 to 5 Years	More than 5 Years	Total
<b>As at 31<sup>st</sup> March, 2019</b>				
Borrowings	6,053.70	1,725.00	-	7,778.70
Trade Payables	2,829.91	-	-	2,829.91

Particulars	Less than 1 Year	1 to 5 Years	More than 5 Years	Total
Other Financial Liabilities	69.07	2,049.62	-	2,118.69
<b>As at 31<sup>st</sup> March, 2018</b>				
Borrowings	8,796.04	2,525.00	-	11,321.04
Trade Payables	4,072.72	-	-	4,072.72
Other Financial Liabilities	62.79	1,750.32	-	1,813.11

**Note 47 : Distribution made and proposed (Ind AS 1)**

(₹ in Lacs)

Particulars	Year Ended 31 <sup>st</sup> March, 2019	Year Ended 31 <sup>st</sup> March, 2018
<b>Cash Dividends on equity shares declared and paid :</b>		
Dividend for the year ended on 31 <sup>st</sup> March, 2018 : ₹ 2.50 per share (Dividend - 31 <sup>st</sup> March, 2017 : ₹ 2.50 per share)	649.73	324.87
Dividend Distribution Tax on Dividend	133.55	66.13
<b>Total Dividend Paid</b>	<b>783.28</b>	<b>391.00</b>
<b>Proposed Dividends on Equity shares :</b>		
Dividend for the year ended on 31 <sup>st</sup> March, 2019 : ₹ 2.75 per share (Dividend-31 <sup>st</sup> March, 2018 : ₹ 2.50 per share)	714.70	649.73
Dividend Distribution Tax on Proposed Dividend	146.90	133.55
<b>Total Dividend Proposed</b>	<b>861.60</b>	<b>783.28</b>

**Note 48 : Capital Management (Ind AS 1)**

For the purpose of Company's capital management, capital includes issued capital and other equity reserves attributable to the equity shareholders of the Company. The primary objective of the Company's Capital Management is to maximize shareholders value.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirement of financial covenants. The Company monitors capital using a gearing ratio, which is net debt divided by total equity.

(₹ in Lacs)

Particulars	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
Net Debt (Excluding Cash & Cash Equivalents)	7,677.49	11,159.03
Total Equity	26,870.07	24,797.77
Total Debt / Equity Ratio	29%	45%

**Note 49 : Operating Leases (Ind AS 116)**

- a. Future minimum rental payables under non-cancellable operating lease

(₹ in Lacs)

SN	Particulars	Year Ended 31 <sup>st</sup> March, 2019	Year Ended 31 <sup>st</sup> March, 2018
1	Not Later than one year	489.25	413.90
2	Later than one year and not later than five years	249.35	407.51

- b. With respect to office given on lease, operating lease income recognized in the Statement of Profit and Loss amounting to ₹ 14.78 Lacs (Previous Year ₹ 14.53 Lacs)

c. General Description of Leasing Agreements :

- Nature of Leased Assets : Offices, Factory, Flats, Godowns
- Future Lease Rentals are determined on the basis of agreed terms.
- At the expiry of lease terms, the Company has an option to return the assets or extend the terms by giving notice in writing.
- Lease agreements are generally cancellable and are renewables by mutual consent on mutually agreed terms.

**Note 50 : Corporate Social Responsibility :**

Expenditure incurred in cash on Corporate Social Responsibility activities, included in different heads of expenses in the Statement of Profit and Loss is ₹ 106.63 Lacs (31<sup>st</sup> March, 2018 ₹ 25.18 Lacs)

The amount required to be spent under Section 135 of the Companies Act, 2013 for the year ended 31<sup>st</sup> March, 2019 is ₹ 90.95 Lacs (31<sup>st</sup> March, 2018 ₹ 94.19 Lacs)

**Note 51 :** Information as per the requirement of Section 22 of The Micro, Small and Medium Enterprises Development Act, 2006

The Company has sought inviting information from its vendors for their status under “The Small, Medium and Micro Enterprises Development Act 2006”, however in absence of any information, no disclosures have been made in this regard.

**Note 52 : Research & Development :**

Revenue expenditure on Research and Development included in different heads of expenses in the Statement of Profit and Loss is ₹ 272.75 Lacs and Capital Expenditure in Fixed Assets is ₹ 357.75 Lacs. (31<sup>st</sup> March, 2018, in Statement of Profit & Loss:- ₹ 235.93 Lacs and Capital Expenditure :- ₹ 37.72 Lacs ).

**Note 53 :**

In Mar 2018, the Ministry of Corporate Affairs issued the Companies (Indian Accounting Standards) Amendment Rules, 2018, notifying Ind AS 115 ‘Revenue from Contracts with Customers’, which replaces Ind AS 11 ‘Construction Contracts’ and Ind AS 18 ‘Revenue’. Except for the disclosure requirements, the new standards will not materially impact the Company’s financial statements. The amendment will come into force from 1<sup>st</sup> April, 2018.

**Note 54 : Government Grants (Ind AS 20)**

During the year the Company has received ₹ 64 lakhs as grant against capital investments under Scheme for Assistance to Industrial Units Purchasing Plant and Machinery during the exhibition – “PlastIndia 2015”. Grant is recognized in statement of profit and loss on systematic basis over period in which the Company recognizes depreciation of related assets. Other income includes grant under this scheme of ₹ 12.91 lakhs.

**Note 55 : Amendment to Ind AS**

Ind AS 116 – on 30<sup>th</sup> March, 2019, the Ministry of Corporate Affairs issued the Companies (Indian Accounting Standards) Amendment Rules, 2019, notifying Ind AS 116 “Leases”, which replaces Ind AS 17 “Leases”. The new standard introduces a single on-balance sheet lease accounting model for lessee. This will result in the Company recognizing right of use assets & lease liability in the books.

The Company is in the process of analyzing the impact of Ind AS 116 on its financials.

The amendment will come into force from 1<sup>st</sup> April, 2019.

## Others

Ministry of Corporate Affairs (“MCA”) has notified following amendments to Ind AS on 30<sup>th</sup> March, 2019 which is effective for the annual period beginning or after 1<sup>st</sup> April, 2019.

1. Ind AS 12 - Appendix C, Uncertainty over Income Tax Adjustments

The amendment requires an entity to determine probability of the relevant tax authority accepting the uncertain tax treatment that the Company have used in tax computation or plan to use in their income tax filings.

2. Amendment to Ind AS 12 – Income taxes

The amendment clarifies that an entity shall recognize the income tax consequences of dividends in profit or loss, other comprehensive income or equity according to where the entity originally recognized those past transactions or events

3. Ind AS 19 - Plan amendment, curtailment or settlement

The amendments require an entity to use updated assumptions to determine current service cost and net interest for the remainder of the period after a plan amendment, curtailment or settlement and to recognize in profit or loss as part of past service cost, or a gain or loss on settlement, any reduction in a surplus, even if that surplus was not previously recognized because of the impact of the asset ceiling.

Based on preliminary assessment, the Company does not expect any significant impact on its financial statements on account of above amendments.

### Note 56 :

Previous year figures have been regrouped / reclassified wherever necessary to correspond with current year classification / disclosure

In terms of our report attached.

For A.G.Ogale & Co.  
Chartered Accountants

CA.Pramod K. Gugale  
Partner  
M.No. 113775

Place : Mumbai  
Date : 9<sup>th</sup> May, 2019

Shri Shreevallabh G. Kabra  
(Chairman)

Smt. Jyoti V. Kabra  
(Director)

Shri Bajrang Lal Bagra  
(Independent Director)

Shri Himanshu S. Mhatre  
(Company Secretary)

Shri Satyanarayan G. Kabra  
(Vice-Chairman & Managing Director)

Shri Pushp Raj Singhvi  
(Independent Director)

Shri Rahul R. Rathi  
(Independent Director)

For and on behalf of the Board

Shri Varun S. Kabra  
(Managing Director)

Shri Sudarshan K. Parab  
(Independent Director)

Shri Anand R. Mundra  
(Chief Financial Officer)



**PLASTIBLENDS INDIA LIMITED**

Regd. Office : Fortune Terraces, 'A' Wing, 10<sup>th</sup> Floor, Opp. Citi Mall, New Link Road,  
Andheri (West), Mumbai – 400 053  
CIN :- L25200MH1991PLC059943

**ATTENDANCE SLIP**

Only Shareholders or the Proxies will be allowed to attend this meeting

Name of the Member :			
D. P. ID*		L. F. No.	
Client ID*		No. of shares held	

I / We hereby record my / our presence at the 28<sup>th</sup> Annual General Meeting of the Company being held on Saturday, the 27<sup>th</sup> July, 2019 at 3:30 p.m. at Hotel Karl Residency, 36, Lallubhai Park Road, Next to Lallubhai Park, Andheri (West), Mumbai – 400 058 and / or at any adjournment thereof.

Signature of Shareholder(s) : (1) \_\_\_\_\_ (2) \_\_\_\_\_

Signature of Proxy Holder : \_\_\_\_\_

\* Applicable for investors holding shares in electronic form.

Note : Shareholders attending the meeting in person or by Proxy are requested to complete the attendance slip and hand it over at the entrance of the meeting venue.

**PLASTIBLENDS INDIA LIMITED**

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CIN :- L25200MH1991PLC059943

**PROXY FORM**

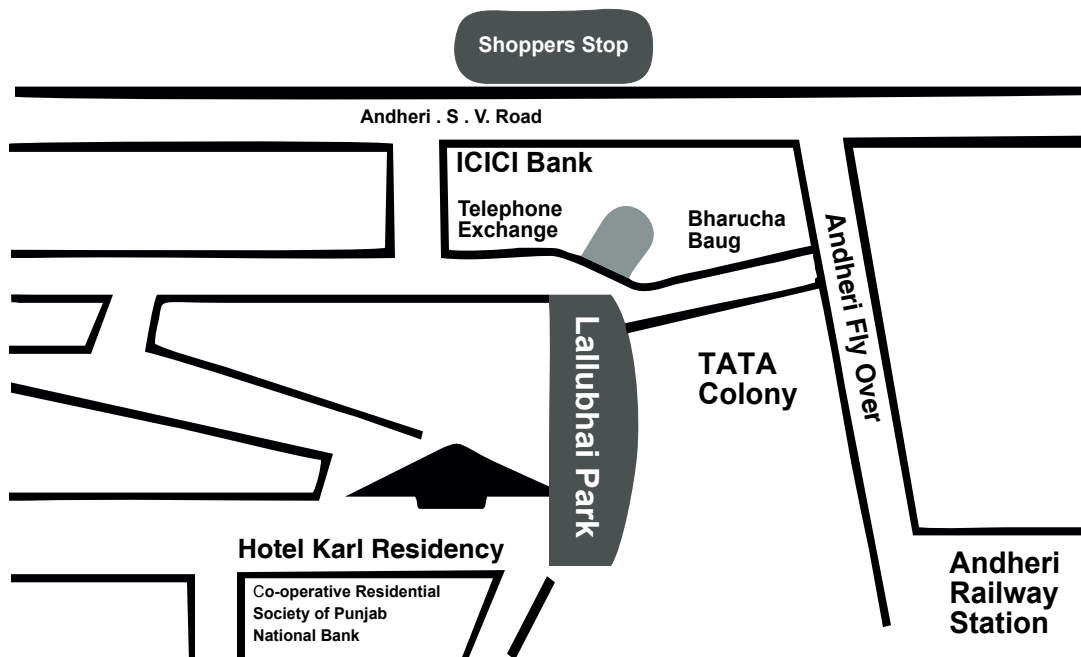
[Pursuant to Section 105(6) of the Companies Act, 2013 and  
Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of the Member(s)	
Registered Address	
Email ID.	
Folio No. / Client ID.	
DP ID	

I / We, being the Member(s) of \_\_\_\_\_ Shares of the above name Company, hereby appoint :

- Name : \_\_\_\_\_ Email Id : \_\_\_\_\_  
Address : \_\_\_\_\_  
Signature : \_\_\_\_\_ or failing him;
- Name : \_\_\_\_\_ Email Id : \_\_\_\_\_  
Address : \_\_\_\_\_  
Signature : \_\_\_\_\_ or failing him;
- Name : \_\_\_\_\_ Email Id : \_\_\_\_\_  
Address : \_\_\_\_\_  
Signature : \_\_\_\_\_ or failing him;

## Route Map to the Venue of AGM



as my / our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 28<sup>th</sup> Annual General Meeting of the Company, to be held on Saturday, the 27<sup>th</sup> July, 2019 at 3:30 p.m. at Hotel Karl Residency, 36, Lallubhai Park Road, Next to Lallubhai Park, Andheri (West), Mumbai – 400 058 and / or at any adjournment thereof in respect of such resolutions as are indicated below :

No.	Resolutions	Optional*	
		For	Against
1.	Consider and adopt Audited Financial Statement, Reports of the Board of Directors and Auditors		
2.	Declaration of dividend for the Financial Year 2018-19.		
3.	Re-appointment of Shri Varun S. Kabra, who retires by rotation		
4.	Re-appointment of Smt. Jyoti V. Kabra, who retires by rotation		
5.	Appointment of M/s. Kirtane & Pandit LLP as Statutory Auditors.		
6.	Re-appointment of Shri Pushp Raj Singhvi as Independent Director for Second Term.		
7.	Re-appointment of Shri Sudarshan K Parab as Independent Director for Second Term.		
8.	Approval of change in place of keeping Register of Members.		
9.	Approval of the Remuneration of the Cost Auditors		

Signed this ..... day of .....2019

Signature of Member          Signature of Proxy Holder(s)

Affix ₹ 1 Revenue Stamp
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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) For the Resolutions, Explanatory Statement and Notes, please refer to the Notice of the 28<sup>th</sup> Annual General Meeting
- (3) \* It is optional to put a 'X' in the appropriate column against the Resolutions indicated in the Box. If you leave the 'For' and 'Against' column blank against any or all Resolutions, your proxy will be entitled to vote in the manner as he / she thinks appropriate.



Shri Satyanarayan G. Kabra, Vice-Chairman & Managing Director alongwith team receiving Economic Times “Best Brand” award distributed on 12<sup>th</sup> February, 2019 at Mumbai



Economic Times “Best Brand” award distributed on 12<sup>th</sup> February,2019 at Mumbai

Fortune Terraces, A-Wing, 10<sup>th</sup> Floor, Opp. Citi Mall, New Link Road, Andheri (West), Mumbai - 400 053

**Tel. No. :** +91-22-67205200 **Fax :** +91-22-26736808 **E-mail :** [pbi@kolsitegroup.com](mailto:pbi@kolsitegroup.com)

**Website :** [www.plastiblends.com](http://www.plastiblends.com)

**Daman :** Daman Industrial Estate, Kadaiya Village, Daman - 396 210

**Roorkee :** Khasara No. 216, Village Rajpur, Pargana : Bhagwanpur, Tehsil : Roorkee, Distt. Haridwar,  
Uttarakhand - 247667

**Palsana :** Block No. 18-A, 15, Makhinga, Palsana, Surat, Gujarat - 394 315