



Axel Polymers Limited

Regd. Office & Works : 309, Mokshi, Sankarda-Savli Road, Tal. Savli,
Dist. Vadodara - 391780, India. • **Telefax** : +91-2667-244395, 244438
info@axelindia.com • www.axelindia.com • **CIN** : L 25200GJ1992PLC017678

05.08.2020

To,
The Listing Department,
BSE Limited,
Floor 25, P. J. Towers,
Mumbai 400 001
BSE Scrip Code: - 513642

Dear Sir/Madam,

Sub: Submission of 28th Annual Report for the financial year 2019-20 along with Notice of 28th Annual General Meeting of the Company.

This is to inform you that the 28th Annual General Meeting ("AGM") of the Company will be held on Friday, 28th August, 2020 at 10:00 a.m. (IST), through Video Conferencing ('VC') or Other Audio Visual Means ('OAVM').

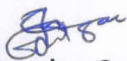
Pursuant to Regulation 34(1) of the SEBI (Listing Obligations and Disclosure Requirements), 2015, please find attach herewith 28th Annual Report for the financial year 2019-2020 along with Notice of 28th Annual General Meeting of the Company, which is being sent to Shareholders through electronic mode today i.e., 5th August, 2020.

The 28th Annual Report for the financial year 2019-20 and Notice of 28th Annual General Meeting of the Company is also available on website of the Company: www.axelindia.com.

Kindly take the same on record.

Thanking you,

For Axel Polymers Limited


Jigardan Gadhi
Company Secretary





**28TH
ANNUAL REPORT
2019 - 2020
AXEL POLYMERS LIMITED**

AXEL POLYMERS LIMITED

CIN: L25200GJ1992PLC017678

Regd. Office: S. No. 309, Vill. Mokshi, Sankarda-Savli Road, Tal-Savli,
Dist. Vadodara- 391780, Gujarat

Email: cs@axelindia.com; **Website:** www.axelindia.com

BOARD OF DIRECTORS / KMPs

Mr. B. K. Bodhanwala	Chairman
Mr. Gaurav Thanky	Managing Director
Mr. A. B. Bodhanwala	Director - CFO
Dr. (Mrs.) M. A. Bodhanwala	Director (Woman Non-Executive)
Mr. Amitabh Thakore	Director (Independent - Non-Executive)
Mr. Jayendra H. Desai	Director (Independent - Non-Executive) (up to 17.03.2020)
Mr. Amol Arvind Samant	Director (Independent - Non-Executive) (from 28.05.2019)
Mr. Jigardan Ajitdan Gadhvi	Company Secretary

AUDITORS

Mukund & Rohit
Chartered Accountants
E-8, Avishkar Complex, Old Padra Road,
Vadodara, Gujarat - 390007

SECRETARIAL AUDITORS & COMPANY LAW ADVISOR

M/s. Devesh Pathak & Associates
Practising Company Secretaries
First Floor, 51, Udyognagar Society, Nr. Ayurvedic College,
Outside Panigate, Vadodara-390019

REGISTRAR & SHARE TRANSFER AGENT

LINK INTIME INDIA PVT LTD
B 102 & 103, Shangrila Complex, 1st Floor,
Opp. HDFC Bank, Nr. Radhakrishna Char Rasta,
Akota, Vadodara 390 020

BANKERS

BANK OF BARODA

REGISTERED OFFICE & WORKS

>
309, VIL. MOKSHI, SANKARDA - SAVLI ROAD
TALUKA SAVLI, DIST. VADODARA 391780
GUJARAT INDIA
Telefax: +91 2667 244395
Website: www.axelindia.com

COMPANY IDENTIFICATION NO.

L25200GJ1992PLC017678

NOTICE OF 28TH ANNUAL GENERAL MEETING

NOTICE is hereby given that the 28th Annual General Meeting (AGM) of the Members of the Axel Polymers Limited will be held on **Friday, 28th August 2020** at the Registered Office of the Company at S No. 309, Village - Mokshi, Sankarda-Savli Road, Tal. Savli, Dist, Vadodara - 391780 Gujarat. **at 10.00 a.m.** through **Video Conferencing (VC)/ other Audio-Visual Means (OAVM)** to transact the following Business:

Ordinary Business: -

1. To receive, consider and adopt the Audited Financial Statements for the year ended on 31.03.2020 together with the Reports of the Auditors' and Board's thereon.
2. To appoint a Director in place of Mr. Gaurav Thanky having (DIN: 02565340), who retires by rotation and being eligible offers himself for reappointment.

Special Business: -

3. To approve reappointment of and remuneration to Mr. Gaurav Thanky (DIN: - 02565340) as a Managing Director

To consider and if thought fit, to pass the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203, Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and applicable provisions if any of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ('LODR') [including any statutory modification(s) or re-enactment(s) thereof for the time being in force], Mr. Gaurav Thanky, be and is, hereby re-appointed as Managing Director of the Company for a period of three years with effect from 1st October 2020, at a remuneration of Rs. 2,00,000/- (Rupees Two Lacs only) per month and other perquisites and on the terms and conditions as set out in the Draft Agreement including remuneration as approved by the Nomination & Remuneration Committee and the Board of Directors.

RESOLVED FURTHER THAT pursuant to Regulation 17(6)(e) of LODR, as also applicable provisions of the Companies Act, 2013 read with rules made thereunder and other laws applicable, if any [including any statutory modification(s) or re-enactment(s) thereof for the time being in force] as also pursuant to the recommendation of the Nomination & Remuneration Committee and the Board of Directors of the Company, APPROVAL be and is hereby accorded, to the payment of remuneration to Mr. Gaurav Thanky (belonging to promoter group) as a Managing Director on aforesaid terms and conditions notwithstanding:

the annual remuneration payable to him exceeds Rs. 5 Crores or 2.5 percent of the net profits of the Company calculated as per the provisions of Section 198 of the Companies Act, 2013, whichever is higher,

OR

the aggregate annual remuneration of all the Executive Directors exceeds 5 percent of the net profits of the Company calculated as per the provisions of Section 198 of the Companies Act, 2013.

RESOLVED FURTHER THAT in case of no profit or inadequacy of profits in any financial year during the currency of his tenure, the remuneration as aforesaid will be paid as minimum remuneration.

RESOLVED FURTHER THAT All the Directors and Key managerial Personnel of the Company be and are hereby severally authorized to do all such acts, deeds and things, including to enter into such agreement(s), deed(s) of amendment(s) or any such document(s), as may be necessary, proper, expedient or incidental for the purpose of giving effect to this Resolution."

4. To approve reappointment of and remuneration to Mr. A. B. Bodhanwala (DIN: - 00421362) as a Director – CFO.

To consider and if thought fit, to pass the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203, Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and applicable provisions if any of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ('LODR') [including any statutory modification(s) or re-enactment(s) thereof for the time being in force], Mr. A. B. Bodhanwala, be and is, hereby re-appointed as Director and CFO of the Company for a period of three years with effect from 1st October, 2020, at a remuneration of Rs. 2,00,000/- (Rupees Two Lacs only) per month and other perquisites and on the terms and conditions as set out in the Draft Agreement including remuneration as approved by the Nomination & Remuneration Committee and the Board of Directors.

RESOLVED FURTHER THAT pursuant to Regulation 17(6)(e) of LODR, as also applicable provisions of the Companies Act, 2013 read with rules made thereunder and other laws applicable, if any [including any statutory modification(s) or re-enactment(s) thereof for the time being in force] as also pursuant to the recommendation of the Nomination & Remuneration Committee and the Board of Directors of the Company, APPROVAL be and is hereby accorded, to the payment of remuneration to Mr. A. B. Bodhanwala (belonging to promoter group) as a Director and CFO on aforesaid terms and conditions notwithstanding:

the annual remuneration payable to him exceeds Rs. 5 Crores or 2.5 percent of the net profits of the Company calculated as per the provisions of Section 198 of the Companies Act, 2013, whichever is higher,

OR

the aggregate annual remuneration of all the Executive Directors exceeds 5 percent of the net profits of the Company calculated as per the provisions of Section 198 of the Companies Act, 2013.

RESOLVED FURTHER THAT in case of no profit or inadequacy of profits in any financial year during the currency of his tenure, the remuneration as aforesaid will be paid as minimum remuneration.

RESOLVED FURTHER THAT All the Directors and Key managerial Personnel of the Company be and are hereby severally authorized to do all such acts, deeds and things, including to enter into such agreement(s), deed(s) of amendment(s) or any such document(s), as may be necessary, proper, expedient or incidental for the purpose of giving effect to this Resolution."

5. To approve significant transactions and arrangements entered by the Company with its Related Parties:

To consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to section 188 and other applicable provisions, if any, of the Companies Act, 2013 read with Rules 6A and 15 of the Companies (Meetings of Board and its powers) Rules, 2014 and other Rules applicable, if any, [including any statutory modification(s) or re-enactment(s) thereof, for the time being in force] and subject to Regulation 23 and other regulations, applicable if any, of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 consent of the members be and is hereby accorded to the Board of Directors to enter into an agreement with several related parties as mentioned in the explanatory statement of the notice for purchase / sale of goods and services.”

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds, matters and things and to give effect to this resolution. ”

Date: 10.07.2020

Place: Mokshi

For and on behalf of Board of
Axel Polymers Limited

Sd/-

B. K. Bodhanwala
Chairman

DIN: 00421717

NOTES:

1. Keeping in View the massive outbreak of the COVID-19 pandemic requiring social distancing to be followed, circular no. 14/2020 dated April 08, 2020, circular no. 17/2020 dated April 13, 2020 and circular no.20/2020 dated May, 05, 2020 issued by the Ministry of Corporate Affairs ('MCA') read with circular no. SEBI/HO/CFO/CMDI/CIR/P/2020/79 dated May, 12, 2020 inter alia allow conducting Annual General Meeting (AGM) through Video Conferencing (VC) / other Audio Visual Means (OAVM) and dispensing with the personal presence of members. Accordingly, the 28th Annual general Meeting of the Company will be held through VC/OAVM in terms of aforesaid circulars and any other issued/ to be issued if any, in the regards. Hence, members of the Company can attend and participate in the AGM through VC / OAVM is annexed and available at the Company's website: www.axelindia.com.
2. The helpline number regarding any query/assistance for login/ e-voting and participation in the AGM through VC is Tel: 022-49186175 or Email id: instameet@linkintime.co.in. (InstaMeet Support Desk).
3. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.
4. Since, the AGM is being conducted through VC/OAVM in terms of aforesaid circular the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice and the Route Map for AGM venue is not annexed in this Notice. However, body Corporate shareholders may appoint representative for voting through remote e-voting or for participation and voting in the meeting held through VC/OAVM.
5. Corporate members are requested to send at cs@axelindia.com for voting/attending annual general meeting, a duly certified copy of the Board Resolution authorizing their representative to attend and vote at the Annual General Meeting, pursuant to Section 113 of the Companies Act.
6. Member seeking information are requested to visit at www.axelindia.com
7. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone / mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DPs in case the shares are held by them in electronic form and to Link Intime India Private Limited, (Company's Registrar and Transfer Agents) in case the shares are held by them in physical form.
8. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. Members are requested to submit the said form to their DP in case the shares are held in electronic form and to Link Intime India Private Limited in case the shares are held in physical form.
9. An Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013, in respect of the Special Business to be transacted at the Annual General Meeting is annexed hereto.
10. The relevant details as required under Regulation 36 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 read with Clause 1.2.5. Of Secretarial Standards- 2, of persons seeking appointment / re-appointment as Directors under Item No. 2,3, and 4 of the Notice, are also annexed to the Notice.
11. The Register of Members and Share transfer books of the Company will remain closed from Monday 17th August 2020 to Friday, 28th August 2020, (both days inclusive).
12. Shareholders holding shares in identical order of names in more than one folio, are requested to write to the Company or to the office of the Registrar & Share Transfer Agent, M/s. Link Intime India Private Limited, Branch Office: B 102-103, Shangrila Complex, 1st Floor, Opp. HDFC Bank, Nr. Radhakrishna Char Rasta, Akota, Vadodara – 300 020.

13. In compliance with the aforesaid MCA Circulars and SEBI Circular dated May 12, 2020, Notice of the AGM along with the Annual Report for Financial Year 2019-20 is being sent only through electronic mode to those Members whose email addresses are registered with the Company or the Depository Participant(s). Members may note that the Notice and Annual Report for Financial Year 2019-20 will also be available on the Company's website www.axelindia.com, website of the Stock Exchanges i.e. BSE Limited at www.bseindia.com, and on the website of Link Intime India Private Limited. Members can attend and participate in the Annual General Meeting through VC/OAVM facility only.
14. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company or to link intime India Private Limited.
15. 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 Participant and holdings should be verified.
16. **Registration of email ID and Bank Account details:**
In case the shareholder's email ID is already registered with the Company/its Registrar & Share Transfer Agent "RTA"/Depositories, log in details for e-voting are being sent on the registered email address.
In case the shareholder has NOT REGISTERED his/her/their email address with the Company/its RTA/ Depositories and or not updated the Bank Account, the following instructions to be followed:
Kindly log in to the website of our RTA, Link Intime India Private Limited., www.linkintime.co.in under Investor Services > Email/Bank detail Registration - fill in the details and upload the required documents and submit. OR
In the case of Shares held in Demat mode:
The shareholder may please contact the Depository Participant ("DP") and register the email address and bank account details in the demat account as per the process followed and advised by the DP.
17. The Register of Directors' and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, the Register of Contracts or arrangements in which the Directors are interested under Section 189 of the Companies Act, 2013 and all other documents referred to in the Notice will be available for inspection in electronic mode. Members can inspect the same by sending an email to cs@axelindia.com.
18. Members are requested to advise, quoting their Folio Number(s), the change of address, if any, immediately to the Company at its Registered Office: Secretarial Department, Axel Polymers Limited, S No. 309, Vill. - Mokshi, Sankarda-Savli Road, Tal. Savli, Dist, Vadodara -391780 Gujarat Tel: +91 2667 – 244395/244438 E-mail: cs@axelindia.com and also to respective Depository Participant (DP), in case the shares are held in Demat Form.
19. At the 25th Annual General Meeting of the Company held on 14.09.2017, the members approved appointment of M/S Mukund & Rohit, Chartered Accountants, Vadodara having Firm registration no. 113375W as a Statutory Auditors of the Company to hold office for a period of 5 (Five) years from the conclusion of that 25th Annual General Meeting till the conclusion of the 30th Annual General Meeting, subject to ratification of their appointment by members at every Annual General Meeting if so required by the Companies Act 2013. Vide notification dated May 7, 2018; the Ministry of Corporate Affairs has done away with the requirement of seeking ratification of members for appointment of auditors at every Annual General Meeting. Accordingly, no resolution is being proposed for ratification of appointment of statutory auditors at the 27th Annual General Meeting.
20. Members may also note that the Notice of the 28th AGM and the Annual Report for Financial Year 2019-20 will also be available on the Company's website, www.axelindia.com, website of the Stock Exchange, i.e. BSE Limited at www.bseindia.com, and on the website of Link Intime India Private Limited at <https://instavote.linkintime.co.in>.
21. **Voting through electronic means (Remote E-voting):**
1. In compliance with Section 108 of the Act, read with the corresponding rules, and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations"), the Company has provided a facility to its members to exercise their votes electronically through the electronic voting ("e-voting") facility provided by the Link Intime India Private Limited, on all the resolutions set forth in this Notice. Members who have casted their votes by remote e-voting prior to the AGM may participate in the AGM but shall not be entitled to cast their votes again. The manner of voting remotely by members holding shares in dematerialized mode, physical mode and for members who have not registered their email addresses is provided in the instructions for e-voting section which forms part of this Notice.
 2. The e-voting period will commence from 25th August 2020 at 09:00 a.m. (IST) and will end at 05:00 p.m. (IST) on 27th August 2020. The e-voting module will be disabled on 27th August 2020 at 05:00 p.m. (IST). Facility of venue voting system electronically would also be available. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 14th August 2020.
 3. The Board has appointed CS Devesh A Pathak of M/S. Devesh Pathak & Associates, Practicing Company Secretaries (M. No. 4559 and COP No. 2306), as the Scrutinizer to scrutinize the e-voting in a fair and transparent manner.
 4. The Register of Members and Share transfer books of the Company will remain closed from Monday 17th August 2020 to Friday, 28th August 2020, (both days inclusive).

5. The Members, whose names appear in the Register of Members / list of Beneficial Owners as on Friday, 14th August 2020, being the cut-off date, are entitled to vote on the Resolutions set forth in this Notice.
6. 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.
7. The facility for e-voting at the AGM will be available 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 e-voting.
8. The Scrutinizer shall, immediately after the conclusion of voting at the annual general meeting, would first unblock the e-voting at the meeting, thereafter unblock the votes cast through remote e-voting and make within a period not exceeding two (2) days from the conclusion of the meeting, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any and submit forth with to the Chairman of the Company or a person authorized by him in writing who shall countersign the same.
9. The results declared along with the Scrutinizer's Report shall be placed on the Company's website www.axelindia.com and on the website of Link Intime India Private Limited immediately after the result is declared. The Company shall simultaneously forward the results to BSE Limited ("BSE"), where the shares of the Company are listed.
10. The Resolution shall be deemed to be passed on the date of AGM i.e. August 28, 2020 subject to receipt of sufficient votes.

Instruction for E-Voting and joining AGM are as follows:

A. Remote e-Voting Instructions for shareholders:

1. Open the internet browser and launch the URL: <https://instavote.linkintime.co.in>

Those who are first time users of LIPL e-voting platform or holding shares in physical mode have to mandatorily generate their own Password, as under:

Click on "Sign Up" under 'SHARE HOLDER' tab and register with your following details: -

A. User ID: Enter your User ID

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

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

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

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

- Shareholders/ members holding shares in CDSL demat account shall provide either 'C' or 'D', above
- Shareholders/ members holding shares in NSDL demat account shall provide 'D', above
- Shareholders/ members holding shares in physical form but have not recorded 'C' and 'D', shall provide their Folio number in 'D' above

Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (@!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter).

Click "confirm" (Your password is now generated).

NOTE: If Shareholders/ members are holding shares in demat form and have registered on to e-Voting system of LIPL: <https://instavote.linkintime.co.in>, and/or voted on an earlier event of any company then they can use their existing password to login.

2. Click on 'Login' under 'SHARE HOLDER' tab.
3. Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on 'Submit'.
4. After successful login, you will be able to see the notification for e-voting. Select 'View' icon.
5. E-voting page will appear.
6. Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link).
7. After selecting the desired option i.e. Favour / Against, click on 'Submit'. A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

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

If you have forgotten the password:

- o Click on 'Login' under 'SHARE HOLDER' tab and further Click 'forgot password?'
- o Enter **User ID** select Mode and Enter Image Verification (CAPTCHA) Code and Click on 'Submit'.
- In case shareholders/ members is having valid email address, Password will be sent to his / her registered e- mail address.
- Shareholders/ members can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above.
- The password should contain minimum 8 characters, at least one special character (@!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter.
- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

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

During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".

Shareholders/ members holding multiple folios/demat account shall choose the voting process separately for each of the folios/demat account.

*In case shareholders/ members have any queries regarding e-voting, they may refer the **Frequently Asked Questions ('FAQs')** and **InstaVote e-Voting manual** available at <https://instavote.linkintime.co.in>, under **Help** section or send an email to enotices@linkintime.co.in or contact on: - Tel: 022 -4918 6000.*

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

1. Open the internet browser and launch the URL: <https://instameet.linkintime.co.in>

- Select the "Company" and 'Event Date' and register with your following details: -
- A. Demat Account No. or Folio No:** Enter your 16 digit Demat Account No. or Folio No
 - Shareholders/ members holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID
 - Shareholders/ members holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID
 - Shareholders/ members holding shares in physical form shall provide Folio Number registered with the Company
 - B. PAN:** Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/Company shall use the sequence number provided to you, if applicable.
 - C. Mobile No.:** Enter your mobile number.
 - D. Email ID:** Enter your email id, as recorded with your DP/Company.
- Click "Go to Meeting" (You are now registered for InstaMeet and your attendance is marked for the meeting).

Please refer the **instructions (annexure) for the software requirements** and kindly ensure to install the same on the device which would be used to attend the meeting. Please read the instructions carefully and participate in the meeting. You may also call upon the InstaMeet Support Desk for any support on the dedicated number provided to you in the instruction/ InstaMEET website.

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

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

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

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

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

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

Note: Shareholders/ Members, who will be present in the Annual General Meeting through InstaMeet facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting facility during the meeting. Shareholders/ Members who have voted through Remote e-Voting prior to the Annual General Meeting will be eligible to attend/ participate in the Annual General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.

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

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

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

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

**InstaMeet Support Desk
Link Intime India Private Limited**

ANNEXURE - Guidelines to attend the AGM proceedings of Link Intime India Private Limited: InstaMEET

For a smooth experience of viewing the AGM proceedings of Link Intime India Private Limited. InstaMEET, shareholders/ members who are registered as speakers for the event are requested to download and install the Webex application in advance by following the instructions as under:

- a) Please download and install the Webex application by clicking on the link <https://www.webex.com/downloads.html/>
or
- b) If you do not want to download and install the Webex application, you may join the meeting by following the process mentioned as under:

Step 1	Enter your First Name, Last Name and Email ID and click on Join Now.
1 (A)	If you have already installed the Webex application on your device, join the meeting by clicking on Join Now
1 (B)	If Webex application is not installed, a new page will appear giving you an option to either Add Webex to chrome or Run a temporary application . Click on Run a temporary application , an exe file will be downloaded. Click on this exe file to run the application and join the meeting by clicking on Join Now

ANNEXURE

INFORMATION ABOUT THE APPOINTEE PURSUANT TO REGULATION 36 OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015: READ WITH SECRETARIAL STANDARDS: -

Name of the Director	Mr. Gaurav Thanky	Mr. A. B. Bodhanwala
Designation	Managing Director	Director & CFO
DIN	02565340	00421362
Age	46 years	60 years
Date of Birth	15.01.1974	19.06.1960
Nationality	Indian	Indian
Date of Appointment	01.06.2014*	01.03.1993*
Qualification	Engineer	Chartered Accountant
Expertise	Product Development	Finance
Directorship in the other Board Companies as on 31.03.2020 (Excluding Axel Polymers Limited)	Dhara Petrochemical Private Limited	N.A.
Chairmanship/Membership of Committee of the Board of the Listed Companies in which he/she is a Director as on 31.03.2020	N.A.	1. Audit Committee
Shareholding in the Company as on 31.03.2020	2,23,867	1,58,100
Relationship with any Director(s) of the Company	N.A.	He is related to Mr. B.K. Bodhanwala and Mrs. Minnie A. Bodhanwala

*Date of Appointment as a Director

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 (1) OF THE COMPANIES ACT 2013

Item No. 3

Considering valuable contributions as well as responsibilities shouldered by Mr. Gaurav Thanky as Managing Director, your Directors at their Meeting held on 10.07.2020 have approved the reappointment of Mr. Gaurav Thanky as an Managing Director with effect from 1st October, 2020 for a period of three years ending on 30th September, 2023 in accordance with provisions of Section 196, 197 & 203 read with Schedule V of the Companies Act, 2013, as approved by Nomination & Remuneration Committee.

Details of major terms & conditions of reappointment are as follows:

- (A) Basic Salary : Rs. 2,00,000/- (Rupees Two Lakhs only per month)
(B) Perquisite : As Below

PART – A

- EXPENSES: Reimbursement of expenses on Gas, Electricity, Water, house furnishing etc. will be paid at actuals.
- MEDICAL REIMBURSEMENT: Reimbursement of Medical Expenses actually incurred for self and family and Medical Premium for the health of self and family.
- EDUCATIONAL EXPENSES: Reimbursement of School / College Fees and Travelling expenses from place of study to Home which is actually incurred. This shall be limited to 2 children only.
- LEAVE TRAVEL CONCESSION: For self and family to and from any place in India or abroad, once in a year in accordance with the rules of the Company.
- CLUB FEES: Fee paid to Club, subject to a maximum of two clubs will be allowed, provided no admission or life membership fees shall be paid.
- PERSONAL ACCIDENT INSURANCE: Personal Accidental premium for self.
- WATCHMAN ETC: Free service of a sweeper, Gardener, and a Watchman at the residence of the appointee.

However, aggregate monetary value of aforesaid perquisites in this part shall not exceed Rs. 24,00,000/- per annum.

PART – B

- Company's contribution towards Provident Fund subject to a ceiling of 12% of the Basic Salary as mentioned above.
- Company's contribution towards superannuation fund, if any, subject to a ceiling of 15% of the Gross Salary.
- Gratuity: Payable at a rate not exceeding one half month's salary for each completed year of service as per rules of the Company.
- Leave: On full pay and allowances as per rules of the Company, but not more than one month's leave for every eleven months of services. Leave not availed of shall be allowed to be carried forward and to be encashed at the end of the tenure.

PART – C

- Car : Free use of Company's car with driver for Company's business.
- Telephone : Free telephone facility at residence and cell phone.
- Entertainment Expenses: Reimbursement of entertainment expenses actually incurred.

Minimum Remuneration: Notwithstanding anything contained, wherein in any financial year, during the currency of the tenure of Mr. Gaurav Thanky as Managing Director of the Company, the Company has no profits or its profits are inadequate, the Company will pay remuneration by way of salary and perquisites as specified above.

Other terms and conditions:

- In the event of absence or inadequacy of profits in any financial year during the tenure of the Chairman, salary and perquisites subject to the limits stipulated under Schedule V read with Section 196 and 197 of the Companies Act, 2013, are payable.
- "Family" means the spouse and dependent children of Mr. Gaurav Thanky
- Leave with full pay and allowances shall be allowed as per the Company's rules.
- No sitting fees shall be paid to the Chairman for attending the meetings of the Board of Directors or Committees thereof.
- He shall be liable to retire by rotation.
- The perquisites as listed in Part (A) above shall be valued as per the Income Tax Rules, 1962, as may be applicable. All other existing terms and conditions for the re-appointment shall remain unchanged.

Newly inserted sub regulation 6 (e) to Regulation 17 to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015('LODR') requires approval of shareholders by way of Special Resolution in following circumstances.

"the payment of any fees or compensation to executive directors who are promoters or members of the promoter group, shall be subject to the approval of the shareholders by special resolution, if:

- the annual remuneration payable to such executive director exceeds Rs. 5 crore or 2.5 percent of the net profits of the listed entity, whichever is higher; or
- where there is more than one such director, the aggregate annual remuneration to such directors exceeds 5 per cent of the net profits of the listed entity."

Since Mr. Gaurav Thanky, a Managing Director is an Executive Director belonging to Promoter group, in order to pay remuneration as aforesaid, on recommendation of Nomination and Remuneration Committee and approval of the Board of Directors at their meeting held on 10.07.2020 your Directors recommend and seek your approval to the resolutions as set out in item no. 3 of the accompanying notice way of Special Resolution pursuant to newly inserted Regulation 17(6)(e) of LODR also additional information required as per Schedule V to the Companies Act, 2013 is available in Annexure to the Explanatory Statement.

Except, Mr. Gaurav Thanky and their relatives, none of the Director/ Key Managerial Personnel or their relatives shall be deemed to be interested or concerned financially or otherwise in the aforesaid resolution.

ANNEXURE- A

Additional information required as per Schedule V to the Companies Act, 2013, relating to Item no. 3 of the Notice of Annual General Meeting.

I. General information:

- Nature of Industry: Polymer Compounding.
- Date or expected date of commencement of commercial production: - Already commenced.
- In Case of new Companies expected date of commencement of activities as per project approved by financial institution approved in the prospectus: - N.A.
-

Particulars	2019-20
Effective capital	Rs. 1,98,89,808
Total Income	Rs. 22,91,95,047
Profit after Tax	Rs. 9,35,819

- Foreign investments or collaborators, if any: Nil

II. Information about the Appointee Director:

- Background details of the Managerial Personnel:
Mr. Gaurav Thanky is an engineer by profession, having 2 decades of experience in the plastic industry. He has launched APL's own brand i.e. "Thermoplastic Compounds, Blends & Alloys" and developed prospective clients across various sectors for deeper market penetration.
- Past remuneration: Rs. 18,00,000/-
- Recognition or awards: The Company has no information to offer.
- Job Profile and suitability: Having regard to his rich and very vast experience and contributions made so far for the Company in parity with the job profile, your Directors are of the opinion that he is suitable to hold the position.

5. Proposed remuneration: As aforesaid in the explanatory statement.
6. Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person: The remuneration as proposed is comparable to that drawn by the peers in the similar capacity in the industry and is commensurate with the size of the Company, responsibilities shouldered by him and the industry benchmarks.
7. Pecuniary relationship directly or indirectly with the Company or relationship with Managerial Personnel, if any: He does not have any pecuniary relationship with the Company or any relationship with any Managerial Personnel.

III. Other Information:

- a. Reasons of loss or inadequate profit:

On account of increase in stiff competition in Polymers / Engineering Plastic Market from Organized and Unorganized Sectors, and other external factors such as recession & general economic slowdown, Tax reforms the volatile market conditions of Raw Materials, unstable demand of Polymers, Client less trustworthy, crunch of Working Capital are among other factors, adversely affecting the Company's performance, leaving reduced margin for the Company.

- b. Steps taken or proposed to be taken for Improvement:

While the external factors beyond the control of the Company, Company is focusing on Internal Factors, for that the Company has initiated certain steps such as better product mix, cost control, continual improvement in Process & Product Quality, reduce the credit cycle period on credit sales which reduce the dependence on external borrowing, focusing on maximum profit margin product, maintain the quality of the product and improving efficiency and reduce power cost per Kg production etc. Though, the prices of raw materials and products are influenced by external factors, the Company is making all possible efforts to hedge and improve the margins.

- c. Expected increase in productivity and profits in measurable terms:

The Company is very conscious about improvement in productivity and undertakes constant measures to improve it. However, it is extremely difficult in the present scenario to predict profits in measurable terms.

IV Disclosures:

Remuneration package of Mr. Gaurav Thanky has been set out as above.

Item No. 4

Considering valuable contributions as well as responsibilities shouldered by Mr. A. B. Bodhanwala as an Director - CFO, your Directors at their Meeting held on 10.07.2020 have approved the reappointment of Mr. A. B. Bodhanwala as an Director - CFO with effect from 1st October, 2020 for a period of three years ending on 30th September, 2023 in accordance with provisions of Section 196, 197 & 203 read with Schedule V of the Companies Act, 2013, as approved by Nomination & Remuneration Committee.

Details of major terms & conditions of reappointment are as follows:

- (A) Basic Salary : Rs. 2,00,000/- (Rupees Two Lakhs only per month)
 (B) Perquisite : As Below

PART – A

- EXPENSES: Reimbursement of expenses on Gas, Electricity, Water, house furnishing etc. will be paid at actuals.
- MEDICAL REIMBURSEMENT: Reimbursement of Medical Expenses actually incurred for self and family and Medical Premium for the health of self and family.
- EDUCATIONAL EXPENSES: Reimbursement of School / College Fees and Travelling expenses from place of study to Home which is actually incurred. This shall be limited to 2 children only.
- LEAVE TRAVEL CONCESSION: For self and family to and from any place in India or abroad, once in a year in accordance with the rules of the Company.
- CLUB FEES: Fee paid to Club, subject to a maximum of two clubs will be allowed, provided no admission or life membership fees shall be paid.
- PERSONAL ACCIDENT INSURANCE: Personal Accidental premium for self.
- WATCHMAN ETC: Free service of a sweeper, Gardener, and a Watchman at the residence of the appointee.

However, aggregate monetary value of aforesaid perquisites in this part shall not exceed Rs. 24,00,000/- per annum.

PART – B

- Company's contribution towards Provident Fund subject to a ceiling of 12% of the Basic Salary as mentioned above.
- Company's contribution towards superannuation fund, if any, subject to a ceiling of 15% of the Gross Salary.
- Gratuity: Payable at a rate not exceeding one half month's salary for each competed year of service as per rules of the Company.
- Leave: On full pay and allowances as per rules of the Company, but not more than one month's leave for every eleven months of services. Leave not availed of shall be allowed to be carried forward and to be encashed at the end of the tenure.

PART – C

- Car : Free use of Company's car with driver for Company's business.
- Telephone : Free telephone facility at residence and cell phone.
- Entertainment Expenses: Reimbursement of entertainment expenses actually incurred.

Minimum Remuneration: Notwithstanding anything contained, wherein in any financial year, during the currency of the tenure of Mr. A. B. Bodhanwala as an Director - CFO of the Company, the Company has no profits or its profits are inadequate, the Company will pay remuneration by way of salary and perquisites as specified above.

Other terms and conditions:

- a. In the event of absence or inadequacy of profits in any financial year during the tenure of the Chairman, salary and perquisites subject to the limits stipulated under Schedule V read with Section 196 and 197 of the Companies Act, 2013, are payable.
- b. "Family" means the spouse and dependent children of Mr. A. B. Bodhanwala
- c. Leave with full pay and allowances shall be allowed as per the Company's rules.
- d. No sitting fees shall be paid to the Chairman for attending the meetings of the Board of Directors or Committees thereof.
- e. He shall be liable to retire by rotation.
- f. The perquisites as listed in Part (A) above shall be valued as per the Income Tax Rules, 1962, as may be applicable. All other existing terms and conditions for the re-appointment shall remain unchanged.

Newly inserted sub regulation 6 (e) to Regulation 17 to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015('LODR') requires approval of shareholders by way of Special Resolution in following circumstances.

"the payment of any fees or compensation to executive directors who are promoters or members of the promoter group, shall be subject to the approval of the shareholders by special resolution, if:

- a) the annual remuneration payable to such executive director exceeds Rs. 5 crore or 2.5 percent of the net profits of the listed entity, whichever is higher; or
- b) where there is more than one such director, the aggregate annual remuneration to such directors exceeds 5 per cent of the net profits of the listed entity."

Since Mr. A. B. Bodhanwala, a Director - CFO is an Executive Director belonging to Promoter group, in order to pay remuneration as aforesaid, on recommendation of Nomination and Remuneration Committee and approval of the Board of Directors at their meeting held on 10.07.2020 your Directors recommend and seek your approval to the resolutions as set out in item no. 4 of the accompanying notice way of Special Resolution pursuant to newly inserted Regulation 17(6)(e) of LODR also additional information required as per Schedule V to the Companies Act, 2013 is available in Annexure to the Explanatory Statement.

Except, Mr. A. B. Bodhanwala, Mr. B. k. Bodhanwala, and Dr. (Mrs.) M. A. Bodhanwala and their relatives no other Director/ Key Managerial Personnel or their relatives shall be deemed to be interested or concerned financially or otherwise in the aforesaid resolution.

ANNEXURE- A

Additional information required as per Schedule V to the Companies Act, 2013, relating to Item no. 4 of the Notice of Annual General Meeting.

I. General information:

- (i) Nature of Industry: Polymer Compounding.
- (ii) Date or expected date of commencement of commercial production: - Already commenced.
- (iii) In Case of new Companies expected date of commencement of activities as per project approved by financial institution approved in the prospectus: - N.A.
- (iv)

Particulars	2019-20
Effective capital	Rs. 1,98,89,808
Total Income	Rs. 22,91,95,047
Profit after Tax	Rs. 9,35,819

- (v) Foreign investments or collaborators, if any: Nil

II. Information about the Appointee Director:

1. Background details of the Managerial Personnel:
Mr. A.B. Bodhanwala is a Chartered Accountant by profession and is the promoter of Axel Polymers Limited. He graduated from M.S. University of Baroda and has a long experience of 33 years in the field of Finance, Law and Corporate Activities. He also has a wide experience in Audit and Accounts.
2. Past remuneration: Rs. 24,00,240/-
3. Recognition or awards: The Company has no information to offer.
4. Job Profile and suitability: Having regard to his rich and very vast experience and contributions made so far for the Company in parity with the job profile, your Directors are of the opinion that he is suitable to hold the position.
5. Proposed remuneration: As aforesaid in the explanatory statement.
6. Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person: The remuneration as proposed is comparable to that drawn by the peers in the similar capacity in the industry and is commensurate with the size of the Company, responsibilities shouldered by him and the industry benchmarks.
7. Pecuniary relationship directly or indirectly with the Company or Managerial Personnel relationship with, if any: He has pecuniary relationship as aforesaid. He is relative of Mr. B. K. Bodhanwala, and Dr. (Mrs.) Minnie A. Bodhanwala

III. Other Information:

A. Reasons of loss or inadequate profit:

On account of increase in stiff competition in Polymers / Engineering Plastic Market from Organized and Unorganized Sectors, and other external factors such as recession & general economic slowdown, Tax reforms the volatile market conditions of Raw Materials, unstable demand of Polymers, Client less trustworthy, crunch of Working Capital are among other factors, adversely affecting the Company's performance, leaving reduced margin for the Company.

B. Steps taken or proposed to be taken for Improvement:

While the external factors beyond the control of the Company, Company is focusing on Internal Factors, for that the Company has initiated certain steps such as better product mix, cost control, continual improvement in Process & Product Quality, reduce the credit cycle period on credit sales which reduce the dependence on external borrowing, focusing on maximum profit margin product, maintain the quality of the product and improving efficiency and reduce power cost per Kg production etc. Though, the prices of raw materials and products are influenced by external factors, the Company is making all possible efforts to hedge and improve the margins.

C. Expected increase in productivity and profits in measurable terms:

The Company is very conscious about improvement in productivity and undertakes constant measures to improve it. However, it is extremely difficult in the present scenario to predict profits in measurable terms.

IV Disclosures:

Remuneration package of Mr. A. B. Bodhanwala has been set out as above.

Item No. 5

In terms of Section 188(1) of the Companies Act, 2013 read with Rules 6A and 15 of the Companies (Meetings of Board and its powers) Rules, 2014 and other Rules, applicable, if any and Regulation 23 and other regulations, if any, of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 any transaction entered into between related parties for sale, purchase or supply of any goods or materials, availing or rendering of any services exceeding 10% of the turnover as per latest audited financial results require approval of the members of the Company by way of an Ordinary Resolution. Then the Board was informed that it would be expedient to recommend the following resolution to the members of the company.

Since, the proposed transactions of the Company with related parties viz. Dhara Petrochemicals Private Limited and VR Industries mention below would be in excess of 10% of the turnover of the latest audited financial result, the board recommends your approvals by way of an Ordinary resolution.

Particulars of the transactions, which are proposed to be entered into by the Company are provide herein below

Sr.no.	Name of Related Party	Name of director / KMP who is related and nature of relationship	Nature, material terms and particulars of contracts or arrangements	Amounts (Rs.)
1.	Dhara Petrochemicals Private Limited	Mr. Gaurav Thanky Director/ KMP of the company is a Director and a member of the related party	Purchase of Various types of plastic resin additives, etc. Sale of Compounds PPE/PBT/PA & Other Contract for 3 Years	Not exceeding Rs. 50 Crores per annum
2	VR Industries	Mr. Gaurav Thanky Director/ KMP of the company is a partner of the related party	Purchase of Various types of plastic resin Sale of Compounds PPE/PBT/PA & Other Contract for 3 Years	Not exceeding Rs. 50 Crores per annum

Accordingly, your Directors seek and recommend your approval to the resolution as set out in Item no. 5 of the accompanying notice by way of Ordinary Resolution.

Neither Directors/ KMP of the Company nor their relatives shall be deemed to be concerned or interested, financially or otherwise except the concerned director for particulars transactions with respective related party. The board of Directors recommends the proposed resolutions for acceptance of member.

Date: 10.07.2020

Place: Mokshi

For and on behalf of Board of
Axel Polymers Limited

Sd/-

B. K. Bodhanwala
Chairman
DIN: 00421717

BOARD'S REPORT

Dear Members,

Your Directors have pleasure in presenting the 28th Board 's Report of your Company together with the Financial Statements for the financial year ended on 31.03.2020.

1. FINANCIAL & OPERATIONAL RESULTS

The Summary of the financial performance of the Company for the year-ended 31.03.2020 compared to the previous year is as follows:

Particulars	(Rs in Lakhs.)	
	2019-2020	2018-2019
Revenue from Operations	2289.84	2437.40
Other Income	2.10	1.89
Total Income	2291.19	2439.29
Profit/(Loss) before Depreciation and Tax	44.22	76.83
(Less): Depreciation	(36.33)	(33.34)
Profit/(Loss) before Tax	7.88	43.49
Add/(Less): Tax Expenses	-	--
i. Current Tax	1.04	3.32
II. Deferred Tax	(1.48)	NIL
Net Profit/(Loss) for the year	9.36	46.81
Other Comprehensive Income for the Year (Net of Tax)	3.63	46.85
Add/(Less): Balance Brought Forward	(236.82)	(283.67)
BALANCE CARRIED FORWARD TO BALANCE SHEET	(231.10)	(236.82)

During the year under review, your Company posted a total income of Rs. 2291.19 Lacs as against Rs. 2437.40/- in the previous year registering a decline of about 6 %. The global business sentiment in the last financial year was low. Demand was down since September 2019; which was further pulled down due to the COVID 19 World Pandemic. Situation was deteriorating and "Work from Home" and "Lockdown" was implemented in March 2020.

2. DIVIDEND

By keeping in view, the carry forward losses of the Company, your Directors do not recommend any dividend.

3. COVID 19 PANDEMIC APPROACH & IMPACT

The global health pandemic disrupted daily lives, livelihoods, businesses and economies world over, orchestrating an uncertain situation on account of endless lockdowns of cities and countries. This unprecedented event caused an operational and financial dent to businesses of all sizes and statures, challenging frameworks and continuity plans. To ensure safety of people and continuity of operations, businesses resorted to immediate viable measures like remote working and cost reductions to stay afloat and sustain

With restrictions easing and commercial activity gradually picking up across the country, business sentiment is showing positive signs of recovery. But will it ever be like before?

The pandemic has forced change: economic, societal and commercial. It is imperative to reevaluate existing plans, remodel to sustain, factor in resilience to overcome future challenges of similar velocity, and most importantly adapt to the 'New Normal'.

To help the organisation regain lost ground and build a stronger business foundation in the new normal, your Directors have developed a Recovery model, elaborating a three-stage process, encouraging Rethinking original business and commercial assumptions, Reprioritising obligations and Addressing issues to adapt and thrive.

Consequent to the nationwide lockdown announced by the Government of India, the Company Plant and offices were shut down from March 23, 2020 onwards. Since the gradual easing of the lockdown from 25th April 2020 onwards, and in line with the various directions of the Governments, the Company's plant have commenced operations in a phased manner, in line with the market demands. The COVID – 19 crises has caused significant disturbance and slowdown of the economic activities. The Company's management has done as assessment of the situations, including the liquidity positions and the recoverability and carrying value of all assets and liabilities as at March 31, 2020 and concluded that there are no material adjustments required in the financial statements as of March 2020.

However, the impact assessment of Covid-19 is a continuing process given the uncertainty associated with its nature and durations.. The Company will continue to monitor any materials changes as the situation evolves.

4. INFORMATION ABOUT SUBSIDIARY/JV/ASSOCIATE COMPANY

Neither the Company has any Subsidiary, Joint Venture or Associate Company nor any other Company has become or ceased to be Subsidiary/Joint Venture/ Associate Company.

5. TRANSFER OF AMOUNT TO INVESTOR EDUCATION AND PROTECTION FUND

Since there was no unpaid/unclaimed amount required to be transferred to Investor Education & Protection Fund during the year under review.

6. MATERIAL CHANGES AND COMMITMENTS

No Material changes and Commitments affecting the financial position of the Company have occurred between the end of financial year to which this financial statement relates and the date of this report and hence not reported.

7. EXTRACT OF THE ANNUAL RETURN U/S 92(3) OF THE ACT AS PER FORM MGT-9

The Extract of Annual Return as required under section 92(3) of the Companies Act, 2013 ('the Act') and Rule 12(1) of the Companies (Management and Administration) Rules, 2014 in Form MGT-9 is not required to annexed to the Board Report pursuant to MCA Notification dated 31.07.2018 and same uploaded on website of the Company at given weblink <http://axelindia.com/mgt9.html>

8. MEETING OF THE BOARD OF DIRECTORS & APPOINTMENT/ CESSATION OF DIRECTORS OR KMP

During the Financial Year 2019-20, five meetings of the Board of Directors of the Company were held. Pursuant to the provisions of section 152 and other applicable provisions, if any, of the Companies Act 2013, Mr. Gaurav S. Thanky retire by rotation at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment.

The Board recommends the re-appointment of Mr. Gaurav S. Thanky retiring director, at the forthcoming Annual General Meeting of Company in terms Section 152 of the Act, who in opinion of the Board and Nomination and Remuneration Committee fulfills the conditions for reappointment specified in the Act and rules made thereunder.

During the year Mr. Jayendra Desai as an Independent (Non-Executive) Director resigned from the Board of Director w.e.f. 17.03.2020.

9. DIRECTORS TRAINING & FAMILIARIZATION

The Directors are regularly informed during the meetings of the Board and the Committees, of the activities of the Company, its operations and issues facing the Polymer Industry. Considering the association of the Directors with the Company and their seniority and expertise in their respective areas of specialisation and knowledge of the engineering industry, their training and familiarization were conducted in the below mentioned areas:

- The Roles, Rights, Responsibilities and Duties of Independent Directors
- Business Development Strategy and Plans
- Changes brought in by the introduction of the Securities Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015
- New SEBI Regime - Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

10. DIRECTORS RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of the Companies Act, 2013, Directors of your Company hereby state and confirm that:

- (a) In the preparation of the annual accounts for the year ended on 31.03.2020, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (b) The Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at the end of the financial year 2019-20 and of the profit of the Company for that period;
- (c) The Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- (d) The Directors had prepared the annual accounts on a going concern basis; and
- (e) The Directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively.
- (f) The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

11. AUDITORS

A. STATUTORY AUDITORS

The Company's Auditor M/S Mukund & Rohit, Chartered Accountants, Vadodara having registration no. 113375W were appointed as the Auditor to hold office up to the conclusion of 30th AGM. Pursuant to amended Section 139(1) of the Companies Act, 2013, the requirement of ratification of appointment of Auditors at every Annual General Meeting is done away with. Accordingly, no resolution for ratification of Auditors is proposed.

B. SECRETARIAL AUDITORS

M/s Devesh Pathak & Associates, Practising Company Secretaries, Vadodara were appointed as Secretarial Auditors for conducting secretarial audit for the Financial Year 2019-20. Their report is annexed herewith as per **Annexure-1**

Neither the Statutory Auditors nor the Secretarial Auditors of the Company, in their respective reports have made any qualifications, reservations, adverse remarks or disclaimers. Accordingly, no explanations/ comments thereon are required to be furnished.

12. LOANS, GUARANTEES OR INVESTMENTS

The Company has not given any guarantees or securities covered under the provisions of section 186 of the Companies Act, 2013 ('the Act').

However, the aggregate of loans and advances granted as also investments made, if any, are within the limits of section 186 of the Act.

13. RELATED PARTY TRANSACTIONS

The Particulars of contracts or arrangements entered into by the Company with Related Parties, referred to in sub-section (1) of Section 188 of the Act, in the prescribed Form AOC-2 is enclosed as **Annexure – 2**.

14. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNING AND OUTGO

The Particulars as prescribed in section 134(3)(m) of the Act 2013 read with the Companies (Accounts) Rules 2014, are as follows.

(A) Conservation of Energy

- (i) the steps taken or impact on conservation of energy: - NIL
- (ii) the steps taken by the Company for utilizing alternate sources of energy: - NIL
- (iii) the capital investment on energy conservation equipment's: - NIL

Power & Fuel Consumption- Electricity	2019-2020	2018-2019
Consumed Quantity units	14,70,444	16,88,100
Amount Rs. (in Lacs)	108.43	118.00
Rate/Unit Rs.	7.37	6.99
Production Quantity M. T	4924.717	5637.137
Power Cost Per Kg. of Production Rs.	2.20	2.09/-

The Power cost / kg of production has increased by 0.11 paisa, mainly due to the increase in rate per Unit by 0.37 paisa.

(B) Technology Absorption

The Company continues to lay emphasis on development and innovation of in-house technology and technical skill to meet customer requirements. Efforts are also continuing for improving productivity and quality of products and continue to keep pace with the advances in technological innovations and up-gradation.

(C) Foreign Exchange Earnings and Outgo

Foreign exchange earnings or outgo during the year as per below table.

Particulars	2019-2020	2018-2019
Foreign Exchange Earned	0.00	0.00
Foreign Exchange Used	Rs. 15,03,637/-	0.00

Rs.

15. DEVELOPMENT AND IMPLEMENTATION OF RISK MANAGEMENT POLICY

Risk affects every organization in one-way or the other. Thus, planning to handle such risk in future is of vital importance for every organization. Your Company always focuses on identifying and monitoring the risk and to take precautionary steps for risks affecting your Company. There are certain risks like Price, Government Policies, Human Resource, Competition etc. and we have adopted best management practices to mitigate such risk.

16. KEY MANAGERIAL PERSONNEL

The following are the Key Managerial Personnel of the Company

- | | |
|---------------------------------|----------------------------------|
| 1. Mr. Gaurav Thanky | : Managing Director |
| 2. Mr. Aarasp Bejan Bodhanwala | : Director - CFO |
| 3. Mr. Bejan Kavasji Bodhanwala | : Chairman & Whole-time Director |
| 4. Mr. Jigardan Gadhvi | : Company Secretary |

17. DEPOSITS

The Company has not accepted / renewed any deposit within the meaning of the Companies (Acceptance of Deposits) Rules, 2014.

18. CORPORATE SOCIAL RESPONSIBILITY

The Company does not fall in any of the criteria of Section 135 of the Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 and hence the Company is not required to comply with the same.

19. PARTICULARS OF EMPLOYEES

There was no employee drawing remuneration of Rs 1.02 crores or more per annum or Rs. 8.50 lacs per month for any part of the year or more and hence no particulars have been furnished as required under Section 197 of the Act, 2013 read with Rule 5(2) and 5(3) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

20. DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT 2013

The Company has in place an Anti Sexual Harassment Policy in line with the requirements of the Sexual Harassment of Women at the Workplace (Prevention, Prohibition and Redressal) Act, 2013. Internal Complaints Committee has been set up to redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under this policy. The summary of sexual harassment complaints received and disposed off during the financial year 2019-20 is as under:

- | | |
|-------------------------------------|-----|
| - Number of Complaints Received | NIL |
| - Number of Complaints Disposed off | NIL |

21. ANNUAL EVALUATION

Pursuant to the Section 134(3)(p) and other applicable provisions, if any, of the Act and Regulation 17(10) and other applicable regulations, if any, of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('LODR'), the Board has carried out an annual evaluation of its own performance, its committees and the directors individually.

22. CORPORATE GOVERNANCE REPORT

In view of Paid up Capital and Net worth of the Company being lesser than Rs. 10 Crores and Rs. 25 Crores respectively, Corporate Governance Report as prescribed in Clause C of schedule V to LODR is not included in the Annual Report in terms of Regulations 27(2) of LODR.

23. MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The Management Discussion and Analysis Report as stipulated under Para B of Schedule V of LODR is attached as **Annexure - 3**.

24. DECLARATION BY INDEPENDENT DIRECTORS

Mr. Amitabh Thakore and Mr. Amol Samant were the Independent Directors of the Company as on 31.03.2020 pursuant to the provisions of Section 149(10) of the Act.

Mr. Jayendra Harshad Desai (DIN: 02213677), Non-executive & Independent Director of the Company, has resigned from the Board of Directors of the Company w.e.f. 17.03.2020.

The Board of Directors of the Company hereby confirms that all the Independent Directors duly appointed by the Company have given the declaration and they meet the criteria of Independence as provided under Section 149(6) of the Act.

25. COMMITTEE COMPOSITION

AUDIT COMMITTEE

The Composition of the Audit Committee is in line with the provisions of Section 177 of the Act read with Regulation 18 of SEBI (LODR) Regulation, 2015.

On recommendation of Nomination and Remuneration Committee, the Board of Directors by its Circular Motion Resolution, dated 19.03.2020 & voted with majority, the Audit Committee has been reconstituted as below:

Sr No	Name of the Directors	Designation	Nature of Directorship
1	Amol Arvind Samant	Chairman	Non-Executive Independent Director
2	Jayendra Harshad Desai	Member*	Non-Executive Independent Director
3	Aarasp Bejan Bodhanwala	Member	Executive Director cum CFO
4.	Amitabh Gajendra Thakore	Member**	Non-Executive Independent Director

* Mr. Jayendra Harshad Desai ceased to be a Member of Audit Committee with effect from 17.03.2020.

** Mr. Amitabh Gajendra Thakore, become a Member of Audit Committee with effect from 18.03.2020 (Circular Motion Resolution passed with majority dated 19.03.2020)

The Audit Committee met five times during the period under review.

NOMINATION AND REMUNERATION COMMITTEE

The Composition of the Nomination and Remuneration Committee is in line with the provisions of Section 178 of the Act read with Regulation 19 of SEBI (LODR) Regulations, 2015.

On recommendation of Nomination and Remuneration Committee, the Board of Directors by its Circular Motion Resolution, dated 19.03.2020 & voted with majority, the Nomination and Remuneration Committee has been reconstituted as below:

Sr. No	Name of the Directors	Designation	Nature of Directorship
1	Amol Arvind Samant	Chairman	Non-Executive Independent Director
2	Jayendra Harshad Desai	Member*	Non-Executive Independent Director
3	Minnie Aarasp Bodhanwala	Member	Non – Executive Director
4.	Amitabh Gajendra Thakore	Member**	Non-Executive Independent Director

* Mr. Jayendra Harshad Desai ceased to be a Member of Nomination and Remuneration Committee with effect from 17.03.2020.

** Mr. Amitabh Gajendra Thakore, become a Member of Nomination and Remuneration Committee with effect from 18.03.2020 (Circular resolution pass with majority dated 19.03.2020)

The Nomination and Remuneration Committee met twice during the period under review.

REMUNERATION POLICY

The policy of the Company on Director's and KMP's appointment and remuneration, including criteria for determining qualifications, independence of Director and other matters is in accordance with Section 178(3) of the Companies Act- 2013 and the same is available on website of the Company.

Remuneration to Executive Directors

The Executive Directors are paid annual Remuneration as under.

Mr. A.B. Bodhanwala	Director & CFO	Rs. 24,00,240/-
Mr. B.K. Bodhanwala	Chairman & Whole-Time Director	Rs. 3,56,333/-
Mr. G.S. Thanky	Managing Director	Rs. 18,00,000/-

Remuneration to Non-Executive Directors

The other Non-Executive Directors are not paid any Remuneration.

STAKEHOLDERS RELATIONSHIP COMMITTEE

Stakeholders Relationship Committee deals with all transfers, transmission etc. as required from time to time and all matters pertaining to Investor Complaints in accordance with section 178(5) of the Act read with Regulation 20 of LODR.

On recommendation of Nomination and Remuneration Committee, the Board of Directors by its Circular Motion Resolution, dated 19.03.2020 & voted with majority, the Stakeholders Relationship Committee is reconstituted as below.

Sr. No	Name of the Directors	Designation	Nature of Directorship
1	Jayendra Harshad Desai	Chairman*	Non-Executive Independent Director
2	Amitabh Gajendra Thakore	Chairman**	Non-Executive Independent Director
3	Minnie Aarasp Bodhanwala	Member	Non – Executive Director
4	Amol Arvind Samant	Member	Non-Executive Independent Director

* Mr. Jayendra Harshad Desai ceased to be a Chairman of Stakeholders Relationship Committee With effect from 17.03.2020.

**** Mr. Amitabh Gajendra Thakore, become a Chairman of Stakeholders Relationship Committee with effect from 18.03.2020 (Circular resolution pass with majority dated 19.03.2020)**

The Committee reviews the performance of the Registrars and Transfer Agent (RTA) and their system of dealing with the investors.

The Stakeholders Relationship Committee met two time during the period under review.

26. COST RECORDS

There is no requirement for Cost Audit & Cost Records, as the Company is not covered within the criteria for the same under Section 148 of the Act.

27. VIGIL MECHANISM

As per Section 177(9) and (10) of the Act and Regulation 22(1) of LODR, the Company has established Vigil Mechanism for Directors and employees to report genuine concerns. Vigil Mechanism also provides adequate safeguard against victimization of director(s) or employee(s) and also provides for direct access to the chairperson of the Audit Committee in appropriate and exceptional cases.

28. NO SIGNIFICANT OR MATERIAL ORDER PASSED

There were no significant and material orders passed by any Regulator or Court or Tribunal impacting the going concern status and the Company's Operations in future during the year under review.

29. REPORTING OF FRAUDS

There have been no instances of fraud reported by the Statutory Auditors or Secretarial Auditor under section 143(12) of the Act and Rules framed there under either to the Company or to the Central Government.

30. TRANSFER TO GENERAL RESERVE

The Company is not required to transfer any amount to its reserves. Hence, no amount is transferred to reserves during the year under review.

31. CHANGE IN THE NATURE OF BUSINESS

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

32. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

There are adequate Internal Control Systems operating in the Company, which are commensurate with the size and operations of the Company. The Audit Committee supervises the checks and control exercised and reports any suggestion or deviation on a continuing basis. The Authority and responsibility of every employee is defined.

33. MEDIAN EMPLOYEE DETAILS

The information required pursuant to Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 will be made available to any member on request.

34. INSURANCE

All the properties of the Company have been insured properly and the Company has taken necessary general insurance.

35. CODE OF CONDUCT

The Board of Directors has approved a Code of Conduct, which is applicable to the Members of the Board and all senior level employees in the course of day-to-day business operations of the Company. The Code is laid down by the Board, and is known as "Code of Business Conduct"

The Code lays down the Standard Procedure of Business Conduct which is expected to be followed by the Directors and designated employees in their business dealings and in particular on matters relating to integrity in workplace in business practices and in dealing with stakeholders. All the Board Members and the Senior Management Personnel have confirmed compliance with the Code.

36. STATEMENT ON COMPLIANCES OF APPLICABLE SECRETARIAL STANDARDS:

In terms of clause no. 9 of Revised SS-1 (Revised Secretarial Standards on Meetings of Board of Directors effective from 01.10.2017), your Directors state that the Company has been compliant of applicable Secretarial Standards during the year under review.

37. APPRECIATION

Your Directors wish to place on record their appreciation, for the contribution made by the employees at all levels but for whose hard work, and support, your Company's achievements would not have been possible.

Your Directors also wish to thank its customers, dealers, agents, suppliers; investors and bankers for their continued support and faith reposed in the Company.

**For and on behalf of the Board of
Axel Polymers Limited**

Sd/-

**Date: 30.06.2020
Place: Mokshi**

**B.K. Bodhanwala
Chairman
DIN: 00421717**

ANNEXURES TO THE REPORT OF BOARD OF DIRECTORS

Annexure – 1

**Form No. MR-3 SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2020**

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

To,
The Members,
AXEL POLYMERS LIMITED
S NO 309, VIL-MOKSHI, SANKARDA-SAVLI ROAD,
TAL-SAVLI,
VADODARA, GUJARAT,

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by 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 (electronically only in view of COVID-19 advisories) of the AXEL POLYMERS LIMITED's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2020 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 (electronically only in view of COVID-19 advisories) the books, papers, minutes books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2020 according to the provisions of:

- (i) The Companies Act, 2013 ('the Act') and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (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, 1992; [presently: The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015.]
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; [presently: The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018.]

- (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; [presently: 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, 1998; [presently: The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018]
- (vi) Having regard to the products, processes and locations of the Company as also having regard to the compliance system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof, **on test check basis, we further report that** the Company has complied with the following laws applicable specifically to the Company:
- 1. The Environment (Protection) Act, 1986
 - 2. The Air (Prevention And Control of Pollution) Act, 1981
 - 3. The Water (Prevention and Control of Pollution) Act, 1974

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

- I. Secretarial Standards issued by The Institute of Company Secretaries of India.
- II. The Listing Agreements entered into by the Company with BSE Ltd. including The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('LODR').

We further report that

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

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

Majority decision is carried through while the dissenting members' views, if any, are captured and recorded as part of 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 (by way of information) that during the audit period:

- (a) The Company has not issued any securities during the period under review and accordingly
- a. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and
 - b. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008

were not applicable during the audit period.

- (b) The Company has not issued any stock options to the employees and accordingly The Securities and Exchange Board of India (share based employee benefits) Regulation, 2014 was not applicable

- (c) The Company has neither got delisted Equity Shares nor bought back any security of the Company and accordingly

- a. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 and
- b. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998

were not applicable during the audit period.

- (d) Draft Scheme of Amalgamation of M/s. Dhara Petrochemicals Private Limited with Axel Polymers Limited was approved by the Board of Directors of the Company at its meeting held on 21st August, 2019.

The Company has received a letter dtd. 19th June, 2020 from BSE informing observations of SEBI to be incorporated in the scheme.

- (e) The Company has Passed Special Resolutions at its 27th Annual General Meeting held on 27th September, 2019 approving:

- a. reappointment of Mr. Amitabh Gajendra Thakore (DIN: -00016715) as an Independent Director;
- b. reappointment of and remuneration to Mr. B. K. Bodhanwala (DIN: -00421717) as a Whole Time Director;
- c. continuance of payment of remuneration to Mr. Gaurav Thanky (DIN:02565340) as a Managing Director;
- d. payment of remuneration to Mr. A.B. Bodhanwala (DIN:00421362) as a Director and CFO.
- e. alteration of Articles of Association by insertion of new Clause 'General Authority';
- f. authority to the Board of Directors to borrow up to Rs. 50 Crores pursuant to Section 180(1)(c) of the Companies Act, 2013;
- g. authority to the Board of Directors to create mortgage/charge on the assets of the Company pursuant to Section 180(1)(a) of the Companies Act, 2013

- (f) Mr. Amol Samant was appointed as an Additional Director (Independent) by the Board of Directors at its meeting held on 28th May 2019. He was further appointed

as Independent Director, by the Members of the Company at their 27th Annual general Meeting Held on 27th September 2019.

- (g) Mr. Jigardan Gadhvi, an Associate Member of Institute of Company Secretaries of India was appointed as Company Secretary & Compliance officer of the Company w.e.f. 4th April 2019.
- (h) Out of 10,66,668 Equity Shares held by Promoters, 1,76,000 Equity Shares (16.50% of the total promoter shareholding) held by the persons (not related to the Directors) are not dematerialized.
- (i) Corporate Governance provisions as specified in LODR were not applicable in terms of Regulation 15(2) (a) of LODR as the Paid up equity Capital and Net Worth of the Company as at 31st March 2019 did not exceed Rs. 10 crores and Rs. 25 crores respectively.

Date: 30th June, 2020
Place: Vadodara

For Devesh Pathak & Associates
Practising Company Secretaries

Devesh A. Pathak
(Sole proprietor)
Membership No. FCS 4559
CoP No: 2306
UDIN: F004559B000402176

Note: This report is to be read with our letter of even date which is enclosed as forming integral part of Report.

30th June, 2020

To,
The Members,
AXEL POLYMERS LIMITED
S No 309, Vil-Mokshi, Sankarda-Savli Road
Tal-Savli, Dist. Vadodara - 391780

Ref: Secretarial Audit Report dated 30th June, 2020 pursuant to Section 204(1) of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

1. Maintenance of secretarial records is the responsibility of management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. In view of COVID-19 advisories, we have not been able to verify the books, papers, minute books, forms and returns filed and other records maintained by the Company in physical form at its Registered Office. Accordingly, we have only examined the electronically available soft copies of the minutes, forms and returns filed and other records provided by the Company for the financial year ended on 31st March, 2020.
3. We have followed the audit practices and the processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on the test basis to ensure that correct facts are reflected in secretarial records. We believe that the process and the practices we followed provided reasonable basis for our opinion.
4. We have not verified the correctness and appropriateness of financial records and books of Accounts of the Company and have relied upon the Unaudited Financial Statement and Management Representation provided by the Company on the matter.
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. 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 Devesh Pathak & Associates
Practising Company Secretaries

CS Devesh A. Pathak
Proprietor

Membership No. FCS 4559
COP No.:2306

**Annexure – 2
Form AOC-2**

[Pursuant to clause (h) of sub-section (3) of section 134 of
the Companies Act, 2013 and Rule 8(2) of the Companies (Accounts) Rules, 2014.]

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto.

1. Details of contracts or arrangements or transactions not at arm's length basis
There were no contracts or arrangements, or transactions entered into during the year ended 31st March 2020, which were not at arm's length basis.
2. Details of material contracts or arrangement or transactions at arm's length basis

(a) Name(s) of the related party and nature of relationship	Dhara Petrochemicals Pvt. Ltd Mr. Gaurav Thanky, MD of the Company is a Director of the related party.	V R Industries Mr. Gaurav Thanky, MD of the Company is a partner of the related party.
(b) Nature of contracts/arrangements/transactions	Manufacturing Purchase & Sales Agreement	Manufacturing Purchase & Sales Agreement
(c) Duration of the contracts / arrangements/transactions	3 years w.e.f. 14 th September 2017	3 years w.e.f. 14 th September 2017
(d) Salient terms of the contracts or arrangements or transactions including the value, if any:	The Terms are mainly to Buy Sell or Manufacture Compounds of Engineering Polymers in domestic as well as Export Market. Value of Contract during the year ended 31 st March 2020 Rs. 25.02 Cr	The Terms are mainly to Buy Sell or Manufacture Compounds of Engineering Polymers in domestic as well as Export Market. Value of Contract during the year ended 31 st March 2020 Rs. 0.00 Cr
(e) Date(s) of approval by the Board, if any:	30.06.2020	30.06.2020
(f) Amount paid as advances, if any:	357.64 Lacs (Security Deposit)	NIL

**For and on behalf of the Board of
Axel Polymers Limited**

Sd/-

Date: 30.06.2020
Place: Mokshi

B.K. Bodhanwala
Chairman
DIN: 00421717

Annexure - 3

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The global health pandemic disrupted daily lives, livelihoods, businesses and economies world over, orchestrating an uncertain situation on account of endless lockdowns of cities and countries. This unprecedented event caused an operational and financial dent to businesses of all sizes and statures, challenging frameworks and continuity plans. To ensure safety of people and continuity of operations, businesses resorted to immediate viable measures like remote working and cost reductions to stay afloat and sustain

With restrictions easing and commercial activity gradually picking up across the country, business sentiment is showing positive signs of recovery. But will it ever be like before?

The pandemic has forced change: economic, societal and commercial. It is imperative to reevaluate existing plans, remodel to sustain, factor in resilience to overcome future challenges of similar velocity, and most importantly adapt to the 'New Normal'.

To help the organisation regain lost ground and build a stronger business foundation in the new normal, your Directors have developed a Recovery model, elaborating a three-stage process, encouraging Rethinking original business and commercial assumptions, Reprioritising obligations and Addressing issues to adapt and thrive.

Industry structure and development

Axel is a leading Manufacturer of Compounds Blends & Alloys of Engineering Polymers in India. Changing economic and business conditions, technological innovation and technology adoption are making the markets more competitive. The customer focus has shifted to cost saving and alternate solution. Axel always provides the optimum solution to its customer.

These are challenging times across the world. Almost every business every individual is being impacted in these times and your Company is no exception to it. We must work harder and smarter, delight our customers now more than ever. The true spirit is founded on our enthusiasm, on our constant will to renew, on our willingness to assume responsibility and to ensure that we succeed. Your company backed by a list of Multinational and Indian Corporate Giants and remarkable processing talents was able to face those challenges by bolstering talent and cost-effective plans across the company.

Performance Analysis

The performance analysis for the year; we achieved a Net Revenue of Rs. 2289.84/-lacs during the year. The Interest & Finance Costs for the year stood at Rs. 97.47/- lacs, which is nearly 4.26 % of the Net Sales & Depreciation at Rs. 36.34/- Lacs. The RMC stood at Rs. 1652.83 Lacs; 72.18% as against this, the RMC in the previous year stood at 76.35% against Net Sales of previous year. Thus, during the current year the RMC decreased by approx 4% which is mainly attributable to the increase in manufacturing efficiency in terms of productivity.

Opportunities & Threats

Compared to the Global crisis, the effect on India would be less pronounced. The main factor is the domestic consumption in India is sufficiently large. Sustained domestic growth will bring improvement in all facets of life.

World markets will continue to remain in the slump but do recognise the competitiveness of Indian products and services. This will in turn accelerate the pace of the domestic markets too in future.

The existing scale of our operations, future developments, low overheads, and qualities of products matching with International Standards are our inherent strengths. This in turn continues to give us unparalleled platform to be more competitive. We are focused to deliver superior values to customers, ensuring International qualities for all the products and services.

Segment wise / Product wise performance

Class of Goods	Unit	Sales Qty (MT)	Value Rs (lacs)
Compounds of Engineering Polymers	MT	4924.717	2289.84

Outlook

The global health pandemic disrupted daily lives, livelihoods, businesses and economies world over, orchestrating an uncertain situation on account of endless lockdowns of cities and countries. This unprecedented event caused an operational and financial dent to businesses of all sizes and statures, challenging frameworks and continuity plans. To ensure safety of people and continuity of operations, businesses resorted to immediate viable measures like remote working and cost reductions to stay afloat and sustain.

With restrictions easing and commercial activity gradually picking up across the country, business sentiment is showing positive signs of recovery. But will it ever be like before?

The pandemic has forced change: economic, societal and commercial. It is imperative to reevaluate existing plans, remodel to sustain, factor in resilience to overcome future challenges of similar velocity, and most importantly adapt to the 'New Normal'.

To help the organisation regain lost ground and build a stronger business foundation in the new normal, your Directors have developed a Recovery model, elaborating a three-stage process, encouraging Rethinking original business and commercial assumptions, Reprioritising obligations and Addressing issues to adapt and thrive.

Consequent to the nationwide lockdown announced by the Government of India, the Company Plant and offices were shut down from March 23, 2020 onwards. The Company's management has done an assessment of the situations, including the liquidity positions and the recoverability and carrying value of all assets and liabilities as at March 31, 2020 and concluded that there are no material adjustments required in the financial statements as of March 2020.

However, the impact assessment of Covid-19 is a continuing process given the uncertainty associated with its nature and durations. The Company will continue to monitor any materials changes as the situation evolves.

Looking to the overall scenario in the country as well as globally, the current year may not be as good as the last financial year. The situation has not normalized or even close to it. Businesses are still limping and the order position may not be comparable to even last year. However your Directors are making their earnest efforts to pull up the Sales revenue as fast as possible.

Risk Management

Polymer Industry has a certain specific set of risk characteristics, which needs to be carefully evaluated and mitigated. In order to effectively manage the same, the Company has evolved proactive Risk Management System, which is adhered to. The risk management covers the entire process from capital investment, competitors' activities, new entrants etc. Continual reforms and emphasis on technological developments shall reduce the exposure to risk.

Internal Control Systems

There are adequate internal control systems operating in the Company, which are commensurate with the size and operations of the Company. The Audit Committee supervises the checks and controls exercised and reports any suggestions or deviations on a continuing basis. The authority and responsibility of every employee is defined, thus leaving no scope for any deviation.

Financial performance vis-à-vis Operational performance

The performance analysis for the year; we achieved a Net Revenue of Rs. 2289.84/-lacs during the year. The Interest & Finance Costs for the year stood at Rs. 97.47/- lacs, which is nearly 4.26 % of the Net Sales & Depreciation at Rs. 36.34/- Lacs. The RMC stood at Rs. 1652.83 Lacs; 72.18% as against this, the RMC in the previous year stood at 76.35% against Net Sales of previous year.

Thus, during the current year the RMC decreased by approx 4% which is mainly attributable to the increase in manufacturing efficiency in terms of productivity.

The Company has met all the Financial Commitments to Bank within the stipulated period as per the Audit Report. The production costs in absolute terms, increased during the current year.

Human Resources

The focus is on the capability development, performance management and employee engagement. This is expected to improve the cost competitiveness through greater levels of employee participation, commitment and involvement.

Cautionary Statement

Statement in this management analysis detailing the Company's objectives, projections, estimates, expectations, or predictions may be "forward looking" statements within the meaning of applicable laws and regulations. Actual results may differ materially from those expressed in the statement. Important factors that may influence your company's operations include Global and domestic supply and demand conditions affecting selling prices, input availability and prices, changes in Government policies, regulations, tax regimes, economic development within and outside the country and other allied factors. The Company assumes no responsibility to publicly amend, modify or revise the forward-looking statement on the basis of subsequent developments, information or events.

CONFIRMATION ON CODE OF CONDUCT

[Regulation 34(3) read with Schedule V (Part D) of The Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,
The Members
Axel Polymers Limited

This is to confirm that the Board of Director has laid down a code of conduct for Directors and senior management of the Company. It is further confirmed that all Directors and senior management of the company have affirmed compliance with the Code of Conduct of the Company as at 31.03.2020, as envisaged in Regulation 34(3) read with Schedule V (Part D) of The Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

**For and on behalf of Board of Directors
Axel Polymers Limited**

Sd/-

**B.K. Bodhanwala
Chairman
DIN: 00421717**

Place: Mokshi
Date: 30.06.2020

MD/CFO CERTIFICATION TO THE BOARD
(Under Regulation 17(8) of the Listing Regulation, 2015)

We, Mr. Gaurav S. Thanky, Managing Director and, Mr. Aarasp B. Bodhanwala Chief Financial Officer certify that -

a. We have reviewed the financial statements for the Quarter and Year ended on 31.03.2020 and that to the best of our knowledge and belief:

- These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
- These statements together present a true and fair view of the Company's affairs and are in compliance with 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 Quarter and Year ended on 31.03.2020, which are fraudulent, illegal or violative of the Company's code of conduct;

c. We accept responsibility for establishing and maintaining internal controls and that we have evaluated the effectiveness of the internal control systems of the Company and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of the internal control, if any, of which we are aware of and the steps have been taken or proposed to be taken to rectify these deficiencies.

- d. • There has not been any significant change in internal control over financial reporting during the Year under reference.
- There has not been any significant change in accounting policies during the Year requiring disclosure in the notes to the financial statements; and
 - We are not aware of any instance during the Year of significant fraud with involvement therein of the management or any employee having a significant role in the Company's internal control system over financial reporting.

Place: Mokshi
Date: 30.06.2020

Sd/-
Gaurav S. Thanky
Managing Director

Sd/-
A.B. Bodhanwala
Director - CFO

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF AXEL POLYMERS LIMITED

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of AXEL POLYMERS LIMITED, which comprise the Balance Sheet as at 31st March, 2020, the Statement of Profit and Loss, Statement of Changes in Equity, and Statement of Cash Flows for the year then ended, and Notes to the Financial Statements, including a summary of the significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2020, its profit, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

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

Emphasis Of Matter

We draw attention to Note No. 36(vii) of the accompanying standalone financial statements which states the impact of the Coronavirus Disease 2019 (COVID-2019) on the operations of the company. Our opinion is not modified on this matter.

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 of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

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

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the management report and chairman's statement, but does not include the financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

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

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were

operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Board of Director 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 operation, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the company's financial reporting process.

Auditor's Responsibility for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of the users taken on the basis of these financial statements.

As a Part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risk of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omission, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedure that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the Company has adequate Internal Financial Controls System in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- 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 Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit finding, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charge with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine the matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section(11) of section 143 of the Companies Act, 2013, we give in the Annexure A, a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

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

- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- c) The Balance Sheet, the Statement of Profit and Loss, the Statement of Changes in Equity and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
- d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- e) On the basis of the written representations received from the directors as on 31st March 2020 taken on record by the Board of Directors, none of the

directors is disqualified as on 31st March 2020 from being appointed as a director in terms of Section 164(2) of the Act.

- f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
- g) In our opinion, the managerial remuneration for the year ended March 31,2020 has been paid/ provided by the Company to its Directors in accordance with the provisions of section 197 read with Schedule V to the Act.
- h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i) The Company does not have any pending litigations which would impact its financial position in its financial statements.
 - ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

**For Mukund & Rohit
Chartered Accountants
Registration No. 113375W**

**Place: Vadodara
Date: 30.06.2020**

**Rohit Kothari
Partner
Membership No. 038908
UDIN:20038908AAAAAD4758**

Annexure A to the Auditors' Report

The Annexure referred to in our report to the members of **Axel Polymers Limited** for the year ended March 31, 2020, we report that:

- I.
 - (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.
 - (b) According to the information and explanation given to us, the Property, Plant and Equipment have been physically verified by the management at reasonable intervals, and no material discrepancies were noticed on such verification.
 - (c) According to the information and explanation given to us, the title deeds of immovable properties are held in the name of the company.
- II. The Inventory have been physically verified by the management at reasonable intervals. Discrepancies noticed were not material and the same have been properly dealt with in the books of accounts.
- III. As informed to us, the Company has not granted loans, secured or unsecured to Companies, firms, LLP or other parties covered in register maintained under section 189 of the Companies Act 2013. Hence, the questions of reporting whether the receipt of the principal amount and interest are regular; and, whether reasonable steps for the recovery of overdues of such loan are taken does not arise.
- IV. In our opinion and according to the information and explanations given to us, in respect of loans, investments, guarantees, and security, provisions of section 185 and 186 of the Companies Act, 2013 have been complied with.
- V. Based on the our scrutiny of Company's record and according to the information and explanation provided by the management, in our opinion, the Company has not accepted any loans or deposits, which

are "Deposits" within the meaning of Rule 2(b) of the Companies (Acceptance of Deposit's) Rules, 2014.

- VI. According to the information and explanation given to us, the Central Government has not prescribed the maintenance of cost records under sub-section (1) of section 148 of the Companies Act, 2013.
- VII.
- (a) The Company is generally regular in depositing undisputed statutory dues including Provident Fund, Income -Tax, Sales - Tax, Service tax, duty of excise, value added tax, Goods & Service Tax or cess and any other statutory dues to the appropriate authorities and no statutory dues were outstanding, as at 31st March, 2020 for a period of more than six months from the date they became payable.
 - (b) According to the information and explanation given to us, there are no dues of Income Tax or Sales Tax or Service Tax or duty of excise or value added tax, Goods & Service Tax or cess, which have not been deposited on account of any dispute.
- VIII. Based on our audit procedures and as per the information and explanations given by the management, the Company has not defaulted in repayment of dues to financial institutions or bank or debenture holders.
- IX. Based on our audit procedures and as per the information and explanations given by the management, Company has not raised money by initial public offer or further public offer (including debt instruments) and there are no term loans during the period covered by our audit report.
- X. Based on the audit procedure performed for the purpose of reporting the true and fair view of the Ind AS financial statements and as per the information and explanations given by the management, we report that no fraud on or by the Company has been noticed or reported during the year.

- XI. Based on the our scrutiny of Company's record and according to the information and explanation provided by the management, in our opinion, the company has paid / provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act.
- XII. In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of clause 3(xii) of Companies (Auditor's Report) Order, 2016 are not applicable.
- XIII. All transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 and the details have been disclosed in the Ind AS Financial Statements, as required by the applicable accounting standards at Note 36 (ii) of financial statements.
- XIV. Based on our examination of records and information provided to us by management, we report that the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review.
- XV. Based on our examination of records and information provided to us by management, the Company has not entered into any non-cash transactions with directors or persons connected with him.
- XVI. The company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Therefore, the provisions of clause 3(xvi) of Companies (Auditor's Report) Order, 2016 are not applicable.

**For Mukund & Rohit
Chartered Accountants
Registration No. 113375W**

**Place: Vadodara
Date: 30.06.2020**

**Rohit Kothari
Partner
Membership No. 038908
UDIN:20038908AAAAAD4758**

Annexure - B to the Auditors' Report

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

We have audited the internal financial controls over financial reporting of Axel Polymers Limited ("the Company") as of 31 March 2020 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 over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the

Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial Controls over Financial Reporting

A Company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that

- (1) Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- (2) Provide reasonable assurance that transactions are recorded as necessary to permit preparation of Ind AS financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and
- (3) Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could

AXEL POLYMERS LIMITED

Balance Sheet as at 31st March, 2020

Particulars	Note No	As at 31st March, 2020	As at 31st March, 2019
ASSETS			
Non-current assets			
(a) Property, Plant and Equipment	3	3,65,83,195	3,86,09,495
(b) Capital Work in Progress	4		-
(b) Financial Assets			
(i) Trade Receivables	4	44,51,639	56,07,393
(ii) Loans	5	-	-
(iii) Other Financial Assets	6	18,46,124	18,46,124
(c) Advance Income Tax Assets (Net)	7	14,59,799	6,75,416
(d) Deferred Tax Assets (Net)	8	29,08,498	26,56,967
(e) Other non-current assets	9	29,55,000	29,55,000
		5,02,04,254	5,23,50,394
Current assets			
(a) Inventories	10	8,69,70,080	7,23,72,335
(b) Financial Assets			
(i) Trade Receivables	11	2,10,03,433	1,75,56,870
(ii) Cash and cash equivalents	12	2,01,278	1,66,264
(iii) Loans	13	7,501	1,16,716
(iv) Other Financial Assets	14	35,33,061	13,82,270
(c) Advance Income Tax Assets (Net)	15	7,38,987	7,84,383
(d) Other current assets	16	4,08,454	7,16,076
		11,28,62,794	9,30,94,914
Total		16,30,67,048	14,54,45,309
EQUITY AND LIABILITIES			
Equity			
Equity Share Capital	17	4,30,00,000	4,30,00,000
Other Equity	18	(2,31,10,192)	(2,36,82,748)
Total Equity		1,98,89,808	1,93,17,252
Liabilities			
Non-Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	19	45,58,607	56,17,013
(ii) Other Financial Liabilities	20	3,57,64,000	3,57,64,000
(b) Provisions	21	17,04,215	6,99,291
Total A		4,20,26,822	4,20,80,304
Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	22	6,99,83,980	6,99,27,969
(ii) Trade payables	23	2,94,49,859	99,95,954
(iii) Other Financial liabilities	24	4,16,226	10,36,921
(b) Other current liabilities	25	7,94,572	19,41,162
(c) Provisions	26	5,05,781	11,45,748
Total B		10,11,50,418	8,40,47,753
Total Liabilities (A+B)		14,31,77,240	12,61,28,057
Total Equity and Liabilities		16,30,67,048	14,54,45,309

The accompanying notes 1 to 36 are an integral part of our financial statements

As per our Report of even date attached

For Mukund & Rohit
Chartered Accountants
Registration No. 113375W

For & on behalf of the Board
Axel Polymers Limited

Sd/-
B.K. Bodhanwala
Chairman

Sd/-
Gaurav Thanky
Managing Director

Sd/-
Rohit Kothari
Partner
Membership No: 038908
UDIN:

Sd/-
A.B. Bodhanwala
Director & CFO

Sd/-
Jigardan Gadhvi
Company Secretary

Place: Vadodara
Date: 30.06.2020

Place: Vadodara
Date: 30.06.2020

AXEL POLYMERS LIMITED

Statement of Profit and Loss for the year ended 31st March, 2020

	Particulars	Note No.	As At 31st March, 2020	As At 31st March, 2019
I	Revenue from operations	27	22,89,84,409	24,37,39,905
II	Other Income	28	2,10,638	1,89,017
III	Total Income (I+II)		22,91,95,047	24,39,28,922
IV	EXPENSES			
	Cost of materials consumed	29	16,52,83,682	18,60,93,393
	Excise duty on sale of goods	30	-	-
	Purchase of Stock in trade	32	-	-
	Changes in inventory of finished goods & work-in-progress	30	72,37,795	(53,62,812)
	Employee Benefits Expense	31	1,98,76,560	1,84,74,470
	Finance Costs	32	97,47,996	91,39,501
	Depreciation and Amortization Expense	3	36,33,930	33,33,802
	Other Expenses	33	2,26,27,180	2,79,01,782
	Total Expenses (IV)		22,84,07,143	23,95,80,135
V	Profit Before Exceptional items and Tax (III-IV)		7,87,904	43,48,787
VI	Exceptional Items			
VII	Profit Before Tax (V-VI)		7,87,904	43,48,787
VIII	Tax Expense:			
	(a) Current Tax		1,03,616	8,80,519
	(b) Minimum alternate tax credit entitlement		(1,03,616)	(12,12,082)
	(c) Deferred Tax		(1,47,915)	-
IX	Profit for the Year (VII-VIII)		9,35,819	46,80,350
X	Other Comprehensive Income (OCI)			
	(A) Items that will not be reclassified subsequently to profit or loss			
	(i) Re-measurement of the Defined Benefit Plans		3,63,263	(4,330)
	(ii) Deferred Tax Impact on above Ind As adjustment			
	Total of Other Comprehensive Income (OCI) (X)		3,63,263	(4,330)
XI	Total Comprehensive Income for the Year (IX+X)		5,72,556	46,84,680
XII	Earnings Per Equity Share :			
	Basic (in Rs.)	35	0.22	1.09
	Diluted (in Rs.)		0.22	1.09

The accompanying notes 1 to 36 are an integral part of our financial statements

As per our Report of even date attached

For Mukund & Rohit
Chartered Accountants
Registration No. 113375W

For & on behalf of the Board
Axel Polymers Limited

Sd/-
B.K. Bodhanwala
Chairman

Sd/-
Gaurav Thanky
Managing Director

Sd/-
Rohit Kothari
Partner
Membership No: 038908
UDIN:

Sd/-
A.B. Bodhanwala
Director & CFO

Sd/-
Jigardan Gadhvi
Company Secretary

Place: Vadodara
Date: 30.06.2020

Place: Vadodara
Date: 30.06.2020

AXEL POLYMERS LIMITED

Cash Flow Statement As At 31.03.2020

		Amount(₹)	
Particulars		As At 31st March, 2020	As At 31st March, 2019
A	CASH FLOW FROM OPERATING ACTIVITIES		
	Net Profit before tax and extra ordinary items (Including Prior period adjustments)	7,87,904	43,48,787
	Adjustments For:		
	Depreciation	36,33,930	33,33,802
	(Gain)/Loss on sale of Fixed Assets	-	-
	Interest expense	97,47,996	91,39,501
	Interest income	(2,10,638)	(1,89,017)
	Operating Profit before working capital changes	1,39,59,193	1,66,33,072
	Adjustment for (increase)/decrease in Operating assets		
	Inventories	(1,45,97,745)	(44,98,492)
	Trade Receivables	(34,46,563)	95,56,961
	Non current trade receivables	11,55,754	31,34,158
	Loans current as well as non current	1,09,216	14,21,159
	Other Financial Asset-non current	-	-
	Advance Income Tax Asset-non current	(7,84,383)	64,260
	Deferred Tax Assets (Net)	-	-
	Other Financial Asset-current	(21,50,791)	10,05,014
	Advance Income Tax Assets (Net)-current	45,397	(3,42,539)
	Other current Asset	3,07,622	2,10,844
	Other non current Asset	-	-
	Provisions Current as well as non current	1,694	3,99,801
	Trade Payables-current	1,94,53,905	(16,76,938)
	Other Financial Liability - current	(6,20,695)	2,54,212
	Other Financial Liability - non current	-	(1,21,11,000)
	Other current Liabilities	(11,46,590)	7,15,502
	Cash Generated From Operations	1,22,86,014	1,47,66,013
	Direct Tax Paid	(1,03,616)	(8,80,519)
	Net Cash From Operating Activities	(A) 1,21,82,398	1,38,85,494
B	CASH FLOW FROM INVESTING ACTIVITIES		
	Purchase of Fixed Assets	(16,07,629)	(59,62,936)
	Sale of Assets (Including Profit/loss)	-	-
	Interest Income	2,10,637	1,89,017
	Change in Bank Margin Money/FD Originally matured more than 3 months	-	-
	Net Cash From Investing Activities	(B) (13,96,992)	(57,73,919)
C	CASH FLOWS FROM FINANCIAL ACTIVITIES		
	Proceeds from long term borrowings	56,011	8,68,562
	Proceeds from short term borrowings	(10,58,407)	1,51,534
	Finance Cost	(97,47,996)	(91,39,501)
	Net Cash From Financing Activities	(C) (1,07,50,392)	(81,19,405)
	Net increase/decrease in Cash and equivalents (A)+(B)+(C)	(D) 35,014	(7,829)
	Opening balance of Cash and Cash equivalents	(E) 1,66,264	1,74,092
	Closing balance of Cash and Cash equivalents	(D) +(E) 2,01,278	1,66,264
	Cash and cash Equivalents include		
	Cash in hand	1,56,441	1,41,263
	Balance with Scheduled Bank		
	- In Current Account	44,837	25,001
	- In Deposit Account	-	-
	(held as Margin Money having original maturity of less than 12 months)		
		2,01,278	1,66,264

Note :-

- 1 The Cash Flow Statement has been prepared under the 'Indirect Method' set out in Indian Accounting Standards (Ind AS) - 7 "Statement of Cash Flows"
- 2 Figures of the previous year have been regrouped / reclassified wherever necessary.
- 3 Figures for provision derived after adjustment for Other Comprehensive Income (OCI).

The accompanying notes 1 to 36 are an integral part of our financial statements

For Mukund & Rohit
Chartered Accountants
Registration No. 113375W

For & on behalf of the Board
Axel Polymers Limited

Sd/-
Rohit Kothari
Partner
Membership No: 038908
UDIN:
Place: Vadodara
Date: 30.06.2020

Sd/-
B.K. Bodhanwala
Chairman

Sd/-
A.B. Bodhanwala
Director & CFO

Sd/-
Gaurav Thanky
Managing Director

Sd/-
Jigardan Gadhvi
Company Secretary

Place: Vadodara
Date: 30.06.2020

AXEL POLYMERS LIMITED

Statement of Changes in Equity for the year ended on 31st March, 2020

Amount(₹)

Equity Share Capital				
Particulars				
Balance as on 1st April, 2018		4,30,00,000		
Changes during the year		-		
Balance as on 31st March,2019		4,30,00,000		
Changes during the year		-		
Balance as on 31st March,2020		4,30,00,000		
Other Equity				
Particulars	Reserves and Surplus		Total	
	Retained Earnings	OCI		
Balance as at 1st April,2017 (as previously reported)	(3,07,73,856)	(1,61,212)	(3,09,35,068)	
Profit for the Year	23,19,164	-	23,19,164	
Other Comprehensive Income for the Year (net of Tax)	-	2,48,476	2,48,476	
Total Comprehensive Income for the Year	23,19,164	2,48,476	25,67,640	
Balance as at 31st March, 2018	(2,84,54,692)	87,264	(2,83,67,428)	
Profit for the Year	46,80,350	-	46,80,350	
Other Comprehensive Income for the Year (net of Tax)	-	4,330	4,330	
Total Comprehensive Income for the Year	46,80,350	4,330	46,84,680	
Balance as at 31st March, 2019	(2,37,74,342)	91,594	(2,36,82,748)	
Profit for the Year	9,35,819	-	9,35,819	
Other Comprehensive Income for the Year (net of Tax)	-	(3,63,263)	(3,63,263)	
Total Comprehensive Income for the Year	9,35,819	(3,63,263)	5,72,556	
Balance as at 31st March, 2020	(2,28,38,523)	(2,71,669)	(2,31,10,192)	

AXEL POLYMERS LIMITED

NOTES TO THE FINANCIAL STATEMENTS

Note 3:-Property, Plant and Equipment

Particulars	GROSS BLOCK				DEPRECIATION				NET BLOCK	
	Value at the beginning	Addition during the year	Deduction during the year	Value at the end	Value at the beginning	Addition during the year	Deduction during the year	Value at the end	WDV as on 31.03.2020	WDV as on 31.03.2019
Free Hold Land	29,87,286	-	-	29,87,286	-	-	-	-	29,87,286	29,87,286
Building	39,21,321	-	-	39,21,321	13,31,063	60,843	-	13,91,906	25,29,415	25,90,258
Factory Building	2,01,78,958	3,70,176	-	2,05,49,134	89,29,432	6,28,178	-	95,57,610	1,09,91,524	1,12,49,526
Plant & Machinery	7,00,71,345	11,53,743	-	7,12,25,088	5,63,77,916	17,30,424	-	5,81,08,340	1,31,16,748	1,36,93,429
Electrical Installations	36,11,055	-	-	36,11,055	26,05,233	1,13,927	-	27,19,160	8,91,895	10,05,822
Laboratory Equipments	57,63,085	-	-	57,63,085	26,18,750	4,58,696	-	30,77,446	26,85,639	31,44,335
Furniture & Fixtures	22,14,105	-	-	22,14,105	15,58,078	88,284	-	16,46,362	5,67,743	6,56,027
Data Processing Machines	16,22,942	-	-	16,22,942	15,76,420	23,216	-	15,99,636	23,306	46,522
Office Equipments	17,41,533	83,710	-	18,25,243	12,77,184	1,20,455	-	13,97,639	4,27,604	4,64,349
Vehicles	32,19,924	-	-	32,19,924	4,47,983	4,09,906	-	8,57,889	23,62,035	27,71,941
Grand Total(As on 31.03.2020)	11,53,31,554	16,07,629	-	11,69,39,183	7,67,22,059	36,33,929	-	8,03,55,988	3,65,83,195	3,86,09,495
Previous Year Figures(as on 31.03.2019)	10,93,68,618	59,62,936	-	11,53,31,554	7,33,88,256	33,33,802	-	7,67,22,058	3,86,09,495	3,59,80,362

AXEL POLYMERS LIMITED

NOTES TO THE FINANCIAL STATEMENTS

4 Non current -Financial Asset -Trade Receivables

Particulars	For the year ended 31st March, 2020	For the year ended 31st March, 2019
Trade receivable	44,51,639	56,07,393
Less:- Provision For Bad and doubtful debts	-	-
Total	44,51,639	56,07,393

5 Non current -Financial Asset -Loans

Particulars	For the year ended 31st March, 2020	For the year ended 31st March, 2019
Premal Vashi	-	-
Total	-	-

6 Non current - Financial Asset -Other Financial Assets

Particulars	For the year ended 31st March, 2020	For the year ended 31st March, 2019
Security Deposit	16,91,124	16,91,124
Vadodara Stock Exchange Ltd.	1,55,000	1,55,000
Total	18,46,124	18,46,124

7 Advance Income Tax Assets (Net)

Particulars	For the year ended 31st March, 2020	For the year ended 31st March, 2019
TDS Receivable	14,59,799	6,75,416
Total	14,59,799	6,75,416

8 Deferred Tax Assets (Net)

Particulars	For the year ended 31st March, 2020	For the year ended 31st March, 2019
Deferred Tax Asset	9,30,126	7,82,211
MAT credit entitlement	19,78,372	18,74,756
Total	29,08,498	26,56,967

9 Other Non current Asset

Particulars	For the year ended 31st March, 2020	For the year ended 31st March, 2019
Capital advance	29,55,000	29,55,000
Total	29,55,000	29,55,000

10 Inventories

Particulars	For the year ended 31st March, 2020	For the year ended 31st March, 2019
(At lower of Cost or Net Realisable Value)		
Raw Material	6,97,24,753	5,06,27,078
Work in Process	27,86,925	27,71,591
Finished Goods	86,94,876	1,59,48,005
Consumables	57,63,526	30,25,661
Total	8,69,70,080	7,23,72,335

11 Current - Financial Asset-Trade receivables

Particulars	For the year ended 31st March, 2020	For the year ended 31st March, 2019
Trade receivable (Amount includes receivables from related party amounting to Rs.4,409,215/- in current year and Rs.10,868,066/- in Previous year.) (Refer to note no. 36 (ii) under notes on accounts)	2,10,03,433	1,75,56,870
Total	2,10,03,433	1,75,56,870

12 Current - Financial Asset-Cash and cash equivalents

Particulars	For the year ended 31st March, 2020	For the year ended 31st March, 2019
Cash in Hand	1,56,441	1,41,263
Balances with banks	44,837	25,001
Total	2,01,278	1,66,264

13 Current - Financial Asset -Loans

Particulars	For the year ended 31st March, 2020	For the year ended 31st March, 2019
Loans To Employees	7,501	1,16,716
Total	7,501	1,16,716

14 Current - Financial Asset-Other Financial Assets

Particulars	For the year ended 31st March, 2020	For the year ended 31st March, 2019
Interest Receivable	1,36,911	1,03,770
Fixed Deposits with Bank	33,96,150	12,78,500
Total	35,33,061	13,82,270

15 Advance Income Tax Assets (Net)

Particulars	For the year ended 31st March, 2020	For the year ended 31st March, 2019
Tds Receivable 2018-19	-	7,84,383
Tds Receivable 2019-20	7,38,987	-
Total	7,38,987	7,84,383

16 Other Current Asset

Particulars	For the year ended 31st March, 2020	For the year ended 31st March, 2019
Pre paid Expenses	2,09,098	2,47,490
Trust - Ggca Axel Polymers Ltd.	10,000	10,000
Advances to Suppliers	1,89,356	4,58,586
Total	4,08,454	7,16,076

18 Other Equity

Particulars		For the year ended 31st March, 2019
Retained Earnings	(2,28,38,523)	(2,37,74,342)
Other Comprehensive Income	(2,71,669)	91,594
Total	(2,31,10,192)	(2,36,82,748)

Computation of Other Equity

Particulars		Total
Total Balance as at 31st March, 2018		(2,83,67,428)
Profit for the Year		46,80,350
Other Comprehensive Income for the Year (net of Tax)		4,330
Total Comprehensive Income for the Year		46,84,680
Balance as at 31st March, 2019		(2,37,74,342)
Balance of OCI as at 31st March, 2019		91,594
Total Balance as at 31st March, 2019		(2,36,82,748)
Profit for the Year		9,35,819
Other Comprehensive Income for the Year (net of Tax)		(3,63,263)
Total Comprehensive Income for the Year		5,72,556
Balance as at 31st March, 2020		(2,28,38,523)
Balance of OCI as at 31st March, 2020		(2,71,669)
Total Balance as at 31st March, 2020		(2,31,10,192)

19 Non-Current Liabilities-Financial Liabilities - borrowing

Particulars	For the year ended 31st March, 2020	For the year ended 31st March, 2019
Unsecured loans from Directors (Refer to note no. 36 (ii) under notes on accounts)	45,58,607	56,17,013
Total	45,58,607	56,17,013

20 Non-Current Liabilities-Financial Liabilities- Other Financial Liability

Particulars	For the year ended 31st March, 2020	For the year ended 31st March, 2019
Deposit		
Dhara Petrochemicals Pvt Ltd (Deposit)	3,57,64,000	3,57,64,000
V R Industries Deposit	-	-
Total	3,57,64,000	3,57,64,000

21 Non-Current Liabilities-Provision

Particulars	For the year ended 31st March, 2020	For the year ended 31st March, 2019
Provision for gratuity	10,80,136	6,99,291
Provision for Income Tax	6,24,079	-
Total	17,04,215	6,99,291

22 Current Liabilities - Financial Liabilities- Borrowing		
Particulars	For the year ended 31st March, 2020	For the year ended 31st March, 2019
BOB CC A/C 53	6,99,83,980	6,99,27,969
Loans To Employees(Nikhil S. Shah)		
Total	6,99,83,980	6,99,27,969

23 Current Liabilities-Financial Liabilities-Trade Payables		
Particulars	For the year ended 31st March, 2020	For the year ended 31st March, 2019
Trade Payable For Goods and Services	2,79,13,502	87,69,632
Trade Payable For Expenses	15,36,357	12,26,322
Total	2,94,49,859	99,95,954

24 Current Liabilities -Financial Liabilities-Other Financial liabilities		
Particulars	For the year ended 31st March, 2020	For the year ended 31st March, 2019
Provision - Audit Fees		-
Provision - Expenses	3,93,040	9,79,670
Total	4,16,226	10,36,921

25 Current Liabilities - Other Current Liabilities		
Particulars	For the year ended 31st March, 2019	For the year ended 31st March, 2019
Statutory Liabilities	7,94,572	19,41,162
Total	7,94,572	19,41,162

26 Current Liabilities - Provision(s)		
Particulars	For the year ended 31st March, 2020	For the year ended 31st March, 2019
Provision - Current Tax	1,03,616	8,28,167
Provision-Gratuity	4,02,165	3,17,581
Total	5,05,781	11,45,748

AXEL POLYMERS LIMITED

NOTES TO THE FINANCIAL STATEMENTS

27 Revenue from Operations			
	Particulars	2019-20	2018-19
	Sale of Products	19,30,67,670	20,53,45,721
	Sale of Services (TDS CY Rs. 7,38,987/- , PY Rs. 7,67,905/-)	3,59,16,739	3,83,94,184
	Total	22,89,84,409	24,37,39,905
28 Other Income			
	Particulars	2019-20	2018-19
	Interest Income (TDS CY Rs.16,478, PY Rs.32,781/-)	2,23,804	1,81,140
	Profit from sale of Fixed assets	-	-
	Interest On Income Tax Refund	-	4,389
	Foreign Exchange gain	-15,678	-
	Miscellaneous Income	2,512	3,489
	Total	2,10,638	1,89,017
29 Cost of Materials Consumed			
	Particulars	2019-20	2018-19
	Raw Material Consumed		
	Opening Stock	5,06,27,078	5,06,32,159
	Purchases	18,43,81,357	18,60,88,312
	Total	23,50,08,435	23,67,20,471
	Less : Closing Stock	6,97,24,753	5,06,27,078
	Raw Material Consumed	16,52,83,682	18,60,93,393
30 Changes in inventory of finished goods & work-in-process			
	Particulars	2019-20	2018-19
	Closing Stock of :		
	Finished Goods of Compounds of Engg.Polymers	86,94,876	1,59,48,005
	Work in Process	27,86,925	27,71,591
	Total	1,14,81,801	1,87,19,596
	Opening Stock of :		
	Finished Goods of Compounds of Engg.Polymers	1,59,48,005	1,07,58,484
	Work in Process	27,71,591	25,98,300
	Total	1,87,19,596	1,33,56,784
	(Increase)/Decrease in Stock (A-B)	72,37,795	(53,62,812)
	Stock and opening stock of finished goods	72,37,795	(53,62,812)
31 Employees benefits			
	Particulars	2019-20	2018-19
	Salary, Wages, Allowances & other benefits (Amount includes Director's remuneration and perquisite payable for Current year Rs.45,56,573/- and for previous year Rs.36,38,994/-) (Refer to note no. 37 (ii) under notes on accounts)	1,86,86,313	1,76,41,747
	Gratuity	4,02,165	3,17,581
	ESIC	2,34,447	-
	Contribution to Provident fund and other funds	5,10,885	4,29,440
	Staff Welfare Expenses	42,750	85,702
	Total	1,98,76,560	1,84,74,470
32 Financial Cost			
	Particulars	2019-20	2018-19
	Interest to Bank	76,55,122	78,17,095
	Interest to Others (Amount includes Interest Payable to Director for Current year Rs. Nil in P.Y. Rs.3,60,000/-) (Refer to note no. 36 (ii) under notes on accounts)	1,00,885	4,19,022
	Net (gain)/loss on Forex	-	-
	Bank charges	19,91,989	9,03,384
	Total	97,47,995.68	91,39,501
33 Other Expenses			
	Particulars	2019-20	2018-19
	Manufacturing Expenses		
	Power & Fuel	1,02,68,301	1,18,17,986
	Repairs & Maintenance to Plant & Machinery	10,47,481	9,57,087
	Factory Expense	1,95,969	1,68,305
	Administrative & Others Expenses		
	Clearing, Forwarding & Freight Charges	34,05,411	31,40,588
	Consumption of Store & Spares	10,041	45,35,289
	Insurance	4,41,150	2,93,970
	Loss on sale of fixed Asset	-	-
	Payment to Auditor:		
	- For Audit Fees	3,50,000	3,50,000
	Bad debts/ Provision for Bad Debts*	-	-
	Rates & Taxes	13,525	-
	Repairs & Maintenance to Others	2,28,683	2,37,914
	Other Expenses	66,66,617	64,00,643
	Total	2,26,27,180	2,79,01,782

A Capital Management

The Company's objective when managing capital is to:

1. Safeguard its ability to continue as going concern so that the Company is able to provide maximum return to shareholders and benefits for other stakeholders; and
2. Maintain an optimal capital structure to reduce the cost of capital.

Gearing Ratio

The gearing ratio at end of the reporting period is as follows.

Particulars	As at 31 March, 2020	As at 31 March, 2019	As at 31 March, 2018
Debt	45,58,607	56,17,013	54,65,479
Total Equity	1,98,89,808	1,93,17,252	1,46,32,572
Debt to Equity Ratio	0.23	0.29	0.37

1. Debt is defined as all Long Term Debt outstanding + Current Maturity outstanding in lieu of Long Term Debt.

2. Equity is defined as Equity Share Capital + Other Equity

B Categories of Financial Instruments

Particulars	As at 31 March, 2020	As at 31 March, 2019	As at 31 March, 2018
Financial Assets			
Measured at amortised cost			
(a) Trade and other receivables	2,54,55,072	2,31,64,263	3,58,55,382
(b) Cash and cash equivalents	2,01,278	1,66,264	24,74,693
(c) Other Bank balances	-	-	-
(d) Loans	7,501	1,16,716	15,37,875
(e) Other Financial Assets	53,79,185	32,28,394	19,32,808
Financial Liabilities			
Measured at amortised cost			
(a) Borrowings	7,45,42,587	7,55,44,982	7,45,24,886
(b) Trade Payables	2,94,49,859	99,95,954	1,16,72,892
(c) Other Financial Liabilities	3,57,87,186	3,58,21,251	4,79,23,253

C Financial Risk management objectives

The Company's businesses are subject to several risks and uncertainties including financial risks. The Company's documented risk management policies act as an effective tool in mitigating the various financial risks to which the business is exposed to in the course of their daily operations. The risk management policies cover areas such as liquidity risk, commodity price risk, foreign exchange risk, interest rate risk, counterparty and concentration of credit risk and capital management. Risks are identified through a formal risk management programme with active involvement of senior management personnel and business managers. The Company has in place risk management processes in line with the Company's policy. Each significant risk has designated 'owner' within the Company at an appropriate senior level. The potential financial impact of the risk and its likelihood of a negative outcome are regularly updated.

The risk management process is coordinated by the Management Assurance function and is regularly reviewed by the Company's Audit Committee. The Audit Committee is aided by the CFO Committee and the Risk Management Committee, which meets regularly to review risks as well as the progress against the planned actions. Key business decisions are discussed at the periodic meetings of the CFO Committee and the Executive Committee. The overall internal control environment and risk management programme including financial risk management is reviewed by the Audit Committee on behalf of the Board.

Liquidity Risk management

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are required to be settled by delivering cash or another financial asset. The Company manages liquidity risk by maintaining sufficient cash and cash equivalents including bank deposits and availability of funding through an adequate amount of committed credit facilities to meet the obligations when due. The management prepares annual budgets for detailed discussion and analysis of the nature and quality of the assumption, parameters etc.

The following tables detail the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods. The information included in the tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay. The tables include both interest and principal cash flows. The contractual maturity is based on the earliest date on which the Company may be required to pay.

Particulars	Less than 1 year	Between 1 and 5 years	More than 5 years	Total
As at 31st March, 2020				
Non - Current Financial Liabilities				
Borrowings	-	45,58,607	-	45,58,607
Other Financial Liabilities	-	3,57,64,000	-	3,57,64,000
		4,03,22,607		4,03,22,607
Current Financial Liabilities				
Borrowings	6,99,83,980	-	-	6,99,83,980
Trade Payables	2,94,49,859	-	-	2,94,49,859
Other Financial Liabilities	4,16,226	-	-	4,16,226
	9,98,50,065			9,98,50,065
Total Financial Liabilities	9,98,50,065	4,03,22,607		14,01,72,672
As at 31st March, 2019				
Non - Current Financial Liabilities				
Borrowings	-	56,17,013	-	56,17,013
Other Financial Liabilities	-	3,57,64,000	-	3,57,64,000
		4,13,81,013		4,13,81,013
Current Financial Liabilities				
Borrowings	6,99,27,969	-	-	6,99,27,969
Trade Payables	99,95,954	-	-	99,95,954
Other Financial Liabilities	10,36,921	-	-	10,36,921
	8,09,60,843			8,09,60,843
Total Financial Liabilities	8,09,60,843	4,13,81,013		12,23,41,856

35 Earnings per Equity share

Particulars	As at 31st March, 2020	As at 31st March, 2019
Profit After Tax for the year attributable to equity shareholders	9,35,819	46,80,350
Weighted average number of Equity shares	43,00,000	43,00,000
Basic and Diluted earnings per equity shares (Rs.)	0.22	1.09

Axel Polymers Limited

Notes to Financial Statement for the year ended on 31st March, 2020

NOTE:- 1 Corporate Information

Axel Polymer Limited is a company incorporated under the laws of the Republic of India with its registered office at 309, Mokshi, Sankarda – Savli Road, Savli, Vadodara-391780 having business of manufacturing Compounds, Blends and Alloys of Engineering, Specialty and Commodity Polymers since 1995.

Note:-2

2(A) Significant Accounting Policies

A.1 Statement of compliance

These financial statements have been prepared in accordance with the Indian Accounting Standards (referred to as "Ind AS") prescribed under section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules as amended from time to time.

A.2 Basis of preparation of financial statements

The financial statements are prepared under the historical cost convention on an accrual basis of accounting except following assets and liabilities which have been measured at fair value amount:

- i) Certain financial assets and liabilities, and
- ii) Defined benefit plans – plan assets

A.3 Use of estimates

The preparation of financial statement requires management of the company to make estimates and assumptions that affect the reported balances of assets and liabilities and disclosure of contingent liabilities as at the date of financial statements and reported.

A.4 Inventories

Inventories are Valued at lower of cost or net realizable value. Valuation is ascertained on following basis.

- a. Raw materials, stores, spares and consumables on FIFO basis.
- b. Semi-finished goods and finished goods, cost includes direct material and labour and proportion of manufacturing overheads on FIFO basis. Cost of finished goods includes excise duty.

A.5 Cash and Cash Equivalents:

The cash flow statements is prepared by the "Indirect Method" set out in Accounting Standard 3 on "Cash Flow Statement" and presents the cash flow by Operating, Investing & Financing activities of the company.

Cash and Cash Equivalents for the purpose of Cash Flow Statement comprise cash at bank and in hand and short term Investment with the Original Maturity of 3 months or less.

Axel Polymers Limited

Notes to Financial Statement for the year ended on 31st March, 2020

A.6 Property, Plant and Equipments

Property, Plant and Equipments are stated at cost, less accumulated depreciation and impairment, if any. It includes the direct costs attributable to bringing the assets to its working condition for its intended use.

Capital work-in-progress comprises of the cost of the assets that are not yet ready for their intended use at the reporting date.

Intangible assets are recorded at the consideration paid for acquisition of such assets and are carried at cost less accumulated amortization and impairment.

The depreciation during the year has been provided on straight line basis as per Schedule II of the Companies act 2013 since the acquisition of respective fixed assets. The depreciation on fixed assets is provided on the straight line method considering the useful life and residual value of respective fixed asset.

The useful life of assets as adopted by the company as per new schedule II of the Companies act is listed as under:

Particulars	Useful Life
Freehold Land	20
Building (Factory)	30
Building (Residential)	60
Plant and Machinery	8
Plant and Machinery (Twin Screw Extruder)	20*
Electrical Installations	10
Laboratory Equipment	10
Computers, Server & Networking Device	3
Furniture	10
Office equipment	5
Vehicles - Four Wheeler	8

*Based on an independent technical evaluation carried out by external valuer, the management believes that the useful life of Plant and machinery estimated best represents the period over which the management expects to use these assets. However the useful lives for these assets is different from that prescribed in schedule II of the Act.

A.7 Revenue recognition:

- Revenue from sale of goods is recognised when significant risks and rewards of ownership have been passed to the buyer and when the effective control of the seller as the owner is lost. Revenues are recorded at invoice value, net of goods & service tax.
- Interest income is recognized on time proportion basis.
- Dividend income is recognised when the right to receive payment is established.
- Job work income is recognised on completion of job.

A.8 Foreign currency transactions

Exchange differences

Transactions in foreign currencies are recorded at the exchange rates prevailing on the date of the transaction. Foreign currency monetary assets and liabilities are translated at year end exchange rates.

Notes to Financial Statement for the year ended on 31st March, 2020

- a) Exchange differences arising on settlement of transactions and translation of monetary items other than those covered by (b) below are recognized as income or expense in the year in which they arise. Exchange differences considered as borrowing cost are capitalized to the extent these relate to the acquisition / construction of qualifying assets and the balance amount is recognized in the Profit and Loss Statement.
- b) Non-monetary items that are measured in terms of historical cost in a foreign currency are recorded using the exchange rates at the date of transaction. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item. (i.e. translation difference on items whose fair value gain or loss is recognised in OCI or Statement of Profit and Loss are also recognised in OCI or Statement of Profit and Loss, respectively).

A.9 Employee Benefits

- a) The Company's contribution in respect of provident fund is charged to Profit and Loss Account each year.
- b) The Company pays gratuity to the employees whoever has completed five years of service with the Company at the time of resignation. The gratuity is paid @ 15 days salary for every completed year of service as per the payment of Gratuity Act 1972.

The gratuity liability amount is contributed to the Life Insurance Corporation of India (LIC) under LIC's Group Gratuity policy. The liability in respect of gratuity 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 post-employment are charged to the Other Comprehensive Income.

A.10 Borrowing Costs:

Borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset should be capitalised as part of the cost of that asset. The amount of borrowing costs eligible for capitalisation should be determined in accordance with this Standard. Other borrowing costs should be recognised as an expense in the period in which they are incurred

To the extent that funds are borrowed specifically for the purpose of obtaining a qualifying asset, the amount of borrowing costs eligible for capitalisation on that asset should be determined as the actual borrowing costs incurred on that Borrowing during the period less any income on the temporary investment of those borrowings.

A.11 Segment disclosures:

The company operates in a single business segment, i.e. of manufacturing of compounds, blends & alloys of Engineering Polymers; and also no geographical segments as company operates only in India. Accordingly, no separate disclosures required by AS-17 for primary business segment and geographical segment.

A.12 Lease:-

Finance Leases

Assets acquired under lease where the company has substantially all the risk and rewards of ownership are classified as finance lease. Such leases are capitalised at the inception of lease at lower of the fair value and present value of minimum lease payments. Each lease rental paid is allocated between the liability and the interest cost, so as to obtain a constant periodic rate of interest on the outstanding liability for each period.

Axel Polymers Limited

Notes to Financial Statement for the year ended on 31st March, 2020

Operating Leases

Assets acquired as leases where a significant portion of risks and rewards of ownership are retained by the lessor are classified as operating lease. Operating lease charges are recognised in the Profit and Loss account on a straight line basis over the lease term.

A.13 Earnings Per Share

The Company reports basic and diluted earnings per share in accordance with the IND AS -33 'Earning per Share' prescribed by the Companies (Accounting Standard) Rules 2006. Basic Earning per Share is computed by dividing the net profit or loss for the year by the weighted average number of Equity Share outstanding during the year. Diluted earnings per share is computed by dividing the net profit or loss for the year by the weighted number of equity shares outstanding during the year as adjusted for the effects of all dilutive potential equity share.

A.14 Taxes on Income

The tax expense for the period comprises current and deferred tax. Tax is recognised in Statement of Profit and Loss, except to the extent that it relates to items recognised in the comprehensive income or in equity. In which case, the tax is also recognised 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 the tax rates and laws that are enacted or substantively enacted at the Balance sheet date.

- Deferred tax

Deferred tax is recognised on temporary difference 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 realised, 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.

A.15 Impairment of Assets:-

The Company tests for impairments at the close of the accounting period if and only if there are indications that suggest a possible reduction in the recoverable value of an asset. If the recoverable value amount of an Asset, i.e. the net realisable value or the economic value in use of a cash generating unit, is lower than the carrying amount of the Asset the difference is provided for as impairment. However, if subsequently the position reverses and the recoverable amount become higher than the then carrying value the provision to the extent of the then difference is reversed, but not higher than the amount provided for.

Axel Polymers Limited

Notes to Financial Statement for the year ended on 31st March, 2020

A.16 Provisions, Contingent Liabilities and Contingent Assets:-

Provision is recognized only when there is a present obligation as a result of past events and when reliable estimates of the amount of the obligation can be made. Contingent liability is disclosed for:-

- a) Possible Obligations which will be confirmed only by future events not wholly within the control of the company or
- b) Present obligations arising from past events where it is not probable that an outflow of resources will be required to settle the obligation or reliable estimates of the amount of the obligation cannot be made. Contingent Assets are not recognized in the financial statements since this may result in the recognition of income that may never be realized.

Axel Polymers Limited

Notes to Financial Statement for the year ended on 31st March, 2020

Note 36

- i. The company has not received any intimation from the suppliers regarding their status under the Micro, Small and Medium enterprise development Act 2006 and hence disclosures, if any relating to amounts unpaid as at year end together with interest payable as required under the said Act have not been given.
- ii. Disclosure of related party transaction as required by IND AS - 24 Related Party Disclosure:

Key Management Personnel and their relatives as on 31.03.2020 are as under:

Relationship	Name
Whole-time Director	Mr B.K. Bodhanwala
Managing Director	Mr Gaurav Thanky
Non-Executive Director	Dr M.A. Bodhanwala
Director & CFO (KMP)	Mr. A.B. Bodhanwala
Company in which KMP is interested	Dhara Petrochemicals P. Ltd
Firm in which KMP is substantially interested	V R Industries

Note: Related parties and these relationships are as identified by Management and relied upon by the auditors.

Transactions with Key Personnel during the year:

Particulars	Nature of Payment	2019-20	2018-19
B.K. Bodhanwala	Managerial Remuneration	3,00,000	3,00,000
	Other Perquisites	56,333	38,794
	Guarantees given	9,00,00,000	9,00,00,000
	Closing Balance of Unsecured loan	30,04,254	30,04,254
A.B. Bodhanwala	Managerial Remuneration	24,00,000	15,00,000
	Other Perquisites	240	200
	Loan received	-	12,92,770
	Loan repaid	6,98,406	7,51,236
	Guarantees given	9,00,00,000	9,00,00,000
	Interest	3,60,000	3,90,000
	Closing Balance of unsecured loan	15,54,353	26,12,759
M.A. Bodhanwala	Guarantees Given	9,00,00,000	9,00,00,000
Gaurav Thanky	Managerial Remuneration	18,00,000	18,00,000
	Guarantees given	9,00,00,000	9,00,00,000
Dhara Petrochemicals Pvt Ltd	Purchase of goods	7,50,91,812	17,78,70,570
	Sales of goods	17,51,04,801	19,18,85,713
	Security Deposit	3,57,64,000	3,57,64,000
	Closing balance on account of purchase	(85,08,411)	51,13,972
	Closing balance on account of Sale	44,09,215	1,08,68,066
V.R. Industries	Sales of goods	-	31,76,650
	Repayment of Security deposit	-	1,21,11,000

Axel Polymers Limited

Notes to Financial Statement for the year ended on 31st March, 2020

iii. CIF VALUE OF IMPORTS

PARTICULARS	2019-20 (Rs)	2018-19 (Rs)
CIF Value of Imports USD 19710	15,03,637	-

iv. Expenditure / Earning in Foreign Currency: Nil (P.Y. Nil).

v. Contingent Liabilities:

Particulars	As at 31.03.2020	As at 31.03.2019
Income Tax Demand – TDS/TAX	8,95,389	10,04,340

vi. As per the IND AS -19 “Employee Benefits”, the disclosure as defined are given below:

Defined Benefit Plan

I) Reconciliation of opening and closing balances of Defined Benefit Obligation

Particulars	Gratuity	
	2019-20	2018-19
Defined Benefit obligation at the beginning of the year	18,76,819	15,35,137
Current Service Cost	3,37,717	2,58,738
Interest Cost	1,25,106	1,01,209
Actuarial Gain / (Loss)	3,72,468	(18,265)
Past Service cost	-	-
Benefits paid	-	-
Defined Benefit obligation at the end of the year	27,12,110	18,76,819

II) Reconciliation of opening and closing balances of fair value of Plan Assets

Particulars	Gratuity	
	2019-20	2018-19
Fair Value of Plan Assets at the beginning of the year	8,59,947	6,31,516
Return on Plan Assets	69,862	28,31
Actuarial Gain / (Loss)	-	-
Employer Contribution	3,00,000	2,00,000
Benefits paid	-	-
Fair value of Plan Assets at year end	12,29,809	8,59,947

III) Reconciliation of fair value of Assets and Obligation

Particulars	Gratuity	
	2019-20	2018-19
Fair Value of Plan Assets	12,29,809	8,59,947
Present value of obligation	27,12,110	18,76,819
Amount recognized in Balance Sheet (Surplus / (Deficit))	(14,82,301)	(10,16,872)

IV) Expenses recognized during the year

Particulars	Gratuity	
	2019-20	2018-19
Current Service Cost	3,37,717	2,58,738
Interest Cost	64,449	58,843
Past Service Cost and Loss (Gain) on curtailment and settlement	-	-
Total included in :Employee Benefit Expenses	4,02,166	3,17,581

Axel Polymers Limited

Notes to Financial Statement for the year ended on 31st March, 2020

V) Actuarial assumption

Particulars	Gratuity	
	2019-20	2018-19
Discount Rate	6.55%	7.60%
Salary Growth Rate	7.00%	7.00%
Withdrawal Rates	10% at younger ages reducing to 2% at older ages	10% at younger ages reducing to 2% at older ages

VI) Sensitivity Analysis

Particulars	As at 31 st March, 2020		As at 31 st March, 2019	
	Increase	Decrease	Increase	Decrease
Change in Discounting Rate (delta effect of +/-0.5%)	26,06,559	28,25,770	18,10,517	19,48,006
Change in Salary Growth Rate (delta effect of +/-0.5%)	28,22,591	26,08,147	19,42,769	18,10,144
Change in Withdrawal rate (delta effect of +/-0.1%)	27,02,445	27,21,889	18,73,472	18,79,925

Sensitivity analysis is performed by varying a single parameter while keeping all the other parameters unchanged.

Sensitivity analysis fails to focus on the interrelationship between underlying parameters. Hence, the results may vary if two or more variables are changed simultaneously

The method used does not indicate anything about the likelihood of change in any parameter and the extent of the change if any.

vii. Impact of COVID – 19 (Global Pandemic)

Consequent to the nationwide lockdown announced by the Government of India, The Company's Plant and Offices were shut down from March 23, 2020 onwards. Since the gradual easing of the lockdown from 25th April 2020 onwards, and in line with the various directions of the government, the company's plant has commenced operations in the phased manner, in the line of the market demand. The COVID-19 crises have caused the significant disturbance and slowdown of the economic activities. The Company's management has done the assessment of the situation, including the liquidity positions and the recoverability and the recoverability and carrying value of the assets and liabilities as at March 31,2020 and concluded that there are no material adjustments that are required in the financial statements as of March, 2020. However the impact assessment of COVID-19 is a continuing process given the uncertainty associated with its nature and durations. The impact of COVID-19 on the Company's Financial Statements may be differing from that estimates as the date of approve of these financial statements. The Company will continue to monitor any material changes as the situation evolves.

Axel Polymers Limited

Notes to Financial Statement for the year ended on 31st March, 2020

viii. Previous year's figures have been regrouped, rearranged or re-casted wherever necessary.

ix. The outstanding balances of Trade Payables, Unsecured Loans, Trade Receivables, Deposits and Loans & Advances are subject to confirmation.

As per our Report of even date

**For Mukund & Rohit
Chartered Accountants
Registration No. 113375W**

**For & on behalf of the Board
Axel Polymers Ltd**

**B. K. Bodhanwala
Chairman**

**Gaurav Thanky
Managing Director**

**Rohit Kothari
Partner
Membership No. 038908
UDIN:20038908AAAAAD4758**

**A. B. Bodhanwala
Director & CFO**

**Jigardan Gadhvi
Company Secretary**

**Place: Vadodara
Date: 30 June, 2020**

**Place: Vadodara
Date: 30 June, 2020**