

ADVANCE PETROCHEMICALS LIMITED
(CIN L23200GJ1985PLC008013)

36th Annual Report
2020-21

CORPORATE INFORMATION

➤ DIRECTORS

- | | |
|-------------------------------------|---------------------------------------------------|
| 1. Mr. Arvind Vishwanath Goenka | Director |
| 2. Mr. Pulkit Goenka | Chairman, Managing Director |
| 3. Mr. NirishJagabhai Parikh | Director |
| 4. Ms. Aanchal Arvind Goenka | Director |
| 5. Mr. Mohmmadhanif Sherkhan Nagori | Director (upto 27.03.2021) |
| 6. Mr. Akshat Shukla | Director (w.e.f. 27.03.2021) |
| 7. Mr. Shaileshsingh Rajput | Director (w.e.f. 27.03.2021)
(upto 19.07.2021) |
| 8. Mrs. Palak Tapas Relia | Director (w.e.f. 19.07.2021) |

➤ KEY MANAGERIAL PERSONNEL

- | | |
|------------------------------|-------------------------|
| 1. Mr. Natraj Mohanbhai Arli | Chief Financial Officer |
|------------------------------|-------------------------|

➤ COMPANY SECRETARY

- | | |
|-----------------|---------------------|
| Mr. Mohit Asawa | (w.e.f. 07.08.2020) |
|-----------------|---------------------|

➤ AUDIT COMMITTEE

- | | |
|-------------------------------------|----------------------------|
| 1. Mr. NirishJagabhai Parikh | Chairman |
| 2. Mr. Mohmmadhanif Sherkhan Nagori | Member (upto 27.03.2021) |
| 3. Mr. Akshat Shukla | Member (w.e.f. 27.03.2021) |
| 4. Mr. Arvind Vishwanath Goenka | Member |

➤ NOMINATION AND REMUNERATION COMMITTEE

- | | |
|-------------------------------------|----------------------------|
| 1. Mr. NirishJagabhai Parikh | Chairman |
| 2. Mr. Mohmmadhanif Sherkhan Nagori | Member (upto 27.03.2021) |
| 3. Mr. Akshat Shukla | Member (w.e.f. 27.03.2021) |
| 4. Mr. Arvind Vishwanath Goenka | Member |

➤ STAKEHOLDERS' RELATIONSHIP COMMITTEE

- | | |
|-------------------------------------|----------------------------|
| 1. Mr. Arvind Vishwanath Goenka | Chairman |
| 2. Mr. Mohmmadhanif Sherkhan Nagori | Member (upto 27.03.2021) |
| 3. Mr. Akshat Shukla | Member (w.e.f. 27.03.2021) |
| 4. Mr. NirishJagabhai Parikh | Member |

➤ **KEY CONTACT PERSON**

Mr. Pulkit Goenka
Mr. Natraj Mohanbhai Arli

Managing Director
Chief Financial Officer

➤ **BANKERS**

Punjab National Bank (Earlier Known as Oriental Bank of Commerce)
C.G. Road Branch,
Ahmedabad – 380 006.

➤ **STATUTORY AUDITORS:**

Suresh R.Shah & Associates
Chartered Accountants
Ahmedabad

➤ **SECRETARIAL AUDITORS**

M/s. Patawari & Associates
Practicing Company Secretaries
Ahmedabad

➤ **INTERNAL AUDITORS**

M/s. Tibrewal Bhagat & Associates,
Chartered Accountants
Ahmedabad

➤ **SHARES LISTED WITH :**

Bombay Stock Exchange (BSE)

➤ **REGISTRAR & SHARE TRANSFER AGENT:**

Bigshare Services Pvt. Ltd.
1st Floor, Bharat Tin Works Building,
Opp. Vasant Oasis, Makwana Road, Marol,
Mumbai – 400 059

➤ **REGISTERED OFFICE:**

36, Kothari Market, Kankaria Road,
Ahmedabad – 380 022.

Factory Address: Plot No. 167,
Pirana Approach, Village: Piplej,
Ahmedabad

➤ **CORPORATE IDENTITY NUMBER:**

L23200GJ1985PLC008013

➤ **WEBSITE:**

www.advancepetro.com

EMAIL:

info@advancepetro.com

INDEX

Sr. No.	Particulars	PageNo.
1.	Notice	5-24
2.	Directors' Report	25-38
3.	Secretarial Audit Report	39-42
4.	Annexure to Board Report	43-51
5.	Independent Auditor's Report	52-61
6.	BalanceSheet	62
7.	Profit& Loss Statement	63
8.	CashFlow Statement	64
9.	Notes to Accounts	65-94
10.	Route Map for AGM	95
11.	Attendance Slip	96
12.	Form MGT – 11	97-99

ADVANCE PETROCHEMICALS LIMITED

Registered office: 36, Kothari Market Kankaria Road Ahmedabad-380022

CIN: L23200GJ1985PLC008013 **Tel:** 8758998855 **Website:** www.advancepetro.com

E-Mail: info@advancepetro.com

NOTICE is hereby given that Thirty Six (36th) Annual General Meeting of the members of the Company will be held on Thursday, 30th September, 2021 at 02:00 p.m. at the Registered office of the Company situated at 36, Kothari Market, Kankaria Road, Ahmedabad-380022 to transact the following business: -

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements for the Financial Year ended on 31st March, 2021, together with the Reports of the Board of Directors and Auditors thereon.
2. To appoint a director in place of Arvind Goenka (DIN 00093200), Director of the Company who retires by rotation and being eligible offers himself for reappointment.

SPECIAL BUSINESS:

3. **To Regularize Mr. Akshat Shukla as Non-Executive Independent Director of the Company.**

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013, the Companies (Appointment and Qualification of Directors) Rules, 2014 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or reenactment thereof for the time being in force), Mr. Akshat Shukla (DIN: 08826693), who was appointed as an Additional Director of the Company by the Board of Directors in accordance with section 161(1) of the Companies Act, 2013 with effect from 27th March, 2021 and whose term of office expires at this Annual General Meeting and in respect of whom the Company has received a notice in writing from the member of the company under the provisions of Section 160 of the Companies Act, 2013, proposing his candidature for the office of Director, be and is hereby appointed as a Non-Executive Independent Director of the Company to hold office for a term upto 5 (five) consecutive years w.e.f. 27th March, 2021 and his appointment shall not be liable to retire by rotation.”

4. To Regularize Mrs. Palak Tapas Relia as a Non-Executive Director of the Company.

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

“RESOLVED THAT pursuant to the provisions of Section 152, 161 and other applicable rules and provisions (including any modification and re-enactment thereof), if any, of the Companies Act, 2013, Mrs. Palak Tapas Relia (DIN: 09234949), who was appointed as an Additional Director with effect from July 19, 2021, on the Board of the Company and who holds office upto ensuing Annual General Meeting of the Company and in respect whom the Company has received a recommendation from Nomination and Remuneration Committee constituted under Section 178(1) of the Companies Act, 2013 proposing her candidature for the office of Director of the Company, be and is hereby appointed as a Director of the Company, liable to retire by rotation.”

"RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors of the Company and Company Secretary be and are hereby severally authorized to do all such acts, deeds and things as it may in its absolute discretion deem necessary, proper or desirable and to settle any questions, difficulty or doubt that may arise in this regard”.

5. To Approve Remuneration of Mr. Pulkit Goenka, Managing Director of the Company.

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

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and Schedule V thereto and the Rules made thereunder and SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 including any amendment(s), statutory modification(s) or re-enactment(s) thereof for the time being in force and pursuant to the recommendations of Nomination and Remuneration Committee of Directors and the Board of Directors of the Company, consent of the Members of the Company be and is hereby accorded for payment of remuneration to Mr. Pulkit Goenka (DIN: 00177230), Managing Director of the Company during the period commencing on 1 April 2021 and ending on 24th October 2024, on the terms of his appointment and remuneration approved by the Members by means of passing of special resolution as set out in the Statement annexed hereto; which is within the remuneration structure and overall limits approved by them at the above AGM and which in any financial year(s) may exceed 5% of the net profits of the Company and in the event of inadequacy or absence of profits in any financial year during the above period(s), the remuneration comprising salary, performance linked incentive, perquisites, allowances and benefits.”

“RESOLVED FURTHER THAT the Board of Directors of the Company or a Committee thereof be and is hereby authorized to vary and/or revise the remuneration of the said Managing Director within the overall limits approved herein and settle any question or difficulty in connection therewith and incidental thereto.”

**By Order of the Board of Directors
ADVANCE PETROCHEMICALS LIMITED**

**Date:13.08.2021
Place: Ahmedabad**

**PULKIT GOENKA
Chairman & Managing Director
DIN No. 00177230**

NOTES:

1. A member entitled to attend and vote at the meeting is also entitled to appoint one or more proxies and that a proxy need not be a member of the company. Proxies in order to be effective must be deposited not less than 48 hours before the commencement of the meeting. A person can act as proxy on behalf of members not exceeding 50 (fifty) and holding in aggregate not more than 10 (ten) percent of the total share capital of the Company. However, a member holding more than 10% (ten percent) of the total share capital of the Company may appoint a single person as proxy and such person shall not act as proxy for any other member. Proxies submitted on behalf of the Companies, Societies, etc., must be supported by an appropriate resolution/authority as applicable.
2. The Register of Members and Share Transfer Books will remain close from 24th September, 2021 to 30th September, 2021 (both days inclusive).
3. Members are requested to intimate about the change in address, if any.
4. Members are requested to bring the copies of the annual report as the same will not be distributed at the annual general meeting.
5. Pursuant to Section 72 of the Companies Act, 2013, Members who hold shares in the physical form can nominate a person in respect of all the shares held by them singly or jointly.
6. Members may note that the copy of the annual report for the year 2020-2021 is also available on the website of the Company.
7. In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, Members have been provided with the facility to cast their vote electronically, through the e-voting services provided by the NSDL (National Securities Depository Limited)on all resolutions set forth in this Notice.

The Ministry of Corporate Affairs has taken a "Green Initiative in the Corporate Governance" by allowing paperless compliances by companies and has issued circular stating that service of notice/documents including annual report can be sent by e-mail to its members. We fully support the Ministry's green initiative. Accordingly, the members are requested to inform their e-mail addresses to RTA - M/s Bigshare Services Pvt. Ltd., 1st Floor, Bharat Tin Works Building, Opp. Vasant Oasis, Makwana Road, Marol, Mumbai – 400 059.

8. The information pursuant to Regulation 36(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 with respect to the details of the Directors seeking appointment / re-appointment in this Annual General Meeting is annexed herewith.
9. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

10. Notice of the 36th Annual General Meeting of the Company Interalia, indicating the process and manner of e-voting is being sent to all the members whose email Ids are registered with the Company/Depository Participant(s) for communication purpose through electronic mode unless any member has requested for a physical copy of the same. For members who have not registered their email address, physical copies of the Notice of the 36th Annual general Meeting of the Company, interalia, indicating the process and manner of e-voting is being sent through the permitted mode.
11. In view of COVID-19, shareholders are requested to follow the below mentioned safety guidelines while attending the meeting:
- Maintain at least 1 meter (3 feet) distance between yourself and others;
 - Wear a mask throughout the meeting;
 - Use a hand sanitizer, which would be provided at the entrance of the meeting hall on the day of meeting;

THE INSTRUCTIONS FOR SHAREHOLDERS VOTING ELECTRONICALLY ARE AS UNDER:

The Company has approached NSDL for providing e-voting services through our e-voting platform. In this regard, your Demat Account/Folio Number has been enrolled by the Company for your participation in e-voting on resolution placed by the Company on e-Voting system.

The Notice of the Annual General Meeting (AGM) of the Company inter alia indicating the process and manner of e-Voting process along with printed Attendance Slip and Proxy Form can be downloaded from the link <https://www.evoting.nsdl.com> or (<https://www.advancepetro.com>).

The e-voting period commences on September 27, 2021 (9:00 am) and ends on September 29, 2021 (5:00 pm). During this period shareholders' of the Company, may cast their vote electronically. The e-voting module shall also be disabled for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.

The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the **cut-off date** of 23rd September, 2021. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. 23rd September, 2021, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or (info@advancepetro.com) .

The facility for voting through remote e-voting shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.

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

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

Step 1: Access to NSDL e-Voting system

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

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none">Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period.If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jspVisit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After