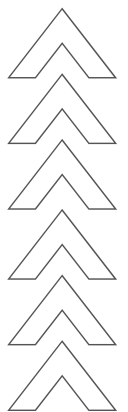


**AMBITIOUS
PLASTOMAC**



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31ST ANNUAL REPORT

About Our Company

A Brief Story About The Company

Ambitious Plastomac has been responsibly designing and manufacturing toys since many Years. Every toy is created with children in mind; no sharp edges or small parts and no PVC or toxic paint make them toys you can trust.

Our unique toys are created by our team of specialist designers – old enough to understand exactly what makes a great toy, but young enough to remember the fun and magic of childhood. Designed and tested to the highest standards, we ensure our Toys are safe and durable enough for even the toughest toddlers.

Ambitious Plastomac has had a clear mission right from the beginning, to design great quality toys with real long-lasting play value that did not require batteries. There would be no cutting corners and a focus on good design, safety and durability of the toys is the promise and vision of the brand for generations to come.

CORPORATE INFORMATION

BOARD OF DIRECTORS

1. Mr. Pinkal R. Patel Managing Director
2. Mrs. Rajvi P. Patel Non-Executive Director
3. Mr. Hardik Patel Independent Director
4. Mr. Nimesh Patel Independent Director

CORPORATE IDENTITY NUMBER (CIN)

L25200GJ1992PLC107000

ISIN

INE267C01013

CHIEF FINANCIAL OFFICER

Mr. Monark R. Patel

COMPANY SECRETARY

1. Mrs. Bijal Thakkar (Till 12th July, 2022)
2. Mrs. Poorvi Gattani (From 22nd July, 2022)

AUDITORS

1. M/s. J. T. Shah & Co., (Till 14th May, 2022)

Chartered Accountants,
[Statutory Auditor]

2. M/s. Pankaj K. Shah & Associates,

(From 30th May, 2022)
Chartered Accountants,
(Statutory Auditor)

3. M/s. Vishwas Sharma & Associates,

Practicing Company Secretary
(Secretarial Auditor)

REGISTERED OFFICE

405, Royal Square, Nr. JBR Arcade,
Science City Road, Sola,
Ahmedabad, Gujarat – 380 060.

REGISTRAR AND SHARE TRANSFER AGENT

Skyline Financial Services Pvt Ltd
D-153A, 1st Floor,
Okhla Industrial Area,
Phase -I, New Delhi – 110 020
Ph No.: 011-40450193-97
011-26812682-83

Email: info@skylinerta.com,
Website: www.skylinerta.com

31st ANNUAL GENERAL MEETING

Day: Friday
Date: 30th September, 2022
Time: 12:30 P.M.
Mode: Video Conference /other
audio visual means

NOTICE OF 31ST ANNUAL GENERAL MEETING

NOTICE is hereby given that the 31st (Thirty-One) Annual General Meeting (“AGM”) of the Members of **Ambitious Plastomac Company Limited** (“the Company” or “APCL”) will be held on Friday, 30th September, 2022 at 12:30 p.m. (IST) through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”) to transact the following businesses. The venue of the AGM shall be deemed to be the registered office of the Company i.e. at 405, Royal Square, Nr. JBR Arcade, Science City Road, Sola, Ahmedabad, Gujarat – 380 060.

ORDINARY BUSINESSES:

- 1) To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2022, Statement of Profits & Loss and together with Cash Flow Statement and Notes forming part thereto (“Financial Statement”) for the year ended on 31st March, 2022 and Report of the Board of Directors and Auditors thereon.
- 2) To appoint a director in place of Mr. Pinkal R. Patel (DIN: 06512030), Director who retires by rotation at this meeting and being eligible, offers himself for re-appointment.
- 3) To consider and approve the appointment of M/s. Pankaj K. Shah & Associates, Chartered Accounts, (FRN: 107352W) as Statutory Auditors of the Company for a term of five years.

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 139, 141, 142 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, including any statutory modification(s) or re-enactment(s) or modification(s) thereof for the time being in force) M/s. Pankaj K. Shah & Associates, Chartered Accountants, (FRN: 107352W) be and are hereby appointed as the Statutory Auditors to hold office for term of 5 (five) consecutive years from the conclusion of 31st AGM until the conclusion of the 36th AGM to be held for

the financial year 2026-27, on such remuneration as may be mutually agreed between the Board of Directors / Audit Committee of the Company and the statutory auditors plus applicable taxes, out-of-pocket expenses, travelling and other expenses, in connection with the work of audit to be carried out by them from time to time.

**By order of Board of Directors
For, Ambitious Plastomac Company Limited**

**Sd/-
Pinkal R. Patel
Chairman & Managing Director
DIN: 06512030**

Ahmedabad, 30th August, 2022

Registered Office:
405, Royal Square, Nr. JBR Arcade,
Science City Road, Sola, Ahmedabad,
Gujarat – 380 060.

NOTES

- 1) In view of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs ("MCA") has vide its circulars dated 5th May, 2022, 8th December, 2021 and 14th December, 2021 read with circulars dated 5th May, 2020, 8th April, 2020, 13th April, 2020 and 13th January, 2021, (collectively referred to as "MCA Circulars") and SEBI vide its circulars dated 13th May, 2022 read with circulars dated 15th January, 2021 and 12th May, 2020 (collectively referred to as "SEBI Circulars") permitted the holding of the AGM through VC / OAVM, without the physical presence of the members at a common venue. In compliance with the provisions of the Act, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and MCA Circulars, the 31st AGM of the Company is being held through VC / OAVM. Hence, Members can attend and participate in the 31st AGM through VC/OAVM.

As AGM is being held pursuant to the MCA and SEBI Circulars through VC / OAVM, the facility to appoint proxy will not be required for the AGM and hence the proxy form and attendance slip are not annexed to this Notice. Also, the route map is not annexed to this Notice. However, in pursuance of Section 112 and Section 113 of the Act, representatives of the Members such as the President of India or the Governor of a State or Body Corporates is entitled to appoint authorized representative to attend the AGM through VC / OAVM and participate thereat and

- 2) Institutional / corporate shareholders (i.e. other than individual / HUF, NRI etc.) are required to send a scanned copy of board resolution / authorization letter for authorizing the representative to attend the AGM of the Company through VC / OAVM on its behalf and to cast their vote through remote e-voting. The said board resolution / authorization letter shall be sent to Parthkumar & Associates, the Scrutinizer, appointed by the Board, by email on their registered email address i.e. come2comply@gmail.com.
- 3) The Explanatory Statement pursuant to provision of section 102 of the Act, Secretarial Standard – 2 on General Meetings and SEBI Listing Regulations in respect of the agenda items as mentioned in Notice is annexed hereto.
- 4) In compliance with the MCA and SEBI Circulars, Notice of the 31st AGM along with the Annual Report 2021-2022 is being sent through electronic mode only to those Members whose e-mail address is registered with the Company's Registrar and Share Transfer Agent ("RTA") / Depository Participants ("DPs") as on Friday, 2nd September, 2022. Members may note that the Notice of AGM and the Annual Report of the Company for the financial year 2021-2022 is uploaded on the Company's website www.ambitiousplastomac.com and may be accessed by the members and will also be available on the website of the BSE Limited at www.bseindia.com. Members who have not

registered their email addresses are requested to register the same with the Company / RTA / respective DPs.

- 5) 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 Skyline Financial Services Pvt Ltd (RTA) in case the shares are held by them in physical form.
- 6) The Register of Members and Share Transfer Book of the Company will remain close from Saturday, 17th September, 2022 to Friday, 30th September, 2022 (both days inclusive) for the purpose of AGM.
- 7) The Board of Directors of the Company has appointed Mr. Parth Patel (ACS No.: 60288; CP No. 22741) Proprietor of M/s. Parthkumar & Associates, Practicing Company Secretaries as the Scrutinizer to scrutinize the remote e-voting process and voting through electronic voting system at the AGM in a fair and transparent manner.

The Scrutinizer will, after the conclusion of e-voting at the AGM, scrutinize the votes casted at the Meeting, votes casted through remote e-voting, make a consolidated scrutinizer's report and submit the same to the chairperson or a person authorized by him in writing, who shall countersign the same and declare the results (consolidated) within two working days from the conclusion of the AGM.

The result declared along with the scrutinizers report will be displayed on the Company's website at www.ambitiousplastomac.com and will be uploaded on the website of BSE Limited at www.bseindia.com and on the website of CDSL e-voting at www.evoting.cdslindia.com immediately after the declaration of results.

- 8) Pursuant to SEBI Circular dated 3rd November, 2021 read with SEBI Circulars dated 14th December, 2021 and 25th January, 2022 on Common and Simplified Norms for processing Investor's Service, the shareholders holding shares in Physical mode are mandatorily require to record their PAN, Address with PIN code, Email address, Mobile Number, Bank Account details, Specimen Signature and Nomination with the Company / RTA of the Company. The salient features and requirements of the circular are as follows:
 - a) **If case of Non-Updation of KYC:** Folios wherein any one of the cited details / documents, (i.e PAN, Address with PIN code, Email address, Mobile Number, Bank Account details, Specimen Signature and Nomination) are not available on or after 1st April, 2023, shall be frozen as per SEBI circular. The securities in the frozen folios shall be eligible to lodge any grievance or avail service request from the RTA only after

furnishing the complete documents / details as aforesaid. And eligible for any payment including dividend, interest or redemption payment only through electronic mode upon complying with the above stated requirements.

- b) The relevant formats for Nomination and Updation of KYC details viz; Forms ISR-1, ISR-2, ISR-3, SH-13, SH-14 and SEBI circular can accessed at www.sebi.gov.in. Original cancelled cheque leaf bearing the name of the first holder failing which first security holder is required to submit copy of bank passbook / statement attested by the bank which is mandatory for registering the new bank details.
- c) **Mandatory Linkage of PAN with Aadhaar:** As per the Central Board of Direct Taxes (CBDT), it is mandatory to link PAN with Aadhaar number by 31st March, 2023. Security holders who are yet to link the PAN with Aadhaar number are requested to get the same done before 31st March, 2023. Post 31st March, 2023 or any other date as may be specified by the CBDT, RTAs shall accept only valid PANs and the ones which are linked to the Aadhaar number. The folios in which PAN is / are not valid as on the notified cut-off date of 31st March, 2023 or any other date as maybe specified by the CBDT, shall also be frozen.

In view of the above, we request you to submit the KYC Form, duly completed along with Investor Service Request Form (ISR) – 1 and the required supporting documents as stated in Form ISR-1 at the earliest with Company's RTA.

- 9) All the relevant documents referred to in this Notice will be available for inspection by requesting written email to the Company Secretary at ambitiousplasto@gmail.com by the Members during the AGM by mentioning the details of Folio No. / Client ID - DP ID wherein the shares of the Company are held by the Member(s) till the date of AGM.
- 10) As required in terms of Secretarial Standard – 2 and SEBI Listing Regulations, the information (including profile and expertise in specific functional areas) pertaining to directors recommended for re-appointment in the AGM are given below. The Directors have furnished the requisite consent / declarations for their re-appointment as required under the Act, and the Rules thereunder.

Name of Director	Pinkal R. Patel
Director Identification Number	06512030
Age	40
Qualification	Civil Engineer (Diploma)
Brief Profile / Experience including expertise in specific functional areas	An accomplished industrialist and a second-generation entrepreneur, during the 9+ years of his association with the Company. He brings to the Board, extensive experience in the areas of

	sustainability, financial stewardship, business, strategy and strategic communication, leadership, public affairs, and governance.
No. of Shares held as on 31st March, 2022	7,17,600
Terms and conditions of reappointment	Executive Director liable to retire by rotation
Date of first appointment on Board	24/04/2013
Directorships held in other companies	----
Directorship of listed entities from which director has resigned in the past 3 years	----
Chairman / Member of the Committees in other Companies	----
Remuneration sought to be paid	----
Remuneration last drawn	----
Number of meetings of the Board attended during the year.	5 (five)
Relationship with other Directors and other Key Managerial Personnel of the Company	Mr. Pinkal R. Patel is husband of Mrs. Rajvi P. Patel and brother of Mr. Monark R. Patel.

11) INSTRUCTION FOR E-VOTING AND JOINING THE AGM:

- a) Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI Listing Regulations (as amended), and MCA Circulars, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has appointed Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.
- b) The Members can join the AGM in the VC / OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC / OAVM will be made available to at least 1,000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the

Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

- c) The attendance of the Members attending the AGM through VC / OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Act.
- d) Shareholders holding equity shares shall have one vote per share as shown against their holding. The shareholders can vote for their entire voting rights as per their discretion.

e) THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING AND E-VOTING DURING AGM AND JOINING MEETING THROUGH VC / OAVM ARE AS UNDER:

The Company is pleased to provide remote e-voting facility for the Members of the Company to enable them to cast their votes electronically on the resolutions mentioned in this Notice of AGM of the Company.

- i. The voting period will begin on Tuesday, 27th September, 2022 at 10:00 a.m. and will end on Thursday, 29th September, 2022 at 5:00 p.m. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of Friday, 23rd September, 2022 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- ii. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the time of meeting.
- iii. Pursuant to SEBI Circular No. SEBI/HO/CFD/ CMD/CIR/P/2020/242 dated 09th December, 2020, under Regulation 44 of SEBI Listing Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders / retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders. In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts / websites of Depositories / Depository Participants. Demat account holders would