



RESILIENCE
IS THE NEW SUSTAINABILITY.

KOKUYO CAMLIN LIMITED

73rd ANNUAL REPORT 2019-20

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Disclaimer: This document contains statements about expected future events and financials of Kokuyo Camlin Limited, which are forward-looking. By their nature, forward-looking statements require the Company to make assumptions and are subject to inherent risks and uncertainties. There is significant risk that the assumptions, predictions and other forward-looking statements may not prove to be accurate. Readers are cautioned not to place undue reliance on forward-looking statements as a number of factors could cause assumptions, actual future results and events to differ materially from those expressed in the forward-looking statements. Accordingly, this document is subject to the disclaimer and qualified in its entirety by the assumptions, qualifications and risk factors referred to in the Management Discussion and Analysis of this Annual Report.

Please find our online version at

<https://www.kokuyocamlin.com/annual-reports.html>

Or simply scan to download



Investor Information

Market Capitalisation as at 31st March, 2020	₹ 40,523 Lakhs
CIN	L24223MH1946PLC005434
BSE Code	523207
Bloomberg Code	CAMLN:IN
AGM Date	Friday 4th September, 2020, 11.00 a.m
AGM Mode	Video Conferencing ("VC") / Other Audio Visual Means ("OAVM")





At Kokuyo Camlin Limited ('KCL' or 'the Company'), resilience defines our capability to prevent, prepare and respond to any anticipated or unexpected business environment.

Our proactive strategies and strong execution capabilities of the team prepares us to face unanticipated adversities. Our strengths, especially in the areas of technology and innovation, allows us to respond by delivering premium and value-added products to our customers. The outcomes of our resilient practices defines our sustainability in the 'new normal' world.

Crafting a Sustainable Business

Who we are?

We are the pioneers in manufacturing world-class stationery products at cost efficient prices. Over the years, our product range of high-quality paints and accessories for artists to canvas and school art materials, has grown considerably. Our unwavering customer focus and a relentless zest for innovation has made us one of the most preferred brands and a synonym in the stationery products.

What we do?

We are engaged in manufacturing of various innovative product across segments like: inks, colours, writing instruments, technical and drawing instruments, office stationery, markers, notebooks and scholastic and hobby art materials, among others. Our rich domain expertise, pioneering design and manufacturing capabilities, and unwavering focus on quality and excellence under pin our operations.

Over **2,100** SKUs

1,211 Employees

What differentiates us?

Corporate Philosophy



Customer First: Committed towards delivering superior quality to meet the diverse demands of customers globally



Human Resources: Promoting equal employment opportunities to encourage professional excellence and striving to provide good working conditions



Business Partners: Establishing a long-lasting association with all stakeholders to augment mutual co-operation and a bond of mutual trust



Corporate Governance: Taking a leadership role in nurturing corporate culture and implementing policies that promote ethical behaviour



Transparency: Maintaining transparency and conducting business operations with the utmost honesty and integrity



Where we are?

Over the years, we have evolved and built a strong presence across diverse products, sectors, and geographies. Our world-class manufacturing facilities in Patalganga, Tarapur and Samba is ISO 14001:2015, ISO 45001:2018 and ISO 9001:2015 certified. Backed by state-of-the-art Japanese technology, we offer finest, superior quality product suited to customer needs.



**Patalganga
Plant**



**Tarapur
Plant**



**Samba
Plant**

Inspiring Change and Sustainable Living

At Kokuyo Camlin, we believe in working together to build a better world. As a good corporate citizen, we believe it is our position in the community which makes us responsible for their well-being and progress. This belief has been imparted in our operating procedures and community support. We also motivate our employees to actively follow, understand and contribute to social causes, so as to promote self and community development.

To centralise our efforts, we have seven focus areas through which we initiate various measures and programmes to reach to more and more people.

Key Areas of our Social Intervention



EDUCATION



HEALTH AND SANITATION



SKILL DEVELOPMENT



WOMEN EMPOWERMENT



SWACHH BHARAT



SWACHH BHARAT KOSH



ENVIRONMENT CONSERVATION

₹ **29.11** Lakhs

Total amount spent
on CSR in 2019-20



Celebrating Art

Kokuyo Camlin has coloured the imagination of millions of children in India. It has painted the dreams of the country's youth by promoting art, artists, art appreciation and art education. The Camel Art Contest (CAC) is the largest art competition in the world and we hold 'Guinness Books of World Records' for the same.

During the year 2019-20, CAC was very special for number of reasons. Group wise, new set of topics were announced, especially for the first-time topics related to Armed Forces was introduced.

- Group A Kindergarten (Below 1st Std): My Toy
- Group B (Std 1st & 2nd): Fish Aquarium
- Group C (Std 3rd & 4th): Let's Make Learning Fun
- Group D, E & F (Std 5th to 12th): Guardians of our Nation (Indian Armed Forces- Army/ Navy/ Air force)



Camel Art Foundation (CAF)

Launched in 1988, the CAF aims to celebrate and sustain the key role that art plays in the enrichment of our lives. It is only one of its kind activity in the country which has an objective to create platform for budding artists, art college students, amateur and professional artists to bring their talent in the limelight. This online national level contest invites participation from students and professionals above 18 years. Winners of this competition get to travel on a 10 day, all expenses paid for, curated tour to world famous museums in Europe.



Corporate Information

Chairman Emeritus

Mr. Subhash Dandekar

Board of Directors

Mr. Dilip Dandekar (*Chairman & Executive Director*)
Mr. Takuya Morikawa (*Sr. Vice Chairman & Non-Executive Director*)
Mr. Shriram Dandekar (*Vice Chairman & Executive Director*)
Mr. Nobuchika Doi (*Executive Director*)

Independent Directors

Mr. Shishir Desai
Mr. Sriram Venkataraman
Ms. Nandini Chopra
Mr. Yasuyuki Kanebako

Chief Executive Officer

Mr. Satish Veerappa

Chief Financial Officer

Mr. Chetan Badal

Vice President (Corporate) & Company Secretary

Mr. Ravindra Damle

Registered Office

Hilton House, 48/2, Central Road,
M.I.D.C., Andheri (East),
Mumbai-400093
CIN: L24223MH1946PLC005434

Works

Patalganga : Plot No. F/8,
Additional Patalganga MIDC,
Village: Chavane, Taluka-Panvel,
Dist.: Raigad-410220

Tarapur: M.I.D.C., Boisar, Tarapur,
Dist.: Thane-401506

Taloja: M.I.D.C., Taloja,
Navi Mumbai-410208

Jammu: Industrial Growth Centre,
Samba Phase I, Jammu, J&K State

101, Gangyal Industrial Area,
Phase II, Jammu-180 004

Auditors

M/s. BSR & Co. LLP
Chartered Accountants, Mumbai

Bankers

Mizuho Bank Ltd.
The Bank of Tokyo-Mitsubishi UFJ Ltd.
Sumitomo Mitsui Banking Corporation

Registrar & Transfer Agents

Link Intime India Pvt Ltd.
C-101, 247 Park, LBS Marg, Vikhroli (West)
Mumbai-400083
Tel: 91-022-4918 6270
Fax: 91-022-4918 6060
Email: rnt.helpdesk@linkintime.co.in

Audit Committee

Mr. Shishir Desai, *Chairman*
Mr. Takuya Morikawa, *Member*
Mr. Sriram Venkatarama, *Member*
Ms. Nandini Chopra, *Member*
Mr. Yasuyuki Kanebako, *Member*

Stakeholders' Relationship

Committee

Mr. Shishir Desai, *Chairman*
Mr. Shriram Dandekar, *Member*
Mr. Nobuchika Doi, *Member*

Remuneration & Nomination

Committee

Mr. Shishir Desai, *Chairman*
Mr. Dilip Dandekar, *Member*
Ms. Nandini Chopra, *Member*
Mr. Sriram Venkataraman, *Member*

Corporate Social Responsibility

Committee

Ms. Nandini Chopra, *Chairperson*
Mr. Shriram Dandekar, *Member*
Mr. Yasuyuki Kanebako, *Member*

Notice

NOTICE is hereby given that the 73rd Annual General Meeting of the Members of Kokuyo Camlin Limited, will be held on Friday the 4th September, 2020 at 11.00 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 financial year ended 31st March, 2020 and the Reports of the Directors and Auditors thereon.

2. To appoint a Director in place of Mr. Takuya Morikawa (DIN : 03599830), who retires by rotation and being eligible offers himself for re-appointment.

Regd. Office:

Kokuyo Camlin Limited
CIN: L24223MH1946PLC005434
48/2, Hilton House,
Central Road, M.I.D.C.,
Andheri (East),
Mumbai-400 093.
Dated: 8th July, 2020

By Order of the Board

RAVINDRA V. DAMLE
Vice President (Corporate) &
Company Secretary

NOTES:

1. In view of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs ("MCA") has vide its circular dated May 5, 2020 read with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as "MCA Circulars") permitted the holding of the Annual General Meeting ("AGM") through VC / OAVM, without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 ("Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and MCA Circulars, the AGM of the Company is being held through VC / OAVM.
2. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. However, since this AGM is being held through VC/ OAVM, whereby physical attendance of Shareholders has been dispensed with and in line with the said Circulars read with Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020 ("said SEBI Circular") issued by the Securities and Exchange Board of India ("SEBI"), THE FACILITY TO APPOINT A PROXY TO ATTEND AND CAST VOTE FOR THE SHAREHOLDER IS NOT MADE AVAILABLE FOR THIS AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.

However, in terms of the provisions of Section 112 and 113 of the Act read with the said Circulars, Corporate Members are entitled to appoint their authorized representatives to attend

the AGM through VC/ OAVM on their behalf and participate thereat, including cast votes by electronic means.

Corporate Members intending to appoint their authorized representatives to attend the Meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send to the Company, a certified copy of the relevant Board Resolution together with their respective specimen signatures authorising their representative(s) to attend and vote on their behalf.

3. The Shareholders 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 hereinbelow in the Notice. The facility of participation at the AGM through VC/ OAVM will be made available for 1,000 Shareholders on 'first come first serve' basis. This will not include large Shareholders (i.e. Shareholders holding 2% or more), Promoters, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Remuneration and Nomination Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of 'first come first serve' basis.
4. The attendance of the Shareholders attending the AGM through VC/ OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.
5. The Register of Members and Share Transfer Books will remain closed from 31st August, 2020 to 4th September, 2020(both days inclusive).

Notes: (Contd.)

6. In compliance with Section 124 (6) of the Companies Act, 2013 the shares in respect of which dividend was unclaimed for a period of seven years or more have been transferred in the name of "Investor Education and Protection Fund" (IEPF) established by the Central Government. Members may claim the said shares and unpaid dividend by making an application to IEPF Authority in Form IEPF-5 available on www.iepf.gov.in.
7. As per the provisions of Investor Education and Protection Fund (Uploading of Information regarding Unpaid and Unclaimed Amounts lying with Companies) Rules, 2014, the Company has placed on its website (www.kokuyocamlin.com) the information on dividend which remains unclaimed with the Company for the financial year ended 31st March, 2009 and thereafter. The information is also available on the website of the Ministry of Corporate Affairs (www.mca.gov.in).
8. As per Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and Secretarial Standard-2 details in respect of the Director seeking re-appointment at the Annual General Meeting forms integral part of the notice.
9. Any Member desirous of getting any information on the accounts or operations of the Company is requested to forward his/her queries to the Company at investorrelations@kokuyocamlin.com at least seven working days prior to the meeting, so that the required information can be made available at the meeting.
10. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Accordingly, members holding shares in electronic form are requested to submit their PAN to the Depository Participants with whom they maintain their demat accounts. Members holding shares in physical form should submit their PAN to the Company/ R&T Agent.
11. In compliance with the provisions of Section 108 of the Companies Act, 2013, and the rules framed thereunder and Regulation 44 of the Listing Regulations, the members are provided with the facility to cast their votes electronically, through the e-voting services provided by NSDL, on the resolutions set forth in this notice. Any person who acquires shares of the Company and becomes member of the Company after dispatch of the notice of AGM and holding shares as on the cut-off date 7th August, 2020, may obtain the login ID and password by sending a request at evoting@nsdl.co.in. Instructions for e-voting are given in the said forms. Resolution(s) passed by the members through e-voting is/ are deemed to have been passed if they have been passed at the AGM.
12. Since the AGM is held through VC/OAVM, the facility for voting through Ballot paper shall not be made available at the AGM.
13. In view of the outbreak of the COVID-19 pandemic, resultant difficulties involved in dispatching of physical copies of the Annual Report and in line with the said Circulars issued by the MCA and said SEBI Circular, the Annual Report including Notice of the 73rd AGM of the Company inter alia indicating the process and manner of e-voting is being sent only by Email, to all the Shareholders whose Email IDs are registered with the Company/ Depository Participant(s) for communication purposes to the Shareholders and to all other persons so entitled.

Further, in terms of the applicable provisions of the Act, Listing Regulations read with the said Circulars issued by MCA and said SEBI Circular, the Annual Report including Notice of the 73rd AGM of the Company will also be available on the website of the Company at www.kokuyocamlin.com. The same can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com and National Stock Exchange of India Limited at www.nseindia.com and on the website of NSDL i.e. www.evoting.nsdl.com.
14. Since the AGM will be held through VC / OAVM, the Route Map is not annexed to this Notice.