

**KIRAN PRINT-PACK LIMITED 31<sup>st</sup> ANNUAL REPORT (2019 -20)**



**KIRAN PRINT-PACK LIMITED**

**31<sup>st</sup> ANNUAL REPORT**

**2019 – 20**

# KIRAN PRINT PACK LTD

## Annual Report 2019-20

### COMPANY INFORMATION

#### BOARD OF DIRECTORS

**Mr. Karan Kamal Mohta**

*(Managing Director)*

**Mrs. Sudha Mohta**

*(Non-Executive Director)*

**Mr. Dwarkadas Deokishan Bagri**

*(Non-Executive - Independent Director)*

**Mr. Sanjay Kumar Loiwal**

*(Non-Executive-Independent Director)*

#### REGISTERED OFFICE

W- 166 E, TTC Industrial Area,  
MIDC Pawane, Navi Mumbai- 400709.

#### BANKERS

Central Bank of India  
HDFC Bank Ltd.

#### WORK

W- 166 E, TTC Industrial Area,  
MIDC Pawane, Navi Mumbai- 400709.  
website: [kiranprintpack.wix.com/kiran](http://kiranprintpack.wix.com/kiran)  
email: [kiranprintpack@gmail.com](mailto:kiranprintpack@gmail.com)  
Tel : 022- 27626427  
Fax : 022-27626427

REGISTRAR & SHARE TRANSFER AGENT  
UNIVERSAL CAPITAL SECURITIES PVT.  
LTD.

B-21, Shakil Niwas, Mahakali Caves Road,  
Andheri (East), Mumbai - 400 093.

#### AUDITORS

VMRS & Co, Chartered Accountants,  
(Firm Registration Number: 122750W)

#### SHARES LISTED AT

Bombay Stock Exchange Limited,  
Ahmedabad Stock Exchange Limited

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#### 31st ANNUAL GENERAL MEETING

Date : 28<sup>th</sup> September, 2020

Day : Monday

Time : 11.00 A.M.

Place : Monday, 28th September, 2020 at 11:00 a.m.  
through Video Conferencing ("VC") or Other Audio  
Visual Means ("OAVM")

## AGM NOTICE

NOTICE is hereby given that the 31<sup>st</sup> Annual General Meeting of the Members of Kiran Print Pack Limited will be held on Monday, 28th September, 2020 at 11:00 a.m. through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM") to transact the following business to transact the following business:-

### ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2020 together with the report of Directors' and Auditors' thereon.
2. To appoint a Director in place of Mr. Karan Kamal Mohta, (DIN 02138590) who retires by rotation and being eligible, offers himself for re-appointment.
3. To consider and if thought fit, to pass with or without modifications, if any the following as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 139(2), 142 and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof), and pursuant to the recommendation of the Audit Committee and Board of Directors of the Company, M/s. VMRS & Co, Chartered Accountants, (Firm Registration Number: 122750W, to hold office for a period of 5 (five) consecutive years from the conclusion of this 31st Annual General Meeting until the conclusion of the 36th Annual General Meeting of the Company to be held for the year ending on 31st March, 2025 at such remuneration as may be mutually agreed by Board of Directors of the Company."

By Order of the Board  
For, Kiran Print Pack Limited  
-SD-  
Mr. KARAN KAMAL MOHTA  
Managing Director  
(DIN: 02138590)  
Place: Navi Mumbai,  
Dated: 30<sup>th</sup> June, 2020

KIRAN PRINT PACK LIMITED  
CIN: L21010MH1989PLC051274  
REGD. OFFICE: W- 166 E, TTC Industrial Area,  
MIDC Pawane, Navi Mumbai- 400709  
Website: [www.kiranprintpack.wix.com/kiran](http://www.kiranprintpack.wix.com/kiran)  
Email: [kiranprintpack@gmail.com](mailto:kiranprintpack@gmail.com)  
Tel/Fax: 022-27626427

### NOTES:

1. In view of the continuing COVID-19 pandemic and restrictions imposed on the movement of people, the Ministry of Corporate Affairs ("MCA") has vide its Circular No.20/2020 dated May 5, 2020 read with Circular No. 14/2020 dated April 8, 2020 and Circular No.17/2020 dated April 13, 2020 (collectively referred to as "MCA Circulars") permitted the holding of the Annual General Meeting ("AGM") through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM"), without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and MCA Circulars, the 26th 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 meeting 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. Since this AGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for the AGM and hence the Proxy Form, Attendance Slip and Route Map are not annexed to this Notice.
3. Corporate members intending to send their authorized representatives to attend the meeting through VC / OAVM are requested to send to the Company a duly certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf.
4. 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 Companies Act, 2013.
5. Pursuant to Regulations 26(4) and 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standards-2 (SS-2), the particulars of Directors proposed to be appointed / re-appointed at the Annual General Meeting is given in the Annexure to the notice.
6. The Register of Members and the Share Transfer Books of the Company will be closed from September 22, 2020 to September 28, 2020 (both days inclusive).
7. In accordance with, the circulars issued by MCA and Securities and Exchange Board of India ("SEBI"), owing to the difficulties involved in dispatching of physical copies of the Annual Report of the Company and the Notice of AGM, the same are being sent in electronic mode to Members whose e-mail address is registered with the Company or the Depository Participants (DP).
8. Members who have not registered their e-mail addresses so far are requested to register the same with their DPs in case the shares are held by them in electronic form and with the Registrar & Share Transfer Agent in case the shares are held by them in physical form for receiving all communication including Annual Report, Notices, etc. from the Company electronically.
9. Members are requested to furnish their bank account details, change of address and all other required details to the Registrar & Share Transfer Agent in respect of shares if held in physical form. In case of shares held in electronic form, these details should be furnished to the respective Depository Participants (DPs).
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. Members holding shares in electronic form are therefore, requested to submit their PAN card numbers / copies of PAN card 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/Registrar and Share Transfer Agent, M/s Universal Capital Securities Pvt. Ltd.
11. The Securities and Exchange Board of India ("SEBI") has mandated that transfer of securities would be carried out in dematerialized form only w.e.f. 5th December, 2018. In view of the same and to avail various benefits of dematerialization, members are requested to dematerialize shares held by them in physical form.

12. Members can avail of the facility of nomination in respect of shares held by them in physical form pursuant to the provisions of Section 72 of the Companies Act, 2013. Members desiring to avail of this facility may send their nomination in the prescribed Form No. SH-13 duly filled in to M/s Universal Capital Securities Pvt. Ltd. at the Registered Office of the Company. Members holding shares in electronic form may contact their respective Depository Participants for availing this facility.

13. Members may please note that the Notice of the 31st Annual General Meeting and the Annual Report for the year ended 31st March, 2020 will also be available on the Company's website [www.kiranprintpack.wix.com/kiran](http://www.kiranprintpack.wix.com/kiran) for their download. For any communication, the shareholders may also send requests to the Company's investor email id: [kiranprintpack@gmail.com](mailto:kiranprintpack@gmail.com)

14. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules 2014 as amended from time to time and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, 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 entered into an agreement with 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.

15. 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 atleast 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.

16. M/s. Basant Kumar & Associates, Practicing Company Secretary, has been appointed as the Scrutinizer to scrutinize the remote e-voting process and e- voting at the AGM in a fair and transparent manner.

17. Instructions for shareholders for registration of E-mail Ids and Bank Details:(i) For Temporary Registration of e-mail id for Demat shareholders:

The Members of the Company holding Equity Shares of the Company in Demat Form and who have not registered their e-mail addresses may temporarily get their e-mail addresses registered with M/s. Universal Capital Securities Pvt. Ltd, by clicking the link: [www.unisec.in. /email-and-phone-updation /](http://www.unisec.in/email-and-phone-updation/) in their web site [www.unisec.in](http://www.unisec.in). and follow the registration process as guided therein. The members are requested to provide details such as Name, DPID, Client ID/ PAN, mobile number and e-mail id. In case of any query, a member may send an e-mail to RTA at [info@unisec.in](mailto:info@unisec.in) on submission of the shareholders details an OTP will be received by the shareholder which needs to be entered in the link for verification.

(ii) For Permanent Registration of e-mail id for Demat shareholders:

It is clarified that for permanent registration of e-mail address, the Members are requested to register their e-mail address, in respect of demat holdings with the respective Depository Participant (DP) by following the procedure prescribed by the Depository Participant.

(iii) Registration of email id for shareholders holding physical shares:

The Members of the Company holding Equity Shares of the Company in physical Form and who have not registered their e-mail addresses may get their e-mail addresses registered with M/s. Universal Capital Securities Pvt. Ltd, by clicking the link: [www.unisec.in./email-and-phone-updation/](http://www.unisec.in/email-and-phone-updation/) in their web site [www.unisec.in](http://www.unisec.in). follow the registration process as guided therein. The members are requested to provide details such as Name, Folio Number, mobile number and e mail id. In case of any query, a member may send an e-mail to RTA at [info@unisec.in](mailto:info@unisec.in)

On submission of the shareholders details an OTP will be received by the shareholder which needs to be entered in the link for verification.

(iv) Registration of Bank Details for physical shareholders:

The Members of the Company holding Equity Shares of the Company in physical Form and who have not registered their bank details can get the same registered M/s. Universal Capital Securities Pvt. Ltd., by sending E mail at [info@unisec.in](mailto:info@unisec.in) The members are requested to provide details such as Name, Folio Number, Certificate number, PAN, e - mail id on a covering letter requesting to update the bank details signed by all the shareholder(s), self attested PAN card copy and address proof along with the copy of the cheque leaf with the first named shareholders name imprinted in the face of the cheque leaf containing bank name and branch, type of account, bank account number, MICR details and IFSC code in PDF or JPEG format. In case of any query, a member may send an e-mail to RTA at [info@unisec.in](mailto:info@unisec.in)

(v) Registration of Bank Details for Demat shareholders:

It is clarified that for registration of bank details, the Members are requested to register their bank details, in respect of demat holdings with the respective Depository Participant (DP) by following the procedure prescribed by the Depository Participant.

19. Instructions for shareholders for remote e-voting are as under:

(i) The remote e-voting period begins on <September 25, 2020 (09.00 a.m.)> and ends on <September 27, 2020 (05.00 p.m.)>. During this period, members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of <September 21, 2020>, may cast their vote electronically. The remote 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 meeting venue.

(iii) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com)

(iv) Click on "Shareholders" module.

(v) Now Enter your User ID:

(a) For CDSL: 16 digits beneficiary ID,

(b) For NSDL: 8 Character DP ID followed by 8 Digits Client ID,

(c) Members holding shares in Physical Form should enter Folio Number registered with the Company.

Alternatively, if you are registered for CDSL's EASI/EASIEST e-services, you can log-in at <https://www.cdslindia.com> from Login - Myeasi using your login credentials. Once you successfully log-in to CDSL's EASI/EASIEST e-services, click on e-Voting option and proceed directly to cast your vote electronically.

(vi) Next enter the Image Verification as displayed and Click on Login.

(vii) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.

(viii) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN*	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders). Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the last 8 digits of the demat account/sequence number in the PAN field.
Dividend Bank Detail OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. If both the details are not recorded with the depository or company please enter the member id/folio number in the Dividend Bank details field as mentioned in instruction (iv).

- (ix) After entering these details appropriately, click on "SUBMIT" tab.
- (x) Shareholders holding shares in physical form will then reach directly the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (xi) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xii) Click on the EVSN for the relevant company < Kiran Print Pack Limited > on which you choose to vote.
- (xiii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xvi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take out print of the voting done by you by clicking on "Click here to print" option on the voting page.
- (xviii) If Demat account holder has forgotten the login password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xix) Shareholders can also cast their vote using CDSL's mobile app "m-Voting". The m-Voting app can be downloaded from respective Store. Please follow the instructions as prompted by the mobile app while Remote Voting on your mobile.
- (xx) Process for those shareholders whose email addresses are not registered with the depositories for obtaining login credentials for e-voting for the resolutions proposed in this notice:
- (a) For Physical shareholders - please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to Company / RTA email id.
- (b) For Demat shareholders - please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to Company / RTA email id.
- (c) The company / RTA shall co-ordinate with CDSL and provide the login credentials to the above mentioned shareholders.
20. Instructions for shareholders attending the AGM through VC / OAVM are as under:
- (i) Shareholder will be provided with a facility to attend the AGM through VC / OAVM through the CDSL e-Voting system. Shareholders may access the same at <https://www.evotingindia.com> under shareholders / members login by using the remote e-voting credentials. The link for VC / OAVM will be available in shareholder / members login where the EVSN of Company will be displayed.
- (ii) Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
- (iii) Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- (iv) Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio / Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- (v) Shareholders may send their queries in advance atleast 7 days prior to meeting mentioning their name, demat account number / folio number, email id, mobile number at [kiranprintpack@gmail.com](mailto:kiranprintpack@gmail.com). These queries will be replied to by the company suitably by email. Shareholders who would like to express their views / ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast 7 days prior to meeting mentioning their name, demat account number / folio number, email id, mobile number at [kiranprintpack@gmail.com](mailto:kiranprintpack@gmail.com)
- (vi) Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
- (vii) If you have any queries or issues regarding attending AGM through the link, you may contact Mr. Manish Shah on 9324659811/ write an email to [info@unisec.in](mailto:info@unisec.in)
21. Instructions for shareholders for e-voting during the AGM are as under:
- (i) The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
- (ii) Only those shareholders, who are present in the AGM through VC / OAVM 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 system available during the AGM.
- (iii) If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC / OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.
- (iv) Shareholders who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
22. Note for Non - Individual Shareholders and Custodians:
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; [kiranprintpack@gmail.com](mailto:kiranprintpack@gmail.com), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.
- If you have any queries or issues regarding attending AGM & e-Voting from the e- Voting System, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact Mr. Nitin Kunder (022- 23058738 ) or Mr. Mehboob Lakhani (022-23058543) or Mr. Rakesh Dalvi (022-23058542).

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Manager, (CDSL, ) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurax, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on 022-23058542/43.

By Order of the Board  
For, Kiran Print Pack Limited  
-SD-  
Mr. KARAN KAMAL MOHTA  
Managing Director  
(DIN: 02138590)

Place: Navi Mumbai  
Dated: 30<sup>th</sup> June, 2020

KIRAN PRINT PACK LIMITED  
CIN: L21010MH1989PLC051274  
REGD. OFFICE : W- 166 E, TTC Industrial Area,  
MIDC Pawane, Navi Mumbai- 400709  
website: www.kiranprintpack.wix.com/kiran  
Email: kiranprintpack@gmail.com  
Tel/Fax: 022-27626427

PURSUANT TO REGULATION 36 OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 WITH THE STOCK EXCHANGES AND SECRETARIAL STANDARD 2 ISSUED BY ICSI, INFORMATION ABOUT THE DIRECTORS IS FURNISHED BELOW:

Name of Director	SANJAY KUMAR LOIWAL	DWARKADAS DEOKISHAN BAGRI	SUDHA MOHTA	KARAN KAMAL MOHTA
Date of Birth	12/07/1960	02/09/1956	01/01/1964	01/05/1986
Qualification	Graduate	Graduate	Graduate	Post Graduate and Chartered Financial Analyst
Expertise in specific functional area	More than 20 years Printing & Packaging Industry	More than 19 years Printing & Packaging Industry	More than 26 years Printing & Packaging Industry	More than 12 years Printing & Packaging Industry
*Chairman/Member of the Board/ Committees	Remuneration, Audit & Share transfer and Shareholder/Investors' Grievances	*Remuneration, *Audit & *Share transfer and Shareholder /Investors' Grievances	Remuneration & Audit	Share transfer and Shareholder/Investors' Grievances
No. of Shares held in this Company	NIL	NIL	2170700	NIL
Directorship in other companies as on 31st March, 2020	1. LONG RANGE COMMERCIAL PVT.LTD. # 2. LOIWAL COMMERCIAL PVT.LTD.# 3.LODHA CAPITAL LTD.# 4.BDLOIWAL STEEL INDUSTRIES PVT. LTD.# 5. STARRISE MERCHANTS PVT. LTD.#	1.BIKANER CERAMICS PVT. LTD.#	1.THUNDER FINVEST PVT. LTD.# 2.SKYLIGHT FINVEST PVT.LTD. # 3..KIRAN BUSINESS FORMS PRINT PVT.LTD.# 4.KOHINOOR SECURITIES & INVESTMENT PVT.LTD.# 5.SVM PROPERTIES PVT. LTD.#	1.THUNDER FINVEST PVT. LTD.# 2.SKYLIGHT FINVEST PVT.LTD. # 3.KIRAN BUSINESS FORMS PRINT PVT.LTD.# 4.KOHINOOR SECURITIES & INVESTMENT PVT.LTD.#

\* Chairman of the Committee in this company.

# Chairman/Member of the committees in other companies - NIL

By Order of the Board  
For, Kiran Print Pack Limited  
-SD-  
Mr. KARAN KAMAL MOHTA  
Managing Director  
(DIN: 02138590)  
Place: Navi Mumbai  
Dated: 30<sup>th</sup> June, 2020

# DIRECTOR'S REPORT

To,  
The Members,

Your Directors have pleasure in presenting their 31<sup>st</sup> Annual Report on the business and operations of the Company and the accounts for the Financial Year ended March 31, 2020.

## 1. Financial summary or highlights/Performance of the Company (Standalone)

The Board's Report shall be prepared based on the stand alone financial statements of the company. The Company's financial performance for the year under review along with previous year's figures is given hereunder:

Amount in Rs.

Particulars	31 <sup>st</sup> March 2020	31 <sup>st</sup> March 2019
<b>INCOME</b>		
Revenue from Operations	5,918,102	8,569,856
Other Income	3,505,078	4,566,235
Total Revenue	9,423,180	13,136,091
<b>EXPENSES</b>		
Purchases of Stock-in-Trade	5,818,263	8,463,465
Changes in Inventories of Stock-in-Trade	-	-
Employee Benefit Expenses	2,603,900	1,215,375
Finance Cost	79,643	83,383
Depreciation	184,403	185,322
Other Expenses	1,210,681	2,508,959
<b>Total Expenses</b>	<b>9,896,890</b>	<b>12,456,504</b>
Profit / (Loss) before Exceptional Items and Tax	(473,710)	679,587
Exceptional Items	-	-
Profit / (Loss) before Tax	(473,710)	679,587
Less : Tax expense		
- Current Tax	2,227	347,000
- Deferred Tax	(45,147)	(376,175)
Profit / (Loss) for the year from Continuing Operations	(430,790)	708,762
Profit / (Loss) from Discontinued Operations after Tax	-	-
Profit for the Year	(430,790)	708,762
Earnings Per Share (Basic)	0.09	0.14
Earnings Per Share (Diluted)	0.09	0.14

## 2. Brief description of the Company's working during the year/State of Company's affair

Directors wish to present the details of Business operations done during the year under review: Production and Profitability

Amount in Rs.

Particulars	31 <sup>st</sup> March 2020	31 <sup>st</sup> March 2019
Revenue from Operations	5,918,102	8,569,856
Profitability	(430,790)	708,762

a. Sales: Rs.5,918,102/-

### Significant and Material Orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future.

No significant and material order passed by any regulators or courts or tribunals impacting the going concern status and company's operations in future. The company is doing reasonable growth and development.

## 3. Dividend

Your Directors have not recommended any dividend for the financial year ended 31<sup>st</sup> March 2020.

## 4. Reserves

The company has not transferred any amount to reserves of the company

## 5. Share Capital

During the year under review, your Company's Authorized Share Capital has remain unchanged at Rs.6,00,00,000 (Rupees Six Core) comprising 60,00,000 Equity Shares of Rs.10/- each. During the year under review, your Company's Paid-up Equity Share Capital has also remained unchanged at Rs.5,00,29,000 (Rupees Five Crore Twenty Nine Thousand) comprising 50,02,900 Equity Shares of 10/- each.

### A. BUY BACK OF SECURITIES

The Company has not bought back any of its securities during the year under review.

### B. SWEAT EQUITY

The Company has not issued any Sweat Equity Shares during the year under review.

### C. BONUS SHARES

No Bonus Shares were issued during the year under review.

### D. EMPLOYEES STOCK OPTION PLAN

The Company has not provided any Stock Option Scheme to the employees.

## 6. Details of Subsidiary/Joint Ventures/Associate Companies

The Company does not have any subsidiary as on 31<sup>st</sup> March, 2020.

## 7. Material changes and commitments, if any, affecting the financial position of the company which have occurred between the end of the financial year of the company to which the financial statements relate and the date of the report

No material changes and commitments affecting the financial position of the Company occurred between the end of the financial year of the company to which the financial statements relate and the date of the report.

## 8. Change in the nature of business, if any

There was no change in the nature of business of the Company during the Financial Year ended 31<sup>st</sup> March, 2020.

## 9. Directors and Key Managerial Personnel

Mr Karan Kamal Mohta, (DIN 02138590), director of the company retires by rotation and being eligible offers herself for re-appointment and Mrs. Sudha Mohta, Director was appointed as Director & Chief Financial Officer (CFO), Mr. Karan Kamal Mohta (DIN: 02138590 ) as Managing Director for the period end on 13th August, 2019 and same was offers himself for re-appointment and there wear no resignation of any other Key Managerial Personnel during the financial year 2019-20.

#### 10. Particulars of Employees

The ratio of the remuneration of each director to the median employee's remuneration and other details in terms of sub-section 12 of Section 197 of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. In terms of the provisions of Section 197(12) of the Companies Act, 2013 read with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, a statement showing the names and other particulars of the employees drawing remuneration in excess of the limits set out in the said Rules are provided in the Annexure forming part of the Annual Report. However, having regard to the provisions of Section 136(1) read with its relevant proviso of the Companies Act, 2013, the Annual Report excluding the aforesaid information is being sent to the members of the Company. The said information is available for inspection at the Registered Office of the Company during working hours and any member interested in obtaining such information may write to the Company Secretary and the same will be furnished without any fee.

The information required pursuant to Section 197 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is given below:

(i) The ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year: on Mr. Karan Kamal Mohta, Managing Director and Mrs. Sudha Mohta Director & Chief Financial Officer (CFO) and Ms. PALAK PANDEY (CS)

S r . N o	Name of the Employee	Designati on	Remunera tion During the Financial Year 2019-20	Nature of the Employem ent	Qualificatio n	Exper ience	Date of Commenceme nt of employment	Age	Last employment held by the employee before joining the Company	Whether Relative of the Director, if Yes name of the director	Percentage of equity shares held by the employee in the Company #
1	Mr. Karan Kamal Mohta	Managing Director	13,75,000	On roll	Chartered Financial Analyst	12 Years	14 <sup>th</sup> Aug 2019	34	Director	Mrs. Sudha Mohta (Director & CFO)	Nil
2	Mrs. SUDHA MOHTA	Director & Chief Financial Officer (CFO)	11,00,000	On roll	Post Graduate	25 Years	24 <sup>th</sup> April 2019	55	Director	Mr. Karan Kamal Mohta (Managing Director)	2170700 In % 43.39%
3	Ms. PALAK PANDEY	Company Secretary	128,000	On roll	associate members. Chartered Secretaries	2 Years	20 <sup>th</sup> February 2019	25	NA	NA	NA

#### 11. Meetings

A calendar of Meetings is prepared and circulated in advance to the Directors. During the year the Board of Directors of the Company met 7(seven) times on Wednesday, 24 April, 2019, Wednesday, 29 May, 2019, Tuesday, 13 August, 2019, Friday, 30 August, 2019, Wednesday, 13 November, 2019, Thursday, 13 February, 2020 and Tuesday, 31 March, 2020, the intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

Pursuant to the requirements of Schedule IV to the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a separate Meeting of the Independent Directors of the Company was also held on Wednesday, 24 April, 2019, without the presence of non-independent directors and members of the management, to review the performance of non-independent directors and the Board as a whole, the performance of the Chairperson of the company and also to assess the quality, quantity and timeliness of flow of information between the company management and the Board.

#### 12. Board Evaluation

Pursuant to the provisions of the Companies Act, 2013 and SEBI (LODR) Regulation 2015, the Board has carried out an annual performance evaluation of its own performance, the directors individually as well as the evaluation of the working of its Audit, Nomination & Remuneration and Share Transfer & Shareholders' Grievances Committees. The manner in which the evaluation has been carried out has been explained in the Corporate Governance Report.

#### 13. Directors' Responsibility Statement

The Directors' Responsibility Statement referred to in clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013, shall state that –

- in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- 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 at the end of the financial year and of the profit and loss of the company for that period;
- 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;
- the directors had prepared the annual accounts on a going concern basis;
- the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively; and
- 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.

#### 14. Declaration by an Independent Director(s) and re- appointment/declaration by Directors:

The Company has received declaration from all the Independent Directors under Section 149(7) of the Companies Act, 2013 and Regulation 25(8) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of meeting the criteria of independence provided under Section 149(6) of the Companies Act, 2013 and clause (b) of sub-regulation (1) of the Regulation 16 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

A declaration by an Independent Director(s) that they meet the criteria of independence as provided in sub-section (6) of Section 149 of the Companies Act, 2013 during entire financial year.



An independent director shall hold office for a term up to five consecutive years on the Board of a Company, but shall be eligible for reappointment for next five years on passing of a special resolution by the Company and disclosure of such appointment in the Board's report.

**15. Remuneration Policy**

The Board has, on the recommendation of the Nomination and Remuneration Committee framed a policy for selection and appointment of Directors, Senior Management and their remuneration.

**16. Audit Committee**

The Audit committee of the Company as on the date of this report is constituted of following Directors:

1. Mr. Dwarkadas Deekishan Bagri (Chairman of the Committee)
2. Mr. Sanjay Kumar Loiwal
3. Mrs. Sudha Mohta

**17. Auditors:**

The Auditors, **VMRS & Co. Mumbai**, Chartered Accountants (Firm Registration Number: 122750W), Mumbai, retire at the ensuing Annual General Meeting and being eligible, offer themselves for reappointment.

The Audit Committee and the Board of Directors recommends the re-appointment of **VMRS & Co. Mumbai**, Chartered Accountants (Firm Registration Number: 122750W), Chartered Accountants as the Statutory Auditors of the Company in relation to the financial year 2019-20.

**18. Auditors' Report**

The Auditors' Report does not contain any qualification. Notes to Accounts and Auditors remarks in their report are self-explanatory and do not call for any further comments.

**19. Disclosure about Cost Audit**

As per the Cost Audit Orders, Cost Audit is not applicable to the Company.

**20. Secretarial Auditor**

Pursuant to the provisions of Section 204 of the Companies Act, 2013 read with corresponding Rules framed there under, M/s Basant Kumar & Associate was appointed as the Secretarial Auditors of the Company to carry out the secretarial audit for the year ending 31st March, 2020.

**21. Secretarial Audit Report**

A Secretarial Audit Report given by the Secretarial Auditors in Form No. MR-3 is annexed with this Report as **ANNEXURE-I**.

There are no qualifications, reservations or adverse remarks made by Secretarial Auditors in their Report.

**22. Internal Audit & Controls**

The Company has well established and comprehensive internal control procedures across all streams ensuring that transactions are authorized entered and reported correctly and business operations are effectively and efficiently carried. The company has adequate internal control system commensurate with its size and nature of its business. Management has the overall responsibility for company's internal control system to safeguard the assets and to ensure reliability of financial records. The company has detailed budgetary control system and the actual performance reviewed periodically and decision taken accordingly.

The management is well connected with the effective control and MIS are regularly being exchanged.

The Audit Committee of the Board in its meeting regularly reviews the Internal Audit Reports and adequacy of internal controls.

**23. Vigil Mechanism :**

In pursuant to the provisions of section 177(9) & (10) of the Companies Act, 2013, a Vigil Mechanism for directors and employees to report genuine concerns has been established. The Vigil Mechanism Policy has been uploaded on the website of the Company at [www.kiranprintpack.wix.com/kiran](http://www.kiranprintpack.wix.com/kiran)

**24. Familiarization Policy:**

Pursuant to Regulation 25(7) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has framed a policy to familiarize the Independent Directors about the Company. The Policy is available on the website of the [www.kiranprintpack.wix.com/kiran](http://www.kiranprintpack.wix.com/kiran).

**25. Risk management policy**

In today's economic environment, Risk Management is very important part of the business. The main aim of risk management is to identify, monitor and take precautionary measures in respect of the events that may pose risks for the business. Your Company recognizes risk management as an integral component of good corporate governance. The Company has developed and adopted a Risk Management Policy. Risk as assessed encompasses, Operational Risk, Internal Control Risks, External Risks and Information Technology Risks etc.

**26. Prevention of Insider Trading**

The Company has formulated a policy for Prevention of Insider Trading with a view to regulate, monitor and report trading by its employees and other connected persons in compliance with SEBI (Prohibition of Insider Trading) Regulations, 2015 and the same has been posted on the website of the Company.

**27. Orders passed by the regulators or courts or tribunals**

During the Financial Year ended March 31, 2020, no regulator or court or tribunal has passed any significant and material order which is impacting the going concern status and company's operations in future.

**28. Extract of Annual Return:**

As required pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2015, an extract of annual return in **MGT 9** as a part of this Annual Report as **ANNEXURE II**.

**29. Deposits**

The Company has neither accepted nor renewed any deposits during the year under review.

**30. Particulars of loans, guarantees or investments under section 186**

The particulars of loans, guarantees and investments, if any covered under section 186 of the Companies Act, 2013 and it have been disclosed in the financial statements.

**31. Particulars of contracts or arrangements with related parties:**

The particulars of every contract or 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 shall be disclosed in point no. 26 under Notes forming part of the Financial Statements.

**32. Corporate Governance Certificate**

The Compliance certificate from the practicing company secretaries regarding compliance of conditions of corporate governance as stipulated in SEBI (LODR) Regulation 2016 shall be annexed with the report.

**33. Management Discussion and Analysis**

In accordance with the SEBI (LODR) Regulation 2016, The Management Discussion and Analysis forms part of this Annual Report for the year ended 31st March, 2020.

**34. Obligation of company under the sexual harassment of women at workplace (prevention, prohibition and redressal) act, 2013**

In order to prevent sexual harassment of women at work place a new act The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 has been notified on 9th December, 2013. Under the said Act every company is required to set up an Internal Complaints Committee to look into complaints relating to sexual harassment at work place of any women employee.

Company has adopted a policy for prevention of Sexual Harassment of Women at workplace and has set up Committee for implementation of said policy. During the year Company has not received any complaint of harassment.

**35. Conservation of energy, technology absorption and foreign exchange earnings and outgo**

Company has limited scope for undertaking energy conservation exercises, but nevertheless continues to emphasize work practices that result in conservation of energy. At the offices of your Company, special emphasis is placed on installation of energy-efficient lighting devices, use of natural light as best as possible, and adoption of effective procedures for conservation of electricity, water, paper and other materials that consume natural resources.

**Foreign exchange earnings and Outgo**

There was no foreign exchange inflow or Outflow during the year under review as per Annexure III

**36. Corporate Social Responsibility (CSR)**

Corporate Social Responsibility provisions not applicable to company.

**37. Human Resources**

Company treats its "human resources" as one of its most important assets.

Company continuously invests in attraction, retention and development of talent on an ongoing basis. A number of programs that provide focused people attention are currently underway. Company thrust is on the promotion of talent internally through job rotation and job enlargement.

**38. Transfer of Amounts to Investor Education and Protection Fund**

Company did not have any funds lying unpaid or unclaimed for a period of seven years. Therefore there were no funds which were required to be transferred to Investor Education and Protection Fund (IEPF).

**39. Listing with stock exchanges:**

The Company confirms that it has paid the Annual Listing Fees for the year 2019-20 to BSE and Ahmadabad Stock Exchange where the Company's Shares are listed.

**40. Acknowledgements**

An acknowledgement to all with whose help, cooperation and hard work the Company is able to achieve the results.

Place: Navi Mumbai

Date: 30<sup>th</sup> June, 2020

**For and on behalf of the Board of directors**

**Mr. Karan Kamal Mohta**

Chairman of the Meeting

(Managing Director)

(DIN: 02138590)

Annexure-I

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 Personnel) Rules, 2014]

SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED 31st March, 2020

To,

The Members,

KIRAN PRINT PACK LIMITED

CIN: L21010MH1989PLC051274

REGD. OFFICE: W- 166 E, TTC Industrial Area,

MIDC Pawane, Navi Mumbai- 400709

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by KIRAN PRINT PACK LIMITED (hereinafter called the company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the KIRAN PRINT PACK LIMITED (name of the company's) books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 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 the books, papers, minute books, forms and returns filed and other records maintained by KIRAN PRINT PACK LIMITED ("the Company") for the financial year ended on 31st March, 2020 according to the provisions of:

The Companies Act, 2013 (the Act) and the rules made thereunder;

The Securities Contracts (Regulation) Act, 1956 ("SCRA") and the rules made thereunder;

The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

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;

The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ("SEBI Act"):-

The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 (as applicable till 8th November, 2018) and the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 effective from 9th November, 2018;

The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Regulations, 2014;

The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;

The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) (Amendment) Regulations, 2006 regarding the Companies Act and dealing with client;