



# KUNSTSTOFFE INDUSTRIES LIMITED

CIN. L65910MH 1985PLC037998

**Mfrs. of : Spiral HDPE/PP Pipes, Tanks & Chemical Vessels**

ADMN. OFFICE : 128, BHAUDAJI ROAD, 'KIRAN', MATUNGA,  
MUMBAI-400 019. TEL.: 022-2408 2689 90 FAX : 022-2404 4853

3<sup>rd</sup> October, 2017

**Dy. General Manager (Corporate Relation Dept.)**

The Bombay Stock Exchange Ltd.,  
1<sup>st</sup> Floor, New Trading Ring, Rotunda Bldg,  
P. J. Towers, Dalal Street, Fort,  
**MUMBAI-400001.**

Dear Sir,

Please find copy of Annual Report for financial year 2016-17, as per Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Kindly take note of the same.

Thanking you

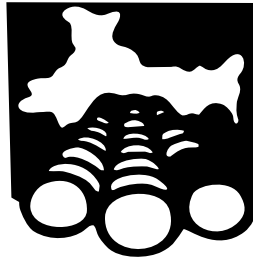
Yours faithfully

**Kunststoffe Industries Limited**

**Padmini Ravindran**  
**Company Secretary**



Encl: As above



# **KUNSTSTOFFE INDUSTRIES LIMITED**

**31<sup>st</sup> Annual Report  
2016-2017**

**KUNSTSTOFFE INDUSTRIES LIMITED**

**BOARD OF DIRECTORS**

Ms. SONIYA P. SHETH – Managing Director  
Mr. S. C. ASNOTKAR  
Mr. BHASKAR T. IYER  
Mr. S. CHACKO  
Mr. UJJWALKUMAR R. JHA  
Mr. RAJENDER SHARMA

**CHIEF FINANCIAL OFFICER**

Ms. DHWANI P. SHETH (upto 23/06/2017)  
Ms. UNNATI P. SHETH (w.e.f. 01/08/2017)

**COMPANY SECRETARY**

Ms. PADMINI RAVINDRAN

**STATUTORY AUDITORS**

A. V. JOBANPUTRA & COMPANY  
CHARTERED ACCOUNTANTS, MUMBAI

**INTERNAL AUDITORS**

SHAH SHETH & CO. LLP  
CHARTERED ACCOUNTANTS, MUMBAI

**SOLICITORS**

LITTLE & CO., MUMBAI  
DIVYAKANT MEHTA & ASSOCIATES, MUMBAI

**REGISTERED OFFICE**

Kiran Building 128, Bhaudaji Road,  
Matunga (E), Mumbai – 400 019  
Email – kunststoffe@vsnl.net  
Website - www.kunststoffeindia.com

**BANKERS**

BANK OF BARODA, Matunga, Mumbai  
STATE BANK OF INDIA, Daman

**WORKS**

Airport Road,  
Kadaiya,  
Nani Daman,  
Daman (U.T.) 396 210.

**STOCK EXCHANGE LISTING**

MUMBAI

**REGISTRARS & SHARE  
TRANSFER AGENTS**

**SHAREX DYNAMIC (INDIA) PVT. LTD.,**  
Unit No. 1, Luthra Industrial Premises, 1st Floor,  
Andheri-Kurla Road, Safed Pool, Andheri (East),  
Mumbai – 400 072

**KUNSTSTOFFE INDUSTRIES LIMITED**

CIN : L65910MH1985PLC037998

**Registered office:** Kiran Bldg., 128, Bhaudaji Road, Matunga, Mumbai – 400 019.

Tel. No. 022-2408 2689/90 Fax No. 022-2404 4853 Website - www.kunststoffeindia.com Email: kunststoffe@vsnl.net

**NOTICE**

Notice is hereby given that the **31st Annual General Meeting** of the Members of **Kunststoffe Industries Limited** will be held on **Friday, 29th day of September, 2017 at 9.00 A.M.** at **The Mysore Association, Bombay, 393, Bhaudaji Road, Matunga, Mumbai– 400 019** to transact the following business:

**ORDINARY BUSINESS**

1. To receive, consider and adopt the Audited Financial Statement of the Company for the financial year ended 31st March, 2017 and the reports of the Board of Directors and Auditors thereon.
2. To reappoint Ms. Soniya P. Sheth (DIN: 02658794) Managing Director who retires by rotation and being eligible offers herself for re-appointment.
3. To ratify the appointment of Auditors and fix their remuneration and in this regard 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 139, 142 and other applicable provisions of the Companies Act, 2013 and the rules made there under, as amended from time to time, the Company hereby ratifies the appointment of M/s. A. V. Jobanputra & Co., Chartered Accountants (Registration No. 104314W) as an Auditor of the Company, to hold office from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting of the Company at such remuneration as may be mutually agreed between the Board of Directors of the Company and the auditor.”

By Order of the Board of Director  
For **Kunststoffe Industries Limited**

**Padmini Ravindran**  
Company Secretary

Place: Mumbai

Date: 23rd August, 2017

**Registered Office:**

Kiran Building, 128,

Bhaudaji Road,

Matunga (E),

Mumbai– 400 019.

CIN: L65910MH1985PLC037998

e-mail:kunststoffe@vsnl.net

Website: www.kunststoffeindia.com

## **KUNSTSTOFFE INDUSTRIES LTD.**

### **NOTES:**

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (THE "MEETING") IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. The Instrument of Proxy, in order to be effective should be deposited at the registered office of the Company, duly completed and signed, not less than 48 Hours before the commencement of the Meeting.

A PERSON CAN ACT AS A PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL PAID UP SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. A MEMBER HOLDING MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS A PROXY FOR ANY OTHER PERSON OR SHAREHOLDER.

2. An Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013, relating to the Special Business to be transacted at the Meeting is annexed hereto.
3. In terms of Section 152 of the Companies Act, 2013, Ms. Soniya P. Sheth (DIN: 02658794) Managing Director, retire by rotation at the Meeting and being eligible offer herself for re-appointment. Brief resume of Directors proposed to be appointed / re-appointed, nature of their expertise in specific functional areas, names of companies in which they hold directorships and memberships / chairmanships of Board Committees, shareholding and relationships between Directors inter-se as stipulated under Listing Regulations, are provided in the Corporate Governance Report forming part of the Annual Report.
4. The relevant details as required under Regulation 36(3) of SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") of the persons seeking appointment /re-appointment as Directors are provided in Annexure to this Notice.
5. M/s A. V. Jobanputra & Company Chartered Accountant (Registration No. 104314W) has been appointed as Statutory Auditor for 5 years in the 28th AGM of 2014 subject to ratification by the members at every AGM.
6. Corporate members intending to send their authorized representative(s) to attend the meeting are requested to send to the Company a certified true copy of the relevant Board Resolution together with the specimen signature(s) of the representative(s) authorized to attend and vote on their behalf at the meeting.
7. Members holding shares in dematerialized form are requested to intimate any change in their address, bank details etc. to their respective Depository Participants (DPs) and those holding shares in physical form are to intimate the above said changes to the Registrar and Share Transfer Agent of the Company at M/s. Sharex Dynamic (India) Private Limited, Unit No.1, Luthra Industrial Premises, 1st Floor, Andheri-Kurla Road, Safed Pool, Andheri (East) Mumbai-400072. The Company will not entertain any direct request from such members for this.
8. The route map showing directions to reach the venue of the AGM is annexed.
9. The Share Transfer Books and the Register of Members of the Company will remain close from 22/09/2017 to 29/09/2017 (both days inclusive).
10. The relevant documents referred above to in any of the items of the Notice are available for inspection by the members at the Registered Office of the Company on any working day during the business hours of the Company upto the date of the meeting and at the meeting.
11. In case of joint holders attending the meeting, only such a joint holder who is higher in the order of names will be entitled to vote.
12. Members who hold shares in dematerialized form are requested to bring their CLIENT ID AND DP ID numbers for easy identification of attendance at the meeting. Only bona fide members of the Company whose names appear on the Register of Members / Proxy holders, in possession of valid attendance slips duly filled and signed along with the identity proof will be permitted to attend the meeting. The Company reserves its right to take all steps as may be deemed necessary to restrict non-members from attending the meeting.
13. Members seeking any information with regard to accounts of the Company are requested to send their queries so as to reach the registered office at least 10 days before the meeting to enable the management to keep the information ready for clarification.

## ANNUAL REPORT 2016-2017

14. As a measure of economy, copies of the Annual Report shall not be distributed at the meeting and therefore members are requested to bring their copies of Annual Report to the meeting.
15. The Ministry of Corporate Affairs (vide circular nos. 17/2011 and 18/2011 dated April 21 and April 29, 2011 respectively), has undertaken a Green Initiative in Corporate Governance and allowed companies to serve documents on its shareholders through electronic mode. Members are requested to support this green initiative by registering/updating their e-mail address, in respect of shares held in dematerialized form with their respective Depository Participants and in respect of shares held in physical form with company/its Share Transfer Agents.
16. In terms of provisions of section 72 of the Companies Act, 2013, nomination facility is available to individual shareholders. The shareholders who are holding shares in physical form and are desirous of availing this facility may kindly write to the Company's Share Transfer Agent, M/s. Sharex Dynamic (India) Private Limited, Unit No.1, Luthra Industrial Premises, 1st Floor, Andheri-Kurla Road, Safed Pool, Andheri (East) Mumbai-400072 for nomination form quoting their folio number. Shareholders holding shares in the dematerialized form may contact their Depository Participant for recording nomination in respect of their shares.
17. The Equity Shares of the Company are listed at the following stock exchange:  
The Bombay Stock Exchange Ltd., Phiroze Jeebhoy Towers, Dalal Street, Fort, Mumbai-400001.  
The listing fee to the above exchange has been paid.
18. Information and other instruction relating to e-voting are as under:
  - (i) In compliance with provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as substituted vide notification dated March 19, 2015 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide its Members the facility to exercise their right to vote at the Thirty First Annual General Meeting of the Company by electronic means and the business may be transacted through remote e-voting services provided by CDSL.
  - (ii) For Members attending the Meeting who have not cast their vote by remote e-voting, the Company shall be making arrangements for the Members to cast their votes in respect to the business stated in this Notice through ballot form. The Members who have cast their votes by remote e-voting prior to the Meeting may also attend the Meeting but shall not be entitled to cast their vote again.
  - (iii) The Company has engaged the services of Central Depository Service Limited ("CDSL") as the Agency to provide e-voting facility.
  - (iv) The Board of Directors of the Company has appointed Mr. Bipin C. Shah, Practising Chartered Accountant, Mumbai as Scrutinizer to scrutinise the remote e-voting process in a fair and transparent manner and he has communicated his willingness to be appointed and will be available for same purpose.
  - (v) Voting rights shall be reckoned on the paid-up value of shares registered in the name of the member / beneficial owner (in case of electronic shareholding) as on the cut-off date i.e. September 22, 2017.
  - (vi) A person, whose name is recorded in the register of member or in the register of beneficial owners maintained by the depositories as on the cut-off date, i.e. September 22, 2017 only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through Ballot paper.
  - (vii) Any person who acquires shares and become member of the Company after despatch of the notice and holding shares as on the cut-off date may obtain the login ID and password by sending a request at [www.evotingindia.com](http://www.evotingindia.com) or issuer / RTA.
  - (viii) Once the vote on a resolution is cast by a member, the member shall not be allowed to change it subsequently or cast the vote again.

The instructions for shareholders voting electronically are as under:

- (i) The voting period begins on Monday, 25/09/2017 at 9.00 a.m. and ends on Thursday, 28/09/2017 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 (record date) of Friday, 22/09/2017, 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 meeting venue.
- (iii) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).

## KUNSTSTOFFE INDUSTRIES LTD.

- (iv) Click on Shareholders.
- (v) Now Enter your User ID
- For CDSL: 16 digits beneficiary ID,
  - For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (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

<b>For Members holding shares in Demat Form and Physical Form</b>	
<b>PAN</b>	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> <li>Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field.</li> <li>In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.</li> </ul>
<b>DOB</b>	<p>Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.</p>
<b>Dividend Bank Details</b>	<p>Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio.</p> <ul style="list-style-type: none"> <li>Please enter the DOB or Dividend Bank Details in order to login. If 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)</li> </ul>

- (ix) After entering these details appropriately, click on "SUBMIT" tab.
- (x) Members holding shares in physical form will then directly reach 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 Members 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 KUNSTSTOFFE INDUSTRIES 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 same password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

## ANNUAL REPORT 2016-2017

(xix) Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. iPhone and Windows phone users can download the app from the App Store and the Windows Phone Store respectively on or after 30th June 2016. Please follow the instructions as prompted by the mobile app while voting on your mobile.

(xx) Note for Non – Individual Shareholders and Custodians

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporates.
- 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 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.

(xxi) In case you have any queries or issues regarding e-voting, 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).

- I. At the Annual General Meeting at the end of the discussion of the Resolution on which voting is to be held, the chairman shall with the assistance of the Scrutinizer order voting for all those members who are present but have not cast their vote electronically using the Remote e-voting facility.
- II. A copy of this notice has been placed on the website of the Company and the website of CDSL.
- III. The Scrutinizer shall immediately after the conclusion of voting at the Annual General Meeting, first count the votes at the Annual General Meeting. The Scrutinizer shall not later than 48 hours of conclusion of the meeting, make a consolidated Scrutinizer's report of the total votes cast in favour or against, if any to the Chairman or a person authorized by him in writing who shall countersign the same.  
The Chairman or a person authorized by him in writing shall declare the result of voting forthwith.
- IV. The Results shall be declared on or after the AGM of the Company. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website [www.kunststoffeindia.com](http://www.kunststoffeindia.com) and on the website of CDSL within two (2) days of passing of the resolutions at the AGM of the Company and communicated to BSE Limited.

By Order of the Board of Directors  
For **Kunststoffe Industries Limited**

**Padmini Ravindran**  
Company Secretary

Place: Mumbai  
Date: 23rd August, 2017

**Registered Office:**

Kiran Building, 128,  
Bhaudaji Road,  
Matunga (E),  
Mumbai– 400 019.  
CIN:L65910MH1985PLC037998  
e-mail:[kunststoffe@vsnl.net](mailto:kunststoffe@vsnl.net)  
Website: [www.kunststoffeindia.com](http://www.kunststoffeindia.com)



## KUNSTSTOFFE INDUSTRIES LTD.

### DETAILS OF DIRECTORS

SEEKING APPOINTMENT/RE-APPOINTMENT AT THE FORTCOMING ANNUAL GENERAL MEETING  
(In pursuant of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Name of the Director	Ms. Soniya P. Sheth
DIN	02658794
Date of Birth	14th February, 1985
Date of appointment	27th June, 2014
Qualification	M.A.
Nature of her Expertise	Interior Decorator, Investment consultant & Dynamic professional also having good marketing experience.
List of Directorships of other Companies as at 31st March, 2017	3 : -Fiberweb (India) Limited (Listed Company) -Stallion Breweries Limited -Chemical & Alkali Distributors Limited
List of Membership/ Chairmanship of the Committees* of other Board as at 31st March, 2017	2 : Membership Audit Committee: -Fiberweb (India) Limited Membership Stakeholders' Relationship Committee: -Fiberweb (India) Limited
Shareholding in Kunststoffe Industries Limited	301163
Relationship between directors inter-se	No
Terms and Conditions of appointment	As per Nomination and Remuneration Policy of the Company

\*Only Audit and Stakeholders Relationship Committees are considered.

By Order of the Board of Directors  
For **Kunststoffe Industries Limited**

**Padmini Ravindran**  
Company Secretary

Place: Mumbai  
Date: 23rd August, 2017

#### Registered Office:

Kiran Building, 128,  
Bhaudaji Road,  
Matunga (E),  
Mumbai- 400 019.  
CIN: L65910MH1985PLC037998  
e-mail: kunststoffe@vsnl.net  
Website: www.kunststoffeindia.com

**DIRECTORS' REPORT**

Dear Shareholders,

Your Directors have pleasure in presenting the 31st Annual Report and Audited Financial Statements of the Company for the year ended 31st March 2017. The summarized financial results are given below:

**SUMMARISED FINANCIAL RESULTS:**

(₹ In Lakhs)

	<b>2016-17</b>	<b>2015-16</b>
Sales & other receipts	309.38	242.18
Gross Profit/(Loss) before depreciations	204.76	175.70
Less : Depreciation	88.77	105.22
Profit(Loss) from regular Activities	29.32	6.47
Extraordinary items	0	0
Profit /(Loss)before and After taxation	29.32	6.47
Add: Balance carried from earlier year	(3,869.59)	(3876.06)
Balance carried forward to next year	(3,840.27)	(3869.59)

**OPERATIONS:**

During the current year gross receipts of the Company was ₹ 309.38 lakhs against ₹ 242.18 lakhs of the previous year and Gross Profit margin slightly improved and Gross Profit amounted to ₹ 204.76 lakhs (16% higher) to earlier year's ₹ 175.70 lakhs, depreciation reduced to ₹ 88.77 lakhs (against ₹ 105.22 lakhs in earlier year) and Net Profit increased to ₹ 29.32 lakhs as against ₹ 6.47 lakhs in last year. Though there is a shortage of working capital as the Company was under rehabilitation process by BIFR and the Company is doing only job work. The rehabilitation scheme has been approved by the BIFR and the rehabilitation process has progressed well.

**DIVIDEND:**

In view of past losses, your directors are unable to recommend payment of any dividend for the year under review.

**COURSE OF BUSINESS AND OUTLOOK**

The Management's Discussion and Analysis Report as required under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 is forming a part of this report and gives the state of affairs of the business of the Company. The performance of your Company improved in line with the business engineering work undertaken in the previous year.

**HEALTH, SAFETY AND ENVIRONMENT**

Top priority continues to be given to environmental protection for all the units of the Company by keeping emission levels to the minimum possible. Adequate Insurance cover has been taken for properties of the Company including Buildings, Plant & Machineries, Stocks and other assets.

The report on Management's Discussion and Analysis includes observations on health, safety and environment compliances by the Company.

All Plant sites of the Company are environment regulations compliant.