



KUNSTSTOFFE INDUSTRIES LIMITED

**35th Annual Report
2020-2021**

KUNSTSTOFFE INDUSTRIES LTD.

CORPORATE INFORMATION

BOARD OF DIRECTORS

Ms. Soniya P. Sheth – Managing Director
Mr. Bhaskar T. Iyer (upto 11th February, 2021)
Mr. S. Chacko
Mr. Ujjwalkumar R. Jha
Mr. Rajender J. Sharma

KEY MANAGERIAL PERSONNEL

Ms. Unnati P. Sheth - Chief Financial Officer
Ms. Padmini Ravindran - Company Secretary

STATUTORY AUDITORS

M/s. Akshay Kirtikumar & Associates
(Chartered Accountants, Mumbai)

INTERNAL AUDITORS

M/s. Atul Dedhia & Accosiates
Chartered Accountants, Mumbai

SOLICITORS

M/s. Little & Co., Mumbai
Divyakant Mehta & Associates, Mumbai

REGISTERED OFFICE

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

LISTED ON STOCK EXCHANGE

BSE Limited

REGISTRARS & SHARE TRANSFER AGENTS

LINK INTIME INDIA PRIVATE LIMITED
C -101, 247 Park, L.B.S. Marg,
Vikhroli West, Mumbai-400 083.



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@kunststoffeindia.com

NOTICE

Notice is hereby given that the **35th Annual General Meeting** of the Members of **Kunststoffe Industries Limited** will be held on **Thursday, 23rd day of September, 2021 at 11.00 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 Statements of the Company for the financial year ended 31st March, 2021 together with the reports of the Board of Directors and Statutory Auditor thereon.
2. To reappoint Ms. Soniya P. Sheth (DIN: 02658794), Managing Director who retires by rotation and being eligible offers herself for re-appointment.

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

Padmini Ravindran
Company Secretary

Place: Mumbai
Date: 05th August, 2021

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

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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 appointing 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 Annual General 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. A Statement pursuant to Section 102(1) of the Companies Act, 2013, relating to the Special Business to be transacted at the Meeting is not required to be annexed as there is no special business.
3. 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. 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.
6. 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 **Link Intime India Private Limited, C 101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai 400 083**. The Company will not entertain any direct request from such members for this.
7. The route map showing directions to reach the venue of the AGM is annexed.
8. The Share Transfer Books and the Register of Members of the Company will remain close from **17th September, 2021 to 23rd September, 2021**(both days inclusive).
9. 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
10. 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.
11. 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.
12. 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.
13. 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.

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14. 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.
15. 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. Link Intime India Private Limited, C 101, 247 Park, L.B.S.Marg, Vikhroli(West), Mumbai 400 083** 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.
16. The Equity Shares of the Company are listed at the following stock exchange:
BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai 400001.
The listing fee to the above exchange has been paid.
17. **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 Fifth 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 **M/s. K.Pratik & Associates, Company Secretary in Practice, 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. **16th September, 2021**.
 - (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. **16th September, 2021** 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 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, 20th September, 2021 at 9.00 a.m.** and ends on **Wednesday, 22nd September, 2021 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 **Thursday, 16th September, 2021**, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

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- (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.
- (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. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
 OR
 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 and voted on an earlier e-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 Shareholders 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) <ul style="list-style-type: none"> Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company / RTA or contact Company / RTA.
Dividend Bank Details 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. <ul style="list-style-type: none"> If both the details are not recorded with the depository or company please enter the member id / folio number in Dividend Bank details filed as mentioned in instruction (v)

- (ix) After entering these details appropriately, click on "SUBMIT" tab.
- (x) Shareholders 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 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 **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.
- (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 promoted by the mobile app while Remote 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 and register themselves as Corporate.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to 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 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, under help section or write an email to 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 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.

MANDATORY REQUIREMENT

Updation of Bank Account Details for Payment of Dividend

SEBI vide its Circular dated 20th April, 2018, made it mandatory to incorporate Bank details in dividend warrants. Shareholders holding shares in physical or demat form and not provided the bank details are requested to submit the bank details along with original cancelled cheque leaf to the Company’s Share Transfer Agent at the address mentioned herein above in Note 15. The cancelled cheque leaf shall have the shareholder’s name printed on it. If cheque leaf does not contain the name of shareholder, then along with cancelled cheque leaf, shareholder is required to submit copy of bank passbook page / bank statement having the name of shareholder, address and bank account number, duly attested by the officer of the same Bank with his signature, name, employee code, designation, bank seal & address stamp, phone no. and date of attestation.

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Updation of PAN details

Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members having shares in electronic form are therefore, requested to submit their PAN details to their depository participant. Members holding shares in physical form are required to submit their self attested copy of PAN card to the Company's Share Transfer Agent at the address mentioned hereinabove in Note 15.

No Effect of Transfer of Shares in Physical Form w.e.f. 1st April, 2019

Securities and Exchange Board of India has amended the Regulation 40 of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 that has mandated transfer of shares would be carried out only in dematerialized form and no transfer of shares in physical form will be processed w. e. f. 1st April, 2019, except in case of transmission or transposition.

Shareholders holding shares in Physical form should consider dematerialization of shares as it facilitates easy liquidity, change in particulars of Shareholders such as bank details, address, no loss of share certificates, etc.

The details of various banks and agencies providing dematerialization of shares services are available on the website of NSDL and CDSL.

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

Padmini Ravindran
Company Secretary

Place: Mumbai

Date: 5th August, 2021

Registered Office:

Kiran Building, 128,
Bhaudaji Road,
Matunga (E),
Mumbai- 400 019.

CIN: L65910MH1985PLC037998

E-mail: kunststoffe@kunststoffeindia.com

Website: www.kunststoffeindia.com

DETAILS OF DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT AT THE FORTHCOMING 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	29th September, 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, 2021	1) Fiberweb (India) Limited (Listed Company)
	2) Bharat Capital and Holdings Limited
	3) Stallion Breweries Limited
	4) Chemical & Alkali Distributors Limited
	5) Parijat Private Limited
	6) Star Developers Private Limited
	7) Sun Properties Private Limited
	8) Sun Capital and Consultancy Private Limited
List of Membership/ Chairmanship of the Committees* of other Board as on 31st March, 2021	Membership in Audit Committee and Stakeholders' Relationship / Grievances of Fiberweb (India) Limited
Shareholding in Kunststoffe Industries Limited	1966344 shares (28.54%)
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: 5th August, 2021

Registered Office:
Kiran Building, 128,
Bhaudaji Road,
Matunga (E),
Mumbai- 400 019.
CIN: L65910MH1985PLC037998
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Website: www.kunststoffeindia.com

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DIRECTORS' REPORT

Dear Shareholders,

Your Directors have pleasure in presenting the **35th Annual Report** and Audited Financial Statements of the Company for the year ended 31st March, 2021. The summarized financial results are given below:

SUMMARISED FINANCIAL RESULTS:

(₹ In Lakhs)		
Particulars	2020-21	2019-20
Sales & other receipts	992.04	967.00
Gross Profit/(Loss) before depreciations	165.73	153.62
Less : Depreciation	3.50	24.64
Profit/(Loss) from regular Activities	99.51	65.95
Extraordinary items	0	0
Profit /(Loss) before taxation	99.51	65.95
Provision for tax	14.03	20.00
Profit /(Loss) after taxation	85.48	45.95
Add: Balance carried from earlier year	(1125.41)	(1,171.36)
Balance carried forward to next year	(1039.93)	(1,125.41)

OPERATIONS

During the current year gross receipts of the Company was ₹ 992.04 lakhs against ₹ 967.00 lakhs of the previous year and Gross Profit margin increased and Gross Profit amounted to ₹ 165.73 lakhs (7.88% higher) to earlier year's 153.62 lakhs, depreciation amounted to ₹ 3.50 lakhs (against ₹ 24.64 lakhs in last year) and Net Profit increased to ₹ 85.48 lakhs as against ₹ 45.95 lakhs in last year (an increase of 86.03% as compared to last year).

DIVIDEND

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

SHARE CAPITAL:

The Paid up Equity Share Capital of the Company as on March 31, 2021 was ₹ 6,89,00,000 divided into 68,90,000 Equity shares having face value of ₹ 10 each. During the year under review, the Company has not issued any shares with differential rights, sweat equity shares and equity shares under Employees Stock Option Scheme.

The Company has paid Listing Fees for the financial year 2020-21 to each of the Stock Exchanges, where its equity shares are listed.

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.