



**22<sup>nd</sup> Annual Report  
2015-16**

**LAWRESHWAR POLYMERS LIMITED**



Shri Rajkumar Agarwal Managing Director Lawreshar Polymers Limited,  
Receiving National Award from Hon. President of India



Shri Naresh Agarwal Executive Director Lawreshar Polymers Limited,  
Receiving National Award from Hon. President of India

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## **CORPORATE INFORMATION**

### **OUR BOARD OF DIRECTORS**

1. RAMESH CHAND AGARWAL	- CHAIRMAN	[DIN NO. : 00108287]
2. RAJ KUMAR AGARWAL	- MANAGING DIRECTOR	[DIN NO. : 00127215]
3. NARESH AGARWAL	- WHOTE TIME DIRECTOR	[DIN NO. : 00106649]
4. GAURI SHANKAR KANDOI	- INDEPENDENT DIRECTOR	[DIN NO. : 00120330]
5. SIDHARTHA SINGH	- INDEPENDENT DIRECTOR	[DIN NO. : 00978342]
6. PREETI GOYAL	- INDEPENDENT DIRECTOR	[DIN NO. : 07109775]

**COMPANY SECRETARY** - Priyanka Gattani  
**CHIEF FINANCIAL OFFICER** - Rakesh Kumar Soni

### **SECRETARIAL AUDITOR**

Naredi Vinod and Associates  
 Company Secretaries  
 56, Rameshwar Dham,  
 Near Kedia Palace,  
 Murlipura, Jaipur-302023 (Raj)

### **INTERNAL AUDITORS**

M/s B.Vishal & Co. Chartered Accountants  
 405, Surya Chamber  
 Nehru Bazaar,  
 Jaipur-302 003

### **STATUTORY AUDITORS**

M/s A. Bafna & Co.  
 Chartered Accountants  
 K-2, Raj Apartment  
 Keshav Path, C-Scheme,  
 Jaipur 302 001

### **COST AUDITOR**

M/s Rajesh & Company  
 Cost Accountants  
 289, Mahaveer Nagar-II Maharani Farms,  
 Durgapura, Jaipur-302 018

### **BANKERS**

Punjab National Bank  
 SSI Branch  
 Sikar Road, V.K.I.A.,  
 Jaipur-302 013 (Raj)

### **REGISTRAR & SHARE TRANSFER AGENT**

Big Share Services Pvt. Ltd  
 E-2, Ansa Industrial Estate, Sakivihar Road  
 Saki Naka, Andheri (E), Mumbai-400 072  
 Email: info@bigshareonline.com  
 URL: www.bigshareonline.com.

<b>REGISTERED OFFICE :</b>	A-243 (A), Road No. 6, V. K. I. Area, Jaipur – 302013
<b>FACTORY &amp; WORKS :</b>	UNIT 1. A-243 (A), Road No. 6, V. K. I. Area, Jaipur – 302013 UNIT 2. G-685, Road No. 9F2, V. K. I. Area, Jaipur – 302013 UNIT 3. F-263, Road No. 13, V. K. I. Area, Jaipur – 302013 UNIT 4. SD-41, Kaladera Industrial Area, Tehsil Chomu, District Jaipur.
<b>OTHER DETAILS :</b>	CIN : L19201RJ1994PLC008196 E Mail ID : info@leharfootwear.com, csco@leharfootwear.com Website : www.leharfootwear.com Contact No : 0141-4157777 (30 Lines) Fax : 0141-4157766

### **Founder Message**

Lawreshwar polymers Limited have been one of the most active players in domestic footwear industry. We produce and sell substantial volume of footwear's all across the nation, which made with sustainable managed resources. Besides providing superior quality footwear's, we take special care to protect the environment. Quality systems existing at Lawreshwar polymers Limited comply with the requirement of International standard systems ISO: 9002. ISO: 14001 to achieve the objectives of the quality policy, company plans to implement & achieve total quality management. Quality checks have been introduced at various work centres at the factory under the guidance & expertise of Professionals and Quality Management Consultants.

Persistent follow up by management, internal /external audits and relentless efforts on the part of employees, have paid rich dividends. Working in accordance with quality systems has now become a way of life at Lawreshwar polymers Limited It's our continuous efforts to go beyond norms & limits set national and international standards and create our own standards to achieve excellence in quality, as we believe in doing things in a different manner. Emphasis is being given on detailed study of subjects and fields of our interest, as a result of which, every day we find ourselves further ahead on the path of continuous improvement

**Sincerely**

**Late Sh. Mohan Lal Agarwal**

**(Founder)**

## **Chairman's Message**

Dear Shareholders,

I would like to begin with congratulating you all as our company completes 22 successful years in the footwear industry. I am pleased to share with you the Annual Report of your Company for the Financial Year 2015-16. The Financial year ended on March 2016 was another successful year, where despite a challenging environment our business was able to face competition. We expanded our reach and further strengthened our distribution so that we can serve our consumers better with our wide range of product offerings.

As you all are aware that the footwear Market in India has seen a wide transformation over the past years on the back of fast changing retail scenario. According to our recent analysis, India is regarded as the second largest global producer of footwear after China. More than half of the annual production of the country is accounted from non leather footwear.

During this Year, the company made net profit Rs. 305.36 Lacs and last year net profit was Rs. 214.48 Lacs which is clearly showing increased net profit by approximately 42%. This Year turnover of our company is Rs. 10009.09 Lacs and last year turnover was 8365.79 Lacs the same is also showing increased turnover by approximately 19%.

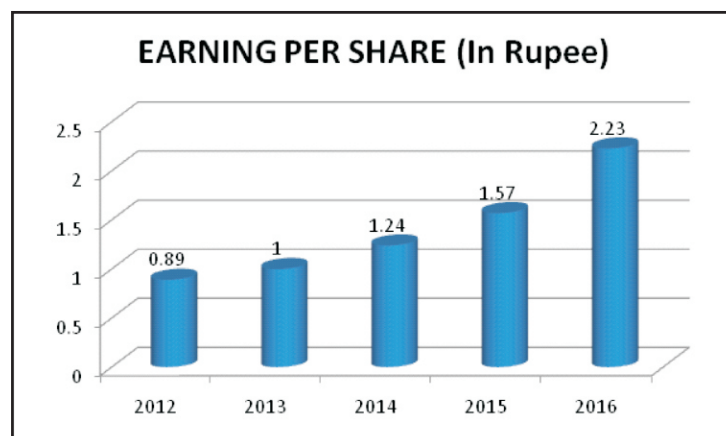
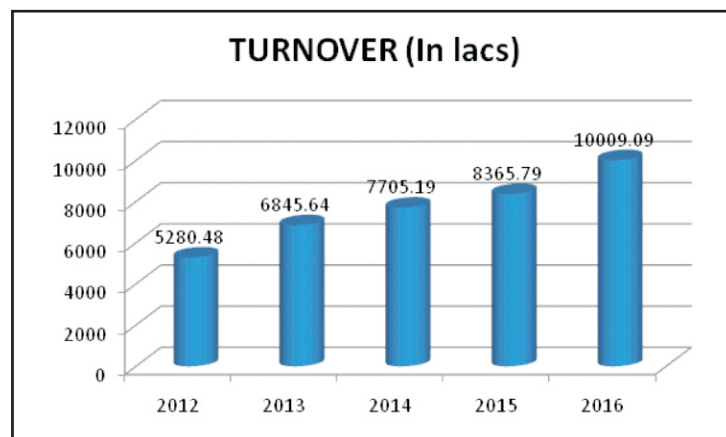
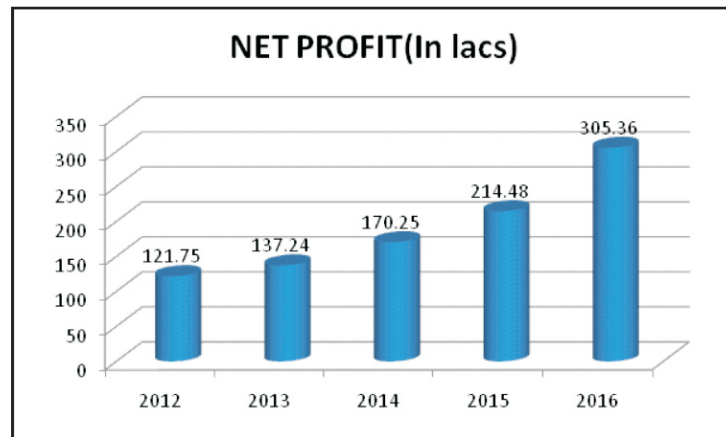
In the year ahead, the business environment will continue to remain challenging and competitive intensity is likely to remain high. With our purpose driven products, passionate employees and your continued support, I am confident that we will continue to deliver growth that is consistent, competitive, profitable and responsible.

I would like to thank you, all our shareholders, for your trust and your wholehearted support and look forward to meeting all of you at the annual general meeting.

**Sincerely**

**Ramesh Chand Agarwal**  
DIN: 00108287  
Chairman

## YOUR COMPANY'S GROWTH AT A GLANCE





## LAWRESHWAR POLYMERS LIMITED

Regd. Office: A-243 A, Road No.6. V.K.I. Area. Jaipur

CIN : L19201RJ1994PLC008196

E Mail ID : info@leharfootwear.com, csc@leharfootwear.com

Website : www.leharfootwear.com

Contact No: 0141-4157777 (30 Lines), Fax : 0141-4157766

### Notice

Notice is hereby given that the TWENTY SECOND ANNUAL GENERAL MEETING of the Members of LAWRESHWAR POLYMERS LIMITED will be held at Registered Office at A-243 (A) Road No. 6 V.K.I. Area, Jaipur-302013 on Tuesday the 27th September, 2016 at 11.00 A.M. to transact the following business:

#### ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statement as at March 31, 2016 and Profit & Loss Account for the year ended on that date together with the Report of Board of Directors and Auditor thereon.
2. To appoint a director in place of Sh. Naresh Kumar Agarwal (DIN 00106649), who retires by rotation and being eligible, offers him for reappointment.
3. To appoint Auditor and fix their remuneration.

#### SPECIAL BUSINESS

##### 1. REVISION OF REMUNERATION PAYABLE TO DIRECTORS

To Consider and if thought fit, to pass with or without modification, the following resolution as Special Resolution:

**“RESOLVED THAT** pursuant to the provisions of section 197, 198 read with schedule V of the Companies Act, 2013 and other applicable provisions and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof for the time being in force) and pursuant to Articles of Association of the company the recommendation and approval of managerial remuneration to be paid to **Ramesh Chand Agarwal (Chairman), Raj Kumar Agarwal (Managing Director), Naresh Kumar Agarwal (Executive Director)**, by the Nomination and Remuneration Committee be and is hereby approved and the salary of the executive directors of the Company (i.e. the Managing Director and the Whole-time Directors) be increased with effect from 1st April, 2016 for as given in explanatory statement annexed herewith.”\

**“RESOLVED FURTHER THAT** the Director or the Secretary of the Company be and is hereby authorised to filing of any statutory forms or other related documents for seeking its approval to the increase in the remuneration and to do all such act and things as may be necessary in this regard.”



**1. RE-APPOINTMENT OF RAJ KUMAR AGARWAL AS MANAGING DIRECTOR**

To Consider and if thought fit, to pass with or without modification, the following resolution as Special Resolution:

**“RESOLVED THAT** pursuant to recommendation of the Nomination and Remuneration Committee, and approval of the Board and subject to the provisions of Sections 196, 197, 198, 203 and other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification or re-enactment thereof) read with Schedule- V of the Companies Act, 2013, approval of the members of the Company be and is hereby accorded to the re-appointment of Mr. Raj Kumar Agarwal, as Managing Director of the Company for a period of five years with effect from 1<sup>st</sup> December 2016 as well as the payment of salary, commission and perquisites (hereinafter referred to as “remuneration”), upon the terms and conditions as detailed in the explanatory statement attached hereto, which is hereby approved and sanctioned with authority to the Board of Directors to alter and vary the terms and conditions of the said re-appointment and / or agreement in such manner as may be agreed to between the Board of Directors and Mr. Raj Kumar Agarwal.”

**“RESOLVED FURTHER THAT** the remuneration payable to Mr. Raj Kumar Agarwal, shall not exceed the overall ceiling of the total managerial remuneration as provided under Schedule- V of the Companies Act, 2013 or such other limits as may be prescribed from time to time.”

**“RESOLVED FURTHER THAT** the Board be and is hereby authorized to do all such acts, deeds and things and execute all such documents, instruments and writings as may be required and to delegate all or any of its powers herein conferred to any Committee of Directors or Director(s) to give effect to the aforesaid resolution.”

**2. TO DETERMINE THE REMUNERATION OF THE COST AUDITORS FOR THE FINANCIAL YEAR 2016-17**

To consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

**“RESOLVED THAT** pursuant of section 148 and all other applicable provisions of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014M/s Rajesh & Company, Cost Accountants, 289, Mahaveer Nagar-II Maharani Farms, Durgapura, Jaipur-302018, the Cost Auditors appointed by the Board of Directors of the Company, to conduct the audit of the cost records of the Company for the financial year 2016-17, be paid the remuneration as set out in the statement annexed to the notice convening this meeting.

**“FURTHER RESOLVED THAT** the Board of Directors of the Company be and is hereby authorized to do all the acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

**By the order of the Board  
For Lawreshwar Polymers Limited**

**Sd/-  
(Ramesh Chand Agarwal)  
Chairman  
DIN: 00108287**

**Place: Jaipur  
Dated: 03.09.2016**

### NOTES:

1. A member entitled to attend and vote at the meeting is entitled to appoint proxy/ proxies to attend and vote instead of himself and the proxy need not be a member of the company. A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital 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 Proxy form is sent herewith.<sup>3</sup>  
Proxies submitted on behalf of Companies, Societies, Partnership Firms, etc. must be supported by appropriate resolution / authority, as applicable, issued by the member organization.
2. Brief resume of Directors including those 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 **Regulation 36 of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015**, with the Stock Exchanges, are provided in the Corporate Governance Report forming part of the Annual Report.
3. The Register of Members and Share Transfer Books of the Company shall remain closed from Tuesday, 20<sup>th</sup> September 2016 to Tuesday, 27<sup>th</sup> September 2016 (both days inclusive)
4. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, which sets out details relating to Special Business at the meeting, is annexed hereto.
5. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company / Big Share Services Private Limited.  
Members holding shares in electronic form may note that bank particulars registered against their respective depository accounts will be used by the Company for payment of dividend (if declared). The Company or its Registrars and Transfer Agents, Big Share Services Private Limited ("Big Share") cannot act on any request received directly from the members holding shares in electronic form for any change of bank particulars or bank mandates. Such changes are to be advised only to the Depository Participant by the members.
6. Members holding shares in electronic form are requested to intimate immediately any change in their address or bank mandates to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form are requested to advise any change in their address or bank mandates immediately to the company or Big Share.
7. Non-Resident Indian Shareholders are requested to inform M/s Big Share Services Private Limited, the Registrar and Share Transfer Agent of the Company immediately about:
  - i) The change in the Residential status on return to India for permanent settlement.
  - ii) The particulars of the Bank Account maintained in India with complete name, branch, and account type, account number and address of the Bank, if not furnished earlier.
8. Members requiring information on the accounts are requested to write to the company at least 10 (Ten) days before the date of the meeting to enable the company to furnish the information.
9. Members are requested to furnish or update their e-mail IDs with the Registrar for sending the soft copies of the Annual Report of the Company as required vide circular no. 17/2011 dated April 21, 2011 and circular no. 18/2011 dated April 29, 2011 issued by the Ministry of Corporate Affairs and to avail remote e-voting facility in respect of the resolutions which would be passed at the General Meetings of the Company.
10. Members are requested to:
  - i) Intimate change in their Registered Addresses, if any, in respect of Equity Shares held in electronic form (Dematerialized form) to their Depository Participant(s).