

**SHREE GANESH ELASTOPLAST LIMITED**

27<sup>TH</sup> AUDITED ANNUAL REPORT  
FOR THE YEAR 2020-21

COMPANY REGISTRATION NO: 04-021666  
CIN NO: L25200GJ1994PLC021666

Regd.Office: 119, GR. Floor, Kamdhenu Complex  
Opp. Sahjanand College, Polytechnic Road,  
Dist: Ahmedabad: 380 015, Gujarat  
**E-Mail:** [ganeshelastoplast@gmail.com](mailto:ganeshelastoplast@gmail.com)

**NOTE TO THE SHAREHOLDERS:**

As a measure of economy, copies of the Annual Report will not be distributed at the Annual General Meeting, Shareholders are requested to kindly bring their copies to the meeting

**TWENTY-SEVENTH ANNUAL GENERAL MEETING**

**DATE** : 30<sup>th</sup> September, 2021

**DAY** : Thursday

**TIME** : 11:00 A.M.

**VENUE** : 119, Gr.Floor, Kamdhenu Complex  
Opp.SahjanadColleage, Polytechnic Road,  
Ahmedabad: 380015

**CONTENTS**

<b>SR. NO.</b>	<b>PARTICULARS</b>
1	Board of Directors and Other Information including Notice of AGM.
2	Directors' Report
3	Secretarial Audit Report MR-3
4	Auditors' Report
5	Balance Sheet
6	Profit & Loss Account
7	Cash Flow Statement Pursuant to Clause 32 of the Listing Agreement
8	Schedules to Balance Sheet & Profit Loss Account
9	Notes to the Accounts

**BOARD OF DIRECTORS**

SHRI BHARAT V MASHRUWALA	WHOLE TIME DIRECTOR (Up to 13 <sup>th</sup> February,2021)
SHRI HARISHBHAI RATILAL MEHTA	INDEPENDENT DIRECTOR
SHRI MIHIR R. SHAH	WHOLE TIME DIRECTOR (W.e.f. 13 <sup>th</sup> February,2021)
SHRI SATISH M KAVATHE	INDEPENDENT DIRECTOR
SMT BINA V PATEL	INDEPENDENT WOMEN DIRECTOR
SHRI ROMIL SHAILESHBHAI PATEL	CHIEF FINANCIAL OFFICER
SHRI YOGEN JAYKUMAR VYAS	COMPANY SECRETARY

**SECRETARIAL AUDITOR**

M/s Kamlesh M. Shah &Co.,  
Company Secretaries,  
801- A, Mahalay Building,  
Opp. Hotel President,  
Off. C.G. Road,  
Ahmedabad – 380 009

**BANKERS OF THE COMPANY**

Central Bank of India, Ahmedabad  
ICICI Bank, Ahmedabad

**STATUTORY AUDITORS**

M/S J VAGERIYA & ASSOCIATES,  
Ahmedabad: 380 015.

**LISTING AT**

The Bombay Stock Exchange  
25th Floor, P.J. Towers,  
Dalal Street, Fort,  
Mumbai 400 001

**REGISTERED OFFICE**

119, Gr.Floor, Kamdhenu Complex,  
Opp.Sahajanad Collage,  
Ahmedabad: 380 015.

**REGISTRARS & SHARE TRANSFER AGENTS**

Skyline Financial Services Pvt. Ltd  
D-153 A, First Floor, Okhla Industrial Area,  
Phase - 1, New Delhi, Delhi-110020

**NOTICE TO THE MEMBERS**

**NOTICE** is hereby given that 27<sup>th</sup> Annual General Meeting of the Members of SHREE GANESH ELASTOPLAST LIMITED will be held on Thursday the 30<sup>th</sup> September, 2021, at 11:00 A.M. at the Registered Office of the Company situated at 119, Gr. Floor, Kamdhenu Complex, Opp. Sahjanand Complex, Polytechnic Road, Ahemdabad-380 015 to transact the following business:

**ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Profit & Loss Account for the year ended on 31<sup>st</sup> March, 2021, Balance Sheet as on that date, Directors' Report and the Auditors' Report thereon,
2. To consider the notice of Mr. MIHIRBHAI RAMESHBHAI SHAH (DIN: 02055933) who retires by the rotation at this Annual General Meeting and gives his consent for Re-appointment.

**SPECIAL BUSINESS:**

3. **To Re-appoint Mrs. Bina V Patel (DIN- 07121537) as an Independent Women Director and in this regard to consider and if thought fit, to pass, the following resolution as SPECIAL RESOLUTION:**

**"RESOLVED THAT** pursuant to section 149(1) & 149(6) of the Companies Act, 2013 refer to Companies (Directors Appointment & Qualification) Rules, 2014, Mrs. Bina V. Patel (Holding a valid Director Identification Number: 07121537) is not disqualified for being appointed as an Independent Woman Director of the company in term of the section 164 of the Companies Act, 2013 or any other applicable provisions and had given his consent to for appointment as an Independent woman Director be and is hereby appointed as Independent Director of the company for the period of Next 5 years up to the Calendar year 2025."

4. **Continuation of directorship of Mr. Harish R. Mehta (DIN- 05316274) as an Independent Director on the board of the Company thought he has attained the age of 75 years:**

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

**"RESOLVED THAT** pursuant to the provisions of Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended and other applicable provisions if any, consent of members of the Company be and is hereby accorded for continuation of Directorship of Mr. Harish R. Mehta (DIN - 05316274) who was reappointed as Independent Directors of the Company for a period of 5 years at the Annual General Meeting of the Company held notwithstanding that he has attained the age of 75 years on 17<sup>th</sup> May,2020.

**"RESOLVED FURTHER THAT** Board of Directors of the Company be and is hereby authorized to do all such acts, deeds and things as may be deemed proper and expedient to give effect to this Resolution."

5. **Appointment of Mr. Mihir R. Shah (DIN: 02055933) as Whole Time Director of the Company:**

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

**“RESOLVED THAT** pursuant to the provisions of Section 152 and all other applicable provisions, if any, of the Companies Act, 2013 (hereinafter referred to as ‘the Act’) and the relevant Rules made thereunder (including any statutory modification(s) or reenactment thereof, for the time being in force), and the applicable Regulations under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the provisions of the Articles of Association of the Company, Mr. Mihir R. Shah (DIN: 02055933), who was appointed as an additional director and designated as a Whole-Time Director by the Board of Directors of the Company at their meeting held on February 13, 2021, based on the recommendation of the Nomination and Remuneration Committee of the Board and who holds office as such up to the date of ensuing Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act from a Member proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company liable to retire by rotation.

**“RESOLVED FURTHER THAT** in accordance with the recommendations of the Nomination and Remuneration Committee of the Board of Directors and pursuant to the provisions of Sections 196, 197, 198 and 203 of the Act, read with Schedule V to the Act, and other applicable provisions, if any, of the Act and the rules made thereunder, (including any statutory modification(s) or reenactment thereof, for the time being in force), the Articles of Association of the Company and subject to the approval of the central government or such other sanctions as may be necessary, consent of the Members be and is hereby accorded to the appointment of Mr. Mihir R. Shah (DIN: 02055933) as a Whole-Time Director for a period of Three years effective from February 13, 2021 to February 13, 2024 on the terms and conditions including remuneration as set out in the statement annexed to the Notice of this Meeting, with liberty to the Board of Directors to alter and vary the terms and conditions of the appointment and/ or remuneration based on the recommendation of the Nomination & Remuneration Committee, subject to the same not exceeding the limits specified under Section 197 read with Schedule V of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force).

**6. 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 13 (8) of the Companies Act 2013 read with Rule No. 32 of the Companies (Incorporation) Rules 2014 and also read with Regulation No. 30 read with Item No. 14 of Part-A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 as amended up to the date, as also subject to approval by the shareholders by way of passing of the Special Resolution at the Annual General Meeting and also by E-Voting/ Postal Ballot process facilities being provided to shareholders at the 24th Annual General Meeting, and further confirmation/ approval by the Central Government under the Companies Act (Hereinafter referred to as the Registrar of Companies or such other authorized official of the Ministry of Corporate Affairs), the MAIN OBJECTS CLAUSE being Main Object Clause No. 3 (A) of the Memorandum of Association of the Company be now onwards be read as under:

CLAUSE III (A) THE MAIN OBJECT OF THE COMPANY TO BE PURSUED ON ITS INCORPORATION ARE:

To carry on in India or elsewhere the business of trading and dealing in shares and stocks, debentures, bonds, commercial paper and other securities of any description issued by Companies, Statutory Corporation, Central Government, State Government(s), Public authority, Financial Institutions, Banks or any Body corporate and the like and all other kind of Securities directly or through its Sub-Brokers and/or its Subsidiaries and their Sub-Brokers and to deal in commodities, currencies and derivatives and to acquire the membership of one or more recognized Stock Exchange(s) including Commodity Exchange(s) in India or abroad and for the purpose to promote one or more Subsidiary Company(ies) whether partly or wholly owned and Joint ventures .

To carry on and undertake the business of portfolio management services, investment advisory services, custodial services, asset management services and to act as Merchant Bankers, Portfolio Investment Managers, Lead Managers or Co-Managers, Book runners, Underwriters to Issue of shares, stocks, bonds, debentures, commercial paper or other securities issued by Companies, Statutory Corporations, Central Government , State- Government(s),Public authority, Financial Institutions, Banks or any Body corporate and to undertake venture capital funding, clearing houses services for the securities, credit rating, credit appraisal and depository participant services and to perform any other kind of role as an Intermediary or Advisor in the Securities Market directly or through its subsidiary(ies), subject to necessary Governmental or Regulatory approvals.

**NOTES:**

1. A member entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of him/her self and proxy need not be a member. The proxies to be effective should be deposited at the Registered Office of the Company not later than 48 hours before the commencement of the meeting.  
**A person can act as a proxy on behalf of members not exceeding fifty percent of the total share capital and holding in the aggregate not more than ten percent of the total 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 shareholder.**
2. Pursuant to Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015, the Company is pleased to provide the facility of remote e-voting to all members as per the applicable Regulations relating to e-voting. The complete instruction on e-voting facility provided by the Company is annexed to this Notice, explaining the process of e-voting with necessary user id and password along with procedure for such e-voting.
3. Corporate Members intending to send their authorized representatives are requested to send a duly certified copy of the Board Resolution authorizing their representative/s to attend and vote at the Annual General Meeting.
4. Pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, details of directors seeking appointment/reappointment at the Annual General Meeting is given in detail, as annexed hereto.
5. Shareholders are requested to bring their copy of Annual Report to the meeting.
6. Members/Proxies should fill Attendance Slip for attending the meeting.
7. The Register of Members and Share Transfer Books of the Company will remain closed from Wednesday 24<sup>th</sup>, September 2021 to Thursday, 30<sup>th</sup> September, 2021 (both days inclusive).

8. Members seeking any information or clarification on Accounts are requested to send written queries to the Company, at least one week before the date of the meeting. Replies will be provided in respect of such written queries received only at the meeting.
9. Relevant documents referred to in the accompanying Notice and the Statement will remain open and available for inspection by the members at the administrative office of the Company on all working days, except Saturdays, during business hours up to the date of the Meeting.
10. 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 or its Share registrars and Transfer Agents.
11. Members, who have not registered their email IDs so far with their depository participants, are requested to register their email IDs for receiving all the Communications including Annual Report, Notices etc. in electronic mode.
12. Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant Companies (Management and Administration Rules), 2014, and Regulation 36 of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015, companies can serve Annual Reports and other communications through electronic mode to those members who have registered their e-mail address either with the Company or with the Depository.
13. The Notice of the Annual General Meeting and Annual Report of the Company for the year ended 31st March, 2021 is uploaded on the Company's website [www.shreeganeshelastoplastltd.com](http://www.shreeganeshelastoplastltd.com) and may be accessed by the members and also on the website of the Bombay Stock Exchange Ltd. [www.bseindia.com](http://www.bseindia.com).
14. Electronic copy of the Annual Report for 2020-21 is sent to all the members whose email IDs are registered with the Company / Depository Participants(s) for communication purposes unless any member has requested for a physical copy of the same. For members who have not registered their email address, a physical copy of the Annual Report for 2020 -21 is sent.
15. GENERAL INSTRUCTIONS FOR VOTING:
  - a. In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirement) Regulation 2015, the Company is pleased to provide the facility to exercise members' right to vote at the ensuing Annual General Meeting by electronic means and the business may be transacted through e-voting services provided by the Central Depository Services (India) Limited (CDSL).
  - b. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.
  - c. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
  - d. 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.co.in](http://www.evotingindia.co.in) under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com)
  - e. Shri Kamlesh. M. Shah, Practicing Company Secretary, (Membership No. A8356 and COP No. 2072) (Address: 801-A, Mahalay Complex, Opp: Hotel President, B/h. Fairdeal House, Swastik Cross Roads, Navrangpura, Ahmedabad: 380 009, Gujarat, India,) has been

- appointed as the Scrutinizer to scrutinize the e-voting & Ballot process in a fair and transparent manner.
- f. The Scrutinizer shall within a period not exceeding three (3) working days from the conclusion of the e-voting period unblock the votes in the presence of at least two (2) witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favor or against, if any, submit to the Chairman of the Company.
  - g. The Results declared by the Chairman along with the Scrutinizer's Report shall be placed on the Company's website [http: www.shreeganeshelastoplastltd.com](http://www.shreeganeshelastoplastltd.com) and on the website of CDSL within three (3) days of passing of the resolutions at the AGM of the Company and will be communicated to BSE Limited.
  - h. Any person, who acquires shares of the Company and becomes member of the Company after dispatch of the notice and holds shares as of the cut-off date i.e. 21.09.2021, may obtain the login ID and password by sending a request at [www.evotingindia.com](http://www.evotingindia.com).

Note: For detailed instructions for e-voting, please visit website of CDSL.

**In case of members receiving e-mail:**

- i. The voting period begins on September 27, 2021 at 10:00 A.M. and ends on September 29, 2021 at 5:00P.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), September 21, 2021, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- ii. Log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- iii. Click on "Members / Shareholders" tab.
- iv. Now enter your User ID a. For CDSL: 16 digits beneficiary ID,
- v. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
- vi. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- vii. Next enter the Image Verification as displayed and Click on Login.
- viii. 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. If you have forgotten the password, then enter the User ID and the image verification code and click on "FORGOT PASSWORD" and enter the details as prompted by the system.
- ix. If you are a first time user then follow the steps given below for login:

For Members holding shares in Demat Form and Physical Form	
PAN	Enter your 10 digit alpha-numeric PAN issued by the Income Tax Department (applicable for both members holding shares in demat as well as physical form) Members who have not updated their PAN with the Company / Registrar / Depository Participant are requested to use the sequence number mentioned on address slip / email pertaining to the notice of this Annual General Meeting.



Dividend Bank Details OR 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).
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(x) After entering these details appropriately, click on “SUBMIT” tab.

(xi) Members 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 evoting 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.

xii. For members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

xiii. Click on the EVSN (Electronic Voting Sequence NO.: 200908043) of Shree Ganesh Elastoplast Limited.

xiv. 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.

xv. Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire resolution details.

xvi. 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.

xvii. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.

xviii. You can also take out print of the voting done by you by clicking on “CLICK HERE TO PRINT” option on the voting page.

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. Please follow the instructions as prompted by the mobile app while voting on your mobile.

xx. Note for Non-Individual Members and Custodians:

- Non-Individual members (i.e. other than Individuals, HUF and NRI etc.) and custodians are required to log on to <https://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](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 favor of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

xxi. Members holding shares under multiple folios / demat accounts shall choose the voting process separately for each of the folios / demat accounts.

**Date: 13<sup>th</sup> August, 2021**  
**Place: Ahmedabad**

**By Order of the Board of Directors**  
**Shree Ganesh Elastoplast Limited**

**Sd/-**

**Mihir R. Shah**  
**Whole Time Director**  
**DIN: 02055933**

**EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**

**Item No-3      Reappointment of Mrs. Bina V. Patel (DIN- 07121537) as an Independent Director**

Mrs. Bina V. Patel is possessing rich and vast experience in the field of general management and HR management.

Mrs. Bina V. Patel is a non-executive Independent Director of the Company. she is member of Audit Committee, Nomination and Remuneration Committee and Stakeholders' Relationship Committee. In terms of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and Sections 149, 150, 152, read with Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013, Mrs. Bina V. Patel being eligible and seeking re-appointment, is proposed to be appointed as an Independent director for the second term of five consecutive years from the conclusion of Annual General Meeting in 2021 till the conclusion of Annual General Meeting to be held in the year 2025 and his office shall not be liable to retire by rotation.

In the Opinion of the Board, Mrs. Bina V. Patel, the Independent Director proposed to be appointed, fulfils the conditions specified in the Act and rules made thereunder and she is independent of the management. The Board considers that his continued association would be immense benefit to the company and it is desirable to continue to avail the services of Mrs. Bina V. Patel as an Independent Director.

Accordingly, the Board recommends the resolution to appoint Mrs. Bina V. Patel as an Independent Director for the Approval of members.

Except Mrs. Bina V. Patel, being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out at Item No.4.

Brief resume of Mrs. Bina V. patel containing nature of her expertise, names of Companies in which she holds directorship/ chairmanship or membership in committees and shareholding in the Company are given herein below.