

**NARMADA MACPLAST DRIP IRRIGATION SYSTEMS LIMITED**  
**ANNUAL REPORT 2018-19**

DATE OF AGM: 30/09/2019

**NARMADA MACPLAST DRIP IRRIGATION SYSTEMS LIMITED**

[CIN: L25209GJ1992PLC017791]

**ANNUAL REPORT 2018-19**

BOARD OF DIRECTORS	:	MR. VRAJLAL VAGHASIA MR. JITENKUMAR VAGHASIA MRS. DAXA VAGHASIA MR. VINESH BABARIA MR. KANTIBHAI DEVANI MR. GIRISHBHAI BALDHA
AUDIT COMMITTEE	:	MR. GIRISH BALDHA MR. VINESH BABARIA MR. JITENKUMAR VAGHASIA
NOMINATION AND REMUNERATION COMMITTEE	:	MR. VINESH BABARIA MR. GIRISH BALDHA MR. KANTIBHAI DEVANI
STAKEHOLDERS RELATIONSHIP COMMITTEE	:	MR. VINESH BABARIA MR. GIRISH BALDHA MR. JITENKUMAR VAGHASIA
STATUTORY AUDITORS	:	M/S. HARDIK KADIA & CO., CHARTERED ACCOUNTANTS AHMEDABAD
REGISTERED OFFICE	:	PLOT NO. 119-120, SANTEJ-VADSAR, AT & POST SANTEJ, TALUKA: KALOL, DISTRICT: GANDHINAGAR – 382 721
REGISTRAR & SHARE TRANSFER AGENT	:	PURVA SHAREGISTRY PVT LTD UNIT NO. 9, SHIV SHAKTI IND. ESTATE, J .R. BORICHA MARG, OPP. KASTURBA HOSPITAL LANE, LOWER PAREL (E) MUMBAI 400 011

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**NOTICE**

NOTICE is hereby given that the 27<sup>th</sup> Annual General Meeting of M/s. Narmada Macplast Drip Irrigation Systems Limited (L25209GJ1992PLC017791) will be held on Monday, 30<sup>th</sup> September, 2019 at 4:00 P.M. at the Registered Office of the Company at Plot No. 119-120, Santej-Vadsar Road, At & Post Santej, Taluka: Kalol, District Gandhinagar – 382 721 to transact the following business:

**ORDINARY BUSINESS:**

1. To consider and adopt the Audited Financial Statement of the Company for the financial year ended 31<sup>st</sup> March, 2019, the Reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Ms. Daxaben Vaghasia (DIN -07614046) who retires by rotation and being eligible, offers himself for re-appointment.
3. **Modification to the resolution related to appointment of Statutory Auditors:**

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 amendment to the section 139 of the Companies Act, 2013, effective from 7<sup>th</sup> May, 2018, the consent of the members of the Company be and is hereby accorded to delete the requirement, seeking ratification of appointment of Statutory Auditors M/s. Hardik Kadiya & Co., Chartered Accountants, Ahmedabad (firm registration number 145338W) at every Annual General Meeting from the resolution passed at the 25<sup>th</sup> Annual General Meeting of the Company.”

**BY ORDER OF THE BOARD**  
**For NARMADA MACPLAST DRIP IRRIGATION SYSTEMS LIMITED**

Date: 05<sup>th</sup> September, 2019  
Place: Ahmedabad

**VRAJLAL VAGHASIA**  
**MANAGING DIRECTOR**  
**DIN- 02442762**

**NOTES:**

1. A member entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of him/herself 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 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 person or shareholder.

2. Corporate Members intending to send their authorized representatives to attend and vote at the Meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send a certified copy of the board resolution authorizing their representative to attend and vote on their behalf at the Meeting.
3. Shareholders are requested to bring their copy of Annual Report to the meeting.
4. Member / proxies / authorized representative should bring the duly filled attendance slip enclosed herewith the meeting.
5. The Register of Members and Share Transfer Books of the Company will remain closed from Friday, 27<sup>th</sup> September, 2019 to Monday, 30<sup>th</sup> September, 2019 (both days inclusive).
6. The details of the Directors seeking appointment in forthcoming Annual General Meeting to be provided in terms of Regulation 36 of SEBI (LODR) Regulations, 2015 with the Stock Exchanges is furnished in the Annexure.
7. The Register of Director and Key Managerial Personnel and their shareholding, maintained under section 170 of the companies Act, 2013 ('the Act'), and the Register of Contract or Arrangements in which the directors are interested, maintained under Section 189 of the Act, will be available for inspection by the member at the AGM.
8. Shareholders seeking any information with regard to Accounts are requested to write to the Company at least 10 days before the meeting so as to enable the management to keep the information ready.
9. All documents referred to in the accompanying notice and explanatory statement will be kept open for inspection at the Registered Office of Company on all working days between 11.00 a.m. to 1.00 p.m. prior to date of Annual General 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 holding the shares in physical mode are requested to notify immediately the change of their address, email id and bank particulars to the R & T Agent of the Company. In case shares held in dematerialized form, the information regarding change of address, email id and bank particulars should be given to their respective Depository Participant.

**12. Voting through electronic means:**

- i. The Company is pleased to offer e-voting facility to all its members to enable them to cast their vote electronically in compliance of Section 108 of the Companies Act, 2013 read with the Rule 20 of the Companies (Management and Administration) Rules, 2014 as substituted by the Companies (Management and Administration) Amendment Rules, 2015 ('Amended Rules 2015') and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification or re-enactment thereof for the time being in force). Accordingly, a member may exercise his vote by electronic means and the business set out in the notice above may be transacted through such electronic voting. The facility of voting through electronic means is provided through e-voting platform of Central Depository Services (India) Limited ("remote e-voting").
- ii. Members whose names are recorded in the Register of members or in the register of Beneficial Owners maintained by the Depositories as on the Cut-off date i.e. 22 September, 2019, shall be entitled to avail the facility of remote e-voting as well as voting at the AGM. Any recipient of the Notice, who has no voting rights as on the Cut-off date, shall treat this Notice as intimation only.
- iii. A person who has acquired the shares and has become a member of the Company after the dispatch of the Notice of the AGM and prior to the Cut-off date i.e. 22 September, 2019, shall be entitled to exercise his/her vote either electronically i.e. remote e-voting or through the Poll Paper at the AGM by following the procedure mentioned in this part.
- iv. The facility for voting through Poll Paper would be made available at the AGM and the members attending the meeting who have not already cast their votes by remote e-voting shall be able to exercise their right at the meeting through Poll Paper. The members who have already cast their vote by remote e-voting prior to the meeting, may also attend the Meeting, but shall not be entitled to cast their vote again.

The instructions for e-voting are as under:

**SECTION A - E-VOTING PROCESS –**

**A. The instructions for shareholders voting electronically are as under:**

- I. The e-Voting period begins on Friday September 27, 2019 (9.00 a.m.) and ends on Sunday, September 29, 2019 (5.00 p.m.). During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on cutoff date of September 23, 2019 may cast their vote electronically. The e-Voting module shall be disabled for voting thereafter.

- II. The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- III. Click on Shareholders.
- IV. Now Enter your User ID
  - i. For CDSL: 16 digits beneficiary ID,
  - ii. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - iii. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- V. Next enter the Image Verification as displayed and Click on Login.

	For Members holding shares in Demat Form and Physical Form
PAN	<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 sequence number which is printed on Postal Ballot / Attendance Slip indicated in the PAN field.</li> </ul>
Dividend Bank Details OR Date of Birth (DOB)	<p>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.</p> <ul style="list-style-type: none"> <li>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).</li> </ul>

- I. 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.
- II. If you are a first time user follow the steps given below:
- III. After entering these details appropriately, click on "SUBMIT" tab.
- IV. 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.

- V. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- VI. Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- VII. 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.
- VIII. Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- IX. 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.
- X. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- XI. You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- XII. If a 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.
- XIII. Shareholders can also use Mobile app - “m-Voting” for e voting. m-Voting app is available on IOS, Android & Windows based Mobile. Shareholders may log in to
- XIV. m-Voting using their e voting credentials to vote for the company resolution(s).

**B. 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 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.

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- 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.

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).

**Contact Details**

**Company:** **NARMADA MACPLAST DRIP IRRIGATION SYSTEMS LTD**  
Regd. Office: Plot No.119-120, Santej Vadsar Road Near Alex Cable  
At. Santej Tl. Kalol Gandhinagar  
CIN: L25209GJ1992PLC017791  
Phone: (079) 27498670  
E-mail ID: [narmadadrip@gmail.com](mailto:narmadadrip@gmail.com)

**Registrar and Transfer Agent:**  
PURVA SHAREGISTRY PVT LTD  
Unit no. 9, Shiv Shakti Industrial Estate, J .R. Boricha Marg,  
Opp. Kasturba Hospital Lane, Lower Parel (E)  
Mumbai 400 011  
Phone: (022) 23016761  
E-mail : [purvashr@gmail.com](mailto:purvashr@gmail.com)

**e-Voting Agency:**  
Central Depository Services (India) Limited  
E-mail ID: [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com)

**Scrutinizer:** **Viral Thakrar – Thakrar & Associates**  
Company Secretaries  
E-mail ID: [csviralthakrar@gmail.com](mailto:csviralthakrar@gmail.com)

**BY ORDER OF THE BOARD**  
**For NARMADA MACPLAST DRIP IRRIGATION SYSTEMS LIMITED**

Date: 05<sup>th</sup> September, 2019  
Place: Ahmedabad

**VRAJLAL VAGHASIA**  
**MANAGING DIRECTOR**  
**DIN- 02442762**

\*Sheet of Vajubhai Directorship in other Companies

Sr no.	Name of the companies
1.	Laghu Udyog Bharati
2.	Dholera Global Plastic Park Private Limited

\* Sheet of Jitenbhai Directorship

Sr no.	Name of the companies
	Nil

**Details of the Directors seeking appointment in forthcoming Annual General Meeting  
(in pursuance of Regulation 36 of SEBI(LODR), Regulations. 2015)**

Name of Director	Ms. Daxaben Vaghasia
Director Identification No.	07614046
Date of Birth	03/06/1976
Date of appointment	30/09/2016
Relationship with directors	Mr. Vrajlal Vaghasia (Father in law) Mr. Jiten Vaghasia (Husband)
Expertise in specific functional areas	Rich experience of Plastic industry.
Qualifications	Graduate
Shareholding in Narmada Macplast Drip Irrigation - Systems Limited as on 31/03/2019	
List of other Public Companies in which NA Directorship held as on 31/03/2019	
Chairman / Membership of the Committees of the NA Board of the Companies on which he / she is a Director	



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**NARMADA MACPLAST DRIP IRRIGATION SYSTEMS LIMITED**

Registered Office: PLOT NO. 119-120, SANTEJ-VADSAR, AT & POST SANTEJ,  
TALUKA: KALOL, DISTRICT: GANDHINAGAR – 382 721

CIN : L25209GJ1992PLC017791

**ATTENDANCE SLIP**

(To be signed and handed over at the Entrance of the Meeting Venue)

Member's Folio No/ Client Id: \_\_\_\_\_ No. of shares held : \_\_\_\_\_

I certify that I and am a registered Shareholder / Proxy for the registered Shareholder of the Company.

I / We hereby record my / our presence at the 27<sup>th</sup> Annual General Meeting of the above named Company to be held on 30<sup>th</sup> September, 2019 at 04:00 p.m. at Plot No. PLOT NO. 119-120, SANTEJ -VADSAR, AT & POST SANTEJ, TALUKA: KALOL, DISTRICT: GANDHINAGAR – 382 721.

Member's / Proxy Name in BLOCK LETTERS		Member's / Proxy's Signature

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**FORM OF PROXY**

**FORM NO. MGT-11**

**[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies  
(Management and Administration) Rules, 2014]**

CIN:	L25209GJ1992PLC017791
Name of the company:	NARMADA MACPLAST DRIP IRRIGATION SYSTEMS LIMITED
Registered office:	Plot no. 119-120, Santej – Vadsar, At & Post Santej, Taluka: Kalol, District: Gandhinagar – 382 721.

Name of the member (s):			
Registered address:			
E-mail Id:			
Folio No/ Client Id:		DP ID:	

I/We, being the member (s) of ..... shares of the above named company, hereby appoint

Signature:			
Name):			
Address			
E-mail Id:		Signature:	

**NARMADA MACPLAST DRIP IRRIGATION SYSTEMS LIMITED**  
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**or failing him**

Name):			
Address			
E-mail Id:		Signature:	

**or failing him**

Name):			
Address			
E-mail Id:		Signature:	

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 27<sup>th</sup> Annual general meeting of the company, to be held on 30<sup>th</sup> September, 2019. at 04.00 p.m.at Plot No. Plot no. 119-120, Santej – Vadsar, At & Post Santej, Taluka: Kalol, District: Gandhinagar – 382721 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No	Resolution No. and description of resolution	For	Against
1	Adoption of the Annual Accounts for the year ended 31st March, 2019 (Ordinary Resolution)		
2	Re-appointment of Ms. Daxaben Vaghasia (DIN -07614046), who retires by rotation (Ordinary Resolution)		
3	Modification to the resolution related to appointment of Statutory Auditors		

Signed this..... day of..... 2019

Signature of Member(s)		Signature of Proxy holder(s)	
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Affix  
Revenue  
Stamp

Note:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
2. For the Resolutions, Explanatory Statement and Notes, please refer to the Notice of the 26<sup>th</sup> Annual General Meeting.
3. It is optional to put “√” in the appropriate column against the resolutions indicated in the Box. If you leave the ‘For’ or ‘Against’ column blank against any or all resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate
4. Please complete all details including detail of member(s) in above box before submission.