



Quality Assured Company
ISO-9001:2000



ANNUAL REPORT 2018-2019

PASUPATI ACRYLON LIMITED

BOARD OF DIRECTORS

Managing Director

Mr. Vineet Jain

Directors

Mr. D. K. Kapila

Mr. S.C. Malik

Mr. S. Sathyamoorthy

Ms. Remmy Jain

Mr. Satya Prakash Gupta (Director Operations)

Auditors

M/s. Suresh Kumar Mittal & Co.
Chartered Accountants
New Delhi

Bankers

Allahabad Bank
State Bank of India
UCO Bank
Bank of Maharashtra
Bank of Baroda
Canara Bank

Regd. Office & Works

Thakurdwara
Kashipur Road
Distt. Moradabad (U.P.)- 244 601
Ph: 0591-2241352-55, 2241263
Fax: 0591-2241262
Email: works@pasupatiacrylon.com

Corporate Office

M-14, Connaught Circus,
(Middle Circle)
New Delhi-110 001
Ph : 011-47627400
Fax : 011-47627497
Email: delhi@pasupatiacrylon.com

Registrar & Share Transfer Agents

MCS Share Transfer Agent Ltd.
F-65, Okhla Industrial Area
Phase-I, New Delhi-110 020
Ph: 011-41406149 Fax: 011-41406148
Email: helpdeskdelhi@mcsregistrars.com

NOTICE



Notice is hereby given that the 36th Annual General Meeting of the members of Pasupati Acrylon Limited will be held on Friday the 27th day of September 2019 at the Registered Office of the Company at Village Thakurdwara, Kashipur Road, Distt. Moradabad (U.P.) at 10.00 A.M. to transact the following business:

ORDINARY BUSINESS

1. To receive, consider, approve and adopt the Audited Financial Statements comprising the Balance Sheet as at March 31st, 2019 and the Statement of Profit & Loss, the Statement of Change in Equity and Cash Flow Statement for the year ended on that date together with Reports of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. S.P Gupta (DIN 00509809), who retires by rotation at this Annual General Meeting. In terms of Section 152 (6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS

3. To appoint Mr. Sathyamoorthy Srinivasan (DIN 00459731) as an Independent Director for second term and in this regard to consider and if thought fit, pass with or without modification(s), the following resolution as a **Special Resolution**.

"RESOLVED THAT pursuant to the provisions of Section 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment & Qualification of Directors) Rule, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Reg. 25 of SEBI (Listing Obligation & Disclosure Requirement) 2015 (Listing Regulations) Mr. Sathyamoorthy Srinivasan, who meets the criteria prescribed for Independent Directors under Section 149(6) of the Companies Act, 2013 and applicable provisions of the SEBI (Listing Obligation & Disclosure Requirement) 2015, be and is hereby re-appointed as an Independent Director of the Company for second term to hold office for five consecutive years from 27.09.2019 to 26.09.2024.

RESOLVED FURTHER THAT that pursuant to Section 196 of the Companies Act, 2013 and Regulation 17(1A) of the SEBI (Listing Obligation & Disclosure Requirement) 2015, the re-appointment of Mr. Sathyamoorthy Srinivasan, notwithstanding his attaining the age of 75 years on 03.12.2019, be continued for the remaining term up to 26.09.2024 on the same terms and conditions and this resolution may be considered as the requisite approval of the shareholders as required under the Companies Act, 2013 and the Listing Regulations.

"RESOLVED FURTHER THAT Mr. Vineet Jain, Managing Director and Mr. Ankush Kumar Chokhani, Company Secretary be and are hereby authorised severally to do all such things as may be necessary to fulfil the conditions of the appointment of Mr. Sathyamoorthy Srinivasan as Independent Director of the Company."

4. To appoint Mrs. Remmy Jain (DIN 08277269) as Director and in this regard to consider and if thought fit, pass, with or without modification(s), the following resolution as an Ordinary Resolution.

"RESOLVED THAT Mrs. Remmy Jain, who was appointed as Additional Director pursuant to Section 161 (1) of the Companies 2013 and article 117 of the Articles of Association of the Company and holds such office upto the date of this Annual General Meeting and in respect of whom the Company has received Notice in writing pursuant to Section 160 of the Companies Act 2013 proposing her candidature to the office of Director be and is hereby appointed as Director of the Company."

"RESOLVED FURTHER THAT Mr. Vineet Jain, Managing Director and/or Mr. Ankush Kumar Chokhani, Company Secretary be and are hereby authorised to do all such things as may be necessary to fulfil the conditions of the appointment of Mrs Remmy Jain, as Director of the Company."

5. To appoint Mrs Remmy Jain (DIN 08277269) as an Independent Director and in this regard to consider and if thought fit, pass, with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment & Qualification of Directors) Rule, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Reg. 25 of SEBI (Listing Obligation & Disclosure Requirement) 2015, Mrs Remmy Jain be and is hereby appointed as an Independent Director of the company, not liable to retire by rotation and to hold office from 13.11.2018 up to 12.11.2023.

"RESOLVED FURTHER THAT Mr. Vineet Jain, Managing Director and Mr. Ankush Kumar Chokhani, Company Secretary be and are hereby authorised severally to do all such things as may be necessary to fulfil the conditions of the appointment of Mrs Remmy Jain, as Director of the Company."

6. Ratification of remuneration of Cost Auditors

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

NOTICE (Contd.)

“RESOLVED THAT pursuant to Section 148 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”) and the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, the Company hereby ratifies the remuneration of Rs.45000/- plus GST and out of pocket expenses payable to M/s. Satnam Singh Saggu, Cost Auditor, (Membership No.M-10555) appointed by the Board of Directors of the Company, to conduct the audit of the cost records of the Company for the financial year ending 31st March, 2020.

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

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 proxy need not be a member of the Company. The instrument appointing the proxy should, however be deposited at the registered office of the Company not less than forty-eight hours before the commencement of the meeting.
A person can act as 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 the Meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
3. Messrs Suresh Kumar Mittal & Co., Chartered Accountants (Firm Registration No.500063N) were appointed as Auditors of the Company at the AGM held on September 27, 2017 to hold office for a period of 5 years till the conclusion of the 39th AGM. In terms of Section 139 of the Act as amended by the Companies (Amendment) Act, 2017, notified on May 7, 2018, appointment of Auditors need not be ratified at every AGM. Accordingly, the Notice convening the ensuing AGM does not carry Resolution for ratification of appointment of Statutory Auditors. The Auditors have confirmed that they continue to fulfil the criteria for appointment as Auditor of the Company as prescribed under the Act and the Rules framed there under.
4. 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 the Board Committees, shareholding and relationships between Directors inter se as stipulated under SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015, are provided in the Corporate Governance Report forming part of the Annual Report.
5. A 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.
6. Members are requested to bring their attendance slip along with their copy of Annual Report to the Meeting.
7. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
8. Relevant documents referred to in the accompanying Notice and the Statement is open for inspection by the members at the Registered Office of the Company on all working day, except Saturdays, during business hours up to the date of the Meeting.
9. The Company has notified closure of Register of Members and Share Transfer Books from Friday, September 20, 2019 to Friday, September 27, 2019 (both days inclusive).
10. 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/MCS.
11. Members who have not registered their e-mail address so far are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.
12. In compliance with the provision of Section 108 of the Act and the Rules framed there-under, the members are provided with the facility to cast their vote electronically, through the e-voting services provided by CDSL, on all resolutions set forth in this notice.

The instructions for e-voting are as under:

VOTING THROUGH ELECTRONIC MEANS

1. Pursuant to Section 108 and corresponding Rules of Companies Act, 2013, the Company will provide e-voting facility to the members. All business to be transacted at the Annual General Meeting can be transacted through the electronic voting system provided by Central Depository Services (India) Limited (CDSL).

NOTICE (Contd.)

2. The notice of Annual General Meeting will be send to the members, whose names appear in the Register of Members/ depositories as at closing hours of business, on 14th August, 2019.
3. The shareholders shall have one vote per equity share held by them. The facility of e-voting would be provided once for every folio/client ID, irrespective of the number of joint holders.
4. The Company has appointed M/s. S.K. Hota & Associates, Practicing Company Secretaries (Membership No.16165, Certificate No.6425,) as Scrutinizer for conducting the e-voting process in a fair and transparent manner.
5. The scrutinizer shall, within a period of not exceeding three working days from the date of conclusion of e-voting period, unblock the votes in the presence of at least two witnesses not in the employment of the Company and make a final report to the Chairman of the Company.
6. The results shall be declared at the Annual General Meeting of the Company. The results declared along with the Scrutinizer's Report shall be placed on the Company's website www.pasupatiacrylon.com and on the website of CDSL within two days of passing of the resolutions at the Annual General Meeting of the Company and communicated to the BSE.
7. The Scrutinizer's decision on the validity of e-voting will be final.

Instructions for Voting through electronic mode.

The instructions for shareholders voting electronically are as under:

- (i) The voting period begins on 24th September, 2019 (10 AM) and ends on 26th September, 2019 (5.00 PM). 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 20th September, 2019 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.
- (iv) Click on Shareholders.
- (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. 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 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:

	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"> 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 No. / Folio No. in the PAN field. In case the sequence No. / Folio No. 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 / Folio No. 1 then enter RA00000001 in the PAN field.
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"> 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 (v).

- (ix) After entering these details appropriately, click on "**SUBMIT**" tab.

NOTICE (Contd.)

- (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** of "Pasupati Acrylon 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 a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xviii) 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.
- (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. Apple and Windows Phone users can download the app from the App Store and the Windows Phone Store respectively. 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 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.
 - 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 emailed 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.
 - Those persons, who have acquired shares and have become Members of the Company after the despatch of Notice of the AGM by the Company and whose names appear in the Register of Members or Register of beneficial holders as on the cut-off date i.e, 20.09.2019 shall view the Notice of the 36th AGM on the Company's website. Such members shall exercise their voting rights through remote e-voting by following the procedure as mentioned above or by voting at the AGM.
- (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 Mr. Rakesh Dalvi, Manager, CDSL, A Wing, 25th Floor, Marat M Joshi Marg, Lower Parel (East), Mumbai – 400 013, e- mail : helpdesk.evoting@cdslindia.com., Phone : 1800225533.

Route of AGM Venue

After reaching Moradabad (U.P) take Moradabad Ramnagar Highway route (NH -24). About 40 KM from Moradabad our venue of AGM is at Thakurdwara, (Kashipur Road).

By order of the Board
PASUPATI ACRYLON LIMITED
Ankush Kumar Chokhani
 Company Secretary

Place : New Delhi
 Dated : 25th May, 2019
 Registered Office
 Thakurdwara Kashipur Road
 Distt. Moradabad, Uttar Pradesh

NOTICE (Contd.)

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013.

ITEM NO. 3

Mr. Sathyamoorthy Srinivasan (DIN 00459731) is proposed to be appointed for the Second Term, pursuant to the provisions of Section 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment & Qualification of Directors) Rule, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Reg. 25 of SEBI (Listing Obligation & Disclosure Requirement) 2015 and would hold office for five consecutive years from 27.09.2019 to 26.09.2024

Mr. Sathyamoorthy Srinivasan, aged about 74 years attaining the age of 75 years on 03.12.2019, be continued for the remaining term up to 26.09.2024 on the same terms and conditions, is a B.com, I.A.A.S, C.A.I.I.B, Post Graduate Diploma in Development Finance (U.K) and also Retd. Dy. Comptroller & Auditor General in the Rank of Secretary to Govt of India with expertise in the field of Audit, Accounts and also have rich assorted experience in the field of Economic, Law and General Management.

Your Director's consider that Mr. Sathyamoorthy Srinivasan's experience and guidance will be of immense value to the Company and accordingly commended his appointment for your approval.

Except Mr. Sathyamoorthy Srinivasan, none other Directors of the Company is in any way concerned or interested in the proposed resolution.

ITEM NO. 4 & 5

The Board of Directors on 13.11.2018 appointed, Mrs Remmy Jain (DIN 08277269) as an Independent Director pursuant to the provisions of Section 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment & Qualification of Directors) Rule, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Reg. 25 of SEBI (Listing Obligation & Disclosure Requirement) 2015 and would hold office for five consecutive years up to 12.11.2023

Mrs Remmy Jain, aged about 50 years, is a M.Com and Chartered Accountant and having an experience of 23 years in the field of Finance, Accounts, Taxation and Audit.

Your Director's consider that Mrs Remmy Jain's experience and guidance will be immense value to the Company and accordingly commended his appointment for your approval.

Except Mrs Remmy Jain, none other Directors of the Company is in any way concerned or interested in the proposed resolution.

ITEM NO. 6

The Board, has approved the appointment and remuneration of Rs.45,000/- (Rupees forty five thousand only) of the Cost Auditors to conduct the Audit of the cost records of the Company for the financial year ending March 31, 2020.

In accordance with the provision of Section 148 of the Act read with the Companies (Audit & Auditors) Rules, 2014, the remuneration payable to the Cost Auditors has to be ratified by the shareholders of the Company.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out in the Item No. 6 of this Notice.

The Board commends the Ordinary Resolution set out at Item No. 4, 5 and 6 of this Notice for approval by the shareholders.

By order of the Board
PASUPATI ACRYLON LIMITED

Ankush Kumar Chokhani
Company Secretary

Place : New Delhi
Dated : 25th May, 2019

Registered Office
Thakurdwara Kashipur Road
Distt. Moradabad, Uttar Pradesh

NOTICE (Contd.)



**Details of Directors seeking appointment / reappointment at the ensuing Annual General Meeting
[Pursuant to SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015
of the Listing Agreement with the Stock Exchanges]**

Name of Director	Mr. Satya Prakash Gupta	Mr. Sathyamoorthy Srinivasan	Mrs. Remmy Jain
Date of Birth	01.07.1954	03.12.1944	04.11.1968
Date of Appointment	27.09.2018	25.05.2019	13.11.2018
Expertise in specific functional Areas	A Chemical Engineer from HBTI Kanpur has been in the service of your Company since 2013, and had held senior positions in Production and Operations of your company, prior to his appointment as Director (Operations).	Retd. Dy. Comptroller & Auditor General in the Rank of secretary to Govt of India with expertise in the field of Audit, Accounts and also have rich assorted experience in the field of Economic, Law and General Management. Accounts, Finance, Taxation and Audit	Accounts, Finance, Taxation and Audit
Qualifications	BSc Engineering	B.com, I.A.AS, C.A.I.I.B, Post Graduate Diploma in Development Finance (U.K)	M.Com, Chartered Accountant
List of other companies in which directorship held as on 31.3.2018	1) Pasupati Advanced Films Ltd. 2) Multimax Asset Reconstruction Pvt.Ltd.	1) APS Management Services Pvt. Ltd. 2) Shriram Vyapar Pvt. Ltd.	Nil
Chairman /Member of the committee of other public companies on which individual is a director as on 31.3.2018	Nil	Nil	Nil
No of shares held in the Company as on 31.3.2019	3500	Nil	Nil
Relationship between directors inter se	Nil	Nil	Nil

DIRECTORS' REPORT



To the Members

Your Directors have pleasure in presenting Annual Report of the Company together with the Audited Accounts for the year ended on 31st March, 2019.

FINANCIAL RESULTS

Salient financial results during the year under review as compared to the previous year are mentioned below:-

	2018-19	(Rs./ Crore) 2017-18
Sales (Gross) & Other Income	825.31	574.15
Profit before Interest & Depreciation	57.05	60.07
Finance Cost	8.17	4.64
Depreciation	5.76	5.24
Profit before Taxes	43.12	50.19
Tax Expenses for the year :—		
- Current Tax	10.44	12.13
- Deferred Tax Liability /(Assets)	5.30	3.54
Less: Exceptional Items	-	6.51
Profit after Taxes	27.38	28.01

DIVIDEND

The Board of Directors decided to plough back the earnings to strengthen the financials of the Company, hence do not recommend dividend for the year.

RESULTS OF OPERATIONS AND STATE OF COMPANY'S AFFAIRS

The Company has recorded production of 43462 MT and Sale of 44505 MT during the year under review, as against 37429 MT and Sale of 38590 MT respectively during the previous year. The Company has during the year achieved highest production and highest sales both in quantity and value.

The Company posted EBIDTA for the year of Rs. 57.05 Crore as compared to Rs.60.07 Crore in the previous year and Net Profit of Rs.27.38 as compared to Rs.28.01 Crore in the previous year.

Despite various challenges such as volatility in raw material prices, inadequate working capital limits, dumping of acrylic fibre by China, Peru and Belarus, foreign exchange fluctuations, the Company's performance has been satisfactory.

INTEGRATED CPP FILM PROJECT

The Company had during the year implemented expansion of CPP Film by another 5000 MT, taking total production capacity to 10000 MT. The new capacity started commercial production w.e.f 26.03.2019. The Company expects that this segment shall do well as the demand of CPP Films is on the rise.

CDR EXIT

The Company had during the year paid agreed amount of Rs.15 Crore towards CDR recompense to Consortium of Banks.

With this payment the Company has successfully come out of CDR.

MANAGEMENT DISCUSSION & ANALYSIS REPORT

ACRYLIC FIBRE

a) Industry Structure and Development

The Demand of Acrylic Fibre during the year has risen, despite dumping by China, Peru and Belarus the Company could sale 44505 MT which is 15.32% higher than the previous year. The Company's export has helped in achieving higher sales. During the year under review the Company's export were 12379 MT as compared to 9300 MT in the previous year.

DIRECTORS' REPORT (Contd.)

b) Opportunities and Threat

The raw material to produce Acrylic Fibre is crude derived. The movement in crude affects the raw material prices to some extent, during the year the crude prices remained volatile, it moved in a band of 50-86 USD a barrel, so as the A C N prices. Since Company is dependent upon imports, the fluctuation in foreign exchange i.e. USD vs. INR has a bearing on the margin of the Company.

c) Segment-wise / Product-wise performance

Segment wise/product wise performance is given—

d) Risk and Concern

Since Company is dependent upon imported raw materials as such sudden movement in USD and volatility in crude oil affects the margin. The Company is giving thrust on increasing the exports so that effect can be mitigated. During the year export surged by 33%.

CPP FILM

a) Industry Structure and Development

There is intense competition among CPP Film manufacturers in the country. The Company has installed European machinery which shall ensure quality product giving edge over other producers.

The Industry is growing at 7- 8% Per Annum.

b) Opportunities and Threat

The major raw material to produce CPP film is available locally. Since the raw material is crude derived as such fluctuation in crude may affect the raw material price.

c) Segment-wise / Product-wise performance

Segment wise/product wise performance is given—

d) Risk and Concern

Since raw material is crude derived as such movement either side shall affect the raw material price. To mitigate the effect, the Company has entered into long term contracts with suppliers.

DIRECTORS

As per terms and conditions of appointment, Mr. S. P Gupta, Director (Operations), retire by rotation in the forthcoming Annual General Meeting and being eligible, offers himself for re-appointment

Smt Soma Garg has resigned from the directorship w.e.f 30.10.2018, Mrs. Remmy Jain was appointed as independent director w.e.f 13.11.2018, her appointment needs to be confirmed at the forth coming Annual General Meetings..

All independent Directors have declared that they meet the criteria of independence as laid down under Section 149 (6) of the Companies Act, 2013 and Regulation 40 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, of the Listing Agreement with Stock Exchanges.

INDEPENDENT DIRECTORS:

Mr. D.K. Kapila, Shri S.C. Malik, Mr. S. Sathyamoorthy and Mrs. Remmy Jian, Independent directors of the Company have submitted their disclosures to the Board that they fulfill all requirements as stipulated in Section 149(6) of the Companies Act, 2013 and read with the relevant rules.

KEY MANAGERIAL PERSONNEL

As required under Section 203 of the Companies Act, 2013, the Company has noted that Mr. Vineet Jain, Managing Director, Mr. Satya Prakash Gupta, Director (Operations), Mr Satish Kumar Bansal, CFO and Mr Ankush Chokhani, Company Secretary are the Key Managerial Personnel of the Company.

NOMINATION AND REMUNERATION POLICY

The Board has, on the recommendation of the Nomination & Remuneration Committee framed a policy for selection and appointment of Directors, Senior Management and their remuneration.

The Nomination and Remuneration Policy is stated in the Corporate Governance Report.