

23RD
ANNUAL
REPORT
2020-2021



**PITHAMPUR POLY
PRODUCTS LIMITED**



ANNUAL REPORT (2020-21)

PITHAMPUR POLY PRODUCTS LTD.

BOARD OF DIRECTORS

Shri R.K.Tekriwal,

Managing Director

Shri Vishwanath Kanungo

Smt. Meera Tekriwal

Shri Anil Waman Jog

Registered Office

115, Sector –III, Industrial

Area, Pithampur

Dist- Dhar(MP)

Corporate office

507, Corporate House,

5th Floor, RNT Marg,

Indore -452001 (M.P.)

Registrars & Transfer Agents

Purva Share Registry (I) Pvt. Ltd.

9, Shiv Shakti Industries,

J.R. Boricha Marg,

Opp/ Kasturba Hospital,

Lower Parel (E) Mumbai – 400 011.

Phone : [022] 23018261.

Auditors

S.N. Gadia & Co.

Chartered Accountants

241, Apollo Tower, 2 MG Road,

Indore(MP)-452001

NOTICE

NOTICE is hereby given that the **23rd Annual General Meeting** of the members of **Pithampur Poly Products Limited** will be held on **Wednesday 30th December 2020, at 3.00 p.m.** at its Registered Office at 115, Sector –III, Industrial Area, Pithampur Dist- Dhar(MP), to transact the following business:-

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited Balance Sheet as at 31st March, 2020 and the Profit and Loss Account for the year ended on that date together with the Auditors and Directors Report thereon.
2. To appoint a Director in place of Mrs. Meera Tekriwal (DIN 02014492), Director of the Company who retires by rotation and, being eligible, offers herself for reappointment.
3. To consider and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolutions:**

“RESOLVED THAT pursuant to Section 139 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 M/s S.N. Gadia & Co., Chartered Accountants (FRN 002052C), appointed as Auditor of the Company which was subject to rectification at every Annual General Meeting, be and is hereby ratified to hold office from the conclusion of this Annual General Meeting till the conclusion of next Annual General Meeting, on such remuneration as may be fixed by the Board.”

SPECIAL BUSINESS

4. To reappoint Mr. R.K. Tekriwal as Chairman and Managing Director who will attain the age of Seventy (70) in this Financial Year and in this regard if thought fit, to pass with or without modification(s), the following resolution as an **Special Resolutions:**

“RESOLVED THAT, pursuant to the provisions of Section 196, 197 and 203 read with Schedule V of the Companies Act, 2013 and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 including any statutory modification or re-enactment thereof, for the time being in force and subject to such other approvals, if and as may be required, and based on the recommendation of the Nomination and Remuneration Committee, the consent and approval of the Company be and is hereby accorded to the appointment of Mr. R. K. Tekriwal (DIN: 00011492), who has already attained the age of 70 years, as “Chairman & Managing Director” of the Company with effect from April 1, 2020 for period of 5 years on terms & conditions as mentioned in explanatory statement to the resolution;

RESOLVED FURTHER THAT Mr. R.K. Tekriwal (DIN: 00011492) shall be liable to retire by rotation;

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to increase, reduce, alter or vary the terms of remuneration in such manner from time to time as Board may deems fit within the limits specified in schedule V of the companies Act, 2013 as existing or amended, modified or re-enacted from time to time.

RESOLVED FURTHER THAT the Board of Directors be and are hereby authorised to take all such steps as may be necessary,

proper and expedient to give effect to this resolution.”

5. To reappoint Mr. Anil Waman Jog (DIN 07309676), as Independent Director who will attain the age of Seventy Four (74) and in this regard if thought fit, to pass with or without modification(s), the following resolution as an **Special Resolutions:**

“RESOLVED THAT pursuant to the recommendation of the Nomination and Remuneration Committee and the Board of Directors and pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and any other applicable provisions of the Companies Act, 2013 and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. Anil Waman Jog (DIN 07309676), who has already attained the age of 74 years and who qualifies for being appointed as an Independent director and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director, be and is hereby re-appointed as Non-Executive Independent Director of the Company to hold office for the second term of five consecutive years with effect from 1st October 2020 and that he shall be liable to retire by rotation.”

RESOLVED FURTHER THAT the Board of Directors be and are hereby authorised to take all such steps as may be necessary, proper and expedient to give effect to this resolution.”

6. To reappoint Mr. Vishwanath Kanungoo (DIN 02628075) as Independent Director who will attain the age of Eighty Two (82) and in this regard if thought fit, to pass with or without modification(s), the following resolution as an **Special Resolutions:**

“RESOLVED THAT pursuant to the recommendation of the Nomination and Remuneration Committee and the Board of Directors and pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and any other applicable provisions of the Companies Act, 2013 and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. Vishwanath Kanungoo (DIN 02628075), who has already attained the age of 82 years and who qualifies for being appointed as an Independent director and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director, be and is hereby re-appointed as Non-Executive Independent Director of the Company to hold office for the second term of five consecutive years with effect from 6th June 2020 and that he shall be liable to retire by rotation.”

RESOLVED FURTHER THAT the Board of Directors be and are hereby authorised to take all such steps as may be necessary, proper and expedient to give effect to this resolution.”

By order of the Board

Place: Pithampur
Date: 14/08/2020

R.K.Tekriwal
(Chairman & Managing Director)
DIN:00011492

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 instead of himself and the proxy need not be a member. 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 a proxy on behalf of the members not exceeding fifty and holding in aggregate not 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. The business set out in the Notice will be transacted through electronic voting system and the company is providing facility for voting by electronic means. Instructions and other information

relating to e-voting are given in this Notice.

3. 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. The Company has notified closure of Register of Members and Share Transfer Books from 25.12.2020 to 30.12.2020 (both days inclusive) for the Annual General Meeting.

4. Additional information, pursuant to Regulation 36 of the Listing Regulations, in respect of the directors seeking appointment / reappointment at the AGM, forms part of the Notice. Further, all the Independent Directors have affirmed that they meet the requirements specified under Regulation 16 (1) (b) SEBI (listing Obligation and Disclosure Requirements) Regulations, 2015 in respect of their position as an "Independent Director" of the Company.

DETAILS OF DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT AS REQUIRED UNDER PURSUANT TO REGULATION 36(3) OF SEBI (LISTING OBLIGATION AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARDS-2

Particulars	SHRI VISHWANTH KANUNGO	SHRI ANIL WAMAN JOG	SHRI R.K. TEKRIWAL	MRS. MEERA TEKRIWAL
Date of Birth	02-10-1938	18-10-1946	26-03-1950	03-12-1955
Date of Appointment	05/06/2015	30-09-2016	01-10-2017	05-06-2015
List of outside Directorship held	None	None	1. Mass Soft Services India Ltd. 2. Fairdeal Marwar Garages Private Limited	1. Mass Soft Services India Ltd. 2. Fairdeal Marwar Garages Private Limited
Chairman/ Member of the Committees of the Board of the Company	Chairman & Member : 1. Audit Comm. 2. Nomination & remuneration comm. 3. Stakeholder relationship committee Member: 1. CSR Committee	Member: 1. Audit Comm. 2. Nomination & remuneration comm. 3. Stakeholder relationship committee 4. CSR Committee	Member : 1. Audit Comm. 2. Nomination & remuneration comm. 3. Stakeholder relationship committee Chairman & Member: 1. CSR Committee	NIL
Chairman/ Member of the Committees of the Board of the other Companies in which he/she is a director	NIL	NIL	NIL	NIL
a) Audit Committee	NIL	NIL	NIL	NIL
b) Shareholder's Relationship Committee	NIL	NIL	NIL	NIL
c) Remuneration Committee	NIL	NIL	NIL	NIL
d) Committee of directors	NIL	NIL	NIL	NIL
No. & Percentage of shares held	NIL	NIL	No. of Shares: 68100 & % of Shares: 1.40%	No. of Shares: 58200 & % of Shares: 1.19%

5. Relevant documents referred to in the accompanying notice are open for inspection by the members at the Registered office or Corporate Support Center of the Company on all working days between 11.00 A.M. to 1.00 P.M. up to the date of meeting.

6. Members desirous of obtaining any information concerning Accounts and Operations of the Company are requested to address their questions in writing to the Company at least 7 days before the date of the Meeting so that the information required

may be made available at the Meeting.

7. Members attending the meeting are requested to bring with them the Attendance Slip attached to the Annual Report duly filled in and signed and handover the same at the entrance of place of the meeting. Proxy/representative of a member should mark on the Attendance Slip as "Proxy" or "Representative" as the case may be.



8. Members who hold shares in dematerialized mode are requested to intimate any changes pertaining with their bank account details, ECS mandates, nominations, power of attorney, change of address/name etc. to their Depository Participant only and not to the Company's Registrar & Share Transfer Agent. Changes intimated to the Depository Participant will then be automatically reflected in the Company's records which will help the Company and its Registrar & Share Transfer Agent to provide efficient and better service to the members.
9. Members holding shares in physical form are requested to intimate all changes pertaining to their bank details, ECS mandates, nominations, power of attorney, change of address/name etc. to the Company's Registrar & Share Transfer Agent quoting their registered folio number.
10. As an austerity measure, copies of the Annual Report will not be distributed at the Annual General Meeting. Members are requested to bring their copies to the meeting.
11. Members may also note that the Notice of the 23RD AGM and Annual Report 2019-20 will be available on the Company's website www.ppplonline.com
12. Members who have not registered their e-mail addresses so far are requested to register their e-mail address for receiving all communications including Annual Report, Notices, and Circulars etc. from the Company electronically.
13. In compliance with the provisions of section 108 of the Act and Rules framed there under and in compliance with regulation 44 of the SEBI (LODR) Regulations, 2015, the Members are provided with the facility to casts their vote electronically, through the e – voting services provided by CSL/NSDL, on all resolutions set forth in this Notice.
14. The remote e-voting period commence on Sunday, 27th December 2020 (9.00 AM IST) and ends on Tuesday 29th September 2020 (5.00 PM IST). During this period members' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date Friday, 25th December 2020, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by CDSL for voting thereafter.
15. The facility for voting through ballot paper will also be made available at the Annual General Meeting (AGM) and the members attending the AGM who have not already cast their votes by remote e-voting shall be able to exercise their right at the AGM through ballot paper. Members who have cast their votes by remote e-voting prior to the AGM may attend the AGM but shall not be entitled to cast their votes again.
The instructions for e-voting are as under:
In case of members receiving e-mail:
 - I. Log on the e-voting website www.evotingindia.com
 - II. Click on "shareholders" tab.

III. Now, select the "COMPANY NAME" from the drop down menu and click on "SUBMIT".

IV. Now enter your User ID

- a. For CDSL: 16 digit beneficiary ID
- b. For NSDL: 8 character DPID followed by 8 digits client ID
- c. Member holding shares in physical form should enter folio no. registered with the company.

V. Next enter the image verification as displayed and click on Login.

VI. 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.

VII. If you are a first time user follow the steps given below:

For Members 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"> Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two characters of the name in CAPITAL letters Eg. If your name is Ramesh Kumar with folio no. 100 then enter RA00000100 in the PAN Field.
DOB#	Enter Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.
Dividend Bank Details	Enter Dividend Bank Details as recorded in your demat account or in the company records for the said folio 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 number of shares held by you as on the cut off date in the Dividend Bank details field.

VIII. After entering these details appropriately, click on "SUBMIT" tab.

IX. 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.

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