



# PRATIKSHA CHEMICALS LIMITED

(CIN: L24110GJ1991PLC015507)

## ANNUAL REPORT - 2020-21

**REGISTERED OFFICE:**

**3RD FLOOR, H K COMPLEX,  
OPP. DHARNIDHAR DERASAR, VASNA,  
AHMEDABAD – 380007**

♣ **BOARD OF DIRECTORS:**

<u>NAME OF DIRECTOR</u>	<u>DIN</u>	<u>DESIGNATION</u>
MR. HARISHBHAI BHATT	00400765	WHOLE TIME DIRECTOR
MR. JAYESH PATEL	00401109	DIRECTOR & CHIEF FINANCIAL OFFICER
MR. UPENDRA ADHVARYU	00483857	INDEPENDENT DIRECTOR
MR. SOMABHAI PATEL	01188702	INDEPENDENT DIRECTOR
MRS. MONIKA CHAUHAN	08329798	INDEPENDENT - WOMAN DIRECTOR

♣ **COMPOSITION OF COMMITTEES:**

**1. AUDIT COMMITTEE:**

<u>NAME OF DIRECTOR</u>	<u>DESIGNATION</u>	<u>DESIGNATION</u>
MR. UPENDRA ADHVARYU	INDEPENDENT DIRECTOR	CHAIRPERSON
MR. SOMABHAI PATEL	INDEPENDENT DIRECTOR	MEMBER
MR. JAYESH PATEL	DIRECTOR	MEMBER

**2. NOMINATION AND REMUNERATION COMMITTEE :**

<u>NAME OF DIRECTOR</u>	<u>DESIGNATION</u>	<u>DESIGNATION</u>
MR. UPENDRA ADHVARYU	INDEPENDENT DIRECTOR	CHAIRPERSON
MR. SOMABHAI PATEL	INDEPENDENT DIRECTOR	MEMBER
MRS. MONIKA CHAUHAN	INDEPENDENT DIRECTOR	MEMBER

**3. STAKEHOLDERS RELATIONSHIP COMMITTEE :**

<u>NAME OF DIRECTOR</u>	<u>DESIGNATION</u>	<u>DESIGNATION</u>
MR. UPENDRA ADHVARYU	INDEPENDENT DIRECTOR	CHAIRPERSON
MR. SOMABHAI PATEL	INDEPENDENT DIRECTOR	MEMBER
MRS. MONIKA CHAUHAN	INDEPENDENT DIRECTOR	MEMBER

♣ **KEY MANAGERIAL PERSONNEL:**

**CHIEF FINANCIAL OFFICER:** MR. JAYESH PATEL

**COMPANY SECRETARY & COMPLIANCE OFFICER:** MS. JIGISHA A. KADIA

♣ **AUDITORS:**

**SATATUTORY AUDITOR: M/S. CHANDABHOY & JASSOOBHOY**

CHARTERED ACCOUNTANT (F.R.NO. 101648W)  
605-606-607, SILVER OAKS,  
NEAR MAHALAXMI CHAR RASTA,  
PALDI, AHMEDABAD 380 007

**INTERNAL AUDITOR: M/S. H K SHAH & CO**

CHARTERED ACCOUNTANTS, (FRN: 109583W)  
404, SARAP BUILDING, 4<sup>TH</sup> FLOOR,  
OPP. NAVJIVAN PRESS, ASHRAM ROAD,  
AHMEDABAD – 380014

**SERETARIAL AUDITOR: M/S. A. SHAH & ASSOCIATES**

PRACTICING COMPANY SECRETARIES,  
D- 413, SHIROMANI COMPLEX, OPP. OCEAN PARK,  
NEHRUNAGAR, SATELLITE, AHMEDABAD- 380015

♣ **REGISTRAR & SHARE TRANSFER AGENT:**

**M/S. PURVA SHAREGISTRY (INDIA) PVT LTD**

9 - SHIV SHAKTI INDUSTRIAL ESTATE,  
GROUND FLOOR, J R BORICHA MARG,  
OPP, KASTURBA HOSPITAL,  
LOWER PAREL, MUMBAI-400011  
**Contact No.:** 91-22-2301 6761 / 8261  
**FAX:** 91-22-2301 2517  
**Mail ID:** busicomp@vsnl.com

♣ **STOCK EXCHANGES WHERE THE SHARES OF THE COMPANY ARE LISTED:**

**BSE LIMITED**

25<sup>TH</sup> FLOOR, P. J. TOWERS,  
DALAL STREET, FORT,  
MUMBAI – 400001

♣ **CONTACT DETAILS:**

CIN: [L24110GJ1991PLC015507](#)

REGISTERED OFFICE ADDRESS: H K COMPLEX, 3RD FLOOR, OPP DHARNIDHAR  
DERASAR, VASNA, AHMEDABAD GJ 380007 IN

CONTACT NO.: 079-26632390, 26640071 EMAIL ID.: [exports@dharapratiksha.com](mailto:exports@dharapratiksha.com)  
WEBSITE: [www.pratikshachemicals.com](http://www.pratikshachemicals.com)

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## NOTICE

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**NOTICE IS HEREBY GIVEN THAT THIRTIETH ANNUAL GENERAL MEETING WILL BE HELD ON WEDNESDAY, 29<sup>TH</sup> SEPTEMBER, 2021 AT 03.00 P.M. THROUGH VIDEO CONFERENCING/OTHER AUDIO VISUAL MEANS TO TRANSACT THE FOLLOWING BUSINESS.**

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### **ORDINARY BUSINESS:**

1. To receive, consider and adopt the Financial Statements of the Company for the year ended March 31, 2021, including the audited Balance Sheet as at March 31, 2021, the Statement of Profit and Loss for the year ended on that date and the reports of the Board of Directors ('the Board') and Auditors thereon.
2. To appoint a Director in place of **MR. HARISHBHAI BHATT (DIN: 00400765)**, who retires by rotation, in terms of Section 152 (6) of the Companies Act, 2013, and being eligible, offers himself for re-appointment.

### **SPECIAL BUSINESS:**

#### **3. REVISION IN REMUNERATION OF MR. JAYESH PATEL, DIRECTOR OF THE COMPANY:**

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

**"RESOLVED THAT** pursuant to the provisions of Section 197 and Section II (A) of Part II of Schedule V of the Companies Act, 2013 **and other applicable** provisions read with **rules framed there under**, Payment of Managerial Remuneration to MR. JAYESH PATEL, Director of the Company (DIN: 00401109) of Rs. 1,65,000/- p.m. along with Annual Bonus of Rs. 1,65,000/- and any other allowances and perquisites as may be mutually agreed between Company and Mr. Jayesh Patel w.e.f. 1<sup>st</sup> April, 2021, be and is hereby approved.

**"RESOLVED FURTHER THAT** in the event of any loss or inadequacy of the profits of the Company in any financial year, during the term of office of MR. JAYESH PATEL, the remuneration as mentioned in the above stated resolution shall be paid to MR. JAYESH

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PATEL as minimum remuneration and the same shall be subject to the limits as set out in Section II of Part II of Schedule V of the Companies Act, 2013.”

#### **4. REVISION IN REMUNERATION OF MR. HARISH BHATT, DIRECTOR OF THE COMPANY:**

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

“**RESOLVED THAT** pursuant to the provisions of Section 197 and Section II (A) of Part II of Schedule V of the Companies Act, 2013 **and other applicable** provisions read with **rules framed there under**, Payment of Managerial Remuneration to MR. HARISHBHAI BHATT, Director of the Company (DIN: 00400765) of Rs. 70000/- p.m. and any other allowances and perquisites as may be mutually agreed between Company and Mr. Harishbhai Bhatt w.e.f. 1<sup>st</sup> April, 2021, be and is hereby approved.

“**RESOLVED FURTHER THAT** in the event of any loss or inadequacy of the profits of the Company in any financial year, during the term of office of Mr. Harishbhai Bhatt, the remuneration as mentioned in the above stated resolution shall be paid to Mr. Harishbhai Bhatt as minimum remuneration and the same shall be subject to the limits as set out in Section II of Part II of Schedule V of the Companies Act, 2013.”

**PLACE: AHMEDABAD**  
**DATE: 01/09/2021**

**BY THE ORDER OF THE BOARD OF DIRECTORS,**  
**FOR, PRATIKSHA CHEMICALS LIMITED**

**sd/-**

**MR. JAYESH PATEL**  
**DIRECTOR & CFO**  
**(DIN:00401109)**

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## **NOTES:**

1. In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated May 05, 2020 and Circular No. 02/2021 dated January 13, 2021 and all other relevant circulars issued from time to time, physical attendance of the Members to the AGM venue is not required and general meeting be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.
2. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.
3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the AGM will be provided by NSDL.
6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at [www.pratikshachemicals.com](http://www.pratikshachemicals.com). The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com) and the AGM

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Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

7. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 08, 2020 and MCA Circular No. 17/2020 dated April 13, 2020, MCA Circular No. 20/2020 dated May 05, 2020 and MCA Circular No. 2/2021 dated January 13, 2021.
8. Members can raise questions in the chat box which is going to be provided during the meeting. However, it is requested to raise the queries precisely and in short at the time of meeting to enable to answer the same.
9. Documents referred to in the Notice attached hereto are available for inspection by the shareholders at the Registered Office of the Company during business hours on any working day up to and including the date of the Annual General Meeting of the Company and can be obtained by writing to company.
10. Information pursuant to Regulation 36(3) of SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015 with regard to Directors seeking appointment / re-appointment is annexed hereto.
11. Corporate / Institutional Members (i.e., other than Individuals, HUFs, NRIs, etc.) are also required to send legible scanned certified true copy (in PDF Format) of the Board Resolution / Power of Attorney / Authority Letter, etc., together with attested specimen signature(s) of the duly authorized representative(s), to the Company/Registrar and Share Transfer agent at e-mail id: [exports@dharaPratikhsa.com](mailto:exports@dharaPratikhsa.com) / [support@purvashare.com](mailto:support@purvashare.com).
12. 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 at the Meeting.
13. The Company has notified closure of Register of Members and Share Transfer Books from **23<sup>rd</sup> September, 2021 to 29<sup>th</sup> September, 2021** (both days inclusive).
14. Members holding shares in electronic form are requested to intimate immediately any change in their address or 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 / Purva Shareregistry (India) Private Limited.
15. 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 / Purva Shareregistry (India) Private Limited.
16. Members who hold shares in physical form in multiple folios in identical names or joint holding in the same order of names are requested to send the share certificates

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to Purva Shareregistry (India) Private Limited for consolidation into a single folio.

17. Members who have not registered their e-mail addresses so far are requested to register their e-mail address on the website of the Registrar and Share Transfer Agent of the Company i.e. Purva Shareregistry (India) Private Limited for receiving all communications including Annual Report, Notices, Circulars, etc. from the Company electronically.
18. Pursuant to the provisions of Section 72 of the Companies Act, 2013, Members are entitled to make nomination in respect of the shares held by them in physical form. Members desirous of making nominations are requested to send their requests in Form SH-13 to the Registrar & Share Transfer Agent, at the address given above.
19. SEBI As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from, April 1, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or Company's Registrars and Transfer Agent i.e. Purva Shareregistry (India) Private Limited for assistance in this regard.
20. In compliance with the MCA Circulars and SEBI Circular dated May 12, 2020, Notice of the AGM along with the Annual Report 2020-21 is being sent only through electronic mode to those members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice and Annual Report 2020-21 will also be available on the Company's website [www.pratikshachemicals.com](http://www.pratikshachemicals.com) and on the website of the BSE Limited.
21. The Notice of AGM and Annual Report are being sent in electronic mode to Members whose e-mail address is registered with the Company or the Depository Participant(s). Members (Physical / Demat) who have not registered their email addresses with the Company can get the same registered by visiting the website of Purva Shareregistry (India) Private Limited, Registrar and Share Transfer Agent of the Company.
22. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, the Register of Contracts or arrangements in which the Directors are interested under Section 189 of the Companies Act, 2013 and all other documents referred to in the Notice will be available for inspection in electronic mode. Members can inspect the same by sending an email to [exports@dhara.pratikhsa.com](mailto:exports@dhara.pratikhsa.com).
23. Since the AGM will be held through VC/OAVM, the route map of the venue of the Meeting is not annexed hereto.

**THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:-**



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The remote e-voting period begins on **26<sup>th</sup> September, 2021 at 09:00 A.M.** and ends on **28<sup>th</sup> September, 2021 at 05:00 P.M.** The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. 22<sup>nd</sup> September, 2021 may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 22<sup>nd</sup> September, 2021.

## **How do I vote electronically using NSDL e-Voting system?**

*The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:*

### **Step 1: Access to NSDL e-Voting system**

#### **A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode**

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. If you are already registered for <b>NSDL IDeAS facility</b> , please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com/">https://eservices.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “ <b>Beneficial Owner</b> ” icon under “Login” which is available under “ <b>IDeAS</b> ” section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on options available against company name or <b>e-Voting service provider - NSDL</b> and you will be re-directed to NSDL e-Voting website for casting your vote during the remote e-Voting period or joining virtual meeting & voting

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	<p>during the meeting.</p> <ol style="list-style-type: none"> <li>If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select <b>“Register Online for IDeAS”</b> Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on options available against company name or <b>e-Voting service provider - NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> </ol>
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> <li>Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on New System Myeasi.</li> <li>After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of <b>e-Voting service provider i.e. NSDL</b>. Click on <b>NSDL</b> to cast your vote.</li> <li>If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li> <li>Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate</li> </ol>