



PRIMA[®]
MOULDED FURNITURE



ANNUAL
REPORT
2017-18

TOP EXPORT AWARD WINNERS FOR FY 2016 - 17



CORPORATE SOCIAL RESPONSIBILITIES



Nearly 800 people took the benefit of Free Eye Camp / Cataract Surgery organised by Prima under CSR Initiatives.



PRIMA PLASTICS LIMITED

CIN:L25206DD1993PLC001470

BOARD OF DIRECTORS

Shri Bhaskar M. Parekh	(Executive Chairman)	DIN - 00166520
Shri Mulchand S. Chheda	(Independent Director)	DIN - 00179932
Shri Krishnakant V. Chitalia	(Independent Director)	DIN - 00443945
Shri Rasiklal M. Doshi	(Independent Director)	DIN - 00239580
Smt. Hina V. Mehta	(Non-Executive Director)	DIN - 07201194
Shri Dilip M. Parekh	(Managing Director & KMP)	DIN - 00166385

24 th ANNUAL GENERAL MEETING		
Date	:	Saturday, August 25, 2018.
Time	:	11.30 a.m.
Venue	:	Hotel Princess Park, Devka Beach, Nani Daman, Daman (U.T.), Pin - 396 210

CHIEF FINANCIAL OFFICER

Shri Manoj O. Toshniwal

COMPANY SECRETARY CUM COMPLIANCE OFFICER

Shri Alok S. Desai (Upto August 12, 2017)

Ms. Nidhi Shah (Appointed w.e.f. December 14, 2017)

BANKERS

Kotak Mahindra Bank
Citi Bank
Corporation Bank
ICICI Bank
Bank of India

AUDITORS

M/s. Khimji Kunverji & Co., Chartered Accountants
Sunshine Tower, Level 19, Senapati Bapat Marg,
Elphinstone Road, Mumbai 400 013

REGISTRAR & SHARE TRANSFER AGENTS

M/s. Bigshare Services Pvt. Ltd.,
Bharat Tin Works Building, 1st Floor,
Opp. Vasant Oasis, Makwana Road, Marol,
Andheri East, Mumbai – 400059

REGISTERED OFFICE

98/4, Prima House, Daman Industrial Estate,
Kadaiya, Nani Daman, Daman (U.T.), Pin - 396 210
Tel: 0260 222 1845 / 222 0445
Tele Fax: 0260 222 1845
Email: investor@primaplastics.com
Website: www.primaplastics.com

CORPORATE OFFICE

41, National House, Saki-Vihar Road,
Powai, Andheri (East), Mumbai - 400 072.
Tel: 022 28574768 / 28574769, Fax: 022 28572859

WORKS

- 98/4, Prima House, Daman Industrial Estate, Kadaiya, Nani Daman, Daman (U.T.), Pin - 396 210.
- Door No.X/588-Q/A, KINFRA-SIP, Survey No.508 (Part), Block No.32, Nellad P.O., Mazhuvannur Village Ernakulam District, Kerala – 686 669
- 85/1, Prima House, Daman Industrial Estate, Kadaiya, Nani Daman, Daman (U.T.), Pin - 396 210.
- Plot No.543, APIIC Growth Centre, Gundlapali, Ongole, A.P.

MARKETING DEPOTS

Coimbatore, Hubli, Jammu, Jaipur, Kanpur, Rohtak, Indore, Cuttak,
Hyderabad (Telangana), Zirakpur (Punjab) & Kolkata.

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NOTICE

Notice is hereby given that the TWENTY FOURTH ANNUAL GENERAL MEETING of the Members of PRIMA PLASTICS LIMITED will be held on Saturday, August 25, 2018 at 11.30 a.m. at Hotel Princess Park, Devka Beach, Nani Daman, Daman (U.T.), Pin - 396 210 to transact with or without modification(s), as may be permissible, the following businesses:

ORDINARY BUSINESS:

1. To consider and adopt (a) the Audited financial statements of the Company for the financial year ended March 31, 2018 together with the Reports of the Board of Directors and the Auditors thereon and (b) the Audited Consolidated financial statements of the Company for the financial year ended March 31, 2018 together with the Reports of the Board of Directors and the Auditors thereon and in this regard pass the following Resolutions as an Ordinary Resolutions:
 - (a) **"RESOLVED THAT** the Audited financial statements of the Company for the financial year ended March 31, 2018 together with the Reports of the Board of Directors and the Auditors thereon laid before this meeting be and are hereby considered and adopted".
 - (b) **"RESOLVED THAT** the Audited Consolidated financial statements of the Company for the financial year ended March 31, 2018 together with the Reports of the Board of Directors and the Auditors thereon laid before this meeting be and are hereby considered and adopted".
2. To approve and declare the payment of final dividend on equity shares for the financial year ended March 31, 2018 and in this regard pass the following Resolution as an Ordinary Resolution:

"RESOLVED THAT a dividend at the rate of ₹ 2/- per equity shares of ₹ 10/- each of the Company be and is hereby declared for the financial year ended March 31, 2018 and the same be paid as recommended by the Board of Directors of the Company."
3. To appoint a Director in place of Smt. Hina V. Mehta (DIN No. 07201194) who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers herself for reappointment and in this regard pass the following Resolution as an Ordinary Resolution.

"RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013, Smt. Hina V. Mehta (DIN No. 07201194) who retires by rotation at this meeting and being eligible, offers herself for reappointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

SPECIAL BUSINESS:

4. To determine the fees for delivery of any document through a particular mode of delivery to a Member and in this regard if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to Section 20 and other applicable provisions, if any, of the Companies Act, 2013 and relevant Rules framed thereunder, upon receipt of a request from a member for delivery of any document through a particular mode, an amount of ₹ 50/- (Rupees: Fifty Only) per each such document, over and above reimbursement of actual expenses incurred by the Company, be levied as and by way of fees for sending the document to him in the desired particular mode.

RESOLVED FURTHER THAT the estimated fees for delivery of the document shall be paid by the member in advance to the Company, before dispatch of such document.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, Directors or Key Managerial Personnel of the Company be and are hereby severally authorized to do all acts, deeds, matters and things as they may in their absolute discretion deem necessary, proper or desirable and to settle any question, difficulty, doubt that may arise in respect of the matter aforesaid and further to do all acts, deeds, matters and things as may be necessary, proper or desirable or expedient to give effect to the above resolution."
5. To approve the grant of Loans/ Guarantees or providing securities to entities in which directors are interested and in this regard if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Section 185 of the Companies Act, 2013 and any other applicable provisions of the Companies Act, 2013 and rules made thereunder (including any statutory modification thereof for the time being in force and as may be enacted from time to time), subject to such approvals, consents, sanctions, notification and permissions, as may be necessary, and the Articles of Association of the Company and all other provisions of applicable laws, consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall include any Committee constituted by the Board or any person(s) authorized by the Board to exercise the powers conferred on the Board

by this Resolution), to give loans to entities in which directors are interested (including overseas entities) for its principal business activity and / or give any guarantee or provide security in connection with a loan to any entities (including overseas entities) and / or acquire by way of subscription, purchase or otherwise, the securities of any entities (including overseas entities) within limits prescribed under Section 186 of the Companies Act, 2013.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of the Company be and is hereby authorised to take from time to time all decisions and such steps as may be necessary for giving loans, guarantees or providing securities or for making such investments and to execute such documents, deeds, writings, papers and/or agreements as may be required and do all such acts, deeds, matters and things, as it may in its absolute discretion, deem fit, necessary or appropriate."

6. To approve the related party transactions and in this regard if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of section 188(1)(f) of the Companies Act, 2013 read with Companies (Meeting of Board and Its Powers) Rules, 2014 and other applicable provisions, if any, of the Companies Act, 2013 including statutory modification(s) or re- enactment thereof for the time being in force and as may be enacted from time to time, the consent of the Members be and is hereby accorded to the revision in the remuneration of Mr. Pratik B. Parekh and Mr. Paras B. Parekh, relative of Mr. Bhaskar M. Parekh, Chairman of the Company appointed at office or place of profit in the Company, at a basic salary of ₹ 150,000 per month in a scale of ₹ 150,000 to ₹ 300,000 per month plus other allowances and perquisites as per Company policy, with effect from April 1, 2018, as detailed in the Explanatory Statement.

RESOLVED FURTHER THAT the Nomination & Remuneration Committee/Board of Directors has the liberty to alter and vary such remuneration from time to time within the given scale of basic salary along with the terms and conditions thereof for a period from April 1, 2018 to March 31, 2023 and to effect change in designation & responsibility of the person holding office or place of profit in Company.

RESOLVED FURTHER THAT for the purpose of giving effect to the foregoing Resolution, the Board of the Company be and is hereby authorized to do all such acts, deeds, matters and things, as may be considered necessary, proper or desirable in the said regard including filling of returns with any authority."

CIN:L25206DD1993PLC001470

Registered Office

98/4, Prima House, Daman Industrial Estate,
Kadaiya, Nani Daman, Daman (U.T.), Pin - 396 210

Tel: 0260 222 0445

Tele Fax: 0260 222 1845

Email: investor@primaplastics.com

Website: www.primaplastics.com

Date: May 28, 2018

Place: Mumbai

For and on behalf of the Board of Directors

Bhaskar M. Parekh (DIN – 00166520)
Executive Chairman

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY. A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than (10%) ten percent of the total share capital of the Company. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as a proxy and such person shall not act as proxy for any other person or shareholder.
2. The instrument appointing a proxy should be deposited at the registered office of the Company not less than forty-eight hours before the commencement of the meeting. A proxy form is sent herewith. Proxies submitted on behalf of the Companies, Societies etc. must be supported with appropriate resolution / authority as applicable;
3. An explanatory Statement pursuant to section 102(1) of the Companies Act, 2013, relating to the Items of Special Business of the notice is annexed hereto.
4. The Register of Members and the Share Transfer Books of the Company will remain closed from Saturday, August 18, 2018 to Saturday, August 25, 2018 (both days inclusive) for the purpose of determining the eligibility of the members to attend the 24th Annual General Meeting ("AGM").
5. The dividend, if declared, will be payable to those equity shareholders whose name stand on the Register of Members as at the close of business on Friday, August 17, 2018
6. 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.
7. Relevant documents referred to in the accompanying Notice are open for inspection at the Registered Office of the Company on all working days, except Saturdays and holidays, between 11.00 a.m. to 1.00 p.m. up to the date of the ("AGM").
8. The members are requested to bring their attendance slips along with their copy of Annual Report to the ("AGM").
9. Members, who wish to obtain any information on the Company or view the accounts for the Financial Year ended March 31, 2018 may visit the Company's website www.primaplastics.com or send their queries at least 10 days before the Annual General Meeting at the Registered Office of the Company.
10. Details under Regulation 36 of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, "Listing Regulations" in respect of Directors' seeking re-appointment / continuation at the Annual General Meeting, forms part of the Notice. The Directors has furnished requisite declarations for the re-appointment.
11. In compliance of section 124 of the Companies act and other applicable provision, your Company has also transferred the dividend and shares in respect of which dividend has been unpaid or unclaimed for seven consecutive years or more till FY 2009-10 to Investor Education and Protection Fund (IEPF) of the Central Government. However, shareholders can claim their dividend money & shares by making application to IEPF. The process of claiming such shares & dividend is provided on our website.

Further Shareholders who have not encashed any dividend warrants so far for the financial year ended March 31, 2011 or any subsequent financial years are requested to make their claims. Please note that the unpaid dividend and shares of FY 2010-11 are liable to be transferred to IEPF on expiry of seven years.

Your Company will separately communicate to such shareholders by sending Notice to the lastest address available in the Register of Members, for the benefit of the shareholders.

12. SEBI Regulations has mandated Companies to credit the dividends electronically to the members' bank account. Members who hold shares in dematerialized form should inform their Depository Participant(s) (DP) and such members holding shares in physical form should inform the Company, their Bank details viz. bank account number, name of the bank, branch details and MICR code. The Members who have provided the above information are requested to update the details, if required.
13. 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, also have to submit their self-attested copy of PAN card to the Company / Registrar and Transfer Agents (RTA) – Bigshare Services Pvt. Ltd.
14. A route map showing direction to reach the venue of 24th AGM is given in the Annual Report on Page No. 134 as per the requirement of Secretarial Standards-2 on "General Meeting".
15. Members may also note that Notice of the 24th Annual General Meeting and Annual Report 2017-18 will also be available on the Company's website www.primaplastics.com for being downloaded. The physical copies of the aforesaid documents will also be available at the Company's Registered Office for inspection during normal business hours on working days till the date of the

meeting. Even after registering e-communication, members are entitled to receive such communication in physical form, upon making a request for the same by post free of cost. For any communication, the shareholders may also send requests to the Company's investor email id: investor@primaplastics.com

16. Voting Through Electronic Means

- In compliance with provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide members facility to exercise their votes through remote e-voting (e-voting from a place other than venue of the AGM) for all the resolutions detailed in the Notice of the 24th Annual General Meeting scheduled to be held on Saturday, August 25, 2018 at 11.30 a.m. The Company has engaged the services of CDSL as the authorized agency to provide the e-voting as per instructions below:
- The voting right of shareholders shall be in proportion to their share in the paid up equity capital of the Company as on Friday, August 17, 2018 (cut-off date).
- The facility for voting through ballot paper (poll) 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.
- The members who have casted 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.
- However, in case of members casting their vote both by ballot form and remote e-voting, then voting done through remote e-voting shall prevail and voting done by physical ballot shall be treated as invalid.
- The Company has appointed Shri Sadashiv V. Shet (Membership No. FCS 2477 and C.P. No. 2540), Practicing Company Secretary as the Scrutinizer for conducting the remote e-voting and the voting process at the AGM (including voting through ballot form) in fair and transparent manner.
- The Executive Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of Scrutinizer by use of "ballot paper" for all those members, who are present at the AGM but have not cast their votes by availing remote e-voting facility.
- The Scrutinizer shall after the conclusion of voting at AGM will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting, in the presence of at least two witnesses not in the employment of the Company and shall make, not later than 48 hours from the conclusion of the AGM, a consolidated Scrutinizer's Report of total votes cast in favour or against if any, to the Executive Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
- The result declared along with the report of the Scrutinizer shall be placed on the website of the Company www.primaplastics.com as well as on the website of CDSL immediately after the declaration of result by the Executive Chairman or a person authorized by him in writing. The result shall also be immediately forwarded to the Stock Exchanges.
- **The instructions for members for voting electronically are as under: -**

In case of members receiving e-mail:

- (i) The voting period begins on August 22, 2018 at 9:00 a.m. and ends on August 24, 2018 at 5:00 p.m. 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) Friday, August 17, 2018 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
- (iii) Click on Shareholders
- (iv) 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.
- (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	<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 number in the PAN field In case the sequence number 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, e.g. If your name is Ramesh Kumar with serial number 1 then enter RA00000001 in the PAN field.
Dividend Bank Details OR Date of Birth (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.
	<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 (iv).

(viii) After entering these details appropriately, click on "SUBMIT" tab.

(ix) 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 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.

(xi) Click on the EVSN for the relevant "**PRIMA PLASTICS LIMITED**" on which you choose to vote.

(xii) 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.

(xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xiv) 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.

(xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xvi) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.

(xvii) If Demat account holder has forgotten the changed password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xviii) **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.**

(xix) **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 mailed 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.

(xx) 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 helpdesk.evoting@cdslindia.com.

In case of members receiving the physical copy:

- a) Please follow all steps from sl. no. (i) to sl. no. (xix) above to cast vote.
- b) The voting period begins on August 22, 2018 at 9:00 a.m. and ends on August 24, 2018 at 5:00 p.m. 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) Friday, August 17, 2018 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- c) 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 helpdesk.evoting@cdslindia.com.

The Notice of AGM is placed on website of the Company viz. www.primaplastics.com and also on the website of CDSL viz. www.cdslindia.com

17. A statement giving the relevant details of the Director seeking appointment / re-appointment, as required under Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 and pursuant to Section 102 (1) of the Companies Act, 2013 is given below:

Item No. 3

Name of Director	Smt. Hina V. Mehta (Age 59 years)
Director Identification No. (DIN)	07201194
Date of Joining the Board	May 29, 2015
Number of Shares held	101
Profile of the Director	Smt. Hina V. Mehta joined the Company's Board on May 29, 2015. She hold a Graduate degree in Commerce from Mumbai University of India. She is running her own business, dealing & manufacturing of Modular Kitchen and accessories since 2003. She has a good experience in sales, marketing and finance. She is widely known for her role in shaping the retail outlet of Modular Kitchen.
Other Directorships in Public Limited Co.	Nil
Disclosure of relationship between Directors <i>inter-se</i>	She belongs to the promoter group and is sister of Shri Bhaskar M. Parekh, Executive Chairman & Shri Dilip M. Parekh, Managing Director of the company.
Details of last drawn remuneration	Only Sitting Fees Paid
Number of Board Meetings held and attended during the year.	4

The Board hereby recommends Resolutions at Item Nos. 3 for the Approval of Members.

18. Members holding shares in physical form are advised to dematerialize their shareholding to avail benefits of dematerialization which include easy liquidity, since trading is permitted only in Demat form.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013.

The following statement sets out all material facts relating to business mentioned in the Notice

Item No. 4

As per the provisions of Section 20 of the Companies Act, 2013 a document may be served on any member by sending it to him or by delivering at his office or address or by such electronic or other mode as may be prescribed. It further provides that a member can request for delivery of any document to him through a particular mode for which he/she shall pay such fees as may be determined by the Company in its Annual General Meeting. Therefore, to enable the members to avail this facility, it is necessary for the Company to approve the fees to be charged for delivery of a document in a particular mode, as mentioned in the resolution.

Since the Companies Act, 2013 requires the fees to be approved in the Annual General Meeting, the Board accordingly recommends the Ordinary Resolution at Item No. 4 of the accompanying notice, for the approval of the Members of the Company.

None of the Directors and/or Key Managerial Personnel's of the Company and their relatives are concerned or interested, in the passing of the above resolution.

Item No. 5

Pursuant to the Section 185 (1) of Companies (Amendment) Act, 2017, no Company shall directly or indirectly, advance any loan, including any loan represented by a book debt to, or give any guarantee or provide any security in connection with any loan taken by (a) any director of company, or of a company which is its holding company or any partner or relative of any such director; or (b) any firm in which any such director or relative is a partner. However it is permissible under section 185(2) of the Act, with any person in whom any of the directors are interested subject to the other conditions as prescribed under the Act and approval of members via Special Resolution. In this regard the Board recommends Special Resolution at Item No. 5 of the accompanying notice, for the approval of the Members of the Company.

The particulars of loans given, or guarantee given or security to be given in future along with the purpose is detailed below:

Particulars	Amount	Reason
Prima Union Plasticoss S.A.	Within the limit permissible under Section 186 of the Companies Act	To support entities engaged in similar line of business

None of the Directors and/or Key Managerial Personnel's of the Company and their relatives are concerned or interested, in the passing of the above Resolution. Mr. Bhaskar M. Parekh & Mr. Dilip M. Parekh are holding only directorship in the Subsidiary Company on behalf of Prima Plastics Limited. They are not holding any shares in the Subsidiary Company. The investment in Subsidiary is in name of the Company, so they are not directly interested in the Resolution.

Item No. 6

The provisions of section 188(1) of the Companies Act, 2013, govern that the Related Party Transactions require a Company to obtain prior approval of the Board of Directors and in certain cases approval of the shareholders is also required.

Section 188(1)(f) of the Companies Act, 2013, provides for the related party's appointment to any office or place of profit. In this regard, the Board of Directors of the Company in its meeting held on 28th May, 2018, consented for Increase in Remuneration of Shri. Partik B. Parekh, Vice President - Marketing & Sales and Shri. Paras B Parekh, Chief Marketing Officer of the Company, who are working with the Company for more than ten years, subject to approval of shareholders. The said increment of related parties was recommended and approved by Nomination & Remuneration Committee and Audit Committee of the Board of Directors of the Company.

The Board recommends the Ordinary resolution at item no. 6 of the accompanying notice, for approval of the Members of the Company.

The details of the increased remuneration are given below:

Name of Related Party	Director who is related	Nature of relationship	Remuneration
Shri Pratik B. Parekh	Shri Bhaskar M. Parekh, Chairman	Father	On scale of ₹ 150,000 to ₹ 300,000 per month plus HRA, PF, other perquisites and allowances as per Company Policy.
Shri Paras B. Parekh	Shri Bhaskar M. Parekh, Chairman	Father	

As per section 188(1)(f) of the Companies Act, 2013, your Directors recommends the resolutions for your approval.