



RELAX

Time Will Change

**33rd
ANNUAL REPORT
2019-20**

National Plastic Industries Limited

GEOGRAPHICAL PRESENCE OF NATIONAL PLASTIC INDUSTRIES LIMITED IN INDIA



FINANCIALS OF THE COMPANY AT A GLANCE					
OPERATING RESULTS	2015-16	2016-17	2017-18	2018-19	*2019-20
Sales (Gross)	114,07,64,407	112,17,77,081	120,67,53,091	129,15,83,914	131,61,03,809
Profit before Interest, Depreciation and Tax	10,22,10,635	7,76,70,702	10,19,08,247	9,53,35,712	770,28,219
Interest	3,93,90,234	2,70,11,392	3,42,69,358	3,23,72,794	3,19,27,221
Depreciation	1,78,91,263	2,11,83,261	2,53,12,912	2,83,79,026	2,87,79,648
Profit before Tax(Loss)	4,49,29,138	2,94,76,049	4,23,25,977	3,45,83,891	1,63,21,350
Profit after Tax (Loss)	1,97,70,279	1,06,69,690	3,25,22,131	2,22,80,534	2,11,23,411
Dividend (%)	10	10	10	10	---
Equity Capital	9,12,96,000	9,12,96,000	9,12,96,000	9,12,96,000	9,12,96,000
Reserves & Surplus	14,74,85,842	14,72,92,589	16,67,86,685	17,59,71,253	18,28,38,643
Net worth	23,87,81,842	23,85,88,589	25,80,82,685	26,72,67,253	27,41,34,643
Borrowings					
Long Term	10,22,97,672	13,97,04,160	12,91,38,585	15,44,63,327	12,80,86,924
Short Term - Bank	23,18,29,332	23,80,69,019	26,98,03,945	27,15,32,136	27,58,05,166
Total Borrowings	33,41,27,004	37,77,73,179	39,89,42,530	42,59,95,462	40,38,92,090
Gross Block	59,25,14,639	66,24,90,752	70,74,24,260	75,15,26,113	77,17,09,269
Less : Depreciation	33,06,17,565	34,88,79,279	37,43,11,155	40,18,43,527	43,98,45,125
Net Block	26,18,97,074	31,36,11,473	33,31,13,105	34,96,82,586	33,18,64,144
Capital Work-in-progress	10,62,275	15,14,224	30,33,593	1,87,275	1,25,000
Investment	61,000	61,000	61,000	61,000	61,000
Current Assets, Loans and Advances	46,33,79,835	46,52,33,523	46,87,10,756	56,71,97,247	46,57,02,236
Less : Current Liabilities	41,61,79,747	42,73,94,136	40,47,31,242	46,62,76,538	56,51,19,109
Net Working Capital	4,72,00,088	3,78,39,387	6,39,79,514	10,09,20,709	9,94,16,873
Book Value Per Share	26.15	26.13	28.27	29.27	30.03
EPS (Basic & Diluted)	2.17	1.17	3.56	2.44	2.31

*Figures of 2019-20 are as per Indian Accounting Standard

LETTER FROM MANAGING DIRECTOR

Dear Shareholders,

National Plastic started its production in a very humble manner in the year 1952 in a 500 sq.ft. Premises, manufacturing plastic Buttons for shirts etc. Slowly and steadily it kept on innovating new and interesting homeware products which at a later date became the main thrust of innovation for the company. It did not take National Plastic long to become not only India's largest manufacturer of houseware products but also the largest exporter of plastic housewares in India. The Brand "NATIONAL" became a household name in Plastics in India.

The company aspires to be India's leading manufacturer providing the range of products under the homeware products including but not limited to furniture, housewares and Matts.

As we are in the middle of the biggest crisis we have seen in our lifetimes, the COVID-19 pandemic. So far, it has created unprecedented socioeconomic disruption, fear and the tragic loss of human life. The collapse in economic activity this time is likely at a level unseen in previous recessions. The exit path remains a vaccine and till then it is likely to be a bumpy ride with a continuous stop-start rhythm and strict health protocols.

When we emerge out of this crisis, the world will be a very different place. We are witnessing many of those changes already. With cloud and the new class of collaboration tools, people are discovering that they are able to collaborate with each other just as well working from home, as they did in person in the pre-COVID era. Employers are discovering that the productivity is just as good, if not better, in this new way of working.

I express my gratitude to my fellow Board members for providing their valued suggestions. I commend my team as everyone at "National" has contributed to the company's growth and their commitment and sheer hard work is indeed an inspiration.

Customer satisfaction is our ultimate goal and we shall be determined in our efforts in maintaining and improving the topmost level towards the same.

On behalf of the Board of Directors of National Plastic Industries Limited, I want to thank you for your continued trust, confidence, and support.

Warm Wishes
Thanking you

Paresh V. Parekh
Managing Director
DIN: 00432673

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CORPORATE INFORMATION

CIN: L25200MH1987PLC044707

Sr. No.	Name	Designation	DIN
1.	Mr. Paresh V. Parekh	Managing Director	00432673
2.	Mr. Ketan V. Parekh	Joint Managing Director	00432734
3.	Mr. Harsh Parekh	Whole-Time Director	06854020
4.	Mrs. Neeta Parekh	Non-Executive Director	00811690
5.	Mr. Rajeevrajan Kapur	Independent Director	00338947
6.	Mr. Bimal Parekh	Additional Independent Director w.e.f 12 th November 2019	00070178
7.	Mr. Nipun Shah	Independent Director	00195076
8.	Mr. Purnachandra Rao Dendukuri	Independent Director	06907588

Chief Financial Officer

Mr. Umesh L. Shenoy

Registered Office

Office No. 213, 214 & 215, 2nd Floor,
Hub town Solaris, N.S Phadke Marg,
Andheri (East), Mumbai – 400 069.

Company Secretary

Ms. Shraddha Bagwe (Resigned on August 12, 2019)
Ms. Jyoti Shetty (Resigned on November 12, 2019)
Ms. Mayuri Joshi (Appointed w.e.f. 11th December 2019)

Tel. No.: 022-67669999

Fax No.: 022-67669998

Registrar & Transfer Agent

Sharex Dynamic (India) Pvt. Ltd.,
C101, 247 Park, LBS Marg,
Vikhroli West, Mumbai,
Maharashtra, 400083
Tel No.: 022 – 2851 5606/2851 5644
Fax: 022 – 2851 2855
Email Id: support@sharexindia.com
Website: www.sharexindia.com

Bankers

Corporation Bank
Yes Bank
Kotak Bank
HDFC Bank

Investor Queries

investor@nationalplastic.com

Statutory Auditor

M/s. R.S. Prabhu & Associates, Chartered Accountants

Stock Exchange

BSE Limited

Internal Auditor

M/s. Parekh Sharma & Associates, Chartered Accountants

Website

www.nationalplastic.com

Secretarial Auditor

M/s. Jayshree A. Lalpuria & Co., Practicing Company Secretary

As a Measure of Economy, copies of Annual Report will not be distributed at the Annual General Meeting. Shareholders are requested to kindly bring copies of their Annual Report to the Meeting.

NOTICE

Notice is hereby given that the **Thirty Third Annual General Meeting (33rd AGM)** of the Members of National Plastic Industries Limited (CIN:L25200MH1987PLC044707), will be held on Friday, September 18, 2020 at 3.30 p.m. through Video Conferencing/ Other Audio Visual Means("VC/OAVM") to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited financial statements of the Company for the year ended March 31, 2020 the reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Ketan Vinod Parekh (DIN: 00432734), who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

3. To consider and if thought fit, to pass, the following Resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to provisions of Section 149,152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 ("Act") read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable Regulations and schedules and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 ("SEBI Listing Regulations"), (including any statutory modification(s) or re-enactment for the time being in force) Mr. Bimal Parekh(DIN: 00070178) who was appointed by the Board of directors as an Additional Non Executive Independent Director of the Company with effect from 12th November, 2019 pursuant to the provisions of section 161(1) of the Companies Act, 2013 and pursuant to the applicable Articles of Association of the company, and who holds office up to the date of this Annual General Meeting of the Company in terms of Section 161 of the Companies Act, 2013 and who has submitted a declaration that he meets the criteria of the independent directorship as provided in section 149(6) of the Act and he is not debarred from holding the office of director by virtue of any SEBI order or any other such authority, who is eligible for appointment, on recommendation of the Nomination an Remuneration Committee, be and is hereby appointed as an Independent Non Executive Director of the Company, who shall hold office for a period of five years from the date of appointment and whose office shall not, henceforth, be liable to retire by rotation.

RESOLVED FURTHER THAT to give effect to this resolution, any one director or Chief Financial Officer or Company Secretary of the Company be and are hereby authorised to do all the acts, deeds, matters and things as they may in their absolute discretion deem necessary, to settle any question, difficulty or doubt that may arise in this regard and to sign and execute all necessary documents, applications, returns and writings as may be necessary, proper, desirable or expedient."

4. To consider and if thought fit, to pass, the following Resolution as an Ordinary Resolution:

RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') and Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the relevant provisions of the Articles of Association of the Company and all applicable guidelines issued by the Central Government from time to time and subject to such other approvals, as may be necessary, approval of the

company be and is hereby accorded for the terms of remuneration payable to, including the remuneration to be paid in event of loss or inadequacy of profits in any financial year during the tenure of Mr. Harsh Parekh (DIN: 06854020) as the Whole Time Director of the Company, for a period of 2 (Two) years with effect from 1st June, 2020, on the terms and conditions, as set out in the explanatory statement annexed to the notice convening this meeting with liberty to the Board of Directors of the Company / Nomination and Remuneration Committee to alter and vary the terms and conditions of the said remuneration, in the best interests of the Company and as may be permissible at law.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, matters and things as may be deemed necessary to give effect to the above resolution.”

5. To approve the remuneration payable to the cost auditor of the company

To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

“**RESOLVED THAT** pursuant to the provisions of Section 148 and other applicable provisions of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), M/s. N. Ritesh & Associates, Cost Accountants (Firms Registration No. R100675) appointed by the Board of Directors as Cost Auditors of the Company to conduct audit of cost records of the Company for the financial year 2020-2021 be paid a remuneration of Rs. 75,000/- (Rupees Seventy Five Thousand only)

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

**By the order of Board of Directors
For National Plastic Industries Limited**

Sd/-
PARESH VINOD PAREKH
CHAIRMAN
(DIN: 00432673)

Date: 14th August 2020

Place: Mumbai

Registered Office:

Office No. 213,214 & 215, 2nd Floor,
Hubtown Solaris, N. S. Phadke Marg,
Andheri (East), Mumbai – 400069.
Tel: +91 22 67669999, fax: +91 22 67669998,
Email: investor@nationalplastic.com
Website: www.nationalplastic.com

NOTES :

1. The Explanatory Statement pursuant to the provisions of Section 102 of the Companies Act, 2013 in respect of the business at item no. 3 to 5 above is annexed hereto and forms as a part of the notice.
2. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING A PROXY, TO BE EFFECTIVE, MUST BE DULY FILLED, STAMPED AND SIGNED AND MUST BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.

A person can act as a proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent (10%) of the total share capital of the Company carrying voting rights. Further, a member holding more than ten percent (10%) 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 proxy for any other person or shareholder.
3. Corporate Members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the meeting.
4. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, provided that not less than three days of notice in writing is given to the Company.
5. The Annual Report will also be available on the website of the Company at www.nationalplastic.com in the Investors section.
6. The Register of Members and the Share Transfer Books shall remain closed from Saturday, September 12, 2020 to Friday, September 18, 2020 (both days inclusive), for the purpose of Annual General Meeting (AGM) of the Company.

General instructions for accessing and participating in the 33rd AGM through VC/OAVM Facility and voting through electronic means including remote e-Voting

1. As you are aware, in view of the situation arising due to COVID-19 global pandemic, the general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020. The forthcoming AGM/EGM will thus be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM/EGM through VC/OAVM.
2. 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 MCA Circulars 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/EGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the EGM/AGM will be provided by CDSL.

3. The Members can join the EGM/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 EGM/AGM through VC/OAVM will be made available to at least 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 EGM/AGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the AGM/EGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM/EGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM/EGM through VC/OAVM and cast their votes through e-voting.
6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM/EGM has been uploaded on the website of the Company at www.nationalplastic.com. The Notice can also be accessed from the websites of the Stock Exchange i.e. BSE Limited at www.bseindia.com. The AGM/EGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM/EGM) i.e. www.evotingindia.com.
7. The AGM/EGM 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 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.

THE INTRUCTIONS FOR SHAREHOLDRES FOR REMOTE E-VOTING ARE AS UNDER:

- (i) The voting period begins on September 15, 2020 (9:00 A.M.) and ends on September 17, 2020 (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) of September 11, 2020 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" module.
- (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. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

OR

Alternatively, if you are registered for CDSL's EASI/EASIEST e-services, you can log-in at <https://www.cdslindia.com> from Login - Myeasiusing your login credentials.

Once you successfully log-in to CDSL's EASI/EASIEST e-services, click on e-Voting option and proceed directly to cast your vote electronically.

- (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 e-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 Shareholders 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"> • Shareholders who have not updated their PAN with the Company/ Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
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.
- (x) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders 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 shareholders 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 for the relevant <Company Name> 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”. The m-Voting app can be downloaded from respective Store. Please follow the instructions as prompted by the mobile app while Remote Voting on your mobile.

PROCESS FOR THOSE SHAREHOLDERS WHO’S EMAIL ADDRESSES IS NOT REGISTERED WITH THE DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to Company/RTA email id.
2. For Demat shareholders -, please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to Company/RTA email id.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE EGM/AGM THROUGH VC/OAVM ARE AS UNDER:

1. Shareholder will be provided with a facility to attend the EGM/AGM through VC/OAVM through the CDSL e-Voting system. Shareholders may access the same at <https://www.evotingindia.com> under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVSN of Company will be displayed.
2. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
3. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their requesting advance at least 10 days prior to meeting mentioning their name, demat account number/ folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 7 days prior to meeting mentioning their name, demat account number/ folio number, email id, mobile number at (company email id). These queries will be replied to by the company suitably by email.

6. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

INSTRUCTIONS FOR SHAREHOLDERS FOR E-VOTING DURING THEAGM/EGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the EGM/AGM is same as the instructions mentioned above for Remote e-voting.
 2. Only those shareholders, who are present in the EGM/AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the EGM/AGM.
 3. If any Votes are cast by the shareholders through the e-voting available during the EGM/AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility , then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.
 4. Shareholders who have voted through Remote e-Voting will be eligible to attend the EGM/AGM. However, they will not be eligible to vote at the EGM/AGM.
- (xx) Note for Non – Individual Shareholders and Custodians
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
 - 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.
 - Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; cs@nationalplastic.com/investor@nationalplastic.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

If you have any queries or issues regarding attending AGM & e-Voting from the e-Voting System, 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 or contact Mr. Nitin Kunder (022-23058738) or Mr. Mehboob Lakhani (022-23058543) or Mr. Rakesh Dalvi (022-23058542).

- I. A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.
- II. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting or voting at the AGM through ballot paper.
- III. Mrs. Ragini Chokshi, Practicing Company Secretary (Membership No. 2390) of Ragini Chokshi & Co. has been appointed as the Scrutinizer for providing facility to the members of the Company to scrutinize the voting and remote e-voting process in a fair and transparent manner.
- IV. The Scrutinizer shall after the conclusion of voting at the general meeting, 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 three days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
- V. The Results declared alongwith the report of the Scrutinizer shall be placed on the website of the Company www.nationalplastic.com and on the website of CDSL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE Limited, Mumbai.
- VI. The voting rights of members shall be in proportion to their shares of the paid-up equity share capital of the company as on the cut-off date i.e September 11, 2020.
- VII. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. September 11, 2020, may obtain the login ID and password by sending a request investor@nationalplastic.com.
7. For transfer of shares held in Physical mode the transferee should submit along with the transfer documents copy of PAN Card for registration of transfer request.
8. The Securities and Exchange Board of India (SEBI) and Reserve Bank of India (RBI) have advised all listed companies to mandatorily use the Electronic Clearing Services (ECS) mandate facility wherever possible for payment of dividend to the Members. In view of this stipulation, the Company has implemented the ECS facility. Members holding shares in physical form are requested to provide the Company with ECS details for crediting the future dividend payment directly to their respective bank accounts. The Company shall be able to co-ordinate with the bankers only on receipt of necessary information. The Members holding shares in electronic form may instruct their DP's accordingly.
9. 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 / Sharex Dynamic (India) Private Limited (RTA) C101, 247 Park, LBS Marg, Vikhroli West, Mumbai, Maharashtra, 400083, Tel. No.: 022 - 28515644/5606, website: www.sharexindia.com.

10. Members holding shares in dematerialized form are requested to intimate all changes pertaining to their registered email id, bank details, NECS, Mandates, Nominations, power of attorney etc to their Depository Participants. Changes intimated to the Depository Participants will then be automatically reflected in the Company's records which will help the Company and its Registrar and Transfer Agents, M/s. Sharex Dynamic (India) Private Limited, to provide efficient and better service to the Members. Members holding shares in physical form are requested to advise such changes to the Company's Registrar and Transfer Agents, M/s. Sharex Dynamic (India) Private Limited.
11. Those members who have so far not encashed their dividend warrants for below mentioned financial years, may claim or approach the company or Registrar and Share Transfer Agents as mentioned above for the payment thereof, as the same will be transferred to Investor Education Protection Fund (IEPF) established pursuant to section 125(1) of the Companies Act, 2013 if a member does not claim amount for a consecutive period of seven years or more.

Financial Year ended	Due Date of Transfer
2014-15	November 05, 2022
2015-16	October 29, 2023
2016-17	October 29, 2024
2017-18	October 25, 2025
2018-19	October 27, 2026

In accordance with section 124(6) of the Act read with Rule 6 of Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 as amended time to time, if a member does not claim the dividend amount for consecutive period of seven years or more, then the shares held by him/ her shall be transferred to Demat account of IEPF authority. However, both unclaimed dividend and shares transferred to IEPF authority can be claimed from IEPF authority by making an online application in the prescribed form IEPF-5 available on www.iepf.gov.in and by sending the physical copy of the same duly signed along with requisite documents to the company at the registered office for verification of the claim. The Company Secretary acts as the Nodal Officer for IEPF matters.

12. Pursuant to the provisions of Investor Education and Protection Fund (Uploading of information regarding unpaid and unclaimed amounts lying with companies) Rules, 2012, the Company has uploaded the details of unpaid and unclaimed amounts lying with the Company as on September 20, 2019 (date of last Annual General Meeting) on the website of the Company (www.nationalplastic.com), as also on the website of the Ministry of Corporate Affairs.
13. For receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically, the members, who have not registered/updated their e-mail address so far, are requested to register/update their e-mail addresses, in respect of electronic holdings with the Depository through their concerned Depository Participant. Members who hold shares in physical form and who are desirous of receiving the communications/documents in electronic form are requested to promptly register their e-mail addresses with the Company.

14. Adhering to the various requirements set out in the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, as amended, the Company has, during financial year 2019-20, transferred to the IEPF Authority all shares in respect of which dividend had remained unpaid or unclaimed for seven consecutive years or more as on the due date of transfer. Details of shares transferred to the IEPF Authority are available on the website of the Company. The said details have also been uploaded on the website of the IEPF Authority and the same can be accessed through the link: www.iepf.gov.in.

Further, Members may note that shares as well as unclaimed dividends transferred to IEPF Authority can be claimed back from them. Concerned members/investors are advised to visit the weblink: <http://iepf.gov.in/IEPFA/refund.html> or contact RTA for lodging claim for refund of shares and / or dividend from the IEPF Authority

Please note that as a valued shareholder of the Company, you are always entitled to receive, on request, a printed copy of the Annual Report and all other documents as stated above, free of cost.

**By the order of Board of Directors
For National Plastic Industries Limited**

**PARESH VINOD PAREKH
CHAIRMAN
(DIN: 00432673)**

Date: 14th August, 2020

Place: Mumbai

Registered Office:

Office No. 213,214 & 215, 2nd Floor,
Hubtown Solaris, N. S. Phadke Marg,
Andheri (East), Mumbai – 400069.

Tel: +91 22 67669999.

fax: +91 22 67669998

Email: investor@nationalplastic.com

Website: www.nationalplastic.com

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

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

Item No. 3:

Pursuant to the provisions of Section 161(1) of the Companies Act, 2013 (the Act) and the Articles of Association of the Company, the Board of Directors (the Board) has appointed, Mr. Bimal Parekh as an Additional Non Executive Independent Director of the Company with effect from 12th November, 2019 who would hold office upto the date of the ensuing Annual General Meeting. Further he was also appointed as Independent Director for a period of five years subject to approval of Members of the Company.

Mr. Bimal J. Parekh is a B.Com graduate from Mumbai University. He has over 30 years of experience in Equity Broking, Investment Management and Corporate Finance related activities and possesses invaluable experience in broking house operations, right from marketing to business development and servicing of high net worth individuals and institutional investors.

Brief profile of Mr. Bimal Parekh as stipulated under Regulation 36(3) of the SEBI Listing Regulations is given as an annexure to this Notice.

Mr. Bimal Parekh is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director of the Company. The Company has also received a declaration from Mr. Bimal Parekh stating that he meets with the criteria of independence as prescribed under sub-section (6) of Section 149 of the Act and SEBI Listing Regulations and he is not debarred from holding the office of director by virtue of any SEBI order or any other such authority.

In the opinion of the Board, Mr. Bimal Parekh fulfils the conditions for his appointment as an Independent Director as specified in the Act. Keeping in view his expertise and vast knowledge, it will be in the interest of the Company to appoint Mr. Bimal Parekh as an Independent Director, not liable to retire by rotation. He shall be paid remuneration by way of fee for attending meetings of the Board or Committees thereof or for any other purpose whatsoever as may be decided by the Board, reimbursement of expenses for participating in the Board and other meetings.

Copy of the letter of appointment of Mr. Bimal Parekh as an Independent Director setting out the terms and conditions is available for inspection by members at the Registered Office of the Company on all working days (Monday to Friday) during business hours, upto the date of the Annual General Meeting.

Except Mr. Bimal Parekh, none of the other Directors, Key Managerial Personnel of the Company and their relatives are concerned or interested (financially or otherwise), in this resolution.

The Board recommends the Resolution at Item No. 3 of the accompanying Notice for approval by the Members.

Item No. 4:

The Board of Directors of the Company, on the recommendation of the Nomination and Remuneration Committee, appointed Mr. Harsh P. Parekh as the Whole-time Director of the Company, liable to retire by rotation, for a period of 5 (five) years with effect from 1st June, 2017, with the approval of Members in the General Meeting.

Mr. Harsh P. Parekh is a B.Sc. and holds a Masters in global management from Regents College, UK. He has been associated with the Company in the past in various positions including Marketing Advisor and Chief Financial Officer of the Company. He has been handling the business operations of the Nellore unit of the Company since the past Eight years. He had

been involved in the setting up of the Nellore division of the Company which deals in plastic flooring products and has presence pan India. Prior to starting his career at National Plastic Industries Limited, he has been associated as an intern with companies like Parle Agro and Keter (Israel) and has acquired practical experience in the area of Marketing and Product development. He has experience in general Business administration. In 2015, Mr. Harsh P. Parekh took over as the Chief Financial Officer of the Company. At the Company, he has been involved in several activities, such as, setting up of the new division of the Company at Nellore, project development and evaluating new avenues for product development.

He is currently not holding any Directorships. He holds 3,26,500 equity shares of the Company. He is not disqualified from being appointed as Director in terms of Section 164 of the Companies Act, 2013 and have given his consent to act as a Director of the Company. The Company has received a notice in writing from a member alongwith the deposit of requisite amount under Section 160 of the Companies Act, 2013 (the "Act") signifying his intention to propose the appointment of Mr. Harsh P. Parekh as a Director of the Company.

The remuneration and other terms and conditions of Mr. Harsh P. Parekh's appointment as Whole-time Director as set out in the resolution is subject to your approval.

This explanatory statement and the resolution as set out in item no. 4 may also be read and treated as disclosure in compliance with the requirements of Section 190 of the Companies Act, 2013.

Mr. Harsh P. Parekh may be deemed to be concerned or interested, financially or otherwise, to the extent of the aforesaid shareholding in respect of his appointment as a Director.

Mr. Paresh V. Parekh, Managing Director and Mr. Ketan V. Parekh, Joint Managing Director who are relatives of Mr. Harsh Parekh, and their other relatives, to the extent of their shareholding in the Company, may be deemed to be concerned or interested in the appointment of Mr. Harsh P. Parekh.

The Terms and Conditions of remuneration of Mr. Harsh Paresh Parekh as a Whole time Director of the Company are tabled below; viz;

1. PERIOD OF APPOINTMENT: 5 (Five) Years from 01.06.2017 to 31.05.2022
2. SALARY: Rs. 1,75,000/- per month.
3. PERQUISITES:
 - a) Housing: Free furnished accommodation or HRA of Rs. 35,000/- per month in lieu of company provided accommodation.
 - b) Conveyance Allowance of Rs. 15,000/- per month.
 - c) Leave Travel Concession for self and family, once in a year as per the rules specified by the Company.
 - d) Fees of club other than admission and life membership fee of maximum two clubs.
4. BENEFITS:
 - a) Contributions to the Provident Fund, Superannuation Fund as per the rules of the Company.
 - b) Gratuity not exceeding half a month salary for each completed year of service.
 - c) A car with chauffeur shall be provided for the Company's business.
 - d) Telephone facility shall be provided at residence, personal long distance on telephone and use of car for private purpose shall be borne by him.
5. The aggregate of the remuneration and perquisites as aforesaid in any Financial year shall not exceed the limit from time to time under Section 197, Section 198 and other

applicable provisions of the Act, read with Schedule V of the said Act or any statutory modifications or re-enactments thereof for the time being in force, or otherwise as may be permissible at law.

6. When in any financial year, during the period of 3 (Three) years in the currency of the term of the Whole Time Director from the effective date of appointment, the Company has no profits or its profits are inadequate, the remuneration including the perquisites as aforesaid will be paid to Mr. Harsh Parekh in accordance with the applicable provisions of Schedule V of the Act, and subject to the approval of the Central Government, if required.
7. So long as Mr. Harsh Parekh functions as the Whole Time Director of the Company he shall be subject to retirement by rotation.

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financial or otherwise, in the resolution set out at Item Nos.3, 4 and 5 of the Notice.

Item No. 5:

The Board of Directors of the Company, on the recommendation of the Audit Committee, had approved the appointment and remuneration of M/s N. Ritesh & Associates, Cost Accountants (Firms Registration No. R100675) to conduct the audit of the Cost Records of the Company for the financial year 2020-2021. In terms of provisions of Section 148(3) of the Companies Act, 2013 read with Rule 14(a)(ii) of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditor along with the reimbursement of expenses incurred towards the audit is required to be approved by the Members of the Company. Accordingly, consent of the Members is sought to approve the remuneration payable to the Cost Auditors.

No Director, Key Managerial Personnel or their relatives, are interested or concerned in the resolution.

The Board recommends the Resolution at Item No. 5 of the accompanying Notice for approval by the Members.

**By the order of Board of Directors
For National Plastic Industries Limited**

**PARESH VINOD PAREKH
CHAIRMAN
(DIN: 00432673)**

Date: 14th August, 2020

Place: Mumbai

Registered Office:

Office No. 213,214 & 215, 2nd Floor,
Hubtown Solaris, N. S. Phadke Marg,
Andheri (East), Mumbai – 400069.

Tel: +91 22 67669999.

fax: +91 22 67669998

Email: investor@nationalplastic.com

Website: www.nationalplastic.com

Annexure to the Notice

Pursuant to Regulation 36 of the SEBI (LODR) Regulations 2015, and pursuant to clause 1.2.5 of the Secretarial Standard on General Meetings (SS-2) details of directors proposed to be appointed/re-appointed at the ensuing 33rd Annual General Meeting are given below:

NAME OF THE DIRECTOR	MR. KETAN V. PAREKH	MR. BIMAL PAREKH
DIN	00432734	
00070178		
Date of Appointment	February 01, 2008	November 12, 2019
Date of Birth	January 14, 1968	November 11, 1961
Age	54 years	58 years
Qualification	Business Management Graduate from U.S.A.	B. Com Graduate
Expertise in specific functional areas	Expertise in Management. He has over 20 years of experience in corporate management. He is responsible for managing the production aspects and the channel partners of the Company.	30 years of experience in Equity Broking, Investment Management and Corporate Finance related activities and possesses invaluable experience in broking house operations, right from marketing to business development and servicing of high net worth individuals and institutional investors
Directorships held in other public companies (excluding foreign companies and Section 8 companies)	Nil	Nil
Memberships/Chairmanships of committees of other public companies	Nil	Nil
Number of shares held in the Company	8,34,500	Nil
Relationship, if any, with other Directors, Managers and Key Managerial Personnel	Mr. Ketan V. Parekh is one the promoter of the Company and Brother of Mr. Paresh V. Parekh, Managing Director and father of Mr. Harsh P. Parekh, whole time Director of the Company.	Nil
Details of last drawn remuneration	Rs. 1,080,000.00	Only Sitting Fees paid
Number of Board Meetings held and attended during the year.	4	0

Terms and Condition for Appointment/Re-appointment:

The term of appointment of an Independent Director (ID) of the Company is for a period of 5 consecutive years from the date of his appointment.

Independent Director is not liable to retire by rotation. Appointment of every independent director shall be approved by members' of the Company.

Independent Director is not liable to retire by rotation. Independent Directors will be eligible for re-appointment for another term of 5 consecutive years, after the completion of their tenure of first 5 years, subject to Board approval, and the passing of a Special Resolution by Members.

DIRECTORS' REPORT

Dear Members,

Your Directors are pleased to present the 33rd Annual Report on business and operations of your company together with the Audited Financial Statements of the Company, for the year ended March 31, 2020.

FINANCIAL RESULTS:

Particulars	2019-2020	2018-2019
Sales & Other Income	1,33,49,76,600	1,30,62,56,325
Gross Profit before Depreciation & Interest	7,70,28,219	9,53,35,711
Less : Interest	3,19,27,221	3,23,72,794
Depreciation	2,87,79,648	2,83,79,026
Profit for the year	1,63,21,350	3,45,83,891
Less : Deferred Tax Liabilities	(48,02,061)	1,23,03,357
Net Profit after Tax	2,11,23,411	2,22,80,534
Add : Balance brought forward from previous year (Adjusted)	6,00,89,641	5,09,05,074
Balance Available for appropriation	8,12,13,051	7,31,85,608
Appropriation		
Proposed Dividend	91,29,600	91,29,600
Dividend Tax	18,58,72	18,58,572
Grant Adjustments	(29,46,926)	(20,98,500)
Other Comprehensive Income	(3,20,923)	(9,295)
Transfer to General Reserve	-	-
Balance C/f to Balance Sheet	6,69,57,030	6,00,89,641

COMPANY'S OPERATIONAL PERFORMANCE:

The Gross turnover of the company has improved to Rs. 131.61 Crore from Rs. 129.15 Crore in last year registering a growth of around 1.90%. The growth in gross turnover has happened as the company came out with new and innovative range of product.

Your Company has registered lower profit before tax of Rs. 1.63 Crore as compared to Rs. 3.45 Crore in the previous year and net profit after tax of Rs. 2.11 Crore as compared to Rs.2.22 Crore in previous year.

Your Company performed well during the year by efficiently managing the resources, which resulted into improved quality of the products. The Company has endeavored to bring out new & unique moulded furniture for improving the sales of the products. The Company is taking all necessary steps to reduce wastages and make production cost efficient and will surely be able to achieve its targets.

The PVC flooring Mats business in Nellore, Andhra Pradesh in the southern part of the country under the brand name **INSTA** has done fairly well during the year 2019 - 2020. The air-cooler business of the Company was marginal during the year.

the Accompanying Notice of the AGM.

DIVIDEND:

The Company does not propose any dividend for the year 2019-2020 .

SUBSIDIARIES AND JOINT VENTURES:

The Company does not have any Subsidiary Company or Joint Venture.

SHARE CAPITAL

There was no change in the Company's share capital during the year under review. The Company's paid up Equity Share Capital to stand at Rs. 912.96 lakhs comprising of 91,29,600 equity shares of Rs.10 each as on March 31, 2020.

TRANSFER TO RESERVES

There is no amount proposed to be transferred to Reserves out of profits of the financial year 2019 -20.

EXTRACT OF ANNUAL RETURN

As required pursuant sub-section (3) of Section 92 of the Companies Act 2013, read with Rule 12 of the Companies (Management and Administration) Rules, 2014 the extract of the Annual Return as at March 31, 2020 forms part of this report as **Annexure – 1**.

NUMBER OF MEETINGS OF THE BOARD:

During the year under review, four (4) Board meetings were held. Details of which are as follows:

Sr. No.	Date of Board Meeting
1.	20 th May, 2019
2.	12 th August 2019
3.	12 th November 2019
4.	05 th February 2020

The maximum interval between any two meetings did not exceed 120 days.

Details of the meetings and the attendance of the Directors are mentioned in the Corporate Governance Report.

Separate Meeting of Independent Directors

A meeting of the Independent Directors of the Company was held on May 20, 2019 and the same was attended by Mr. Rajeevrajan S. Kapur, Ms. Jyoti Mahabaleshwar Palekar and Mr. Purnachandra Rao Dendukuri.

Number of Meetings of Committees of the Board of Directors

The Board has established various Committees as a matter of good corporate governance practice and as per the requirements of the Companies Act, 2013:

1. **Audit Committee**
2. **Stakeholders Relationship Committee**
3. **Nomination and Remuneration Committee**
4. **Executive Management Committee**

DIRECTORS AND KEY MANAGERIAL PERSONNEL:

a) Composition:

During the year under review, the Board of your Company is duly constituted in accordance with the requirements of Companies Act, 2013. During the year under review the Board Comprised of 8 Directors out of which 3 are Executive Directors, 1 Non-Executive Director and 4 Non-Executive Independent Director.

b) Retirement by Rotation:

As per the provisions of the Companies Act, 2013, Mr. Ketan Vinod Parekh, Executive Chairman who retires by rotation at the Annual General Meeting and being eligible, offers himself for re-appointment to the Board. Him profile details are contained in the Accompanying Notice of the AGM.

c) Regularization of appointment of additional Director:

During the year, Mr. Bimal Parekh, was appointed as additional Director on November 12, 2019 by the Board of Directors till the conclusion of ensuing AGM, and was also appointed as Independent Director for a period of five years' subject to approval of members at ensuing AGM.

d) Declaration by Independent Directors

The Company has received declaration from all the Independent Directors of Company confirming that they meet with the criteria of Independence as prescribed pursuant to the provisions of Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

e) Familiarization Program for Independent Directors

The Company has set Familiarization Program for Independent Directors with regard to their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, the business model of the Company etc. The details of which are available on the website of the Company (www.nationalplastic.com).

f) Board Evaluation

In terms of the provisions of the Companies Act, 2013 a structured questionnaire was prepared after taking into consideration the various aspects of the Board functioning like composition of the Board and its committees, culture, execution and performance of Specific duties, obligations and governance.

The Independent Directors, in their separate meeting held on May 20, 2019 evaluated the performance of the Board, the Chairperson and the Non-Independent Directors. The result of the evaluation is satisfactory and sufficient and meets the requirements of the Company.

Further, the Annual Performance Evaluation was also carried out by the Board for the financial year 2019 – 2020 in respect of its own performance, the evaluation of the working Committees, Directors through peer evaluation excluding director being evaluated.

g) Key Managerial Personnel

Ms. Malvika Sharma resigned from the post of Company Secretary and Compliance Officer on 12th April, 2019. Ms. Shradhha Bagwe was appointed as Company Secretary and Compliance Officer w.e.f. 20th May, 2019. She resigned on 12th August, 2019. Ms. Jyoti Shetty was appointed as Company Secretary and Compliance Officer w.e.f 12th August, 2019. She resigned on 12th November, 2019 and Ms. Mayuri Joshi has been appointed as Company Secretary and Compliance Officer w.e.f 11th December, 2019.

DIRECTORS' RESPONSIBILITY STATEMENT:

The Board of Directors acknowledge the responsibility for ensuing compliances with the provisions of Section 134(3) read with Section 134(5) of the Companies Act, 2013 in the preparation of annual accounts for the year ended on March 31, 2020 and states that:

- i. in the preparation of the annual accounts for the year ended March 31, 2020, the applicable accounting standards had been followed along with proper explanations relating to material departures;
- ii. they have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2020 and of the profits of the Company for the financial year ended March 31, 2020;
- iii. they have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- iv. they had prepared the annual accounts on a going concern basis;
- v. they had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively; and
- vi. they had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

DETAILS OF REMUNERATION TO DIRECTORS:

The information relating to remuneration of directors as required under Section 197(12) of the Companies Act, 2013 is given in **Annexure – 2**.

POLICY RELATING TO DIRECTORS:

The policy framed by the Nomination & Remuneration Committee under Section 178(3) of the Companies Act, 2013 is as below:

Appointment Criteria and Qualifications

- a) The Committee shall identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as Director, KMP or at Senior Management level and recommend to the Board his / her appointment.
- b) The Committee shall identify the extent to which the appointee is likely to contribute to the overall effectiveness of the Board, work constructively with the existing directors and

enhance the efficiencies of the Company;

- c) The Committee has discretion to decide whether qualification, expertise and experience possessed by a person are sufficient / satisfactory for the concerned position.

Remuneration to Directors

a) Remuneration to Whole-time / Executive / Managing Director:

The Remuneration/ Compensation/ Commission etc. to be paid to Director /Managing Director etc. shall be governed as per provisions of the Companies Act, 2013 and rules made there under including any amendments thereto or any other enactment for the time being in force. The Whole-time / Executive / Managing Director shall be eligible for a monthly remuneration as may be approved by the Board on the recommendation of the Committee. The break-up of the pay scale and quantum of perquisites including employer's contribution to PF, pension scheme, medical expenses, club fees etc. shall be decided and approved by the Board on the recommendation of the Committee and approved by the shareholders and Central Government, wherever required.

If, in any financial year, the Company has no profits or its profits are inadequate, the Company shall pay remuneration in accordance with the provisions in Schedule V of the Companies Act, 2013 and if it is not able to comply with such provisions, with the previous approval of the Central Government.

If, any Whole-time Director/Managing Director draws or receives, directly or indirectly by way of remuneration any such sums in excess of the limits prescribed under the Companies Act, 2013 or without the prior sanction of the Central Government, wherever required, he/she shall refund such excess remuneration to the Company and until such sum is refunded, hold it in trust for the Company. The recovery of such sums refundable shall not be waived by the Company unless permitted by the Central Government.

b) Remuneration to Non- Executive / Independent Director:

The Non-Executive/Independent Director may receive remuneration / compensation / commission as per the provisions of Companies Act, 2013 and the rules made thereunder. The amount of sitting fees shall be subject to ceiling/ limits as provided under Companies Act, 2013 and rules made there under including any amendments thereto or any other enactment for the time being in force.

The Independent Director shall not be entitled to any stock option of the Company.

Evaluation

The Nomination and Remuneration Committee shall carry out evaluation of performance of every Director at regular interval (yearly).

Removal

The Nomination and Remuneration Committee may recommend, to the Board with reasons recorded in writing, removal of a Director, KMP or Senior Management Personnel subject to the provisions and compliance of the said Act, rules and regulations.

Retirement

The Director, KMP and Senior Management Personnel shall retire as per the applicable provisions of the Act and the prevailing policy of the Company. The Board will have the discretion to retain the Director, KMP, Senior Management Personnel in the same position/ remuneration or otherwise even after attaining the retirement age, for the benefit of the Company.

PARTICULARS OF EMPLOYEES:

None of the employees of the Company were drawing a remuneration exceeding Rs. 1,02,00,000/- per annum or Rs. 8,50,000/- per month or part thereof. The information required under Section 197 (12) of the Companies Act, 2013 read with Rule 5(2) & (3) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 as amended by Companies (Appointment and Remuneration of Managerial Personnel) Amendment Rules, 2016 is given in the **Annexure - 3** to this report.

Your Directors value the commitment of the employees towards the Company and appreciate their valuable contributions for the progress and growth of the Company.

AUDITOR AND AUDITOR'S REPORT:

a) Statutory Auditor:

At the Company's 30th Annual General Meeting held on September 20, 2017, M/s. R.S. Prabhu & Associates, Chartered Accountants (Firm registration No. 127010W), were appointed as Company's Statutory Auditors to hold office till the conclusion of the 35th Annual General Meeting, subject to ratification by the members at every Annual General Meeting until the expiry of the period of original appointment. However, the Companies Amendment Act, 2017 (Vide notification dated May 7, 2018 issued by Ministry of Corporate Affairs) omits the provision related to Annual Ratification from Companies Act, 2013 and the requirement of seeking ratification of appointment of statutory auditors by members at each AGM has been done away with.. Accordingly, no such item has been considered in notice of the 33rd AGM of the Company

The Auditors Report to the shareholders for the year under review below mentioned qualification.

Qualification: As per the information and explanations provided to us, title deeds of immovable properties and lease agreements of leasehold property are generally in the name of the Company except for freehold land held by the Company, located at Kashimira, Mumbai, Maharashtra, title of which is under dispute. (Gross Block & Net Block as at 31/03/2019 Rs.8,86,603).

Management view:

The Notes on Financial Statements referred to in the Auditors' Report are self-explanatory and do not call for any further comments.

Reporting of fraud by the Auditor under Section 143(12) of the Companies Act, 2013

The Board of Directors states that M/s. R.S. Prabhu & Associates, Chartered Accountants, Mumbai (Firm Reg no. 110639W), Statutory Auditors have not reported of any fraud involving any amount committed by the Company to the Central Government or to the Board of Directors or Audit Committee of the Company.

b) Secretarial Auditor

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company had appointed M/s. Jayshree A. Lalpuria, Practicing Company Secretaries, to undertake the Secretarial Audit of the Company for the FY 2019 - 2020. The Report of the Secretarial Audit carried out is annexed herewith as **Annexure -4**.

The Secretarial Audit report, as issued by the secretarial auditor in Form MR-3 contain following observations or qualifications requiring explanation or comments from the Board under Section 134(3) of the Companies Act, 2013:

1. Observation 1: *There was delay in appointment of Independent Director (ID) as per Regulation 25(6) of SEBI(LODR), 2015 (appointment made on 12th Nov. 2019) after resignation of one ID (resigned on 7th June 2019) resulting in non constitution of the Board as per Regulation 17(1) of LODR which requires that half of the Board should comprise of IDs.*

Remark: The Company was unable to find a suitable candidate from the Independent Directors Data Bank.

2. Observation 2: *The voting results of AGM held on 20th Sept. 2019 were required to be submitted in XBRL as per Regulation 44 of SEBI(LODR), 2015 within 48 hours, were submitted with delay of one day*

Remark: During the Month of November position of Company Secretary was vacant, after the vacant position was filled the results were uploaded with delay.

3. Observation 3: *Unaudited Financial Results for the quarter ended 30th Sept. 2019 approved by the Board as per Regulation 33 of SEBI(LODR), 2015 on 12th Nov. 2019, were submitted at 6.52 p.m. which was after half an hour of the conclusion of the Board meeting at 5 p.m. The said results which were required to be submitted in XBRL within 24 hrs., were submitted on 7th Dec. 2019. Also cash flow for the said period was submitted on 16th Dec. 2019*

Remark: During the Month of November position of Company Secretary was vacant, after the vacant position filled the results were uploaded with delay.

4. Observation 4: *The disclosure of related party transaction as per Regulation 23(9) of SEBI(LODR), 2015 for the half year ended 30th Sept. 2019 which was required to be made within 30 days of approval of UFR for Sept. 2019 by the Board on 12th Nov. 2019, were submitted on 16th Jan. 2020.*

Remark: During the Month of November position of Company Secretary was vacant, after the vacant position was filled the results were uploaded with delay .

5. Observation 5: *Annual Report for the year ended 31st March, 2019, which was required to be filed as per Regulation 34 of SEBI(LODR), 2015 in XBRL mode with BSE listing centre after filing of Form AOC-4 XBRL with Ministry of Corporate Affairs, is not filed with BSE in XBRL mode, though the pdf of Annual Report was submitted in time.*

Remark: During the Month of November position of Company Secretary was vacant and due to which after the vacant position filled the results were uploaded with delay.

6. Observation 6: *Trading window for consideration of Unaudited Financial Results for Dec. 2019 pursuant to SEBI (Prohibition of Insider Trading) Regulations, 2015, were closed w.e.f. 3rd Jan. 2020 instead of closing from 1st Jan. 2020.*

Remark: Due to Technical difficulty the result were uploaded with a delay.

7. Observation 7: *Reconciliation of Share Capital Audit Report pursuant to Regulation 76 of SEBI(Depositories and Participants) Regulation, 2018 for quarter ended 30th Sept. 2019 was not submitted with the Stock Exchange both in pdf and XBRL*

Remark: During the Month of November position of Company Secretary was vacant; after the vacant position filled the results were uploaded with delay.

8. Observation 8: *The Company submitted is disclosure of Not a Large Corporate entity as per SEBI circular No. SEBI/HO/DDHS/CIR/P/2018/144 dated November 26, 2018 on 21st May, 2019 instead of submitting the same before 30th April, 2019.*

Remark: During the Month of April and May position of Company Secretary was vacant and due to which after the vacant position filled the results were uploaded with delay.

9. Observation 9: *There was no intimation to Stock Exchange pursuant to Regulation 39(3) of SEBI (LODR), 2015 for issue of duplicate share certificate for 100 shares to Mr. S. M. Nagaraj in Nov. 2019.*

Remark: During the Month of November position of Company Secretary was vacant and due to which the Intimation was not given.

10. Observation 10: *The proof of dispatch of dividend warrants for the year ended 31st March, 2019 declared at the Annual General Meeting held at 20th Sept. 2019, could not be verified as the Company could not produce the same before me due to Corona Virus (COVID -19) Pandemic and resultant lockdown in Mumbai City.*

Remark: Due to Corona virus Pandemic Company was not functioning in full capacity, due to which the proof of Dispatch was not produced before the auditor.

11. Observation 11: *The shares which were required to be transferred to Investor Education and Protection Fund (IEPF) pursuant to section 124(6) read with Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, (in respect of shares for which dividend was declared for the year 2011-12), were transferred in the month of Jan. 2020 instead of transferring the same in Nov. 2019.*

Remark: During the Month of November position of Company Secretary was vacant and due to which after the vacant position filled the Transfer was done with a delay.

12. Observation 12: *The proof of sending of signed minutes for few Board and committee meetings, as required under Secretarial Standard -1 on Board Meetings issued by The Institute of Company Secretaries of India, could not be verified as the same could not be produced before me due to Corona Virus (COVID -19) Pandemic and resultant lockdown in Mumbai City .*

Remark: Due to Corona virus Pandemic Company was not functioning in full capacity, due to which the proof of Sending of signed Minutes was not produced before the auditor.

c) Cost Auditor

M/s. N. Ritesh & Associates, Cost Accountants, are appointed as the Cost Auditors of the Company under Section 148 of the Companies Act, 2013 to conduct the audit of the cost records of the Company for the financial year 2019- 2020. Necessary resolution for ratification of the remuneration to be paid to the Cost Auditors is incorporated in the Notice of the ensuing Annual General Meeting for approval of members.

LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186

The Company has not given, during the year under review, any loan, and guarantee or invested any funds falling under the purview of Section 186 of the Companies Act, 2013.

Details of outstanding investments are given in the notes to financial statements.

RELATED PARTY TRANSACTIONS

All the related party transactions that were entered into during the financial year were at arm's length basis and were in the ordinary course of business. There were no materially significant related party transactions with the Directors, Promoters, Key Managerial Personnel or other designated persons which may have a potential conflict with the interest of the Company at large. Accordingly, the disclosure of Related Party Transactions as required under Section 134(3)(h) of the Companies Act, 2013 in Form AOC-2 is not applicable.

All Related Party Transactions as required under Indian Accounting Standards AS-24 are reported in Note 32 Notes to Accounts of the financial statements of the Company.

All related party transactions were placed before the Audit Committee and the Board for approval.

CORPORATE GOVERNANCE:

The compliance with the provisions of Corporate Governance under the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 has been applicable to the Company in the financial year 2019 – 2020 on the basis of the turnover of the Company. Hence, the Report on Corporate Governance as stipulated under Regulation 33 (1) (e) read with Schedule IV of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 has been applicable to the Company which is integral part of this Report. The Company is committed to maintain the highest standards of Corporate Governance and adhere to the Corporate Governance requirements set out by the Securities and Exchange Board of India (SEBI). The requisite certificate from the Secretarial Auditors of the Company confirming compliance with the conditions of Corporate Governance is attached to the Report on Corporate Governance.

MANAGEMENT'S DISCUSSION AND ANALYSIS

In terms of the provisions of Regulation 34 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Management Discussion and Analysis is set out in this Annual Report.

DEPOSITS

The Company has not accepted any Deposit covered under Section 73 of the Companies Act, 2013 from the Shareholders or the Public during the year under review.

INSURANCE

All the insurable interests of the company including inventories, building, plant & machinery etc. are adequately insured.

DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company has in place a policy on Prevention of Sexual Harassment at Workplace in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. The policy provides for protection against Sexual Harassment of Women at Workplace and for prevention and redressal of complaints.

No complaints were received from any employee during the financial year 2019-2020 and hence, no complaints are outstanding as on March 31, 2020 for redressal.

VIGIL MECHANISM

The Company has formulated a Vigil Mechanism Policy for Directors and employees to report their genuine concerns about unethical behaviour, actual or suspected fraud or violation of the Codes of Conduct or policy. The necessary mechanism is in line with the requirements under the Companies Act, 2013. It provides for adequate safeguards against victimization of Directors and employees who avail of the mechanism and also provide for direct access to the Chairman of the Audit Committee in exceptional cases. None of the Whistle Blowers have been denied access to the Audit Committee. The said policy is available on the Company's website www.nationalplastic.com under the Investor Section.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

The particulars relating to conservation of energy, technology absorption, foreign exchange earnings and outgo, as required to be disclosed pursuant to Section 134 of the Companies Act, 2013 read with Rule 8(3) of Companies (Accounts) Rules, 2014 form part of this report and are set out in the **Annexure - 5** to this report.

RISK MANAGEMENT POLICY

The Board of Directors of your Company has formulated a Risk Management Policy for the Company. It aims to identify, evaluate risks associated with the business viz. economic environment and market conditions, fluctuations in foreign currency, political environment, contractual compliance, credit risks, technology obsolescence, inflation, commodity prices, price fluctuation of raw materials and finished goods etc.

Uncertainty relating to the global health pandemic on COVID-19:

In assessing the recoverability of receivables including unbilled receivables, contract assets and contract costs, goodwill, intangible assets, and certain investments, the Company has considered internal and external information up to the date of approval of these financial statements including credit reports and economic forecasts. The Company has performed sensitivity analysis on the assumptions used herein. Based on the current indicators of future economic conditions, the Company expects to recover the carrying amount of these assets. The Company basis its assessment believes that the probability of the occurrence of forecasted transactions is not impacted by COVID-19. The Company has also considered the effect of changes, if any, in both counterparty credit risk and own credit risk while assessing hedge effectiveness and measuring hedge ineffectiveness and continues to believe that there is no impact on the effectiveness of its hedges.

The impact of COVID-19 remains uncertain and may be different from what we have estimated as of the date of approval of these consolidated financial statements and the Company will continue to closely monitor any material changes to future economic conditions.

In the opinion of the Board, none of the above mentioned risks threaten the existence of the Company.

INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY:

The Company has adequate internal financial control procedures commensurate with its size and nature of business. The Company has appointed Internal Auditors comprising professional Chartered Accountants who periodically audit the adequacy and effectiveness of

the internal controls laid down by the management and suggest improvements. Based on the audit observation and recommendations, follow ups and remedial measures are being taken including review and increase in scope, if necessary.

The Audit Committee of the Board of Directors periodically reviews the audit plans, internal audit reports and adequacy of internal controls. As a matter of proactive planning, the Board has also constituted an Audit Committee which meets periodically to review the financial performance and the accuracy of financial records. The management duly considers and takes appropriate action on the recommendations made by the Internal Auditors, Statutory Auditors and the Audit Committee of the Board of Directors.

COMPLIANCE WITH SECRETARIAL STANDARDS

During the financial year, your Company has complied with applicable Secretarial Standards issued by Institute of Company Secretaries of India.

STATUTORY DISCLOSURE:

Your Directors' state that no disclosure or reporting is required in respect of the following items as there were no transactions on these items during the year under review:

- a. There is no change in the nature of business of the Company.
- b. In terms of the first proviso to Section 136 of the Companies Act, 2013, the Report and Accounts are being sent to all the shareholders and is available on the Company's website.
- c. There have been no material changes and commitments affecting the financial position of the Company which have occurred between the end of the financial year of the Company to which the financial statements relate and the date of the report.
- d. Issue of equity shares with differential rights as to dividend or voting or otherwise.
- e. No significant material orders were passed by the Regulators or Courts or Tribunals which impacts the going concern status and Company operations in the future.

LISTING FEES

The Company has paid the Annual Listing fees to BSE Ltd. for the Financial Year 2019 – 2020.

TRANSFER TO INVESTOR EDUCATION AND PROTECTION FUND (IEPF)

During the year under review, Your Company has transferred a sum of Rs. 460,532/- (Rupees Four Lakhs Sixty Thousand Five Hundred and Thirty Two only) to Investor Education and Protection Fund, in compliance with the provisions of Section 124(5) of the Companies Act, 2013. The said amount represents dividend for the FY 2011 - 2012 which remained unclaimed by the members of the Company for a period exceeding 7 years from its due date of payment.

During the year 2019 - 2020, 63,232 equity shares in respect of which dividend has not been claimed by the shareholders for seven consecutive years for the final dividend declared in financial year 2011 - 2012, were transferred to the Investor Education and Protection Fund pursuant to the provisions of Section 124(6) of the Companies Act, 2013 and the rules there under.

Further, the Company shall be transferring the unclaimed Dividend for the financial year 2011-2012 to the IEPF Account on expiry of seven years.

GREEN INITIATIVE

Your Company has considered and adopted the initiative of going green minimizing the impact on the environment. The Company has been circulating the copy of the Annual Report in electronic format to all those members whose email addresses are available with the Company. Your Company appeals other Members also to register themselves for receiving Annual Report/ documents in electronic form. The E-Communication Registration Form has been annexed at the end of the annual report.

AWARDS AND CERTIFICATION

During the year Company has not received any Awards.

ACKNOWLEDGEMENTS

Your Directors take this opportunity to express their deep and sincere gratitude to the customers and investors for their confidence and patronage, as well as to the vendors, bankers, financial institutions, and business associates, regulatory and governmental authorities for their co-operation, support and guidance. Your Directors would like to express a deep sense of appreciation for the support extended by the Company's unions and commitment shown by the employees in its continued robust performance on all fronts.

For and on behalf of the Board of Directors

Paresh V. Parekh
Managing Director
DIN: 00432734

Ketan V. Parekh
Joint Managing Director
DIN: 00432673

Date: August 14, 2020
Place: Mumbai

**ANNEXURE - 1
FORM MGT-9
EXTRACT OF ANNUAL RETURN**

As on the financial year ended on March 31, 2020

[Pursuant to Section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

1. REGISTRATION AND OTHER DETAILS

i.	CIN	L25200MH1987PLC044707
ii.	Registration Date	17/09/1987
iii.	Name of the Company	National Plastic Industries Limited
iv.	Category/Sub-Category of the Company	Public Company Limited by shares
v.	Address of the Registered office and contact details*	Office No. 213, 214 and 215, 2nd Floor Hub Town Solaris, N.S. Phadke Marg, Andheri (East) Mumbai City MH 400069 Tel.: +91 22 67669999, Fax: +91 22 67669998
vi.	Whether listed company	Yes
vii.	Name, Address and Contact details of Registrar and Transfer Agent, if any	Sharex Dynamic (India) Pvt Ltd C101, 247 Park, LBS Marg, Vikhroli West, Mumbai, Maharashtra, 400083 Tel: 2851 5606 / 5644 / 6338 Email Id: support@sharexindia.com Website: www.sharexindia.com

I. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10% or more of the total turnover of the company shall be stated:-

Sr. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1	Injection Moulded Products	25209	99%
2	Services (Renting out of leased in non residential building)	70102	1%

II. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES-

Sr. No	Name and Address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of Shares Held	Applicable Section
N.A					

III. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

i. Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year April 01, 2019				No. of Shares held at the end of the year March 31, 2020				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. PROMOTER'S									
(1). INDIAN									
(a). individual	5024626	0	5024626	55.036	5024626	0	5024626	55.036	0
(b). Central Govt.	-	0	-	-	-	0	-	-	0
(c). State Govt(s).	-	0	-	-	-	0	-	-	0
(d). Bodies Corp.	148511	0	148511	1.627	148511	0	148511	1.627	0
(e). FIINS / BANKS.	-	-	-	-	-	0	-	-	0
(f). Any Other	-	0	-	-	-	0	-	-	0
Sub-total (A) (1):-	5173137	0	5173137	56.663	5173137	0	5173137	56.663	0
(2). FOREIGN									
(a). Individual NRI / For Ind	-	0	-	-	-	0	-	-	0
(b). Other Individual	-	0	-	-	-	0	-	-	0
(c). Bodies Corporates	-	0	-	-	-	0	-	-	0
(d). Banks / FI	-	0	-	-	-	0	-	-	0
(e). Qualified Foreign Investor	-	0	-	-	-	0	-	-	0
(f). Any Other Specify	-	0	-	-	-	0	-	-	0
Sub-total (A) (2):-	0	0	0	0	0	0	0	0	0
Total shareholding of Promoter (A) = (A) (1)+(A)(2)	5173137	0	5173137	56.663	5173137	0	5173137	56.663	0
(B) (1). PUBLIC SHAREHOLDING									
(a). Mutual Funds	0	0	0	0	-	0	-	-	-
(b). Banks / FI	0	100	100	0.001	0	100	100	0.001	0.001
(c). Central Govt.	556529	0	556529	6.096	619161	0	619161	6.782	0.686
(d). State Govt.	-	0	-	-	-	0	-	-	0.000
(e). Venture Capital Funds	-	0	-	-	-	0	-	-	0.000
(f). Insurance Companies	-	0	-	-	-	0	-	-	0.000
(g). FIs	-	-	-	-	-	0	-	-	0.000
(h). Foreign Venture Capital Funds	-	0	-	-	-	0	-	-	0.000
(i). Others (specify)	-	0	-	-	-	0	-	-	0.000
Sub-total (B)(1):-	556529	0	556529	6.097	619161	100	619261	6.783	0.686

2. Non-Institutions									
(a). BODIES CORP.									
(i). Indian	123496	5500	128996	1.413	65223	5400	70623	0.774	-0.639
(ii). Overseas	-	0	-	-	-	0	-	-	0.000
(b). Individuals									
(i) Individual shareholders holding nominal share capital upto Rs.1 lakh	1791077	591516	2382593	26.097	1740003	513516	2253519	24.684	-1.413
(ii) Individual shareholders holding nominal share capital in excess of Rs.1 lakh	762683	12300	774983	8.489	908967	0	908967	9.956	1.467
(c). Other (specify)									
Non Resident Indians	58164	33500	91664	1.004	57829	26900	84729	0.928	-0.076
Overseas Corporate Bodies	-	-	-	-	-	-	-	-	-
Foreign Nationals	-	0	-	-	-	0	-	-	0
Clearing Members	21598	0	21598	0.237	19364	0	19364	0.212	-0.025
Trusts	-	0	-	-	-	0	-	-	0
Foreign Boodies - D R	-	0	-	-	-	0	-	-	0
Sub-total (B)(2):-	2757018	642816	3399834	37.24	2791386	545816	3337202	36.554	-0.686
Total Public Shareholding (B)=(B)(1)+ (B)(2)	3313547	642916	3956463	43.337	3410547	545916	3956463	43.337	0
C. Shares held by Custodian for GDRs & ADRs	-	0	-	-	-	0	-	-	0
Grand Total (A+B+C)	8486684	642916	9129600	100.00	8385684	545916	9129600	100.00	0

B. Shareholding of Promoters

Sr. No	Shareholder's Name	Shareholding at the beginning of the year			ShareHolding at the end of the Year			% changes in share holding during the year
		No.of Shares	% of total Shares of the company	% of shares Pledged/ encumbered to total shares	No.of Shares	% of total Shares of the company	% of shares Pledged/ encumbered to total shares	
1	PARESH VINOD PAREKH	975001	10.68	0	975001	10.68	0	0
2	PREETI PARESH PAREKH	975000	10.68	0	975000	10.68	0	0
3	NEETA KETAN PAREKH	969000	10.614	0	969000	10.614	0	0
4	KETAN VINOD PAREKH	834500	9.141	0	834500	9.141	0	0
5	KETAN VINOD PAREKH HUF HUF	552000	6.046	0	552000	6.046	0	0
6	HARSH PARESH PAREKH	326500	3.576	0	326500	3.576	0	0
7	VIVEK P PAREKH	290025	3.177	0	290025	3.177	0	0
8	ENPEE CREDIT AND CAPITAL INDIA PRIVATE LIMITED	148511	1.627	0	148511	1.627	0	0
9	PARESH VINOD PAREKH HUF HUF	102600	1.124	0	102600	1.124	0	0

C. Change in Promoter's Shareholding (Please specify, if there is no change)

Sr. No.	Shareholder's Name	Shareholding at the Beginning of the Year			Shareholding at the end of the Year			% of total Shares of the company
		No. of Shares at the beginning /end of the Year	% of the Shares of the company	Date	Increasing/ Decreasing in shareholding	Reason	No. of shares	
N.A								

D. Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):

Sr. No	Name	No. of Shares at the beginning /end of the Year	% of the Shares of the company	Date	Increasing/ Decreasing in shareholding	Reason	No. Of shares	% of total Shares of the company
1	INVESTOR EDUCATION AND PROTECTION FUND AUTHORITY MINISTRY OF CORPORATE AFFAIRS	510132	5.588	01-04-2019				
	-Closing Balance			31-03-2020		No Change	510132	5.588
2	SANGEETHA S	0	0	01-04-2019				
				08-11-2019	124000	Buy	124000	1.358
	-Closing Balance			31-03-2020			124000	1.358
3	PINKY SAMBHRIA	109986	1.205	01-04-2019				
				31-05-2019	21	Buy	110007	1.205
				20-09-2019	-200	Sold	109807	1.203
				04-10-2019	250	Buy	110057	1.205
				06-12-2019	150	Buy	110207	1.207
	-Closing Balance			31-03-2020			110207	1.207
4	INVESTOR EDUCATION AND PROTECTION FUND AUTHORITY MINISTRY OF CORPORATE AFFAIRS	46397	0.508	01-04-2019				
				18-10-2019	-100	Claim form Shareholder	46297	0.507
				22-11-2019	-400	Claim form Shareholder	45897	0.503
				24-01-2020	61100	Credit on account of Corp-Action	106997	1.172
				31-01-2020	2032	Claim form Shareholder	109029	1.194
	-Closing Balance			31-03-2020			109029	1.194
5	MAMOONA ROMANA SHAIKH	86300	0.945	01-04-2019				
	-Closing Balance			31-03-2020		No Change	86300	0.945
6	INDRA LAL	57855	0.634	01-04-2019				
	-Closing Balance			31-03-2020		No Change	57855	0.634
7	SURESH KUMAR SETH	276	0.003	01-04-2019				
				23-08-2019	683	Buy	959	0.01
				27-09-2019	7320	Buy	8279	0.091
				30-09-2019	-52	Sold	8227	0.09
				11-10-2019	600	Buy	8827	0.097
				18-10-2019	500	Buy	9327	0.102
				25-10-2019	-1100	Sold	8227	0.09

				01-11-2019	705	Buy	8932	0.098
				08-11-2019	6029	Buy	14961	0.164
				15-11-2019	18115	Buy	33076	0.362
				29-11-2019	119	Buy	33195	0.364
				06-12-2019	1	Buy	33196	0.364
				13-12-2019	2716	Buy	35912	0.393
				20-12-2019	3208	Buy	39120	0.428
				27-12-2019	228	Buy	39348	0.431
				31-12-2019	-80	Sold	39268	0.43
				03-01-2020	115	Buy	39383	0.431
				10-01-2020	-168	Sold	39215	0.43
				17-01-2020	-2479	Sold	36736	0.402
				24-01-2020	962	Buy	37698	0.413
				31-01-2020	911	Buy	38609	0.423
				07-02-2020	2071	Buy	40680	0.446
				14-02-2020	64	Buy	40744	0.446
				28-02-2020	1389	Buy	42133	0.461
				06-03-2020	25	Buy	42158	0.462
				13-03-2020	-671	Sold	41487	0.454
				20-03-2020	-2164	Sold	39323	0.431
				31-03-2020	-19	Sold	39304	0.431
				-Closing Balance				
8	RAJESH ARORA	36100	0.395	01-04-2019				
				31-03-2020		No Change	36100	0.395
	-Closing Balance							
9	KIRAN TULSYAN	36682	0.402	01-04-2019				
				05-07-2019	-1178	Sold	35504	0.389
				31-03-2020			35504	0.389
	-Closing Balance							
10	DEVIKA LAL	31400	0.344	01-04-2019				
				31-03-2020		No Change	31400	0.344
	-Closing Balance							
11	SUBRAMANIAN P	124000	1.358	01-04-2019				
				02-11-2019	-124000	Sold	0	0
	-Closing Balance							
12	TRUPTI UDAY MERCHANT	25000	0.274	01-04-2019				
				21-02-2020	-25000	Sold	0	0
	-Closing Balance							

The shares of the Company are traded on a daily basis and hence the increase / decrease in shareholding are indicated based on the benpos date.

E. Shareholding of Directors and Key Managerial Personnel:

Sr. No.	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year		Cumulative Shareholding during the Year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	Directors				
1.	Paresh V. Parekh				
	At the beginning of the year	975001	10.68	975001	10.68
	Increase/Decrease				
	At the end of the year			975001	10.68
2.	Ketan V. Parekh				
	At the beginning of the year	834500	9.14	834500	9.14
	Increase/Decrease				
	At the end of the year			834500	9.14
3.	Bimal Parekh				
	At the beginning of the year	-	-	-	-
	At the end of the year			-	-
4.	DPC Rao				
	At the beginning of the year	-	-	-	-
	At the end of the year			-	-
5.	Neeta K.Parekh				
	At the beginning of the year	969000	10.61	969000	10.614
	Increase/Decrease				
	At the end of the year			969000	10.614
6.	Rajeev Kapur				
	At the beginning of the year	-	-	-	-
	At the end of the year			-	-
7.	Nipun Shah				
	At the beginning of the year	-	-	-	-
	At the end of the year			-	-
8.	Harsh P. Parekh				
	At the beginning of the year	326500	3.58	326500	3.58
	Increase/Decrease				
	At the end of the year			326500	3.58
	KMP's				

1.	Mayuri N. Joshi*				
	At the beginning of the year	0	0.00	0	0.00
	At the end of the year			0	0.00
2.	Umesh L. Shenoy				
	At the beginning of the year	0	0	0	0
	Increase/Decrease				
	At the end of the year			0	0

*Ms. Mayuri Joshi is appointed as Company secretary w.e.f. 11th Decemeber 2019

F. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	30,28,95,867	14,11,54,427	-	44,40,50,294
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	30,28,95,867	14,11,54,427	-	44,40,50,294
Change in Indebtedness during the financial year				
* Addition	2,26,68,51,946	2,45,49,149	-	2,29,14,01,095
* Reduction	2,25,28,35,427	63,64,228	-	2,25,91,99,655
Net Change	14,01,65,19	1,81,84,921	-	3,22,01,440
Indebtedness at the end of the financial year				
i) Principal Amount	31,69,12,386	15,93,39,347	-	47,62,51,734
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	31,69,12,386	15,93,39,347	-	47,62,51,734

XI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors and/or Manager

Sr. No.	Particulars of Remuneration	Name of MD/WTD			Total Amount
		Paresh V. Parekh	Ketan V. Parekh	Harsh P. Parekh	
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	10,80,000	10,80,000	27,00,000	48,60,000
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-	-
2	Stock Option	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission	-	-	-	-
	- as % of profit	-	-	-	-
	- others, specify...	-	-	-	-
5	Others – Perquisite (Club Fees)	-	-	-	-
	Total (A)	-	-	-	-
	Ceiling as per the Act	Not exceeding 10% of the Net Profits of the Company			
	Total	10,80,000	10,80,000	27,00,000	48,60,000

B. Remuneration to other directors

Sr. No.	Particulars of Remuneration	Name of Directors					Total Amount
		Bimal Parekh	Jyoti Palekar	Rajeev Kapoor	DPC Rao	Nipun Shah	
1	Independent Directors						
	Fee for attending board/ committee meetings	-	20,000	41,000	37,000	21,000	1,19,000
	Commission	-	-	-	-	-	-
	Others, please specify	-	-	-	-	-	-
	Total (1)						
2	Other Non-Executive Directors						
	Fee for attending board committee meetings	-	-	-	-	-	-
	Commission	-	-	-	-	-	-
	Others, please specify	-	-	-	-	-	-
	Total (2)	-	-	-	-	-	-
	Total (B)=(1+2)	-	20,000	41,000	37,000	21,000	1,19,000
	Overall Ceiling as per the Act	Not exceeding 11% of the Net Profits of the Company					

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/ WTD

Sr. No.	Particulars of Remuneration	Key Managerial Personnel						Total
		Company secretary				CFO		
		Malvika Sharma*	Shraddha Bagwe**	Jyoti Shetty***	Mayuri Joshi#	Umesh Shenoy		
1	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	14,447	96,485	1,13,161	1,40,829	12,18,997	15,83,058	
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-	-	-	-	
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	-	-	-	-	-	-	
2	Stock Option	-	-	-	-	-	-	
3	Sweat Equity	-	-	-	-	-	-	
4	Commission - as % of profit - others, specify...	-	-	-	-	-	-	
	Others, please specify	-	-	-	-	-	-	
	Total	14,447	96,485	1,13,161	1,40,829	12,18,997	15,83,058	

Notes:

*Ms. Malvika Sharma Resigned on 12th April 2019.

**Ms. Shraddha Bagwe Resigned on 12th August 2019.

***Ms. Jyoti shetty resigned on 12th November 2019.

#Ms. Mayuri Joshi was appointed on 11th December 2019.

XII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

There have been no penalties/punishments/compounding of offences under Companies Act, 2013.

ANNEXURE 2

DETAILS OF RATIO OF REMUNERATION OF DIRECTOR

[Pursuant to Section 197(12) of the Companies Act, 2013 and rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

Sr. No.	Information Required	Inputs
1	The ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year	Annexure 2.1
2	The percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year	Annexure 2.1
3	The percentage increase in the median remuneration of employees in the financial year	(6.33%)
4	The number of permanent employees on the rolls of company	262
5	Average percentage increase in salaries of non-managerial personnel is: (8.53%) Average percentage increase in salaries of managerial personnel is: (6.21%) Justification for increase in the managerial remuneration: Increase in the remuneration of the Managerial Personnel, during the year under review, was given, keeping in view the remuneration trends in industry and based on market competitiveness as against its peer group.	
6	The key parameters for any variable component of remuneration availed by the directors	Not Applicable

The Board of Directors of the Company affirms that the remuneration is as per the remuneration policy of the Company.

ANNEXURE 2.1

Sr. No.	Name of the Director / Key Managerial Personnel	Designation	Ratio of the remuneration of each director to the median remuneration of the employees of the company	% increase / (decrease) in the Remuneration
1	Mr. Paresh V. Parekh	Managing Director	4.99:1	NA
2	Mr. Ketan V. Parekh	Joint Managing Director	4.99:1	NA
3	Mr. Harsh Parekh	Whole-time Director	12.48:1	10.20
4	Mrs. Neeta Parekh	Non-Executive Director	NA	NA
5	Mrs. Jyoti Palekar	Independent Director	0.09:1	(75.31)

6	Mr. Rajeevranjan Kapoor	Independent Director	0.19:1	46.43
7	Mr. Nipun Shah	Independent Director	0.10:1	16.67
8	Ms. Purnachandra Rao Dendukuri	Independent Director	0.17:1	270
9	Malvika Sharma*	Company Secretary	NA	(96.72)
10	Shardha Bagwe **	Company Secretary	NA	NA
11	Jyoti Shetty ***	Company Secretary	NA	NA
12	Mayuri Joshi ****	Company Secretary	NA	NA
13	Mr. Umesh L. Shenoy	Chief Financial	NA	(32.41)

Percentage increase reflects remuneration paid in FY 2019-20.

Notes:

* Ms. Malvika Sharma Resigned on 12th April 2019..

** Ms. Shradha Bagwe Resigned on 12th August 2019.

*** Ms. Jyoti shetty resigned on 12th November 2019.

*** Ms. Mayuri Joshi was appointed on 11th December 2019.

For and on behalf of the Board of Directors

Date: August 14, 2020
Place: Mumbai

Paresh V. Parekh
Managing Director
DIN: 00432673

Ketan V. Parekh
Joint Managing Director
DIN: 00432734

ANNEXURE 3

DETAILS OF TOP TEN EMPLOYEES IN TERMS OF REMUNERATION

[Pursuant to Section 197(12) of the Companies Act, 2013 and rule 5(2) & 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Companies (Appointment and Remuneration of Managerial Personnel) Amendment Rules, 2016]

(Not Applicable as the salaries are below the remuneration limits as mentioned in the Companies Act 2013)

For and on behalf of the Board of Directors

**Date: August 14, 2020
Place: Mumbai**

**Paresh V. Parekh
Managing Director
DIN: 00432673**

**Ketan V. Parekh
Joint Managing Director
DIN: 00432734**

Annexure- 4
Form No. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED MARCH 31, 2020

[Pursuant to section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,

The Members,

National Plastic Industries Limited

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **National Plastic Industries Limited** (hereinafter called 'the Company'). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2020 ('Audit Period') complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2020 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (Not applicable to the Company during the Audit Period);
 - (d) The Securities and Exchange Board of India (Share Based Employee Benefits Regulations, 2014 (Not applicable to the Company during the Audit Period);
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (Not applicable to the Company during the Audit Period);

- (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client (Not applicable to the Company during the Audit Period);
- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 (Not applicable to the Company during the Audit Period) and
- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 (Not applicable to the Company during the Audit Period);
- (vi) Other laws specifically applicable to the Company namely:
 - (a) Water (Prevention & Control of Pollution) Act, 1974;
 - (b) The Air (Prevention & Control of Pollution) Act, 1981;
 - (c) The Legal Metrology Act, 2009

I have also examined compliance with the applicable clauses of the following:

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The Listing Agreement entered into by the Company with BSE Ltd. read with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ["SEBI(LODR), 2015"].

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above except the following:-

1. There was delay in appointment of Independent Director (ID) as per Regulation 25(6) of SEBI(LODR), 2015 (appointment made on 12th Nov. 2019) after resignation of one ID (resigned on 7th June 2019) resulting in non constitution of the Board as per Regulation 17(1) of LODR which requires that half of the Board should comprise of IDs.
2. The voting results of AGM held on 20th Sept. 2019 were required to be submitted in XBRL as per Regulation 44 of SEBI(LODR), 2015 within 48 hours, were submitted with delay of one day.
3. Unaudited Financial Results for the quarter ended 30th Sept. 2019 approved by the Board as per Regulation 33 of SEBI(LODR), 2015 on 12th Nov. 2019, were submitted at 6.52 p.m. which was after half an hour of the conclusion of the Board meeting at 5 p.m. The said results which were required to be submitted in XBRL within 24 hrs., were submitted on 7th Dec. 2019. Also cash flow for the said period was submitted on 16th Dec. 2019.
4. The disclosure of related party transaction as per Regulation 23(9) of SEBI(LODR), 2015 for the half year ended 30th Sept. 2019 which was required to be made within 30 days of approval of UFR for Sept. 2019 by the Board on 12th Nov. 2019, were submitted on 16th Jan. 2020.
5. Annual Report for the year ended 31st March, 2019, which was required to be filed as per Regulation 34 of SEBI(LODR), 2015 in XBRL mode with BSE listing centre after filing of Form AOC-4 XBRL with Ministry of Corporate Affairs, is not filed with BSE in XBRL mode, though the pdf of Annual Report was submitted in time.
6. Trading window for consideration of Unaudited Financial Results for Dec. 2019 pursuant to SEBI (Prohibition of Insider Trading) Regulations, 2015, were closed w.e.f. 3rd Jan. 2020 instead of closing from 1st Jan. 2020.
7. Reconciliation of Share Capital Audit Report pursuant to Regulation 76 of SEBI (Depositories and Participants) Regulation, 2018 for quarter ended 30th Sept. 2019 was not submitted

with the Stock Exchange both in pdf and XBRL.

8. The company submitted is disclosure of Not a Large Corporate entity as per SEBI circular No. SEBI/HO/DDHS/CIR/P/2018/144 dated November 26, 2018 on 21st May, 2019 instead of submitting the same before 30th April, 2019.
9. There was no intimation to Stock Exchange pursuant to Regulation 39(3) of SEBI(LODR), 2015 for issue of duplicate share certificate for 100 shares to Mr. S. M. Nagaraj in Nov. 2019.
10. The proof of dispatch of dividend warrants for the year ended 31st March, 2019 declared at the Annual General Meeting held at 20th Sept. 2019, could not be verified as the Company could not produce the same before me due to Corona Virus (COVID -19) Pandemic and resultant lockdown in Mumbai City.
11. The shares which were required to be transferred to Investor Education and Protection Fund (IEPF) pursuant to section 124(6) read with Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, (in respect of shares for which dividend was declared for the year 2011-12), were transferred in the month of Jan. 2020 instead of transferring the same in Nov. 2019.
12. The proof of sending of signed minutes for few Board and committee meetings, as required under Secretarial Standard -1 on Board Meetings issued by The Institute of Company Secretaries of India, could not be verified as the same could not be produced before me due to Corona Virus (COVID -19) *Pandemic and resultant lockdown in Mumbai City* .

I further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were generally sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision of the Board of Directors and its Committees is carried through and are captured and recorded as part of the minutes. There were no dissenting views.

I further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

For **JAYSHREE A. LALPURIA & CO.,**
PRACTISING COMPANY SECRETARIES

(Jayshree A. Lalpuria)
Proprietor

Place: Mumbai
Date: 30th June, 2020

ACS: 17629 CP: 7109
UDIN: A017629B000405093

Note: This report is to be read with our letter of even date which is annexed as **Annexure A** and forms an integral part of this report.

Annexure A

To,
The Members,
National Plastic Industries Limited

Secretarial Audit Report of even date is to be read along with this letter.

1. The compliance of provisions of all laws, rules, regulations, standards applicable to **National Plastic Industries Limited** (the 'Company') is the responsibility of the management of the Company. My examination was limited to the verification of records and procedures on test check basis for the purpose of issue of the Secretarial Audit Report.
2. Maintenance of secretarial and other records of applicable laws is the responsibility of the management of the Company. My responsibility is to issue Secretarial Audit Report, based on the audit of the relevant records maintained and furnished to me by the Company, along with explanations where so required.
3. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial and other legal records, legal compliance mechanism and corporate conduct. The verification was done on test check basis to ensure that correct facts as reflected in secretarial and other records produced to me. I believe that the processes and practices I followed, provides a reasonable basis for my opinion for the purpose of issue of the Secretarial Audit Report.
4. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
5. Wherever required, I have obtained the management representation about the compliance of laws, rules and regulations and major events during the audit period.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For **JAYSHREE A. LALPURIA & CO.,**
PRACTISING COMPANY SECRETARIES

(Jayshree A. Lalpuria)
Proprietor
ACS: 17629 CP: 7109

Place: Mumbai
Date: 30th June, 2020

Annexure 5

Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo

134 of the Companies Act, 2013 read with Companies (Accounts) Rules, 2014

A. CONSERVATION OF ENERGY:

Your Company has always been conscious of the need for conservation of energy and natural resources and considers it as a focus area.

The steps taken for Energy Conservation:

- Energy efficiency improvement initiatives have been implemented across all the Plants and Offices by undertaking various energy and resource conservation measures. Your Company continues its policy of giving priority to energy conservation measures including regular review of energy generation, consumption and control on utilization thereof.
- Efficient control and streamlining of the manufacturing process and proper maintenance of all equipment.
- Plant and Machinery are regularly serviced, updated and overhauled and maintained in good condition.
- Various process changes and replacement of certain conventional equipment.
- Installation of Energy efficient LED Lights in place of the conventional lights.
- Close monitoring of lighting system by providing dedicated team to avoid unwanted lighting power.
- Transparent sheets were used on roof tops to provide natural light in shop floor.
- Energy saving aerogal technology barrel heater jackets were used for injection mouldings machine to reduce heat loss and atmospheric temperature

The adoption of energy conservation measures indicated above have resulted in optimum efficiency in operation and saving & controlling in the cost of production. The company is continuously striving for energy saving opportunities.

The total energy consumption and consumption per unit of production are as under:

Particulars	2019-2020				2018-2019			
	Silvassa	Patna	Nellore	Total	Silvassa	Patna	Nellore	Total
Electricity								
Unit Purchased	48,27,488	14,35,220	16,41,948	790,4,656	48,88,112	15,59,550	17,52,540	82,00,202
Total Value	2,72,48,885	1,06,83,346	1,37,98,686	5,17,66,917	2,48,87,970	1,22,85,845	1,46,41,161	5,18,14,976
Rate Per Unit	5.65	7.44	8.40	6.55	5.09	7.88	8.35	6.32

B. TECHNOLOGY ABSORPTION

i. Efforts made towards technology absorption & development

- Continuously monitoring the production patterns.
- Constantly striving to develop new designs and products
- Quality Management

- Enhancing the productivity - changed the water system so as to enable efficient cooling of moulds which in turn increases the productivity.
- Investing in new moulds and machinery

ii. Benefits derived as a result of the above efforts

- Improvement in quality of products and increase in production
- New range of designs and new and competitive products lines.
- Enhanced development capabilities

The technological pattern is subject to constant changes as per the expectations of the end user of the products.

The Company has not imported any technology or process knowhow

C. FOREIGN EXCHANGE EARNINGS AND OUTGO

The total foreign exchange used and earned is as follows:

Particulars	2019-20	2018-19
Foreign Exchange Earned	13,92,95,799	18,00,53,795
Foreign Exchange Used	1,18,30,671	2,70,02,494

By the order of Board of Directors

Date: 14th August, 2020
Place: Mumbai

PARESH VINOD PAREKH
CHAIRMAN
(DIN: 00432673)

CEO/CFO Certification

In terms of the Listing Regulations, the certificate, as prescribed in Part B of Schedule II of the said Regulations, has been obtained from CFO for the financial year 2019-20 which is annexed to this report.

Cost Records

The Company maintains cost records as required under Section 148(1) of the Companies Act, 2013. The Company has also appointed Cost Auditor for conducting the audit of cost records.

Corporate Social Responsibility (CSR)

Corporate Social Responsibility Provisions are not applicable to the company.

Significant and Material Orders

There are no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and your Company's operations in future.

MANAGEMENT DISCUSSION AND ANALYSIS

OVERVIEW:

The Indian economy started the financial year 2019-20 with a fine growth of around Four per cent in the 1st quarter of the year. Against the backdrop of the mixed conditions, the company witness consistent growth in existing business and initiative to expand the product line with positive growth in business in coming years.

INDIAN PLASTICS INDUSTRY STRUCTURE AND DEVELOPMENTS:

The Plastic industry is one of the most evolving businesses in recent times. The application of plastics can be found in almost every sector such as medical, aerospace, automotive, packaging, household appliances, construction and many more.

Plastic material is gaining notable importance in different spheres of activity and the per capita consumption is increasing at a fast pace. Continuous advancements and developments in Plastic technology, processing machineries, expertise, and cost effective manufacturing is fast replacing the typical materials. The export of plastic products also yields about 1% of the country's exports. The sector has a large presence of small scale companies in the industry, which account for more than 50% turnover of the industry. Approximately Rs.100 billion are invested in the form of fixed assets in the plastic processing industry.

During April 2019-January 2020, plastic export stood at US\$ 7.045 billion with highest contribution from plastic raw material at US\$ 2.91 billion, plastic sheets, film, plates at US\$ 1.22 billion and packaging material at US\$ 722.47 million.

The Indian plastics industry offers excellent potential in terms of capacity, infrastructure and skilled manpower. It is supported by a large number of polymer producers, and plastic process machinery and mould manufacturers in the country.

Among the industry's major strengths is the availability of raw materials in the country. Thus, plastic processors do not have to depend on imports. These raw materials, including polypropylene, high-density polyethylene, low-density polyethylene and PVC, are manufactured domestically.

COMPANY OVERVIEW:

"National" a brand deals in various range of products that can suit all applications and different kinds of budgets. Consumers prefer National Moulded Furniture for its quality, colour, finishing and latest/ modular designs.

"National Plastics Industries Ltd." with its constant Endeavour for innovation will continue to introduce many new and innovative products both for domestic as well as International markets and thereby will fulfill its commitment to the society as a whole by offering premium quality products at the most affordable prices.

FINANCIAL REVIEW:

The Gross turnover of the company has improved to Rs. 131.61 Crore from Rs. 129.16 Crore in last year registering a growth 1.90%.The growth in gross turnover was happened as the company came out with new and innovative range of product.

Your Company has registered lower profit before tax of Rs. 163.21 Crore as compared to Rs. 3.45 Crore in the previous year and net profit after tax of Rs. 2.11 Crore as compared to Rs.2.23 Crore in previous year.

CHANGES IN KEY FINANCIAL RATIOS:

Pursuant to provisions of Regulation 34(3) of SEBI (LODR) Regulations 2015 read with Schedule V Part B(i) details of the change in key financial ratios is given hereunder:

Name	Category	Year Ended		Deviation in %
		31/03/2020	31/03/2019	
Debtors Turnover	in Days	71.81	66.93	8.78%
Inventory Turnover	in Days	80.59	93.93	(14.20%)
Interest Coverage Ratio	Times	151.12	176.47	(14.36%)
Current Ratio	Times	1.21	1.22	(00.24%)
Debt Equity Ratio	Times	1.47	1.59	(7.56%)
Operating Profit Margin	%	1.24	2.68	(53.69%)
Net Profit Margin	%	1.60	2.68	(6.96%)
Return on Net Worth	%	5.95	12.94	(53.99%)

BUSINESS OUTLOOK

With the reduction in GST rate from 28% to 18%, the Plastics Industry is relieved from higher taxes to level playing platform. The Government has also lightened certain provisions and relief from some complex provisions. The reduction in GST rates and other initiatives of the government for ease of doing business has helped the company in various ways.

The company has kept its commitment to improve and increase the overall business growth and added many variety of new products to supply industry and government. The Company is also making hard effort to increase export business in near future. The Company is in the process to manufacturing new range of plastic furniture's with modern design and best quality in line with consumer preferences and useful utilities in reasonable price.

"National Plastics Industries Ltd." with its constant Endeavour for innovation will continue to introduce many new and innovative products both for domestic as well as International markets and thereby will fulfill its commitment to the society as a whole by offering premium quality products at the most affordable prices.

OPPORTUNITIES:

The Company is focussing to add new products for industrial sector and determined to emerge as a major player with its quality products and good corporate governance. With the government emphasis on environment protection there is a lot of scope in manufacturing of biodegradable plastics. These plastics are gaining popularity and traction since they're all based on natural plant and vegetable extracts. They aid in green practices through benefits such as safer disposal, energy-efficient manufacturing and decreased toxic emissions. The company is focusing to imbibe these factors in its business.

THREAT:

The company are subject to rising rules and regulations that govern the production, disposal, and cleanup of hazardous chemicals, as plastic products usage contributes to environmental pollution. In addition, Product lifecycle has decreased from years to months, affecting the entire supply chain of plastic goods. Any major upward movement in the Crude Prices could change the inflationary scenario impacting on input prices and the margin of the Company.

RISK AND CONCERNS:

The company is exposed to several potential risks like technological changes, political risks, product distribution both from internal and external sources but the same can be anticipated and curbed by addressing them in its early stages for a long-term corporate success.

The Company is of the opinion that recycling & reuse of plastics are expected to increase in our Industry, thus effecting the development innovation and sustainability too.

The company maintains an inbuilt mechanism to track any suspicious events and frauds in the business. In addition, the Board and the Audit Committee of the Company periodically reviews the risk management procedures and takes various preventive measures to mitigate the risk factors.

INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY

The Board has adopted policies and procedures for ensuring that all transactions are authorized, recorded and correctly reported, all assets are safeguarded and protected against loss from unauthorized use or disposition, reducing wastages and maintenance of proper accounting records for ensuring accuracy and reliability of its financial information. The Board has constituted an Audit Committee which meets periodically to review the financial performance and the accuracy of financial records and accordingly appropriate actions are taken by the management.

INDUSTRIAL RELATIONS AND HUMAN RESOURCE

Industrial relations continued to be harmonious both at manufacturing unit as well as in branches.

Our employees are our greatest asset and we are committed to attract, retain and recognize talent.. We encourage fresh minds and new ideas. The Company constantly facilitates and encourages its employees at all levels to enhance their knowledge and skills and continuously seeks to inculcate within its employees, The Company inculcates a strong sense of business ethics and social responsibility.

The Company endeavors to create a challenging and favorable work environment that encourages entrepreneurial behavior, innovation and the drive towards business excellence.

POLLUTION AND ENVIRONMENT CONTROL:

Pollution control is an essential task and responsibility in the manufacturing industry. The management is assured that all the plants of the Company are under appropriate Waste Management Systems and operate in harmony with the surrounding ecosystem. Adequate pollution control amenities are established at all the plants as per guidelines of pollution control authority and as per set norms.

For safety, the work force is provided with appropriate safety equipments and necessary training from time to time.

CAUTIONARY STATEMENT:

The Management Discussion and Analysis Statements made above are on the basis of the available data as well as certain assumptions as to the economic conditions, various factors affecting raw material prices and selling prices, trend and consumer demand and preferences, governing and applicable laws and other economical and political factors. The management cannot guarantee the accuracy of the assumptions and projected performance of the Company in future. It is therefore, cautioned that the actual results may differ from those expressed or implied therein.

For National Plastic Industries Limited

PARESH VINOD PAREKH
CHAIRMAN
(DIN: 00432673)

Date: 14th August, 2020
Place: Mumbai

CORPORATE GOVERNANCE REPORT

In accordance with the provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015 (“SEBI Listing Regulations”) the Company submits the following Reports:

1. COMPANY’S PHILOSOPHY ON CORPORATE GOVERNANCE:

The Company is committed to good Corporate Governance. The Company’s Corporate Governance philosophy is based on principles of transparency and adherence to law in both letter and spirit. The Company believes that its affairs shall be conducted by adhering to best practices and principles, while balancing and working in the best interest of the customers, employees, stakeholders and the community.

The Company has adopted best practices mandated in the Listing Regulations. A Report on compliance with

Corporate Governance as stipulated in the Listing Regulations as amended from time to time is given below:

2. BOARD OF DIRECTORS:

Composition:

As on March 31, 2020, the Board comprises of 8 Directors viz. Executive Chairman, Managing Director, Non-Executive Director & 4 are Independent Directors. The Company objective is to maintain optimum combination of Executive and Non-Executive Directors.

The composition of the Board is in compliance with the requirements of Regulations 17(1) of the SEBI Listing Regulations as on March 31, 2020. All Independent Directors are eminent persons with wide range of expertise and experience on the Board, thereby ensuring the best interest of stakeholders and the Company. There are no Nominee Directors representing any institution on the Board of the Company. During the year the Board appointed three Additional Independent Directors, who will be Independent Director subject to approval of members at ensuing Annual General Meeting (“AGM”).

The composition of Directors and their attendance at the Board Meetings during the year and the last AGM and also number of other directorships / membership of committees are as follows:

Name	Category	No of board meetings during the year 2019-20	No of board meeting attended	Attendance at the Last AGM
Mr. Paresh Vinod Parekh (DIN: 00432673)	Executive Director, Chairman, Managing Director	4	4	Present
Mr. Ketan Vinod Parekh (DIN: 00432734)	Executive Director, Managing Director	4	4	Present
Mr. Harsh Paresh Parekh (DIN: 06854020)	Executive Director	4	2	Present
Mrs. Neeta Ketan Parekh (DIN: 00811690)	Non-Executive - Non Independent Director	4	2	Present

Mr. Rajeev Rajan Kapur (DIN: 00338947)	Non-Executive - Independent Director	4	3	Present
Mr. Bimal Parekh (DIN: 00070178) (Appt. W.e.f. 12 th November 2019)	Additional Non- Executive - Independent Director	4	0	NA
Mr. Nipun Shah (DIN-00195076)	Non-Executive - Independent Director	4	1	Absent
Mr. Purnachandra Rao Dendukuri (DIN:06907588)	Non-Executive - Independent Director	4	4	Present
Mrs. Jyoti Mahabaleshwar Palekar (DIN: 03043009) Resigned w.e.f. 7th June 2019	Non-Executive - Independent Director	4	1	NA

During the year:

Mr. Bimal Parekh, was appointed as an additional Director on 12th November, 2019 by the Board of Directors till the conclusion of ensuing AGM, and was also appointed as Independent Director for a period of five years' subject to approval of members at ensuing AGM.

Ms. Jyoti Palekar has resigned from the post of Independent director w.e.f 7th June, 2019 citing personal commitments due to which she is unable to give the adequate time and attention to the company. Her resignation letter clearly confirms that there are no other material reasons for her resignation.

Directorship in other Board

Name	Category	No of outside directorships in public company	No of Outside committee positions held	Name of the other companies	Number of shares held
Mr. Paresh Vinod Parekh (DIN: 00432673)	Executive Director, Chairman, Managing Director	Nil	Nil	Nil	975001
Mr. Ketan Vinod Parekh (DIN: 00432734)	Executive Director, Managing Director	Nil	Nil	Nil	834500
Mr. Harsh Paresh Parekh (DIN: 06854020)	Executive Director	Nil	Nil	Nil	326500
Mrs. Neeta Ketan Parekh (DIN: 00811690)	Non-Executive - Non Independent Director	Nil	Nil	Nil	969000
Mr. Rajeev Rajan Kapur (DIN: 00338947)	Non-Executive - Independent Director	Nil	Nil	Nil	Nil
Mr. Nipun Shah (DIN: 00195076)	Non-Executive - Independent Director	1	Nil	Nil	Nil

Mr. Purnachandra Rao Dendukuri (DIN: 06907588)	Non-Executive - Independent Director	Nil	Nil	Nil	Nil
Mr. Bimal Parekh (DIN: 00070178) (Appt. W.e.f. 12 th November 2019)	Additional Non-Executive - Independent Director	Nil	Nil	Nil	Nil

None of the Directors hold office in more than ten Public Companies. None of the Directors on the Board is Member of more than ten Committees or Chairman of more than five Committees across all the companies in which they are Directors. Every Independent Director at the first meeting of board in which he participates as a Director and thereafter at the first meeting of the board in every financial year gives a declaration that he meets the criteria of Independence provided under law. In the opinion of Board all the independent directors as at 31st March, 2020 fulfils the conditions specified in these regulations and are independent to the management. The Independent directors undergo a familiarisation program.

Meetings of the Board:

During the year under review, 4(Four) Board Meetings were held in accordance with the requirement of Companies Act 2013 and rules made thereunder & the SEBI listing regulations, details of which are as follows:

Sr. No.	Date of Board Meeting
5.	20 th May, 2019
6.	12 th August 2019
7.	12 th November 2019
8.	05 th February 2020

The required quorum was present at all above Board Meeting and all the resolutions and discussion were duly approved. There was no instance of adjournment of any of the said meeting.

Familiarisation Program for Independent Directors:

The company has set familiarisation program for independent directors with regard to their roles, rights, responsibilities in the company, nature of the industry in which the company operates, the business model of the company etc. The details of which are available on the website of the company (www.nationalplastic.com)

Meeting of Independent Directors:

A meeting of the Independent Directors of the Company was held on May 20, 2019 and the same was attended by Mr. Rajeevrajan S. Kapur, Ms. Jyoti Mahabaleshwar Palekar and Mr. Purnachandra Rao Dendukuri.

Competencies & Skills available with the Board:

Finance	Comprehensive understanding of financial accounting, reporting and controls and analysis.
Governance	Experience in the application of Corporate Governance principles. Ability to identify key risks to the Company in a wide range of areas including legal and regulatory Compliance.

Strategy & Planning	Ability to think strategically. Develop effective strategies in the context of the strategic objectives of the Company, relevant policies and priorities.
Sales & Marketing	Experience in developing strategies to grow sales and market share.

3. REMUNERATION OF DIRECTORS:

The Board of Directors / Nomination and Remuneration Committee is authorized to decide the remuneration of the Executive Directors, subject to the approval of the members if required. The remuneration structure comprises of salary, perquisites, retirement benefits as per law / rules and commission which is linked to the performance of the Company.

The Company remunerates its Non-Executive Directors by way of sitting fees for attending each meeting of the Board and / or Committee, and the same is paid within the limits laid down in the Companies Act, 2013 read with the Rules framed thereunder

The details of remuneration paid to the Directors for the financial year 2019-2020 are given below:

Name	Designation	Salary	Allowance & Perquisites	Sitting Fees	Total
Mr. Paresh Vinod Parekh (DIN: 00432673)	Executive Director, Chairman, Managing Director	10,80,000	-	-	10,80,000
Mr. Ketan Vinod Parekh (DIN: 00432734)	Executive Director, Managing Director	10,80,000	-	-	10,80,000
Mr. Harsh Paresh Parekh (DIN: 06854020)	Executive Director	27,00,000	-	-	27,00,000
Mrs. Neeta Ketan Parekh (DIN: 00811690)	Non-Executive - Non Independent Director	-	-	-	-
Mr. Rajeev Rajan Kapur (DIN: 00338947) (Appt. w.e.f. 19th September, 2018)	Non-Executive - Independent Director	-	-	41000	41000
Mr. Bimal Parekh (DIN: 00070178) (Appt. W.e.f. 12 th November 2019)	Additional Non-Executive - Independent Director	-	-	-	-
Mr. Nipun Shah (DIN-00195076) (Appt. w.e.f. 13th November, 2018)	Non-Executive - Independent Director	-	-	21000	21000

Mr. Purnachandra Rao Dendukuri (DIN:06907588) Appt. w.e.f. 13th November, 2018)	Non-Executive - Independent Director	-	-	37000	37000
Mr. Jyoti Mahabaleshwar Palekar (DIN: 03043009) Resigned w.e.f. 7th June 2019	Non-Executive - Independent Director	-	-	20000	20000

4. COMMITTEES OF THE COMPANY:

The Board has formed various committees for improving board effectiveness and efficiency, in areas where more focused, specialized and technical discussions are required. These committees prepare the groundwork for decision-making and report at the subsequent board meeting. The terms of reference of the Board Committees are determined by the Board from time to time. The Board is responsible for constituting, assigning and co-opting the members of the Committees.

a) Audit Committee:

The Audit Committee of the Company is constituted in line with the regulation 18 of SEBI Listing Regulations relating to Corporate Governance read with Section 177 of the Companies Act, 2013. Four (4) Audit Committee meetings were held during the year 2019-20. The dates on which the Audit Committee meetings were held are 20th May 2019, 12th August 2019, 12th November 2019 and 5th February 2020. The details of directors along with their attendance during Committees meetings is detailed below:

Name	Category	Position	Number of Meetings held during the year 2019-2020	Number of Meetings attended during the year 2019-2020
Mr. Nipun Shah (DIN-00195076)	Non-Executive - Independent Director	Chairman	4	1
Mr. Rajeev Rajan Kapur (DIN: 00338947)	Non-Executive - Independent Director	Member	4	3
Mr. Purnachandra Rao Dendukuri (DIN:06907588)	Non-Executive - Independent Director	Member	4	4
Mr. Paresh Vinod Parekh (DIN: 00432673)	Executive Director, Chairman, Managing Director	Member	4	4
Mr. Jyoti Mahabaleshwar Palekar (DIN: 03043009) Resigned w.e.f. 7th June, 2019	Non-Executive - Independent Director	Member	4	1

The Audit Committee invites Chief Financial Officer representing Finance and Accounts and representatives of the Internal & Statutory Auditors to be present at its meetings.

All the above Audit Committee meetings were held at Mumbai. The necessary quorum was present at all the meetings. The Committee periodically reviewed Internal Control systems and the report of Internal Auditors of the Company and no significant area of concern was found by the Audit Committee during the review.

The Audit Committee has approved the contracts and transactions with Related Parties in ordinary course of business and at arm's length price and has recommended those contracts and transactions to the Board for their review and approval if necessary.

Terms of Reference of the Audit Committee:

The Powers, role and terms of reference of the Committee are as specified under regulation 18 and Part C of Schedule II of the SEBI Listing Regulations and Section 177 of the Companies Act, 2013.

1. oversight of the listed entity's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
2. recommendation for appointment, remuneration and terms of appointment of auditors of the listed entity;
3. approval of payment to statutory auditors for any other services rendered by the statutory auditors;
4. reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:
 - a. matters required to be included in the director's responsibility statement to be included in the board's report in terms of clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013;
 - b. changes, if any, in accounting policies and practices and reasons for the same;
 - c. major accounting entries involving estimates based on the exercise of judgment by management;
 - d. significant adjustments made in the financial statements arising out of audit findings;
 - e. compliance with listing and other legal requirements relating to financial statements;
 - f. disclosure of any related party transactions;
 - g. modified opinion(s) in the draft audit report;
5. reviewing, with the management, the quarterly financial statements before submission to the board for approval;
6. reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the board to take up steps in this matter;

7. reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process;
8. approval or any subsequent modification of transactions of the listed entity with related parties;
9. scrutiny of inter-corporate loans and investments;
10. valuation of undertakings or assets of the listed entity, wherever it is necessary;
11. evaluation of internal financial controls and risk management systems;
12. reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
13. reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
14. discussion with internal auditors of any significant findings and follow up there on;
15. reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
16. discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
17. to look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
18. to review the functioning of the whistle blower mechanism;
19. approval of appointment of chief financial officer after assessing the qualifications, experience and background, etc. of the candidate;
20. Carrying out any other function as is mentioned in the terms of reference of the audit committee.
21. reviewing the utilization of loans and/ or advances from/investment by the holding company in the subsidiary exceeding rupees 100 crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments existing as on the date of coming into force of this provision.

b) Nomination & Remuneration Committee:

The Nomination & Remuneration Committee of the Company is constituted in line with the Regulation 19 of SEBI listing Regulations and sub section (1) of Section 178 of the Companies Act, 2013. Three (3) meetings were held during the year 2019 -2020. The dates on which the Nomination & Remuneration Committee meetings were held are 20th May 2019, 12th August 2019 and 12th November 2019. The details of directors along with

their attendance during Committees meetings is detailed below

Name	Category	Position	Number of Meetings held during the year 2019-2020	Number of Meetings attended during the year 2019-2020
Mr. Jyoti Mahabaleshwar Palekar (DIN: 03043009) Resigned w.e.f. 7th June, 2019	Non-Executive - Independent Director	Chairperson (Resigned w.e.f. 7th June, 2019)	3	1
Mr. Rajeev Rajan Kapur (DIN: 00338947)	Non-Executive - Independent Director	Chairman w.e.f. 12 th August 2019	3	2
Mr. Nipun Shah (DIN-00195076)	Non-Executive - Independent Director	Member	3	1
Mr. Purnachandra Rao Dendukuri (DIN:06907588) Appt. w.e.f. 13th November, 2018)	Non-Executive - Independent Director	Member	3	3
Mrs. Neeta Ketan Parekh (DIN: 00811690)	Non-Executive - Non Independent Director	Member	3	1

The necessary quorum was present for the meetings.

Terms of Reference of the Nomination & Remuneration Committee:

1. formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the board of directors a policy relating to, the remuneration of the directors, key managerial personnel and other employees;
2. formulation of criteria for evaluation of performance of independent directors and the board of directors;
3. devising a policy on diversity of board of directors;
4. identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the board of directors their appointment and removal.
5. whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.
6. recommend to the board, all remuneration, in whatever form, payable to senior management.

Performance Evaluation – In terms of the provisions of the Companies Act, 2013 a structured questionnaire was prepared after taking into consideration the various aspects of the Board functioning like composition of the Board and its committees, culture, execution and performance of Specific duties, obligations and governance. The Independent Directors, in their separate meeting held on May 20, 2019 evaluated the performance of the Board, the Chairperson and the Non-Independent Directors. The result of the evaluation is satisfactory and sufficient and meets the requirements of the Company.

Further, the Annual Performance Evaluation was also carried out by the Board for the financial year 2019 - 20 in respect of its own performance, the evaluation of the working Committees, Directors through peer evaluation excluding director being evaluated.

c) Stakeholders' Relationship Committee:

The Stakeholders' Relationship Committee of the Company is constituted in line with Section 178 of the Companies Act, 2013 and Regulation 20 of Securities Exchange Board of India (Listing Obligation and Disclosure Requirements) Three (4) meetings were held during the year 2019 - 2020. The dates on which the Stakeholders' Relationship Committee were held are 20th May 2019, 12th August 2019, 12th November 2019 and 5th February 2020. The details of directors along with their attendance during Committees meetings is detailed below:

Name	Category	Position	Number of Meetings held during the year 2019-2020	Number of Meetings attended during the year 2019-2020
Mr. Jyoti Mahabaleshwar Palekar (DIN: 03043009) Resigned w.e.f. 7th June, 2019	Non-Executive - Independent Director	Chairperson (Resigned w.e.f. 7th June, 2019)	4	1
Mr. Purnachandra Rao Dendukuri (DIN:06907588)	Non-Executive - Independent Director	Chairman w.e.f. 12 th August 2019	4	4
Mr. Nipun Shah (DIN-00195076)	Non-Executive - Independent Director	Member w.e.f 13 th November, 2018)	4	1
Mr. Rajeev Rajan Kapur (DIN: 00338947)	Non-Executive - Independent Director	Member (w.e.f 13 th November, 2018)	4	3
Mr.Paresh Vinod Parekh (DIN: 00432673)	Executive Director, Chairman, Managing Director	Member	4	4
Mr. Ketan Vinod Parekh (DIN: 00432734)	Executive Director, Managing Director	Member	4	3

The Committee meets to inter-alia, deals with various matters relating to:

1. Resolving the grievances of the security holders of the listed entity including complaints related to transfer/transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc.
2. Review of measures taken for effective exercise of voting rights by shareholders.
3. Review of adherence to the service standards adopted by the listed entity in respect of various services being rendered by the Registrar & Share Transfer Agent.
4. Review of the various measures and initiatives taken by the listed entity for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/ annual reports/statutory notices by the shareholders of the company.

Details of Investor Complaints

During the year, the Company had received 2 complaints from shareholders, which were disposed-off within due time and there were no complaints which had remained unresolved at the end of the year.

d) Executive Management Committee:

In addition to the above statutory Committee, the Board has also constituted an Executive Management Committee to review and guide the Company on various operational matters.

5. GENERAL BODY MEETINGS:

Annual General Meetings (AGM). The date and time of the Annual General Meetings held during the preceding three years and the special resolution(s) passed there at are as follows:

Financial Year	Date & time	Venue	Details of Special Resolution
2016-17	20 th September, 2017 at 11.00 a.m.	Hotel Suba Galaxy, Andheri (East), Mumbai	None
2017-18	19 th September, 2018 at 4.00 p.m.	Hotel Suba Galaxy, Andheri (East), Mumbai	None
2018-19	20 th September 2019 at 4.30 p.m.	Hotel Suba Galaxy, Andheri (East), Mumbai	None

6. PASSING OF RESOLUTION BY POSTAL BALLOT:

During the year 2019 – 2020, the Company has not passed any special resolution, therefore there is no requirement to give disclosure as per Schedule V of Securities And Exchange Board Of India (Listing Obligations And Disclosure Requirements) Regulations, 2015,

M/s. Ragini Chokshi Company Secretaries have been appointed as the Scrutinizers for of the company for the FY 2019 – 2020.

7. MEANS OF COMMUNICATION:

Quarterly Results : All Quarterly, Half yearly & Annual results of the company are published in the national English newspaper “Business Standard: and Local language Newspaper “mumbai lakshadeep” and are available on the website www.nationalplastics.com and the stock exchange www.bseindia.com

Website: The Company’s website www.nationalplastics.com contains a section which covers all investor information, news & press releases as per the SEBI LODR. The Annual Report of the Company is also available on the website in a user-friendly and downloadable form.

Bombay Stock Exchange (BSE): The BSE website www.bseindia.com owned, managed and maintained by BSE is a single source to view information filed by listed companies. All disclosures and communications to BSE are filed electronically through the BSE Listing centre.

SEBI Complaints Redress System (SCORES): The investor complaints are processed in a centralized web based complaints redress system. The salient features of this system are: Centralised database of all complaints, online upload of Action Taken Reports (ATRs) by the concerned companies and online viewing by investors of actions taken on the complaint and its current status.

- Designated Exclusive email-id: The Company has designated the following email-id exclusively for investor servicing. For queries on Annual Report & in respect of shares in physical mode – investor@nationalplastic.com
- At present, the Company didn't make any presentation to Institutional Investors and Analysts

8. GENERAL SHAREHOLDER INFORMATION:

1.	Date, Time & venue of AGM	18th September 2020, 3.30 PM, through VC/OAVM	
2.	Financial Year	2019-2020	
3.	Financial Calendar	Financial Year: April 1, 2020 to March 31, 2021 Results for Quarter ending :	
		June 30	2020 Before August 14
		September 30	2020 Before November 14
		December 31	2020 Before February 14
		March 31	2021 Before May 30
4.	Book Closure	11 th September, 2020 to 18 th September, 2020	
5.	Dividend Payment Date	N.A.	
6.	Name and Address of Share transfer Agent	Sharex Dynamic (India) Pvt. Ltd. C-101, 247 Park, L.B.S. Marg, Vikroli (West), Mumbai – 400083.	
7.	Registered Office Address	Office No. 213, 214 & 215, 2nd Floor, Hubtown Solaris, N.S Phadke Marg, Andheri (E) Mumbai -400069	
8.	Listing on stock exchange and Stock Code	The BSE Limited (Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai 400001) Stock Code - 526616	
9.	Payment of Listing Fees	The company has made payment of listing fees for FY 2019-20	
10.	Payment of Depository Fees	The company has made payment of Depository fees.	
11.	ISIN No (Demat No) NSDL & CDSL	INE233D01013	
12.	Corporate Identification Number	L25200MH1987PLC044707	

a. MARKET PRICE DATA: DETAILS OF HIGH & LOW OF MARKET PRICE OF THE COMPANY (PPL) ON BSE AND ITS PERFORMANCE IN COMPARISON WITH BSE SENSEX (BSE) IN CHART GIVEN BELOW:

Month	Apr-19	May-19	Jun-19	Jul-19	Aug-19	Sep-19	Oct-19	Nov-19	Dec-19	Jan-20	Feb-20	Mar-20
High	37.55	34.00	31.60	29.00	26.45	29.00	31.90	31.50	26.85	29.00	28.50	24.00
Low	29.70	27.50	23.00	23.00	22.10	22.55	23.10	25.10	20.55	20.40	22.50	14.55

S & P BSE Sensex Indices

Month	Apr-19	May-19	Jun-19	Jul-19	Aug-19	Sep-19	Oct-19	Nov-19	Dec-19	Jan-20	Feb-20	Mar-20
High	39487.45	40124.96	40312.07	40032.41	37807.55	39441.12	40392.22	41163.79	41809.96	42273.87	41709.3	39083.17
Low	38460.25	36956.1	38870.96	37128.26	36102.35	35987.8	37415.83	40014.23	40135.37	40476.55	38219.97	25638.9

b. Comparative Analysis with Broad based Indices of BSE sensex (monthwise close of market prices)

Months	Apr-18	May-18	Jun-18	Jul-18	Aug-18	Sep-18	Oct-18	Nov-18	Dec-18	Jan-19	Feb-19	Mar-19
Market Price	30.15	30.8	28.45	25	25.5	25.3	29	25.7	22.3	26.8	23.15	16
S & P BSE Sensex	39031.55	39714.2	39394.64	37481.12	37332.79	38667.33	40129.05	40793.81	41253.74	40723.49	38297.29	29468.49

9. SHAREHOLDING DETAILS:

Distribution of Shareholding by ownership, March 31, 2020

Category		No. of Shares Held	% of Shareholding
A Promoter's holding			
a)	Indian Promoters	5173137	56.663
b)	Persons acting in concert.	0	0
Sub-Total		5173137	56.663
B (i) Non-Promoters Holding			
a)	Mutual Funds and UTI	0	0
b)	Banks, Financial Institutions, Insurance Companies	100	0.001
(Central/State Govt. Institutions/Non-Government Inst.)			
c)	FII's	0	0
d)	Foreign Portfolio Investors	100	0.001
Sub-Total		200	0.002
(ii) Others			
a)	Private Corporate Bodies	70623	0.77
b)	Indian Public / others	3181850	34.84
c)	NRIs. / OCBs.	84629	0.93
d)	Trusts	0	0
e)	IEPF	619161	12.37
Sub-Total		3956463	43.34
Grand Total		9129600	100

Distribution of Shareholding by size, March 31, 2020

Number of Shares	Number of Shareholders	Shareholders %	Number of Shares held	Shareholding %
Upto 500	9238	92.49	1187099	13.00
501 1000	359	3.59	303935	3.33
1001 2000	194	1.94	298478	3.27
2001 3000	67	0.67	169089	1.85
3001 4000	30	0.30	107046	1.17
4001 5000	22	0.22	101303	1.11
5001 10000	32	0.32	231097	2.53
10001 and above	47	0.47	6731553	73.74
TOTAL	99.89	100.00	9129600	100.00

Shares held in physical and dematerialised form as on March 31, 2020

Physical	545916	5.98
Dematerialised	8583684	94.02
Total	9129600	100

Share Transfer System:

The Company has outsourced its share transfer function to Sharex Dynamic (India) Pvt. Ltd.. which is registered with SEBI for all work related to share registry of both physical and electronic mode.

10. PLANT LOCATIONS:

The Company's manufacturing units for moulded furniture are located as under.

Sr. No	Plant Location	Address
1	Silvassa	Plot No. 263, Village Dadra, Silvassa Union Territory of Dadra Nagarhaveli, (Near Dadra 66 KVA Sub-station, 6 KM from Vapi)
2	Nellore	SY. No. 283, 297, 298, APIIC Indl. Park, Menakur, Village Naidupeth Mandal, SPSR, Nellore - 524126
3	Patna	Plot No. B-1 to B-7, Industrial Area, Fatuha, Patna.

11. OTHER DISCLOSURES:

a) Related Party Transactions:

The Company has formulated a policy on Materiality of and dealing with Related Party Transactions. The Policy is available on the website of the Company at the link <http://www.nationalplastic.com>.

Your Company places all the details of related party transactions before the Audit Committee periodically. The Register of Contracts/ statement of related party transactions is also placed before the Board / Audit Committee regularly. A comprehensive list of related party transactions, as required by Regulation 23 of SEBI Listing Regulations, 2015 and the Accounting Standard (AS-18) issued by the Institute of Chartered Accountants of India, forms part of the Notes to the Accounts in the Annual Report

b) Details of non-compliance:

There was no non-compliance by the Company and no penalties or strictures were imposed on the Company by the Stock Exchanges or Securities and Exchange Board of India (SEBI), or any statutory authority on any matter related to the capital markets during the last three years.

c) Whistle Blower Policy/Vigil Mechanism:

The company has formulated a Vigil Mechanism Policy for Directors and employees to report their genuine concerns and unethical behaviour, actual or suspected fraud or violation of the codes of conduct or policy. The necessary mechanism is in line with the requirements under the Companies Act 2013. It provides for adequate safeguards against the victimisation of Directors and employees who avail of the mechanism and also provide for direct access to the Chairman of the Audit Committee in exceptional cases. None of the whistle blowers have been denied access to the Audit committee. The said policy is available on the website of the company www.nationalplastic.com

d) Risk Management:

Your Company has a comprehensive Risk Management Policy. The Policy inter-alia provides for review of the risk assessment and minimization procedure, laying down procedure to inform the Board in the matter and for periodical review of the procedure to ensure that Executive Management controls the risks through properly defined framework.

e) Disclosure under the sexual harassment of women at workplace (Prevention and prohibition and redressal) Act 2013:

The company has in place a policy on Prevention of Sexual Harassment at workplace in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. The policy provides for protection against Sexual Harassment of Women at Workplace and for prevention and redressal of complaints.

No Complaints were received from any employee during the financial year 2019-20 and hence no complaints are outstanding as on 31st March, 2020 for redressal.

f) Details of compliance with mandatory requirements and adoption of the non-mandatory requirements under the Listing Regulations:

During the year, the Company has complied with the mandatory requirements as stipulated in Listing Regulations.

g) Material Subsidiary:

During the year ended March 31, 2019, the Company does not have any material listed/unlisted subsidiary Companies as defined in Regulation 16 of the Listing Regulations.

h) Commodity Price Risk / Foreign Exchange Risk and Hedging activities:

The Company does not deal in commodities and hence the disclosure pursuant to SEBI Circular dated November 15, 2018 is not required to be given

i) Credit Rating:

No credit rating obtained by the Company.

j) Certificate from Company Secretary in practice

The Company has received a certificate from M/s. Jayshree A. Lalpuria, Practicing Company Secretaries, Mumbai that none of the Directors on the board of the company have been debarred or disqualified from being appointed or continuing as Directors of the Company by the Board/Ministry of Corporate Affairs or any such statutory authority The Certificate of Company Secretary in practice is annexed herewith as a part of the report.

k) Total Fees paid to the Statutory Auditors

Payment to Statutory Auditors	<u>4,00,000.00</u>
Other Services	<u>NIL</u>
Reimbursement of Expenses	<u>NIL</u>
Total	<u>4,00,000.00</u>

12. Address for Correspondence and Shareholders Assistance:

• **Investors can communicate at the following address:**

Company Secretary and Compliance Officer
Office No. 213, 214 & 215, 2nd Floor,
Hub town Solaris, N.S Phadke Marg,
Andheri (East), Mumbai – 400 069.
Email : investor@nationalplastic.com
Ph. No. : 022 - 67669999
Fax : 022 - 67669998

• **Our Registrars & Share Transfer Agents:**

M/s Sharex Dynamic (India) Private Limited
C 101, 247 Park, LBS Marg, Vikhroli West,
Mumbai - 400 083.
Tel No : +91-22-28515644, +91-22-28515606
Fax No : +91-22-8512885
E-mail - support@sharexindia.com
Website - www.sharexindia.com

13. TRANSFER OF UNPAID/UNCLAIMED AMOUNT & SHARES TO IEPF FUND:

During the year under review, the Company has transferred a sum of Rs.460,532.00/- (Rupees Four Lakhs Sixty Thousand Five hundred and Thirty two only) to Investor Education and Protection Fund, in compliance with the provisions of Section 124(5) of the Companies Act, 2013. The said amount represents dividend for the FY 2011 - 2012 which remained unclaimed by the members of the Company for a period exceeding 7 years from its due date of payment.

During the year 2019 - 2020, 63,232 equity shares in respect of which dividend has not been claimed by the shareholders for seven consecutive years for the final dividend declared in financial year 2011 - 2012, were transferred to the Investor Education and Protection Fund pursuant to the provisions of Section 124(6) of the Companies Act, 2013 and the rules there under.

The voting rights on the above shares shall remain frozen till the rightful owner of such shares claims the shares. Before transferring such shares, In the interest of the shareholders, the Company sends notices to the shareholders to claim their dividends in order to avoid transfer of dividends/shares to IEPF Authority. Notices in this regard are also published in the newspapers and the details of unclaimed dividends and shareholders whose shares are liable to be transferred to the IEPF Authority, are uploaded on the Company's website

The members who wish to claim on above dividends and shares may claim the same from IEPF Authority by submitting an online application in the prescribed Form No. IEPF-5 available on the website www.iepf.gov. in and sending a physical copy of the same, duly signed to the Company or RTA, along with requisite documents enumerated in the Form No. IEPF-5.

The following tables give information relating to various outstanding dividends and the dates by which they can be claimed by the shareholders from the Company's Registrar and Transfer Agent:

Financial Year ended	Due Date of Transfer
2014-15	November 05, 2022
2015-16	October 29, 2023
2016-17	October 20, 2024
2017-18	October 19, 2025
2018-19	October 19, 2026

14. CEO / CFO CERTIFICATION:

The Managing Director & Chief Financial Officer (CFO) have issued certificate pursuant to the provisions of Regulation 17(8) of the Listing Regulations certifying that the financial statements do not contain any materially untrue statement and these statements represent a true and fair view of the Company's affairs.

Code of Conduct

The Directors, KMP, Senior Management and Employees of the Company are following code of conduct and the same is mentioned on the website of the Company.

**By the order of Board of Directors
For National Plastic Industries Limited**

**PARESH VINOD PAREKH
CHAIRMAN
(DIN: 00432673)**

Date: 14th August, 2020

Place: Mumbai

NO DISQUALIFICATION CERTIFICATE FROM COMPANY SECRETARY IN PRACTICE

*[pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI
(Listing Obligations and Disclosure Requirements) Regulations, 2015]*

To,
The Members
National Plastic Industries Limited

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of National Plastic Industries Limited having CIN L25200MH1987PLC044707 and having registered office at Office No. 213, 214 & 215, 2nd Floor, Hub town Solaris, N.S Phadke Marg, Andheri (East), Mumbai – 400 069 (hereinafter referred to as ‘the Company’), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the financial year ending on 31st March, 2020, have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

Sr. No.	Name of the Director	DIN	Date of appointment
1	Paresh Vinod Parekh	00432673	10/03/1993
2	Ketan Vinod Parekh	00432734	01/02/2008
3	Neeta Ketan Parekh	00811690	07/11/2015
4	Harsh Paresh Parekh	06854020	01/06/2017
5	Nipun Shah	00195076	13/11/2018
6	Rajeevrajan Shyamsunder Kapur	00338947	19/09/2018
7	Purnachandra Rao Dendukuri	06907588	13/11/2018
8	Bimal Jasvantlal Parekh	00070178	12/11/2019

Ensuring the eligibility for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. My responsibility is to express an opinion on these, based on my verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

**For JAYSHREE A. LALPURIA & CO.,
PRACTISING COMPANY SECRETARIES**

(Jayshree A. Lalpuria)
Proprietor

Place: Mumbai
Date: 17th July, 2020

ACS: 17629 CP: 7109
UDIN: A017629B000469509

Corporate Governance Compliance Certificate

To,

The Members,

National Plastic Industries Limited

I have examined all the relevant records of National Plastic Industries Limited for the purpose of certifying compliance of the conditions of the Corporate Governance under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), for the financial year ended March 31, 2020. I have obtained all the information and explanations which to the best of my knowledge and belief were necessary for the purposes of certification.

The compliance of conditions of corporate governance is the responsibility of the Management. My examination was limited to the procedure and implementation process adopted by the Company for ensuring the compliance of the conditions of the corporate governance.

This certificate is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

In my opinion and to the best of my information and according to the explanations and information furnished to me, I certify that the Company has complied with the conditions of Corporate Governance as prescribed under Listing Regulations *except the following*:

13. *There was delay in appointment of Independent Director (ID) as per Regulation 25(6) of SEBI(LODR), 2015 (appointment made on 12th Nov. 2019) after resignation of one ID (resigned on 7th June 2019) resulting in non constitution of the Board as per Regulation 17(1) of LODR which requires that half of the Board should comprise of IDs.*
14. *The disclosure of related party transaction as per Regulation 23(9) of SEBI(LODR), 2015 for the half year ended 30th Sept. 2019 which was required to be made within 30 days of approval of UFR for Sept. 2019 by the Board on 12th Nov. 2019, were submitted on 16th Jan. 2020.*

**For JAYSHREE A. LALPURIA & CO.,
PRACTISING COMPANY SECRETARIES**

(Jayshree A. Lalpuria)
Proprietor
ACS: 17629 CP: 7109

Place: Mumbai
Date: 17th July, 2020
UDIN: A017629B000469575

INDEPENDENT AUDITOR’S REPORT

**To the Members of
National Plastic Industries Limited
Report on the Audit of the Standalone Financial Statements**

Opinion

We have audited the standalone financial statements of National Plastic Industries Limited (“the Company”), which comprise the balance sheet as at 31st March 2020, the statement of Profit and Loss (including Other Comprehensive Income), Statement of Changes in Equity and Statement of Cash Flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as “the standalone financial statements”).

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March 2020, and profit (including other comprehensive income), changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of The Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor’s Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of The Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

The Key audit matters	How our audit addressed the key audit matters
Adoption of IND AS 115 – Revenue from Contracts with Customers	
<p>As described in the notes to the standalone financial statements, the Company has adopted IND AS 115, Revenue from Contracts with Customers ('IND AS 115') which repeals the erstwhile Ind AS 18-Revenue. The application and transition to this accounting standard is complex and is an area of focus in the audit. The aforesaid revenue standard establishes a comprehensive framework for determining whether, how much and when the revenue is recognised.</p>	<p>Our audit procedures on adoption of Ind AS 115, Revenue from contracts with customers ('IND AS 115'), which is the new revenue accounting standard, include-</p> <ul style="list-style-type: none"> ● Evaluated the design and implementation of the processes and internal controls relating to implementation of the new revenue standard. ● Evaluated the detailed analysis performed by management on revenue streams by selecting samples for the existing contracts with customers and considered revenue recognition policy in the current period in respect of those revenue streams;

This involves certain key judgements relating to identification of distinct performance obligations, determination of the transaction price of identified performance obligation, the appropriateness of the basis used to measure revenue recognised over a period.

Additionally, the standard mandates robust disclosures in respect of revenue and periods over which the remaining performance obligations will be satisfied subsequent to the balance sheet date.

The company has adopted Ind AS 115 and has applied the available exemption under Ind AS 101, to not restate the comparative periods on first time adoption of Ind AS 115 in case of the contracts which got completed prior to the earliest period presented.

- Evaluated historical discounts and incentives and their accuracy for determining the appropriateness of provisioning under this standard
- Evaluated the appropriateness of the disclosures provided under the new revenue standard and assessed the completeness and mathematical accuracy of the relevant disclosures.

Physical verification of Inventories as at 31st March, 2020

Physical verification of the inventory was not observed by us subsequent to the year end due to the restrictions imposed on account of COVID – 19.

We have carried out following procedures with respect to the assessment of the controls on the inventory maintenance;

- Evaluated the design and implementation of the controls over physical verification of the inventory and tested operating effectiveness of these controls during the interim periods.
- Management had carried out the physical verification of the inventory on 18th May, 2020. On account of the COVID-19 related nationwide lockdown, we were unable to carry out inventory verification at the year end. Consequently, we have performed the following alternate procedures to audit the existence of the inventory;
- Obtained the inventory verification sheets duly authorised by the respective plant and warehouse incharge and randomly traced out the backward movement of the inventory as at the year end and it was noted that there were no major deviations found.

Other Information

The Company's management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company's annual report, but does not include the standalone financial statements and our auditor's report thereon.

Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of The Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance

(changes in equity) and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements.

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of The Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has an adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

As required by The Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of The Companies Act, 2013, we give in "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

(A) As required by Section 143(3) of the Act, we report that:

- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- c) The Balance Sheet, the Statement of Profit and Loss (including other comprehensive income), the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.
- d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of The Companies (Accounts) Rules, 2014.
- e) On the basis of the written representations received from the directors as on 31st March, 2020 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2020 from being appointed as a director in terms of Section 164(2) of the Act.
- f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B"

(B) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of The Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

- I. The Company does not have any pending litigations which would impact its financial position.
- II. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

III. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

(C) With respect to the matter to be included in the Auditor's Report under section 197(16):

In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under section 197 of the Act. The ministry of Corporate Affairs has not prescribed other details under section 197(16) which are required to be commented upon by us.

For R.S.Prabhu & Associates

Chartered Accountants

FRN.127010W

Anitha Viswanathan

Partner

ICAI Mem No.113512

Date: 30th June, 2020

Place: Mumbai

UDIN: 20113512AAAABS8515

Annexure A to the Independent Auditors' Report – 31st March 2020

With reference to the Annexure A referred to in the Independent Auditors' Report to the members of the Company on the standalone Ind AS financial statements for the year ended 31st March 2020, we report the following:

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- (b) The Company has a regular programme of physical verification of its fixed assets by which the fixed assets are verified by the management according to a phased programme designed to cover all the items over a period of three years. In our opinion, this periodicity of physical verification is commensurate to the size of the Company and the nature of its assets.
- (c) As per the information and explanations provided to us, title deeds of immovable properties and lease agreements of leasehold property are generally in the name of the Company except for **freehold land held by the Company, located at Kashimira, Mumbai, Maharashtra, title of which is under dispute. (Gross Block & Net Block as at 31/03/2020 Rs.8,86,603).**
- (ii) The inventory, except for goods in transit and stocks lying with third parties, has been physically verified by the management at reasonable intervals during the year. In our opinion, the frequency of such verification is reasonable. In respect of stocks lying with third parties at the year-end, written confirmations have been obtained. The discrepancies noticed on verification between the physical stocks and the book records were not material and have been appropriately dealt with in books of account.
- (iii) In our opinion and according to the information and explanations given to us, the Company has not granted any loans, secured or unsecured, to companies, firms, limited liability partnerships or other parties covered in the register maintained under Section 189 of the Companies Act, 2013 ('the Act'). Accordingly, paragraphs 3 (iii) (a) and (b) of the Order are not applicable to the Company.
- (iv) In our opinion and according to the information and explanation given to us, the Company has not granted any loans, or made any investments or provided any guarantees or security to the parties covered under Section 185 & Section 186 of the Act respectively. Accordingly, paragraph 3 (iv) of the Order is not applicable to the Company.
- (v) In our opinion, and according to the information and explanations given to us, the Company has not accepted deposits as per the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the rules framed there under. Accordingly, paragraph 3 (v) of the Order is not applicable to the Company.
- (vi) Company is required to maintain the books of accounts as required under the rules prescribed by the Central Government for maintenance of cost records under Section 148 (1) of the Act and get the same audited for the financial year ended 31st March, 2020. We are of the opinion that prima facie the prescribed accounts and records have been made and maintained. However we have not made a detailed examination of the records with a view to determine whether they are accurate or complete.
- (vii) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted/accrued in the books of account in respect of undisputed statutory dues including Provident fund,

Employees' State Insurance, Income-tax, Goods and Service Tax, and other material statutory dues have been generally regularly deposited during the year by the Company with the appropriate authorities **baring one instance of non payment of Corporate Dividend Tax for the AY 2019-20 amounting to Rs18,58,572/- which was deposited post the reporting period end.**

According to the information and explanations given to us, no undisputed amounts payable in respect of Provident fund, Employees' State Insurance, Income-tax, Goods & Service Tax, Duty of Customs and other material statutory dues were in arrears as at 31st March 2020 for a period of more than six months from the date they became payable.

- (b) According to the information and explanations given to us, there are no dues of Goods and Service Tax, Income-tax, Duty of Customs and other material statutory dues as at 31st March 2020 which have not been deposited with the appropriate authorities on account of any dispute.
- (viii) In our opinion and according to the information and explanations given to us, the Company has not defaulted in repayment of loans or borrowings to banks. The Company does not have any loans or borrowings from financial institutions or government or dues to debenture holders during the year.
- (ix) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not raised any money by way of initial public offer or further public offer (including debt instruments). Company has utilized the monies raised by way of term loans for the purposes for which they were raised.
- (x) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company by its officers or employees, noticed or reported during the year, nor have we been informed of any such case by the Management.
- (xi) In our opinion and according to the information and explanations given to us, the managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act.
- (xii) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi company u/s 406 of the Act, read with the Nidhi Rules, 2014. Accordingly, paragraph 3(xii) of the Order is not applicable to the Company.
- (xiii) In our opinion and according to the information and explanations given to us, the Company has entered into transactions with related parties in compliance with the provisions of Sections 177 and 188 of the Act where applicable and the details of such related party transactions have been disclosed in the financial statements as required by Indian Accounting Standard (Ind AS) 24 - Related Party Disclosures specified under Section 133 of the Act, read with relevant rules.
- (xiv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, paragraph 3 (xiv) of the Order is not applicable to the Company.
- (xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions

with the Directors or persons connected with them. Accordingly para 2 (xv) of the Order is not applicable to the Company.

(xvi) In our opinion and according to the information and explanations given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, paragraph 3(xvi) of the Order is not applicable to the Company.

For R.S.Prabhu & Associates
Chartered Accountants
FRN No.127010W
CA.Anitha Viswanathan
Partner
ICAI Mem No.113512.

Date: 30th June, 2020
Place: Vasai (East)
E

Annexure B to the Independent Auditors' Report of even date on the Standalone Financial statements of National Plastic Industries Limited – 31st March 2020.

Report on the Internal Financial Controls under Paragraph (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)

We have audited the internal financial controls over financial reporting of the Company as of 31st March 2020 in conjunction with our audit of the standalone Ind AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the “Guidance Note”) issued by the Institute of Chartered Accountants of India (‘ICAI’). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, issued by ICAI and prescribed under Section 143(10) of the Act, to the extent applicable, to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditors' judgement, including the assessment of the risks of material misstatement of the standalone Ind AS financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of standalone Ind AS financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of standalone Ind AS financial statements in accordance with generally

accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the standalone Ind AS financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March 2020, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by ICAI.

For R.S.Prabhu & Associates
Chartered Accountants
FRN No.127010W
CA.Anitha Viswanathan
Partner
ICAI Mem No.113512.

Date: 30th June, 2020
Place: Vasai (East).
UDIN: 20113512AAAABS8515

BALANCE SHEET AS AT 31ST MARCH , 2020

Particulars	Note No.	Ind AS Balance Sheet as on 31.03.2020	Ind AS Balance Sheet as on 31.03.2019
ASSETS			
Non Current Assets			
Property , Plant and equipment	1	322,730,972	339,428,432
Capital Work In Progress		125,000	187,275
Investment Property	2	9,133,069	10,254,151
Financial Assets			
Investments	3	61,000	61,000
Other Financial Assets	4	3,062,750	2,841,820
Other Non Current Assets	5	48,510,700	47,142,991
Total Non Current Assets (A)		383,623,490	399,915,669
Current Assets			
Inventories	6	227,346,508	276,911,390
Financial Assets			
Trade Receivables	7	279,213,270	245,826,493
Cash and Cash Equivalents	8	8,628,851	9,182,396
Other Current Assets	9	49,930,481	35,276,967
Total Current Assets (B)		565,119,109	567,197,247
TOTAL ASSETS (A+B)		948,742,600	967,112,916
EQUITY AND LIABILITIES			
Equity			
Equity Share Capital	10	91,296,000	91,296,000
Other Equity	11	182,838,643	175,971,253
Total Equity (A)		274,134,643	267,267,253
Liabilities			
Non Current Liabilities			
Financial Liabilities			
Borrowings	12	128,086,924	154,463,327
Other Financial Liabilities	13	17,339,073	15,571,595
Deferred Tax Liabilities (Net)	14	34,951,107	39,875,218
Employee Benefit Obligations	15	5,319,252	3,969,415
Other Non Current Liabilities	16	23,209,365	19,689,567
Total Non Current Liabilities (B)		208,905,721	233,569,122
Current Liabilities			
Financial Liabilities			
Borrowings	17	275,805,166	271,532,136
Trade Payables	18	-	-
1. Dues of micro enterprises and small enterprises		-	-
2. Dues of creditors other than micro enterprises and small enterprises		126,236,823	122,437,203
Other Financial Liabilities	19	19,132,130	31,408,820
Other Current Liabilities	20	25,391,754	22,976,985
Employee Benefit Obligations	21	609,641	556,451
Provisions	22	18,526,722	17,364,943
Total Liabilities (B + C) = D		674,607,957	699,845,661
TOTAL EQUITY AND LIABILITIES (A + D)		948,742,600	967,112,916
Disclosures of Accounting Policies	35		

In terms of our report attached

For R.S.Prabhu & Associates

Chartered Accountants

Firm Regn. No 127010W

CA.Anitha Viswanathan

Partner

ICAI Mem No.113512

For and on behalf of the Board of Directors

Paresh V Parekh

Managing Director

DIN: 00432673

Ketan V Parekh

Managing Director

DIN: 00432734

Umesh Shenoy

Chief Financial Officer

Mayuri Joshi

Company Secretary

Place : Mumbai

Date : 30th June, 2020

Statement of Profit and Loss for the year ended 31st March 2020				
Particulars		Note No.	As at	As at
			31st March 2020	31st March 2019
			₹	₹
1	Revenue from operations (gross)	23	1,316,103,809	1,291,583,914
	Gross Sales		1,316,103,809	1,291,583,914
	Less: Duties & Taxes Paid		174,164,685	175,559,226
	Revenue from operations (net)		1,141,939,124	1,116,024,687
2	Other Income	24	18,872,791	14,672,411
3	Total revenue (1+2)		1,160,811,915	1,130,697,098
4	Expenses			
	(a) Cost of materials consumed	25	806,034,729	782,946,764
	Branch Transfer Purchase / Sales		-	-
	(b) Changes in inventories of finished goods, work-in-progress and stock-in-trade	26	9,591,103	(17,963,912)
	(c) Employee benefits expense	27	63,870,772	62,418,755
	(d) Finance costs	28	31,927,221	32,372,794
	(e) Depreciation and amortisation expense		28,779,648	28,379,026
	(f) Other expenses	29	204,287,090	207,959,780
	Total expenses		1,144,490,565	1,096,113,208
5	Profit / (Loss) before tax (3-4)		16,321,350	34,583,891
6	Tax expense:			
	(a) Deferred Tax		(4,802,061)	12,303,357
7	Profit / (Loss) for the year (5-6)		21,123,411	22,280,534
8	Other Comprehensive Income		(320,923)	(9,295)
	<i>Items that will not be reclassified subsequently to profit or loss</i>			
i	Actuarial Gain(Loss) on defined benefit obligation IND AS 19		(442,973)	(6,989)
ii	Deferred Tax Effect on above		122,050	(2,306)
9	Total Comprehensive Income		20,802,488	22,271,239
10	Earnings per share (of Rs 10/- each):			
	(a) Basic		2.31	2.44
	(b) Diluted		2.31	2.44
	See accompanying notes forming part of the financial statements	26		

In terms of our report attached

For R.S.Prabhu & Associates

Chartered Accountants

Firm Regn. No 127010W

CA.Anitha Viswanathan

Partner

ICAI Mem No.113512

For and on behalf of the Board of Directors

Paresh V Parekh

Managing Director

DIN: 00432673

Umesh Shenoy

Chief Financial Officer

Ketan V Parekh

Managing Director

DIN: 00432734

Mayuri Joshi

Company Secretary

Place : Mumbai

Date : 30th June, 2020

CASH FLOW FOR THE YEAR ENDED MARCH, 31ST 2020

SR NO	DESCRIPTION	AS AT March 31st,2020		AS AT March 31st,2019	
A.	Cash flow from operating activities				
	Net profit Before Tax & Extra - Ordinary		16,321,350		34,583,891
	Adjusted for				
	Depreciation	28,779,648		28,379,026	
	Profit on sale of assets	(6,575,367)		1,460,397	
	Prior Period Expenses (WIP)	508,290		1,326,949	
	Lease Rent Amortisation (W/Off)	197,027		197,028	
	Gratuity Provision (Net of paid)	1,403,027		820,983	
	Provision for Bad Debts	2,000,000		1,373,927	
	Interest Charged (Net)	31,544,733	57,857,358	31,974,907	65,533,217
	Operating profit before working capital changes		74,178,707		100,117,108
	Changes in				
	Trade Receivables	(31,922,271)		(55,549,880)	
	Inventories	49,564,882		(49,030,185)	
	Loans and advances	(9,744,261)		11,683,491	
	Taxes Paid	(6,497,892)		(5,645,657)	
	Trade Payables & Others	(775,026)	625,432	59,201,508	(39,340,722)
	Cash generated from operations		74,804,140		60,776,386
			74,804,140		60,776,386
	Extra-ordinary items				-
	(Deferred revenue Expen.)				
	Net cash from operating activities				
B.	Cash flow from investing activities				
	Purchase of fixed assets / C W I P etc		(9,661,154)		(50,252,691)
	Sale of assets		4,568,372		1,260,528
	Interest Received		382,489		397,887
	Net cash used in investing activities				

C.	Cash flow form financing activities			
	Long Term Borrowings (Net)	(28,845,901)		31,674,778
	Short Term Borrowings (Net)	1,113,903		1,728,191
	Interest paid	(31,927,221)		(32,372,794)
	Dividend Paid (Including Taxes)	(10,988,172)		(10,988,172)
	NET CASH USED IN FINANCING ACTIVITES		(70,647,392)	(9,957,997)
	NET CHANGES IN CASH & CASH EQUIVALENTS (A-B+C)		(553,545)	2,224,113
	CASH & CASH EQUIVALENTS-OPENING BALANCE		9,182,396	6,958,283
	CASH & CASH EQUIVALENTS- CLOSING BALANCE		8,628,851	9,182,396
	Above balance includes balances with emarked accounts			
	OPENING BALANCE		3,336,083	4,127,283
	CLOSING BALANCE		2,877,585	3,336,083

A. Tangible assets	Gross block			B	Tangible assets	Depreciation/Amortisation				Net block	
	Balance as at 1 April, 2019	Additions	Disposals/ Adjustments			Balance as at 31st March 2020	Balance as at 1 April, 2019	Depreciation / amortisation expense for the year	Disposals/ Adjustments		Balance as at 31st March 2020
(a) Land					(a) Land						
Freehold	13,634,355			13,634,355	Freehold	-	197,027		-	13,634,355	
Leasehold *	16,759,224			16,759,224	Leasehold *	920,356			1,117,383	15,641,841	
(b) Buildings					(b) Buildings						
Own use	103,670,984	910,379		104,581,363	Own use	40,961,015	3,186,614		44,147,629	60,433,734	
(c) Plant and Equipment	268,537,243			268,537,243	(c) Plant and Equipment	147,009,431	10,280,192		157,289,623	111,247,620	
(d) Dies & Moulds	253,062,357	8,320,733	5,014,372	256,368,718	(d) Dies & Moulds	155,676,493	7,456,850	1,143,739	161,989,604	94,379,114	
(e) Furniture and Fixtures	9,607,094			9,607,094	(e) Furniture and Fixtures	4,592,769	678,754		5,271,523	4,335,571	
(f) Vehicles	31,674,362			31,674,362	(f) Vehicles	15,364,061	4,165,189		19,529,250	12,145,112	
(g) Office equipment	9,952,897	492,317		10,445,215	(g) Office equipment	7,690,735	653,106		8,343,841	2,101,374	
(h) Electrical Installation	11,898,593			11,898,593	(h) Electrical Installation	7,159,204	1,235,773		8,394,977	3,503,616	
(i) Others (specify nature),	36,150			36,150	(i) Others (specify nature),	30,760	2,088		32,848	3,302	
(j) Right to Use Asset	15,474,099	-		15,474,099	(j) Right to Use Asset	-	10,168,662		10,168,662	5,305,437	
Total	734,307,358	9,723,429	5,014,372	739,016,415	Total	379,404,824	38,024,255	1,143,739	416,285,340	322,731,074	
A. Tangible assets	Gross block			Depreciation/Amortisation				Net block			
Balance as at 1 April, 2019	Additions	Disposals/ Adjustments	Balance as at 31st March 2020	Balance as at 1 April, 2019	Depreciation / amortisation expense for the year	Disposals/ Adjustments	Balance as at 31st March 2020				
Kashimira Property											
Freehold	32,692,854			32,692,854	Freehold	22,438,703	1,121,082		23,559,785	9,133,069	
Leasehold *	-			-	Leasehold *	-	-		-	-	
Total	32,692,854	-	-	32,692,854	Total	22,438,703	1,121,082	-	23,559,785	9,133,069	

Note : Fair Value for the property as at 31st March, 2020 is Rs.12 Cr

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

Note 3 Non-current investments

Sr No	Particulars	As at	As at
		31st March, 2020	31st March, 2019
		₹	₹
i)	Investments (At cost): UNQUOTED		
	Other investments		
	Investment in government or trust securities		
	(i) government securities	61,000	61,000
	National Savings Certificates (Pledged with Government Authorities)	-	-
	Total	61,000	61,000

Note 4 Other Financial Assets

Sr No	Particulars	As at	As at
		31st March, 2020	31st March, 2019
		₹	₹
i)	Security Deposits for Hubtown Property	28,82,751	26,61,821
ii)	Security Deposits for Bhiwandi Property	1,79,999	1,79,999
	Total	30,62,750	28,41,820

Note 5 Other Non- Current Assets

Sr No	Particulars	As at	As at
		31st March, 2020	31st March, 2019
		₹	₹
i)	Unexpired Lease Rentals Kashimira Property	37,82,001	18,46,001
ii)	Unexpired Lease Rentals MIDC Property	-	1,44,690
iii)	Prepaid Lease Rentals - Bhiwandi Property	-	2,95,919
iv)	MAT Credit Entitlement	3,29,51,475	3,29,49,325
v)	Other Loans and Advances - K K Plastics	48,82,559	48,82,559
vii)	Deposits	68,94,665	70,09,496
	Total	4,85,10,700	4,71,27,991

Note 6 Inventories

Sr No	Particulars	As at	As at
		31st March, 2020	31st March, 2019
		₹	₹
i)	Raw materials	3,76,96,797	8,17,23,168
ii)	Work-in-progress	3,42,15,935	5,91,20,703
iii)	Finished goods (other than those acquired for trading)	14,25,74,208	12,72,27,744
iv)	Stock-in-trade (acquired for trading)	1,07,459	1,40,258
v)	Stores and spares	5,89,437	5,89,437
vi)	Others - Packing Material	69,73,828	69,73,828
vii)	Return Assests	51,88,844	11,36,252
	Total	22,73,46,508	27,69,11,390

Note 7 Trade receivables

Sr No	Particulars	As at	As at
		31st March, 2020	31st March, 2019
		₹	₹
i)	Unsecured, considered good	30,00,07,703	26,46,20,926
ii)	Less : Exepected Credit Loss Allowance	2,07,94,433	1,87,94,433
	Total	27,92,13,270	24,58,26,493

Note 8 Cash & Cash Equivalents

Sr No	Particulars	As at	As at
		31st March, 2020	31st March, 2019
		₹	₹
i)	Cash on hand	26,67,090	28,32,360
ii)	Balances with banks		
	(i) In current accounts	11,18,525	11,53,555
	(ii) In earmarked accounts	28,77,585	33,36,083
iii)	- Balances held as margin money or security against borrowings, guarantees and other commitments	93,908	93,908
iv)	Others (Fixed Deposits)	18,71,743	17,66,491
	Total	86,28,851	91,82,396

Note 9 Other current assets

Sr No	Particulars	As at 31st	As at 31st
		March, 2020	March, 2019
		₹	₹
a)	<u>Accruals</u>		
i)	Interest accrued on deposits	-	-
ii)	Loans & Advances to Employee	9,39,834	9,41,140
iii)	Prepaid Expenses	16,06,235	11,90,000
iv)	Cenvat Credit Receivables	1,000	7,852
v)	GST Credit Receivables	44,84,816	58,40,481
vi)	Vat/Entry Tax Refund Recevables	40,03,550	-
vii)	Advance Tax	2,34,26,248	1,69,28,356
viii)	Capital Advances	25,14,513	12,32,752
ix)	Others	9,02,242	8,76,312
x)	Adavance Suppliers	79,53,059	51,66,851
b)	<u>Others</u>		
i)	Discount Receivables	38,20,510	30,93,224
ii)	Other Receivables	2,78,474	-
	Total	4,99,30,481	3,52,76,967

Note 10 Share capital

Particulars	As at 31st March, 2020		As at 31st March, 2019	
	Number of shares	₹	Number of shares	₹
Authorised 20000000 (20000000) Equity Shares of ₹ 10/- each	2,00,00,000	20,00,00,000	2,00,00,000	20,00,00,000
Issued subscribed & Paid up 9129600 (9129600) Equity Shares of ₹ 10/- each fully paid up	91,29,600.00	9,12,96,000.00	91,29,600.00	9,12,96,000.00
Total	91,29,600	9,12,96,000	91,29,600	9,12,96,000

1 (a) Rights etc attached to Equity Shares :

The Company has only one class of equity having a face value of Rs. 10 per share. Each shareholder is eligible for one vote per share held.

1 (b) Details of shares held by the shareholders holding more than 5% of the aggregate shares in the Company :

Name of the Shareholder	As at 31st March, 2020		As at 31st March, 2019	
	Number of shares	% of Holding	Number of shares	% of Holding
Mr. Paresh V Parekh	9,75,001	10.68	9,75,001	10.68
Mrs. Preeti V Parekh	9,75,000	10.68	9,75,000	10.68
Mr. Ketan V Parekh	8,34,500	9.14	8,34,500	9.14
Mrs. Neeta K Parekh	9,69,000	10.61	9,69,000	10.61
Mr. Ketan V Parekh (HUF)	5,52,000	6.05	5,52,000	6.05

1 (c) Reconciliation of number of shares outstanding as on beginning and closing of the year.

The company has neither issued nor bought back any of its shares during the year and also in previous year and balance of share at the end of the year is the same as at the beginning of the year

Note 11 Other Equity

Sr No	Particulars	As at	As at
		31 st March, 2020	31 st March, 2019
		₹	₹
a)	Capital reserve		
	Balance As per Last Year	11,58,81,612	11,58,81,612
		11,58,81,612	11,58,81,612
b)	Retained Earnings		
	Opening balance	5,67,90,490	4,75,96,628
	Add: Profit / (Loss) for the year	2,11,23,411	2,22,80,534
	Less: Final Dividend Disbursed (₹ 1 per Share)	91,29,600	91,29,600
	Tax on Final Dividend	18,58,572	18,58,572
	Add: Grant Adjustments	-	-
	Less : IND AS adjustments conversions	29,46,926	20,98,500
	Closing balance	6,39,78,803	5,67,90,490

c)	Other Comprehensive Income		
	Opening Balance	32,99,151	33,08,446
	Add:	-	-
	Less:	3,20,923	9,295
	Closing Balance	29,78,228	32,99,151
	Total	18,28,38,643	17,59,71,253

Note 12 Non Current Borrowings

Sr No	Particulars	As at 31 st March, 2020	As at 31 st March, 2019
		Rs	Rs
a)	Term loans		
i)	From banks		
	1) Secured - Vehicle Loans	51,17,418	78,99,368
	Term Loans	-	54,09,532
		51,17,418	1,33,08,900
b)	Loans and advances from related parties		
	Unsecured	12,29,69,506	14,11,54,427
		12,29,69,506	14,11,54,427
	Total	12,80,86,924	15,44,63,327

Details of Security & Terms of Repayment

- i) Vehicle Loan amounting to ₹ NIL Lacs (Previous Year ₹ 4.42 Lacs Lacs) Repayable in monthly installments, last installment due in 05.10.2020 Rate of interest as at year end 9.36 % and secured against specific vehicle.
- ii) Vehicle Loan amounting to ₹ 27.10 Lacs (Previous Year ₹ 39.04 Lacs) Repayable in monthly installments, last installment due in 05.12.2022 Rate of interest as at year end 7.74 % and secured against specific vehicle.
- iii) Vehicle Loan amounting to ₹ 20.43 Lacs (Previous Year ₹ 29.85 Lacs) Repayable in monthly installments, last installment due in 15.11.2022 Rate of interest as at year end 7.84 % and secured against specific vehicle.
- iv) Vehicle Loan amounting to ₹ 3.64 Lacs (Previous Year ₹ 5.69 Lacs) Repayable in monthly installments, last installment due in 05.07.2022 Rate of interest as at year end 8.51 % and secured against specific vehicle.
- v) Term Loan (Plant & Machinery) amounting to ₹ NIL (Previous Year ₹ 54.10) Repayable in monthly installments, last installment due on in 30.06.2020. Secured against specific machinery.
- vi) Unsecured Loans amounting to ₹ 12.29 lacs (Previous Year ₹ 1411 lacs) represents loans from related parties and generally of long term nature however no repayment schedule is specified.

Note 13 Other Financial Liabilities

Sr No	Particulars	As at 31 st March, 2020	As at 31 st March, 2019
		Rs	Rs
i)	Statutory remittances (Contributions to PF and ESIC, Withholding Taxes, Excise Duty, VAT, Service Tax, GST etc.)	13,53,762	81,28,098
ii)	Unpaid Dividend	38,40,422	38,49,263
iii)	Unpaid Corporate Dividend Tax	18,58,572	-
iv)	Trade /Security deposits received	41,18,234	35,94,234
v)	Lease Liability (Patna Ofc)	3,08,514	-
vi)	Lease Liability (Hubtown Ofc)	58,59,569	-
	Total	1,73,39,073	1,55,71,595

Note 14 DEFFERD TAX LIABILITY AS AT 31/03/2020

PARTICULARS	AMOUNT	AMOUNT
Deferred Tax Liability as at 31/03/2019		3,98,75,218
Add:		
Incremental DTL on PPE	(44,19,626)	
Incremental DTL on Unsabsorbed Loss	40,301	
Incremental DTL on Provisions for Gratuity Short Term	(14,893)	
Recognition of DTL in OCI	(1,22,050)	(45,16,268)
Less:		
Incremental DTA on Other Financial Liabilities	29,889	
Incremental DTA on Provisions for Gratuity Long Term	3,77,954	4,07,844
Deferred Tax Liability as at 31/03/2020		3,49,51,107

Note 15 Employee Benefit Obligations

Sr No	Particulars	As at 31 st March , 2020	As at 31 st March , 2019
		Rs	Rs
i)	Provision for gratuity (net)	53,19,252	39,69,415
	Total	53,19,252	39,69,415

Note 16 Other Non Current Liabilities

Sr No	Particulars	As at 31 st March, 2020	As at 31 st March, 2019
		Rs	Rs
i)	Govt Lease Land Bihar	1,18,79,406	1,20,26,562
ii)	Unamortize Govt Grant - Bihar (Plant & Mach)	25,68,407	29,96,475
iii)	Unamortize Govt Grant - Bihar (Land)	14,46,000	14,64,000
iv)	Prepaid Rental Income - Kashmirira	14,00,270	17,91,043
v)	Prepaid Rental Income - MIDC	-	1,16,160
vi)	Current Non Financial Liability	59,15,282	12,95,327
	Total	2,32,09,365	1,96,89,567

Note 17 Current Borrowings

Sr No	Particulars	As at 31 st March, 2020	As at 31 st March, 2019
		Rs	Rs
i)	Loans repayable on demand From banks Secured - Guaranteed by Directors	27,58,05,166	27,15,32,136
	Total	27,58,05,166	27,15,32,136

Notes :

Details of Security for the Secured Short-Term Borrowings:

- i) Cash Credit facility from bank amounting to Rs.1841.56 Lacs (Previous year Rs.1437.05 Lacs) secured against first charge on Current Assets of Silvassa, Patna and Nellore Units.
- ii) Packing Credit Loan and Export Bill Discounting amounting to Rs. 917.13 Lacs (Previous Year Rs. 778.27 Lacs) secured against First charge on Fixed Assets and Current Assets of Silvassa and Patna Unit.
- iii) Term Loan repayable on Demand of Rs NIL (Previous year 500 Lacs) Secured against hypothecation of present and future Current Assets , Properties of Silvassa and Patna factory.

Note 18 Trade payables

Sr No	Particulars	As at 31 st March, 2020	As at 31 st March, 2019
		₹	₹
a)	Micro Small & Medium Enterprises	-	-
b)	Others		
i)	Trade Payables	11,32,30,500	10,48,10,274
ii)	Other Than Acceptances	1,30,06,324	1,76,26,929
	Total	12,62,36,823	12,24,37,203

Company had issued communications in the month of December 2019 seeking confirmation / clarifications from the identified vendors regarding their registration status under the Micro Small & Medium Enterprises Development Act, 2006. However no responses were received from any of the addressed vendors and hence no amounts have been classified as such.

Note 19 Other Financial Liabilities

Sr No	Particulars	As at	As at
		31 st March, 2020	31 st March, 2019
		₹	₹
i)	Current maturities of long-term debt	79,56,764	1,80,54,831
ii)	Other payables	44,75,845	56,93,869
iii)	Security Deposit Kashmirira	45,08,858	41,63,306
iv)	Payables on purchase of fixed assets	21,90,663	22,17,529
v)	Security Deposit MIDC	-	12,79,285
	Total	1,91,32,130	3,14,08,820

Note 20 Other Current Liabilities

Sr No	Particulars	As at	As at
		31 st March, 2020	31 st March, 2019
		₹	₹
i)	Advances from customers	2,53,91,754	2,29,76,985
	Total	2,53,91,754	2,29,76,985

Note 21 Provisions

Sr No	Particulars	As at	As at
		31 st March, 2020	31 st March, 2019
		₹	₹
i)	Provision for employee benefits Gratuity	6,09,641	5,56,451
	Total	6,09,641	5,56,451

Note 22 Provisions

Sr No	Particulars	As at	As at
		31 st March, 2020	31 st March, 2019
		₹	₹
i)	Provision for Expenses	1,85,26,722	1,73,64,943
	Total	1,85,26,722	1,73,64,943

Note 23 Revenue from operations

Sr. No.	Particulars	As at	As at
		31 st March, 2020	31 st March, 2019
		₹	₹
(a)	Sale of products	1,30,86,95,541	1,28,61,68,879
(b)	Other operating revenues	74,08,268	54,15,034
		1,31,61,03,809	1,29,15,83,914
(c)	<u>Less:</u> Duties & Taxes	17,41,64,685	17,55,59,226
	Total	1,14,19,39,124	1,11,60,24,687

Sr. No.	Particulars	As at	As at
		31 st March, 2020	31 st March, 2019
		₹	₹
(i)	Sale of products comprises :		
	Manufactured goods		
	Moulded Plastic Articles	79,28,23,894	85,46,68,407
	Plastic Mats	17,35,59,249	22,11,41,348
	Sales discount and sales returns	(1,84,61,719)	(2,25,13,070)
	Inter Branch Sales	28,69,869	
	Cooler Sales	20,14,05,963	11,29,85,138
	RM Sales	9,01,20,711	5,65,69,323
	TF Sales	11,38,228	40,70,651
	Spool Sales	6,52,39,347	5,92,47,083
	Total - Sale of manufactured goods	1,30,86,95,541	1,28,61,68,879
(ii)	Other operating revenues comprise:		
	Export Entitlement Income	74,08,268	30,65,023
	Foreign Currency Gain	-	19,00,332
	Other	-	4,49,680
	Total - Other operating revenues	74,08,268	54,15,034

Note 24 Other Income

Sr. No.	Particulars	As at	As at
		31 st March , 2020	31 st March , 2019
		₹	₹
i)	Interest income from Banks on Deposits	1,59,863	1,83,441
ii)	Interest Income IND AS - Hubtown Solaries	2,20,930	2,03,998
iii)	Interest Income IND AS - Bhiwandi Depot	-	10,448
iv)	Interest Income IND AS - Patna Ofc	1,696	
v)	Other non-operating income (net of expenses directly attributable to such income)	53,392	1,84,565
vi)	Govt Income - Patna Land	18,000	18,000
vii)	Govt Income Patna Plant & Mach	4,28,068	4,28,068
viii)	Govt Grant Assistance - Patna Lease Land	1,47,156	1,47,156
ix)	Profit on Sale of Asset	65,75,367	
x)	Other Non Operating Income	1,07,89,527	1,34,96,735
xi)	Sundry Bal W/off	4,78,792	
	Total	1,88,72,791	1,46,72,411

Note 25 Cost of materials consumed

Particulars	As at	As at
	31 st March, 2020	31 st March, 2019
	₹	₹
Opening stock	8,17,23,168	5,72,65,483
Add: Purchases	76,20,08,358	80,74,63,440
	84,37,31,526	86,47,28,923
Less: Closing stock	3,76,96,797	8,17,82,160
Cost of material consumed	80,60,34,729	78,29,46,764

Note 26 Changes in inventories of finished goods, work-in-progress and stock-in-trade

Particulars	As at	As at
	31 st March, 2020	31 st March, 2019
	₹	₹
<u>Inventories at the end of the year:</u>		
Finished goods	14,24,56,181	12,71,68,752
Work-in-progress	3,42,15,935	5,91,20,703
Stock-in-trade	1,07,459	1,40,258
	17,67,79,575	18,64,29,713
<u>Inventories at the beginning of the year:</u>		
Finished goods	12,71,09,717	10,41,56,001
Work-in-progress	5,91,20,703	6,16,54,240
Stock-in-trade	1,40,258	26,55,560
	18,63,70,678	16,84,65,801
Net (increase) / decrease	95,91,103	(1,79,63,912)

Note 27 Employee benefits expense

Sr . No.	Particulars	As at	As at
		31 st March, 2020	31 st March, 2019
		₹	₹
i)	Salaries , Wages & Bonus	5,74,22,085	5,71,48,973
ii)	Contributions to provident and other funds	36,14,384	26,24,923
iii)	Gratuity	10,89,689	9,30,129
iv)	Staff welfare expenses	17,44,615	17,14,730
	Total	6,38,70,772	6,24,18,755

Note 28 Finance costs

Sr . No.	Particulars	As at	As at
		31 st March, 2020	31 st March, 2019
		₹	₹
i)	Interest expense on:		
(i)	Borrowings	2,79,33,368	2,95,63,598
	Working Capital	1,87,42,672	2,10,27,848
	L C	1,55,397	5,80,982
	Term Loan	31,00,643	29,49,611
	Car Loan	7,54,224	10,96,473
	Interest On Packing Credit	51,80,431	38,32,683
	Export Bill Discounting	-	76,001
(ii)	Trade Payables	13,84,144	7,65,078
	Interest Paid to Creditors	6,32,213	7,15,919
	Late Payment charges	7,51,931	49,159
iii)	Exchange Rate Diff Finance	-	-
(iv)	Others	9,59,858	10,07,519
	Interest On Statutory Dues	(1,00,347)	1,06,233
	Interest paid on Sec Deposit (Debtors)	33,000	7,200
	Interest on Lease Liability (Patna Ofc) Alc	27,864	-
	Interest on Lease Liability (Hubtown Ofc) Alc	9,72,902	-
	Interest other	26,439	8,94,086
ii)	Other Borrowings Costs :	16,49,851	10,36,599
	Bank Charges (Other)	13,50,999	10,36,599
	Brokerage	2,90,392	-
	Sales Bill Discounting	8,460	-
	Total	3,19,27,221	3,23,72,794

Note 29 Other expenses

Sr. No.	Particulars	As at	As at
		3 ^{1st} March, 2020	3 ^{1st} March, 2019
		Rs	Rs
1.00	MANUFACTURING EXPENSES		
1.10	Consumption of stores & spare parts	41,45,850	36,25,781
1.20	Consumption of packing materials	1,29,04,230	1,84,40,163
1.30	Labour Charges	3,74,22,872	3,04,53,531
1.40	Electricity, Power and fuel	5,34,31,341	5,33,72,476
1.50	Water	2,09,601	1,27,944
1.60	Repairs and maintenance - Buildings	1,31,565	13,100
1.70	Repairs and maintenance - Machinery	52,22,137	60,29,617
1.80	Other Manufacturing Exp	46,19,955	1,59,075
2.00	SELLING AND DISTRIBUTION		
2.10	Freight and forwarding	95,02,831	94,07,161
2.20	Sales commission	15,62,724	19,21,158
2.30	Advertisement and Sales Promotion Expenses	51,86,036	33,86,241
2.40	Export Expenses	2,10,78,787	2,46,76,393
2.50	Prov For Bad Debts (Advance)	20,00,000	13,73,926
2.60	Less : Prov for Bad & Doubtful Debts	-	-
3.00	ESTABLISHMENT EXPENSES		
3.10	Repairs and maintenance - Others	7,28,017	20,09,173
3.20	Insurance	8,66,951	4,79,439
3.30	Rent , Rates and taxes	21,59,745	1,32,18,516
3.40	Lease rent on Govt Assistance approtion - Patna Lease Land	1,97,027	1,97,028
3.50	Amortisation Right Use Hubtown (Ofc) A/c	1,97,268	1,97,268
3.60	Rental Expenses - IND AS - Bhiwandi	-	9,576
3.70	Amortisation Right Use Patna (Ofc) A/c	1,838	-
3.80	Lease Amortisation(Hubtown)	98,24,007	-
3.90	Lease Rent Equilization Reserve -MIDC w off A/c	1,44,690	-
3.10	Security Deposit Forfeited A/c	8,832	-
3.11	Lease Amortisation(Patna)	1,45,550	-
3.12	Communication	13,54,744	26,49,063
3.13	Travelling and conveyance , Forein Travelling	1,41,47,913	1,33,74,002
3.14	Printing and stationery	5,57,845	5,92,124
3.15	Motor car expenses	23,42,305	44,78,138
3.16	Donations and contributions	1,00,000	2,20,100
3.17	Legal and professional	46,22,559	49,63,713
3.18	Payments to auditors	4,00,000	4,00,000
3.19	Prior period items (net)	5,08,290	15,40,873
3.20	Loss on sale of Fixed Assets	-	14,60,397
3.21	CSR Funding	-	1,53,000
3.22	Foreign Currency Loss	-	4,78,461
3.23	Security charges	36,43,311	37,11,668
3.24	Miscellaneous expenses	49,18,270	35,04,736
	Total	20,42,87,090	20,79,59,780

Note 30 As per Indian Accounting Standard 19 “Employee benefits”, the disclosures as defined are given below :

Defined Contribution Plans

Contribution to Defined Contribution Plans, recognised as expense for the year is as under :

(Figures in ₹)

PARTICULARS	As at 31 st March 2020	As at 31 st March 2019
Employer’s Contribution to Provident Fund & Pension	36,14,384	26,24,923

stipulate that the employer shall make good deficiency, if any, in the interest rate declared by the trust vis-a-vis statutory rate.

Defined Contribution Plans

I) Reconciliation of Defined Benefit Obligation

(Figures in ₹)

PARTICULARS	As at 31 st March 2020	As at 31 st March 2019
	(12 Months)	(12 Months)
Opening Defined Benefit Obligation	45,25,866	37,04,883
Transfer in/(out) obligation	-	-
Current service cost	7,73,240	6,71,369
Interest Cost	3,16,449	2,58,760
Components of actuarial gain/losses on obligations:		
Due to Change in financial assumptions	3,45,175	21,154
Due to change in demographic assumption	(1,086)	-
Due to experience adjustments	98,884	(14,165)
Past service cost	-	-
Loss (gain) on curtailments	-	-
Liabilities extinguished on settlements	-	-
Liabilities assumed in an amalgamation in the nature of purchase	-	-
Exchange differences on foreign plans	-	-
Benefits Paid	(1,29,635)	(1,16,135)
Closing Defined Benefit Obligation	59,28,893	45,25,866

II) Reconciliation of Plan Assets

(Figures in ₹)

PARTICULARS	As at	As at
	31 st March 2020	31 st March 2019
	(12 Months)	(12 Months)
Opening value of plan assets	-	-
Transfer in/(out) plan assets	-	-
Expenses deducted from the fund	-	-
Interest Income	-	-
Return on plan assets excluding amounts included in interest income	-	-
Assets distributed on settlements	-	-
Contributions by employer	-	-
Assets acquired in an amalgamation in the nature of purchase	-	-
Exchange differences on foreign plans	-	-
Benefits paid	-	-
Closing value of plan assets	-	-

III) Reconciliation of ner defined benefit liability

(Figures in ₹)

	As at	As at
	31 st March 2020	31 st March 2019
	(12 Months)	(12 Months)
Net opening provision in books of accounts	45,25,866	37,04,883
Transfer in/(out) obligation	-	-
Transfer (in)/out plan assets	-	-
Employee Benefit Expense as per Annexure 2	10,89,689	9,30,129
Amounts recognized in Other Comprehensive Income	4,42,973	6,989
	60,58,528	46,42,001
Benefits paid by the Company	(1,29,635)	(1,16,135)
Contributions to plan assets	-	-
Closing provision in books of accounts	59,28,893	45,25,866

Reconciliation of asset Ceiling

	As at 31st March 2020	As at 31st March 2019
	(12 Months)	(12 Months)
Opening value of asset ceiling	-	-
Interest on opening value of asset ceiling	-	-
Loss/(gain) on assets due to surplus/deficit	-	-
Closing value of plan asset ceiling	-	-

IV) Composition of the plan assets

	As at 31st March 2020	As at 31st March 2019
	(12 Months)	(12 Months)
Government of India Securities	0%	0%
State Government Securities	0%	0%
High quality corporate bonds	0%	0%
Equity shares of listed companies	0%	0%
Property	0%	0%
Special Deposit Scheme	0%	0%
Policy of insurance	0%	0%
Bank Balance	0%	0%
Other Investments	0%	0%
Total	0%	0%

V) Bifurcation of liability as per schedule III

(Figures in Rs)

	As at 31st March 2020	As at 31st March 2019
	(12 Months)	(12 Months)
Current Liability*	6,09,641	5,56,451
Non-Current Liability	53,19,252	39,69,415
Net Liability	59,28,893	45,25,866

* The current liability is calculated as expected benefits for the next 12 months.

VI) Principle actuarial assumptions

	As at 31 st March 2020	As at 31 st March 2019
	(12 Months)	(12 Months)
Discount Rate	6.85%	7.20%
Salary Growth Rate	7.00%	7.00%
Withdrawal Rates	5% at younger ages reducing to 1% at older ages	5% at younger ages reducing to 1% at older ages
Rate of Return on Plan Assets	Not Applicable	Not Applicable

VII) Expected cashflows based on past service liability

	Cashflows	Distribution
	RS	%
Year 1	6,09,641	4.10
Year 2	2,48,870	1.70
Year 3	1,64,883	1.10
Year 4	3,25,457	2.20
Year 5	1,61,549	1.10
Year 6 to Year 10	34,34,719	23.10

The future accrual is not considered in arriving at the above cash-flows.

The Expected contribution for the next year is Rs. 6,09,641

The Average Outstanding Term of the Obligations (Years) as at valuation date is 10.52 years

VIII) Sensitivity to key assumptions

(Figures in ₹)

PARTICULARS	As at 31 st March 2020
	(12 Months)
Discount rate Sensitivity	
Increase by 0.5%	56,38,711
(% change)	-4.89%
Decrease by 0.5%	62,46,767
(% change)	5.36%
Salary growth rate Sensitivity	
Increase by 0.5%	62,28,075
(% change)	5.05%
Decrease by 0.5%	56,43,490
(% change)	-4.81%
Withdrawal rate (W.R.) Sensitivity	-
W.R. x 110%	59,20,361
(% change)	0.14%
W.R. x 90%	59,37,456
(% change)	0.14%

A description of methods used for sensitivity analysis and its Limitations:

Sensitivity analysis is performed by varying a single parameter while keeping all the other parameters unchanged

Sensitivity analysis fails to focus on the interrelationship between underlying parameters.

Hence, the results may vary if two or more variables are changed simultaneously. The method used does not indicate anything about the likelihood of change in any parameter and the extent of the change if any.

Note 31 EARNINGS PER SHARE (EPS)

SR NO	PARTICULARS	As at 31 st March 2020	As at 31 st March 2019
i)	Net Profit after Tax as per Statement of Profit and Loss attributable to Equity Shareholders	2,11,23,411	2,22,80,534
ii)	Weighted Average number of Equity Shares used as denominator for calculating Basic EPS	91,29,600	91,29,600
iii)	Weighted Average Potential Equity Shares	-	-
vi)	Total Weighted Average number of Equity Shares used as denominator for calculating Diluted EPS calculating Diluted EPS	91,29,600	91,29,600
vi)	Basic Earnings per Share (Rs)	2.31	2.44
vii)	Diluted Earnings per Share (Rs)	2.31	2.44
viii)	Face Value per Equity Share (Rs)	2.31	2.44

Note 32 RELATED PARTIES DISCLOSURES

(i) As per Ind AS 24, the disclosures of transactions with the related parties are given below:

List of related parties where control exists and also related parties with whom transactions have taken place and relationships:

Sr. No.	Name of the Related Party	Designation	Relationship
1	PARESH V PAREKH	Managing Director	Key Managerial Personnel
2	KETAN V PAREKH	Director	Key Managerial Personnel
3	HARSH P PAREKH	Whole time Director	Key Managerial Personnel
4	NEETA K PAREKH	Director	Key Managerial Personnel
5	NEETA K PAREKH	Director	Key Managerial Personnel
6	UMESH L SHENOY	Chief Financial Officer	Key Managerial Personnel
7	MALVIKA SHARMA	Company Secretary (Resigned w.e.f. 12th April 2019)	Key Managerial Personnel
8	SHRADHA BAGAWA	Company Secretary (Resigned w.e.f. 14th August 2019)	Key Managerial Personnel
9	JYOTI SHETTY	Company Secretary (Resigned w.e.f. 14th November 2019)	Key Managerial Personnel

10	MAYURI JOSHI	Company Secretary (Appointed w.e.f. 25th November 2019)	Key Managerial Personnel
11	ENPEE CREDIT & CAPITAL (INDIA) PVT LIMITED	-	Shareholders of the Company being relative of KMP. Also Company holds 1,48,511 shares of NPIL
12	RAYZON GLOBAL LLP	-	Partner in LLP being relatives of Managing Director of the Company.

(ii) Transactions during the year with related parties : (Figures in Rs)

Sr. No.	Nature of Transactions (Excluding Reimbursements)	Associates/ Joint Venture	Key Managerial Personnel/ Relative	Total
		Amount	Amount	Amount
a)	Net Loans and Advances, Deposits given/ (Returned)			
i)	Loans / Advances Received /Taken	34,13,634	29,50,594	63,64,228
ii)	Loans / Advances Repaid /Given	36,77,485	1,93,71,664	2,30,49,149
		(41,16,664)	(1,60,37,420)	(2,01,54,084)
iii)	Remuneration Paid	-	67,17,804	67,17,804
		-	(66,63,552)	(66,63,552)
iv)	Sale of Goods	39,98,484	-	39,98,484
b)	Balances as at 31st March 2020			
i)	Loans and Advances	48,36,019	11,96,33,489	12,44,69,507

Note 32 Compensation of Key management personnel

The remuneration of director and other member of key management personnel during the year was as follows: (Rs in Lacs)

Sr. No.	PARTICULARS	As at 31 st March 2020	As at 31 st March 2019
i	Short-term benefits	67,17,804	66,63,552
ii	Post employment benefits	16,70,769	15,56,538
	Total	83,88,573	82,20,090

EVENTS AFTER THE REPORTING PERIOD

The Board of Directors have not recommended dividend for the financial year 2019-20. Dividends paid during the year ended 31st March 2020 include an amount of ₹ 1 per fully paid up equity share of Rs 10/- towards final dividend for the year ended 31st March 2019.

Note No 34 : FINANCIAL INSTRUMENTS - FAIR VALUES AND RISK MANAGEMENT

A. Accounting Classifications and Fair Values Carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy, are presented below. It does not include the fair

31st March, 2020	Carrying Amount				Fair Value			
	FVTPL	FVTOCI	Amortised	Total	Level 1	Level 2	Level 3	Total
Financial Assets								
Non Current								
Investments	61,000.00	-	-	61,000	-	-	61,000.00	61,000
Security Deposits	-	-	30,62,750	30,62,750	-	-	-	-
Current								
Trade Receivables	-	-	27,92,13,270	27,92,13,270	-	-	-	-
Cash & Cash Equivalence	-	-	26,67,090	26,67,090	-	-	-	-
Other Bank Balances	-	-	59,61,761	59,61,761	-	-	-	-
	61,000.00	-	29,09,04,870	29,09,65,870	-	-	61,000	61,000

Financial Liabilities								
Non Current								
Borrowings*	-	-	12,80,86,924	12,80,86,924	-	-	-	-
Security Deposits	-	-	1,32,20,839	1,32,20,839	-	-	-	-
Trade Deposits**	-	-	1,73,39,073	1,73,39,073	-	-	-	-
Current								
Borrowings	-	-	27,58,05,166	27,58,05,166	-	-	-	-
Trade Payables	-	-	12,62,36,823	12,62,36,823	-	-	-	-
Other Current	-	-	1,91,32,130	1,91,32,130	-	-	-	-
Financial Liabilities	-	-	57,98,20,955	57,98,20,955	-	-	-	-

31st March, 2019	Carrying Amount				Fair Value			
	FVTPL	FVTOCI	Amortised	Total	Level 1	Level 2	Level 3	Total
Financial Assets								
Non Current								
Investments	61,000.00	-	-	61,000	-	-	61,000.00	61,000
Security Deposits	-	-	28,41,820	28,41,820	-	-	-	-
Current								
Trade Receivables	-	-	24,58,26,493	24,58,26,493	-	-	-	-
Cash & Cash Equivalence	-	-	28,32,360	28,32,360	-	-	-	-
Other Bank Balances	-	-	63,50,037	63,50,037	-	-	-	-
	61,000.00	-	25,78,50,710	25,79,11,710	-	-	61,000	61,000

<u>Financial Liabilities</u>								
Non Current								
Borrowings*	-	-	15,44,63,327	15,44,63,327	-	-	-	-
Security Deposits	-	-	1,19,77,361	1,19,77,361	-	-	-	-
Trade Deposits**	-	-	1,55,71,595	1,55,71,595	-	-	-	-
Current								
Borrowings	-	-	27,15,32,136	27,15,32,136	-	-	-	-
Trade Payables	-	-	12,24,37,203	12,24,37,203	-	-	-	-
Other Current Financial Liabilities	-	-	3,14,08,820	3,14,08,820	-	-	-	-
	-	-	60,73,90,442	60,73,90,442	-	-	-	-

* In case of long term borrowings the carrying value in the books have considered to be the fair value as the measurement carried out by applying the Effective Interest Rate method resulted in a very marginal difference

* Trade Deposits are the deposits collected from customers and would be held in by the Company till the time the customer is associated as a measure of security towards possible non payment (if any). Since the tenure of holding cannot be ascertained the carrying value in the books have been considered to be the fair value.

B. Measurement at Fair Values

Valuation techniques and significant unobservable inputs

The following tables show the valuation techniques used in measuring Level 2 and Level 3 fair values, as well as the significant unobservable inputs used.

Financial instruments measured at fair value

Type	Valuation Technique
Security Deposits	The valuation model considers present value of expected payments discounted using an appropriate discounting rate
Investment Property	Ready Recokner rates as notified by the Government of Maharashtra

The Fair Value of the Investment Property situated at Kashmirira approximates to Rs.12 Cr as at 31/03/2020

C. Financial risk management

The Company has exposure to the following risks arising from financial instruments

- (1) Credit Risk
- (2) Liquidity Risk
- (3) Market Risk

(1) Credit Risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers and loans and advances.

The carrying amount of following financial assets represents the maximum credit exposure:

Trade receivables and loans and advances.

The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer in which it operates. Credit risk is managed through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the Company grants credit terms in the normal course of business.

The Company has established a credit policy under which each new customer is analysed individually for creditworthiness before the Company's standard payment and delivery terms and conditions are offered. Further for domestic sales, the company segments the customers into Distributors and Others for credit monitoring.

The Company maintains security deposits for sales made to its distributors. For other trade receivables, the company individually monitors the sanctioned credit limits as against the outstanding balances.

Accordingly, the Company makes specific provisions against such trade receivables wherever required and monitors the same at periodic intervals.

As at 31st March, 2020, the ageing of Trade Receivables was as follows;

	Carrying Amount	
	31st March, 2020	31st March, 2019
Neither Past Due nor Impaired		
Due 0- 180 days	30,00,07,703	24,58,38,042
Due 180- 365 days	2,07,94,433	1,87,82,884
	32,08,02,135	26,46,20,926

Cash and cash equivalents and other Bank balances

The Company held cash and cash equivalents and other bank balances of Rs 84.63 lakhs as on 31st March 2020 (Previous year Rs 91.82 lakhs). The cash and cash equivalents are held with bank counterparties with good credit ratings.

(2) Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation

As of 31st March, 2020 and 31st March, 2019 the Company had unutilized credit limits from banks of Rs 18 Lakhs and Rs 27 Lakhs respectively.

Maturity profile of financial liabilities

The following are the remaining contractual maturities of financial liabilities at the reporting date. The amounts are gross and undiscounted, and include estimated interest payments and exclude the impact of netting agreements.

31st March, 2020	Carrying Amount	Contractual Cash Flows				
		Total	Less than 6 months	6-12 months	1-2 years	More than 5 years
Working Capital Borrowings	27,58,05,166	27,58,05,166		27,58,05,166		
Trade Payables	12,62,36,823	12,62,36,823	-	12,62,36,823	-	-
Other Financial Liabilities	1,91,32,130	1,91,32,130	1,91,32,130			

31st March, 2019	Carrying Amount	Contractual Cash Flows				
		Total	Less than 6 months	6-12 months	1-2 years	More than 5 years
Working Capital Borrowings	27,15,32,136	27,15,32,136		27,15,32,136		
Trade Payables	12,24,37,203	12,24,37,203	-	12,24,37,203	-	-
Other Financial Liabilities	3,14,08,820	3,14,08,820	3,14,08,820			

The gross inflows/(outflows) disclosed in the above table represent the contractual undiscounted cash flows relating to the financial liabilities which are not usually closed out before contractual maturity.

(3) Market risk

Market risk is the risk that changes in market prices – such as foreign exchange rates, interest rates and equity prices – will affect the Company's income or the value of its holdings of financial instruments. Market risk is attributable to all market risk sensitive financial instruments including foreign currency receivables and payables and long term debt. We are exposed to market risk primarily related to foreign exchange rate risk, interest rate risk and the market value of our investments. Thus, our exposure to market risk is a function of investing and borrowing activities and revenue generating and operating activities in foreign currency. The objective of market risk management is to avoid excessive exposure in our foreign currency revenues and costs.

Currency risk

The Company is exposed to currency risk on account of its borrowings and other payables in foreign currency. The functional currency of the Company is Indian Rupee.

Exposure to currency risk (Exposure in different currencies converted to functional currency i.e. INR)

The currency profile of financial assets and financial liabilities as at 31st March, 2020 and 31st March, 2019 are as below:

31st March, 2020	USD
Financial Assets	
Trade & Other Receivables	1,19,196
Total	1,19,196
Financial Liabilities	
Trade & Other Payables	
Total	-
Net Exposure	1,19,196

31st March, 2019	USD
Financial Assets	
Trade & Other Receivables	3,72,391
Total	3,72,391
Financial Liabilities	
Trade & Other Payables	-
Total	-
Net Exposure	3,72,391

The following exchange rates have been applied during the year

INR	Year End Spot Rate	
	31st March, 2020	31st March, 2019
USD 1	79.19	69.44

Sensitivity analysis

A reasonably possible strengthening (weakening) of the foreign Currency against the Indian Rupee at 31st March would have affected the measurement of financial instruments denominated in foreign currencies and affected equity and profit or loss by the amounts shown below. This analysis assumes that all other variables, in particular interest rates, remain constant and ignores any impact of forecast sales and purchases.

	31st March, 2020		31st March, 2019	
	Effect in Profit & Loss		Effect in Profit & Loss	
	Effect in INR	Strengthening	Weakening	Strengthening
USD 3% movement	2,83,174.05	-2,83,174.05	7,75,799	-7,75,799

Interest rate risk

Interest rate risk can be either fair value interest rate risk or cash flow interest rate risk. Fair value interest rate risk is the risk of changes in fair values of fixed interest bearing investments because of fluctuations in the interest rates. Cash flow interest rate risk is the risk that the future cash flows of floating interest bearing investments will fluctuate because of fluctuations in the interest rates.

Exposure to interest rate risk

Company's interest rate risk arises from borrowings. The interest rate profile of the Company's interestbearing financial instruments as reported to the management of the Company is as follows.

	31st March, 2020	31st March, 2019
Variable rate Borrowings	9,17,13,191	14,89,34,686

Cash flow sensitivity analysis for variable-rate instruments

A reasonably possible change of 25% in interest rates (MCLR) at the reporting date would have increased (decreased) profit or loss by the amounts shown below. This analysis assumes that all other variables, in particular foreign currency exchange rates, remain constant.

Particulars	Profit / (Loss)	
	25% Increase	25% Decrease
March 31, 2020		
Variable Rate Instruments	-19,81,005	19,81,005
Cash Flow Sensitivity (Net)	-19,81,005	19,81,005
March 31, 2019		
Variable Rate Instruments	-32,16,989	32,16,989
Cash Flow Sensitivity (Net)	-32,16,989	32,16,989

The risk estimates provided assume a parallel shift of 25% interest rate across all yield curves. This calculation also assumes that the change occurs at the balance sheet date and has been calculated based on risk exposures outstanding as at that date. The period end balances are not necessarily representative of the average debt outstanding during the period.

Capital Management

For the purpose of the Company's capital management, capital includes issued capital and other equity reserves. The primary objective of the Company's Capital Management is to maximise shareholders value. The Company manages its capital structure and makes adjustments in the light of changes in economic environment and the requirements of the financial covenants.

The Company monitors capital using debt to equity ratio.

Particulars	As at 31st March, 2020	As at 31st March, 2019
Non Current Borrowings	12,80,86,924	15,44,63,327
Current Borrowings	27,58,05,166	27,15,32,136
Gross Debt	40,38,92,090	42,59,95,462
Total Equity	27,41,34,643	26,72,67,253
Adjusted Net Debt to Equity Ratio	1.47	1.59

NOTE 35 NOTES TO THE STANDALONE FINANCIAL STATEMENTS

A. CORPORATE INFORMATION

National Plastic Industries Limited ("the Company") is a listed entity incorporated in India.

The addresses of its registered office and principal place of business are disclosed in the introduction to the annual report.

B. SIGNIFICANT ACCOUNTING POLICIES

B.1 BASIS OF PREPARATION AND PRESENTATION

The financial statements have been prepared on the historical cost basis except for Defined Benefit Plan - Plan Assets which has been measured at fair value amount.

The financial statements of the Company have been prepared to comply with the Indian Accounting standards ('Ind AS'), including the rules notified under the relevant provisions of the Companies Act, 2013.

Company's financial statements are presented in Indian Rupees (RS), which is also its functional currency.

The financial statements of the Company have been prepared to comply with the Indian Accounting standards ('Ind AS'), including the rules notified under the relevant provisions of the Companies Act, 2013.

B.2 USE OF ESTIMATES AND JUDGEMENTS

The preparation of these financial statements in conformity with the recognition and measurement principles of Ind AS requires the management of the Company to make estimates and assumptions that affect the reported balances of assets and liabilities, disclosures of contingent liabilities as at the date of the financial statements and the reported amounts of income and expense for the periods presented.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and future periods are affected.

Key sources of estimation of uncertainty at the date of the financial statement, which may cause a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are in respect of impairment of investments, useful lives of property, plant and equipment, valuation of deferred tax assets and fair value measurement of financial instruments, these are discussed below. Key sources of estimation of uncertainty in respect of revenue recognition, employee benefits and provisions and contingent liabilities have been discussed in their respective policies.

Useful lives of property, plant and equipment

The company reviews the useful life of property, plant and equipment at the end of each reporting period. This reassessment may result in change in depreciation expense in future periods.

Valuation of deferred tax assets

The Company reviews the carrying amount of deferred tax assets at the end of each reporting period. The policy has been explained under note 2(i).

Fair value measurement of financial instruments

When the fair value of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the Discounted Cash Flow model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include consideration of inputs such as liquidity risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

B.3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

(a) Property, plant and equipment

Property, plant and equipment are stated at cost, net of recoverable taxes, trade discount and rebates less accumulated depreciation and impairment losses, if any. Such cost includes purchase price, borrowing cost and any cost directly attributable to bringing the assets to its working condition for its intended use, net charges on foreign exchange contracts and adjustments arising from exchange rate variations attributable to the assets.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the entity and the cost can be measured reliably.

Expenses incurred relating to construction of factory extension at Silvasa , Patna and Nellore during the construction stage prior to its intended use are disclosed under Capital Work - in - Progress.

Depreciation on property, plant and equipment is provided using straight line method Depreciation is provided based on useful life of the assets as prescribed in Schedule II to the Companies Act, 2013

Sr No	Particular	Useful Life (in Years)
1	Land	30
2	Buildings	30
3	Plant & Machinery	15
4	Dies & Moulds	15
5	Furniture & Fixtures	10
6	Vehicles	8
7	Office Equipment	8
8	Electrical Installation	10
9	Others	5

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

Gains or losses arising from derecognition of a property, plant and equipment are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the Statement of Profit and Loss when the asset is derecognised.

(b) Leases

Effective from 1 April 2019, the Company has applied Ind AS 116, which replaces the existing lease standard, Ind AS 17 Leases and other interpretations. The Company has applied Ind AS 116 using the modified retrospective approach and has accordingly not restated the comparative information. The Company at the inception of a contract, assesses whether a contract, is or contains a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. Ind AS 116 introduces a single balance sheet lease accounting model for lessees. A lessee recognises a right-of-use asset representing its right to use the

underlying asset and a lease liability representing its obligation to make lease payments. The Company has elected not to recognise right-of-use of assets and lease liabilities for short term leases that have a lease term of 12 months or less and leases of low value assets. The Company recognises the lease payments associated with these leases as an expense on a straight line basis over the lease term. Lessor accounting remains similar to the accounting under the previous standard i.e. lessor continues to classify leases as finance or operating lease. This policy is applied to contracts entered into, or changed, on or after 1 April 2019. For contracts entered into before 1 April 2019, the determination of whether an arrangement is, or contains a lease is based on the substance of the arrangement at the inception of the lease. The arrangement is, or contains, a lease if fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset or assets, even if that right is not explicitly specified in an arrangement.

As a lessee

The Company recognises a right-of-use asset and a lease liability at the lease commencement date. The right of use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct cost incurred and an estimate of cost to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received. The right-of-use asset is subsequently depreciated using the straight line method from the commencement date to the earlier of the end of the useful life or the end of the lease term. The estimated useful life of the right-of-use assets are determined on the same basis as those of property, plant and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability. The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Company's incremental borrowing rate. The lease payments shall include fixed payments, variable lease payments, residual value guarantees, exercise price of a purchase option where the Company is reasonably certain to exercise that option and payment of penalties for terminating the lease, if the lease term reflects the lessee exercising an option to terminate the lease. Subsequent to initial measurement, the liability will be reduced for payments made and increased for interest. It is remeasured to reflect any reassessment or modification, or if there are changes in in-substance fixed payments. When the lease liability is remeasured, the corresponding adjustment is reflected in the right-of-use asset, or profit and loss if the right-of-use asset is already reduced to zero. On the Balance Sheet, right-of-use assets have been included in property, plant and equipment and lease liabilities have been included in borrowings and other financial liabilities.

In the comparative period, leases of property, plant and equipment where the Company, as lessee, had substantially all the risks and rewards of ownership was classified as finance leases. Finance leases are capitalised at the lease's inception at the fair value of the leased property or, if lower, the present value of the minimum lease payments. The corresponding rental obligations, net of finance charges, are included in borrowings or other financial liabilities as appropriate. Each lease payment is allocated between the liability and finance cost. The finance cost is charged to the profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period. Leases in which a significant portion of the risks and rewards

of ownership was not transferred to the Company as lessee was classified as operating leases. Payments made under operating leases (net of any incentives received from the lessor) was charged to profit or loss on a straightline basis over the period of the lease unless the payments was structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases.

As a lessor

Lease income from operating leases, where the Company is a lessor, is recognised in income on a straight-line basis over the lease term unless the receipts are structured to increase in line with expected general inflation to compensate for the expected inflation.

(c) Inventory

Items of Inventories are measured at lower of cost and net realisable value after providing for obsolescence, if any, except in case of by-products which are valued at net realisable value. Cost of inventories comprises of cost of purchase, cost of conversion and other costs including manufacturing overheads net of recoverable taxes incurred in bringing them to their respective present location and condition.

(d) Impairment of non-financial assets - property, plant and equipment and intangible assets

IND AS 36 on Impairment of Assets requires every company to test for the impairment of its PPE annually. Due to the nature of business and products of the Company, the moulding process of production, the assets do not have a very high risk of impairment. Further Management has view that Moulding machines do not get impaired on their own as they host the moulds through which the moulding of plastic and other products happen. Moulds have a useful life in terms capacity of no of items to be produced. However, the Company maintains the moulds very well as a result; the moulds outlive their useful life.

(e) Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

(f) Employee Benefits Expense

Short Term Employee Benefits

The undiscounted amount of short term employee benefits expected to be paid in exchange for the services rendered by employees are recognised as an expense during the period when the employees render the services.

Defined Benefit Plans

The Company pays gratuity to the employees whoever has completed five years of service with the Company at the time of resignation/superannuation. The gratuity is paid @15 days salary for every completed year of service as per the Payment of Gratuity Act 1972.

The liability in respect of gratuity and other post-employment benefits is calculated using the Projected Unit Credit Method and spread over the period during which the benefit is

expected to be derived from employees' services.

Re-measurement of defined benefit plans in respect of post-employment are charged to the Other Comprehensive Income.

(g) Tax Expenses

The tax expense for the period comprises current and deferred tax. Tax is recognised in Statement of Profit and Loss, except to the extent that it relates to items recognised in the comprehensive income or in equity. In which case, the tax is also recognised in other comprehensive income or equity.

Current Tax

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities, based on tax rates and laws that are enacted or substantively enacted at the reporting period.

Deferred Tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period. The carrying amount of Deferred tax liabilities and assets are reviewed at the end of each reporting period.

(h) Foreign currencies transactions and translation

Transactions in foreign currencies are recorded at the exchange rate prevailing on the date of transaction. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency closing rates of exchange at the reporting date.

Exchange differences arising on settlement or translation of monetary items are recognised in Statement of Profit and Loss.

(i) Revenue recognition

Effective from April 1, 2018, the Company has applied IND AS 115 which establishes a comprehensive framework for determining whether, how much and when the revenue is to be recognised. IND AS 115 replaces IND AS 18 Revenue and IND AS 11 Construction Contracts. Para D35 of IND AS 101 First Time Adoption of IND AS states that a first time adopter is not required to restate contracts that were completed before the earliest reporting period. Since Company does not have any kind of continuing contracts, the Company has adopted IND AS 115 using the prospective method.

IND AS 115 prescribes a five step model for revenue recognition;

- 1) Identifying the Contract with the Customer
- 2) Identifying the Performance Obligation
- 3) Determining the Transaction Price
- 4) Allocating the Transaction Price to the Performance Obligation
- 5) Recognising the Revenue proportionately.

The Company earns revenue primarily from sale of household furnitures.

Accordingly revenue from domestic sale of goods is recognised when the performance obligations (i.e. delivery of the goods) are completed to the buyer.

Company follows industry practice of providing a right to return the defective products / parts and replaces the same. As required under the para 55 of IND AS 115, return liability has been recognised on the basis of expected returns which in turn have been computed on the basis of average returns of the Company over the past three years.

Revenue from export sale of goods is recognised when the performance obligations (i.e. loading of the goods on the vessel) are completed in case of Free on Board (FOB) contracts. In cases of Export sales under Cost including Freight contracts (CIF) Company recognises the revenue as per the general industry practise (i.e loading the goods on the vessel date). However Company has ensured that the delivery of all the revenue recognised as at the reporting date have actually reached the desired destination before finalisation of the accounts thereby ensuring the completeness of performance obligation.

Revenue from rendering of services is recognised when the performance of agreed contractual task has been completed.

Revenue from sale of goods is measured at the transaction price mutually decided at the time of execution of the contracts / Purchase Orders with the customers. The rates for the goods or services differ from customer to customer.

Revenue from operations includes sale of goods, services, goods and service tax (GST) and adjusted for discounts (net).

Interest income

Interest income from a financial asset is recognised using effective interest rate method.

Significant Judgements in applying IND AS 115

Timing of satisfaction of performance obligation Since the Company is purely in the business of sale of furniture the timing of satisfaction of the performance obligation is clearly the date on which the intended goods are delivered to the customer

Timing of satisfaction of performance obligation (Export Sales) In case of FOB sales, the timing of satisfaction of performance obligation would be date of loading of the goods on the vessel.

Timing of satisfaction of performance obligation (Export Sales) In case of CIF sales, Company has taken a judgement based on current industry practice to consider these transaction in same line as that of FOB sales.

Transaction price & the amounts allocated to the performance obligations Individual contracts / purchase orders are executed with each customer categorically specifying the individual unit rate decided after mutual negotiations.

Method of recognising revenue Output Method

Reason for selection of Output method As stipulated in Para B15, since the measurement of performance obligation can be directly evidenced, output method of revenue recognition is adopted.

(j) Government Grants

Grants received towards depreciable assets has been recognised as income over the period of useful life of the assets through which it is depreciated.

Grants received towards non depreciable assets has been recognised as income over the period in which expenses have been incurred to realise income from those assets.

(k) Financial instruments

i) Financial Assets

A. Initial recognition and measurement

All financial assets and liabilities are initially recognized at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities, which are not at fair value through profit or loss, are adjusted to the fair value on initial recognition. Purchase and sale of financial assets are recognised using trade date accounting.

B. Subsequent measurement

a) Financial assets carried at amortised cost (AC)

A financial asset is measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Impairment of financial assets

In accordance with Ind AS 109, the Company uses 'Expected Credit Loss' (ECL) model, for evaluating impairment of financial assets other than those measured at fair value through profit and loss (FVTPL).

Expected credit losses are measured through a loss allowance at an amount equal to:

* The 12-months expected credit losses (expected credit losses that result from those default events on the financial instrument that are possible within 12 months after the reporting date); or

* Full lifetime expected credit losses (expected credit losses that result from all possible default events over the life of the financial instrument)

For trade receivables Company applies 'simplified approach' which requires expected lifetime losses to be recognised from initial recognition of the receivables. The Company has its own adopted policy to determine impairment loss on the portfolio of trade receivables. At every reporting date this policy is reviewed and changes in the forward looking estimates are analysed.

ii) Financial liabilities

A. Initial recognition and measurement

All financial liabilities are recognized at fair value and in case of loans, net of directly attributable cost. Fees of recurring nature are directly recognised in the Statement of Profit and Loss as finance cost.

B. Subsequent measurement

Financial liabilities are carried at amortized cost using the effective interest method. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

iii) Derecognition of financial instruments

The Company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for derecognition under Ind AS 109. A financial liability (or a part of a financial liability) is derecognized from the Company's Balance Sheet when the obligation specified in the contract is discharged or cancelled or expires.

CRITICAL ACCOUNTING JUDGMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY

The preparation of the Company's financial statements requires management to make judgement, estimates and assumptions that affect the reported amount of revenue, expenses, assets and liabilities and the accompanying disclosures. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities

a) Depreciation / amortisation and useful lives of property plant and equipment / intangible assets

Property, plant and equipment / intangible assets are depreciated / amortised over their estimated useful lives, after taking into account estimated residual value. Management reviews the estimated useful lives and residual values of the assets annually in order to determine the amount of depreciation / amortisation to be recorded during any reporting period. The useful lives and residual values are based on the Company's historical experience with similar assets and take into account anticipated technological changes. The depreciation / amortisation for future periods is revised if there are significant changes from previous estimates.

b) Recoverability of trade receivable

Judgements are required in assessing the recoverability of overdue trade receivables and determining whether a provision against those receivables is required. Factors considered include the credit rating of the counterparty, the amount and timing of anticipated future payments and any possible actions that can be taken to mitigate the risk of non-payment.

c) Provisions

Provisions and liabilities are recognized in the period when it becomes probable that there will be a future outflow of funds resulting from past operations or events and the amount of cash outflow can be reliably estimated. The timing of recognition and quantification of the liability requires the application of judgement to existing facts and circumstances, which can be subject to change. The carrying amounts of provisions and liabilities are reviewed regularly and revised to take account of changing facts and circumstances.

d) Impairment of non-financial assets

Due to the nature of business and products of the Company, the moulding process of production, the assets do not have a very high risk of impairment. Further Management has view that Moulds do not get impaired on their own as they host the moulds through which the moulding of plastic and other products happen. Moulds have a useful life in terms capacity of no of items to be produced. However, the Company maintains the moulds very well as a result; the moulds outlive their useful life.

D AUDITOR REMUNERATION

Sr. No.	PARTICULARS	As at March ,31 2020	As at March ,31 2019
		₹	₹
	AUDITOR REMUNERATION		
i)	For Statutory Audit	4,00,000	4,00,000
ii)	For Tax Audit	1,10,000	1,10,000

E EXPENDITURE IN FOREIGN CURRENCY #

Sr. No.	PARTICULARS	As at March ,31 2020	As at March ,31 2019
		₹	₹
i)	Bank Charges	95,351	1,58,044

F EARNINGS IN FOREIGN EXCHANGE @

Sr. No.	PARTICULARS	As at March ,31 2020	As at March ,31 2019
		₹	₹
i)	Export of goods calculated on FOB Basis	13,92,95,799	18,00,53,795

G Under MICRO , Small and Medium Enterprises Development Act , 2006, (MSMED) which came into force from 2 October , certain disclosures are required to be made relating to Micro, Small and Medium enterprises . On the basis of the information and records available with the management , there are no outstanding dues to the Micro and Small enterprises as defined in the Micro, Small and Medium Enterprises Development Act , 2006

H CHANGES IN ACCOUNTING POLICIES AND DISCLOSURES

New and amended standards

The Company applied Ind AS 116 Leases for the first time The nature and effect of the changes as a result of adoption of this new accounting standard is described below. Several other amendments apply for the first time for the year ending March 31, 2020, but do not have an impact on the standalone financial statements of the Company.

(i) Ind AS 116 Leases

Ind AS 116 supersedes Ind AS 17 Leases including its appendices (Appendix C of Ind AS 17 Determining whether an Arrangement Operating Leases-Incentives and Appendix B of Ind AS 17 Evaluating the Substance of Transactions Involving the Legal Form of a Lease). The standard sets out the principles for the recognition, measurement, presentation and disclosure of leases and requires lessees to recognise most leases on the balance sheet. Lessor accounting under Ind AS 116 is substantially unchanged from Ind AS 17. Lessors will continue to classify leases as either operating or finance leases using similar principles as in Ind AS 17. Therefore, Ind AS 116 does not have an impact for leases where the Company is the lessor. The Company adopted Ind AS 116 using the modified retrospective method of adoption, with the date of initial application being April 01, 2019 The Company elected to use

the transition practical expedient to not reassess whether a contract is, or contains, a lease at April 01, 2019. Instead, the Company applied the standard only to contracts that were previously identified as leases applying Ind AS 17 and Appendix C of Ind AS 17 at the date of initial application. The Company also elected to use the recognition exemptions for lease contracts that, at the commencement date, have a lease term of 12 months or less and do not contain a purchase option (short-term leases), and lease contracts for which the underlying asset is of low value (low-value assets).

Upon adoption of Ind AS 116, the Company applied a single recognition and measurement approach for all leases for which it is the lessee, except for short-term leases and leases of low value assets. The Company recognised lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets. In accordance with the modified retrospective method of adoption, the Company recorded the lease liability at the present value of the remaining lease payments discounted at the incremental borrowing rate as on the date of transition and has measured right of use asset an amount equal to lease liability.

I STANDARDS ISSUED , BUT NOT YET APPLICABLE

Ministry of Corporate Affairs ("MCA") notifies new standard or amendments to the existing standards . There is no such notification which would have been applica ble from 1 April , 2020.

For R.S.Prabhu & Associates
Chartered Accountants
Firm Regn. No 127010W
CA.Anitha Viswanathan
Partner
ICAI Mem No.113512

For and on behalf of the Board of Directors

Paresh V Parekh
Managing Director
DIN: 00432673

Ketan V Parekh
Managing Director
DIN: 00432734

Umesh Shenoy
Chief Financial Officer

Mayuri Joshi
Company Secretary

Place : Mumbai
Date : 30th June, 2020

