



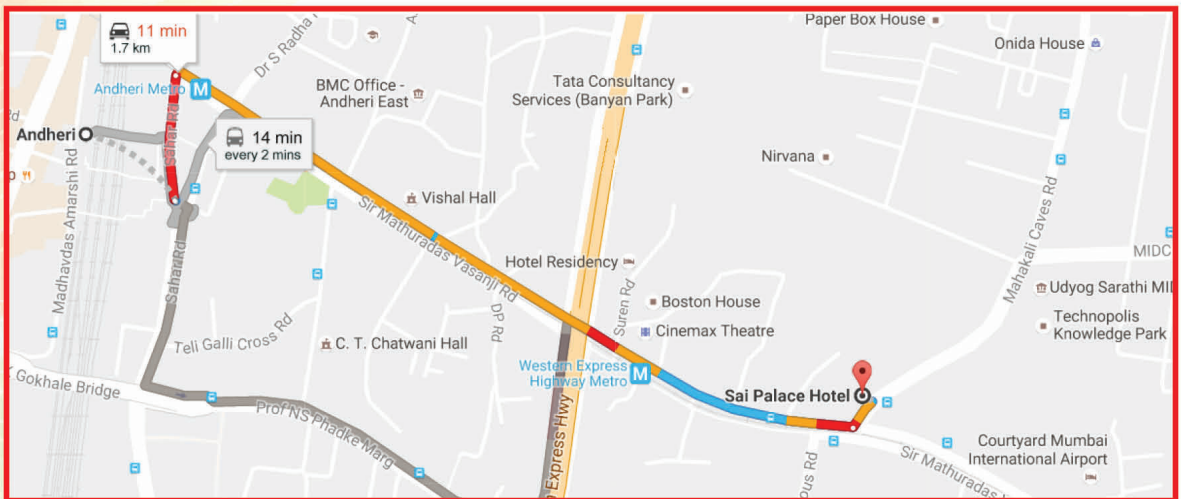
NATIONAL PLASTIC INDUSTRIES LIMITED



29<sup>th</sup> ANNUAL REPORT  
2015-16

# Route Map to the Venue of the AGM

**Sai Palace Hotel,  
Chakala M.I.D.C., Andheri  
(East), Mumbai - 400 093**



## **CORPORATE INFORMATION**

### **Board of Directors**

Mr. Paresh V. Parekh (Managing Director)  
Mr. Ketan V. Parekh (Jt. Managing Director)  
Mr. Dilip Thaker (Director)  
Mrs. Jyoti Palekar (Director)  
Mrs. Neeta Parekh (Additional Director w.e.f. 07.11.2015)

### **Chief Financial Officer**

Mr. Harsh P. Parekh

### **VP – Finance**

Mr. Umesh L. Shenoy

### **Company Secretary**

Ms. Swati J. Zawar

### **Auditors**

M/s. Sheth Doctor & Associates  
Chartered Accountants

### **Bankers**

Corporation Bank  
Karur Vysya Bank

### **Investor Queries**

investor@nationalplastic.com

### **Website**

www.nationalplastic.com

### **Registered office**

A-59, MIDC, Road No. 1,  
Marol, Andheri (East),  
Mumbai - 400 093

### **Corporate Office**

Office No. 213-215, 2<sup>nd</sup> Floor,  
Hubtown Solaris, N. S. Phadke Marg,  
Andheri (East), Mumbai- 400069.  
Tel No.: 022 - 6766 9999 / 2831 1555  
Fax: 022 – 267669998  
Email Id: info@nationalplastic.com  
CIN No.: L25200MH1987PLC044707

**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.**

### **Registrar & Transfer Agent**

Sharex Dynamic (India) Pvt. Ltd.,  
Unit No. 1, Luthra Industrial Premises,  
Safed Pool, Andheri Kurla Road,  
Andheri (East), Mumbai - 400 072  
Tel No.: 022 – 2851 5606/2851 5644  
Fax: 022 – 2851 2855  
Email Id: sharexindia@vsnl.com  
Website: www.sharexindia.com

### **Plant Locations**

**Silvassa** - Plot No. 263, Damani Road,  
Village - Dadra, Silvassa - 396230  
Union Territory of Dadra Nagarhaveli.

**Patna** - Plot No. B - 1 to B – 7 Industrial Area, Fatuha,  
Bihar – 803201

**Nellore Unit No. 1** - Plot no. 1 Industrial  
Park, Survey No. 283, 297 & 298,  
Naidupet (Menakur), Nellore, Andhra Pradesh –  
524421

**Nellore Unit No. 2** – Plot no. 2 Industrial Park, Survey  
No. 296 Naidupet (Menakur), Nellore, Andhra Pradesh  
– 524421

### **Company Depots**

Thalassery, Vapi.

### **Listing on Stock Exchange**

Bombay Stock Exchange Limited

### **29<sup>th</sup> Annual General Meeting**

Thursday, 22<sup>nd</sup> September, 2016 at 11.00 a.m.  
at Sai Palace Hotel, Chakala M.I.D.C.,  
Andheri (East), Mumbai - 400093.

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## NOTICE

Notice is hereby given that the Twenty Ninth Annual General Meeting of the Members of National Plastic Industries Limited (CIN No. L25200MH1987PLC044707), will be held on Thursday, 22<sup>nd</sup> September, 2016 at 11.00 a.m. at Sai Palace Hotel, Chakala M.I.D.C., Andheri (East), Mumbai - 400 093 to transact the following business:

### ORDINARY BUSINESS

1. To receive, consider and adopt the audited financial statements of the Company for the year ended 31<sup>st</sup> March 2016, the reports of the Board of Directors and Auditors thereon.
2. To declare dividend on Equity Shares for the year ended 31<sup>st</sup> March, 2016.
3. To appoint a Director in place of Mr. Paresh V. Parekh, (DIN 00432673) who retires by rotation and being eligible, offers himself for re-appointment.
4. To appoint Auditors of the Company who shall hold office from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting and to authorise the Board of Directors to fix their remuneration. The retiring Auditors, M/s. Sheth Doctor & Associates, Chartered Accountants (Registration No. 124822W), are eligible for re-appointment and have given a written certificate as per Section 141 of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules 2014.

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

**“RESOLVED THAT** pursuant to the provisions of Section 139 of the Companies Act, 2013 and the rules made thereunder, M/s. Sheth Doctor & Associates, Chartered Accountants (Registration No. 124822W), be and are hereby re-appointed as Statutory Auditor of the Company, to hold office from the conclusion of this meeting until the conclusion of the next Annual General Meeting on such remuneration as may be mutually determined between the said Auditors and the Board of Directors of the Company.”

### SPECIAL BUSINESS

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

**“RESOLVED THAT** pursuant to the provisions of Sections 152 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), Mrs. Neeta K. Parekh (DIN 00811690), who was appointed as an Additional Director of the Company by the Board of Directors with effect from 7<sup>th</sup> November, 2015 and who holds office till the date of the Annual General Meeting, in terms of Section 161 of the Companies Act, 2013, and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing her candidature for the office of Director, be and is hereby appointed as a Director of the Company whose term of office shall be liable to retirement by rotation.”

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

**“RESOLVED that** pursuant to the provisions of Sections 196, 197 and any other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder [including any statutory modification(s) or re-enactment thereof, or any other law], read with Schedule V of the Companies Act, 2013 and in partial modification of the relevant resolutions passed at the Annual General Meeting of the Company held on 24<sup>th</sup> September 2013 and 29<sup>th</sup> September 2015, consent of the members be and is hereby accorded to the revision in the remuneration of Mr. Paresh V. Parekh, Managing Director of the Company (DIN 00432673) as recommended by the Nomination and Remuneration Committee and as set out in the explanatory statement annexed to the notice for the period with effect from 1<sup>st</sup> October, 2016, for the remaining period of his tenure i.e. upto 31<sup>st</sup> January, 2018.”

**“RESOLVED FURTHER** that except for the aforesaid revision in remuneration, all other terms and conditions of his appointment as the Managing Director of the Company, as approved by the resolutions passed at the Annual General Meeting of the Company held on 24<sup>th</sup> September 2013 and 29<sup>th</sup> September 2015, shall remain unchanged.”

**“RESOLVED FURTHER** that in case of absence or inadequacy of profits in any financial year, the aforesaid remuneration shall be paid to Mr. Paresh Parekh as minimum remuneration.”

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“**RESOLVED FURTHER** that the Board be and is hereby authorized to do all such acts, deeds, matters and things as may be deemed necessary to give effect to this resolution.”

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

“**RESOLVED** that pursuant to the provisions of Sections 196, 197 and any other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder [including any statutory modification(s) or re-enactment thereof, or any other law], read with Schedule V of the Companies Act, 2013 and in partial modification of the relevant resolutions passed at the Annual General Meeting of the Company held on 24<sup>th</sup> September 2013 and 29<sup>th</sup> September 2015, consent of the members be and is hereby accorded to the revision in the remuneration of Mr. Ketan V. Parekh, Joint Managing Director of the Company (DIN 00432734) as recommended by the Nomination and Remuneration Committee and as set out in the explanatory statement annexed to the notice for the period with effect from 1<sup>st</sup> October, 2016, for the remaining period of his tenure i.e. upto 31<sup>st</sup> January, 2018.”

“**RESOLVED FURTHER** that except for the aforesaid revision in remuneration, all other terms and conditions of his appointment as the Joint Managing Director of the Company, as approved by the resolutions passed at the Annual General Meeting of the Company held on 24<sup>th</sup> September 2013 and 29<sup>th</sup> September 2015, shall remain unchanged.”

“**RESOLVED FURTHER** that in case of absence or inadequacy of profits in any financial year, the aforesaid remuneration shall be paid to Mr. Ketan Parekh as minimum remuneration.”

“**RESOLVED FURTHER** that the Board be and is hereby authorized to do all such acts, deeds, matters and things as may be deemed necessary to give effect to this resolution.”

**On behalf of the Board of Directors  
For NATIONAL PLASTIC INDUSTRIES LIMITED**

**Place: Mumbai  
Date: 10<sup>th</sup> August, 2016**

**PARESH V. PAREKH  
MANAGING DIRECTOR**

## NOTES

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND 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.

2. 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.
3. 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.
4. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of the Special Business to be transacted at the Meeting is annexed hereto. The relevant details as required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, of the person seeking re-appointment as Director under Item No. 3 of the Notice is also annexed.
5. The Annual Report will also be available on the website of the Company at [www.nationalplastic.com](http://www.nationalplastic.com) in the Investors section.
6. The Register of Members and the Share Transfer Books shall remain closed from Thursday, 15<sup>th</sup> September, 2016 to Thursday, 22<sup>nd</sup> September, 2016 (both days inclusive), for the purpose of payment of Dividend and Annual General Meeting (AGM) of the Company.
7. Dividend on equity shares as recommended by the Board of Directors for the year ended 31<sup>st</sup> March 2016, upon declaration at the AGM, will be payable to those eligible Members whose names stand in the Register of Members/Register of Beneficial holders of shares as the case may be for shares held in physical and electronic (demat) form, respectively on 14<sup>th</sup> September, 2016.
8. All the Members are requested to:
  - i. bring their copies of the Annual Report and the duly filled in Attendance Slip for attending the Annual General Meeting.
  - ii. send their queries with respect to the accounts and operations of the Company at least 10 days in advance so that the required information can be made available at the meeting.
  - iii. direct all the correspondence relating to dividends, transfer and transmission of shares, change in their registered address, to the Company's Registrar and Transfer Agents, **Sharex Dynamic (India) Pvt. Ltd.**, Unit 1, Luthra Industrial Premises, Safed Pool, Andheri Kurla Road, Andheri (East), Mumbai - 400072.  
  
Members holding shares in the electronic form are advised to inform change in address directly to their respective depository participants.
  - iv. quote their Folio No. / DP ID and Client ID No. in all their correspondence with the Registrar and Share Transfer Agents.
  - v. intimate Registrar and Share Transfer Agents M/s. Sharex Dynamic (India) Pvt. Ltd. for consolidation of their folios, in case they are having more than one folio.
  - vi. note that no gifts/coupons shall be distributed at the Annual General Meeting.
9. The Notice of AGM, Annual Report and Attendance Slip are being sent in electronic mode as a link to all the Members whose email address is registered with the Company or the Depository Participant(s), unless any Member has requested for the hard copy of the same. For members who have not registered their email address, physical copies of the Notice of AGM, Annual Report and Attendance Slip are being sent in the permitted mode.

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10. The route map showing directions to reach the venue of the AGM is set out in the Report.
11. In case of Joint holders attending the meeting, only such joint holder whose name is higher in the order of names will be entitled to vote.

### 12. VOTING THROUGH ELECTRONIC MEANS:

- I. In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 (Listing Regulations), the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).
- II. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.
- III. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
- IV. The remote e-voting period commences on 19<sup>th</sup> September, 2016 (9:00 am) and ends on 21<sup>st</sup> September, 2016 (5:00 pm). During this period members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 15<sup>th</sup> September, 2016, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
- V. The process and manner for remote e-voting are as under:
  - A. In case a Member receives an email from NSDL [for members whose email IDs are registered with the Company/Depository Participants(s)] :
    - (i) Open email and open PDF file viz; "National e-voting.pdf" with your Client ID or Folio No. as password. The said PDF file contains your user ID and password/PIN for remote e-voting. Please note that the password is an initial password.
    - (ii) Launch internet browser by typing the following URL: <https://www.evoting.nsd.com/>
    - (iii) Click on Shareholder - Login
    - (iv) Put user ID and password as initial password/PIN noted in step (i) above. Click Login.
    - (v) Password change menu appears. Change the password/PIN with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
    - (vi) Home page of remote e-voting opens. Click on remote e-voting: Active Voting Cycles.
    - (vii) Select "EVEN" of "National Plastic Industries Limited".
    - (viii) Now you are ready for remote e-voting as Cast Vote page opens.
    - (ix) Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.
    - (x) Upon confirmation, the message "Vote cast successfully" will be displayed.
    - (xi) Once you have voted on the resolution, you will not be allowed to modify your vote.
    - (xii) Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to [ashishlalpuria@yahoo.co.in](mailto:ashishlalpuria@yahoo.co.in) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)

- B. In case a Member receives physical copy of the Notice of AGM [for members whose email IDs are not registered with the Company/Depository Participants(s) or requesting physical copy] :
- (i) Initial password is provided at the bottom of the Attendance Slip for the AGM
- EVEN (Remote e-voting Event Number)    USER ID    PASSWORD/PIN**
- (ii) Please follow all steps from Sl. No. (ii) to Sl. No. (xii) above, to cast vote.
- VI. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and remote e-voting user manual for Members available at the downloads section of [www.evoting.nsd.com](http://www.evoting.nsd.com) or call on toll free no.: 1800-222-990.
- VII. If you are already registered with NSDL for remote e-voting then you can use your existing user ID and password/PIN for casting your vote.
- VIII. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
- IX. 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 of 15<sup>th</sup> September, 2016.
- X. 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. 15<sup>th</sup> September, 2016, may obtain the login ID and password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or [investor@nationalplastic.com](mailto:investor@nationalplastic.com).
- However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" option available on [www.evoting.nsd.com](http://www.evoting.nsd.com) or contact NSDL at the following toll free no.: 1800-222-990.
- XI. 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.
- XII. 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.
- XIII. Mrs. Jayshree A. Lalpuria, Practicing Company Secretary (Membership No. 17629) of Jayshree A. Lalpuria & 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.
- XIV. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of "Ballot Paper" for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
- XV. 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.
- XVI. The Results declared alongwith the report of the Scrutinizer shall be placed on the website of the Company [www.nationalplastic.com](http://www.nationalplastic.com) and on the website of NSDL 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.
13. 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.
14. 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.



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15. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company / M/s. Sharex Dynamic (India) Private Limited.
16. 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.
17. Members holding shares in physical form are requested to consider converting their holding to dematerialized form to eliminate all risks associated with physical shares. Members can contact the Company's Registrar and Transfer Agents, M/s. Sharex Dynamic (India) Private Limited for assistance in this regard.
18. Pursuant to Section 205A of the Companies Act, 1956, dividend which remain unpaid or unclaimed for a period of 7 years, will be transferred to Investor Education and Protection Fund (IEPF) of the Central Government. Shareholders, who have not encashed the dividend warrant(s) so far for the Financial Years 2009-2010 onwards, are requested to make their claims to the Company's Registrar and Transfer Agents. It may be noted that once the unclaimed dividend is transferred, on the expiry of seven years from the date of declaration, to the IEPF, as stated herein, no claim shall lie in respect thereof. 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 29, 2015 (date of last Annual General Meeting) on the website of the Company ([www.nationalplastic.com](http://www.nationalplastic.com)), as also on the website of the Ministry of Corporate Affairs.
19. 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 their 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.

**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.**

### **ANNEXURE TO THE NOTICE OF THE 29<sup>TH</sup> ANNUAL GENERAL MEETING**

#### **Explanatory Statement pursuant to Section 102 of the Companies Act, 2013**

##### **Item No. 5**

Pursuant to the recommendation of the Nomination and Remuneration Committee, the Board of Directors at its meeting held on 7<sup>th</sup> November, 2015, appointed Mrs. Neeta K. Parekh, as an Additional Director of the Company w.e.f. 7<sup>th</sup> November, 2015.

She holds office upto the date of the ensuing Annual General Meeting pursuant to Section 161 of the Companies Act, 2013.

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 proposing the candidature of Mrs. Neeta K. Parekh for the office of Director of the Company.

Mrs. Neeta K. Parekh, aged 48 years, is a Commerce graduate from HR College, Mumbai. She has also completed a Designing course from Sophia College, Mumbai. She is an entrepreneur having her own business in designing and making evening ladies bags under the brand name "Mystique Accessories".

She is currently a Director in Enpee Credit and Capital (India) Private Limited.

She holds 1099400 equity shares of the Company.

She is not disqualified from being appointed as Director in terms of Section 164 of the Companies Act, 2013 and have given her consent to act as a Director of the Company.

The Board considers that her association would be of immense benefit to the Company and it is desirable to avail services of Mrs. Neeta K. Parekh as a Director. Accordingly, the Board recommends the resolution with respect to appointment of Mrs. Neeta K. Parekh as a Director, for the approval by the shareholders of the Company.

Mrs. Neeta K. Parekh may be deemed to be concerned or interested, financially or otherwise, to the extent of the aforesaid shareholding in respect of her appointment as a Director. Mr. Ketan V. Parekh who is her relative and Joint Managing Director of the Company 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 Mrs. Neeta K. Parekh.

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 No. 5 of the Notice.

The Board recommends the resolution for approval of the members as an Ordinary Resolution.

**Item No. 6 & 7**

At the Annual General Meeting (AGM) held on 24<sup>th</sup> September 2013, the Members of the Company had approved the appointment and the terms of remuneration of Mr. Paresh V. Parekh as Managing Director of the Company and Mr. Ketan Parekh as Joint Managing Director of the Company, for a period of 5 years with effect from 1<sup>st</sup> February, 2013.

In order to comply with the provisions of Section 152 of the Companies Act, 2013 and pursuant to the provisions of the Articles of Association, the Members of the Company at the AGM held on 29<sup>th</sup> September 2015, approved the amendment to the terms of appointment of Mr. Paresh V. Parekh and Mr. Ketan Parekh to provide that they will be liable to retire by rotation.

The Company is aggressively concentrating on its expansion plans besides exploring opportunities both in India and abroad.

Taking into consideration the duties and responsibilities of the Managing Director and Joint Managing Director, the prevailing managerial remuneration in the industry and on the recommendation of the Nomination and Remuneration Committee, the Board of Directors at their meeting held on 10<sup>th</sup> August, 2016 has approved the proposal of revision in their remuneration with effect from 1<sup>st</sup> October, 2016 for the remaining period of their tenure i.e. 31<sup>st</sup> January, 2018 as set out below:

1. SALARY: ₹ 50,000/- per month.
2. PERQUISITES:
  - a) House Rent Allowances ₹ 25,000/- per month.
  - b) City Compensatory Allowance of ₹ 15,000/- per month.
  - c) The reimbursement of the medical expenses of self and his family subject to ceiling of one month salary in a year or three months salary over a period of three years.
  - d) Leave Travel Concession for self and family, once in a year as per the rules specified by the Company.
  - e) Fees of club other than admission and life membership fees of maximum two clubs.
  - f) Personal accident Insurance Premium not to exceed ₹ 2,000/- per annum.
3. 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 activities.
  - d) Telephone facility shall be provided at the residence. Costs incurred for personal long distance telephone calls and use of car for private purpose shall be borne by him.

Except for the aforesaid revision in remuneration, all the other terms and conditions of their appointment as the Managing Director and Joint Managing Director of the Company, as approved by the resolutions passed at the Annual General Meeting of the Company held on 24<sup>th</sup> September 2013 and 29<sup>th</sup> September 2015, shall remain unchanged.

Mr. Paresh V. Parekh and Mr. Ketan V. Parekh may be deemed to be concerned or interested, financially or otherwise, to the extent of their shareholding in respect of the revision in their remuneration. Mr. Ketan V. Parekh, Joint Managing Director and Mr. Harsh P. Parekh, Chief Financial Officer who are relatives of Mr. Paresh P. Parekh, and their other

## NATIONAL PLASTIC INDUSTRIES LIMITED

relatives, to the extent of their shareholding in the Company, may be deemed to be concerned or interested in the revision in remuneration of Mr. Paresh V. Parekh.

Mr. Paresh V. Parekh, Managing Director and Mrs. Neeta K. Parekh, Director who are relatives of Mr. Ketan V. Parekh, and their other relatives, to the extent of their shareholding in the Company, may be deemed to be concerned or interested in the revision in remuneration of Mr. Ketan V. Parekh.

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 No. 6 and 7 of the Notice.

The Board recommends the resolution for approval of the members as an Ordinary Resolution.

**On behalf of the Board of Directors  
For NATIONAL PLASTIC INDUSTRIES LIMITED**

**Place: Mumbai  
Date: 10<sup>th</sup> August, 2016**

**PARESH V. PAREKH  
MANAGING DIRECTOR**

### Details of Director seeking re-appointment at the Annual General Meeting

Name of the Director	Mr. Paresh V. Parekh
Date of Birth	April 15, 1965
DIN	00432673
Date of Appointment	March 10, 1993
Qualification	Business Management Graduate from U.S.A.
Expertise in specific functional areas	Expertise in Management & Finance. He has over 20 years of experience in corporate management. As a Managing Director, he is responsible for the day to day operations of the Company.
Directorships held in other public companies (excluding foreign companies and Section 8 companies)	Organization of Plastics Processors of India
Memberships/Chairmanships of committees of other public companies	Nil
Number of shares held in the Company	11,41,401

## DIRECTORS' REPORT

To,  
The Members,  
**NATIONAL PLASTIC INDUSTRIES LIMITED**

Your Directors present their 29<sup>th</sup> Annual Report together with the Audited Accounts of the Company, for the year ended 31<sup>st</sup> March, 2016.

### FINANCIAL RESULTS:

(₹ in Lacs)

Particulars	2015-2016	2014-2015
<b>Sales &amp; Other Income</b>	11407.64	9638.89
(Loss) / Gross Profit before Depreciation, Interest & Tax	1022.11	774.28
Less : Depreciation	178.91	179.36
Interest	393.90	406.54
<b>(Loss) / Profit for the year</b>	<b>449.29</b>	<b>188.38</b>
Less: Prior Period Adjustment	12.33	-
Less : Deferred Tax Liabilities	239.26	60.60
<b>(Loss)/ Net Profit after Tax</b>	<b>197.70</b>	<b>127.78</b>
Less: Depreciation due to Transitional Provision Effect	-	63.24
Add: Balance brought forward from previous year (Adjusted)	150.85	196.20
Balance Available for appropriation	348.56	260.74
<b>Appropriation:</b>		
Proposed Dividend	91.30	91.30
Dividend Tax	18.59	18.59
Transfer to General Reserve		-
Balance c/f to Balance Sheet	238.68	150.85

### BUSINESS ENVIRONMENT

The business environment was positive during the year with stability in the market conditions and the raw material prices.

The year 2015-2016 was optimistic year for the Company's operations with rising trends. The Company was able to achieve a turnover of ₹ 114.08 Crs for the year 2015-16. Persistent efforts have been made by the Company to maintain higher sales volume and reduce finance costs. There was intense competition both from the organized market players as well as the local unorganized manufacturers. The Management believes that the overall growth and new entrants in the organized market, executing business transactions through the ecommerce portals will bring transparency in doing business and a shift from unorganized market players to organized market players.

### STATE OF AFFAIRS

During the financial year ended 31<sup>st</sup> March 2016, the Total Sales & Other Income for the year was at ₹ 114.08 Crores as against ₹ 96.39 Crores for the year 2014-15. Out of this, exports were ₹ 23.88 Crores as against ₹ 23.43 Crores for the year 2014-15. Your Company is working on consolidating its strengths in the key markets to increase export sales in the coming years.

Net Sales were ₹ 99.53 Crores as against ₹ 82.84 Crores in the previous year. The profit after tax for the year under review was at ₹ 197.70 Lacs representing an increase of 55% over the previous year.

Due to various initiatives taken by the Company, the Interest and Finance cost have decreased by ₹ 12.64 Lacs i.e. from ₹ 406.54 Lacs to ₹ 393.90 Lacs.

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.

## NATIONAL PLASTIC INDUSTRIES LIMITED

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 2015-16.

The Company has also commenced the manufacturing of Air-coolers.

### DIVIDEND

The Board of Directors of your Company are pleased to recommend a Dividend of ₹ 1/- per equity share (10%) as compared to ₹ 1/- in the previous year. The total outflow on account of Equity Dividend will be ₹ 109.89 Lacs (inclusive of tax of ₹ 18.59 lacs) which is provided in the accounts for the purpose of Dividend. The Dividend payout is subject to the approval of the shareholders at the ensuing Annual General Meeting of the Company.

### AWARDS AND RECOGNITIONS

The Company was conferred with the Largest Exporter of Plastic Furniture Award for the year 2014-15 by the Plastic PLEX Council in FY15-16.

### SUBSIDIARY COMPANY

The Company does not have any Subsidiary Company.

### EXTRACT OF ANNUAL RETURN

Pursuant to sub-section 3(a) of Section 134 and 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 31<sup>st</sup> March, 2016 forms part of this report as **Annexure 1**.

### NUMBER OF MEETINGS OF THE BOARD

Regular meetings of the Board are held to discuss and decide on various business policies, strategies and other businesses. The Board met six (6) times during the FY 2015-16 viz. on 14<sup>th</sup> May 2015, 30<sup>th</sup> May 2015, 30<sup>th</sup> June 2015, 14<sup>th</sup> August 2015, 7<sup>th</sup> November 2015 and 12<sup>th</sup> February 2016. The maximum interval between any two meetings did not exceed 120 days.

Attendance of each Director at these meetings is as under:

Name of Director	Category	No. of Board Meetings Attended
Mr. Paresh V. Parekh	Promoter Executive	6
Mr. Ketan V. Parekh	Promoter Executive	3
Mr. Ashwin J. Goradia <sup>1</sup>	Non-Executive Independent	4
Mr. Dhirajlal J. Shanghavi <sup>1</sup>	Non-Executive Independent	4
Mrs. Jyoti Palekar <sup>2</sup>	Non-Executive Independent	2
Mr. Dilip Thaker <sup>2</sup>	Non-Executive Independent	2
Mrs. Neeta Parekh <sup>3</sup>	Non-Executive	-

<sup>1</sup>*Ceased to be the Director with effect from 7<sup>th</sup> November, 2015.*

<sup>2</sup>*Appointed as Independent Director with effect from 29<sup>th</sup> September, 2015.*

<sup>3</sup>*Appointed as an Additional Director with effect from 7<sup>th</sup> November, 2015.*

### Separate Meeting of Independent Directors

A meeting of the Independent Directors of the Company was held on 30<sup>th</sup> May, 2015 and the same was attended by Mr. Dhirajlal Shanghavi and Mr. Ashwin Goradia.

### NUMBER OF MEETINGS OF COMMITTEES OF THE BOARD OF DIRECTORS

The Company has the following Committees of the Board:

#### 1. Audit Committee

The Audit Committee is constituted as required under Section 177 of the Companies Act, 2013. The scope of activities and powers of the Audit Committee includes the areas prescribed under Section 177 of the Companies Act, 2013.

In view of the cessation of Mr. Dhirajlal Shanghavi and Mr. Ashwin Goradia from the Directorship of the Company on 7<sup>th</sup> November, 2015, the Audit Committee was re-constituted by the Board on 7<sup>th</sup> November, 2015. The present composition of the Committee is as under:

Sr. No.	Name of the Director	Position
1	Mr. Dilip Thaker <sup>1</sup>	Chairman
2	Mrs. Jyoti Palekar <sup>2</sup>	Member
3	Mr. Paresh V. Parekh	Member

<sup>1</sup>Appointed as chairman of the Audit Committee with effect from 7<sup>th</sup> November, 2015.

<sup>2</sup>Appointed as member of the Audit Committee with effect from 7<sup>th</sup> November, 2015.

Four (4) Audit Committee meetings were held during the financial year 2015-2016 on 30<sup>th</sup> May 2015, 14<sup>th</sup> August 2015, 6<sup>th</sup> November 2015 and 12<sup>th</sup> February 2016. The attendance of the Audit Committee Members at the said meetings is as below:

Sr. No.	Name of the Director	Meetings Attended
1	Mr. Dilip Thaker <sup>1</sup>	1
2	Mrs. Jyoti Palekar <sup>2</sup>	1
3	Mr. Paresh V. Parekh	4
4	Mr. Ashwin J. Goradia <sup>3</sup>	3
5	Mr. Dhirajlal J. Shanghavi <sup>4</sup>	3

<sup>1</sup>Appointed as chairman of the Audit Committee with effect from 7<sup>th</sup> November, 2015.

<sup>2</sup>Appointed as member of the Audit Committee with effect from 7<sup>th</sup> November, 2015.

<sup>3</sup>Ceased to be member of the Audit Committee with effect from 7<sup>th</sup> November, 2015

<sup>4</sup>Ceased to be chairman of the Audit Committee with effect from 7<sup>th</sup> November, 2015

## 2. Share Transfer and Stakeholders Relationship Committee

The nomenclature of the Committee has changed to "Stakeholders Relationship Committee" by the Board of Directors at its meeting held on 14<sup>th</sup> August, 2015.

In view of the cessation of Mr. Ashwin Goradia from the Directorship of the Company on 7<sup>th</sup> November, 2015, the Stakeholders Relationship Committee was re-constituted by the Board on 7<sup>th</sup> November, 2015. The present composition of the Committee is as under:

Sr. No.	Name of the Director	Position
1	Mrs. Jyoti Palekar <sup>1</sup>	Chairman
2	Mr. Paresh V. Parekh	Member
3	Mr. Ketan V. Parekh	Member

<sup>1</sup>Appointed as chairman of the Stakeholders Relationship Committee with effect from 7<sup>th</sup> November, 2015.

The Share Transfer and Stakeholders Relationship Committee/Stakeholders Relationship Committee met eight (8) times during the financial year 2015-16 viz. on 6<sup>th</sup> April 2015, 13<sup>th</sup> April 2015, 12<sup>th</sup> May 2015, 9<sup>th</sup> June 2015, 23<sup>rd</sup> June 2015, 14<sup>th</sup> July 2015, 4<sup>th</sup> August 2015 and 12<sup>th</sup> February 2016. The attendance of the Committee Members at the said meetings is as below:

Sr. No.	Name of the Director	Meetings Attended
1	Mrs. Jyoti Palekar <sup>1</sup>	1
2	Mr. Paresh V. Parekh	8
3	Mr. Ketan V. Parekh	8
4	Mr. Ashwin J. Goradia <sup>2</sup>	7

<sup>1</sup>Appointed as chairman of the Stakeholders Relationship Committee with effect from 7<sup>th</sup> November, 2015.

<sup>2</sup>Ceased to be chairman of the Stakeholders Relationship Committee with effect from 7<sup>th</sup> November, 2015.

## NATIONAL PLASTIC INDUSTRIES LIMITED

### 3. Nomination and Remuneration Committee

In terms of Section 178 of the Companies Act, 2013 read with rules framed thereunder, the Board of Directors of the Company have constituted Nomination and Remuneration Committee. The present composition of the Committee is as under:

Sr. No.	Name of the Director	Position
1	Mrs. Jyoti Palekar <sup>1</sup>	Chairman
2	Mr. Dilip Thaker <sup>2</sup>	Member
3	Mrs. Neeta Parekh <sup>2</sup>	Member

<sup>1</sup>Appointed as chairman of the Nomination and Remuneration Committee with effect from 14<sup>th</sup> August, 2015.

<sup>2</sup>Appointed as a member of the Nomination and Remuneration Committee with effect from 7<sup>th</sup> November, 2015.

The Nomination and Remuneration Committee met four (4) times during the financial year 2015-16 viz. on 30<sup>th</sup> May 2015, 14<sup>th</sup> August 2015, 6<sup>th</sup> November 2015 and 12<sup>th</sup> February 2016. The attendance of the Committee Members at the said meetings is as below:

Sr. No.	Name of the Director	Meetings Attended
1	Mrs. Jyoti Palekar <sup>1</sup>	2
2	Mr. Dilip Thaker <sup>2</sup>	1
3	Mrs. Neeta Parekh <sup>2</sup>	-
4	Mr. Ashwin J. Goradia <sup>3</sup>	3
5	Mr. Dhirajlal J. Shanghavi <sup>3</sup>	3

<sup>1</sup>Appointed as chairman of the Nomination and Remuneration Committee with effect from 14<sup>th</sup> August, 2015.

<sup>2</sup>Appointed as a member of the Nomination and Remuneration Committee with effect from 7<sup>th</sup> November, 2015.

<sup>3</sup>Ceased to be member of the Nomination and Remuneration Committee with effect from 7<sup>th</sup> November, 2015.

### 4. Executive Management Committee

The Executive Management Committee was constituted by the Board of Directors at their meeting held on 14<sup>th</sup> August, 2015. The present composition of the Committee is as under:

Sr. No.	Name of the Director	Position
1	Mr. Paresh Parekh	Chairman
2	Mr. Ketan Parekh	Member
3	Mrs. Neeta Parekh <sup>1</sup>	Member

<sup>1</sup>Appointed as a member of the Executive Management Committee with effect from 7<sup>th</sup> November, 2015.

The Executive Management Committee met twenty (20) times during the financial year 2015-16 viz. on 19<sup>th</sup> August 2015, 25<sup>th</sup> August 2015, 1<sup>st</sup> September 2015, 9<sup>th</sup> September 2015, 29<sup>th</sup> September 2015, 7<sup>th</sup> October 2015, 13<sup>th</sup> October 2015, 27<sup>th</sup> October 2015, 9<sup>th</sup> November 2015, 26<sup>th</sup> November 2015, 1<sup>st</sup> December 2015, 10<sup>th</sup> December 2015, 7<sup>th</sup> January 2016, 19<sup>th</sup> January 2016, 27<sup>th</sup> January 2016, 4<sup>th</sup> February 2016, 29<sup>th</sup> February 2016, 11<sup>th</sup> March 2016, 17<sup>th</sup> March 2016 and 28<sup>th</sup> March 2016. The attendance of the Committee Members at the said meetings is as below:

Sr. No.	Name	Meetings Attended
1	Mr. Paresh Parekh	17
2	Mr. Ketan Parekh	20
3	Mrs. Neeta Parekh <sup>1</sup>	11
4	Mr. Ashwin Goradia <sup>2</sup>	5

<sup>1</sup>Appointed as a member of the Executive Management Committee with effect from 7<sup>th</sup> November, 2015.

<sup>2</sup>Ceased to be member of the Executive Management Committee with effect from 7<sup>th</sup> November, 2015.

## **DIRECTORS**

The Board consists of Mr. Paresh V. Parekh and Mr. Ketan V. Parekh as Executive Directors of the Company in the capacity of Managing Director and Joint Managing Director respectively, Mrs. Jyoti Palekar and Mr. Dilip Thaker are Independent Directors of the Company and Mrs. Neeta Parekh is non-executive Director of the Company.

During the year under review, your Company appointed Mrs. Jyoti M. Palekar and Mr. Dilip M. Thaker as Independent Directors with effect from 29<sup>th</sup> September, 2015 for a period of five years.

Mr. Ashwin Goradia and Mr. Dhirajlal Shanghavi resigned from the Directorship of the Company with effect from 7<sup>th</sup> November, 2015.

Further, Mrs. Neeta K. Parekh was appointed as the Additional Director of the Company w.e.f. 7<sup>th</sup> November, 2015 and she holds office upto the date of the ensuing Annual General Meeting pursuant to Section 161 of the Companies Act, 2013.

The Board of Directors in terms of Section 152 of the Companies Act, 2013, proposes to appoint Mrs. Neeta K. Parekh as a Director of the Company, liable to retire by rotation.

In accordance with the provisions of Companies Act, 2013 and the Articles of Association of the Company, Mr. Paresh V. Parekh, Managing Director of the Company, retires by rotation at the ensuing Annual General Meeting and being eligible has offered himself for re-appointment. Board recommends his re-appointment to the members for consideration in the ensuing 29<sup>th</sup> Annual General Meeting.

Brief resume of the Director proposed to be appointed and their shareholding forms part of the Annual Report.

## **DIRECTORS' RESPONSIBILITY STATEMENT**

Pursuant to Section 134(5) of the Companies Act, 2013, your Directors confirm that:

- i. in the preparation of the annual accounts for the year ended 31<sup>st</sup> March, 2016, 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 31<sup>st</sup> March, 2016 and of the profits of the Company for the financial year ended 31<sup>st</sup> March, 2016;
- 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. However, the Company is in the process of documenting the internal financial controls as per the requirements of the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by Institute of Chartered Accountants of India (ICAI); 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.

## **DECLARATION FROM INDEPENDENT DIRECTORS**

The Board has received declarations from the Independent Directors as per the requirement of Section 149(7) of the Companies Act, 2013 that they meet all the criteria of independence as mentioned in Section 149(6) of the Companies Act, 2013.

## **PERFORMANCE EVALUATION OF THE BOARD**

Pursuant to the provisions of the Companies Act, 2013, the performance of the Non-Independent Directors and the Board as a whole were evaluated at the meeting of the Independent Directors held on 27<sup>th</sup> May, 2016. The parameters on which performance is evaluated are skills, knowledge, participation in meetings, compliance with code of ethics, contribution towards growth of the Company etc.

The performance evaluation of the Independent Directors was carried out by the entire Board pursuant to the provisions of the Companies Act, 2013 on parameters such as participation in the meetings, performance of duties, level of oversight, professional conduct and independence etc.

The Directors expressed their satisfaction with the evaluation process.



## NATIONAL PLASTIC INDUSTRIES LIMITED

### **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**

##### **i. 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.

##### **ii. 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 Committee shall carry out evaluation of performance of every Director at regular interval (yearly).

#### **Removal**

The 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.

#### **APPOINTMENTS / RESIGNATIONS OF THE KEY MANAGERIAL PERSONNEL**

Mr. Paresh Parekh, Managing Director; Mr. Ketan Parekh, Joint Managing Director; Mr. Harsh Parekh, Chief Financial Officer and Ms. Swati Zavar, Company Secretary of the Company are the Key Managerial Personnel as per the provisions of the Companies Act, 2013.

None of the Key Managerial Personnel has resigned during the year under review.

#### **EMPLOYEES**

None of the employees of the Company were drawing a remuneration exceeding ₹ 1,02,00,000/- per annum or ₹ 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.

#### **AUDITORS**

M/s. Sheth Doctor & Associates, Chartered Accountants, Statutory Auditors of the Company, hold office until the conclusion of the forthcoming Twenty Ninth Annual General Meeting of the Company and being eligible, offer themselves for re-appointment.

The Company has received letter from the auditor to the effect that his re-appointment, if made, would be within the prescribed limits under Section 141(3)(g) of the Companies Act, 2013 and that they are not disqualified for re-appointment.

The report given by the Auditor on the financial statements of the Company is part of the Annual Report.

#### **Explanations or Comments by the Board on every qualification, reservation or adverse remark or disclaimer made by the auditor in the Audit Report**

With regards to the Auditor's disclaimer of opinion on internal financial controls, the Directors wish to clarify that there are adequate informal controls over the operations of the Company and the Company is in the process of documenting the internal financial controls as per the requirements of Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by Institute of Chartered Accountants of India (ICAI).

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

#### **SECRETARIAL AUDIT**

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, your Company has appointed Ms. Jayshree A. Lalpuria, Company Secretary in practice, as its Secretarial Auditor.

Secretarial Audit Report as per Section 204 of the Companies Act, 2013 for the financial year ended 31<sup>st</sup> March, 2016 is annexed to this report at **Annexure 4**. The said report does not contain any qualification or reservation or adverse remark requiring explanation.

#### **LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186**

The Company has not given, during the year under review, any loan, 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 are 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. (**Annexure 5**)

All Related Party Transactions as required under Accounting Standards AS-18 are reported in Note 26B - Notes to Accounts of the financial statements of the Company.

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

#### **TRANSFER TO RESERVES**

The Company has not appropriated any profits to general reserves for the year 2015-16.

#### **CORPORATE GOVERNENCE**

The compliance with the provisions of Corporate Governance under the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 is not applicable to the Company. Hence, the Report on Corporate Governance as stipulated under Regulation 33 (e) read with Schedule IV of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 does not form part of the Annual Report.

#### **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.

#### **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 2015-16 and hence no complaints are outstanding as on 31<sup>st</sup> March, 2016 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](http://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 form part of this report and are set out in the **Annexure 6** 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. Mitigation plans for the identified risks are drawn up based on the type of risks.

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's internal control systems, commensurate with the size of the Company and nature of its business, has defined policies and procedures 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. However, the Company is in the process of documenting the internal financial controls as per the requirements of the Guidance Note

on Audit of Internal Financial Controls over Financial Reporting issued by Institute of Chartered Accountants of India (ICAI). The Board has 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 Statutory Auditors and the Audit Committee of the Board of Directors.

#### **STATUTORY DISCLOSURE**

- 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. During the year 2015-16, the Company had adopted new substituted Articles of Association to align with the provisions of Companies Act, 2013 at the 28<sup>th</sup> Annual General Meeting of the Company.

#### **SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS**

There are no significant material orders passed by the Regulators/Courts which would impact the going concern status of the Company's operations in future.

#### **LISTING AGREEMENT**

The Securities and Exchange Board of India (SEBI), on 2<sup>nd</sup> September, 2015 issued the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The said regulations were effective 1<sup>st</sup> December, 2015. Accordingly, all listed entities were required to enter into the Listing Agreement within six months from the effective date. The Company entered into Listing Agreement with BSE Limited during December 2015.

#### **LISTING FEES**

The Company has paid the Annual Listing fees to BSE Ltd. for the Financial Year 2016 – 2017.

#### **ACKNOWLEDGEMENTS**

Your Directors would like to place on record their gratitude for the co-operation and support they have received from the State Government Authorities, Statutory Authorities, Local Bodies, Banks and Financial Institutions and other Regulatory agencies during the year. Your Directors warmly acknowledge the faith and confidence reposed in the Company by its channel partners, dealers and customers in supporting its business activities and growth. Your Directors express their gratitude to the other business associates of the Company for their unstinting support. Your Directors are thankful to the Members for extending the trust and confidence shown.

**For and on behalf of the Board of Directors**

**Place: Mumbai**  
**Date: 10<sup>th</sup> August, 2016**

**Paresh V. Parekh**      **Ketan V. Parekh**  
**Managing Director**      **Joint Managing Director**

**ANNEXURE 1 - EXTRACT OF ANNUAL RETURN**

as on the financial year ended on March 31, 2016

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

**I. 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	A-59, MIDC, Road No. 1, Marol, Andheri (East), Mumbai – 400093 Tel.: +91 22 67669999, Fax: +91 22 67669998
vi.	Whether listed company	Yes. Listed on BSE Ltd.
vii.	Name, Address and Contact details of Registrar and Transfer Agent, if any	Sharex Dynamic (India) Pvt. Ltd., Unit No. 1, Luthra Industrial Premises, Safed Pool, Andheri Kurla Road, Andheri (East), Mumbai - 400 072 Tel No.: 022 – 2851 5606/2851 5644 Fax: 022 – 2851 2855

**II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY**

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

Sl. 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%

**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES-**

S. No	Name and Address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of Shares Held	Applicable Section
-	-	-	-	-	-

**IV. 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[As on 31-March-2015]				No. of Shares held at the end of the year[As on 31-March-2016]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. Promoters</b>									
<b>(1) Indian</b>									
a) Individual/ HUF	5024626	-	5024626	55.04	5024626	-	5024626	55.04	-
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	148511	-	148511	1.63	148511	-	148511	1.63	-
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any other	-	-	-	-	-	-	-	-	-
<b>Sub-total (A) (1)</b>	<b>5173137</b>	<b>0</b>	<b>5173137</b>	<b>56.66</b>	<b>5173137</b>	<b>0</b>	<b>5173137</b>	<b>56.66</b>	<b>-</b>

Category of Shareholders	No. of Shares held at the beginning of the year[As on 31-March-2015]				No. of Shares held at the end of the year[As on 31-March-2016]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>(2) Foreign</b>									
a) NRI- Individual	-	-	-	-	-	-	-	-	-
b) Other - Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-
d) Banks /FI	-	-	-	-	-	-	-	-	-
e) Any other	-	-	-	-	-	-	-	-	-
<b>Sub-total (A) (2)</b>	-	-	-	-	-	-	-	-	-
<b>Total Shareholding of promoter (A) = (A) (1)+(A)(2)</b>	<b>5173137</b>	<b>0</b>	<b>5173137</b>	<b>56.66</b>	<b>5173137</b>	<b>0</b>	<b>5173137</b>	<b>56.66</b>	<b>-</b>
<b>B. Public Shareholding</b>									
<b>1. Institutions</b>									
a) Mutual Funds	-	7900	7900	0.09	-	7900	7900	0.09	-
b) Banks / FI	-	100	100	0.001	-	100	100	0.001	-
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIs	5293	300	5593	0.061	-	300	300	0.003	(0.058)
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
<b>Sub-total (B)(1)</b>	<b>5293</b>	<b>8300</b>	<b>13593</b>	<b>0.149</b>	<b>-</b>	<b>8300</b>	<b>8300</b>	<b>0.09</b>	<b>(0.058)</b>
<b>2. Non-Institutions</b>									
a) Bodies Corp.									
i) Indian	222785	15500	238285	2.61	241671	15500	257171	2.817	0.207
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									
i) Individual shareholders holding nominal share capital upto ₹ 1 lakh	1498219	1088536	2586755	28.33	1503886	1064436	2568322	28.132	(0.202)
ii) Individual shareholders holding nominal share capital in excess of ₹1 lakh	844232	12300	856532	9.382	799151	12300	811451	8.89	(0.494)
c) Others (specify)									
Clearing Members	7923	-	7923	0.087	63297	-	63297	0.693	0.606
Overseas Corporate Bodies	5600	-	5600	0.061	5600	-	5600	0.061	0.00
Non Resident Indians	58975	188800	247775	2.714	54622	187700	242322	2.654	(0.06)
<b>Sub-total (B)(2)</b>	<b>2637734</b>	<b>1305136</b>	<b>3942870</b>	<b>43.188</b>	<b>2668227</b>	<b>1279936</b>	<b>3948163</b>	<b>43.245</b>	<b>0.057</b>
<b>Total Public Shareholding (B)=(B) (1)+ (B)(2)</b>	<b>2643027</b>	<b>1313436</b>	<b>3956463</b>	<b>43.337</b>	<b>2668227</b>	<b>1288236</b>	<b>3956463</b>	<b>43.336</b>	<b>(0.001)</b>
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>	-	-	-	-	-	-	-	-	-
<b>Grand Total (A+B+C)</b>	<b>7816164</b>	<b>1313436</b>	<b>9129600</b>	<b>100.00</b>	<b>7841364</b>	<b>1288236</b>	<b>9129600</b>	<b>100.00</b>	<b>0.00</b>

**NATIONAL PLASTIC INDUSTRIES LIMITED**

**B. Shareholding of Promoters-**

SI No.	Shareholder's Name	Shareholding at the beginning of the year			Share holding at the end of the year			% change 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	Vivek Paresh Parekh	25	-	-	160025	1.75	-	1.75
2	Harsh Paresh Parekh	100	0.001	-	160100	1.75	-	1.75
3	Enpee Credit & Capital (India) Private Limited	148511	1.63	-	148511	1.63	-	-
4	Neeta Ketan Parekh	1099400	12.042	-	1099400	12.042	-	-
5	Ketan Vinod Parekh (HUF)	552000	6.046	-	552000	6.046	-	-
6	Ketan Vinod Parekh	704100	7.712	-	704100	7.712	-	-
7	Paresh Vinod Parekh (HUF)	102600	1.124	-	102600	1.124	-	-
8	Paresh Vinod Parekh	1141401	12.502	-	1141401	12.502	-	-
9	Preeti Paresh Parekh	1425000	15.609	-	1105000	12.103	-	3.51
	<b>Total</b>	<b>5173137</b>	<b>56.66</b>	<b>0.00</b>	<b>5173137</b>	<b>56.66</b>	<b>0.00</b>	<b>0.00</b>

**C) Change in Promoters' Shareholding (please specify, if there is no change)**

SN	Shareholder's Name	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
<b>1.</b>	<b>Vivek Paresh Parekh</b>				
	At the beginning of the year	25	0.00	25	0.00
	Purchase (Inter-se transfer) on April 29, 2015	160000	1.75	160025	1.75
	At the end of the year			160025	1.75
<b>2.</b>	<b>Harsh Paresh Parekh</b>				
	At the beginning of the year	100	0.001	100	0.001
	Purchase (Inter-se transfer) on April 29, 2015	160000	1.75	160100	1.75
	At the end of the year			160100	1.75
<b>3.</b>	<b>Preeti Paresh Parekh</b>				
	At the beginning of the year	1425000	15.609	1425000	15.609
	Sale (Inter-se transfer) on April 29, 2015	320000	3.505	1105000	12.10
	At the end of the year			1105000	12.10

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

SN	For Each of the Top 10 Shareholders	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
1.	<b>One Up Financial Consultants Pvt. Ltd.</b>				
	At the beginning of the year	-	-	-	-
	Transfer – 04.12.2015	-	-	47098	0.516
	Transfer – 11.12.2015	5402	0.059	52500	0.575
	Transfer – 18.12.2015	13000	0.14	65500	0.717
	Transfer – 25.12.2015	(2000)	(0.02)	63500	0.696
	Transfer – 31.12.2015	(4500)	(0.049)	59000	0.646
	Transfer – 08.01.2016	(4500)	(0.049)	54500	0.597
	Transfer – 15.01.2016	(12500)	(0.137)	42000	0.46
	Transfer – 22.01.2016	4250	0.046	46250	0.507
	Transfer – 29.01.2016	(4946)	(0.054)	41304	0.452
	Transfer – 05.02.2016	(1015)	(0.011)	40289	0.441
	Transfer – 12.02.2016	(4840)	(0.05)	35449	0.388
	Transfer – 19.02.2016	1323	0.014	36772	0.403
	Transfer – 26.02.2016	(400)	0.004	36372	0.398
	At the end of the year			36372	0.398
2.	<b>Transworld Securities Ltd.</b>				
	At the beginning of the year	1168	0.013	1168	0.013
	Transfer – 17.04.2015	(34)	(0.00)	1134	0.012
	Transfer – 19.06.2015	(5)	0.00	1129	0.012
	Transfer – 24.07.2015	160	0.002	1289	0.014
	Transfer – 31.07.2015	303	0.003	1592	0.017
	Transfer – 07.08.2015	360	0.004	1952	0.021
	Transfer – 14.08.2015	221	0.002	2173	0.024
	Transfer – 21.08.2015	(165)	(0.002)	2008	0.022
	Transfer – 28.08.2015	(925)	(0.010)	1083	0.012
	Transfer – 04.09.2015	306	0.003	1389	0.015
	Transfer – 11.09.2015	34	0.00	1423	0.016
	Transfer – 21.09.2015	256	0.003	1679	0.018
	Transfer – 25.09.2015	(34)	0.00	1645	0.018
	Transfer – 30.09.2015	1830	0.020	3475	0.038
	Transfer – 09.10.2015	(1508)	(0.016)	1967	0.022
	Transfer – 16.10.2015	(521)	(0.005)	1446	0.016
	Transfer – 23.10.2015	4166	0.05	5612	0.061
	Transfer – 30.10.2015	(1)	0.00	5611	0.061
	Transfer – 06.11.2015	3042	0.03	8653	0.095
	Transfer – 13.11.2015	7969	0.09	16622	0.182
	Transfer – 20.11.2015	2946	0.03	19568	0.214
	Transfer – 27.11.2015	4771	0.05	24339	0.267
	Transfer – 04.12.2015	11184	0.12	35523	0.389
	Transfer – 11.12.2015	4508	0.049	40031	0.438
	Transfer – 18.12.2015	4474	0.049	44505	0.487
	Transfer – 25.12.2015	2404	0.026	46909	0.514



**NATIONAL PLASTIC INDUSTRIES LIMITED**

SN	For Each of the Top 10 Shareholders	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
	Transfer – 31.12.2015	2775	0.030	49684	0.544
	Transfer – 08.01.2016	1859	0.020	51543	0.565
	Transfer – 15.01.2016	1946	0.02	53489	0.586
	Transfer – 22.01.2016	2738	0.029	56227	0.616
	Transfer – 29.01.2016	(1449)	(0.016)	54778	0.600
	Transfer – 05.02.2016	3641	0.039	58419	0.64
	Transfer – 12.02.2016	3421	0.037	61840	0.677
	Transfer – 19.02.2016	1584	0.017	63424	0.695
	Transfer – 26.02.2016	(500)	(0.005)	62924	0.689
	Transfer – 04.03.2016	1176	0.013	64100	0.702
	Transfer – 11.03.2016	1002	0.011	65102	0.713
	Transfer – 18.03.2016	(3447)	(0.037)	61655	0.675
	Transfer – 25.03.2016	2283	0.025	63938	0.70
	Transfer – 31.03.2016	4286	0.047	68224	0.747
<b>3.</b>	<b>Murari Lal Tulsyan</b>				
	At the beginning of the year	-	-	-	-
	Transfer – 17.07.2015	3536	0.039	3536	0.039
	Transfer – 24.07.2015	5156	0.056	8692	0.095
	Transfer – 31.07.2015	8104	0.088	16796	0.184
	Transfer – 07.08.2015	7813	0.086	24609	0.27
	Transfer – 21.08.2015	901	0.009	25510	0.279
	Transfer – 28.08.2015	4000	0.044	29510	0.323
	Transfer – 16.10.2015	(4000)	(0.044)	25510	0.279
	Transfer – 13.11.2015	111	0.001	25621	0.281
	Transfer – 04.12.2015	1379	0.015	27000	0.296
	Transfer – 11.12.2015	(3000)	(0.03)	24000	0.263
	Transfer – 18.12.2015	10601	0.12	34601	0.379
	Transfer – 25.12.2015	1470	0.016	36071	0.395
	Transfer – 08.01.2016	4651	0.051	40722	0.446
	Transfer – 15.01.2016	1175	0.013	41897	0.459
	Transfer – 22.01.2016	(765)	(0.01)	41132	0.451
	Transfer – 29.01.2016	2500	0.027	43632	0.478
	Transfer – 19.02.2016	(5)	0.00	43627	0.478
	At the end of the year			43627	0.478
<b>4.</b>	<b>Adroit Fin Ser Pvt Ltd</b>				
	At the beginning of the year	83399	0.914	83399	0.914
	Transfer – 10.04.2015	1631	0.018	85030	0.931
	Transfer – 17.04.2015	(22246)	(0.244)	62784	0.688
	Transfer – 24.04.2015	(7791)	(0.085)	54993	0.602
	Transfer – 01.05.2015	(321)	(0.004)	54672	0.599
	Transfer – 08.05.2015	170	0.002	54842	0.601
	Transfer – 15.05.2015	(5390)	(0.059)	49452	0.542
	Transfer – 22.05.2015	(2266)	(0.025)	47186	0.517
	Transfer – 29.05.2015	2317	0.025	49503	0.542

SN	For Each of the Top 10 Shareholders	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
	Transfer – 05.06.2015	1720	0.019	51223	0.561
	Transfer – 12.06.2015	33	0.00	51256	0.561
	Transfer – 19.06.2015	3857	0.042	55113	0.604
	Transfer – 26.06.2015	5818	0.064	60931	0.667
	Transfer – 30.06.2015	1083	0.012	62014	0.679
	Transfer – 03.07.2015	4995	0.055	67009	0.734
	Transfer – 10.07.2015	8953	0.098	75962	0.832
	Transfer – 17.07.2015	(4662)	(0.051)	71300	0.781
	Transfer – 24.07.2015	(17582)	(0.192)	53718	0.588
	Transfer – 31.07.2015	243	0.003	53961	0.591
	Transfer – 07.08.2015	8289	0.091	62250	0.682
	Transfer – 14.08.2015	12996	0.142	75246	0.824
	Transfer – 21.08.2015	(30118)	(0.329)	45128	0.494
	Transfer – 28.08.2015	6476	0.071	51604	0.565
	Transfer – 04.09.2015	(912)	(0.009)	50692	0.555
	Transfer – 11.09.2015	5918	0.065	56610	0.62
	Transfer – 18.09.2015	11099	0.122	67709	0.742
	Transfer – 21.09.2015	800	0.008	68509	0.75
	Transfer – 22.09.2015	712	0.007	69221	0.758
	Transfer – 25.09.2015	1866	0.020	71087	0.779
	Transfer – 30.09.2015	(1522)	(0.017)	69565	0.762
	Transfer – 09.10.2015	(4164)	(0.045)	65401	0.716
	Transfer – 16.10.2015	(1936)	(0.021)	63465	0.695
	Transfer – 23.10.2015	(8603)	(0.094)	54862	0.601
	Transfer – 30.10.2015	48	0.00	54910	0.601
	Transfer – 06.11.2015	(12081)	(0.132)	42829	0.469
	Transfer – 13.11.2015	924	0.010	43753	0.479
	Transfer – 20.11.2015	6885	0.075	50638	0.555
	Transfer – 27.11.2015	(597)	(0.006)	50041	0.548
	Transfer – 04.12.2015	(33643)	(0.369)	16398	0.18
	Transfer – 11.12.2015	2703	0.029	19101	0.209
	Transfer – 18.12.2015	(7695)	(0.084)	11406	0.125
	Transfer – 25.12.2015	2584	0.028	13990	0.153
	Transfer – 31.12.2015	19221	0.211	33211	0.364
	Transfer – 08.01.2016	(19781)	(0.217)	13430	0.147
	Transfer – 15.01.2016	(3094)	(0.034)	10336	0.113
	Transfer – 22.01.2016	12546	0.137	22882	0.251
	Transfer – 29.01.2016	(11206)	(0.123)	11676	0.128
	Transfer – 05.02.2016	8246	0.090	19922	0.218
	Transfer – 12.02.2016	8493	0.093	28415	0.311
	Transfer – 19.02.2016	9990	0.109	38405	0.421
	Transfer – 26.02.2016	7063	0.077	45468	0.498
	Transfer – 04.03.2016	(2399)	(0.026)	43069	0.472
	Transfer – 11.03.2016	1864	0.020	44933	0.492

**NATIONAL PLASTIC INDUSTRIES LIMITED**

SN	For Each of the Top 10 Shareholders	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
	Transfer –18.03.2016	4535	0.049	49468	0.542
	Transfer – 25.03.2016	1216	0.013	50684	0.555
	Transfer – 31.03.2016	8003	0.087	58687	0.643
	At the end of the year			58687	0.643
<b>5.</b>	<b>Kiran Tulsyan</b>				
	At the beginning of the year	51835	0.568	51835	0.568
	Transfer – 10.04.2015	(2000)	(0.022)	49835	0.546
	Transfer – 17.04.2015	1000	0.011	50835	0.557
	Transfer – 01.05.2015	173	0.002	51008	0.559
	Transfer – 08.05.2015	517	0.006	51525	0.564
	Transfer – 15.05.2015	1730	0.019	53255	0.583
	Transfer – 22.05.2015	3984	0.044	57239	0.627
	Transfer – 29.05.2015	1176	0.013	58415	0.64
	Transfer – 05.06.2015	1612	0.017	60027	0.657
	Transfer – 19.06.2015	847	0.009	60874	0.667
	Transfer – 26.06.2015	4196	0.046	65070	0.713
	Transfer – 30.06.2015	5885	0.064	70955	0.777
	Transfer – 21.08.2015	431	0.005	71386	0.782
	Transfer – 19.02.2016	(7722)	(0.085)	63664	0.697
	At the end of the year			63664	0.697
<b>6.</b>	<b>Premal S. Shah</b>				
	At the beginning of the year	31908	0.350	31908	0.350
	At the end of the year			31908	0.350
<b>7.</b>	<b>Indra Lal</b>				
	At the beginning of the year	54855	0.601	54855	0.601
	At the end of the year			54855	0.601
<b>8.</b>	<b>Devika Lal</b>				
	At the beginning of the year	31400	0.344	31400	0.344
	At the end of the year			31400	0.344
<b>9.</b>	<b>Vanita Arora</b>				
	At the beginning of the year	40000	0.438	40000	0.438
	Transfer – 10.07.2015	5000	0.055	45000	0.493
	Transfer – 11.09.2015	(1000)	(0.011)	44000	0.482
	Transfer – 11.12.2015	1000	0.011	45000	0.493
	Transfer – 22.01.2016	(3000)	(0.033)	42000	0.46
	Transfer – 29.01.2016	(7000)	(0.077)	35000	0.383
	At the end of the year			35000	0.383
<b>10.</b>	<b>Dheeraj Kumar Lohia</b>				
	At the beginning of the year	74632	0.817	74632	0.817
	Transfer – 10.04.2015	3010	0.033	77642	0.85
	Transfer – 17.04.2015	8000	0.087	85642	0.938
	Transfer – 31.07.2015	(7277)	(0.079)	78365	0.858
	Transfer – 28.08.2015	(2010)	(0.022)	76355	0.836
	Transfer – 04.09.2015	(7000)	(0.077)	69355	0.76

SN	For Each of the Top 10 Shareholders	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
	Transfer – 11.09.2015	(3251)	(0.036)	66104	0.724
	Transfer – 18.09.2015	(5006)	(0.055)	61098	0.669
	Transfer – 30.09.2015	(251)	(0.003)	60847	0.666
	Transfer – 16.10.2015	(5000)	(0.055)	55847	0.612
	Transfer – 30.10.2015	(3000)	(0.033)	52847	0.579
	Transfer – 04.12.2015	(20499)	(0.225)	32348	0.354
	Transfer – 11.12.2015	(8939)	(0.098)	23409	0.256
	Transfer – 18.12.2015	(3000)	(0.033)	20409	0.224
	Transfer – 08.01.2016	(3995)	(0.044)	16414	0.18
	Transfer – 15.01.2016	(16279)	(0.178)	135	0.001
	Transfer – 19.02.2016	(135)	(0.001)	-	-
	At the end of the year			-	-
<b>11.</b>	<b>S. Sathya</b>				
	At the beginning of the year	85390	0.935	85390	0.935
	Transfer – 31.07.2015	(900)	0.009	84490	0.925
	At the end of the year			84490	0.925
<b>12.</b>	<b>Sangeetha S</b>				
	At the beginning of the year	66630	0.730	66630	0.730
	Transfer – 27.11.2015	(1940)	(0.021)	64690	0.709
	Transfer – 04.12.2015	(5400)	(0.059)	59290	0.649
	Transfer – 18.12.2015	(889)	(0.009)	58401	0.64
	Transfer – 25.12.2015	(911)	(0.009)	57490	0.63
	Transfer – 08.01.2016	(900)	(0.009)	56590	0.62
	Transfer – 15.01.2016	(1800)	(0.019)	54790	0.60
	At the end of the year			54790	0.60
<b>13.</b>	<b>Pinky Sambhria</b>				
	At the beginning of the year	140000	1.533	140000	1.533
	Transfer – 30.06.2015	4507	0.049	144507	1.583
	Transfer – 03.07.2015	(4605)	(0.050)	139902	1.532
	Transfer – 10.07.2015	1250	0.014	141152	1.546
	Transfer – 17.07.2015	106	0.001	141258	1.547
	Transfer – 31.07.2015	(8447)	(0.093)	132811	1.455
	Transfer – 07.08.2015	(3566)	(0.039)	129245	1.416
	Transfer – 28.08.2015	465	0.005	129710	1.421
	Transfer – 11.09.2015	1052	0.012	130762	1.432
	Transfer – 18.09.2015	127	0.001	130889	1.434
	Transfer – 21.09.2015	(1108)	(0.012)	129781	1.422
	Transfer – 25.09.2015	344	0.004	130125	1.425
	Transfer – 30.09.2015	723	0.008	130848	1.433
	Transfer – 16.10.2015	(5885)	(0.064)	124963	1.369
	Transfer – 30.10.2015	911	0.009	125874	1.379
	Transfer – 06.11.2015	(4658)	(0.051)	121216	1.328
	Transfer – 20.11.2015	11	0.00	121227	1.328
	Transfer – 27.11.2015	3755	0.041	124982	1.369

**NATIONAL PLASTIC INDUSTRIES LIMITED**

SN	For Each of the Top 10 Shareholders	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
	Transfer – 04.12.2015	(450)	(0.005)	124532	1.364
	Transfer – 11.12.2015	(14400)	(0.158)	110132	1.206
	Transfer – 18.12.2015	(478)	(0.005)	109654	1.201
	Transfer – 08.01.2016	(3256)	(0.036)	106398	1.165
	Transfer – 15.01.2016	(354)	(0.004)	106044	1.162
	Transfer – 22.01.2016	2557	0.028	108601	1.19
	Transfer – 29.01.2016	(511)	(0.006)	108090	1.184
	Transfer – 05.02.2016	(1799)	(0.019)	106291	1.164
	Transfer – 12.02.2016	788	0.009	107079	1.173
	Transfer – 19.02.2016	2832	0.031	109911	1.204
	Transfer – 26.02.2016	296	0.003	110207	1.207
	Transfer – 04.03.2016	(1350)	(0.015)	108857	1.192
	Transfer – 11.03.2016	(442)	(0.005)	108415	1.188
	Transfer – 18.03.2016	614	0.007	109029	1.194
	Transfer – 25.03.2016	483	0.005	109512	1.2
	Transfer – 31.03.2016	1265	0.013	110777	1.213
	At the end of the year			110777	1.213

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:**

SN	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
	<b>Directors</b>				
<b>1.</b>	<b>Paresh V. Parekh</b>				
	At the beginning of the year	1141401	12.50	1141401	12.50
	At the end of the year			1141401	12.50
<b>2.</b>	<b>Ketan V. Parekh</b>				
	At the beginning of the year	704100	7.71	704100	7.71
	At the end of the year			704100	7.71
<b>3.</b>	<b>Dhirajlal J. Shanghavi<sup>1</sup></b>				
	At the beginning of the year	100	0.00	100	0.00
	At the end of the year			100	0.00
<b>4.</b>	<b>Ashwin J. Goradia<sup>1</sup></b>				
	At the beginning of the year	-	-	-	-
	At the end of the year			-	-
<b>5.</b>	<b>Jyoti Palekar<sup>2</sup></b>				
	At the beginning of the year	-	-	-	-
	At the end of the year			-	-

SN	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
<b>6.</b>	<b>Dilip Thaker<sup>2</sup></b>				
	At the beginning of the year	-	-	-	-
	At the end of the year			-	-
<b>7.</b>	<b>Neeta Parekh<sup>3</sup></b>				
	At the beginning of the year	1099400	12.042	1099400	12.042
	At the end of the year			1099400	12.042
	<b>KMPs</b>				
<b>1.</b>	<b>Harsh V. Parekh</b>				
	At the beginning of the year	100	0.00	100	0.00
	Increase/Decrease			160000	1.75
	At the end of the year			160100	1.75
<b>2.</b>	<b>Swati J. Zavar</b>				
	At the beginning of the year	1	0.00	1	0.00
	At the end of the year			1	0.00

<sup>1</sup>Ceased to be the Director with effect from 7<sup>th</sup> November, 2015.

<sup>2</sup>Appointed as Independent Director with effect from 29<sup>th</sup> September, 2015.

<sup>3</sup>Appointed as an Additional Director with effect from 7<sup>th</sup> November, 2015.

#### F) INDEBTEDNESS

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

(₹ in Crs)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>				
i) Principal Amount	27.63	8.25	-	35.88
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	<b>27.63</b>	<b>8.25</b>	<b>-</b>	<b>35.88</b>
<b>Change in Indebtedness during the financial year</b>				
* Addition	167.80	8.09	-	175.89
* Reduction	169.98	6.81	-	176.79
<b>Net Change</b>	<b>(2.18)</b>	<b>1.28</b>	<b>-</b>	<b>(0.90)</b>
<b>Indebtedness at the end of the financial year</b>				
i) Principal Amount	25.45	9.54	-	34.98
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	<b>25.45</b>	<b>9.54</b>	<b>-</b>	<b>34.98</b>

**NATIONAL PLASTIC INDUSTRIES LIMITED**
**XI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-**
**A. Remuneration to Managing Director, Whole-time Directors and/or Manager:**

SN.	Particulars of Remuneration	Name of MD/WTD/ Manager		Total Amount
		Paresh V. Parekh	Ketan V. Parekh	
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	6,96,000	6,96,000	13,92,000
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	72,000	72,000	1,44,000
	(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, please specify	-	-	-
	<b>Total (A)</b>	<b>7,68,000</b>	<b>7,68,000</b>	<b>15,36,000</b>
	Ceiling as per the Act	Not exceeding 10% of the Net Profits of the Company		

**B. Remuneration to other directors**

SN.	Particulars of Remuneration	Name of Directors			Total Amount
		Dhirajlal Shanghvi	Jyoti Palekar	Dilip Thaker	
1	Independent Directors				
	Fee for attending board/ committee meetings	15,000	34,000	28,000	77,000
	Commission	-	-	-	-
	Others, please specify	-	-	-	-
	<b>Total (1)</b>	<b>15,000</b>	<b>34,000</b>	<b>28,000</b>	<b>77,000</b>
2	Other Non-Executive Directors	-	-	-	-
	Fee for attending board committee meetings	-	-	-	-
	Commission	-	-	-	-
	Others, please specify	-	-	-	-
	<b>Total (2)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
	<b>Total (B)=(1+2)</b>	<b>15,000</b>	<b>34,000</b>	<b>28,000</b>	<b>77,000</b>
	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**

SN	Particulars of Remuneration	Key Managerial Personnel		
		Chief Financial Officer	Company Secretary	Total
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	5,51,000	5,83,139	11,34,139
	(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)	-	-	-
5	Others, please specify	-	-	-
	<b>Total</b>	<b>5,51,000</b>	<b>5,83,139</b>	<b>11,34,139</b>

**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	34%
4	The number of permanent employees on the rolls of company	147
5	Average percentage increase in salaries of non-managerial personnel is: 28% Average percentage increase in salaries of managerial personnel is: 34% Justification for increase in the managerial remuneration: Normal industry standards applied based on increase in turnover.	
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	8.11:1	No Change
2	Mr. Ketan V. Parekh	Joint Managing Director	8.11:1	No Change
3	Mr. Dhirajlal Shanghavi <sup>@</sup>	Independent Director	N.A.	No Change
4	Mr. Ashwin Goradia <sup>@</sup>	Independent Director	N.A.	N.A.
5	Mrs. Jyoti Palekar <sup>^</sup>	Independent Director	N.A.	N.A.
6	Mr. Dilip Thaker <sup>^</sup>	Independent Director	N.A.	N.A.
7	Mrs. Neeta Parekh <sup>#</sup>	Non-Executive Director (Additional)	N.A.	N.A.
8	Mr. Harsh Parekh <sup>*</sup>	Chief Financial Officer	N.A.	N.A.
9	Ms. Swati Zavar	Company Secretary	N.A.	38%

#### Notes:

<sup>@</sup> Ceased to be Director with effect from 7<sup>th</sup> November 2015, hence not applicable.

<sup>^</sup> Appointed as Director with effect from 29<sup>th</sup> September, 2015, hence not applicable.

<sup>#</sup> Appointed as a Director with effect from 7<sup>th</sup> November 2015, hence not applicable.

<sup>\*</sup> Mr. Harsh Parekh was appointed as the Chief Financial Officer of the Company with effect from 30<sup>th</sup> March 2015, hence remuneration not comparable.



**NATIONAL PLASTIC INDUSTRIES LIMITED**

**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]

Sr. No.	Name	Designation	Remuneration	Nature of Employment	Qualification & Experience	Date of Commencement of employment	Age	Last employment held before joining the Company	Percentage of equity shares held by the employee holding not less than 2% of equity shares of the Company	Relation with the any Director or Manager of the Company and if so, name of such director or manager
1	Vishnu Pawar	Sr. Project Development Manager (Silvassa)	1,257,896	Permanent	B.E.(Mechanical) & 20 Years	01.10.2013	41	Videocon - India Pvt. Ltd.	N.A.	N.A.
2	G Prakash Gopal	GM-Sales & Marketing	1,044,491	Permanent	B.A. & 32 Years	11.05.2015	56	VEMB Retail India Pvt. Ltd.	N.A.	N.A.
3	Lal Arjundas Thadani	Sales Manager	1,002,324	Permanent	MBA (Marketing) & 26 Years	02.04.2012	52	Mohit Enterprises	N.A.	N.A.
4	Umesh Laxman Shenoy	VP-Finance	848,004	Permanent	CA & 23 Years	01.12.1993	57	-	N.A.	N.A.
5	Krishna Rao Yegireddi	Plant Manager - Nellore	785,664	Permanent	B.E.(Mechanical) & 25 Years	08.03.2011	51	Cameroon Packaging Ltd.	N.A.	N.A.
6	Paresh Vinod Parekh	Managing Director	768,000	Permanent	MBA	10.03.1993	51	N.A.	24.60% along with spouse	Brother - Ketan Parekh
7	Ketan Vinod Parekh	Joint Managing Director	768,000	Permanent	MBA	10.05.1993	48	N.A.	19.75% along with spouse	Spouse - Neeta Parekh Brother - Paresh Parekh
8	Rasik Patel	Machinery Head (Silvassa)	683,374	Permanent	ITI & 21 Years	06.06.2010	43	Mutual Industries Inc	N.A.	N.A.
9	James John	GM-Exports	624,756	Permanent	B.A. & 32 Years	01.06.2001	50	AVCO Metal Industries	N.A.	N.A.
10	Ajaykumar Jha	Plant Manager (Patna)	599,508	Permanent	B.Sc (Chemistry) & 20 Years	01.02.2011	42	Time Technoplast Limited	N.A.	N.A.

## ANNEXURE 4 – SECRETARIAL AUDIT REPORT

### Form No. MR-3 SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2016

[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 31<sup>st</sup> March, 2016 ('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 31<sup>st</sup> March, 2016 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, 1992 and 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, 2009;
  - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 and 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;
  - (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, 1998 (**Not applicable to the Company during the Audit Period**);
- (vi) Other laws specifically applicable to the Company namely:

## NATIONAL PLASTIC INDUSTRIES LIMITED

- 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 with respect to board and general meetings.
- (ii) The Listing Agreement entered into by the Company with BSE Ltd.
- (iii) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (with effect from 1<sup>st</sup> December, 2015).

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

### **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 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**

**Place: Mumbai  
Date: 30<sup>th</sup> June, 2016**

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

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.

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**

**Place: Mumbai  
Date: 30<sup>th</sup> June, 2016**

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

## NATIONAL PLASTIC INDUSTRIES LIMITED

### ANNEXURE 5 – PARTICULARS OF CONTRACTS/ARRANGEMENTS WITH RELATED PARTIES

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014.)

This Form pertains to disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub section (1) of section 188 of the Companies Act, 2013 including certain arms length transaction under third proviso thereto.

1. Details of contracts or arrangements or transactions not at Arm's length basis.

There were no contracts or arrangements or transactions entered in to during the year ended 31<sup>st</sup> March, 2016, which were not at arm's length basis.

2. Details of contracts or arrangements or transactions at Arm's length basis.

SL. No.	Particulars	Details
1.	Name (s) of the related party & nature of relationship	Mr. Harsh P. Parekh, Chief Financial Officer (Son of the Managing Director and part of promoter group)
	Nature of contracts/arrangements/transaction	Revision of remuneration of the Chief Financial Officer of the Company
	Duration of the contracts/arrangements/transaction	Ongoing
	Salient terms of the contracts or arrangements or transaction including the value, if any	As per the terms applicable to other employees in the Company and in line with the industry standards. Monthly salary revised from ₹ 49,500/- p.m. to ₹ 2,25,000/- p.m. with effect from 1 <sup>st</sup> April, 2016.
	Date of approval by the Board	12 <sup>th</sup> February, 2016
	Amount paid as advances, if any	N.A.

## ANNEXURE 6 - TO THE DIRECTORS' REPORT

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

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

#### A. CONSERVATION OF ENERGY

Your Company is taking adequate measures to avoid wastage of energy and the necessary investments are also planned to cut down the consumption of energy.

The steps taken or impact on conservation of energy:

- Improvement in energy efficiency by using LED lights at plant locations.
- The Company has installed an innovative technological instrument to save on power consumption for the machines. The Company has installed servo motors to reduce electricity consumption.
- Transparent roofing system provided at plant locations to use natural lights through-out the factory.

The Company is continuously striving for energy saving opportunities.

#### B. TECHNOLOGY ABSORPTION

##### i. Efforts made towards technology absorption & development

- Monitoring the production patterns.
- Developing 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

##### 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.
- Achieve the desired targets.

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:

(₹ in Lacs)		
Particulars	2015-16	2014-15
Foreign Exchange Earned	2388.03	2342.54
Foreign Exchange Used	306.71	161.43

For and on behalf of the Board of Directors

Place: Mumbai  
Date: 10<sup>th</sup> August, 2016

Paresh V. Parekh  
Managing Director

Ketan V. Parekh  
Joint Managing Director

## MANAGEMENT DISCUSSION AND ANALYSIS REPORT

### Overview of Economy and Markets

During the year under review, the progression in the global economy was slow. The trend was reflected in most of the developing economies. Amid this global backdrop, the growth in India was fairly resilient. During the year under review, the crude prices went lower helping in mitigating the negative impact of second consecutive drought in India. The consumer demand in the domestic market was stable. However, the exports reflected declining trend due to the subdued global demand during the year 2015-16.

### Business of the Company

The Company will continue to be engaged in manufacturing and sale of plastic moulded products namely furniture and household. At present, the Company is concentrating on both furniture and household products. Household product is being manufactured to cater to both the export and domestic market. The products are sold under the brand name **NATIONAL**.

The Company is also engaged in its PVC flooring Mats business in Nellore, Andhra Pradesh in the southern part of the country under the brand name **INSTA**.

Further, the Company is also engaged in manufacturing Air-coolers for various brands.

Besides, the Company has rented out its idle real estate at Kashmirira, Western Express Highway, Thane.

### Review of Operations

The total income for the year was at ₹ 114.08 Crores as against ₹ 96.39 Crores for the last financial year. Out of this, exports were ₹ 23.88 Crores as against ₹ 23.43 Crores for the last financial year. The profit before depreciation and interest was at ₹ 1022.11 Lacs as against ₹ 774.28 Lacs in the last financial year.

### Key Strength and Growth Driver

The Company's product ranges have been well accepted due to its quality and price. The Company is exploring to sell its products in the other markets where it does not exist. Due to the quality and better outlook of the product, the Company is in a advantageous position to enhance its sales. New products have been introduced in the household sectors for catering the demands of the large buyers in the International Market. Innovations and improvements have been effected in the furniture product as per the market demand.

### Business Outlook

The year 2015-2016 was a positive year with stability in raw material prices and domestic demand. Due to the efficient management of resources with focus on cost reduction the Company has been able to achieve a profit of ₹ 197.70 lacs.

The Company is also taking all efforts to improve the quality and productivity to get more orders at competitive rates. The Company has also undertaken various measures to cut down the cost and re-arrange the product and sales mix. The Company has planned to introduce high end products both for furniture and household in order to increase the market share and improve the margins.

The Company foresees huge opportunity for growth in the business of furniture and household segment.

### Financial Risk & Threats

Due to various initiatives taken by the Company, Interest and Finance cost have decreased by ₹ 12.64 Lacs i.e. from ₹ 406.54 Lacs to ₹ 393.90 Lacs.

The Company is exposed to risks from commodity prices, business risks, as well as price fluctuation of raw materials in its entire product range and economic risk. With the rise in demand & overall industrial sentiment, the industry is witnessing many new entrants with low capital base to serve the local market. The Company is also facing risks from unethical practices by unorganized manufacturers.

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 Company's internal control systems, commensurate with the size of the Company and nature of its business, has defined policies and procedures 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. However, the Company is in the process of documenting the internal financial controls as per the requirements of the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by Institute of Chartered Accountants of India (ICAI). The Board has 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 Statutory Auditors and the Audit Committee of the Board of Directors.

### Industrial Relations and Human Resource

Industrial relations continued to be harmonious both at manufacturing unit as well as in branches. The employees are the key assets and the backbone of the Company and hence great emphasis has been laid on optimizing their performance. The training and education of employees across department is ongoing process of the company. The Company provides employees with fair and equitable work environment and supports them to develop their capabilities.

### 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.

## INDEPENDENT AUDITORS' REPORT

To  
The Members of  
**NATIONAL PLASTIC INDUSTRIES LIMITED**

### Report on the Financial Statements

We have audited the accompanying financial statements of **NATIONAL PLASTIC INDUSTRIES LIMITED** ("the company"), which comprises Balance Sheet as at 31<sup>st</sup> March, 2016, the Statement of Profit and Loss Account and, Cash Flow Statement for the year ended 31<sup>st</sup> March 2016 and a summary of significant accounting policies and other explanatory information.

### Managements' Responsibility for the 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 presentation of these financial statements that give a true and fair view of the financial position and financial performance 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, read with Rule 7 of the Companies (Accounts) Rules 2014. This responsibility also includes 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 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 accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

### Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143 (10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances but not for the purpose of expressing an opinion on whether the company has in place adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

### Opinion

In our opinion and to the best of our information and according to the explanations given to us, the 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:

- a. In the case of the Balance Sheet, of the state of affairs of the Company as at 31<sup>st</sup> March 2016
- b. In the case of the Profit and Loss Account, of the Profits for the year ended on that date.
- c. In the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

### Report on Other Legal and Regulatory Requirements

1. 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 Act, we give in the Annexure A a statement on the matters specified in the paragraphs 3 and 4 of the Order, to the extent applicable.



## NATIONAL PLASTIC INDUSTRIES LIMITED

2. As required by Section 143(3) of the Act, we report that :
- a. We have obtained all the information and explanations which to the best our knowledge and belief were necessary for the purpose of audit.
  - b. In our opinion proper books of accounts as required by law have been kept by the Company so far as appears from our examination of those books.
  - c. The Balance Sheet, Statement of Profit and Loss and the Cash Flows Statement dealt with by this Report are in agreement with the books of accounts.
  - d. In our opinion, the aforesaid financial statements comply with the accounting standards referred to in the Section 133 of the Companies Act, 2013 and read with Rule No 7 of the Companies (Accounts) Rules 2014.
  - e. On the basis of representations received from the directors as on Mar 31, 2016 and taken on record by the Board of Directors, none of the directors is disqualified as on Mar 31, 2016 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'.
  - g. There are no details to be reported for the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014.

**For Sheth Doctor and Associates  
Chartered Accountants  
(Firm Regn No. 124822W)**

**Place: Mumbai  
Date: 27<sup>th</sup> May, 2016**

**Paresh S. Doctor  
Proprietor  
Membership No. 36056**

## ANNEXURE TO THE AUDITORS' REPORT

(REFERRED TO IN THE REPORT OF EVEN DATE OF THE AUDITORS TO THE MEMBERS OF **NATIONAL PLASTIC INDUSTRIES LIMITED** ON THE ACCOUNTS FOR THE PERIOD ENDED 31<sup>st</sup> March 2016)

- 1) a) The company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
  - b) As explained to us major portion of the fixed assets have been physically verified by the management at the year end, which in our opinion is reasonable having regard to the size of the company and nature of its assets. No material discrepancies were noticed on such physical verification.
  - c) According to the information and explanations given to us and on the basis of examination of the records of the company, the title deeds of immoveable properties are held in the name of the company except for freehold land and building situated at Kashmirira having written down value of ₹ 8.86 Lacs and ₹ 104.11 lacs respectively. However the company is in the possession of the said property and the same has been let out by the company.
- 2) a) Inventories, except for goods in transit and stocks lying with the third parties, have been physically verified during the year by the Management at reasonable intervals. In my opinion, the frequency of verification is reasonable.
  - b) The discrepancies noticed on verification between physical stocks and book records are not material and have been adequately dealt with in books of the company.
- 3) 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.
- 4) In our opinion and according to the information and explanations 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 of the Act. Accordingly, the paragraph 3(iv) of the Order is not applicable to the Company.
- 5) In our opinion and according to the information and explanations given to us the Company has not accepted any deposits from the public within the meaning of provisions of sections 73 to 76 and the rules framed there under. Accordingly, paragraph 3(v) of the Order is not applicable to the Company.
- 6) The maintenance of cost records is not applicable to the Company as per the provisions of section 148 of the Companies Act 2013 and rules framed there under. Accordingly, paragraph 3(vi) of the Order is not applicable to the Company.
- 7) a) According to the information and explanations given to us and on the basis of examination of the records of the company, the amounts deducted/accrued in the books of account in respect of undisputed statutory dues including Provident Fund, Investor Education and Protection Fund, Employee's State Insurance, income tax, sales tax, service tax, value added tax, Custom Duty, Excise Duty, Cess and other statutory dues, as applicable, have been generally regularly deposited during the year by the Company with the appropriate authorities. According to the information and explanations given to us, there were no undisputed amounts payable in respect of above dues at the year-end for the period of more than six months from the date they become payable except for a sum of ₹ 2.39 lacs (out of which ₹ 0.29 lacs has been since paid)
  - b) On the basis of our examination of the documents and records there are no disputed statutory due which remains to be deposited with the appropriate authorities.
- 8) According to the information and explanations given to us and on the basis of examination of the records, the Company, it has not defaulted during the year in repayment of loans and borrowings from banks. The Company does not have any loans or borrowings from financial institutions or government or dues to debenture holders during the year.
- 9) According to the information and explanations given to us and on the basis of examination of the records of the Company, the Company has not raised any moneys by way of initial public offers (including debt instruments) and has not obtained any term loans during the year. Accordingly Paragraph 3(ix) of the Order is not applicable to the Company.
- 10) During the course of our examination of the books and records of the Company, carried out in the accordance with the generally accepted audit practices in India, and according to the information and explanations given

## NATIONAL PLASTIC INDUSTRIES LIMITED

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.

- 11) 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.
- 12) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company and the in Nidhi Rules 2014 are not applicable to it. Accordingly Paragraph 3(xii) of the Order is not applicable to the Company.
- 13) 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 Accounting Standard (AS) 18, Related Party Disclosures specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules 2014.
- 14) According to the information and explanations given to us and on the based on 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.
- 15) According to the information and explanations given to us and on the based on examination of the records of the Company, the company has not entered into non cash transactions with directors or persons connected with them. Accordingly Paragraph 3(xv) of the Order is not applicable to the Company.
- 16) In our opinion and according to the 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 Sheth Doctor and Associates  
Chartered Accountants  
(Firm Regn No. 124822W)**

**Place: Mumbai  
Date: 27<sup>th</sup> May, 2016**

**Paresh S. Doctor  
Proprietor  
Membership No. 36056**

**ANNEXURE B**

**TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE FINANCIAL STATEMENTS OF NATIONAL PLASTIC INDUSTRIES LIMITED**

**Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")**

We were engaged to audit the internal financial controls over financial reporting of National Plastic Industries Limited ("the Company") as of March 31, 2016 in conjunction with our audit of the 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 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 issued by the Institute of Chartered Accountants of India. 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 Companies Act, 2013.

**Auditors' Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on my/our audit conducted in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, to the extent applicable to an audit of internal financial controls, both issued by the Institute of Chartered Accountants of India.

Because of the matter described in Disclaimer of Opinion paragraph below, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion on internal financial controls system over financial reporting of the Company.

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

**Disclaimer of Opinion**

According to the information and explanation given to us, the Company has not established its internal financial control over financial reporting on criteria based on or considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. Because of this reason, we are unable to obtain sufficient appropriate audit evidence to provide a basis for our opinion whether the Company had adequate internal financial controls over financial reporting and whether such internal financial controls were operating effectively as at March 31, 2016. However as informed by the management that there are adequate informal controls over the operations of the company which requires to be documented based on the requirements of Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by ICAI.

We have considered the disclaimer reported above in determining the nature, timing, and extent of audit tests applied in my/our audit of the standalone financial statements of the Company, and the disclaimer do not affect my / our opinion on the standalone financial statements of the Company.

For **Sheth Doctor and Associates**  
Chartered Accountants  
(Firm Regn No. 124822W)

**Paresh S. Doctor**  
Proprietor  
Membership No. 36056

Place: Mumbai  
Date: 27<sup>th</sup> May, 2016

**NATIONAL PLASTIC INDUSTRIES LIMITED**
**Balance Sheet as at 31<sup>st</sup> March, 2016**

Particulars	Note No.	As at 31 <sup>st</sup> March, 2016 ₹	As at 31 <sup>st</sup> March, 2015 ₹
<b>A EQUITY AND LIABILITIES</b>			
<b>1 Shareholders' funds</b>			
(a) Share Capital	1	91,296,000	91,296,000
(b) Reserves and Surplus	2	147,611,013	138,828,938
		<b>238,907,013</b>	<b>230,124,938</b>
<b>2 Non-current liabilities</b>			
(a) Long-term borrowings	3	102,297,672	100,427,749
(b) Other long-term liabilities	4	11,904,234	16,792,205
(c) Long-term provisions	5	2,630,832	2,513,089
		<b>116,832,738</b>	<b>119,733,044</b>
<b>3 Current liabilities</b>			
(a) Short-term borrowings	6	231,829,332	238,549,129
(b) Trade payables		132,951,876	89,468,158
(c) Other current liabilities	7	30,183,482	39,608,801
(d) Short-term provisions	8	21,215,057	22,262,471
		<b>416,179,747</b>	<b>389,888,560</b>
<b>TOTAL</b>		<b>771,919,501</b>	<b>739,746,542</b>
<b>B ASSETS</b>			
<b>1 Non-current assets</b>			
(a) Fixed assets			
(i) Tangible assets	9	261,897,074	234,353,961
(ii) Intangible assets		-	-
(iii) Capital Work in progress		1,062,275	490,425
		<b>262,959,349</b>	<b>234,844,386</b>
(b) Non-current investments	10	61,000	61,000
(c) Deferred tax assets (net)	11	10,613,102	34,538,653
(d) Long-term loans and advances	12	34,906,217	31,424,610
		<b>45,580,319</b>	<b>66,024,263</b>
<b>2 Current assets</b>			
(a) Inventories	13	217,648,600	223,888,174
(b) Trade receivables	14	187,880,928	160,345,848
(c) Cash and cash equivalents	15	7,351,591	7,789,962
(d) Short-term loans and advances	16	48,364,834	44,732,880
(e) Other current assets	17	2,133,881	2,121,030
		<b>463,379,833</b>	<b>438,877,893</b>
<b>TOTAL</b>		<b>771,919,501</b>	<b>739,746,542</b>
See accompanying notes forming part of the financial statements	26		

In terms of our report attached.

**For Sheth Doctor & Associates**

**Chartered Accountants**

Firm Regn. No 124822W

**Paresh S. Doctor**

Membership No 36056

Place : Mumbai

Date : 27<sup>th</sup> May, 2016

**For and on behalf of the Board of Directors**

**Paresh V. Parekh**  
Managing Director

**Ketan V. Parekh**  
Director

**Harsh P. Parekh**  
Chief Financial Officer

**Swati J. Zawar**  
Company Secretary

**Statement of Profit and Loss for the year ended 31<sup>st</sup> March, 2016**

Particulars	Note No.	As at 31 <sup>st</sup> March, 2016 ₹	As at 31 <sup>st</sup> March, 2015 ₹
1 Revenue from operations (gross)	18	1,140,764,407	963,888,823
Less: Duties & Taxes Paid		147,485,842	103,365,486
Revenue from operations (net)		<b>993,278,565</b>	<b>860,523,337</b>
2 Other income	19	2,048,381	4,311,951
<b>3 Total revenue (1+2)</b>		<b>995,326,946</b>	<b>864,835,288</b>
<b>4 Expenses</b>			
(a) Cost of materials consumed	20	583,596,495	558,627,585
(b) Purchases of stock-in-trade	21	-	-
(c) Changes in inventories of finished goods, work-in-progress and stock-in-trade	22	25,012,673	287,507
(d) Employee benefits expense	23	40,844,719	36,316,559
(e) Finance costs	24	39,390,234	40,654,443
(f) Depreciation and amortisation expense		17,891,263	17,935,744
(g) Other expenses	25	243,662,424	192,175,873
<b>Total expenses</b>		<b>950,397,808</b>	<b>845,997,711</b>
<b>5 Profit / (Loss) before tax (3-4)</b>		<b>44,929,138</b>	<b>18,837,577</b>
<b>6 Tax expense:</b>			
(a) Current tax expense relating to prior years		1,233,308	-
(b) Deferred tax		23,925,551	6,060,001
<b>7 Profit / (Loss) for the year (5-6)</b>		<b>19,770,279</b>	<b>12,777,576</b>
<b>8 Earnings per share (of ₹10/- each):</b>			
(a) Basic		2.17	1.40
(b) Diluted		2.17	1.40
See accompanying notes forming part of the financial statements	26		

In terms of our report attached.

**For Sheth Doctor & Associates**

**Chartered Accountants**

Firm Regn. No 124822W

**Paresh S. Doctor**

Membership No 36056

Place : Mumbai

Date : 27<sup>th</sup> May, 2016

**For and on behalf of the Board of Directors**

**Paresh V. Parekh**

Managing Director

**Harsh P. Parekh**

Chief Financial Officer

**Ketan V. Parekh**

Director

**Swati J. Zawar**

Company Secretary

**CASH FLOW FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2016**

(Pursuant to the listing agreement with stock exchange)

	31 <sup>st</sup> March, 2016 (₹ In Lacs)	31 <sup>st</sup> March, 2015 (₹ In Lacs)
<b>A. <u>Cash flow from operating activities</u></b>		
Net profit Before Tax & Extra - Ordinary	449.29	188.38
Adjusted for		
Depreciation	178.91	179.36
Loss on sale of assets	6.73	5.89
Gratuity Provision (Net of paid)	1.18	6.08
Provision for Bad Debts	190.30	
Interest Charged (Net)	<u>390.39</u> <u>767.51</u>	<u>397.66</u> <u>588.99</u>
Operating profit before working capital changes	1,216.80	777.37
Changes in		
Trade Receivables	(465.65)	97.14
Inventories	52.11	(149.29)
Loans and advances	(68.98)	(29.27)
Taxes Paid	(14.55)	(32.18)
Trade Payables & Others	<u>292.00</u> <u>(205.08)</u>	<u>(454.40)</u> <u>(568.00)</u>
Cash generated from operations	1,011.72	209.37
Extra-ordinary items (Deferred revenue Expen.)	-	-
Net cash from operating activities	<b>1,011.72</b>	<b>209.37</b>
<b>B. <u>Cash flow from investing activities</u></b>		
Purchase of fixed assets / C W I P etc	(486.68)	(152.55)
Sale of assets	20.25	1.44
Interest Received	3.52	8.89
Purchase/Sale of investments (FDR with Bank)	(5.22)	76.83
Capital Subsidy received	0.00	0.00
Investment	-	0.00
Net cash used in investing activities	<b>(468.14)</b>	<b>(65.39)</b>
<b>C. <u>Cash flow form financing activities</u></b>		
Long Term Borrowings	18.70	(436.59)
Short Term Borrowings	(67.20)	682.42
Interest paid	(393.90)	(406.54)
Dividend Paid (Including Taxes)	(109.88)	-
<b>NET CASH USED IN FINANCING ACTIVITES</b>	<b><u>(552.28)</u></b>	<b><u>(160.71)</u></b>
<b>NET CHANGES IN CASH &amp; CASH EQUIVALENTS (A-B+C)</b>	<b><u>(8.70)</u></b>	<b><u>(16.73)</u></b>
<b>CASH &amp; CASH EQUIVALENTS-OPENING BALANCE</b>	<b>40.27</b>	<b>57.00</b>
<b>CASH &amp; CASH EQUIVALENTS- CLOSING BALANCE</b>	<b>31.57</b>	<b>40.27</b>

**Paresh V. Parekh** : Managing Director

**Ketan V. Parekh** : Director

**Harsh P. Parekh** : Chief Financial Officer

**Swati J. Zawar** : Company Secretary

Place : Mumbai

Date : 27<sup>th</sup> May, 2016

**Auditors' Certificates**

We have verified above cash flow statement of National Plastic Industries Limited derived from the annual financial statement audited for the years ended March 31, 2016 and found the same to be drawn in accordance therewith requirements of Clause 32 of the listing agreements with stock exchange.

**For Sheth Doctor & Associates**

**Chartered Accountants**

Firm Regn. No 124822W

Place : Mumbai

Date : 27<sup>th</sup> May, 2016

**Paresh S. Doctor**

Membership No 36056

**Notes forming part of the financial statements**

**Note 1 : Share capital**

Particulars	As at 31 <sup>st</sup> March, 2016		As at 31 <sup>st</sup> March, 2015	
	Number of shares	₹	Number of shares	₹
<b>Authorised</b>				
20000000 (20000000) Equity Shares of ₹10/- each	20,000,000	200,000,000	20,000,000	200,000,000
<b>Issued subscribed &amp; Paid up</b>				
9129600 (9129600) Equity Shares of ₹10/- each fully paid up	9,129,600	91,296,000	9,129,600	91,296,000
<b>Total</b>	<b>9,129,600</b>	<b>91,296,000</b>	<b>9,129,600</b>	<b>91,296,000</b>

**1(a) Rights etc attached to Equity Shares :**

The Company has only one class of equity having a face value of ₹ 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 31 <sup>st</sup> March, 2016		As at 31 <sup>st</sup> March, 2015	
	Number of shares	% of Holding	Number of shares	% of Holding
Shri. Paresh V. Parekh	1,141,401	12.50	1,141,401	12.50
Smt. Preeti V. Parekh	1,105,000	12.10	1,425,000	15.61
Shri. Ketan V. Parekh	704,100	7.71	704,100	7.71
Smt. Neeta K. Parekh	1,099,400	12.04	1,099,400	12.04
Ketan V. Parekh (HUF)	552,000	6.05	552,000	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 2 : Reserves and surplus**

Particulars	As at 31 <sup>st</sup> March, 2016 ₹	As at 31 <sup>st</sup> March, 2015 ₹
(a) Capital reserve		
Balance As per Last Year	123,743,767	123,743,767
	<b>123,743,767</b>	<b>123,743,767</b>
(b) Surplus / (Deficit) in Statement of Profit and Loss		
Opening balance	15,085,171	19,619,600
Less: Depreciation due to Transitional Provision Net of Tax (₹28,27,865)	-	6,323,802
Add: Profit / (Loss) for the year	19,770,279	12,777,576
Less: Proposed Dividend (₹1 per Share )	9,129,600	9,129,600
Tax on Proposed Dividend	1,858,604	1,858,604
Closing balance	<b>23,867,246</b>	<b>15,085,171</b>
<b>Total</b>	<b>147,611,013</b>	<b>138,828,938</b>



**NATIONAL PLASTIC INDUSTRIES LIMITED**

**Note 3 : Long-term borrowings**

Particulars	As at 31 <sup>st</sup> March, 2016 ₹	As at 31 <sup>st</sup> March, 2015 ₹
(a) Term loans		
From banks		
Secured - Vehicle Loans	4,324,242	1,976,310
Term Loans	2,601,850	15,913,803
Unsecured	-	-
	<u>6,926,092</u>	<u>17,890,113</u>
From others		
Secured	-	-
Unsecured	1,000,000	2,203,200
	<u>1,000,000</u>	<u>2,203,200</u>
(b) Loans and advances from related parties		
Secured	-	-
Unsecured	94,371,581	80,334,436
	<u>94,371,581</u>	<u>80,334,436</u>
<b>Total</b>	<u><b>102,297,672</b></u>	<u><b>100,427,749</b></u>

**Details of Security & Terms of Repayment**

- i) Term Loan amounting to ₹NIL (Previous Year ₹67.24 lacs) Repayable in monthly installments, last installment due in 28.02.2017 Rate of interest as at year end 11.65 % and secured against First Charge on Fixed Assets & Current Assets of Patna Unit .
- ii) Vehicle Loan amounting to ₹NIL (Previous Year ₹14.47 lacs) Repayable in monthly installments, last installment due in 31.03.2017. Rate of interest as at year end 11.75 % and secured against specific vehicle.
- iii) Vehicle Loan amounting to ₹1.05 Lacs (Previous Year ₹2.51 Lacs) Repayable in monthly installments, last installment due in 07.11.2017 Rate of interest as at year end 11.01 %
- iv) Vehicle Loan amounting to ₹69 Lacs (Previous Year ₹2.79 Lacs) Repayable in monthly installments, last installment due in 07.05.2017 Rate of interest as at year end 10.75 %
- v) Vehicle Loan amounting to ₹41.50 Lacs (Previous Year NIL ) 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.
- vi) Term Loan amounting to ₹26.01 Lacs (Previous Year ₹91.58 lacs) Repayable in quarterly installments, last installment due in 31.03.2017. Rate of interest as at year end 12.00 % and secured against First Charge on Fixed Assets & Current Assets of Nellore Unit .
- vii) Term loan amounting to ₹NIL lacs (Previous Year ₹0.31 lacs ) repayable in monthly installments, last installment due on 07/01/2017 Rate of interest as at year end 11.65% and secured against First Charge on Fixed Assets & Current Assets of Silvassa Unit .
- viii) Unsecured Loans amounting to ₹944 lacs (Previous Year ₹803 lacs) represents loans from related parties and generally of long term nature however no repayment schedule is specified .
- ix) Unsecured Loans amounting to ₹10 lacs (Previous Year ₹ 22 lacs) represents loans from outsiders and generally of long term nature however no repayment schedule is specified.

**Note 4 : Other long-term liabilities**

Particulars	As at 31 <sup>st</sup> March, 2016 ₹	As at 31 <sup>st</sup> March, 2015 ₹
Security deposits received (against lease of premises)	8,700,000	13,100,000
Trade /Security deposits received	3,204,234	3,692,205
<b>Total</b>	<u><b>11,904,234</b></u>	<u><b>16,792,205</b></u>

**Note 5 : Long-term provisions**

Particulars	As at 31 <sup>st</sup> March, 2016 ₹	As at 31 <sup>st</sup> March, 2015 ₹
Provision for employee benefits:		
Provision for gratuity (net) refer note no 26(B)(i)	2,630,832	2,513,089
<b>Total</b>	<u><b>2,630,832</b></u>	<u><b>2,513,089</b></u>

**Note 6 : Short-term borrowings**

Particulars	As at 31 <sup>st</sup> March, 2016 ₹	As at 31 <sup>st</sup> March, 2015 ₹
(a) Loans repayable on demand		
From banks		
Secured - Guaranteed by Directors	231,829,332	238,549,129
Unsecured	-	-
<b>Total</b>	<b>231,829,332</b>	<b>238,549,129</b>

**Notes:**

**Details of Security for the Secured Short-Term Borrowings:**

- (i) Cash Credit facility from bank amounting to ₹1189.83 Lacs (Previous year ₹762.33 Lacs) secured against first charge on Fixed Assets and Current Assets of Silvassa and Patna Units.
- (ii) Packing Credit Loan and Export Bill Discounting amounting to ₹ 803.35 Lacs (Previous Year ₹ 1305.98 Lacs) secured against First charge on Fixed Assets and Current Assets of Silvassa Unit.
- (iii) Cash Credit facility from bank amounting to ₹ 325.12 Lacs ( Previous year ₹ 317.18 Lacs ) secured against first charge on Fixed Assets and Current Assets of Nellore Unit.

**Note 7 : Other current liabilities**

Particulars	As at 31 <sup>st</sup> March, 2016 ₹	As at 31 <sup>st</sup> March, 2015 ₹
(a) Current maturities of long-term debt	15,749,978	19,852,284
(b) Other payables	-	-
(i) Statutory remittances (Contributions to PF and ESIC, Withholding Taxes, Excise Duty, VAT, Service Tax, etc.)	11,155,605	13,630,910
(ii) Payables on purchase of fixed assets	291,950	1,592,943
(iii) Advances from customers	2,985,949	4,532,665
<b>Total</b>	<b>30,183,482</b>	<b>39,608,802</b>

**Trade payables \***

Particulars	As at 31 <sup>st</sup> March, 2016 ₹	As at 31 <sup>st</sup> March, 2015 ₹
<b>Trade payables:</b>		
Other than Acceptances	132,951,876	89,468,158
<b>Total</b>	<b>132,951,876</b>	<b>89,468,158</b>

**Note 8 : Short-term provisions**

Particulars	As at 31 <sup>st</sup> March, 2016 ₹	As at 31 <sup>st</sup> March, 2015 ₹
(a) Provision for employee benefits		
Gratuity	93,212	64,010
(b) Provision - Others:		
(i) Provision for excise duty on closing stock	10,133,641	11,210,257
(ii) Provision for Proposed Equity Dividend	9,129,600	9,129,600
(iii) Provision for tax on proposed dividends	1,858,604	1,858,604
<b>Total</b>	<b>21,215,057</b>	<b>22,262,471</b>

# NATIONAL PLASTIC INDUSTRIES LIMITED

## Note 9 : Fixed assets

A.	Tangible assets	Gross block				Depreciation/Amortisation				Net block	
		Balance as at 1 <sup>st</sup> April, 2015	Additions	Disposals/ Adjustments	Balance as at 31 <sup>st</sup> March, 2016	Balance as at 1 <sup>st</sup> April, 2015	Depreciation /amortisation expense for the year	Disposals/ Adjustments	Balance as at 31 <sup>st</sup> March, 2016	Balance as at 31 <sup>st</sup> March, 2016	Balance as at 31 <sup>st</sup> March, 2015
(a)	<b>Land</b>										
	Freehold	13,634,355	-	-	13,634,355	-	-	-	-	13,634,355	13,634,355
	Leasehold *	4,488,223	-	-	4,488,223	213,284	-	-	213,284	4,274,939	4,274,939
(b)	<b>Buildings</b>										
	Own use	83,858,892	4,186,020	-	88,044,912	28,976,699	3,469,182	-	32,445,881	55,599,031	54,882,193
	Given under operating lease *	31,392,854	-	-	31,392,854	19,626,161	-	-	19,626,161	11,766,693	11,766,693
(c)	<b>Plant and Equipment</b>										
	Plant and Equipment	197,499,451	887,013	-	198,386,464	111,491,713	6,921,674	-	118,413,387	79,973,077	86,007,738
(d)	<b>Dies &amp; Moulds</b>										
	Dies & Moulds	184,107,812	27,744,335	7,459,833	204,392,314	145,768,980	2,944,193	7,086,842	141,626,331	62,765,983	38,338,832
(e)	<b>Furniture and Fixtures</b>										
	Furniture and Fixtures	3,192,398	5,675,426	-	8,867,824	2,278,510	243,093	-	2,521,603	6,346,221	913,888
(f)	<b>Vehicles</b>										
	Vehicles	21,628,430	5,879,160	5,441,292	22,066,298	9,175,157	2,339,997	4,293,840	7,221,314	14,844,984	12,453,273
(g)	<b>Office equipment</b>										
	Office equipment	6,871,128	2,558,724	-	9,429,852	4,464,697	713,041	-	5,177,738	4,252,114	2,406,431
(h)	<b>Electrical Installation</b>										
	Electrical Installation	12,037,909	1,165,484	1,428,000	11,775,393	2,385,607	1,219,737	250,416	3,354,928	8,420,465	9,652,302
(i)	<b>Others (specify nature),</b>										
	Others (specify nature),	36,150	-	-	36,150	12,812	4,126	-	16,938	19,212	23,338
	<b>Total</b>	<b>558,747,602</b>	<b>48,096,162</b>	<b>14,329,125</b>	<b>592,514,639</b>	<b>324,393,620</b>	<b>17,855,043</b>	<b>11,631,098</b>	<b>330,617,565</b>	<b>261,897,074</b>	<b>234,353,982</b>
	<b>Previous year</b>	<b>545,103,755</b>	<b>14,826,647</b>	<b>1,182,800</b>	<b>558,747,602</b>	<b>297,692,016</b>	<b>27,151,068</b>	<b>449,464</b>	<b>324,393,620</b>	<b>234,353,982</b>	<b>-</b>

## Note 10 : Non-current investments

Particulars	As at 31 <sup>st</sup> March, 2016 ₹	As at 31 <sup>st</sup> March, 2015 ₹
<b>Investments (At cost): UNQUOTED</b>		
Investment in government or trust securities		
(i) government securities	61,000	61,000
National Savings Certificates (Pledged with Government Authorities)	-	-
<b>Total</b>	<b>61,000</b>	<b>61,000</b>

## Note 11 : Deferred Tax Assets (Net)

Particulars	As at 31 <sup>st</sup> March, 2016 ₹	As at 31 <sup>st</sup> March, 2015 ₹
<b>Deferred tax (liability) / asset</b>		
<u>Tax effect of items constituting deferred tax liability</u>		
On difference between book balance and tax balance of fixed assets	27,274,324	19,930,960
	<b>27,274,324</b>	<b>19,930,960</b>
<u>Tax effect of items constituting deferred tax assets</u>		
Provision for compensated absences, gratuity and other employee benefits	841,730	796,324
Provision for Doubtful Debts	5,880,341	-
Unabsorbed depreciation & Business Losses carried forward Others	31,165,355	53,673,289
Tax effect of items constituting deferred tax assets	<b>37,887,426</b>	<b>54,469,613</b>
<b>Net deferred tax (liability) / asset</b>	<b>10,613,102</b>	<b>34,538,653</b>

**Note 12 : Long-term loans and advances**

Particulars	As at 31 <sup>st</sup> March, 2016 ₹	As at 31 <sup>st</sup> March, 2015 ₹
Unsecured Considered good		
(i) MAT credit entitlement	21,322,526	21,194,576
(ii) Other Loans and Advances	-	-
a) Others	4,882,559	5,468,814
b) Deposits	8,701,132	4,761,220
	<u>13,583,691</u>	<u>10,230,034</u>
<b>Total</b>	<b><u>34,906,217</u></b>	<b><u>31,424,610</u></b>

**Note 13 : Inventories**

(At lower of cost and net realisable value)

Particulars	As at 31 <sup>st</sup> March, 2016 ₹	As at 31 <sup>st</sup> March, 2015 ₹
(a) Raw materials	52,219,121	33,515,640
Goods-in-transit	-	123,900
(b) Work-in-progress	64,657,331	69,928,238
Goods-in-transit		
(c) Finished goods (other than those acquired for trading)	91,202,764	108,041,270
Goods-in-transit		
(d) Stock-in-trade (acquired for trading)	2,792,614	5,695,874
Goods-in-transit		
(e) Stores and spares	1,250,000	1,219,265
Goods-in-transit		
(f) Others - Packing Material	5,526,770	5,363,987
Goods-in-transit		
<b>Total</b>	<b><u>217,648,600</u></b>	<b><u>223,888,174</u></b>

**Note 14 : Trade receivables**

Particulars	As at 31 <sup>st</sup> March, 2016 ₹	As at 31 <sup>st</sup> March, 2015 ₹
Trade receivables outstanding for a period exceeding six months from the date they were due for payment		
a) Unsecured, considered good	4,354,315	32,826,965
b) Unsecured, considered doubtful	19,030,231	-
Less : Prov For Doubtful Debts	19,030,231	-
c) Others		
Unsecured, considered good	183,526,613	127,518,883
<b>Total</b>	<b><u>187,880,928</u></b>	<b><u>160,345,848</u></b>

**Note 15 : Cash and cash equivalents**

Particulars	As at 31 <sup>st</sup> March, 2016 ₹	As at 31 <sup>st</sup> March, 2015 ₹
(a) Cash on hand	1,772,483	1,406,041
(b) Balances with banks		
(i) In current accounts	1,383,991	2,620,821
(ii) In earmarked accounts	4,099,998	3,672,873
- Balances held as margin money or security against borrowings, guarantees and other commitments	95,119	90,227
<b>Total</b>	<b><u>7,351,591</u></b>	<b><u>7,789,962</u></b>

**NATIONAL PLASTIC INDUSTRIES LIMITED**

**Note 16 : Short-term loans and advances**

Particulars	As at 31 <sup>st</sup> March, 2016 ₹	As at 31 <sup>st</sup> March, 2015 ₹
<b>Unsecured, considered good</b>		
(a) Loans and advances to employees	933,973	1,527,163
(b) Prepaid expenses	4,925,059	2,160,878
(c) Balances with government authorities		
(i) CENVAT credit receivable	7,258,590	8,981,836
(ii) VAT/ CST Refund/Credit Receivables	4,845,577	10,854,669
(iii) Electricity / Entry tax/Interest/Sales Tax refund receivable	16,383,175	6,459,435
(iv) Taxes Paid in Advance (Net of Provisions)	3,694,395	2,239,236
(d) Capital Advances	4,395,448	7,971,416
(e) Advances to suppliers	5,838,850	4,344,183
(f) Others	89,768	194,064
<b>Total</b>	<b>48,364,834</b>	<b>44,732,880</b>

**Note 17 : Other current assets**

Particulars	As at 31 <sup>st</sup> March, 2016 ₹	As at 31 <sup>st</sup> March, 2015 ₹
(a) Accruals		
(i) Interest accrued on deposits	21,086	-
(b) Others		
i) Discount Receivables	2,112,795	2,016,508
ii) Other Receivables	-	104,521
<b>Total</b>	<b>2,133,881</b>	<b>2,121,029</b>

**Note 18 : Revenue from operations**

Note	Particulars	For the year ended 31 <sup>st</sup> March, 2016 ₹	For the year ended 31 <sup>st</sup> March, 2015 ₹
(a)	Sale of products	1,116,188,845	931,747,493
(b)	Sale of services	6,941,610	24,628,478
(c)	Other operating revenues	17,633,952	7,512,852
		<b>1,140,764,407</b>	<b>963,888,823</b>
	<u>Less:</u>		
(d)	Duties & Taxes	147,485,842	103,365,486
	<b>Total</b>	<b>993,278,565</b>	<b>860,523,337</b>

Note	Particulars	For the year ended 31 <sup>st</sup> March, 2016 ₹	For the year ended 31 <sup>st</sup> March, 2015 ₹
(i)	Sale of products comprises :		
	<u>Manufactured goods</u>		
	Moulded Plastic Articles	939,406,648	822,322,381
	Plastic Mats	162,227,648	106,930,627
	Cooler Sales	11,799,814	-
	<b>Total - Sale of manufactured goods</b>	<b>1,113,434,109</b>	<b>929,253,008</b>

Note	Particulars	For the year ended 31 <sup>st</sup> March, 2016 ₹	For the year ended 31 <sup>st</sup> March, 2015 ₹
	<u>Traded goods</u>		
	Moulded Plastic Articles	2,754,736	2,494,485
	<b>Total - Sale of traded goods</b>	<b>2,754,736</b>	<b>2,494,485</b>
	<b>Total - Sale of products</b>	<b>1,116,188,845</b>	<b>931,747,493</b>
(ii)	Sale of services comprises:		
	Rent	6,941,610	24,628,478
	<b>Total - Sale of services</b>	<b>6,941,610</b>	<b>24,628,478</b>
(iii)	Other operating revenues comprise:		
	Export Entitlement Income	8,026,606	-
	Vat/Entry Tax Refund	9,607,346	6,508,545
	Sundry Bal W/Back(net)	-	1,004,307
	<b>Total - Other operating revenues</b>	<b>17,633,952</b>	<b>7,512,852</b>

**Note 19 : Other income**

Particulars	For the year ended 31 <sup>st</sup> March, 2016 ₹	For the year ended 31 <sup>st</sup> March, 2015 ₹
(a) Interest income from Banks on Deposits	351,532	888,929
(b) Net gain on foreign currency transactions and translation (other than considered as finance cost)	469,294	966,096
(c) Other non-operating income (net of expenses directly attributable to such income) (Refer Note (ii) below)	1,227,554	2,456,926
<b>Total</b>	<b>2,048,381</b>	<b>4,311,951</b>

**Note 20 : Cost of materials consumed**

Particulars	For the year ended 31 <sup>st</sup> March, 2016 ₹	For the year ended 31 <sup>st</sup> March, 2015 ₹
Opening stock	33,639,540	19,868,768
Add: Purchases	602,176,075	572,398,357
	<b>635,815,615</b>	<b>592,267,125</b>
Less: Closing stock	52,219,121	33,639,540
<b>Cost of material consumed</b>	<b>583,596,495</b>	<b>558,627,585</b>
Material consumed comprises:		
Plastic Powder	430,039,427	429,326,844
PVC Plastic Resin	117,824,568	103,890,488
Masterbatch /Pigments	18,174,729	19,155,733
Cooler Parts	6,427,173	-
Others	11,130,597	6,254,520
<b>Total</b>	<b>583,596,495</b>	<b>558,627,585</b>

**Note 21 : Purchase of traded goods**

Particulars	For the year ended 31 <sup>st</sup> March, 2016 ₹	For the year ended 31 <sup>st</sup> March, 2015 ₹
Moulded Plastic Articles	-	-
<b>Total</b>	<b>-</b>	<b>-</b>

**NATIONAL PLASTIC INDUSTRIES LIMITED**

**Note 22 : Changes in inventories of finished goods, work-in-progress and stock-in-trade**

Particulars	For the year ended 31 <sup>st</sup> March, 2016 ₹	For the year ended 31 <sup>st</sup> March, 2015 ₹
<u>Inventories at the end of the year:</u>		
Finished goods	91,202,764	108,041,270
Work-in-progress	64,657,331	69,928,238
Stock-in-trade	2,792,614	5,695,874
	<b>158,652,709</b>	<b>183,665,382</b>
<u>Inventories at the beginning of the year:</u>		
Finished goods	108,041,270	131,193,511
Work-in-progress	69,928,238	44,848,836
Stock-in-trade	5,695,874	7,910,542
	<b>183,665,382</b>	<b>183,952,889</b>
<b>Net (increase) / decrease</b>	<b>25,012,673</b>	<b>287,507</b>

**Note 23 : Employee benefits expense**

Particulars	For the year ended 31 <sup>st</sup> March, 2016 ₹	For the year ended 31 <sup>st</sup> March, 2015 ₹
1 Salaries , Wages & Bonus	38,097,975	33,148,255
2 Contributions to provident and other funds	1,970,389	2,319,669
3 Staff welfare expenses	776,355	848,635
<b>Total</b>	<b>40,844,719</b>	<b>36,316,559</b>

**Note 24 : Finance costs**

Particulars	For the year ended 31 <sup>st</sup> March, 2016 ₹	For the year ended 31 <sup>st</sup> March, 2015 ₹
(a) Interest expense on:		
(i) Borrowings	23,964,980	29,164,149
(ii) Trade Payables	2,556,954	121,498
(iii) Exchange Rate Diff Finance	6,244,344	2,682,511
(iv) Others	1,764,469	2,023,025
(b) Other Borrowings Costs :	4,859,488	6,663,260
<b>Total</b>	<b>39,390,234</b>	<b>40,654,443</b>

**Note 25 : Other expenses**

Sr. No.	Particulars	For the year ended 31 <sup>st</sup> March, 2016 ₹	For the year ended 31 <sup>st</sup> March, 2015 ₹
<b>1</b>	<b>MANUFACTURING EXPENSES</b>		
1.1	Consumption of stores & spare parts	2,841,150	3,992,196
1.2	Consumption of packing materials	18,772,744	15,974,681
1.3	Increase / (decrease) of excise duty on inventory	(1076616)	(2076398)
1.4	Labour Charges	17,205,879	11,390,416
1.5	Electricity, Power and fuel	46,265,089	39,518,596
1.6	Water	184,180	151,329
1.7	Repairs and maintenance - Buildings	897,237	1,019,319
1.8	Repairs and maintenance - Machinery	8,629,165	5,332,511
1.9	Security charges	3,075,535	3,090,433

Sr. Particulars No.	For the year ended 31 <sup>st</sup> March, 2016 ₹	For the year ended 31 <sup>st</sup> March, 2015 ₹
<b>2 SELLING AND DISTRIBUTION</b>		
2.1 Freight and forwarding	11,479,514	8,797,304
2.2 Sales commission	3,716,153	5,034,819
2.3 Sales discount and sales returns	21,057,376	25,174,132
2.4 Advertisement and Sales Promotion Expenses	4,447,908	3,669,380
2.5 Export Expenses	34,944,349	36,613,334
2.6 Prov For Bad Debts	19,030,231	-
2.7 Bad Debts W/off	8,011,276	-
<b>3 ESTABLISHMENT EXPENSES</b>		
3.1 Repairs and maintenance - Others	1,608,483	957,641
3.2 Insurance	769,998	494,694
3.3 Rent , Rates and taxes	5,710,075	3,860,338
3.4 Communication	2,053,956	2,020,152
3.5 Travelling and conveyance , Forein Travelling	15,819,464	15,690,548
3.6 Printing and stationery	1,119,390	679,212
3.7 Motor car expenses	2,283,936	1,877,424
3.8 Donations and contributions	251,586	645,000
3.9 Legal and professional	6,847,767	2,881,431
3.10 Payments to auditors (Refer Note (i) below)	300,000	250,000
3.11 Prior period items (net)	376,400	176,344
3.12 Loss on sale of Fixed Assets	673,027	589,105
3.13 Miscellaneous expenses	6,367,173	4,371,933
<b>Total</b>	<b>243,662,424</b>	<b>192,175,873</b>

**Note 26 : Notes forming part of the financial statements**

**26(A) Corporate Information and Significant Accounting Policies**

Note	Particulars
------	-------------

**a) Corporate information**

The company is engaged in manufacturing plastic injection moulded articles and mattresses. The company is having manufacturing plants at Silvassa, Patna and Nellore.

**b) Significant accounting policies (Illustrative)**

**i) Basis of accounting and preparation of financial statements**

The financial statements of the Company have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) to comply with the Accounting Standards notified under the Companies (Accounting Standards) Rules, 2006 (as amended) and the relevant provisions of the Companies Act, 1956. The financial statements have been prepared on accrual basis under the historical cost convention. The accounting policies adopted in the preparation of the financial statements are consistent with those followed in the previous year.

**ii) Use of estimates**

The preparation of the financial statements in conformity with Indian GAAP requires the Management to make estimates and assumptions considered in the reported amounts of assets and liabilities (including contingent liabilities) and the reported income and expenses during the year. The Management believes that the estimates used in preparation of the financial statements are prudent and reasonable. Future results could differ due to these estimates and the differences between the actual results and the estimates are recognised in the periods in which the results are known / materialise.

**iii) Inventories**

Inventories are valued at the lower of cost (on FIFO basis) and the net realisable value after providing for obsolescence and other losses, where considered necessary. Cost includes all charges in bringing the goods to the point of sale, including octroi and other levies, transit insurance and receiving charges. Work-in-progress and finished goods include appropriate proportion of overheads and, where applicable, excise duty.



**iv) Cash and cash equivalents (for purposes of Cash Flow Statement)**

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

**v) Cash flow statement**

Cash flows are reported using the indirect method, whereby profit / (loss) before extraordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

**vi) Depreciation and amortisation**

Depreciation has been provided as per provisions in Schedule II of the Companies Act 2013 based on useful life of the fixed assets as specified in Part C of the said schedule.

Leasehold land is amortised over the duration of the lease Assets costing less than ₹5,000 each are fully depreciated in the year of capitalisation

**vii) Revenue recognition**

Sale of goods

Sales are recognised on transfer of significant risks and rewards of ownership to the buyer, which generally coincides with the delivery of goods to customers. Sales include excise duty , sales tax and value added tax. Trade discounts and returns has been disclosed seperately under Other Expenditure.

**viii) Other income**

Interest income is accounted on accrual basis. Dividend income is accounted for when the right to receive it is established.

**ix) Tangible fixed assets**

Fixed assets, are carried at cost less accumulated depreciation and impairment losses, if any. The cost of fixed assets includes interest on borrowings attributable to acquisition of qualifying fixed assets up to the date the asset is ready for its intended use and other incidental expenses incurred up to that date. Exchange differences arising on restatement / settlement of long-term foreign currency borrowings relating to acquisition of depreciable fixed assets are charged to profit and loss account. Machinery spares which can be used only in connection with an item of fixed asset and whose use is expected to be irregular are capitalised and depreciated over the useful life of the principal item of the relevant assets. Subsequent expenditure relating to fixed assets is capitalised only if such expenditure results in an increase in the future benefits from such asset beyond its previously assessed standard of performance.

**Capital work-in-progress:**

Projects under which assets are not ready for their intended use and other capital work-in-progress are carried at cost, comprising direct cost, related incidental expenses and attributable interest.

**x) Pre Operative Expenditure**

All expenses prior to commencement of the new projects are treated as pre operative expenses and shall be capitalised to the value of major fixed assets of the relevant project in appropriate manner, direct or indirect, upon commencement of commercial production at such projects.

**xi) Foreign currency transactions and translations**

Initial recognition

Transactions in foreign currencies entered into by the Company and its integral foreign operations are accounted at the exchange rates prevailing on the date of the transaction or at rates that closely approximate the rate at the date of the transaction.

Measurement of foreign currency monetary items at the Balance Sheet date

Foreign currency monetary items (other than derivative contracts) of the Company outstanding at the Balance Sheet date are restated at the year-end rates. Exchange differences arising out of this translation is charged to Profit and Loss Account.

**xii) Government grants, subsidies and export incentives**

Government grants and subsidies are recognised when there is reasonable assurance that the Company will comply with the conditions attached to them and the grants / subsidy will be received. Government grants and subsidy received towards capital outlay is treated as Capital Reserve.

Export benefits are accounted for in the year of exports based on eligibility and when there is no uncertainty in receiving the same.

**xiii) Investments**

Long-term investments (excluding investment properties), are carried individually at cost less provision for diminution, other than temporary, in the value of such investments. Current investments are carried individually, at the lower of cost and fair value. Cost of investments include acquisition charges such as brokerage, fees and duties.

**xiv) Employee Retirement benefits**

The company has a policy of payment of Gratuity only at the time of retirement and the same has been provided as per provisions of Accounting Standard 15 of Retirement benefit to employees.

**xv) Borrowing costs**

Borrowing costs include interest, amortisation of ancillary costs incurred and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost. Costs in connection with the borrowing of funds to the extent not directly related to the acquisition of qualifying assets are charged to the Statement of Profit and Loss over the tenure of the loan. Borrowing costs, allocated to and utilised for qualifying assets, pertaining to the period from commencement of activities relating to construction / development of the qualifying asset upto the date of capitalisation of such asset is added to the cost of the assets.

**xvi) Earnings per share**

Basic earnings per share is computed by dividing the profit / (loss) after tax (including the post tax effect of extraordinary items, if any) by the weighted average number of equity shares outstanding during the year. Diluted earnings per share is computed by dividing the profit / (loss) after tax (including the post tax effect of extraordinary items, if any) as adjusted for dividend, interest and other charges to expense or income relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares. Potential equity shares are deemed to be dilutive only if their conversion to equity shares would decrease the net profit per share from continuing ordinary operations. Potential dilutive equity shares are deemed to be converted as at the beginning of the period, unless they have been issued at a later date. The dilutive potential equity shares are adjusted for the proceeds receivable had the shares been actually issued at fair value (i.e. average market value of the outstanding shares). Dilutive potential equity shares are determined independently for each period presented. The number of equity shares and potentially dilutive equity shares are adjusted for share splits / reverse share splits and bonus shares, as appropriate.

**xvii) Taxes on income**

Current tax is the amount of tax payable on the taxable income for the year as determined in accordance with the provisions of the Income Tax Act, 1961. Minimum Alternate Tax (MAT) paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future income tax liability, is considered as an asset if there is convincing evidence that the Company will pay normal income tax. Accordingly, MAT is recognised as an asset in the Balance Sheet when it is probable that future economic benefit associated with it will flow to the Company. Deferred tax is recognised on timing differences, being the differences between the taxable income and the accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax is measured using the tax rates and the tax laws enacted or substantially enacted as at the reporting date. Deferred tax liabilities are recognised for all timing differences. Deferred tax assets in respect of unabsorbed depreciation and carry forward of losses are recognised only if there is virtual certainty that there will be sufficient future taxable income available to realise such assets. Deferred tax assets are recognised for timing differences of other items only to the extent that reasonable certainty exists that sufficient future taxable income will be available against which these can be realised. Deferred tax assets and liabilities are offset if such items relate to taxes on income levied by the same governing tax laws and the Company has a legally enforceable right for such set off. Deferred tax assets are reviewed at each Balance Sheet date for their realisability.

Current and deferred tax relating to items directly recognised in equity are recognised in equity and not in the Statement of Profit and Loss.

## NATIONAL PLASTIC INDUSTRIES LIMITED

### xviii) Impairment of assets

The carrying values of assets / cash generating units at each Balance Sheet date are reviewed for impairment. If any indication of impairment exists, the recoverable amount of such assets is estimated and impairment is recognised, if the carrying amount of these assets exceeds their recoverable amount. The recoverable amount is the greater of the net selling price and their value in use. Value in use is arrived at by discounting the future cash flows to their present value based on an appropriate discount factor..

### xix) Insurance claims

Insurance claims are accounted for on the basis of claims admitted / expected to be admitted and to the extent that there is no uncertainty in receiving the claims.

### xx) Service tax input credit

Service tax input credit is accounted for in the books in the period in which the underlying service received is accounted and when there is no uncertainty in availing / utilising the credits.

### Note 26(B) Additional information to the financial statements (Figures of amounts in Lacs)

Note	Particulars	As at 31 <sup>st</sup> March, 2016 ₹	As at 31 <sup>st</sup> March, 2015 ₹
a)	<b>Contingent liabilities and commitments (to the extent not provided for)</b>		
(i)	Contingent liabilities		
(a)	Bank Guarantees Outstanding	39.30	38.25
(ii)	Commitments #		
(a)	Estimated amount of contracts remaining to be executed on capital account and not provided for Tangible assets	176.97	133.00

### b) Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006

The company does not possess necessary information as regards due to Micro, Small and Medium Enterprises for the necessary provision of interest and disclosures.

### c) Value of imports calculated on CIF basis @:

Particulars	For the year ended 31 <sup>st</sup> March, 2016 ₹	For the year ended 31 <sup>st</sup> March, 2015 ₹
Raw materials	42.35	51.95
Traded Purchases	-	-
Total Other Purchases	0.00	0.00
Capital goods	241.39	0.00

### d) Expenditure in foreign currency #:

Particulars	For the year ended 31 <sup>st</sup> March, 2016 ₹	For the year ended 31 <sup>st</sup> March, 2015 ₹
Foregin Travel Expenses	0.88	2.24
Bank Charges	16.12	11.12

### e) Details of consumption of imported and indigenous items \*

Particulars	For the year ended 31 <sup>st</sup> March, 2016 ₹	For the year ended 31 <sup>st</sup> March, 2015 ₹
<u>Imported</u>	59.74	42.02
%	1.02	0.75
<b>Total</b>	<b>59.74</b>	<b>42.02</b>
%	1.02	0.75

Particulars	For the year ended 31 <sup>st</sup> March, 2016 ₹	For the year ended 31 <sup>st</sup> March, 2015 ₹
<u>Indigenous</u>		
Raw materials	5,776.22	5,544.26
%	98.98	99.25
Traded Purchases	-	-
%	-	-
<b>Total</b>	<b>5,835.96</b>	<b>5,586.28</b>
%	100	100

**f) Earnings in foreign exchange @@:**

Particulars	For the year ended 31 <sup>st</sup> March, 2016 ₹	For the year ended 31 <sup>st</sup> March, 2015 ₹
Export of goods calculated on FOB basis	2,388	2,343

g) In the opinion of the management the Current Assets, Loans and Advances are expected to realize at least amount at which they are stated, if realized in the ordinary course of the business and provision of all known liabilities have been adequately made in the accounts.

**h) Related party transactions**  
**Details of related parties:**

Description of relationship	Names of related parties
<b>Key Management Personnel (KMP)</b>	Mr.Paresh Vinod Parekh Mr.Ketan Vinod Parekh Mr.Harsh Parekh
<b>Relatives of KMP</b>	Ketan Vinod Parekh(HUF) Mr.Harsh Parekh
<b>Company in which KMP / Relatives of KMP can exercise significant influence</b>	M/s Enpee Credit & Capital (India) Pvt Ltd

Note: Related parties have been identified by the Management.

**Details of related party transactions during the year ended 31<sup>st</sup> March, 2016 and balances outstanding as at 31<sup>st</sup> March, 2016:**

	KMP	Relatives of KMP	Entities in which KMP / relatives of KMP have significant influence	Total
Loans/Advances Received /Taken	<b>2.00</b> (12.55)	<b>2.35</b> (2.53)	<b>642.28</b> (139.65)	<b>646.63</b> (154.73)
Loans/Advances Repaid /Given	<b>0.57</b> (17.60)	<b>2.35</b> (8.88)	<b>503.10</b> (424.84)	<b>506.02</b> (451.32)
Remuneration Paid	<b>20.47</b> (22.63)	- -	- -	<b>20.47</b> (22.63)
Sale of Capital Goods			<b>13.12</b>	<b>13.12</b>
<b>Balances outstanding at the end of the year</b>				
Borrowings	<b>1.43</b> -	<b>0.00</b> (0.24)	<b>942.29</b> (803.34)	<b>943.72</b> (803.58)

**i) AS-15 DISCLOSURE ON DEFINED BENEFIT PLANS:-**

The Company offers Gratuity employee benefit scheme to its employees.

Nature of Benefit - Gratuity is payable on death whilst in service or withdrawal from service due to resignation, termination or early retirement and on retirement from service at normal retirement age.

The following table sets out the funded status of the defined benefit schemes and the amount recognised in the financial statements:

**NATIONAL PLASTIC INDUSTRIES LIMITED**

Sr. No.	PARTICULARS	GRATUITY (₹ In Lacs) For the year ended 31 <sup>st</sup> March, 2016	GRATUITY (₹ In Lacs) For the year ended 31 <sup>st</sup> March, 2015
<b>I</b>	<b>Components to employer Expense</b>		
a	Current Service Cost	3.66	2.98
b	Interest Cost	1.99	1.76
c	Past service cost	-	-
d	Actuarial (Gain) / Loss	(3.08)	1.36
e	Total expense / (gain) recognized in the Profit & Loss a/c	2.56	6.09
<b>II</b>	<b>Net Asset/(Liability) recognized in Balance Sheet as at 31.3.16</b>		
a	Present value of obligation as at 31.3.16	27.24	25.77
b	Fair value of plan Assets as at 31.3.16	-	-
c	(Asset)/Liability recognized in Balance Sheet	27.24	25.77
<b>III</b>	<b>Change in Defined Benefit Obligation (DBO) during year ended as on 31.3.16</b>		
a	Present value of obligation as at 1.4.2015	25.77	19.68
b	Current service cost	3.66	2.98
c	Interest cost	1.99	1.76
d	Past service cost	-	-
e	Actuarial (Gain)/Loss	(3.08)	1.36
f	Benefits Paid	-	-
g	Present value of obligation as at 31.3.16	27.24	25.77
<b>IV</b>	<b>The amounts recognised in the balance sheet are as follows:</b>		
	Present value of funded obligations	-	-
	Fair value of plan assets	-	-
	Present value of unfunded obligations	-	-
	Unrecognised past service cost	-	-
	Unrecognised Actuarial loss	-	-
<b>V</b>	<b>Table of Experience adjustments</b>		
	Defined benefit obligation	27.24	25.77
	Plan assets	-	-
	Surplus/(Deficit)	27.24	25.77
	Experience adjustments on plan liabilities	(2.68)	(1.81)
	Actuarial loss/(gain) due to changes in assumptions	(0.39)	3.16
	Experience adjustments on plan assets	-	-
	Net Actuarial loss/(gain) for the year	(3.08)	1.36
	Past service liability	-	-
<b>VI</b>	<b>Actuarial assumptions</b>		
	Mortality	IALM (1994-96) published table of mortality rates.	IALM (1994-96) published table of mortality rates.
	Discount Rate	7.95%	7.80%
	Salary Growth	7%	7%
	Expected rate of return	N.A	N.A
	Withdrawal rates	5% at younger ages reducing to 1% at older ages 60 years	5% at younger ages reducing to 1% at older ages 60 years
	Retirement age	60 years	60 years

In terms of our report attached.

**For Sheth Doctor & Associates**

**Chartered Accountants**

Firm Regn. No 124822W

**Paresh S. Doctor**

Membership No 36056

Place : Mumbai

Date : 27<sup>th</sup> May, 2016

**For and on behalf of the Board of Directors**

**Paresh V. Parekh**  
Managing Director

**Harsh P. Parekh**  
Chief Financial Officer

**Ketan V. Parekh**  
Director

**Swati J. Zavar**  
Company Secretary



**NATIONAL PLASTIC INDUSTRIES LIMITED**

CIN No.: L25200MH1987PLC044707

Registered Office: A-59, MIDC, Road No. 1, Marol, Andheri (East), Mumbai – 400 093.

Corporate Office: Office No. 213,214 & 215, 2<sup>nd</sup> Floor, Hubtown Solaris,

N. S. Phadke Marg, Andheri (East), Mumbai - 400069

Email: info@nationalplastic.com, Website: www.nationalplastic.com

Phone No.: 022 - 67669999 Fax: 022 - 267669998

**ATTENDANCE SLIP**  
(29<sup>th</sup> Annual General Meeting)

DP ID No. & Client ID No. / Folio No.	
Name and Address of the Shareholder in Block Letters	
Name of the Joint Holder(s), if any (in Block Letters)	
No. of Shares held	
Name of Proxy, if any (in Block Letters)	

I certify that I am a member/proxy of the Company.

I/We hereby record my/our presence at the Twenty Ninth Annual General Meeting of the Members of National Plastic Industries Limited held on Thursday, 22<sup>nd</sup> September, 2016 at 11.00 a.m. at Sai Palace Hotel, Chakala M.I.D.C., Andheri (East), Mumbai - 400 093 and/or any adjournment thereof.

Member's/ Proxy's Signature

Note: Please fill this attendance slip and hand it over at the entrance of the Hall.



**NATIONAL PLASTIC INDUSTRIES LIMITED**

CIN No.: L25200MH1987PLC044707

Registered Office: A-59, MIDC, Road No. 1, Marol, Andheri (East), Mumbai – 400 093.

Corporate Office: Office No. 213, 214 & 215, 2<sup>nd</sup> Floor, Hubtown Solaris,

N. S. Phadke Marg, Andheri (East), Mumbai - 400069

Email: info@nationalplastic.com, Website: www.nationalplastic.com

Phone No.: 022 - 67669999 Fax: 022 - 267669998

**PROXY FORM**

[Pursuant to Section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of the member(s):	Email ID:
Registered Address:	Folio No. /Client ID:
	DP Id:

I/We, being the member (s) of ..... shares of the above named company, hereby appoint

- Name: .....  
Address: .....  
E-mail Id: ..... Signature:..... , or failing him
- Name: .....  
Address: .....  
E-mail Id: ..... Signature:..... , or failing him
- Name: .....  
Address: .....  
E-mail Id: ..... Signature:..... , or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 29<sup>th</sup> Annual General Meeting of the Company, to be held on Thursday, 22<sup>nd</sup> day of September, 2016 at 11.00 a.m. at Sai Palace Hotel, Chakala M.I.D.C., Andheri (East), Mumbai - 400 093 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Description of Resolution	Vote*	
		For	Against
<b>Ordinary Business</b>			
1	Adoption of Financial Statements for the year ended 31 <sup>st</sup> March, 2016 together with the reports of the Directors' and Auditors' thereon		
2	To declare Final Dividend on Equity Shares for the financial year 2015-16		
3	Re-appointment of Mr. Paresh V. Parekh who retires by rotation		
4	Appointment of M/s. Sheth Doctor & Associates, Chartered Accountants, as Statutory Auditors of the Company and fixing their remuneration		
<b>Special Business</b>			
5	Appointment of Mrs. Neeta K. Parekh as a Director		
6	Revision in remuneration of Mr. Paresh V. Parekh, Managing Director		
7	Revision in remuneration of Mr. Ketan V. Parekh, Joint Managing Director		

\*It is optional to indicate your preference. If you leave the 'for or against' column blank against any or all resolutions, your proxy will be entitled to vote in the manner as he/she may deem appropriate.

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2016

Signature of Shareholder \_\_\_\_\_

Signature of Proxy holder (s) \_\_\_\_\_

₹1/-  
Revenue  
Stamp

- Note: 1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
2. The form should be signed across the stamp as per specimen signature registered with the Company.
3. A Proxy need not be a member of the Company.

## FINANCIALS OF THE COMPANY AT A GLANCE

(Rs. in Crs)

OPERATING RESULTS	2015-16	2014-15	2013-14	2012-13	2011-12
Sales and Other Income	<b>114.08</b>	96.39	89.52	72.98	64.86
Gross Profit before Depreciation, Interest & Tax	<b>10.22</b>	7.74	8.46	3.07	4.64
Profit Before Tax/(Loss)	<b>4.49</b>	1.88	1.55	(3.34)	00.87
Net Profit after Tax/(Loss)	<b>1.98</b>	1.27	00.97	(2.26)	00.64
Retained Earnings	<b>5.37</b>	2.76	3.86	(1.17)	1.99
Equity Dividend (in %) (*Proposed Dividend)	<b>10*</b>	10	-	-	5
Earnings per share (EPS) Rs.	<b>2.17</b>	1.40	1.07	-2.47	0.71
Face Value per share Rs	<b>10</b>	10	10	10	10
Equity Share Capital	<b>9.13</b>	9.13	9.13	9.13	9.13
Reserves & Surplus	<b>14.75</b>	13.88	14.34	23.47	15.58
Net Worth	<b>22.82</b>	19.56	19.70	28.39	21.59
Book Value Per Share (Rs.)	<b>24.99</b>	21.42	21.57	31.09	23.64



**INDIA'S LARGEST PLASTIC FURNITURE EXPORTER FOR THE YEAR 2014-15**





If Undelivered, please return to :

**National Plastic Industries Limited**

Office No. 213-215, 2<sup>nd</sup> Floor,  
Hubtown Solaris, N. S. Phadke Marg,  
Andheri (East), Mumbai- 400069.



NATIONAL PLASTIC INDUSTRIES LIMITED