



KUNSTSTOFFE INDUSTRIES LIMITED

CIN. L65910MH 1985PLC037998

Mfrs. of : Spiral HDPE/PP Pipes, Tanks & Chemical Vessels

Regd. Office : Kiran Building 128, Bhaudaji Road, Matunga (E), Mumbai - 400 019.

Tel : 022-2408 2689 / 90 Fax : 022-2404 4853 ♦ www.kunststoffeindia.com ★ Email : kunststoffe@vsnl.net

4th September, 2017

Dy. General Manager (Corporate Relation Dept.),
The Bombay Stock Exchange Ltd.,
1st Floor, New Trading Ring, Rotunda Bldg.,
P.J. Towers, Dalal Street, Fort,
MUMBAI - 400 001.

Sub: Notice of Annual General Meeting Regulation 30 (2) of SEBI (LODR) Reg, 2015.

Scrip code: 523594

Dear Sir,

Pursuant to Regulation 30(2) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 please find enclosed herewith Notice of Annual General Meeting of the members of the Company to be held on Friday, 29th September, 2017 along with Explanatory Statement for the business to be transacted as stated in the notice.

Kindly take note of the same.

Thanking you

Yours faithfully,
For Kunststoffe Industries Limited

Padmini Ravindran
Company Secretary

Encl: Notice of AGM



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NOTICE

Notice is hereby given that the **31st Annual General Meeting** of the Members of **Kunststoffe Industries Limited** will be held on **Friday, 29th day of September, 2017** at **9.00 A.M.** at **The Mysore Association, Bombay, 393, Bhaudaji Road, Matunga, Mumbai- 400 019** to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statement of the Company for the financial year ended 31st March, 2017 and the reports of the Board of Directors and Auditors thereon.
2. To reappoint Ms. Soniya P. Sheth (DIN: 02658794) Managing Director who retires by rotation and being eligible offers herself for re-appointment.
3. To ratify the appointment of Auditors and fix their remuneration and in this regard 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, 142 and other applicable provisions of the Companies Act, 2013 and the rules made there under, as amended from time to time, the Company hereby ratifies the appointment of M/s. A. V. Jobanputra & Co., Chartered Accountants (Registration No. 104314W) as an Auditor of the Company, to hold office from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting of the Company at such remuneration as may be mutually agreed between the Board of Directors of the Company and the auditor.”

By Order of the Board of Director
For **Kunststoffe Industries Limited**


Padmini Ravindran
Company Secretary

Place: Mumbai

Date: 23rd August, 2017

Registered Office:

Kiran Building, 128,

Bhaudaji Road,

Matunga (E),

Mumbai- 400 019.

CIN: L65910MH1985PLC037998

e-mail:kunststoffe@vsnl.net

Website: www.kunststoffeindia.com

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (THE "MEETING) IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. The Instrument of Proxy, in order to be effective should be deposited at the registered office of the Company, duly completed and signed, 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 AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL PAID UP SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. A MEMBER HOLDING MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS A PROXY FOR ANY OTHER PERSON OR SHAREHOLDER.

2. An Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013, relating to the Special Business to be transacted at the Meeting is annexed hereto.
3. In terms of Section 152 of the Companies Act, 2013, **Ms. Soniya P. Sheth (DIN: 02658794) Managing Director**, retire by rotation at the Meeting and being eligible offer herself for re-appointment. Brief resume of Directors proposed to be appointed / re-appointed, nature of their expertise in specific functional areas, names of companies in which they hold directorships and memberships / chairmanships of Board Committees, shareholding and relationships between Directors inter-se as stipulated under Listing Regulations, are provided in the Corporate Governance Report forming part of the Annual Report.
4. The relevant details as required under Regulation 36(3) of SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") of the persons seeking appointment /re-appointment as Directors are provided in Annexure to this Notice.
5. M/s A. V. Jobanputra & Company Chartered Accountant (Registration No. 104314W) has been appointed as Statutory Auditor for 5 years in the 28th AGM of 2014 subject to ratification by the members at every AGM.
6. Corporate members intending to send their authorized representative(s) to attend the meeting are requested to send to the Company a certified true copy of the relevant Board Resolution together with the specimen signature(s) of the representative(s) authorized to attend and vote on their behalf at the meeting.
7. Members holding shares in dematerialized form are requested to intimate any change in their address, bank details etc. to their respective Depository Participants (DPs) and those holding shares in physical form are to intimate the above said changes to the Registrar and Share Transfer Agent of the Company at **M/s. Sharex Dynamic (India) Private Limited, Unit No.1, Luthra Industrial Premises, 1st Floor, Andheri-Kurla Road, Safed Pool, Andheri (East) Mumbai-400072**. The Company will not entertain any direct request from such members for this.
8. The route map showing directions to reach the venue of the AGM is annexed.

9. The Share Transfer Books and the Register of Members of the Company will remain close from 22/09/2017 to 29/09/2017 (both days inclusive).
10. The relevant documents referred above to in any of the items of the Notice are available for inspection by the members at the Registered Office of the Company on any working day during the business hours of the Company upto the date of the meeting and at the meeting.
11. In case of joint holders attending the meeting, only such a joint holder who is higher in the order of names will be entitled to vote.
12. Members who hold shares in dematerialized form are requested to bring their CLIENT ID AND DP ID numbers for easy identification of attendance at the meeting. Only *bona fide* members of the Company whose names appear on the Register of Members / Proxy holders, in possession of valid attendance slips duly filled and signed along with the identity proof will be permitted to attend the meeting. The Company reserves its right to take all steps as may be deemed necessary to restrict non-members from attending the meeting.
13. Members seeking any information with regard to accounts of the Company are requested to send their queries so as to reach the registered office at least 10 days before the meeting to enable the management to keep the information ready for clarification.
14. As a measure of economy, copies of the Annual Report shall not be distributed at the meeting and therefore members are requested to bring their copies of Annual Report to the meeting.
15. The Ministry of Corporate Affairs (vide circular nos. 17/2011 and 18/2011 dated April 21 and April 29, 2011 respectively), has undertaken a Green Initiative in Corporate Governance and allowed companies to serve documents on its shareholders through electronic mode. Members are requested to support this green initiative by registering/updating their e-mail address, in respect of shares held in dematerialized form with their respective Depository Participants and in respect of shares held in physical form with company/its Share Transfer Agents.
16. In terms of provisions of section 72 of the Companies Act, 2013, nomination facility is available to individual shareholders. The shareholders who are holding shares in physical form and are desirous of availing this facility may kindly write to the Company's **Share Transfer Agent, M/s. Sharex Dynamic (India) Private Limited, Unit No.1, Luthra Industrial Premises, 1st Floor, Andheri-Kurla Road, Safed Pool, Andheri (East) Mumbai-400072** for nomination form quoting their folio number. Shareholders holding shares in the dematerialized form may contact their Depository Participant for recording nomination in respect of their shares.
17. The Equity Shares of the Company are listed at the following stock exchange:
The Bombay Stock Exchange Ltd., Phiroze Jeebhoy Towers, Dalal Street, Fort, Mumbai-400001.
The listing fee to the above exchange has been paid.
18. **Information and other instruction relating to e-voting are as under:**
 - (i) In compliance with provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as substituted vide notification dated March 19, 2015 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide its Members the facility to exercise their right to vote at the Thirty First Annual General Meeting

of the Company by electronic means and the business may be transacted through remote e-voting services provided by CDSL.

- (ii) For Members attending the Meeting who have not cast their vote by remote e-voting, the Company shall be making arrangements for the Members to cast their votes in respect to the business stated in this Notice through ballot form. The Members who have cast their votes by remote e-voting prior to the Meeting may also attend the Meeting but shall not be entitled to cast their vote again.
- (iii) The Company has engaged the services of Central Depository Service Limited ("CDSL") as the Agency to provide e-voting facility.
- (iv) The Board of Directors of the Company has appointed **Mr. Bipin C. Shah, Practising Chartered Accountant, Mumbai** as Scrutinizer to scrutinise the remote e-voting process in a fair and transparent manner and he has communicated his willingness to be appointed and will be available for same purpose.
- (v) Voting rights shall be reckoned on the paid-up value of shares registered in the name of the member / beneficial owner (in case of electronic shareholding) as on the cut-off date i.e. **September 22, 2017**.
- (vi) A person, whose name is recorded in the register of member or in the register of beneficial owners maintained by the depositories as on the cut-off date, i.e. **September 22, 2017** only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through Ballot paper.
- (vii) Any person who acquires shares and become member of the Company after despatch of the notice and holding shares as on the cut-off date may obtain the login ID and password by sending a request at www.evotingindia.com or issuer / RTA.
- (viii) Once the vote on a resolution is cast by a member, the member shall not be allowed to change it subsequently or cast the vote again.

The instructions for shareholders voting electronically are as under:

- (i) The voting period begins on **Monday, 25/09/2017** at **9.00 a.m.** and ends on **Thursday, 28/09/2017** at **5.00 p.m.** During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of **Friday, 22/09/2017**, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) The shareholders should log on to the e-voting website www.evotingindia.com.

- (iv) Click on Shareholders.
- (v) Now Enter your User ID
- For CDSL: 16 digits beneficiary ID,
 - For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (vi) Next enter the Image Verification as displayed and Click on Login.
- (vii) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (viii) If you are a first time user follow the steps given below

For Members holding shares in Demat Form and Physical Form	
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field. In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
DOB	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio. <ul style="list-style-type: none"> Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv)

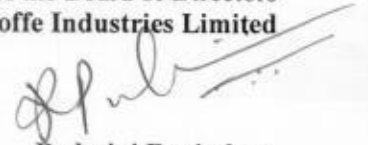
- (ix) After entering these details appropriately, click on "SUBMIT" tab.
- (x) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

- (xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xii) Click on the EVSN for the relevant **KUNSTSTOFFE INDUSTRIES LIMITED** on which you choose to vote.
- (xiii) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiv) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xv) After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xvi) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- (xviii) If Demat account holder has forgotten the same password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xix) **Shareholders can also cast their vote using CDSL’s mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. iPhone and Windows phone users can download the app from the App Store and the Windows Phone Store respectively on or after 30th June 2016. Please follow the instructions as prompted by the mobile app while voting on your mobile.**
- (xx) **Note for Non – Individual Shareholders and Custodians**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
 - The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.

- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xxi) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.
- I. At the Annual General Meeting at the end of the discussion of the Resolution on which voting is to be held, the chairman shall with the assistance of the Scrutinizer order voting for all those members who are present but have not cast their vote electronically using the Remote e-voting facility.
 - II. A copy of this notice has been placed on the website of the Company and the website of CDSL.
 - III. The Scrutinizer shall immediately after the conclusion of voting at the Annual General Meeting, first count the votes at the Annual General Meeting. The Scrutinizer shall not later than 48 hours of conclusion of the meeting, make 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.

The Chairman or a person authorized by him in writing shall declare the result of voting forthwith.
 - IV. The Results shall be declared on or after the AGM of the Company. The Results declared along with the Scrutinizer’s Report shall be placed on the Company’s website www.kunststoffeindia.com and on the website of CDSL within two (2) days of passing of the resolutions at the AGM of the Company and communicated to BSE Limited.

By Order of the Board of Directors
For **Kunststoffe Industries Limited**



Padmini Ravindran
Company Secretary

Place: Mumbai
Date: 23rd August, 2017

Registered Office:
Kiran Building, 128,
Bhauddaji Road,
Matunga (E),
Mumbai- 400 019.
CIN:L65910MH1985PLC037998
e-mail:kunststoffe@vsnl.net
Website: www.kunststoffeindia.com

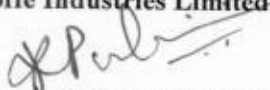
DETAILS OF DIRECTORS
SEEKING APPOINTMENT/RE-APPOINTMENT AT THE FORTCOMING ANNUAL GENERAL MEETING

(In pursuant of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Name of the Director	Ms. Soniya P. Sheth
DIN	02658794
Date of Birth	14 th February, 1985
Date of appointment	27 th June, 2014
Qualification	M.A.
Nature of her Expertise	Interior Decorator, Investment consultant & Dynamic professional also having good marketing experience.
List of Directorships of other Companies as at 31 st March, 2017	3 : -Fiberweb (India) Limited (Listed Company) -Stallion Breweries Limited -Chemical & Alkali Distributors Limited
List of Membership/ Chairmanship of the Committees* of other Board as at 31 st March, 2017	2 : Membership Audit Committee: -Fiberweb (India) Limited Membership Stakeholders' Relationship Committee: -Fiberweb (India) Limited
Shareholding in Kunststoffe Industries Limited	301163
Relationship between directors inter-se	No
Terms and Conditions of appointment	As per Nomination and Remuneration Policy of the Company

*Only Audit and Stakeholders Relationship Committees are considered.

By Order of the Board of Directors
For **Kunststoffe Industries Limited**


Padmini Ravindran
Company Secretary

Place: Mumbai
Date: 23rd August, 2017

Registered Office:
Kiran Building, 128,
Bhaudaji Road,
Matunga (E),
Mumbai- 400 019.
CIN: L65910MH1985PLC037998
e-mail: kunststoffe@vsnl.net
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Registered office: Kiran Building, 128, Bhaudaji Road, Matunga (E), Mumbai– 400 019

Website: www.kunststoffeindia.com Email: kunststoffe@vsnl.net Tel:022-24082689/90 Fax: 022-24044853

ATTENDANCE SLIP

Annual General Meeting – 29th September 2017

DP ID – Client ID / Folio No. :	
Name & Address of sole Member :	
Name of Joint Holder(s) : If any	
No. of shares held :	

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

I hereby record my presence at the 31st ANNUAL GENERAL MEETING of the Company at The Mysore Association, Bombay, 393, Bhaudaji Road, Matunga, Mumbai– 400 019 at 9.00 a.m. on Friday, 29th September 2017.

Member's / Proxy's Signature

----- Cut Here -----

ELECTRONIC VOTING PARTICULARS

EVSN (Electronic Voting Sequence Number)	User ID	(PAN No. /Seq. No.)

NOTE: Please read the complete instructions given under the Note (The instructions for shareholders voting electronically) to the Notice of Annual General Meeting. The voting time starts from Monday, September 25, 2017 from 9.00 a.m. and ends on Thursday, September 28, 2017 at 5.00 p.m. The voting module shall be disabled by CDSL for voting thereafter.

KUNSTSTOFFE INDUSTRIES LIMITED

CIN L65910MH1985PLC037998

Registered office: Kiran Building, 128, Bhaudaji Road, Matunga (E), Mumbai– 400 019

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ATTENDANCE SLIP

Only Shareholders or the Proxies will be allowed to attend the meeting

D. P. ID*	
Client ID*	

Folio No.	
No. of Shares held	

I/We hereby record my/our presence at the 31st Annual General Meeting of the Company being held on Friday, 29th September, 2017 at 9.00 a.m. at The Mysore Association, Bombay, 393, Bhaudaji Road, Matunga, Mumbai– 400 019 .

Name of the Shareholder(s) 1. 2. 3.

Signature of Shareholder(s) 1. 2. 3.

Signature of Proxyholder

*Applicable for Investors holding shares in electronic form.

Only Member / Proxyholder can attend the meeting.

Note: Member/ Proxy attending the Meeting must fill-in this attendance slip and hand it over at the entrance of the venue of the Meeting.

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Registered office: Kiran Building, 128, Bhaudaji Road, Matunga (E), Mumbai– 400 019

Website:www.kunststoffeindia.com Email:kunststoffe@vsnl.net Tel:022-24082689/90 Fax: 022-24044853

FORM NO. MGT-11

PROXY FORM

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

CIN: L65910MH1985PLC037998

Name of the Company: KUNSTSTOFFE INDUSTRIES LIMITED.

Registered office: Kiran Building, 128, Bhaudaji Road, Matunga (E), Mumbai– 400 019.

Name of the Member(s)	
Registered Address	
E-mail ID	
Folio No/Client Id	
DP/ ID	

I/We, being the member(s) of Shares of the above named Company, hereby appoint:

(1) Name: Address:

E-mail Id:Signature:or failing him;

(2) Name: Address:

E-mail Id: Signature:or failing him;

(3) Name: Address:

E-mail Id: Signature:

as my/our proxy to attend and vote (on a poll) for me/us and on my/ our behalf at the 31st Annual General Meeting of the Company to be held on Friday, 29th September 2017 at 9.00 a.m. at The Mysore Association, Bombay, 393, Bhaudaji Road, Matunga, Mumbai– 400 019 and at any adjournment thereof in respect of such resolutions as are indicated below:

Optional*

Resolution No.	Resolution	For	Against	Abstain
Ordinary Business				
1	Consider and adopt the Reports of Auditors, Directors and Audited Financial Statements for the Year ended March 31, 2017.			
2	Reappointment of Ms. Soniya P. Sheth, Managing Director who retires by rotation.			
3	Ratification of appointment of M/s A. V. Jobanputra & Co. Chartered Accountants as Statutory Auditor and authorize the Board of Directors to fix their remuneration.			

Signed this..... day of 2017.

Signature of shareholder (s).....

Signature of Proxy holders (s).....

Affix 1 Rupee Revenue Stamp

Notes:

(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) For the Resolution, Explanatory Statement and Notes please refer to the Notice of the 31st Annual General Meeting.

*(3) It is optional to put 'X' in the appropriate column against the Resolutions indicated in the Box. 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 thinks appropriate.

(4) Please complete all details including details of member(s) in above box before submission.



KUNSTSTOFFE INDUSTRIES LIMITED

CIN : L65910MH1985PLC037998

Registered office: Kiran Building, 128, Bhaudaji Road, Matunga (E), Mumbai- 400 019
Tel:022-24082689/90 Fax: 022-24044853 Website:www.kunststoffeindia.com Email:kunststoffe@vsnl.net

Ballot Form

(In Lieu of e-voting)

Name and Registered Address of the sole / first named Shareholder	
Name(s) of the Joint Shareholders(s) if any	
Registered Folio No./ DP ID No./ Client ID No.* * Applicable for holding shares in Dematerialization form	
Number of Equity shares held	

I/ We hereby exercise my/our vote in respect of the Resolutions(s) to be passed for the business stated in the Notice of 31st Annual General Meeting of the Company to be held on Friday, September 29, 2017 by conveying my/our assent or dissent to the said Resolutions(s) by placing the tick (✓) mark at the appropriate box below.

S. No.	Resolution	No. of equity shares	I/ We assent to the Resolution (For)	I/ We dissent to the Resolution (Against)
Ordinary Business				
1	Consider and adopt the Reports of Auditors, Directors and Audited Financial Statements for the Year ended March 31, 2017.			
2	Reappointment of Ms. Soniya P. Sheth, Managing Director who retires by rotation.			
3	Ratification of appointment of M/s A. V. Jobanputra & Co. Chartered Accountants as Statutory Auditor and authorize the Board of Directors to fix their remuneration.			

Place :

Date :

Signature of Shareholders