



KUNSTSTOFFE INDUSTRIES LIMITED

CIN: L65910MH1985PLC037998

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

Regd. Office: Kiran Building, 128, Bhaudaji Road, Matunga (E), Mumbai – 400019.

Tel: 022-24082689 / 90 Website: www.kunststoffeindia.com Email: kunststoffe@kunststoffeindia.com

Date: 30th August, 2023

To,

BSE Limited

Corporate Relations Department,

1st Floor, New Trading Ring,

P. J. Towers, Dalal Street,

Mumbai - 400 001.

Reference: BSE Scrip code - 523594 - Kunststoffe Industries Limited

Sub.: Notice of 37th Annual General Meeting and Integrated Annual Report for Financial Year 2022-23 - Compliance under Regulations 30, 34 and 53 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

Dear Sir/Madam,

With reference to our letter dated 12th August, 2023, we hereby inform you that the 37th Annual General Meeting ("AGM") of the Company will be held on Monday, 25th day of September, 2023 at 03.00 P.M. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

In continuation to the aforesaid letter and pursuant to Regulations 30, 34 and 53 of the Listing Regulations, please find enclosed the following:

- 1) Notice of the 37th AGM of the Company. The brief details of the agenda items proposed to be transacted at the 37th AGM are given in "Annexure I";
- 2) Integrated Annual Report for the Financial Year 2022-23.

The Notice of 37th AGM and the Integrated Annual Report for the Financial Year 2022-23 can also be accessed/downloaded from the web-link given below:

<https://www.kunststoffeindia.com/annual-report/>

The Integrated Report is being sent only through electronic mode, to those Members whose e-mail addresses are registered with the Company/Registrar and Transfer Agent/Depository Participant/ Depositories. This is in compliance with the SEBI Circulars dated May 12, 2020, January 15, 2021, May 13, 2022 and January 5, 2023 and applicable Circulars issued by Ministry of Corporate Affairs in this regard from time to time.



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This disclosure is being submitted pursuant to Regulation 34(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

This is for your information and records.

Thanking you,

Yours faithfully,

For **Kunststoffe Industries Limited**

Padmini Ravindran
Company Secretary & Compliance Officer
Membership No.: F5134

Encl:



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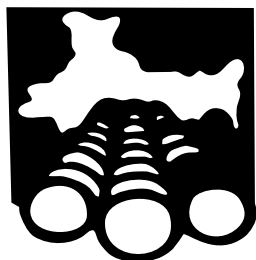
Tel: 022-24082689 / 90 Website: www.kunststoffeindia.com Email: kunststoffe@kunststoffeindia.com

Annexure I

Sr. No.	Resolutions proposed to be passed at the 37 th AGM	Manner of approval
Ordinary Business:		
1	Consideration and Adoption of the Standalone Audited Financial Statements of the Company for the financial year ended 31st March, 2023 together with the reports of the Board of Directors and Statutory Auditor thereon.	Ordinary Resolution
2	To reappoint Mrs. Soniya P. Sheth (DIN: 02658794), Managing Director who retires by rotation and being eligible offers herself for re-appointment.	Ordinary Resolution
Special Business:		
3	To appoint Mr. Pravin Vrajlal Sheth (DIN: 00138797) as a Non-Executive, Non-Independent Director.	Special Resolution
4	To appoint Mr. Bhadresh Hasmukhbhai Shah (DIN: 00629457) as a Non-Executive, Independent Director.	Special Resolution

For **Kunststoffe Industries Limited**

Padmini Ravindran
Company Secretary & Compliance Officer
Membership No.: F5134



KUNSTSTOFFE INDUSTRIES LIMITED

37th Annual Report
2022-2023



KUNSTSTOFFE INDUSTRIES LTD.

CORPORATE INFORMATION

BOARD OF DIRECTORS

Mrs. Soniya P. Sheth - Managing Director
Mr. Ujjwalkumar Jha - Independent Director
Mr. Rajender Sharma - Independent Director
Mr. Pravin V. Sheth - Additional Non-Independent Director
(w.e.f. 12/08/2023)
Mr. Bhadresh H. Shah - Additional Independent Director
(w.e.f. 12/08/2023)
Mr. Sacariah Chacko - Independent Director
(Resigned w.e.f. 12/08/2023)

KEY MANAGERIAL PERSONNEL

Ms. Unnati P. Sheth - Chief Financial Officer
Ms. Padmini Ravindran - Company Secretary

STATUTORY AUDITORS

M/s. Akshay Kirtikumar & Associates LLP
Chartered Accountants, Mumbai

INTERNAL AUDITORS

M/s. Vandit Shah & Co,
Chartered Accountants, Mumbai

SECRETARIAL AUDITOR

Mr. Ritesh Sharma of M/s. R & J Co,
Company Secretary in Practice

SOLICITORS

M/s. Little & Co., Mumbai
Divyakant Mehta & Associates, Mumbai

REGISTERED OFFICE

Kiran Building, 128, Bhaudaji Road,
Matunga (E), Mumbai 400019.
Email -kunststoffe@kunststoffeindia.com
Website - www.kunststoffeindia.com
CIN: L65910MH1985PLC037998

BANKERS

Bank of Baroda, Matunga, Mumbai
State Bank of India, Daman

WORKS

Airport Road, Kadaiya,
Nani Daman,
Daman (U.T.) 396 210

LISTED ON STOCK EXCHANGE

BSE Limited

REGISTRARS & SHARE TRANSFER AGENTS

LINK INTIME INDIA PRIVATE LIMITED
C -101, 247 Park, L.B.S. Marg,
Vikhroli West, Mumbai-400 083.



KUNSTSTOFFE INDUSTRIES LIMITED

CIN : L65910MH1985PLC037998

Registered office: Kiran Bldg., 128, Bhaudaji Road, Matunga, Mumbai – 400 019.
Tel. No. 022-2408 2689/90 Website - www.kunststoffeindia.com Email: kunststoffe@kunststoffeindia.com

NOTICE

Notice is hereby given that the 37th Annual General Meeting of the Members of **Kunststoffe Industries Limited** will be held on **Monday, 25th day of September, 2023** at 03.00 P.M. through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM') facility to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Standalone Audited Financial Statements of the Company for the financial year ended 31st March, 2023 together with the reports of the Board of Directors and Statutory Auditor thereon.
2. To reappoint Mrs. Soniya P. Sheth (DIN: 02658794), Managing Director who retires by rotation and being eligible offers herself for re-appointment.

SPECIAL BUSINESS

3. **To consider an appointment of Mr. Pravin Vrajlal Sheth (DIN: 00138797) as a Non-Executive, Non-Independent Director.**

To consider and, if thought fit, to pass the following resolution as a **Special Resolution**

"RESOLVED THAT pursuant to the provisions of section 152 and all other applicable provisions of the Companies Act, 2013 and the Rules framed thereunder [including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force], Mr. Pravin Vrajlal Sheth (DIN: 00138797), who was appointed by the Board of Directors as an Additional Director of the Company, with effect from 12th August, 2023 under section 161 of the Companies Act, 2013 and the Articles of Association of the Company and who holds office up to the date of this Annual General Meeting of the Company in terms of section 161 of the Companies Act, 2013 and in respect of whom the Company has received a Notice in writing from a Member under section 160 of the Companies Act, 2013 proposing his candidature for the office of Director of the Company, being so eligible, be appointed as a Non-Executive Non-Independent Director of the Company, liable to retire by rotation."

4. **To consider an appointment of Mr. Bhadresh Has Mukh Shah (DIN: 00629457) as an Independent Director.**

To consider and, if thought fit, to pass the following resolution as a **Special Resolution**

"RESOLVED THAT Mr. Bhadresh Has Mukh Shah (DIN: 00629457) who was appointed as an Additional Director (Non-Executive, Independent) of the Company effective August 12, 2023, by the Board of Directors of the Company, in terms of Section 161 of the Companies Act, 2013 ('Act') read with related rules (including any statutory modification(s), amendment(s) or re-enactment(s) thereof, for the time being in force) and Articles of Association of the Company, and who is eligible for appointment and who has consented to act as a Director of the Company and in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Act proposing his candidature for the office of a Director, be and is hereby appointed as a Director of the Company.



KUNSTSTOFFE INDUSTRIES LTD.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 149 and 152 of the Act, read with Schedule IV and other applicable provisions of the Act (including any statutory modification(s), amendment(s), or re-enactment(s) thereof, for the time being in force), the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended and Regulation 17 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), each as amended, and the Articles of Association of the Company, the appointment of Mr. Bhadresh Hasmukh Shah (DIN: 00629457), who meets the criteria of independence as provided in Section 149(6) of the Act and the Rules framed thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations, and who has submitted a declaration to that effect, and who is eligible for appointment, be and is hereby appointed, as an Independent Director of the Company, not liable to retire by rotation, for a term of 5 (five) years commencing from 12th August, 2023 to 11th August, 2028 (both days inclusive).

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

Padmini Ravindran
Company Secretary
FCS Membership No: 5134

Place: Mumbai
Date: 12th August, 2023

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

NOTES:

1. The Statement, pursuant to Section 102 of the Companies Act, 2013, as amended ('Act') setting out material facts concerning the business with respect to Item Nos. 3 to 4 forms part of this Notice. Additional information, pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('SEBI Listing Regulations') and Secretarial Standard - 2 on General Meetings, issued by The Institute of Company Secretaries of India, in respect of Director retiring by rotation seeking appointment/ re-appointment at this Annual General Meeting ('Meeting' or 'AGM') is furnished as Annexure 1 to this Notice.
2. The Ministry of Corporate Affairs ('MCA'), inter-alia, vide its General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, followed by General Circular Nos. 20/2020 dated May 5, 2020, and subsequent circulars issued in this regard, the latest being 10/2022 dated December 28, 2022 (collectively referred to as 'MCA Circulars') has permitted the holding of the AGM through Video Conferencing ('VC') or through Other Audio-Visual Means ('OAVM'), without the physical presence of the Members at a common venue.

Further, Securities and Exchange Board of India ('SEBI'), vide its Circulars dated May 12, 2020, January 15, 2021, May 13, 2022 and January 5, 2023 ('SEBI Circulars') and other applicable circulars issued in this regard, have provided relaxations from compliance with certain provisions of the SEBI Listing Regulations.

In compliance with the applicable provisions of the Act, SEBI Listing Regulations and MCA Circulars, the 37th AGM of the Company is being held through VC/OAVM on Monday, September 25, 2023, at 3:00 p.m. (IST).

3. **PURSUANT TO THE PROVISIONS OF THE ACT, A MEMBER ENTITLED TO ATTEND AND VOTE AT THE AGM IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON THEIR BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. SINCE THIS AGM IS BEING HELD PURSUANT TO THE MCA CIRCULARS THROUGH VC/OAVM, PHYSICAL ATTENDANCE OF MEMBERS HAS BEEN DISPENSED WITH. ACCORDINGLY, THE FACILITY FOR APPOINTMENT OF PROXIES BY THE MEMBERS WILL NOT BE AVAILABLE FOR THIS AGM AND HENCE THE PROXY FORM, ATTENDANCE SLIP AND ROUTE MAP OF AGM ARE NOT ANNEXED TO THIS NOTICE.**
4. The Members can join the AGM in the VC/OAVM mode 30 minutes before the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to at least 1,000 Members on a first come first served basis as per the MCA Circulars.
5. The Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
6. Institutional/corporate shareholders (i.e., other than individuals, HUF, NRI, etc.), are required to send a scanned copy (PDF/JPG Format) of their respective Board or governing body Resolution / Authorisation etc., authorising their representative to attend the AGM through VC/OAVM on their behalf and to vote through remote e-Voting. The said Resolution/Authorisation shall be sent by e-mail on Scrutinizer's e-mail address at csriteshsharma@gmail.com with a copy marked to rnt.helpdesk@linkintime.co.in
7. In case of joint holders attending the AGM, only such joint holder who is higher in the order of the names as per the Register of Members of the Company, as of the cut-off date, will be entitled to vote at the Meeting.



8. E-VOTING:

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Link Intime India Private Limited for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system will be provided by RTA Link Intime India Private Limited.

9. Mrs. Soniya P. Sheth and Mr. Pravin V. Sheth are interested in the Resolutions set out at item Nos. 2 and 3, of the Notice with regards to their re-appointment and appointment. Further both are related to each other, hence interested in the Resolutions set out at item Nos. 2 and 3 of the Notice. Mrs. Soniya P. Sheth, Managing Director being related to Mr. Pravin V. Sheth may be deemed to be interested in the resolution set out at item Nos. 2 and 3 of the Notice. Save and except the above, none of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the Ordinary and Special Business set out under Item Nos. 1 to 4 of the Notice.
10. The relevant details as required under Regulation 36(3) of SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and clause 1.2.5 of the Secretarial Standard on General Meeting ("SS-2") of the persons seeking appointment /re-appointment as Directors /Directors are provided in Annexure to this Notice.

11. BOOK CLOSURE:

The Register of Members and Share Transfer Books of the Company will be closed from Monday, September 18, 2023 to Monday, September 25, 2023 (both days inclusive) pursuant to provisions of Section 91 of Companies Act, 2013.

12. TRANSFER OF SHARES PERMITTED IN DEMAT FORM ONLY:

As per Regulation 40 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), securities of listed companies can be transferred only in dematerialized form with effect from 1st April, 2019, except in case of transmission or transposition of securities. Further, SEBI vide its Circular dated 25th January, 2022, has mandated that securities shall be issued only in dematerialised mode while processing duplicate/ unclaimed suspense/ renewal/ exchange/ endorsement/ sub division/ consolidation/ transmission/ transposition service requests received from physical securities holders. In view of the above and to eliminate risk associated with physical shares and to avail various benefits of dematerialisation, Members are advised to dematerialise their shares held in physical form.

Members are accordingly requested to get in touch with any Depository Participant having registration with SEBI to open a Demat account or alternatively, contact Link Intime (India) Private Limited to seek guidance in the demat procedure. Members may also visit website of depositories viz. National Securities Depository Limited at <https://nsdl.co.in/faqs/faq.php> or Central Depository Services (India) Limited at <https://www.cdslindia.com/Investors/open-demat.html> for further understanding the demat procedure. 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.

13. ELECTRONIC DISPATCH OF NOTICE AND ANNUAL REPORT:

In accordance with the MCA General Circular Nos. 20/2020 dated 5th May, 2020 and 10/2022 dated 28th December, 2022 and SEBI Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 5th January, 2023, the financial statements (including Board's Report, Auditors' Report or other documents required to be attached therewith) for the Financial Year ended 31st March, 2023 pursuant to section 136 of the Act and Notice calling the AGM pursuant to section 101 of the Act read with the Rules framed thereunder, such statements including the Notice of AGM are being sent only in electronic mode to those Members whose e-mail addresses are registered with the Company/RTA or the Depository Participant(s). The physical copies of such statements and Notice of AGM will be dispatched only to those shareholders who request for the same. Members are requested to register/update their email addresses, in respect of electronic holdings with the Depository through the concerned Depository Participants and in respect of physical holdings with the Company or RTA by following due procedure. A copy of the Notice of this AGM along with Annual Report for the FY 2022-23 is available on the website of the Company at <https://www.kunststoffeindia.com>, website of the Stock Exchanges where the shares of the Company are listed i.e. BSE Limited at www.bseindia.com

14. 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.
15. Members holding shares in physical form and who have not updated their e-mail ids with the Company are requested to update their e-mail ids by writing to the RTA at rnt.helpdesk@linkintime.co.in along with the copy of the signed request letter mentioning the name and address of the Member, self-attested copy of the PAN card, and self-attested copy of any document (eg.: Driving License, Voter Identity Card, Passport) in support of the address of the Member. Members holding shares in dematerialised (demat) mode are requested to register/update their e-mail addresses with the relevant DPs.
16. 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 to 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.
17. 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. Link Intime India Private Limited, C 101, 247 Park, LBS Marg, Vikhroli West, Mumbai 400083 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.

18. Norms for furnishing of PAN, KYC, Bank details and Nomination:

Pursuant to SEBI Circular no. SEBI/HO/MIRSD/MIRSDPoD-1/P/CIR/2023/37 dated March 16, 2023, issued in supersession of earlier circulars issued by SEBI bearing nos. SEBI/HO/MIRSD/MIRSDRTAMB/P/CIR/2021/655 and SEBI/HO/MIRSD/MIRSDRTAMB /P/CIR/2021/687 dated November 3, 2021 and December 14, 2021, respectively, SEBI has mandated all listed companies to record PAN, Nomination, Contact details, Bank A/c details and Specimen signature for their corresponding folio numbers of holders of physical securities. The folios wherein any one of the cited documents/details is not available on or after October 1, 2023, such folios shall be frozen by the RTA.



However, the security holders of such frozen folios shall be eligible:

- To lodge any grievance or avail any service, only after furnishing the complete documents/details as mentioned above;
- To receive any payment including dividend, interest or redemption amount (which would be only through electronic mode) only after they comply with the above stated requirements.

The forms for updation of PAN, KYC, Bank details and Nomination viz., Forms ISR-1, ISR-2, ISR-3, SH-13 and the said SEBI Circular are available on our website at <https://kunststoffeindia.com>

In view of the above, we urge Members holding shares in physical form to submit the required forms along with the supporting documents at the earliest. The Company has completed the process of sending letters to the Members holding shares in physical form in relation to the above referred SEBI Circular. Members who hold shares in dematerialised form and wish to update their PAN, KYC, Bank details and Nomination, are requested to contact their respective DPs.

Further, Members holding shares in physical form are requested to ensure that their PAN is linked to Aadhaar to avoid freezing of their folios. Such frozen folios shall be referred by RTA/Company to the administering authority under the Benami Transactions (Prohibitions) Act, 1988 and/or Prevention of Money Laundering Act, 2002, after December 31, 2025.

19. SCRUTINISER FOR E-VOTING:

Mr. Ritesh Sharma of M/s. R & J Co, Practicing Company Secretary (Membership No. ACS 55260) has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner

20. The Equity Shares of the Company are listed at BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai – 400001. The listing fees to the above exchanges have been paid.

21. Information and other instruction relating to e-voting are as under:

1. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Regulation 44 of the SEBI Listing Regulations and in terms of SEBI Circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 in relation to e-Voting facility provided by listed entities, the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with RTA Link Intime India Private Limited for facilitating voting through electronic means, as the authorised agency. The facility of casting votes by a Member using remote e-Voting system as well as remote e-Voting during the AGM will be provided by NSDL.
2. Members of the Company holding shares either in physical form or in electronic form as on the cut-off date of Monday, September 18, 2023 may cast their vote by remote e-Voting. A person who is not a Member as on the cut-off date should treat this Notice for information purpose only. 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 before the AGM as well as remote e-Voting during the AGM.

Any shareholder(s) holding shares in physical form or non-individual shareholders who acquires shares of the Company and becomes a Member of the Company after dispatch of the Notice and holding shares as on the cut-off date i.e. Monday, September 18, 2023, may obtain the User ID and Password by sending a request at rnt.helpdesk@linkintime.co.in However, if a person is already registered with NSDL /CDSL for remote e-Voting then the Members can use their existing User ID and password for casting the vote. If you forget your password, you can reset your password by using “Forgot User Details/Password” or “Physical User Reset Password” option available on www.evoting.nsdl.com or call on 022 - 4886 7000 and 022 -2499 7000.

In case of Individual Shareholder who acquires shares of the Company and becomes a Member of the Company after dispatch of the Notice and holds shares in demat mode as on the cut-off date may follow the steps mentioned under ‘Login method for e-Voting and joining virtual meeting for individual shareholders holding securities in demat mode.’

The remote e-Voting period commences on Friday, September 22, 2023 at 9.00 a.m. (IST) and ends on Sunday, September 24, 2023 at 5.00 p.m. (IST). The remote e-voting module shall be disabled by RTA for voting thereafter. The Members, whose names appear in the Register of Members/ Beneficial Owners as on the record date (cut-off date) i.e. September 18, 2023 may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date i.e. Monday, September 18, 2023.

- (i) For Shareholders attending the Meeting who have not cast their vote by remote e-voting, the Company shall be making arrangements for the Shareholders to cast their votes in respect to the business stated in this Notice through ballot form. The Shareholders 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.
- (ii) The Board of Directors of the Company has appointed Mr. Ritesh Sharma of M/s. R & J Co Company Secretary in Practice, 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.
- (iii) 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 18, 2023.
- (iv) Any person who acquires shares and become member of the Company after dispatch 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.
- (v) 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:

As per the SEBI circular dated December 9, 2020, individual shareholders holding securities in demat mode can register directly with the depository or will have the option of accessing various ESP portals directly from their demat accounts.



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

1. Individual Shareholders holding securities in demat mode with NSDL
 1. Existing IDeAS user can visit the e-Services website of NSDL viz... <https://eservices.nsdl.com> either on a personal computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name i.e. LINKINTIME and you will be re-directed to "InstaVote" website for casting your vote during the remote e-Voting period.
 2. If you are not registered for IDeAS e-Services, option to register is available at <https://eservices.nsdl.com> Select "Register Online for IDeAS Portal" or click at <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>
 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a personal computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name i.e. LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period.
2. Individual Shareholders holding securities in demat mode with CDSL
 1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. The option will be made available to reach e-Voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password.
 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by the company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider i.e. LINKINTIME for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there are also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.
 3. If the user is not registered for Easi/Easiest, the option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.
 4. Alternatively, the user can directly access the e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, the user will be able to see the e-Voting

option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.

3. Individual Shareholders (holding securities in demat mode) login through their depository participants.

You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on the company name or e-Voting service provider name i.e. LinkIntime and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

Login method for Individual shareholders holding securities in physical form/ Non-Individual Shareholders holding securities in demat mode is given below:

Individual Shareholders of the company, holding shares in physical form / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register for e-Voting facility of Link Intime as under:

1. Open the internet browser and launch the URL: <https://instavote.linkintime.co.in>
2. Click on “**Sign Up**” under ‘**SHARE HOLDER**’ tab and register with your following details: -

A. User ID:

Shareholders holding shares in physical form shall provide Event No + Folio Number registered with the Company. Shareholders holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID; Shareholders holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID.

- B. PAN:** Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.

- C. DOB/DOI:** Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format)

- D. Bank Account Number:** Enter your Bank Account Number (last four digits), as recorded with your DP/Company.

*Shareholders holding shares in physical form but have not recorded ‘C’ and ‘D’, shall provide their Folio number in ‘D’ above

*Shareholders holding shares in NSDL form, shall provide ‘D’ above

- Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (@!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter).
- Click “confirm” (Your password is now generated).



3. Click on 'Login' under '**SHARE HOLDER**' tab.
4. Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on '**Submit**'.

Cast your vote electronically:

1. After successful login, you will be able to see the notification for e-voting. Select 'View' icon.
2. E-voting page will appear.
3. Refer the Resolution description and cast your vote by selecting your desired option '**Favour/Against**' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link).
4. After selecting the desired option i.e. Favour / Against, click on '**Submit**'. A confirmation box will be displayed. If you wish to confirm your vote, click on '**Yes**', else to change your vote, click on 'No' and accordingly modify your vote.

Guidelines for Institutional shareholders:

Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on the e-voting system of LIPL at <https://instavote.linkintime.co.in> and register themselves as '**Custodian / Mutual Fund / Corporate Body**'. They are also required to upload a scanned certified true copy of the board resolution /authority letter/power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the '**Custodian / Mutual Fund / Corporate Body**' login for the Scrutinizer to verify the same.

Helpdesk for Individual Shareholders holding securities in physical mode/ Institutional shareholders:

Shareholders facing any technical issue in login may contact Link Intime INSTAVOTE helpdesk by sending a request at enotices@linkintime.co.in or contact on: - Tel: 022 – 4918 6000.

Helpdesk for Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at : 022 - 4886 7000 and 022 - 2499 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

Individual Shareholders holding securities in Physical mode has forgotten the password:

If an Individual Shareholders holding securities in Physical mode has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on the e-Voting website of Link Intime: <https://instavote.linkintime.co.in>

- o Click on 'Login' under '**SHARE HOLDER**' tab and further Click 'forgot password?'
- o Enter User ID, select Mode and Enter Image Verification code (CAPTCHA). Click on "SUBMIT".

In case shareholders is having valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above. The password should contain minimum 8 characters, at least one special character (@!#\$%&), at least one numeral, at least one alphabet and at least one capital letter.*

User ID for Shareholders holding shares in Physical Form (i.e. Share Certificate): Your User ID is Event No + Folio Number registered with the Company

Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:

Shareholders who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned depository/ depository participants website.

- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".

Voting at the Physical E-AGM.

- 1) The procedure for e-voting on the day of the E-AGM is same as the instructions mentioned above for remote e-voting.
- 2) Only those members who will be present in E-AGM through video conferencing facility and have not casted vote through e-voting at the e-AGM.

Process and manner for attending the Annual General Meeting through InstaMeet:

1. Open the internet browser and launch the URL: <https://instameet.linkintime.co.in> & Click on "Login".
 - Select the "Company" and 'Event Date' and register with your following details: -
- A. Demat Account No. or Folio No: Enter your 16 digit Demat Account No. or Folio No
 - Shareholders/ members holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID
 - Shareholders/ members holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID
 - Shareholders/ members holding shares in physical form shall provide Folio Number registered with the Company



- B. PAN: Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/Company shall use the sequence number provided to you, if applicable).
- C. Mobile No.: Enter your mobile number.
- D. Email ID: Enter your email id, as recorded with your DP/Company.
 - Click “Go to Meeting” (You are now registered for InstaMeet and your attendance is marked for the meeting).

Instructions for Shareholders/ Members to Speak during the Annual General Meeting through InstaMeet:

1. Shareholders who would like to speak during the meeting must register their request 3 days in advance with the company on the specific email id created for the general meeting.
2. Shareholders will get confirmation on first cum first basis depending upon the provision made by the client.
3. Shareholders will receive “speaking serial number” once they mark attendance for the meeting.
4. Other shareholder may ask questions to the panellist, via active chat-board during the meeting.
5. Please remember speaking serial number and start your conversation with panellist by switching on video mode and audio of your device.

Shareholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.

Instructions for Shareholders/ Members to Vote during the Annual General Meeting through InstaMeet:

Once the electronic voting is activated by the scrutinizer during the meeting, shareholders/ members who have not exercised their vote through the remote e-voting can cast the vote as under:

1. On the Shareholders VC page, click on the link for e-Voting “Cast your vote”
2. Enter your 16 digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMEET and click on 'Submit'.
3. After successful login, you will see “Resolution Description” and against the same the option “Favour/ Against” for voting.
4. Cast your vote by selecting appropriate option i.e. “Favour/Against” as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under 'Favour/Against'.
5. After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on “Save”. A confirmation box will be displayed. If you wish to confirm your vote, click on “Confirm”, else to change your vote, click on “Back” and accordingly modify your vote.

6. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

Note: Shareholders/ Members, who will be present in the Annual General Meeting through InstaMeet facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting facility during the meeting. Shareholders/ Members who have voted through Remote e-Voting prior to the Annual General Meeting will be eligible to attend/ participate in the Annual General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.

Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.

Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

Please note that Shareholders/ Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

In case shareholders/ members have any queries regarding login/ e-voting, they may send an email to instameet@linkintime.co.in or contact on: - Tel: 022-49186175.

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

Padmini Ravindran
Company Secretary
FCS Membership No: 5134

Place: Mumbai
Date: 12th August, 2023

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



EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Annexures to the Notice

ANNEXURE 1

Details of the Directors seeking appointment/re-appointment at the 37th Annual General Meeting

[Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SS - 2 of the Secretarial Standard on General Meetings]

DETAILS OF DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT AT THE FORTHCOMING ANNUAL GENERAL MEETING (In pursuant of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Item No 2

Proposal:

Mrs. Soniya P. Sheth (DIN: 02658794), Managing Director of the Company is liable to retire by rotation and being eligible, has offered herself for re appointment. Brief resume of Mrs. Soniya P. Sheth, nature of her expertise in specific functional areas, disclosure of relationships between directors inter-se, name of listed entities and other companies in which she holds directorships and memberships/chairmanships of Board Committees, shareholding in the Company, the number of Meetings of the Board attended during the year, along with disclosure pertaining to his resignation from listed entities in the past three years, as stipulated under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India are stated in the Annual Report.

A Profile of Mrs. Soniya P. Sheth:

Mrs. Soniya P. Sheth (DIN: 02658794) (aged 38 years) was appointed as a Member of the Board effective 29th September, 2014. She is M. A. by qualification. She is Interior Decorator, Investment consultant & Dynamic professional also having good marketing experience

Terms and conditions of re-appointment:

Mrs. Soniya P. Sheth has been appointed as a Managing Director of the Company on w.e.f. 29th September, 2019 and is liable to retire by rotation.

Board Meeting Attendance and Remuneration during FY2022-23:

Mrs. Soniya P. Sheth attended six (6) Board Meetings that were held. Mrs. Soniya P. Sheth, shall not be paid sitting fees for attending the meetings of the Board thereof. The details of total remuneration paid to Mrs. Soniya P. Sheth for FY 2022-23 is provided in the Annual Report.

Disclosure of Relationship inter-se between Directors, Manager and other Key Managerial Personnel:

Mrs. Soniya P. Sheth, Managing Director is spouse of Mr. Pravin V. Sheth, Additional Non-Independent Director of the company.

Shareholding in the Company:

Mrs. Soniya P. Sheth holds 19,66,344 (Equity) Shares of the Company

Bodies Corporate in which Ms. Soniya P. Sheth holds Directorships and Committee positions:

Directorship

1. Fiberweb (India) Limited
2. Kunststoffe Industries Ltd
3. Stallion Breweries Limited
4. Chemical and Alkali Distributors Limited
5. Sun Capital and Consultancy Private Limited
6. Parijat Private Limited
7. Star Developers Private Limited
8. Gayatri Pipes & Fittings Private Limited

Committees Position:

Kunststoffe Industries Limited

Chairperson of Sexual Harassment Committee

Fiberweb (India) Limited

Member of Audit Committee, Nomination & Remuneration Committee, Stakeholder Relationship Committee and Corporate Social Responsibility Committee and Chairperson of Sexual Harassment Committee.

Listed Entities from which Mrs. Soniya P. Sheth has resigned as Director in past 3 years: None

Item No 3

APPOINTMENT OF MR. PRAVIN V. SHETH (DIN: 00138797) AS NON EXECUTIVE AND NON-INDEPENDENT DIRECTOR OF THE COMPANY.

The Board of Directors, on the recommendation of the Nomination & Remuneration Committee, appointed Mr. Pravin V. Sheth (DIN: 00138797), as an Additional Non Executive and Non-Independent Director subject to approval of Members.

In terms of Sections 149, 152 and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 [including any amendment(s), statutory modification(s) or re-enactment(s) thereof for the time being in force] read with Schedule IV of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, Mr. Pravin V. Sheth, is eligible for appointment as an Non-Independent Director of the Company, liable to retire by rotation.

The Company has received an individual notice in writing from a Member of the Company under the provisions of Section 160(1) of the Companies Act, 2013, as amended by the Companies (Amendment) Act, 2017, proposing the candidature of said Director for the office of Director of the Company.

In the opinion of the Board of Directors of the Company, Mr. Pravin V. Sheth fulfills the conditions specified in the Companies Act, 2013 & Rules framed there under and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended for appointment of Non-Independent Director. The terms and conditions of his appointment shall be open for inspection by the Members, without any fee at the Registered Office of the Company during normal business hours on any working day up to the date of the AGM. A brief profile of Mr. Pravin V. Sheth, is given in the particulars of Directors under the AGM Notice and Annual Report.



Mr. Pravin V. Sheth holds 6266 Equity Shares of in the Company. Mr. Pravin V. Sheth is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director. He is not debarred from holding the office of a Director by virtue of any order of the Securities and Exchange Board of India or any other such authority. Mr. Pravin V. Sheth is husband of Mrs. Soniya P. Sheth, Managing Director of the Company. Except this, none of the other Directors, Key Managerial Personnel or their relatives are in any way, concerned or interested in the said Resolution.

Mr. Pravin V. Sheth aged 84 years has a vast experience in Business and Management which will contribute to the growth of company. The Board recommends the Special Resolution set out at Item No. 3 of the Notice for approval by the members.

Item No 4

APPOINTMENT OF MR BHADRESH H. SHAH (DIN: 00629457) AS NON EXECUTIVE AND INDEPENDENT DIRECTOR OF THE COMPANY.

The Board of Directors, on the recommendation of the Nomination & Remuneration Committee, appointed Mr. Bhadresh H. Shah (DIN: 00629457), as an Additional Director and also an Independent Director of the Company for a term of 5 (five) consecutive years from 12th August, 2023 to 11th August, 2028, subject to approval of Members.

In terms of Sections 149, 152 and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 [including any amendment(s), statutory modification(s) or re-enactment(s) thereof for the time being in force] read with Schedule IV of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, Mr. Bhadresh H. Shah, is eligible for appointment as an Independent Director of the Company, not liable to retire by rotation.

The Company has received an individual notice in writing from a Member of the Company under the provisions of Section 160(1) of the Companies Act, 2013, as amended by the Companies (Amendment) Act, 2017, proposing the candidature of said Director for the office of Director of the Company.

Mr. Bhadresh H. Shah being eligible for appointment as an Independent Director of the given his consent as well as requisite disclosures along with a declaration to the Board that he meets the criteria of independence as provided under Section 149(6) of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended. In the opinion of the Board of Directors of the Company, Mr. Bhadresh H. Shah fulfills the conditions specified in the Companies Act, 2013 & Rules framed there under and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended for appointment of Independent Director.

The terms and conditions of his appointment shall be open for inspection by the Members, without any fee at the Registered Office of the Company during normal business hours on any working day up to the date of the AGM. A brief profile of Mr. Bhadresh H. Shah, is given in the particulars of Directors under the AGM Notice and Annual Report.

Mr. Bhadresh H. Shah holds 5900 Equity Shares of in the Company. Mr. Bhadresh H. Shah is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director. He is not debarred from holding the office of a Director by virtue of any order of the Securities and Exchange Board of India or any other such authority. Except Mr. Bhadresh H. Shah and his relative, none of the other Directors, Key Managerial Personnel or their relatives are in any way, concerned or interested in the said Resolution.

The Board recommends the Special Resolution set out at Item No. 4 of the Notice for approval by the members.

Details under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and in terms of Secretarial Standard 2, in respect of the Director seeking appointment/ re-appointment.

Name of the Director	Mr. Pravin V. Sheth	Mr. Bhadresh H. Shah
DIN	00138797	00629457
Date of Birth	19th August, 1939	17th September, 1953
Date of appointment	25th September, 2023	25th September, 2023
Qualification	B.Com. LL.B., F.C.A. Practicing Chartered Accountant	B. E. Bachelor of Engineering
Nature of Expertise	Expert in field of Finance, Management, Accounting, Auditing, Taxation and Law also having good knowledge about plastic industries for last 30 years.	He is expertise in Civil and Plastic Engineering. He looks after technical and civil work and has a reasonable knowledge and experience in Accounting and Financial Matters.
Directorship held in other Public and Private Companies	- Star Developers Pvt. Ltd., - Parijat Pvt. Ltd., - Sun Capital & Consultancy Pvt. Ltd. - Fiberweb (India) Limited	Fiberweb (India) Limited
List of Membership/ Chairmanship of the Committees* of other Board as at 31st March, 2023	NIL	Fiberweb (India) Limited: 1. Audit Committee (Chairman) upto 11/08/2023. 2. Stakeholders Relationship Committee (Chairman) upto 11/08/2023.
Shareholding in Fiberweb (India) Limited as on 31st March, 2023	6266 equity shares	5900 equity shares
Relationship between directors inter-se	Mr. Pravin V. Sheth and Mrs. Soniya P. Sheth are related as husband and wife.	None
Terms and Conditions of appointment	As per Nomination and Remuneration Policy of the Company	As per Nomination and Remuneration Policy of the Company
Listed entities from which Director resigned in the past three years	None	None

*Only Audit and Stakeholders Relationship Committees are considered.

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

Padmini Ravindran
Company Secretary
FCS Membership No: 5134

Place: Mumbai

Date: 12th August, 2023

Registered Office:

Kiran Building, 128, Bhaudaji Road,

Matunga (E), Mumbai - 400 019.

CIN: L65910MH1985PLC037998

E-mail: kunststoffe@kunststoffeindia.com

Website: www.kunststoffeindia.com

**DIRECTORS' REPORT**

Dear Shareholders,

Your Directors have pleasure in presenting the **37th Annual Report** and Audited Financial Statements of the Company for the year ended 31st March, 2023. The summarized financial results are given below:

SUMMARISED FINANCIAL RESULTS:

(₹ In Lacs)

Particulars	2022-23	2021-22
Net Sales	1253.69	1275.61
Other Income	36.18	31.59
Total Income	1289.87	1307.20
Expenses		
Operating Expenditure	770.51	843.45
Changes in inventories of finished goods and work-in-process and stock-in-trade	(4.42)	(2.26)
Employee benefits expenses	134.16	134.12
Depreciation and amortization expense	11.74	7.15
Other expenses	198.70	143.71
Profit / (loss) from operations before extra-ordinary/exceptional items and tax	179.17	181.03
Exceptional Items	1.15	-
Tax Expense: Current Tax	42.50	41.35
Deferred tax (credit) /charge	1.67	(3.77)
Income-Tax of Earlier Year	(1.20)	(0.26)
Net Profit / (toss) for the period	137.36	143.71

OPERATIONS

During the current year, gross receipts of the Company was ₹ 1289.87 lacs against ₹ 1307.20 lacs of the previous year, depreciation amounted to ₹ 11.74 lacs (against ₹ 7.15 lacs in last year) and Net Profit is ₹ 137.36 lacs as against 143.71 lacs in last year.

DIVIDEND

In view of brought forward losses your Directors are unable to recommend any dividend on Equity Shares for FY 2022-23. During the year no amount has been transferred to General Reserve.

SHARE CAPITAL:

The Paid up Equity Share Capital of the Company as on 31st March, 2023 was ₹ 6,89,00,000 divided into 68,90,000 Equity shares having face value of ₹ 10 each. During the year under review, the Company has not issued any shares with differential rights, sweat equity shares and equity shares under Employees Stock Option Scheme.

The promoter namely Bharat Capital and Holdings Limited sold its entire shareholding ie 10,08,088 equity shares through Off Market Sale in the month of May, 2023.

As on 31st March, 2023, the existing shares held by promoters were 30,38,739 equity shares constituting 44.10% of total share capital and the existing shares held by public were 38,51,261 equity shares constituting 55.90% of total share capital of the company.

After the sale, as on current date, the shares held by promoters is 20,30,651 equity shares constituting 29.47% of total share capital and the shares held by public is 48,59,349 equity shares constituting 70.53% of total share capital of the company.

HEALTH, SAFETY AND ENVIRONMENT

Top priority continues to be given to environmental protection for all the units of the Company by keeping emission levels to the minimum possible. Adequate Insurance cover has been taken for properties of the Company including Buildings, Plant & Machineries, Stocks and other assets.

The report on Management's Discussion and Analysis includes observations on health, safety and environment compliances by the Company.

All Plant sites of the Company are environment regulations compliant.

PUBLIC DEPOSITS

The Company has not accepted or renewed any amount falling within the purview of provisions of Section 73 of the Companies Act, 2013 read with the Companies (Acceptance of Deposit) Rules, 2014 during the year under review. Hence, the requirement for furnishing of details of deposits which are not in compliance with the Chapter V of the Act is not applicable.

LISTING OF SECURITIES AND FEES

The Company's Equity Shares are listed on Bombay Stock Exchange Ltd. Your company has already paid Listing Fees for the financial year 2022-2023.

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

Particulars in respect of conservation of energy, technology absorption and foreign exchange earnings and outgo, as required under Section 134(3) (m) of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014 are set out as follows.

A. INFORMATION OF CONSERVATION ENERGY

The particulars of additional requirement proposed by the Companies (Amendment) Act, 1988 and the Companies (disclosures of particulars of the report of the Board of Directors) Rules 1988 in respect of the conservation of Energy do not apply to the products of your Company.

B. INFORMATION OF TECHNOLOGY ABSORPTION

The Company had initially entered into a Technological Collaboration with BAUKU of Germany and the Company has deputed their engineers for training at the collaborator's plant. The engineers have been trained in process control, production, maintenance and other technology aspects. The Company has absorbed closely guarded technology enabling in to produce wide range of plastic pipes which require much less raw material than any comparable product. This has enabled the Company to produce pipes and tanks for applications such as sewerage schemes, effluent disposal projects, storage tanks for chemicals etc.



INFORMATION OF FOREIGN EXCHANGE EARNED AND OUTGO

During the year under review your Company has neither spent any amount in foreign exchange nor earned any amount in foreign exchange.

SEGMENT REPORTING

Your Company's main business is "Polymer Processing" and all other activities of the company revolve around this main business. As such there are no separate reportable segments within the Company and hence, the segment wise reporting as defined in Ind AS 108 – Operating Segments (Accounting Standards 17) is not applicable to the Company.

SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES

Your company does not have any subsidiary, joint ventures or associate companies.

SHIFTING OF REGISTERED OFFICE OF THE COMPANY FROM STATE OF MAHARASHTRA TO UNION TERRITORY OF DAMAN AND DIU

The Company is in process of Shifting of Registered office from State of Maharashtra to Union territory of Daman and Diu due to administrative reasons. The requisite approval from shareholders has been sought through Postal Ballot Notice.

The application under section 12 and 13 of Companies Act, 2013 have been made to Regional Director, Mumbai for their approval.

Then order/approval from Regional Director is awaited.

CHANGE IN THE NATURE OF BUSINESS, IF ANY

There was no change in the nature of business of your Company during the Financial Year ended 31st March, 2023.

MATERIAL CHANGES AND COMMITMENTS AFFECTING FINANCIAL POSITION

No material changes and commitments, affecting the financial position of the Company occurred between the end of the Financial Year of the Company i.e. 31st March, 2023 and the date of this Directors' Report i.e. 12th August, 2023.

CORPORATE GOVERNANCE

Since, the paid- up capital of the Company is less than 10 Crores and Net worth is less than 25 Crores, the provisions of the Corporate Governance as stipulated under Regulation 15(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are not applicable to the Company.

Therefore, taking Auditors Certificate on Corporate Governance as required under Schedule V of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 is not applicable to the Company.

AUDITORS:**STATUTORY AUDITORS AND AUDITORS' REPORT**

M/s Akshay Kirtikumar & Associates LLP, Chartered Accountants (ICAI Firm Registration Number 138182W/W100760) were appointed as the Statutory Auditors of the Company to hold office for a term of 5 years from the conclusion of the 33rd Annual General Meeting (AGM) held on 24th September, 2019 until the conclusion of the 38th AGM of the Company to be held in the year 2024.

The Auditors' Report for FY 2022-23 is unmodified i.e. it does not contain any qualification, reservation or adverse remark or disclaimer.

SECRETARIAL AUDITOR

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed Mr. Ritesh Sharma, Practicing Company Secretary (Certificate of Practice Number: 20742) to undertake the Secretarial Audit of the Company. The Company has annexed to this Board's Report as Annexure III, a Secretarial Audit Report for the Financial Year 2022-23 given by the Secretarial Auditor. The Secretarial Audit Report does not contain any qualification, reservation or adverse remark or disclaimer.

ANNUAL SECRETARIAL COMPLIANCE REPORT

The Annual Secretarial Compliance Report under Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018 read with SEBI circular no: CIR/CFD/CMD1/27/2019 dated 08th February, 2019, BSE circular no. LIST/COMP/10/2019-20 dated 9th May, 2019 and BSE circular no LIST/COMP/12/2019-20 dated 14May, 2019 is not applicable to the Company due to exemption under Regulation 15(2) of SEBI (LODR) Regulations, 2015.

REPORTING OF FRAUDS BY AUDITORS

During the year under review, the Statutory Auditors and Secretarial Auditor have not reported any instances of frauds committed in the Company by its Officers or Employees to the Audit Committee under section 143(12) of the Companies Act, 2013.

POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION

Including criteria for determining qualification, positive attributes, and independence of a Director, policy relating to remuneration for Directors, Key Managerial Personnel and other employees.

Policy on Directors' Appointment

Policy on Directors' appointment is to follow the criteria as laid down under the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. Emphasis is given to persons from diverse fields or professions.

Policy on Remuneration

Guiding Policy on remuneration of Directors, Key Managerial Personnel and employees of the Company is that –

- There has never been union since incorporation and is not likely to be there in view of cordial relation with workers. As such the Board felt that there is no need to form policy for unionized workers.



- Remuneration to Key Managerial Personnel, Senior Executives, Managers, Staff and Workmen is industry driven in which it is operating taking into account the performance leverage and factors such as to attract and retain quality talent.
- For Directors, it is based on the shareholders resolutions, provisions of the Companies Act, 2013 and Rules framed therein, circulars and guidelines issued by Central Government and other authorities from time to time.

ANNUAL EVALUATION BY THE BOARD OF ITS OWN PERFORMANCE, ITS COMMITTEES AND INDIVIDUAL DIRECTORS:

The Board of Directors of the Company has initiated and put in place evaluation of its own performance, its committees and individual directors. The results of the evaluation are satisfactory and adequate and meet the requirement of the Company.

LISTING FEES

Your Company has paid the requisite Annual Listing Fees to BSE Limited (Scrip Code: 523594), where its securities are listed.

MANAGEMENTS' DISCUSSION AND ANALYSIS REPORT

Managements' Discussion and Analysis Report for the year under review, as stipulated under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is presented in a separate section forming part of the Director's Report.

KEY MANAGERIAL PERSONNEL:

The following have been designated as the Key Managerial Personnel of the Company pursuant to Sections 2(51) and 203 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:

- (a) Mrs. Soniya P. Sheth – Managing Director
- (b) Ms. Unnati P. Sheth – Chief Financial Officer
- (c) Ms. Padmini Ravindran – Company Secretary

DIRECTORS AND KEY MANAGERIAL PERSONNEL:

DIRECTORS

The composition of the Board of Directors of the Company is in accordance with the provisions of Section 149 of the Act and Regulation 17 of the Listing Regulations, with an appropriate combination of Executive, Non-Executive and Independent Directors.

The Board of Directors comprises of 5 Members, consisting of 1 Managing Director, 2 Non-Executive & Independent Directors, 1 Additional Non-Executive Non-Independent Director and 1 Additional Non-Executive Independent Director.

DECLARATION OF INDEPENDENCE BY THE INDEPENDENT DIRECTORS

The Company has received declarations from all the Independent Directors of the Company confirming that they meet the criteria of independence as prescribed both under the Companies Act, 2013 and Listing Regulations.

The Board is of the opinion that the Independent Directors of the Company hold highest standards of integrity and possess requisite expertise and experience required to fulfil their duties as Independent Directors.

In terms of Section 150 of the Companies Act, 2013 read with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014, Independent Directors of the Company have confirmed that they have registered themselves with the databank maintained by The Indian Institute of Corporate Affairs, Manesar ("IICA").

The Independent Directors are also required to undertake online proficiency self-assessment test conducted by IICA within a period of 2 (two) years from the date of inclusion of their names in the data bank, unless they meet the criteria specified for exemption.

The Independent Directors of the Company are exempt from the requirement to undertake online proficiency self-assessment test.

RETIREMENT BY ROTATION:

In accordance with the provisions of the Companies Act, 2013 and the Articles of Association of the Company, Ms. Soniya P. Sheth retires by rotation and being eligible offers herself for reappointment.

Non Disqualification of Directors Certification is attached as Annexure in this report.

None of the Company's directors are disqualified from being appointed as a director as specified in Section 164 of the Act.

Appointment / Re-appointment:

Further on the recommendation of the Nomination and Remuneration Committee, the Board of Directors had appointed Mr. Pravin V. Sheth (DIN: 00138797) as an Additional Directors (Non-Executive, Non-Independent) liable to retire by rotation and Mr. Bhadresh H. Shah (DIN: 00629457) as an Additional Directors (Non-Executive, Independent) of the Company not liable to retire by rotation in their meeting held on 12th August, 2023, who shall hold the office until the Annual General Meeting. The appointment of Mr. Pravin V. Sheth (DIN: 00138797) as an Additional Directors (Non-Executive, Non-Independent) and Mr. Bhadresh H. Shah (DIN: 00629457) as an Additional Directors (Non-Executive, Independent) forms part of the Notice of the forthcoming 37th Annual General Meeting ('AGM') and Resolutions are recommended for the Member's approval.

Brief Profile of Additional directors who would be regularized as Directors in this Annual General Meeting:

Mr. Pravin V. Sheth Age: 85 years, Qualification: B.Com. LL.B., F.C.A. Practicing Chartered Accountant, Nature of expertise: Expert in field of Finance, Management, Accounting, Auditing, Taxation and Law. Having good knowledge about plastic industries for last 30 years. Name of the Companies in which also holds directorship. 1) M/s. Star Developers P. Ltd., 2) M/s. Parijat Pvt. Ltd., 3) M/s. Sun Capital & Consultancy P. Ltd 4). Fiberweb (India) Limited. Name of other companies in which he holds Membership/chairmanship: Chairman of Fiberweb (India) Ltd. Inter Se relation between the directors - He is spouse of Mrs. Soniya P. Sheth.

Mr. Bhadresh H. Shah Age: 70 years. Qualification: B. E. Bachelor of Engineering, Nature of expertise: Civil & Plastic Engineering, Name of the Companies in which he also holds Directorship - Fiberweb (India) Ltd. Name of the other Companies in which he also holds Membership/Chairmanship: None. Inter Se relation between the directors - None



Resignation

Mr. Sacariah Chacko tendered his resignation from directorship of company with effect from 12th August, 2023 due to personal reasons and other professional commitments. The board accepted the resignation at its board meeting held on 12th August, 2023. He ceases to be director of the company.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the requirements of Section 134(3)(c) and 134(5) of the Companies Act, 2013 and on the basis of explanation and compliance certificate given by the executives of the Company, and subject to disclosures in the Annual Accounts and also on the basis of discussions with the Statutory Auditors of the Company from time to time, we state as under:

- That in the preparation of the accounts for the financial period ended 31st March, 2023, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- That the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss of the Company for the period under review;
- That the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- That the Directors have prepared the annual accounts for the financial period ended 31st March, 2023 on a 'going concern' basis.
- The Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively; and
- The Directors have devised proper system to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

ANNUAL EVALUATION BY THE BOARD OF ITS OWN PERFORMANCE, ITS COMMITTEES AND INDIVIDUAL DIRECTORS:

The Nomination and Remuneration Policy of your Company empowers the Nomination and Remuneration Committee to formulate a process for effective evaluation of the performance of Individual Directors, Committees of the Board and the Board as a whole.

The Board of Directors formally assess their own performance based on parameters which, inter alia, include performance of the Board on deciding long term strategies, rating the composition and mix of Board members, discharging of governance and fiduciary duties, handling critical and dissenting suggestions, etc.

The parameters for performance evaluation of the Directors include contributions made at the Board meeting, attendance, instances of sharing best and next practices, domain knowledge, vision, strategy, engagement with senior management etc.

Pursuant to the provisions of the Companies Act, 2013 and the Listing Regulations, the Board has carried out an annual evaluation of its own performance and that of its Committees as well as performance of all the Directors individually.

Evaluation of Committees

The performance evaluation of Committees was based on criteria such as structure and composition of Committees, attendance and participation of member of the Committees, fulfilment of the functions assigned to Committees by the Board and applicable regulatory framework, frequency and adequacy of time allocated at the Committee Meetings to fulfil duties assigned to it, adequacy and timeliness of the Agenda and Minutes circulated, comprehensiveness of the discussions and constructive functioning of the Committees, effectiveness of the Committee's recommendation for the decisions of the Board, etc.

Evaluation of Directors and Board

A separate exercise was carried out by the Governance, Nomination and Remuneration Committee ("GNRC") of the Board to evaluate the performance of Individual Directors. The performance evaluation of the Non-Independent Directors and the Board as a whole was carried out by the Independent Directors. The performance evaluation of the Chairman of the Board was also carried out by the Independent Directors, taking into account the views of the Executive Directors and Non-Executive Directors. The performance evaluation of the Executive Director of the Company was carried out by the Chairman of the Board and other Directors.

NUMBER OF MEETINGS OF THE BOARD

During the financial year ended March 31, 2023, Six (6) Board Meetings were held and the requisite Quorum was present. The interval between two meetings was well within the maximum period mentioned under Section 173 of Companies Act, 2013 and Regulation 17(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Board meeting was held on the following dates:

1. 26th May, 2022
2. 10th August, 2022
3. 09th November, 2022
4. 26th December, 2022
5. 04th January, 2023
6. 30th January, 2023

MEETINGS OF INDEPENDENT DIRECTORS

The Independent Directors of your Company often meet before the Board Meetings without the presence of the Chairman of the Board or the Executive Director or other Non-Independent Directors or Chief Financial Officer or any other Management Personnel.

These Meetings are conducted in an informal and flexible manner to enable the Independent Directors to discuss matters pertaining to, inter alia, review of performance of Non-Independent Directors and the Board as a whole, review the performance of the Chairman of the Company (taking into account the views of the Executive and Non-Executive Directors), assess the quality, quantity and timeliness of flow of information between the Company Management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

The Board met 6 times during the FY22 -23, the details of which are given in the Corporate Governance Report forming part of the Annual Report. The maximum interval between any two meetings did not exceed



120 days, as prescribed in the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

DETAILS OF COMMITTEE OF DIRECTORS

The Board of Directors has constituted Board Committees to deal with specific areas and activities which concern the Company and requires a closer review. The Board Committees are formed with the approval of the Board and function under their respective Charters. These committees play an important role in the overall management of day-to-day affairs and governance of the Company. The Board Committees meet at regular intervals and take necessary steps to perform its duties entrusted by the Board. The Minutes of the Committee Meetings are usually placed before the Board for noting.

The Board currently has the following Committees:

- A. Audit Committee.
- B. Nomination & Remuneration Committee
- C. Stakeholders Relationship Committee.

A. Audit Committee

The composition of the Audit Committee is in alignment with the provisions of Section 177 of the companies Act, 2013 read with the Rules issued there under and Regulation 18 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015.

The composition of the Audit Committee as on 31st March, 2023 and number of meetings attended by the members during the year are given below:

Name of Member	Designation	No of Meetings entitled to attend	Meetings Attended
Ujjawalkumar R. Jha	Non-Executive - Independent Director, Chairperson	5	5
Rajender J. Sharma	Non-Executive - Independent Director, Member	5	5
Sacariah Chacko	Non-Executive - Independent Director, Member	5	5

Upon the change in directors approved in the meeting of the board of directors held on 12/08/2023, the board reconstituted the audit committee viz. Mr. Bhadresh Shah (Chairman of the Committee), Mr. Ujjawalkumar R. Jha and Mr. Rajender J. Sharma as members.

During the year, five (5) Audit Committee meetings were held on the following dates:

1. 25th May, 2022
2. 09th August, 2022
3. 08th November, 2022
4. 03rd January, 2023
5. 28th January, 2023

All the recommendations made by the Audit Committee were accepted by the board.

B. Nomination and Remuneration Committee

The policy formulated under Nomination and Remuneration Committee are in conformity with the requirements as per provisions of sub-Section (3) of Section 178 of Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Company had Constituted Nomination and Remuneration Committee to decide and fix payment of remuneration and sitting fees to the Directors of the Company as per provisions u/s 178 of the Companies Act, 2013. The composition of the Nomination and Remuneration Committee as on 31st March, 2023 and number of meetings attended by the Members during the year are given below:

Name of Member	Designation	No of Meetings entitled to attend	Meetings Attended
Ujjawalkumar R. Jha	Non-Executive - Independent Director, Chairperson	4	4
Rajender J. Sharma	Non-Executive - Independent Director, Member	4	4
Sacariah Chacko	Non-Executive - Independent Director, Member	4	4

Upon the change in directors approved in the meeting of the board of directors held on 12/08/2023, the board reconstituted the Nomination & Remuneration committee viz. Mr. Bhadresh Shah (Chairman of the Committee), Mr. Ujjawalkumar R. Jha and Mr. Rajender J. Sharma as members.

During the year, four (4) Nomination and Remuneration Committee meetings were held on the following dates:

1. 25th May, 2022
2. 09th August, 2022
3. 08th November, 2022
4. 28th January, 2023

C. Stakeholder Relationship Committee

The Stakeholders Relationship Committee of the Board of Directors was constituted in line with the provision of Regulation 20 of SEBI (LODR) Regulations 2015 read with section 178 of the Act to look after Shareholders'/Investors' Grievance like redressal of complaints of investors such as transfer or credit of shares, non-receipt of dividend/notices/annual reports etc.

The composition of the Stakeholder Relationship Committee as on 31st March, 2023 and number of meetings attended by the Members during the year are given below:

Name of Member	Designation	No of Meetings entitled to attend	Meetings Attended
Ujjawalkumar R. Jha	Non-Executive - Independent Director, Chairperson	4	4
Rajender J. Sharma	Non-Executive - Independent Director, Member	4	4
Sacariah Chacko	Non-Executive - Independent Director, Member	4	4



Upon the change in directors approved in the meeting of the board of directors held on 12/08/2023, the board reconstituted the Stakeholder Relationship committee viz. Mr. Bhadresh Shah (Chairman of the Committee), Mr. Ujjawalkumar R. Jha and Mr. Rajender J. Sharma as members.

During the year, four (4) Stakeholder Relationship meetings were held on the following dates:

1. 25th May, 2022
2. 09th August, 2022
3. 08th November, 2022
4. 28th January, 2023

SECRETARIAL STANDARDS

The Directors state that applicable Secretarial Standards, i.e. SS-1 and SS-2, relating to 'Meetings of the Board of Directors' and 'General Meetings', respectively, have been duly complied by the Company. Also SS-3 "Dividend" is duly complied by the Company.

PARTICULARS OF CONTRACT OR ARRANGEMENT WITH RELATED PARTY

There is no transaction with Related Party which requires disclosure under Section 134(3)(h) of the Companies Act, 2013 and Rule 8(2) of the Companies (Accounts) Rules, 2014.

There was no Material Related party transaction(s) made with the Company's promoters, Directors, Key Managerial Personnel or their relatives as specified under Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

All Related Party Transactions are placed before the Audit Committee for their prior approval. The Policy on Materiality of Related Party Transactions and on dealing with Related Party Transactions as approved by the Board is uploaded on the Company's website: www.kunststoffeindia.com.

Since all the transaction with Related Parties entered during the Financial Year 2022-23 by the Company, were in its ordinary course of business and on arm's length basis FORM AOC- 2 is not applicable to the Company. However the same are provided in the financial statement forming part of this annual report.

PARTICULARS OF LOANS GIVEN, INVESTMENTS MADE, GUARANTEES GIVEN AND SECURITIES PROVIDED

There is no Loan given, investment made, guarantees given and securities provided by the Company to any entity under Section 186 of the Companies Act, 2013.

INTERNAL FINANCIAL CONTROLS

The Company is having in place Internal Financial Controls System. The Internal Financial Controls with reference to the financial statements were adequate and operating effectively.

RISK MANAGEMENT

The Company has laid down a well defined risk management policy. The Board periodically reviews the risk and suggests steps to be taken to control and mitigation the same through a proper defined framework.

The Company manages monitors and reports on the principle risks and uncertainties that can impact its ability to achieve its strategic objectives. The Company's management systems, organizational structures, processes, standards, code of conduct and behaviors that governs how the Group conducts the business of the Company and manages associated risks.

The constitution of Risk Management Committee is not mandatory for your Company as per provisions of Regulation 21 of LODR as it is applicable to the Top 1000 listed entities.

VIGIL MECHANISM

The Vigil Mechanism of the Company, which also incorporates a whistle blower policy in terms of the Listing Agreement, includes an Ethics & Compliance Task Force comprising senior executives of the Company. Protected disclosures can be made by a whistle blower through an e-mail, or dedicated telephone line or a letter to the Task Force or the Chairman of the Audit Committee. The Policy on vigil mechanism and whistle blower policy may be accessed on the Company's website at the link: www.kunststoffindia.com

PARTICULARS OF EMPLOYEES

Pursuant to the provisions of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the names and other particulars of employees are set out in a separate statement attached herewith and forming part of the report. (Annexure-I)

CORPORATE SOCIAL RESPONSIBILITY

The provisions relating to Corporate Social Responsibility (CSR) under section 135 of the Companies Act, 2013 are not applicable to the Company.

RELATED PARTY TRANSACTIONS

Your Company has historically adopted the practice of undertaking related party transactions only in the ordinary and normal course of business and at arm's length as part of its philosophy of adhering to highest ethical standards, transparency and accountability. In line with the provisions of the Companies Act, 2013 and the Listing Regulations, the Board has approved a policy on related party transactions. An abridged policy on related party transactions has been placed on the Company's website www.kunststoffindia.com.

However, there were no party transactions of the Company under the said policy and as per provisions of section 188 of Companies Act 2013 & rules made there under.

There are no materially significant related party transactions made by the Company with its promoters, Directors or management, their relatives etc. that may have potential conflict with the interest of the Company at large.

ANNUAL RETURN

Pursuant to Section 92(3) read with Section 134(3)(a) of the Act, the Annual Return as on 31st March, 2023 is available on the Company's website: www.kunststoffindia.com.

PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES

In terms of the provisions of Section 197(12) of the Act read with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, a statement showing the names



and other particulars of the employees drawing remuneration in excess of the limits set out in the said rules should be provided in the Annual Reports. None of the Company's employees were covered by the disclosure requirement.

Disclosures pertaining to remuneration and other details as required under Section 197(12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are not provided in the Annual Report but will be provided to shareholders on asking for the same.

Having regard to the provisions of the first proviso to Section 136(1) of the Act and as advised, the Annual Report excluding the aforesaid information is being sent to the members of the Company. The said information is available for inspection at the registered office of the Company during working hours and any member interested in obtaining such information may write to the Company Secretary and the same will be furnished on request. The full Annual Report including the aforesaid information is being sent electronically to all those members who have registered their email addresses and is available on the Company's website.

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

The Company has Zero Tolerance towards sexual harassment at the workplace. A detailed POSH Policy is in place as per the requirements of The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 ("Act"). The POSH Policy of the Company is available on the website of the Company.

During the fiscal year under review, no complaints alleging sexual harassment were filed. No complaints are pending inquiry as of 31st March, 2023.

DEPOSITORY SYSTEM

Electronic trading of the Company's Equity Shares has been made compulsory by the Securities & Exchange Board of India (SEBI) from 30th October, 2000. As on 31st March, 2023, about 79.59% shareholding representing 54,83,649 Equity Shares of the Company have been dematerialized. Your Company has executed agreements with both NSDL and CDSL for demat of its shares.

INTER-SE TRANSFER OF SHARES AMONG PROMOTERS

During the year there were no inter-se transfer of shares among promoters which is carried out in compliance with the provision of the Companies Act, 2013 and rules and regulation of SEBI (LODR) Regulation, 2015.

CEO AND CFO CERTIFICATION:

As required under Regulation 17(8) of the SEBI Listing Regulations, the CEO and CFO of your Company have certified the accuracy of the Financial Statements, the Cash Flow Statement and adequacy of Internal Control Systems for financial reporting for the financial year ended 31 March, 2023. Their Certificate is annexed to this Directors' Report.

OTHER DISCLOSURES

1. No application has been made under the Insolvency and Bankruptcy Code; hence the requirement to disclose the details of application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) during the year along with their status as at the end of the financial year is not applicable; and

2. The requirement to disclose the details of difference between amount of the valuation done at the time of onetime settlement and the valuation done while taking loan from the Banks or Financial Institutions along with the reasons thereof, is not applicable.

GENERAL

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

1. Issue of equity shares with differential rights as to dividend, voting or otherwise.
2. Issue of shares (including sweat equity shares) to employees of the Company under any scheme.
3. Neither the Managing Director nor the Whole-time Directors of the Company receive any remuneration or commission from any of its subsidiaries.
4. No significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future.
5. There was no instance of fraud during the year under review, which required the Statutory Auditors to report to the Audit Committee and / or Board under Section 143(12) of the Act and Rules framed thereunder.

Your directors further state that during the year under review, there were no cases filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

ACKNOWLEDGEMENT

Yours directors place on record their deep appreciation of the continued support received from shareholders and bankers.

On behalf of the Board
For Kunststoffe Industries Limited

Soniya P. Sheth
Managing Director
DIN: 02658794

Ujjwalkumar Jha
Director
DIN: 06825669

Place: Mumbai
Date: 12th August, 2023

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



ANNEXURE TO DIRECTOR'S REPORT

Disclosure pursuant to Section 197 (12) of Companies Act, 2013 read with Rule 5 of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

1. The ratio of the remuneration of each director to the median remuneration of the employees of the Company for the year 2022-2023:

Name of the Directors	Nature of Directorship	Ratio	Percentage increase in remuneration
Mrs. Soniya P. Sheth	Managing Director	26.01	17.71
Mr. Ujjwalkumar Jha	Non-Executive Independent Director	-	-
Mr. Rajender Sharma	Non-Executive Independent Director	-	-
Mr. Sacariah Chacko	Non-Executive Independent Director	-	-
Ms. Unnati P. Sheth	Chief Financial Officer	-	-
Ms. Padmini Ravindran	Company Secretary	-	-

1. The percentage decrease in the median remuneration of employees in the financial year: 5.01%
2. The number of permanent employees on the rolls of company: 21
3. Affirmation that the remuneration is as per the remuneration policy of the company:
The remuneration is as per the remuneration policy of the Company

For **Kunststoffe Industries Limited**

Soniya P. Sheth
Managing Director
DIN: 02658794

Place: Mumbai
Date: 12th August, 2023

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

Annexure-II

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(Pursuant to Regulation 34(3) read with Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To
The Members of,
Kunststoffe Industries Limited
128, Kiran Building, Bhaudaji Road,
Matunga (E), Mumbai - 400019.

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Kunststoffe Industries Limited having CIN: L65910MH1985PLC037998 and having registered office at 128, Kiran Building, Bhaudaji Road, Matunga (E), Mumbai -400019. (hereinafter referred to as '**the Company**'), produced before us in electronic mode by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers, We hereby certify that none of the Directors on the Board of the Company as stated below for the financial year ending on 31st March, 2023 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority.

Sr. No.	Name of the Director	DIN	Date of appointment in company
1	Soniya Pravin Sheth	02658794	30/04/2009
2	Sacariah Chacko	06825623	30/01/2014
3	Ujjwalkumar Ravikant Jha	06825669	30/01/2014
4	Rajender Sharma	07241852	30/07/2015

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

**For M/S R & J CO
PRACTISING COMPANY SECRETARY**

**RITESH SHARMA
PROPRIETOR
M. NO. A55260
C. P. NO. 20742**

Date: 25th May, 2023

Place: Mumbai

*** UDIN No. : A055260E000409713**

* Note: Unique Document Identification Number (UDIN) is generated for this certificate and same is reported to the Institute of Company Secretaries of India and the UDIN is issued in accordance with the applicable provisions of the ICSI Unique Document Identification Number (UDIN) Guidelines, 2019.



FORM NO. MR- 3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2023
[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,
KUNSTSTOFFE INDUSTRIES LIMITED
Kiran Building, 128, Bhaudaji Road,
Matunga (E), Mumbai - 400019.

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **M/s. Kunststoffe Industries Limited** herein after called "**the Company**"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has during the audit period covering the financial year ended on 31st March, 2023 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:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by **M/s. Kunststoffe Industries Limited** for the financial year ended on 31st March, 2023 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA) and the rules made there under;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') viz.:
 - (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;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; [Not applicable to the Company during the audit period]
 - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; [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; and
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;
 - (i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- (vi) Other laws specifically applicable to the Company, namely;
1. Factories Act, 1948
 2. Industrial Disputes Act, 1947
 3. Payment of Wages Act, 1936
 4. The Minimum Wages Act, 1948
 5. Employees' State Insurance Act, 1948
 6. The Payment of Bonus Act, 1965
 7. Payment of Gratuity Act, 1972
 8. The Maternity Benefit Act, 1961
 9. The Child Labour (Prohibition and Regulation) Act, 1986
 10. The Industrial Employment (Standing Orders) Act, 1946
 11. The Employees' Compensation Act, 1923 (earlier known as Workmen's Compensation Act, 1923)
 12. Equal Remuneration Act, 1976
 13. The Environment (Protection) Act, 1986
 14. The Environment (Protection) Rules, 1986
 15. The Hazardous Wastes (Management, Handling And Trans boundary Movement) Rules, 2008
 16. The Water (Prevention & Control of Pollution) Act, 1974
 17. Water (Prevention & Control of Pollution) Rules, 1975
 18. The Air (Prevention & Control of Pollution) Act, 1981
 19. The Air (Prevention & Control Of Pollution) Rules, 1982
 20. Sale of Goods Act, 1930
 21. Income Tax Act, 1961
 22. Central Excise Act, 1944
 23. Central Excise Rules, 2002
 24. Central Sales Act, 1956
 25. Service Tax Rules, 1994
 26. The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013
 27. Customs Act, 1962
 28. Wealth Tax Act, 1957
 29. The Employee Provident Fund And Miscellaneous Provision Act, 1952
 30. The Trade Union Act, 1926.
 31. The Special Economic Zones Act, 2005.



KUNSTSTOFFE INDUSTRIES LTD.

The management of the Company has informed us that other than the Acts as mentioned above, there is no industry specific law which is applicable to the Company.

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The Listing Agreements entered into by the Company with the Bombay Stock Exchange.

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

We 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 and as such there has been no change in the composition of the Board of Directors of the Company during the period under review.

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.

All decisions at Board Meetings and Committee Meetings are carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committees of the Board, as the case may be.

We 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 M/s. R & J Co

**Mr. Ritesh Sharma
Practising Company Secretary
M. No. A55260 COP No.: 20742
UDIN: A055260E000218093**

**Date: 12/08/2023
Place: Mumbai**

'Annexure A'

To,
The Members,
KUNSTSTOFE INDUSTRIES LTD
Kiran Building, 128, Bhaudaji Road,
Matunga (E), Mumbai - 400019.

Our report of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
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 M/s. R & J Co

Mr. Ritesh Sharma
Practising Company Secretary
M. No. A55260 COP No.: 20742
UDIN: A055260E000218093

Date: 12/08/2023
Place: Mumbai



**DECLARATION OF COMPLIANCE WITH THE CODE OF CONDUCT REGULATION 34(3) READ
WITH SCHEDULE V (D) OF THE SEBI (LODR), 2015**

I do hereby declare that pursuant to Schedule V (D) read with Regulation 34(3) of the Listing Regulations, all the Board Members and Senior Management Personnel of the Company have affirmed compliance with the Company's Code of Conduct for the financial year ended March 31, 2023.

For and on behalf of the Board of Directors
Kunststoffe Industries Limited

Soniya P. Sheth
Managing Director
DIN: 02658794

Unnati P. Sheth
Chief Financial Officer

To
The Board of Directors,
Kunststoffe Industries Limited

CERTIFICATE

(Pursuant to Regulation 17(8) of SEBI (LODR), Regulations, 2015)

We, the undersigned in our respective capacities as Managing Director and the Chief Financial Officer of Kunststoffe Industries Limited ("the Company") to the best of our knowledge and belief, hereby certify that:

- a. We have reviewed the financial statements and the cash flow statement for the financial year ended 31st March, 2023 and that to the best of our knowledge and belief, we state that:
 - i. these statements do not contain any materially untrue statement or omit any material fact or contain any statements that might be misleading;
 - ii. these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- b. We further state that to the best of our knowledge and belief, there are no transactions entered into by the Company during the year, which are fraudulent, illegal or violative to the Code of Conduct adopted by the Company.
- c. We hereby declare that all the members of the Board of Directors have confirmed compliance with the Code of Conduct of the Company.
- d. We are responsible for establishing and managing internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to the financial reporting of the Company and we have disclosed to the Auditors and Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or proposed to take to rectify these deficiencies.
- e. We have indicated, based in our most recent evaluation, wherever applicable, to the Auditors and the Audit Committee:
 - i. Significant changes, if any, in internal control over financial reporting during the year;
 - ii. Significant changes, if any, in the accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
 - iii. Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having significant role in the Company's internal control system over the financial reporting.

Yours Faithfully
For **Kunststoffe Industries Limited**

Soniya P. Sheth
Managing Director
DIN: 02658794

Unnati P. Sheth
Chief Financial Officer

Place: Mumbai
Date: 25.05.2023



MANAGEMENT'S DISCUSSION AND ANALYSIS

INDUSTRY- STRUCTURE AND DEVELOPMENT:

Your Company is engaged in the business of manufacture of Spirally wound HDPE/PP shells/ sleeves and pipes are of two types, one is Profile pipes and another is solid wall pipes and also manufacturing combination of the both. The manufacturing facilities of the Company are at Daman, U.T.

These Pipes ranging from **300 MM to 3600 MM** diameter and Profile pipes are used in water sewerage & effluent disposal schemes, ocean out-fuel, etc. Your Company can also manufacture HDPE/PP Tanks of sizes ranging from **5000 Liters to 80000 Liters** with varying wall thickness depending on load distribution and application.

The main objects of your Company to carry on the business of manufactures , dealers, importers, exporters, buyers & seller of all kinds plastic, polypropylene, polyethylene and polymers. As stated elsewhere, the immediate object of the Company is to set up facilities for the manufacture of large diameter non-pressure HDPE/PP tanks and vessels.

The year 2022-2023 has been progressive and it is hoped to scale greater heights.

BUSINESS OUTLOOK:

The industry of moulded plastic products is facing various constraints. The margins are at lowest level and acute competition from un-organised sector and local small players adversely affected the revenue of the Company. The opportunities for new investment and expansion in the moulded plastic products during present time of Covid-19 pandemic, which is yet to subside and in the wake of uncertainty of revival of the industry, are not encouraging.

OPPORTUNITIES AND THREATS:

The Company's products depend on the growth of the Global economy and rise in the purchasing power of the population. Lack of Govt. backing, frequent policy change, changes in raw material prices are major constraints. In view of the anticipated growth in the demand for the products of the company in the years to come, opportunities for the company to improve its performance is bright.

RISK MANAGEMENT:

Risk Management is an important business aspect in the current economic environment and its objective is to identify, monitor and take mitigation measures on a timely basis in respect of the events that may pose risks for the business.

The Company has a robust Risk Management Policy and Procedure in place for effective identification and monitoring of risks and implementation of mitigation plans. The Risk Management Committee reviews and monitors the identified risks and mitigation plans at regular interval. Some of the risks identified and analyzed by the Management are as under:

The Audit Committee and the Board are apprised of the significant risks and mitigation efforts made by the Management in its quarterly meetings.

SEGMENT REPORTING UNDER ACCOUNTING STANDARDS 17:

Your Company's main business is "Polymer Processing" and all other activities of the company revolve around this main business. As such there are no separate reportable segments within the Company and hence, the segment wise reporting as defined in Ind AS 108-Operating Segments (Accounting Standards 17) is not applicable to the Company.

HUMAN / INDUSTRIAL RELATIONS:

The Company is well managed by Managing Director of the Company assisted by highly technical professionals. Since the very inception of the company, the industrial relation aspect of the company has been very cordial at all locations of the company. The Company believes that manpower is the most valuable primary resource for the growth of the organization. Therefore the company has recruited competent managerial personnel and taken steps for strengthening their efficiency and competency, through their involvement in the company's development and by installation of effective system for improving productivity.

The Number of permanent employees on the rolls of the Company as on 31st March, 2023 was 23 Nos. as against 26 Nos. on 31st March, 2022.

INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY:

The company maintains adequate internal control systems, which provide among other things, reasonable assurance of recording the transaction of its operations in all material respects and of providing protection against significant misuse or loss of Company's assets. Apart from self monitoring of internal controls, Internal Auditors have expressed their satisfaction about the adequacy of the control systems and the manner in which the Company is updating / upgrading its systems and procedures.

DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE:

Highlights :	(₹ In Lacs)	
	2022-23	2021-22
Sales & other receipts	1289.87	1307.20
Gross Profit/(Loss) before depreciations	427.79	572.61
Less : Depreciation	11.74	7.15
Profit(Loss) from regular Activities	179.17	181.03
Extraordinary/Exceptional items	1.15	--
Profit /(Loss)before taxation	180.32	181.03
Provision for tax	42.97	37.32
Profit /(Loss) after taxation	137.36	143.71
Earnings Per Share	1.99	2.09

During the year the sales turnover of the Company was ₹ 1289.87 lacs against ₹ 1307.20 lacs the sales of the previous year.

CAUTIONARY STATEMENT:

Statement in this report on management Discussion and Analysis describing the company's objectives, projections, estimates, expectations or predictions may be forward looking statements within the meaning of applicable security laws or regulations. These statements are based on certain assumptions and expectation



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of future events. Actual results could however differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include global and domestic demand and supply conditions, finished goods prices, raw material costs and availability, change in Government regulations and tax structure, economic developments within India and the countries with which the company has business contacts and other factors such as litigation and industrial relations.

The Company assumes no responsibility in respect of forward looking statements which may be amended or modified in future on the basis of subsequent developments, information or events.

On behalf of the Board

Soniya P. Sheth
Managing Director
DIN: 02658794

Place: Mumbai

Date: 12th August, 2023

Registered Office:

Kiran Building, 128,
Bhaudaji Road, Matunga (E),
Mumbai – 400 019.
CIN: L65910MH1985PLC037998
E-mail: kunststoffe@kunststoffeindia.com
Website: www.kunststoffeindia.com

Financial Statements



INDEPENDENT AUDITOR'S REPORT

To the Members of
Kunststoffe Industries Limited
Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of Kunststoffe Industries Limited ('the Company'), which comprise the standalone balance sheet as at 31 March 2023, the statement of profit and loss (including Other Comprehensive Income, if any), standalone statement of cash flow and standalone statement of changes in equity for the year then ended and notes to the standalone financial statements, including a summary of the significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ('Act') in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including Indian Accounting Standards ('Ind AS') specified under section 133 of the Act, of the state of affairs of the Company as at 31 March 2023, and its profit, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

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

Key Audit Matters

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

Information Other than the Financial Statements and Auditor's Report Thereon

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

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

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the

standalone financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

Management's and Board of Directors' Responsibility for the Standalone Financial Statements

The Company's management and Board of Directors are responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

The Board of Directors is also responsible for overseeing the Company's financial reporting process.

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

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

As part of an audit in accordance with Standards on Auditing, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control;
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls;



- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management and Board of Directors;
- Conclude on the appropriateness of management and Board of Directors use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern;
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation;

Materiality is the magnitude of misstatements in the Standalone Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Standalone Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Standalone Financial Statements.

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

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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020('the Order') issued by the Central Government of India in terms of section 143(11) of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by section 143(3) of the Act, based on our audit we report that;
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;

- c) The standalone balance sheet, the standalone statement of profit and loss (including other comprehensive income), the standalone statement of changes in equity and the standalone statement of cash flows dealt with by this report are in agreement with the books of accounts;
- d) In our opinion, the aforesaid standalone financial statements comply with Ind AS specified under section 133 of the Act;
- e) On the basis of the written representations received from the directors as on 31 March 2023 and taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2023 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 with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
- g) With respect to the other matter to be included in the Auditors' Report under section 197(16), as amended:

In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of Section 197 read with Schedule V of the Act.

- h) With respect to the other matters to be included in the Auditor's Report in accordance with rule 11 of the Companies (Audit and Auditors) Rules, 2014 (as amended), in our opinion and to the best of our information and according to the explanations given to us:
 - i) The Company does not have any pending litigation which has impact on its financial position.
 - ii) The Company has made provision as at 31 March 2023, as required under the applicable law or Ind AS, for material foreseeable losses, if any, to the standalone financial statements;
 - iii) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company during the year ended 31 March 2023;
 - iv) a) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall:
 - directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Company or
 - provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries



- b) The management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall:
- directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Funding Party or
 - provide any guarantee, security or the like from or on behalf of the Ultimate Beneficiaries; and
- c) Based on such audit procedures as considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (d)(i) and (d)(ii) contain any material misstatement; and
- v) The dividend declared or paid during the year by the Company is in compliance with Section 123 of the Act.

For Akshay Kirtikumar & Associates LLP
Chartered Accountants
Firm's Registration No.: 138182W/W100760

Akshay Shah
Partner
Membership No.: 155729
UDIN: 23155729BGWDTO2953

Place: Mumbai
Date: 25 May 2023

Annexure A to the Independent Auditor's Report

{Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Kunststoffe Industries Limited)}

To the best of our information and according to the explanations provided to us by the Company and the books of account and records examined by us in the normal course of audit, we state that:

- (i) In respect of the Company's Property, Plant and Equipment:
 - a)
 - A. The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment
 - B. The Company does not have intangible assets hence reporting under clause 3(i)(a)(B) is not applicable.
 - b) The Company has a program of physical verification of Property, Plant and Equipment, so as to cover all the assets once every three years, which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. In accordance with this programme, a portion of the Property, Plant and Equipment has been physically verified by the management during the year. According to the information and explanation given to us, no material discrepancies were noticed on such verification.
 - c) According to the information and explanations given to us and based on the examination of the registered sale deed / transfer deed / conveyance deed / share certificate / other documents evidencing title, we report that the title deeds of immovable properties of land and building which are freehold, as disclosed in the standalone financial statements, are held in the name of the Company under Property, Plant and Equipment as at the balance sheet date. The Company have not taken any immovable properties of land and buildings on lease.
 - d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued any of its Property, Plant and Equipment during the year.
 - e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, no proceedings have been initiated during the year or are pending against the Company as at 31 March, 2023 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.
- (ii) a) The inventory, except goods-in-transit and goods lying with third parties, has been physically verified by the management at reasonable intervals during the year. The coverage and procedure of such verification by the Management is appropriate having regard to the size of the Company and nature of its operation. No discrepancies of 10% or more in the aggregate for each class of inventories were noticed on such physical verification of inventories when compared with books of account. In respect of inventory lying with third parties at year end, these have substantially been confirmed by them.



- b) According to the information and explanation given to us and on the basis of our examination, the Company has not been sanctioned working capital limits in excess of ₹ 5 crores, in aggregate, at any point of time during the year, from banks or financial institutions on the basis of security of current assets. Accordingly, clause 3(ii)(b) of the Order is not applicable to the Company
- (iii) According to information and explanations given to us, the Company has not made investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, paragraph 3(iii) of the Order is not applicable to the Company.
- (iv) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has complied with the provisions of Sections 185 and 186 of the Companies Act, 2013 in respect of loans granted, investments made and guarantees and securities provided, as applicable.
- (v) The Company has not accepted any deposit or amounts which are deemed to be deposits from the public as per the provisions of sections 73 to 76 or any other relevant provisions of the Companies Act and the rules made thereunder and hence, reporting under clause 3(v) of the Order is not applicable.
- (vi) We have broadly reviewed the records maintained by the Company pursuant to the rules prescribed by Central Government for maintenance of cost records under Section 148 (1) of the Act and are of the opinion that prima facie, the prescribed accounts and records have been made and maintained. However, we have not made a detailed examination of the records with a view to determine whether these are accurate or complete.
- (vii) (a) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is regular in depositing the undisputed statutory dues including provident fund, income tax, goods and service tax, duty of customs, cess, professional tax and other material statutory dues, as applicable, with the appropriate authorities.
- (b) According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, income tax, goods and service tax, duty of customs, cess, professional tax and other material statutory dues were in arrears as at 31 March 2023 for a period of more than six months from the date they became payable.
- (viii) The Company has not surrendered or disclosed any transaction, previously unrecorded in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year. Accordingly, the requirement to report on clause 3(viii) of the Order is not applicable to the Company.
- (ix) (a) The Company has not taken any loans or other borrowings from any lender. Hence reporting under clause 3(ix)(a) of the Order is not applicable.
- (b) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
- (c) The Company has not taken any term loan during the year and there are no outstanding term loans at the beginning of the year and hence, reporting under clause 3(ix)(c) of the Order is not applicable.
- (d) On an overall examination of the financial statements of the Company, funds raised on short-term basis have, prima facie, not been used during the year for long-term purposes by the Company.

- (e) On an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries.
- (f) The Company has not raised any loans during the year and hence reporting on clause 3(ix)(f) of the Order is not applicable.
- (x) (a) The Company has not raised any money by way of initial public offer, further public offer (including debt instruments) and term loans during the year. Accordingly, the paragraph 3(ix)(a) of the Order is not applicable to the Company.

(b) During the year, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x)(b) of the Order is not applicable.
- (xi) (a) Based on examination of the books and records of the Company and according to the information and explanations given to us, considering the principles of materiality outlined in Standards on Auditing, we report that, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the year.

(b) According to the information and explanations given to us, no report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and up to the date of this report.

(c) We have taken into consideration the whistle blower complaints received by the Company during the year (and up to the date of this report), while determining the nature, timing and extent of our audit procedures.
- (xii) The Company is not a Nidhi Company and hence reporting under clause (xii) of the Order is not applicable.
- (xiii) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with related parties are 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 standalone financial statements as required by the applicable accounting standard.
- (xiv) a) In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.

(b) We have considered the internal audit reports for the year under audit, issued to the Company during the year and till date, in determining the nature, timing and extent of our audit procedures.
- (xv) In our opinion during the year the Company has not entered into any non-cash transactions with its Directors or persons connected with its directors. and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.
- xvi) a) In our opinion and according to the information and explanations given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, paragraph 3 (xvi)(a) of the Order is not applicable to the Company.



- b) The Company has not conducted any Non-Banking Financial or Housing Finance activities without a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934 and accordingly the clause 3(xvi)(b) is not applicable.
- c) In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(c) of the Order is not applicable.
- d) According to the information and explanations provided to us during the course of audit, the Group (as per the provisions of the Core Investment Companies (Reserve Bank) Directions, 2016) does not have any CIC.

(xvii) The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.

(xviii) There has been no resignation of the statutory auditors of the Company during the year.

(xix) On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

(xx) (a) There are no unspent amounts towards Corporate Social Responsibility (CSR) on other than ongoing projects requiring a transfer to a Fund specified in Schedule VII to the Companies Act in compliance with second proviso to sub-section (5) of Section 135 of the said Act. Accordingly, reporting under clause 3(xx)(a) of the Order is not applicable for the year.

(b) In respect of ongoing projects, the Company has transferred unspent Corporate Social Responsibility (CSR) amount as at the end of the previous financial year, to a Special account within a period of 30 days from the end of the said financial year in compliance with the provision of section 135(6) of the Act. Accordingly reporting under clause 3(xx)(b) of the order is not applicable for the year.

For Akshay Kirtikumar & Associates LLP
Chartered Accountants
Firm's Registration No.: 138182W/W100760

Akshay Shah
Partner
Membership No.: 155729
UDIN: 23155729BGWDTO2953

Place: Mumbai
Date: 25 May 2023

Annexure B to the Independent Auditor's Report

{Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Kunststoffe Industries Limited of even date}

Report on the internal financial controls over financial reporting under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ('the Act')

We have audited the internal financial controls with reference to standalone financial statements of Kunststoffe Industries Limited ("the Company") as of 31 March 2023 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the 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 (the "ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to standalone financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to standalone financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to standalone financial statements were established and maintained and whether such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial Controls over Financial Reporting

A Company's internal financial controls with reference to standalone financial statements 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 controls with reference to financial statements include 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 authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the standalone financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2023, based on the criteria for internal financial control over financial reporting 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 ICAI.

For Akshay Kirtikumar & Associates LLP
Chartered Accountants
Firm's Registration No.: 138182W/W100760

Akshay Shah
Partner
Membership No.: 155729
UDIN: 23155729BGWDTO2953

Place: Mumbai
Date: 25 May 2023

Balance Sheet as at 31 March, 2023

₹ in lakhs, unless stated otherwise

Particulars	Note No.	As at 31 March, 2023	As at 31 March, 2022
ASSETS			
Property, plant and equipment	7	408.39	384.01
Other non-current assets	8	8.07	9.74
Total non-current assets		416.46	393.75
Current assets			
Inventories	9	163.42	152.95
Financial assets			
Trade receivables	10	125.79	33.04
Cash and cash equivalents	11	580.77	611.87
Current tax assets	12	(0.18)	1.68
Other current assets	13	25.78	38.49
Total current assets		895.59	838.04
TOTAL ASSETS		1,312.05	1,231.79
EQUITY AND LIABILITIES			
Equity			
Equity share capital	14	689.00	689.00
Other equity	15	265.68	128.33
Total Equity		954.68	817.33
Current liabilities			
Financial liabilities			
Trade payable	16	351.38	388.41
Provisions		-	-
Other current liabilities	17	5.98	26.05
Total Liabilities		357.37	414.46
TOTAL EQUITY & LIABILITIES		1,312.05	1,231.79

The notes referred to above form an integral part of the financial statements

As per our report of even date
For Akshay Kirtikumar & Associates LLP
Chartered Accountants
Firm Registration No: 138182W/W100760

For and on behalf of the Board of Directors of
Kunststoffe Industries Limited

Akshay K. Shah
Partner
Membership No.: 155729

Soniya P. Sheth
Chairperson &
Managing Director
DIN: 02658794

Ujjwalkumar R. Jha
Director
DIN: 06825669

Padmini Ravindran
Company Secretary
FCS No: 5134

Unnati P. Sheth
CFO

Mumbai, 25 May 2023

Mumbai, 25 May 2023



Statement of Profit and Loss for the year ended 31 March, 2023

₹ in lakhs, unless stated otherwise

Particulars	Note No.	As at 31 March 2023	As at 31 March 2022
INCOME			
Revenue from operations	18	1,253.69	1,275.61
Other income	19	36.18	31.59
Total income		1,289.87	1,307.20
EXPENSES			
Cost of materials consumed	20	770.51	843.45
Changes in inventories	21	(4.42)	(2.26)
Employee benefits expense	22	134.16	134.12
Depreciation/amortisation expenses	7	11.74	7.15
Other expenses	23	198.70	143.71
Total expenses		1,110.70	1,126.17
Profit before exceptional items and tax		179.17	181.03
Exception Items		1.15	-
Profit before tax		180.32	181.03
Less tax expense:			
Current tax expense		42.50	41.35
Deferred tax		1.67	(3.77)
Income Tax of Earlier Years Written Off/(Written Back)		(1.20)	(0.26)
Profit for the period		137.36	143.71
Earning per equity share of nominal value of ₹ 10/- each	25		
Basic and Diluted earnings per share (Amount in ₹)		1.99	2.09

The notes referred to above form an integral part of the financial statements

As per our report of even date
For Akshay Kirtikumar & Associates LLP
Chartered Accountants
Firm Registration No: 138182W/W100760

For and on behalf of the Board of Directors of
Kunststoffe Industries Limited

Akshay K. Shah
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Company Secretary
FCS No: 5134

Unnati P. Sheth
CFO

Mumbai, 25 May 2023

Mumbai, 25 May 2023

Cash Flow Statement for the year ended 31 March, 2023

₹ in lakhs, unless stated otherwise

Particulars	As at 31 March 2023		As at 31 March 2022	
A. Cash flow from operating activities				
Profit after tax		137.36		143.71
Add: Non-cash items considered separately				
Depreciation and amortisation	11.74		7.15	
Provision for income tax and deferred tax	44.17	55.91	37.58	44.74
Operating profit before working capital changes		193.26		188.44
Less: Items considered separately				
Interest income		(23.36)		(15.88)
		169.91		172.56
Changes in working capital				
Inventories	(10.47)		43.63	
Trade receivables	(92.74)		87.45	
Other current assets	12.71		1.01	
Trade payables	(37.03)		15.04	
Other current liabilities	(20.07)		24.16	
Short term provision	-	(147.60)	-	171.29
Cash Generated from Operations		22.30		343.86
Net income tax (paid) / refunds		(40.64)		(43.39)
Net cash flow from operating activities (A)		(18.34)		300.47
B. Cash flow from investing activities				
Purchase of Fixed Assets	(36.12)		(60.08)	
Interest received	23.36	(12.76)	15.88	(44.20)
Net cash flow used in investing activities (B)		(12.76)		(44.20)
C. Cash flow from financing activities				
Net cash flow from financing activities (C)		-		-
Net increase in Cash and cash equivalents (A+B+C)		(31.10)		256.27
Cash and cash equivalents at the beginning of the year		611.87		355.61
Cash and cash equivalents at the end of the year		580.77		611.87
NET INCREASE IN CASH AND CASH EQUIVALENTS		(31.10)		256.27

The notes referred to above form an integral part of the financial statements

As per our report of even date

For Akshay Kirtikumar & Associates LLP
Chartered Accountants
Firm Registration No: 138182W/W100760

For and on behalf of the Board of Directors of
Kunststoffe Industries Limited

Akshay K. Shah
Partner
Membership No.: 155729

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Director
DIN: 06825669

Padmini Ravindran
Company Secretary
FCS No: 5134

Unnati P. Sheth
CFO

Mumbai, 25 May 2023

Mumbai, 25 May 2023



Statement of Changes in Equity For the year ended 31 March, 2023

A. Equity Share Capital

₹ in lakhs, unless stated otherwise

Particulars	Balance at the beginning of the reporting period i.e.1 April 2021	Change in Equity Share Capital during the year 2021-22	Balance at the end of the reporting period i.e. 31 March 2022	Change in Equity Share Capital during the year 2022-23	Balance at the end of the reporting period i.e. 31 March 2023
Equity Share Capital	689.00	-	689.00	-	689.00

B. Other Equity

Particulars	Balance at the beginning of the reporting period i.e. 1 April 2022	Total Comprehensive Income for the year	Transfer to / (from) Retained Earnings	Share Application Money Returned / Shares Allotted	Balance at the end of the reporting period i.e. 31 March 2023
As at 31 March 2023					
Reserves and Surplus					
Securities Premium Reserve	197.50				197.50
Capital Reduction Reserve	705.08				705.08
Revaluation Reserve	51.24		-		51.24
General Reserve	70.73				70.73
Retained Earnings	(896.22)	137.36			(758.86)
	128.33	137.36	-	-	265.68

Particulars	Balance at the beginning of the reporting period i.e.1 April 2021	Total Comprehensive Income for the year	Transfer to / (from) Retained Earnings, Other Additions / Deletions	Share Application Money Received	Balance at the end of the reporting period i.e. 31 March 2022
As at 31 March 2022					
Reserves and Surplus					
Securities Premium Reserve	197.50	-	-	-	197.50
Capital Reduction Reserve	705.08	-	-	-	705.08
Revaluation Reserve	275.87	-	(224.63)	-	51.24
General Reserve	70.73	-	-	-	70.73
Retained Earnings	(1,039.93)	143.71	-	-	(896.22)
	209.26	143.71	(224.63)	-	128.33

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2023

1. Corporate information

Kunststoffe Industries Limited ("Company") is a public limited company incorporated and domiciled in India. Its shares are listed on Bombay Stock Exchanges. The Registered office of Company is located at Kiran Building, 128, Bhaudaji Road Matunga Matunga Mumbai 400019. The Company is primarily engaged in the business of manufacture of HDPE/PP Pipes etc.

2. Basis of preparation of financial statements

2.1. Statement of Compliance

These standalone financial statements of the Company have been prepared in all material aspects in accordance with the recognition and measurement principles laid down in Indian Accounting Standards (hereinafter referred to as the 'Ind AS') as notified under section 133 of the Companies Act, 2013 ('The Act') read with Companies (Indian Accounting Standards) Rules, 2015 as amended and other relevant provisions of the Act and accounting principles generally accepted in India.

The financial statements have been prepared on accrual and going concern basis. The accounting policies are applied consistently to all the periods presented in the financial statements. All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria as set out in the Division II of Schedule III to the Companies Act, 2013.

2.2. Basis of measurement

These standalone financial statements are prepared under the historical cost convention unless otherwise indicated.

2.3. Use of estimate and judgments

The preparation of standalone financial statements in conformity with Generally Accepted Accounting Principles (GAAP) requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses and the disclosure of contingent liabilities on the date of the financial statements. Actual results could differ from those estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Any revision to accounting estimates is recognized prospectively in current and future periods. Assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment in the year ended 31 March 2023 are as follows

2.3.1. Property, plant and equipment

Determination of the estimated useful life of property, plant and equipment and the assessment as to which components of the cost may be capitalized. Useful lives of tangible assets are based on the life prescribed in Schedule II of the Act. In cases, where the useful lives are different from that prescribed in Schedule II, they are based on technical advice, taking into account the nature of the asset, the estimated usage of the asset, the operating conditions of the asset, past history of replacement, anticipated technological changes, manufacturers' warranties and maintenance support.

2.3.2. Allowance for uncollected accounts receivable and advances

Trade receivables do not carry any interest and are stated at their normal value as reduced by appropriate allowances for estimated irrecoverable amounts. Individual trade receivables are written off when management seems them not collectible. Impairment is made on the expected credit loss model. The impairment provisions for financial assets are based on assumption about risk of default and expected loss rates. Judgment in making these assumptions and selecting the inputs to the impairment calculation are based on past history, existing market condition as well as forward looking estimates at the end of each reporting period.



2.3.3. Allowances for inventories

Management reviews the inventory age listing on periodic basis. The review involves comparison of the carrying value of the aged inventory items with the respective net realizable value. The purpose is to ascertain whether an allowance is required to be made in the standalone financial statement for any obsolete and slow-moving items.

2.3.4. Recognition of deferred tax assets and income tax

Deferred tax asset is recognized for all the deductible temporary differences to the extent that it is probable that taxable profit will be available against which the deductible temporary difference can be utilized. The management assumes that taxable profits will be available while recognizing deferred tax asset/liability. Management judgment is required for the calculation of provision for income taxes and deferred tax assets and liabilities. The Company reviews at each balance sheet date the carrying amount of deferred tax asset/liability. The factors used in estimates may differ from actual outcome which could lead to significant adjustment to the amounts reported in the standalone financial statements.

2.3.5. Recognition and measurement of other provisions

The recognition and measurement of other provisions are based on the assessment of the probability of an outflow of resources and on past experience and circumstances known at the balance sheet date. The actual outflow of resources at a future date may, therefore, vary from the figures included in other provisions.

2.3.6. Contingencies

Management judgment is required for estimating the possible outflow of resources, if any, in respect of contingencies/claim/litigations against the Company as it is not possible to predict the outcome of pending matters with accuracy.

3. Functional and Presentation Currency

The financial statements are presented in Indian Rupees which is the functional currency for the Company.

4. Current / non-current classification

The Company classifies any asset as current when-

- (a) It expects to realize the asset, or intends to sell or consume it, in its normal operating cycle;
- (b) It holds the asset primarily for the purpose of trading;
- (c) It expects to realize the asset within twelve months after the reporting period; or
- (d) The asset is cash or a cash equivalent unless the asset is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

Otherwise as non-current.

The Company classifies any liability as current when-

- (a) It expects to settle the liability in its normal operating cycle;
- (b) It holds the liability primarily for the purpose of trading;
- (c) The liability is due to be settled within twelve months after the reporting period; or
- (d) It does not have an unconditional right to defer settlement of the liability for at least twelve months after the reporting period. Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

Otherwise as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

5. Operating Cycle

An operating cycle is the time between the acquisition of assets for processing and their realization in cash or cash equivalents.

Based on the nature of products / activities of the Company and the normal time between acquisition of assets and their realization in cash or cash equivalents, the Company has determined its operating cycle as twelve months for the purpose of classification of its assets and liabilities as current and non-current.

6. Significant Accounting Policies

6.1. Property, Plant and Equipment

Freehold land is carried at historical cost. All other items of property, plant and equipment are stated at cost less accumulated depreciation and impairment loss, if any.

Cost includes purchase price, borrowing costs if capitalization criteria are met and directly attributable cost of bringing the asset to its working condition for the intended use.

Such cost includes the cost of replacing part of the plant and equipment and borrowing costs for long-term construction projects if the recognition criteria are met. When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates these components separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognized in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied.

All other repair and maintenance costs are recognized in the statement of profit or loss as incurred.

Capital work-in-progress in respect of assets which are not ready for their intended use are carried at cost, comprising of direct costs, related incidental expenses and attributable interest, if any.

Property, plant and equipment are derecognized either on disposal or when the asset retires from active use. Losses arising in the case of the retirement of property, plant and equipment and gains or losses arising from disposal of property, plant and equipment are recognized in the statement of profit and loss in the year of occurrence.

Depreciable amount for assets is the cost of an asset, or other amount substituted for cost, less its estimated residual value. Depreciation on the property, plant and equipment is provided on straight line method, over the useful life of the assets, as specified in Schedule II to the Companies Act, 2013. Property, plant and equipment which are added / disposed of during the year, depreciation is provided on pro-rata basis.

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

6.2. Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial Assets

Classification:

The Company classifies financial assets as subsequently measured at amortized cost, fair value through other comprehensive income or fair value through profit or loss, on the basis of its business model for managing the financial assets and the contractual cash flow characteristics of the financial asset.



Initial recognition and measurement:

All financial assets (not measured subsequently at fair value through profit or loss) are recognized initially at fair value plus transaction costs that are attributable to the acquisition of the financial asset.

Subsequent measurement:

For the purpose of subsequent measurement, financial assets are classified in two broad categories:

- Financial assets at fair value (FVTPL /FVTOCI)
- Financial assets at amortized cost

When assets are measured at fair value, gains and losses are either recognized in the statement of profit and loss (i.e. fair value through profit or loss (FVTPL)), or recognized in other comprehensive income (i.e. fair value through other comprehensive income (FVTOCI)).

Financial Assets measured at amortized cost (net of write down for impairment, if any):

Financial assets are measured at amortized cost when asset is held within a business model, whose objective is to hold assets for collecting contractual cash flows and contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest. Such financial assets are subsequently measured at amortized cost using the effective interest rate (EIR) method less impairment, if any. The losses arising from impairment are recognized in the Statement of profit and loss.

Financial Assets measured at Fair Value through Other Comprehensive Income (“FVTOCI”):

Financial assets under this category are measured initially as well as at each reporting date at fair value, when asset is held within a business model, whose objective is to hold assets for both collecting contractual cash flows and selling financial assets. Fair value movements are recognized in the other comprehensive income.

Financial Assets measured at Fair Value through Profit or Loss (“FVTPL”):

Financial assets under this category are measured initially as well as at each reporting date at fair value with all changes recognized in profit or loss.

Investment in Subsidiary:

Investment in equity instruments of Subsidiaries are measured at cost. In the financial statements, investment in subsidiaries is carried at cost. The carrying amount is reduced to recognize any impairment in the value of investment.

Derecognition of Financial Assets:

A financial asset is primarily derecognized when the rights to receive cash flows from the asset have expired or the Company has transferred its rights to receive cash flows from the asset.

Impairment of Financial Assets:

In accordance with Ind AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the financial assets that are debt instruments and trade receivables.

Financial Liabilities:

Classification:

The Company classifies all financial liabilities as subsequently measured at amortized cost or FVTPL.

Initial recognition and measurement:

All financial liabilities are recognized initially at fair value and, in the case of loans, borrowings and payables, net of directly attributable transaction costs.

Financial liabilities include trade and other payables, loans and borrowings including bank overdrafts and derivative financial instruments.

Subsequent measurement:

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Interest-bearing loans and borrowings are subsequently measured at amortized cost using the Effective Interest Rate (EIR) method. Gains and losses are recognized in profit or loss when the liabilities are derecognized as well as through EIR amortization process. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included as finance costs in the Statement of Profit and Loss.

Derecognition of Financial Liabilities:

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the Statement of Profit and Loss.

6.3. Inventories

Raw materials and packing materials are valued at lower of cost and the net realizable value, cost of which includes duties and taxes (net of Goods and Service Tax wherever applicable). Cost of imported raw materials and packing materials lying in warehouse includes the amount of customs duty. Finished products and work-in-progress are valued at lower of cost and net realizable value. Cost is arrived on moving weighted average basis.

The cost of Inventories have been computed to include all cost of purchases, cost of conversion, appropriate share of fixed production overheads based on normal operating capacity and other related cost incurred in bringing the inventories to their present location and condition.

Net realizable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and selling expenses necessary to make the sale.

6.4. Cash and Cash Equivalents

Cash and Cash Equivalents comprise of cash on hand and cash at bank including fixed deposit/ highly liquid investments with original maturity period of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

6.5. Cash Flow Statement

Cash flows are reported using the indirect method, whereby net profit before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flow from operating, investing and financing activities of the Company is segregated.



6.6. Foreign Currency Transactions

Transactions in foreign currencies are translated into the Company's functional currency at the exchange rates at the dates of the transactions.

Monetary assets and liabilities denominated in foreign currencies are translated into the functional currency at the exchange rate at the reporting date. Non-monetary assets and liabilities that are measured at fair value in a foreign currency are translated into the functional currency at the exchange rate when the fair value was determined. Non-monetary assets and liabilities that are measured based on historical cost in a foreign currency are not translated. Foreign currency exchange differences are generally recognized in the statement of profit and loss.

Exchange differences arising on the settlement of monetary items or on translating monetary items at rates different from those at which they were translated on initial recognition during the period or in previous Financial Statements are recognized in the Standalone Statement of Profit and Loss in the period in which they arise.

6.7. Revenue Recognition

Under Ind AS 115, the Company recognized revenue when (or as) a performance obligation was satisfied, i.e. when 'control' of the goods underlying the particular performance obligation were transferred to the customer.

Sale of Goods

The Company applied Ind AS 115 using the modified retrospective approach. Revenue is measured based on the transaction price adjusted for discounts and rebates, which is specified in a contract with customer. Revenues are net of estimated returns and taxes collected from customers.

Revenue from sale of goods is recognized at point in time when control is transferred to the customer and it is probable that consideration will be collected. Control of goods is transferred upon the shipment of the goods to the customer or when goods are made available to the customer.

The transaction price is documented on the sales invoice and payment is generally due as per agreed credit terms with customers.

The consideration can be fixed or variable. Variable consideration is only recognized when it is highly probable that a significant reversal will not occur.

Sales return is variable consideration that is recognized and recorded based on historical experience, market conditions and provided for in the year of sale as reduction from revenue. The methodology and assumptions used to estimate returns are monitored and adjusted regularly in line with trade practices, historical trends, past experience and projected market conditions.

Interest income

Interest income is recognized with reference to the Effective Interest Rate method.

Income from Export Benefits and Other Incentives

Export benefit available under prevalent schemes are accrued as revenue in the year in which the goods are exported and/ or services are rendered only when there is reasonable assurance that the condition attached to them will be complied with and the amounts will be received.

6.8. Employee Benefit

Short term employee benefits are recognized as an expense at the undiscounted amount in the statement of profit and loss for the year in which the related service is rendered;

Post-Employment Benefits

Defined contribution plans: Company's contribution to State governed Provident Fund Scheme is recognized during the year in which the related service is rendered;

The company has not ascertained liability towards payment of gratuity and hence no provision has been made in accounts. It is accounted for on the basis of payment.

All employee benefits payable wholly within twelve months rendering service are classified as short term employee benefits. Benefits such as salaries, wages, short-term compensated absences, performance incentives etc., and the expected cost of bonus, ex- gratia are recognized during the period in which the employee renders related service. Retirement benefits are accounted as and when the same become due for payment.

6.9. Borrowing Costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

6.10. Lease

Leases in which a significant portion of the risks and rewards of ownership are retained by the lessor are classified as operating leases. Payments made under operating leases are charged to the Statement of profit and loss on a straight line basis over the period of the lease in a manner which is representative of the time pattern in which benefit derived from the use of the leased asset is diminished.

6.11. Earning Per Share

Basic earnings per equity share are computed by dividing the net profit attributable to the equity holders of the Company by the weighted average number of equity shares outstanding during the period.

Diluted earnings per equity share is computed by dividing the net profit attributable to the equity holders of the Company by the weighted average number of equity shares considered for deriving basic earnings per equity share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares. The dilutive potential equity shares are adjusted for the proceeds receivable had the equity shares been actually issued at fair value. Dilutive potential equity shares are deemed converted as of the beginning of the period, unless issued at a later date. Dilutive potential equity shares are determined independently for each period presented.

6.12. Income Taxes

Income tax expense comprises current and deferred income tax. Income tax expense is recognized in net profit in the statement of profit and loss except to the extent that it relates to items recognized directly in equity, in which case it is recognized in other comprehensive income. Current income tax for current and prior periods is recognized at the amount expected to be paid to or recovered from the tax authorities, using the tax rates and tax laws that have been enacted by the balance sheet date. Deferred income tax assets and liabilities are recognized for all temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements.

Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized.

Deferred income tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date and are expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled.



The effect of changes in tax rates on deferred income tax assets and liabilities is recognized as income or expense in the period that includes the enactment or the substantive enactment date. A deferred income tax asset is recognized to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilized. The Company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

Minimum Alternate Tax ('MAT') credit is recognized as deferred tax asset only when and to the extent there is convincing evidence that the Company will pay normal income tax during the period for which the MAT credit can be carried forward for set-off against the normal tax liability. MAT credit recognized as an asset is reviewed at each Balance Sheet date and written down to the extent the aforesaid convincing evidence no longer exists.

6.13.Dividends to Shareholders

Annual dividend distribution to the shareholders is recognized as a liability for the previous year for which the dividends are approved by the shareholders. Any interim dividend paid is recognized on approval by Board of Directors. Dividend payable and corresponding tax on dividend distribution is recognized directly in equity.

6.14.Provisions, Contingent Liabilities, Contingent Assets and Commitments

General

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

Provisions are not discounted to its present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

If there is any expectation that some or all of the provision will be reimbursed, the reimbursement is recognized as a separate asset but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and loss net of any virtually certain reimbursement.

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

Contingent liability is disclosed in the case of:

- a present obligation arising from past events, when it is not probable that an outflow of resources will be required to settle the obligation;
- a present obligation arising from past events, when no reliable estimates is possible;
- a possible obligation arising from past events, unless the probability of outflow of resources is remote

Contingent liabilities are not recognized but disclosed in the standalone financial statements. Contingent assets are neither recognized nor disclosed in the financial statements.

Commitments include the amount of purchase order (net of advances) issued to parties for completion of assets and Non-cancellable operating lease.

Provisions, contingent liabilities, contingent assets and commitments are reviewed at each balance sheet date.

7 Property, plant and equipment , capital work-in-progress, investment property and other intangible assets

7.1. Current year

₹ in lakhs, unless stated otherwise

Particulars	Gross block (cost/deemed cost)			Accumulated depreciation/ amortisation loss			Net block 31 March 2023
	1 April 2022	Additions	Disposals / Adjustments	1 April 2022	Additions	Disposals / Adjustments	
Property, plant and equipment							
Freehold Land	240.00	-	34.38	-	-	-	205.62
Building	93.62	-	-	13.10	2.22	-	78.30
Plant and Machinery	1,578.12	30.85	-	1,522.08	4.98	-	81.91
Furniture and fixtures	8.42	-	-	3.09	0.80	-	3.89
Office equipment	1.61	0.65	-	0.36	0.20	-	1.69
Computer	2.43	0.07	-	1.56	0.49	-	2.05
Fire fighting Equipments	-	38.94	-	-	3.04	-	35.89
Total	1,924.20	70.50	34.38	1,540.18	11.74	-	408.39
Total Property, plant and equipment , capital work-in-progress and investment property							408.39

During the year, the revaluation reserves has been reduced from the asset's revalued and is brought to its original cost

7.2. Previous year

₹ in lakhs, unless stated otherwise

Particulars	Gross block			Accumulated depreciation/ amortisation loss			Net block 31 March 2022
	1 April 2021	Additions	Disposals / Adjustments	1 April 2021	Additions	Disposals / Adjustments	
Property, plant and equipment							
Freehold land	240.00	-	-	-	-	-	240.00
Building	93.62	-	-	10.87	2.22	-	80.53
Plant and equipment	1,743.14	59.62	(224.63)	1,518.50	3.57	-	56.05
Furniture and fixtures	8.42	-	-	2.29	0.80	-	3.09
Office equipment	1.61	-	-	0.21	0.15	-	1.25
Computer	1.96	0.46	-	1.15	0.41	-	0.87
Total	2,088.75	60.08	(224.63)	1,533.03	7.15	-	384.01
Total Property, plant and equipment , capital work-in-progress and investment property							384.01



₹ in lakhs, unless stated otherwise

8 Deferred tax asset

Particulars	As at 31 March 2023	As at 31 March 2022
Deferred tax asset	8.07	9.74
	8.07	9.74

9 Inventories

Particulars	As at 31 March 2023	As at 31 March 2022
Valued at lower of cost or net realisable value		
Raw materials	144.50	138.45
Finished goods	18.92	14.50
	163.42	152.95

10 Trade receivables

Particulars	As at 31 March 2023	As at 31 March 2022
Trade receivables (Unsecured, considered good)		
Outstanding for a period exceeding six months from the date they were due for payment	-	-
Others	125.79	33.04
Less: Loss allowance	-	-
	125.79	33.04

Ageing Schedule

Particulars	Period	As at 31 March 2023	As at 31 March 2022
Outstanding for following periods from due date of payment	< 6 months	36.33	33.04
	6 months - 1 year	-	-
	1 - 2 years	89.46	-
	2 - 3 years	-	-
	> 3 years	-	-
	Total		125.79

₹ in lakhs, unless stated otherwise

11 Cash and cash equivalents

Particulars	As at 31 March 2023	As at 31 March 2022
Cash on hand	3.22	0.68
Balances with banks		
- Fixed Deposits	505.01	411.88
- In current accounts	72.54	199.31
	580.77	611.87

12 Current tax assets

Particulars	As at 31 March 2023	As at 31 March 2022
Income taxes paid (net of provision)	(0.18)	1.68
	(0.18)	1.68

13 Other current assets

Particulars	As at 31 March 2023	As at 31 March 2022
Other than capital advances	4.22	16.66
Scarp value receivable	15.50	15.50
<u>Balance with government authorities</u>		
Deposits	1.04	1.31
Value Added Tax receivable	2.41	2.41
Goods and Service tax credit receivable	-	-
Other deposits	2.60	2.60
	25.78	38.49

14 Equity share capital

Particulars	As at 31 March 2023	As at 31 March 2022
Authorised		
1,50,00,000 (31 March 2022: 1,50,00,000) equity shares of ₹.10/- each	1,500.00	1,500.00
Issued, subscribed & paid up		
68,90,000 (31 March 2022: 68,90,000) equity shares of ₹.10/- each	689.00	689.00
	689.00	689.00



₹ in lakhs, unless stated otherwise

(i) Reconciliation of the number of Equity shares

Equity shares	As at 31 March 2023		As at 31 March 2022	
	Nos.	₹	Nos.	₹
Opening number/amount of equity shares	6,890,000	689.00	6,890,000	689.00
Add/(Less):				
Issued/forfeited during the year	-	-	-	-
Closing number/amount of equity shares	6,890,000.00	689.00	6,890,000.00	689.00

(ii) Rights, preferences and restrictions attached to shares

The Company has a single class of equity shares having at par value of ₹.10/- per share. Each holder of equity share is eligible to one vote per share held. In the event of liquidation of the Company, the equity shareholders are eligible to receive the remaining assets of the Company in proportion to the number of equity shares held by each shareholder, after settlement of all preferential obligations.

The dividend proposed if any, by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend.

(iii) The Company is not a subsidiary of any other company

(iv) Details of shares held by each shareholder holding more than 5% shares:

Class of shares / Name of shareholder Equity shares with voting rights	As at 31 March 2023		As at 31 March 2022	
	Nos.	% held	Nos.	% held
Gayatri Pipes & Fittings Pvt .Limited	650,000	9.43	650,000	9.43
Soniya P Sheth	1,966,344	28.54	1,966,344	28.54
Bharat Capital & Holdings Limited	1,008,088	14.63	1,008,088	14.63

(v) Disclosure of Shareholding of Promoters

Disclosure of shareholding of promoters as at March 31, 2023 is as follows:

Promoter Name	Shares held by Promoter				% Change during the year
	As at March 31, 2023		As at March 31, 2022		
	No. of Shares	% of total shares	No. of Shares	% of total shares	
Pravin V Sheth	6,266	0.09	6,266	0.09	-
Soniya P Sheth	1,966,344	28.54	1,966,344	28.54	-
Dhwani Sheth	180	-	180	0.00	-
Unnati Sheth	8,812	0.13	8,812	0.13	-
Bhavesh Sheth	2,800	0.04	2,800	0.04	-
Hargovind Karsandas Vithalani	46,249	0.67	46,249	0.67	-

₹ in lakhs, unless stated otherwise

Disclosure of shareholding of promoters as at March 31, 2022 is as follows:

Promoter Name	Shares held by Promoter				% Change during the year
	As at March 31, 2022		As at March 31, 2021		
	No. of Shares	% of total shares	No. of Shares	% of total shares	
Pravin V Sheth	6,266	0.09	1,456,266	21.14	(21.05)
Soniya P Sheth	1,966,344	28.54	499,344	7.25	21.29
Dhwani Sheth	180	-	180	0.00	-
Unnati Sheth	8,812	0.13	18,655	0.27	(0.14)
Bhavesh Sheth	2,800	0.04	2,800	0.04	-
Hargovind Karsandas Vithalani	46,249	0.67	46,249	0.67	-

(vi) In respect of the paid up equity share capital, there is no allotment as bonus or for consideration other than cash, buyback or other movements, during the year ended 31 March 2023.

15 Other equity

Particulars	As at 31 March 2023	As at 31 March 2022
Securities premium account	197.50	197.50
Revaluation Reserve		
Opening Balance	51.24	275.87
Less: Adjusted against assets ***	-	(224.63)
Closing Balance	51.24	51.24
General reserve	70.73	70.73
Capital reduction reserve	705.08	705.08
(Deficit) Surplus in Statement of Profit and Loss		
Opening balance	(896.22)	(1,040)
Add: Profit for the year	137.36	143.71
Closing balance	(758.86)	(896.22)
	265.68	128.33

*** During the year, the revaluation reserves has been reduced from the asset's revalued and is brought to its original cost



₹ in lakhs, unless stated otherwise

16 Trade payables

Particulars	As at 31 March 2023	As at 31 March 2022
Total outstanding due to :	-	-
- Micro, small and medium enterprise	-	-
- Others	351.38	388.41
	351.38	388.41

Ageing schedule for outstanding from due date of payment

Particulars	As at 31 March, 2023				
		MSME	Others	Disputed dues - MSME	Disputed dues - Others
Trade payables	< 1 year	-	67.36	-	-
	1 - 2 years	-	284.02	-	-
	2 - 3 years	-	-	-	-
	> 3 years	-	-	-	-
		-	351.38	-	-

Particulars	As at 31 March, 2022				
		MSME	Others	Disputed dues - MSME	Disputed dues - Others
Trade payables	< 1 year	-	91.32	-	-
	1 - 2 years	-	297.09	-	-
	2 - 3 years	-	-	-	-
	> 3 years	-	-	-	-
		-	388.41	-	-

17 Other current liabilities

Particulars	As at 31 March 2023	As at 31 March 2022
Customer deposit	1.00	1.00
Statutory dues**	4.98	25.05
	5.98	26.05

**** Statutory dues**

Goods and Service Tax	2.70	24
Tax Deducted at Source	1.49	1
Tax Collected at Source	0.80	0

₹ in lakhs, unless stated otherwise

Ratio	Numerator	Denominator	Current Year	Previous Year	Change %
Current ratio	Total current assets	Total current liabilities	2.51	1.85	23.94
Debt-Equity ratio	Debt consists of borrowing and lease liabilities	Total equity	-	-	-
Return on equity ratio	Profit for the year less Preference dividend (if any)	Total equity	14.39	17.58	(18.17)
Inventory turnover ratio	Cost of Goods Sold	Average Inventory	6.98	6.39	9.18
Trade receivable turnover ratio	Revenue from operations	Average trade receivables	15.79	16.62	(4.99)
Trade payable turnover ratio	Cost of Goods Sold	Average trade payables	2.98	2.93	1.76
Net capital turnover ratio	Revenue from operations	Average working capital (i.e. Total current assets less Total current liabilities)	2.61	3.36	(22.33)
Net profit ratio (in %)	Profit for the year	Revenue from operations	10.96	11.27	(2.75)
Return on capital employed (in %)	Profit before tax and finance costs	Capital employed = Net worth + Lease liabilities + Deferred tax liabilities	18.77	22.15	(15.27)
Return on investment (in %)	Income generated from invested funds	Average invested funds in treasury investments	-	-	-

Note: As there are no major movements during the year (more than 25%), so the descriptions/reasons for variation/fluctuation are not provided.

18 Revenue from operations

Particulars	31 March 2023	31 March 2022
Sale of products	1,253.69	1,275.61
	1,253.69	1,275.61

19 Other income

Particulars	31 March 2023	31 March 2022
Interest income on		
- Bank deposits	18.80	15.81
- Others	4.56	0.07
Gain on foreign exchange fluctuation	0.82	3.71
Rent received	12.00	12.00
	36.18	31.59



₹ in lakhs, unless stated otherwise

20 Cost of raw materials consumed

Particulars	31 March 2023	31 March 2022
Opening stock	138.45	184.34
Add: Purchases	776.56	798
	915.01	981.90
Less: Closing stock	144.50	138
	770.51	843.45

21 Changes in inventories of finished goods

Particulars	31 March 2023	31 March 2022
Inventories at the end of the year:		
Finished goods	18.92	14.50
Inventories at the beginning of the year:		
Finished goods	14.50	12.24
	(4.42)	(2.26)

22 Employee benefits expense

Particulars	31 March 2023	31 March 2022
Salaries and wages	113.72	120.07
Contributions to provident and other funds	11.28	11.16
Staff welfare expenses	9.17	2.89
	134.16	134.12

Employee benefits :

As required by Ind AS 19 'Employee Benefits' the disclosures are as under:

Defined Contribution Plan

The Company offers its employees defined contribution plans in the form of provident fund (PF) and Employees' pension scheme (EPS) for all employees, with the government authorities. Contributions are made to the Government administered funds. While both the employees and the Company pay predetermined contributions into the Provident Fund, contributions into the Pension fund is made only by the Company. The Company recognised ₹ 11.28 Lakhs (31 March, 2022: ₹. 11.16 Lakhs). The contributions are normally based on a certain proportion of the employee's salary and the contribution payable to these plans by the Company are at rates specified in the rules of the schemes.

Defined Benefits Plan

All defined benefit plans obligations are determined at actuals, as at the Balance Sheet date, for the amount being actually paid during the year. The classification of the Company's net obligation into current and non-current is ascertain as and when the said liability arises.

₹ in lakhs, unless stated otherwise

23 Other expenses

Particulars	31 March 2023	31 March 2022
Manufacturing expense	68.12	20.40
Power and fuel	86.74	77.12
Communication expenses	0.22	0.22
Coolie & cartage expenses	1.29	0.39
Insurance	1.32	0.97
Auditor's Remuneration (Refer note 24 below)	1.20	1.20
Legal and professional	6.96	3.49
Listing expenses	3.34	3.48
Miscellaneous expenses	2.23	4.02
Particulars	31 March 2023	31 March 2022
Office expenses	2.02	2.72
Postage & telegram	0.02	0.00
Printing and stationery	0.48	2.10
Rates and taxes	1.63	1.21
Repairs and maintenance	0.43	0.81
Security charges	13.20	13.20
Selling & distribution expense	7.29	9.59
Travelling and conveyance	2.22	2.79
	198.70	143.71

24 Remuneration to auditors

Particulars	31 March 2023	31 March 2022
Audit fees	0.60	0.60
Tax Audit	0.60	0.60
	1.20	1.20

25 Earnings Per Share

The numerator and denominator used to calculate basic and diluted earnings per share:

Particulars	31 March 2023	31 March 2022
Profit attributable to equity holders for Basic and diluted EPS	137.36	143.71
Weighted average number of equity shares outstanding for Basic and diluted EPS	6,890,000.00	6,890,000.00
Basic and diluted earning per share (Amount in ₹)	1.99	2.09
Basic earning per share (Amount in ₹)	2.09	1.24



₹ in lakhs, unless stated otherwise

26 Details of dues to Micro And Small Enterprises as defined under the Micro, Small and Medium enterprises development act, 2006:

Particulars	31 March 2023	31 March 2022
Total outstanding dues of micro enterprises and small enterprises(as per the intimation received from vendors)		
a) Principal and interest amount remaining unpaid	-	-
b) Interest paid by the Company in terms of Section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day	-	-
c) Interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the period) but without adding interest specified under the Micro, Small and Medium Enterprises Act, 2006	-	-
Particulars	31 March 2023	31 March 2022
d) Interest accrued and remaining unpaid	-	-
e) Interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprises	-	-
Total outstanding dues of creditors other than micro enterprises and small enterprises	-	-

This information has been determined to the extent such parties have been identified on the basis of information available with the Company.

27 Related party disclosure as required by IND AS 24 are given below :

A) Relationships :

Key Managerial Personnel and their relatives

Soniya Sheth
Unnati P. Sheth
Padmini Ravindran
Pravin Sheth

Enterprise over which Key Managerial Personnel are able to exercise significant control

Fiberweb (India) Limited
Gayatri Pipers & Fittings Private Limited
Parijat Private Limited
Stallian Breweries Limited
Sun Capital & Consultancy Private Limited
Sun Properties Private Limited
Star Developers Private Limited

₹ in lakhs, unless stated otherwise

B) The following transaction were carried out with related parties :

Particulars	31 March 2023	31 March 2022
<u>Compensation to Key Managerial Person</u>		
Short Term Employee Benefit		
- Soniya Sheth	49.86	40.35
- Unnati Sheth	4.82	4.80
Loan given		
Soniya Sheth	2.00	-
Unnati Sheth	2.52	-
Fiberweb (India) Limited	298.48	1.42
Loan taken		
Gayatri Pipers & Fittings Private Limited	528.00	-
Loan repaid		
Gayatri Pipers & Fittings Private Limited	528.00	-
Particulars		
31 March 2023		
31 March 2022		
Rent received		
Fiberweb (India) Limited	12.00	12.00
Interest received		
Fiberweb (India) Limited	4.50	-
Purchase of MEIS License from		
Fiberweb (India) Limited	-	0.93

Director sitting fees are paid during the year which are not considered in the related party transactions

C) Amount outstanding :

Particulars	31 March 2023	31 March 2022
Amount payable :		
Soniya Sheth	3.71	2.03
Amount Receivable		
Unnati Sheth	1.20	-
Gayatri Pipers & Fittings Private Limited	89.46	89.46
Fiberweb (India) Limited	4.87	5.89



₹ in lakhs, unless stated otherwise

- 28** Debtors and Creditors balances are subject to confirmations from the parties.
- 29** In the opinion of the Board of Directors the Current Assets, Loans & Advances except those shown as doubtful have a value on realization in the ordinary course of business at least equal to the amount at which items are stated in the Balance Sheet.
- 30** Figures of the current year and previous year have been re-grouped / rearranged /reclassified wherever necessary.

The notes referred to above form an integral part of the financial statements

As per our report of even date

**For Akshay Kirtikumar & Associates LLP
Chartered Accountants**

Firm Registration No: 138182W/W100760

**For and on behalf of the Board of Directors of
Kunststoffe Industries Limited**

**Akshay K. Shah
Partner
Membership No.: 155729**

**Soniya P. Sheth
Chairperson &
Managing Director
DIN: 02658794**

**Ujjwalkumar R. Jha
Director
DIN: 06825669**

**Padmini Ravindran
Company Secretary
FCS No: 5134**

**Unnati P. Sheth
CFO**

Mumbai, 25 May 2023

Mumbai, 25 May 2023