

**Registered Office / Urse Plant**  
Finolex Industries Limited  
Gat No. 399, Village Urse, Tal.-Maval,  
Dist. Pune 410 506, Maharashtra, India  
CIN L40108PN1981PLC024153

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FIL/SEC/DT/SEs/2019-20/124

20<sup>th</sup> September, 2019

National Stock Exchange of India Limited Manager – Listing Department 5, Exchange Plaza Bandra-Kurla Complex Bandra (East), Mumbai 400051	BSE Limited Manager – Listing Department Registered Office: Floor 25 P.J.Towers Dalal Street Mumbai 400 001
Scrip Code: Equity: FINPIPE	Scrip Code: Equity: 500940/FINOLEXIND

**Sub : 38<sup>th</sup> Annual General Meeting of the Company**

**Ref : Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sir/Madam,

This is to inform you that the 38<sup>th</sup> Annual General Meeting (AGM) of the Company was held on Thursday, 19<sup>th</sup> September, 2019 at 11.00 a.m. at Kirloskar Institute of Advanced Management Studies, Gat No. 356 & 357, Near Tata Foundry Maval, Village Dhamane, Taluka Maval, District Pune - 410 506, as per the Notice dated 10<sup>th</sup> August, 2019 and business were transacted thereat.

The register of Members and Share Transfer Books which were closed from Saturday, 14<sup>th</sup> September, 2019 to Thursday, 19<sup>th</sup> September, 2019 (both days inclusive), shall be kept open from 20<sup>th</sup> September, 2019.

In terms of the subject referred Regulation, enclosed herewith is a summary of proceedings of the 38<sup>th</sup> AGM.

The speech delivered by the Chairman at the said AGM, is also enclosed. The same is also available at the Company's website [www.finolexpipes.com](http://www.finolexpipes.com).

You are requested to kindly take the above on your records.

Thanking you,

Yours truly,

For **Finolex Industries Limited**

  
Devang Trivedi  
General Manager (Legal) &  
Company Secretary



Encl: As above



## **FINOLEX INDUSTRIES LIMITED**

### **Summary of proceedings of the 38<sup>th</sup> Annual General Meeting**

The 38<sup>th</sup> Annual General Meeting (AGM) of the members of Finolex Industries Limited (the "Company") was held on Thursday, 19<sup>th</sup> September, 2019 commenced at 11.00 a.m. at Kirloskar Institute of Advanced Management Studies, Gat No. 356 & 357, Near Tata Foundry Maval, Village Dhamane, Taluka Maval, District Pune – 410 506.

Mr. Prakash P. Chhabria, Executive Chairman of the Company occupied the chair and welcomed the members of the Company. The requisite quorum being present, the Chairman called the meeting to order. All the Directors were present except Mr. Shrikrishna N. Inamdar, Mr. Dara N. Damania, Mrs. Kanchan U. Chitale and Mr. Saurabh S. Dhanorkar.

Mr. Shrikrishna N. Inamdar, Chairman of Audit Committee and Nomination & Remuneration Committee and Mr. Dara N. Damania, Chairman of Stakeholders' Relationship Committee are unable to attend the Annual General Meeting. They have authorized Dr. Sunil Pathak who is also a member of the respective committees, to attend this meeting in their absence.

The Executive Chairman thereafter delivered the speech. The Executive Chairman then invited members to offer any comments or raise queries/questions on the Company's performance during the year. The Executive Chairman thereafter replied to their questions satisfactorily.

The Chairman informed the shareholders that pursuant to the provisions of Section 108 of the Companies Act, 2013 and Regulation 44 of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, the Company had provided Members the facility to cast their vote electronically in respect of all business set forth in the Notice. The remote e-voting facility was kept open for a period of 3 (three) days i.e. between Monday, 16<sup>th</sup> September, 2019 (9.00 a.m.) to Wednesday, 18<sup>th</sup> September, 2019, (5.00 p.m.). Members who were present at the AGM and had not cast their vote electronically were provided an opportunity to cast their votes at the Meeting through Ballot Paper.

The Executive Chairman informed that the Board of Directors had appointed Mr. S. V. Deulkar, Partner or Mr. Sridhar Mudaliar, Partner of M/s. SVD & Associates, Company Secretaries, Pune as the Scrutinizer for conducting e-voting process and also authorised to scrutinize the ballot papers in a fair and transparent manner.





The following items of business as set out in the Notice of AGM dated 10<sup>th</sup> August, 2019 were transacted at the meeting:

Sr. No.	Particulars	Type of Resolution
<b>Ordinary Business</b>		
1	To consider and adopt standalone and consolidated audited financial statements of the Company for the financial year ended 31 <sup>st</sup> March, 2019 together with the reports of the Auditors and the Board of Directors.	Ordinary
2	To declare dividend on equity shares for the financial year ended 31 <sup>st</sup> March, 2019.	Ordinary
3	To appoint a Director in place of Mrs. Ritu P. Chhabria (DIN 00062144), who retires by rotation and, being eligible, offers herself for re-appointment.	Ordinary
<b>Special Business</b>		
4	To ratify a consolidated remuneration of ₹ 4,00,000/- (Rupees Four Lakh Only) to be paid to M/s. S. R. Bhargave & Co., Cost Accountants, Pune, (Firm Registration No. 000218) the Cost Auditors appointed by the Board of Directors of the Company to conduct the audit of cost records of the Company for the financial year ending 31 <sup>st</sup> March, 2020.	Ordinary
5	To give approval for appointment of Mrs. Kanchan U. Chitale (DIN 00007267) as an Independent Director of the Company, not liable to retire by rotation for a term of 5 (five) consecutive years on the Board of the Company effective from 1 <sup>st</sup> April, 2019 to 31 <sup>st</sup> March, 2024.	Ordinary
6	To give approval for issuing offer(s) or invitation(s) to subscribe to debt securities as defined under the SEBI (Issue and Listing of Debt Securities) Regulations, 2008, as amended from time to time, including Non-Convertible Debentures ("NCDs") for a sum not exceeding ₹ 2,50,00,00,000/- (Rupees two hundred fifty crore only) on a private placement basis in one or more tranches during a period of one year from the date of passing of this resolution within the overall borrowing limits of the Company, as approved by the members, from time to time.	Special



The Executive Chairman requested the members to cast their votes on the above matter using ballot paper who had not cast their vote through e-voting.

After completion of voting, the Executive Chairman informed the members that the results of the voting will be announced within 48 hours and will be uploaded on the website of the Company and on the website of Karvy Fintech Private Limited and will also be communicated to the Stock Exchanges alongwith the Scrutinizer's Report.

Thereafter, the meeting was concluded with a vote of thanks to the Chair.



Date: 20<sup>th</sup> September, 2019  
Place: Pune

For **Finolex Industries Limited**

Devang B. Trivedi  
Company Secretary



## Chairman's Speech

Good Morning Ladies and Gentlemen,

I extend a very warm welcome and thank you all for being here today to attend the 38<sup>th</sup> Annual General Meeting of your company.

The Notice convening this AGM and the Company's accounts for the year ended March 31, 2019, along with the Directors' and Auditors' report, and Management Discussion and Analysis have already been circulated to you. With your permission, may I take them as read.

While we faced challenges led by volatility in the price of PVC and softer demand in PVC Pipes & Fittings, your Company reported a healthy double digit growth of 12.91% to Rs. 3,091 Crores. Profit After Tax registered a growth of 17.18% to Rs. 350 Crores.

Your Company's Board of Directors has recommended for your approval a dividend of Rs. 10.00 per equity share. The dividend payout including distribution tax will be Rs. 149.60 Crores with a payout ratio of 43%.

Low and uneven monsoons have resulted in a decline in agricultural activity in F.Y. 18-19 but with improved weather conditions agricultural activity is expected to increase in the coming year.

The Government's continuing thrust in irrigation and housing, which was also evident in the current year's budget, is expected to generate additional demand for PVC pipes and fittings.

Some of the budget highlights are:

1. Pradhan Mantri Krishi Sinchai Yojana – for irrigation – received an allocation of Rs. 4,116 crores.
2. Jal Jeevan Mission to achieve Har Ghar Jal by 2024.
3. Pradhan Mantri Awas Yojana to construct 1.95 crore houses.



4. Smart Cities Mission was allocated Rs. 6,450 crores.

And

5. The Maharashtra government in its budget made an allocation of Rs. 31,000 crores, for two crucial sectors – agriculture and irrigation.

These are a few initiatives that would augur well for your company's products. We are gearing up for an exciting future that could come to light over the years.

People across the country face various challenges and we try to do our small part to give them hope. During the year, your Company has spent Rs. 9.24 Crores towards Corporate Social Responsibility against the statutory budget of Rs. 8.59 Crores. Through our CSR arm, Mukul Madhav Foundation, we conduct activities in six focused areas: Education, Healthcare, Sanitation, Skill Development, Social and Community Welfare and Water Conservation and Environment.

I am very proud of my team of dealers and representatives across the country who have extended their time to assist MMF in reaching out to people who face various challenges. In giving hope to those who feel they don't have the right to be hopeful. I would like to thank your director Mrs. Ritu Chhabria and her dedicated team at MMF in their tireless work.

My dear Father, Pralhad P. Chhabria, known to all as PP, began the Finolex story, 60 years ago. It was his dream to build a company which stood for quality, trust and integrity. Over the years, as Finolex grew, it became even more imperative to ensure there was a team of people, who sat as Independent Directors alongside management, to guide and advise. In order to achieve these sizeable expectations, my father realized he would need a team with him who imbibed the same values, a team sitting on his board, who would contribute their experience and knowledge. Today with a heavy heart, your company bids farewell to Mr. Sanjay Asher, Mr. Dara Damania, Mr. Shrikrishna Inamdar, Mr. Prabhakar Karandikar and Dr. Sunil Pathak. They have not offered their candidature for re-appointment for a second term in adherence to the highest standards of corporate governance. During the year 18-19, Mr. Kanaiyalal Atmaramani, Independent Director has resigned effective 1<sup>st</sup>





January, 2019 due to health issues. They have all helped steer your company to its present position as market leader.

The Board of Directors has co-opted Mrs. Kanchan Chitale as an Additional Director and an Independent Woman Director and Mrs. Ritu Chhabria, who retires by rotation and being eligible offers herself for reappointment. Your Board recommends them.

I would like you to join me in thanking the management team and all the employees for their contribution to your company's success. Dear shareholders, I would also like to thank you for the trust you have reposed in us the years.

I am thankful to our dear customers, Banks, Financial Institutions, Government departments, local authorities, suppliers and business associates for their continuing support. I express my deep appreciation to my colleagues on the Board for their active participation and invaluable advice in the affairs of the Company.

Thank you,

Prakash P. Chhabria

Executive Chairman

DIN: 00016017

