

Celebrating



ANNUAL REPORT
2018-19



*Late Shri Manharlal V. Parekh
Founder Ex-Chairman
(1934 - 2002)*

In 2018-19, Prima completed its 25 years of operation, **celebrating the Silver Jubilee**. It was a celebration of visionary entrepreneurship started by Late. Shri Manharlal V. Parekh, Founder Ex-Chairman of the Company. The Celebration is not just the length, but an inspiring journey of turning challenges into opportunities and setbacks into success powered with great vision, innovative ideas, strong ethics, and values.

Starting from a small scale unit at Daman in 1993, today Prima brand is renowned and has its presence globally, winning 20 awards in last 25 years conferred by PLEXCOUNCIL of India with a majority standing at First Position in India.

This journey with the trail-blazing saga of growth radiates the clear vision of Promoters, dedicated workforce and support of all Director in its full spirit and glory of togetherness.

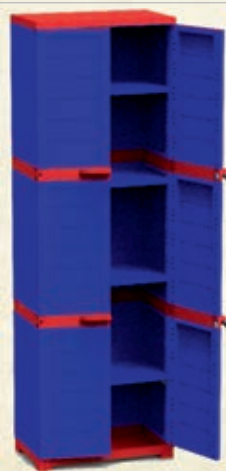
NEW ARRIVALS



Qute Chair



Baby
Desk Chair



Cupboard Alfa 3



Road
Barrier



Capsule
Container

COMPANY INFORMATION



BOARD OF DIRECTORS

Shri. Bhaskar M. Parekh	Executive Chairman
Shri. Dilip M. Parekh	Managing Director
Shri. Mulchand S. Chheda	Independent Director
Shri. Krishnakant V. Chitalia	Independent Director
Shri. Rasiklal M. Doshi	Independent Director
Shri. Snehal N. Muzoomdar	Adtl. Independent Director
Smt. Hina V. Mehta	Non-Executive Director

CHIEF FINANCIAL OFFICER

Shri Manoj O. Toshniwal
(Resigned w.e.f. November 2, 2018)
Shri Dharmesh R. Sachade
(Appointed w.e.f. November 3, 2018)

COMPANY SECRETARY

Ms. Nidhi M. Shah

BANKERS

Kotak Mahindra Bank	Citi Bank
ICICI Bank Limited	Bank of India
Corporation Bank	

AUDITORS

M/s. Khimji Kunverji & Co. LLP.
Chartered Accountants

REGISTRAR & SHARE TRANSFER AGENTS

M/s. Bigshare Services Pvt. Ltd.

CORPORATE OFFICE

41, National House, Opp. Ansa "A" Bldg.,
Saki Vihar Road, Powai, Mumbai-400072.
Tel: +91 22 28574768 / 69,
Fax: +91 22 28572859
Email: investor@primaplastics.com
Website: www.primaplastics.com

REGISTERED OFFICE

98/4, Prima House, Daman Industrial Estate,
Kadaiya, Nani Daman, Daman (U.T.), Pin-396 210
Tel: +91 260 222 1845 / 0445
Tele Fax: +91 260 222 1845

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FINANCIAL STATEMENTS

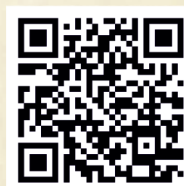
Standalone

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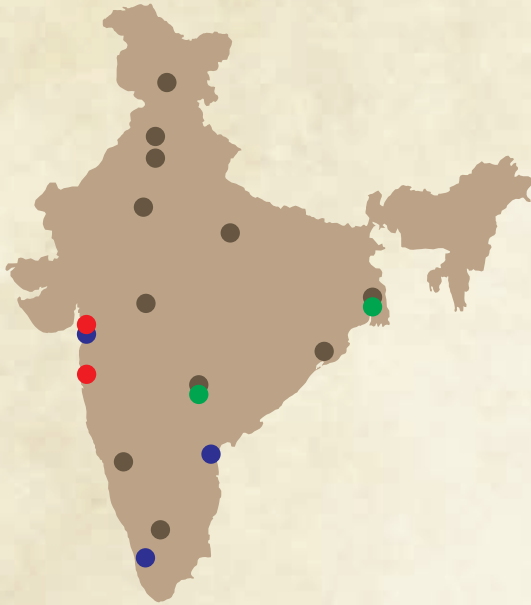
ROUTE MAP, ATTENDANCE SLIP & PROXY FORM



Scan this QR Code to
view Annual Report online

PRIMA AT A GLANCE

Our Presence



INDIAN NETWORK

1

▶ **Corporate Office**
Mumbai

1

▶ **Registered Office**
Daman

2

▶ **Branch Office**
Kolkata & Hyderabad

4

▶ **Plants**
Daman (2), Kerala, Ongole (AP)

11

▶ **Depots**
Coimbatore, Hubli, Jammu, Jaipur, Kanpur, Karnal, Indore (MP), Cuttak (Odisha), Hyderabad (Telangana), Zirakpur (Punjab) & Kolkata

450
DISTRIBUTORS

▶ **Distributors & Dealer Network**

5500
DEALERS



Guatemala
Central America(1)

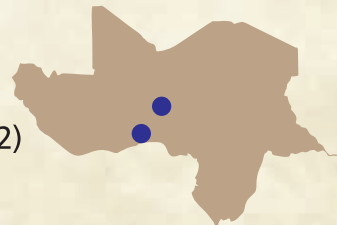


GLOBAL MANUFACTURING FACILITIES

3

Plants

▶ **Cameroon**
West Africa(2)



Our Verticals



Awards & Recognitions



AWARDS

- ▶ **TITLED AS ONE STAR EXPORT HOUSE** by Ministry of Commerce and Industry, DGFT Govt. Of India.
- ▶ **BEST FOCUS PRODUCT EXPORTER** at ECGC - D&B Indian Exporters Excellence Awards.
- ▶ **FIRST POSITION** for Top Export Awarded by PLEXCOUNCIL.



RECOGNITION

- ▶ **ACCREDITED WITH ISO 9001, ISO 14001 and OHSAS 18001 Certifications.**



एक कदम स्वच्छता की ओर

- ▶ **INDIA'S LEADING MANUFACTURER of Waste Management Products under the SWACHH BHARAT ABHIYAN.**





OUR CONTRIBUTION TO SOCIETY

As a principal, the business needs to go beyond the interest of the Companies to the Communities they serve. Following the principal, from last three consecutive years the Company is contributing its success with the Community by organising various camp at different locations.

Fy 2018-19

In FY 2018-19 The Company organised a Camp for Handicapped in Daman. Every year more than 50 thousand people gets amputated their legs and hands due to diabetes, accident, natural calamities, riots etc. So to rehabilitate them once again and make them independent, this year Prima helped more than 70 families by providing free limbs and other appliances.

The company also contributed its success by donating to various education Institutes to develop the education system and some part towards the animal protection and Disaster Relief Fund.



Fy 2016-17

In FY 2016-17 the Company contributed to Environment Sustainability for establishing of manmade forest in interiors.

The company also tried to prevent cruelty towards animals and educating the people regarding ethical treatment of animals.



Fy 2017-18

In FY 2017-18 the Company took initiative to help the community by providing Free cataract surgeries and eye check camp. The Company also provided free eye glasses. Nearly 800 people were benefited through this camp.

In addition the Company also provided financial aid to the weaker section of society who were stricken with Cancer & Dialysis.



NOTICE

Notice is hereby given that the **TWENTY FIFTH ANNUAL GENERAL MEETING** of the Members of **PRIMA PLASTICS LIMITED** will be held on **Saturday, August 03, 2019 at 12.30 p.m.** at Hotel Princess Park, Devka Beach, Nani Daman, Daman (U.T.), Pin - 396210 to transact the following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt
 - (a) the Audited financial statements of the Company for the financial year ended March 31, 2019 together with the Reports of the Board of Directors and the Auditors thereon and;
 - (b) the Audited Consolidated financial statements of the Company for the financial year ended March 31, 2019 together with the Report of Auditors thereon.
2. To declare the final dividend on equity shares for the financial year ended March 31, 2019.
3. To appoint a Director in place of Shri. Bhaskar M. Parekh (DIN: 00166520) who retires by rotation and being eligible, offers himself for reappointment.

SPECIAL BUSINESS:

4. Appointment of Shri. Snehal N. Muzoomdar, as an Independent Director

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

“RESOLVED THAT pursuant to provisions of Section 149,152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 (“Act”) read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable Regulations and schedules and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 (“SEBI Listing Regulations”), (including any statutory modification(s) or re-enactment for the time being in force) Shri. Snehal N. Muzoomdar (DIN: 00729992) who was appointed by the Board of directors as an additional Independent director with effect from 29th January, 2019 and who hold office up to the date of this Annual General Meeting in terms of Section 161 of the Companies Act, 2013 and who meets the criteria for independence as provided in the Act and SEBI Listing Regulations and who has submitted a declaration to that effect 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 Director of the Company, and who is eligible for appointment be and is hereby appointed as an Independent Non-Executive Director of the Company to hold office for a term of five consecutive years with effect from 29th January 2019, to 28th January 2024 and whose office shall not henceforth, be liable to retire by rotation.”

5. Re-appointment of Shri. Mulchand S. Chheda as an Independent Director

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 (“Act”) read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) (including any statutory modification(s) or re-enactment (s) thereof, for the time being in force), Shri. Mulchand S. Chheda (DIN: 00179932) who was appointed as an Independent Director in 2014 and hold office upto August 12, 2019, and who meets the criteria prescribed for Independent Directors under the Act and SEBI listing Regulations and who has submitted a declaration to that effect 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 Director of the Company, and who is eligible for reappointment, as an Non-Executive Independent Director for a second term, be and is hereby appointed as Independent Director of the Company not liable to retire by rotation and to hold office for second term of five years from the conclusion of this AGM till the conclusion of 30th AGM on the Board of the Company;

RESOLVED FURTHER THAT pursuant to Regulation 17(1A) of listing Regulations and any other applicable act(s)/ rule(s)/ regulation(s) including the Act and rules made thereunder, approval of the Members be and is hereby accorded for re-appointment of Shri. Mulchand S. Chheda (DIN: 00179932), Independent Director for its second term from the conclusion of this AGM till the conclusion of 30th AGM notwithstanding that he has attained the age of 75 years.”

6. Re-appointment of Shri. Krishnakant V. Chitalia as an Independent Director

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 (“Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) (including any

statutory modification(s) or re-enactment (s) thereof, for the time being in force), Shri. Krishnakant V. Chitalia (DIN: 00355215) who was appointed as an Independent Director in 2014 and hold office up to August 12, 2019, and who meets the criteria prescribed for Independent Directors under the Act and SEBI listing Regulations and who has submitted a declaration to that effect 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 Director of the Company, and who is eligible for reappointment, as an Independent Director for a second term, be and is hereby appointed as Non-executive Independent Director of the Company not liable to retire by rotation and to hold office for second term of five years from the conclusion of this AGM till the conclusion of 30th AGM on the Board of the Company;

RESOLVED FURTHER THAT pursuant to Regulation 17(1A) of SEBI listing Regulations and any other applicable act(s)/ rule(s)/ regulation(s) including the Act and rules made thereunder, approval of the Members be and is hereby accorded for re-appointment of Shri. Krishnakant V. Chitalia (DIN: 00355215), Independent Director for its second term from the conclusion of this AGM till the conclusion of 30th AGM notwithstanding that he has attained the age of 75 years.”

7. Re-appointment of Shri. Rasiklal M. Doshi as an Independent Director

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

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 (the Act) and the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) (including any statutory modification(s) or re-enactment (s) thereof, for the time being in force), Shri. Rasiklal M. Doshi (DIN: 00239580) who was appointed as an Independent Director in 2014 and hold office up to August 12, 2019, and who meets the criteria prescribed for Independent Directors under the Act and SEBI listing Regulations and who has submitted a declaration to that effect 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 Director of the Company, and who is eligible for reappointment, as an Independent Director for a second term, be and is hereby appointed as Non-executive Independent Director of the Company not liable to retire by rotation and to hold office for second term of five years from the conclusion of this AGM till the conclusion of 30th AGM on the Board of the Company;

RESOLVED FURTHER THAT pursuant to Regulation 17(1A) of SEBI listing Regulations and any other applicable act(s)/ rule(s)/ regulation(s) including the Act and rules made thereunder, approval of the Members be and is hereby accorded for re-appointment of Shri. Rasiklal M. Doshi (DIN: 00239580), Independent Director for its second term from the conclusion of this AGM till the conclusion of 30th AGM notwithstanding that he has attained the age of 75 years.”

8. Re-appointment of Shri. Bhaskar M. Parekh as Executive Chairman of the Company

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

“**RESOLVED THAT** in accordance with the provisions of Sections 196, 197 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (“Act”) and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), Shri. Bhaskar M. Parekh (DIN: 00166520) Whole time Director of the Company, who’s current term is expiring on August 31, 2019, be and is hereby reappointed as Whole time Director for a further period of 3 years from September 1, 2019 to August 31, 2022, at a remuneration, including the remuneration to be paid in the event of loss or inadequacy of profits in any financial year on the terms and conditions including remuneration as set out in the statement annexed to the Notice convening this Meeting, with liberty to the Board of Directors (hereinafter referred to as “the Board” which term shall be deemed to include Nomination and Remuneration Committee of the Board) to alter and vary the terms and conditions of the said re-appointment and / or remuneration as it may deem fit and as may be acceptable to Shri. Bhaskar M. Parekh., subject to the same not exceeding the limits specified section 197 of the Act read with schedule V of the Act or any other statutory modification or re-enactment thereof;

RESOLVED THAT Shri. Bhaskar M. Parekh shall be designated as the Executive Chairman or such other designation as may be approved by the Board of Directors from time to time, the same not being inconsistent with the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) (as amended from time to time);

RESOLVED FURTHER THAT pursuant to regulation 17(6)(e) of the SEBI Listing Regulations along with the provisions of Sections 196, 197, 198 and other applicable provisions of the Act and the rules made thereunder read with Schedule- V of the Companies Act, 2013, consent of the members be and is hereby accorded for payment of remuneration to Shri. Bhaskar M Parekh notwithstanding the aggregate annual remuneration paid to all Executive Directors exceeds 5 per cent of the net profits of the Company in year during the tenure of his appointment subject to the same not exceeding the limits specified under section 197 of the Act read with schedule V of the Act or any statutory modification or re-enactment thereof.”

9. Re-appointment of Shri. Dilip M. Parekh as Managing Director of the Company

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

“RESOLVED THAT in accordance with the provisions of Sections 196, 197 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (“Act”) and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), Shri. Dilip M. Parekh (DIN: 00166385) Managing Director of the Company, who’s current term is expiring on August 31, 2019, be and is hereby reappointed for a further period of 3 years from September 1, 2019 to August 31, 2022, at a remuneration including the remuneration to be paid in the event of loss or inadequacy of profits in any financial year on the terms and conditions including remuneration as set out in the Statement annexed to the Notice convening this Meeting, with liberty to the Board of Directors (hereinafter referred to as “the Board” which term shall be deemed to include Nomination and Remuneration Committee of the Board) to alter and vary the terms and conditions of the said re-appointment and / or remuneration as it may deem fit and as may be acceptable to Shri. Dilip M. Parekh. subject to the same not exceeding the limits specified under section 197 of the Act read with schedule V of the Act or any other statutory modification or re-enactment thereof;

RESOLVED FURTHER THAT pursuant to regulation 17(6)(e) of the (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with the provisions of Sections 196, 197, 198 and other applicable provisions of the Act and the rules made thereunder read with Schedule- V of the Companies Act, 2013, consent of the members be and is hereby accorded for payment of remuneration to Shri. Dilip M. Parekh notwithstanding the aggregate annual remuneration paid to all Executive Directors exceeds 5 per cent of the net profits of the Company in year during the tenure of his appointment subject to the same not exceeding the limits specified under section 197 of the Act read with schedule V of the Act or any statutory modification or re-enactment thereof.”

10. Increase in Borrowings Powers of the Company

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

“RESOLVED THAT pursuant to the provisions of Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 (“Act”) read with the Rules made thereunder (including any statutory modification or re-enactment thereof, for the time being in force), consent of the members be and is hereby accorded to the Board of Directors of the Company (the ‘Board’, which term shall include its Committee(s) constituted / to be constituted by it for this purpose) to borrow any sum(s) of monies and/or to receive/avail of financial assistance or to undertake financial obligation in any form, from time to time, from any one or more financial institutions, banks, funds and/or from other persons, firms, bodies corporate, mutual funds or entities, whether by way of loans, advances, deposits or bills discounting, issue of debentures, bonds, financial arrangement or obligations or otherwise, and whether unsecured or secured by mortgage, charge, hypothecation, lien or pledge of the Company’s assets and properties, whether immovable or movable or stock-in-trade (including raw materials, stores, spare parts and components in stock or in transit) or work in progress and all or any of the undertakings of the Company, notwithstanding that the monies to be borrowed together with the monies already borrowed by the Company (apart from temporary loans obtained or to be obtained from the Company’s bankers in the ordinary course of business) may exceed the aggregate of the Company’s paid-up share capital and free reserves, provided that the total amounts so borrowed and outstanding at any point of time shall not exceed ₹ 50 Crores (Rupees Fifty Crores), over and above the aggregate of the paid-up share capital of the Company and its free reserves as prevailing from time to time, exclusive of interest and other charges, and the Board be and is hereby authorized to execute / cause to execute such agreements, debenture trust deeds, indentures of mortgage, deeds of hypothecation / charge, lien, promissory notes and other deeds and instruments or writings containing such conditions and covenants as the Board may think fit and proper;

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary or expedient for or in connection with this resolution and to settle any question or difficulty that may arise in this regard in the best interests of the Company.”

11. To approve the remuneration payable to the Cost Auditor of the Company

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

“RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 including any statutory modification(s) or re-enactment(s) thereof, for the time being in force, M/s. D. C . Dave & Co., Cost Accountants (Firms Registration No. 000611) appointed by the Board of Directors as Cost Auditors of the Company to conduct audit of cost records of the Company for the financial year 2019-2020 be paid a remuneration of ₹ 2.00 Lakhs (Rupees Two Lakhs Only) plus taxes and reimbursement of out of pocket expenses at actual;

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

12. To approve Material Related Party Transaction

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

“RESOLVED THAT pursuant to the provisions of section 185, 188 and other applicable provision of the Companies Act 2013, if any, read with rules thereunder and Regulation 23 of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 (including any statutory modification or re-enactment thereof, for the time being in force) and subject to such other approvals as may be necessary, the consent of Members of the Company be and is hereby accorded to the Related Party Transactions that have been entered into or are proposed to be undertaken between the Company and its overseas Subsidiary Company Prima Union Plasticos SA for granting loan/ guarantee and/or making investment upto ₹ 25 crores (rupees 25 crores) being in ordinary course of business, on the terms and conditions as may be agreed upon between the Board of Directors of both Company and as specified in explanatory statement and in the Loan agreement executed with Related Party;

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do all such acts, deeds and things including any amendments/ modifications in terms from time to time as may be necessary in this regard.”

NOTES:

1. A member entitled to attend and vote at the Annual General Meeting (AGM) is entitled to appoint a proxy to attend and vote instead of himself and a proxy need not be a member of the company. A Person can act as proxy on behalf of members not exceeding Fifty (50) and holding in the aggregate not more than (10%) ten percent of the total share capital of the company. A member holding more than ten percent of the total share capital of the company carrying voting rights may appoint a single person as a proxy and such person shall not act as proxy for any other person or shareholder.
The instrument appointing a proxy should be deposited at the registered office of the Company not less than forty-eight hours before the commencement of the meeting. A proxy form is attached and sent herewith. Proxies submitted on behalf of the Companies, Societies etc. must be supported with appropriate resolution / authority as applicable;
2. Attendance Slip, proxy form and route map of the venue of the AGM are annexed hereto.
3. An explanatory Statement pursuant to section 102(1) of the Companies Act, 2013(the Act), relating to the Item of Special businesses of the notice is annexed hereto.
4. The Register of Members and the Share Transfer Books of the Company will remain closed from Saturday, July 27, 2019 to Saturday, August 03, 2019 (both days inclusive) for the purpose of payment of the Dividend for the financial year ended March 31, 2019, if declared and determining the eligibility of the members to vote at the 25th Annual General Meeting.
5. The Dividend on equity shares as recommended by the Board of Directors, if declared at the AGM, will be paid to those Shareholders whose names appear on the Register of Members of the Company on July 26, 2019. In respect of shares held in electronic form, the dividend will be payable on the basis of beneficial ownership as per the details furnished by National Securities Depository Ltd. and Central Depository Services (India) Ltd. for this purpose. The members are advised to consider utilising the National Electronic Clearing Systems (NECS) for receiving dividends.
6. Relevant documents referred to in the accompanying Notice are open for inspection at the Registered Office of the Company on all working days, except Saturdays and holidays, between 11.00 a.m. to 1.00 p.m. up to the date of the AGM as well as at the AGM.
7. Members, who wish to obtain any information on the Company or view the accounts for the Financial Year ended March 31, 2019 may visit the Company’s website www.primaplastics.com or send their queries at least 10 days before the Annual General Meeting at the Registered Office of the Company.
8. Details under Regulation 36 of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, “Listing Regulations” in respect of Directors’ seeking re-appointment / continuation at the Annual General Meeting, forms part of the Notice. The Directors has furnished requisite declarations for the re-appointment.
9. In compliance of section 124 of the Companies act and other applicable provision, your Company has transferred unpaid & unclaimed Dividend upto FY 2010-11 to Investor Education and Protection Fund (IEPF) established by Central Government. In addition, the Company has also transferred all shares in respect of which dividend has remained unpaid or unclaimed for seven consecutive years or more as on the due date of transfer November 14, 2018. However, shareholders can claim their dividend money & shares by making application to IEPF. The process of claiming such shares & dividend is provided on our website. **Shareholders who have not encashed any dividend warrant far for the financial year ended March 31, 2012 or any subsequent financial years are requested to make their claims. Please note that the unpaid dividend and shares of FY 2011-12 are liable to be transferred to the IEPF on expiry of seven years. The due dates for transfer of unclaimed /unpaid dividend to IEPF for FY 2011-12 and thereafter are reported in Corporate Governance Report.**
10. SEBI Listing Regulations has mandated Companies to credit the dividends electronically to the members’ bank account. Members who hold shares in electronic form as requested to intimate any change in their address or bank mandates to their

Depository Participant(s) (DP) and Members holding shares in physical form are requested to advise any change in their address or bank mandates to the Company/ Registrar and Transfer Agents (RTA) – Bigshare Services Pvt. Ltd.

11. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form, also have to submit their self-attested copy of PAN card to the Company / RTA – Bigshare Services Pvt. Ltd.

Member are also requested to register/update their email address for receiving all communication from Company electronically.

Members can avail nomination facility in terms of extant legal provisions in this regard. On request, the necessary Form SH-13 can be obtained from the RTA.

12. A route **map** showing direction to reach the venue of 25th AGM is annexed as per the requirement of Secretarial Standards-2 on General Meeting.
13. Members may also note that Notice of the 25th Annual General Meeting and Annual Report 2018-19 will also be available on the Company's website www.primaplastics.com for being downloaded. The physical copies of the aforesaid documents will also be available at the Company's Registered Office for inspection during normal business hours on working days till the date of the AGM. Even after registering e-communication, members are entitled to receive such communication in physical form, upon making a request for the same by post free of cost. For any communication, the shareholders may also send requests to the Company's investor email id: investor@primaplastics.com

14. Voting Through Electronic Means

- In compliance with provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide members facility to exercise their votes through remote e-voting for all the resolutions detailed in the Notice of the 25th Annual General Meeting scheduled to be held on Saturday, August 03, 2019 at 12.30 p.m. The Company has engaged the services of CDSL as the authorized agency to provide the e-voting as per instructions below.
- The facility for voting through ballot paper (poll) shall be made available at the AGM and the Members attending the AGM who have not cast their vote by remote e-voting shall be able to exercise their right at the AGM through ballot paper.
- The voting right of shareholders shall be in proportion to their share in the paid up equity capital of the Company as on Friday, July 26, 2019 (cut-off date).
- The members who have casted their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
- However, in case of members casting their vote both by ballot form and remote e-voting, then voting done through remote e-voting shall prevail and voting done by physical ballot shall be treated as invalid.
- The Company has appointed Shri. Sadashiv V. Shet (COP No. 2540) failing him Mrs. Rakhee R. Malkarnekar (COP No. 24139), Practicing Company Secretary as the Scrutinizer for conducting the remote e-voting and the voting process at the AGM (including voting through ballot form) in fair and transparent manner.
- The Executive Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of Scrutinizer by use of "ballot paper" for all those members, who are present at the AGM but have not cast their votes by availing remote e-voting facility.
- The Scrutinizer shall after the conclusion of voting at AGM will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting, in the present of at least two witnesses not in the employment of the Company and shall submit, not later than 48 hours from the conclusion of the AGM, a consolidated Scrutinizer's Report of total votes cast in favour or against if any, to the Executive Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
- The result declared along with the report of the Scrutinizer shall be placed on the website of the Company www.primaplastics.com as well as on the website of CDSL immediately after the declaration of result by the Executive Chairman or a person authorized by him in writing. The result shall also be immediately forwarded to the Stock Exchange.

The instructions for members for voting electronically are as under: -

In case of members receiving e-mail:

- i. The voting period begins on July 31, 2019 at 9:00 a.m. and ends on August 02, 2019 at 5:00 p.m. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date

(record date) Friday, July 26, 2019 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

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

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

- viii. After entering these details appropriately, click on "SUBMIT" tab.
- ix. Members holding shares in physical form will then reach directly the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- x. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- xi. Click on the EVSN for the relevant "**PRIMA PLASTICS LIMITED**" on which you choose to vote.
- xii. On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES / NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- xiii. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- xiv. After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- xv. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- xvi. You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- xvii. If Demat account holder has forgotten the changed password, then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

- xviii. Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. **The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.**
- xix. **Note for Non – Individual Shareholders and Custodians**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- xx. In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com or contact CDSL at 022-23023333.
- xxi. Any person, who acquires Shares of the Company and become Member of the Company after dispatch of the Notice and holding Shares as on the cut-off date for remote E-voting i.e. Friday 26th July, 2019 may follow the same instructions as mentioned above for E-voting.

In case of members receiving the physical copy:

- a) Please follow all steps from sl. no. (i) to sl. no. (xix) above to cast vote.
 - b) The voting period begins on July 31, 2019 at 9:00 a.m. and ends on August 02, 2019 at 5:00 p.m. During this period, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) Friday, July 26, 2019 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
 - c) The Notice of AGM is placed on website of the Company viz. www.primaplastics.com and also on the website of CDSL viz. www.cdslindia.com
15. A statement giving the relevant details of the Director seeking appointment / re-appointment, as required under Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 and pursuant to Section 102 (1) of the Companies Act, 2013 is given as Annexure to Notice.

Registered Office

98/4, Prima House, Daman Industrial Estate,
Kadaiya, Nani Daman, Daman (U.T.), Pin - 396 210
Tele : 0260-2220445
Tele Fax : 0260-2221845
Email : investor@primaplastics.com
Website : www.primaplastics.com

For and on behalf of the Board of Directors

Bhaskar M. Parekh
(DIN – 00166520)
Executive Chairman

Date: **June 27, 2019**

Place: Mumbai

Annexure to the Notice

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

Name of Director	Krishnakant V. Chitalia (Age 79 years)	Mulchand S. Chheda (Age 80 years)	Rasiklal M Doshi (Age 89 years)	Dilip M. Parekh (Age 51 years)	Bhaskar M. Parekh (Age 63 years)	Snehal N Muzoomdar (Age 63 years)
Director Identification No.	00355215	00179932	00239580	00166385	00166520	00729992
Date of Joining the Board	18/6/1996	05/12/1994	18/06/1996	17/11/1993	17/11/1993	29/01/2019
Qualification & Experience	Provided under Explanatory Statement forming part of the Notice.					
Term & Condition of appointment & reappointment						
Directorship in other public Companies	1	Nil	Nil	Nil	Nil	2
Memberships/ Chairmanships of Committees in other public Companies.	1	Nil	Nil	Nil	Nil	Nil
Number of Shares held	5500	Nil	3500	2615420	2551610	Nil
Disclosure of relationship between Directors inter-se-	Nil	Nil	Nil	He is the promoter of the company and Brother of Shri. Bhaskar M. Parekh, and Hina V Mehta, Directors of Company	He is the promoter of the company and Brother of Shri. Dilip M. Parekh, Hina V Mehta, Directors of Company	Nil
Details of last drawn remuneration (₹)	Only Sitting Fees paid	Only Sitting Fees paid	Only Sitting Fees paid	6,319,874	6,319,874	Only Sitting Fees paid
Number of Board Meetings held and attended during the year.	4	3	2	4	4	1

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

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

Item No. 4:

Pursuant to the provisions of Section 161(1) of the Companies Act, 2013 (the Act) and the Articles of Association of the Company, the Board of Directors (the Board) has appointed, Shri. Snehal N. Muzoomdar as an Additional Director of the Company with effect from January 29, 2019 who would hold office upto the date of the ensuing Annual General Meeting. Further he was also appointed as Independent Director for a period of five years subject to approval of Members of the Company. The Company has received a notice from a member proposing Shri. Snehal N. Muzoomdar as a candidate for the office of Director of the Company.

Shri. Snehal N. Muzoomdar is a Practicing Chartered Accountant qualified with B. Com, LLB, FCA, CWA of India and have a wide knowledge in the field of accounting and taxation. He is also a proprietor of Snehal Muzoomdar & Associates. Brief profile of Shri. Snehal N. Muzoomdar as stipulated under Regulation 36(3) of the SEBI Listing Regulations is given as an annexure to this Notice.

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

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

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

Except Shri. Snehal N. Muzoomdar, none of the other Directors, Key Managerial Personnel of the Company and their relatives are concerned or interested (financially or otherwise), in this resolution.

The Board recommends the Resolution at Item No. 4 of the accompanying Notice for approval by the Members.

Item no. 5, 6 and 7

Shri. Mulchand S. Chheda, Shri. Rasikalal M. Doshi and Shri. Krishnakant V. Chitalia, were appointed as an Independent Directors of the Company in 2014 and holds its office as an Independent Directors up to August 12, 2019 ("first term").

As per Section 149(10) of the Act, an Independent Director shall hold office for a term of upto five consecutive years on the Board of a Company, but shall be eligible for re-appointment on passing a special resolution by the Company for another term of upto five consecutive years on the Board of a Company.

In terms of recently notified SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2018, consent of the Members by way of Special Resolution is also required for appointment/continuation of an Non Executive Director beyond age of 75 years. Shri. Mulchand S. Chheda, Shri. Rasikalal M. Doshi and Shri. Krishnakant V. Chitalia have already attained age of 75 years and their reappointment will require the approval of Members by way of Special Resolution.

The Nomination & Remuneration Committee and the Board of Directors, on the basis of the report of performance evaluation, has recommended to the members for re-appointment of Shri. Mulchand S. Chheda, Shri. Rasikalal M. Doshi and Shri. Krishnakant V. Chitalia as an Independent Directors for a second term of 5 (five) years on the Board of the Company. The Company has also received separate notices from members proposing Shri. Mulchand S. Chheda, Shri. Rasikalal M. Doshi and Shri. Krishnakant V. Chitalia as a candidate for the office of Director of the Company.

The Board, based on the performance evaluation and as per the recommendation of the Nomination & Remuneration Committee, considers that, given their background and experience and contributions made by them during their tenure, the continued association of Shri. Mulchand S. Chheda, Shri. Rasikalal M. Doshi and Shri. Krishnakant V. Chitalia, would be beneficial to the Company and it is desirable to continue to avail their services as an Independent Directors. Accordingly, it is proposed to re-appoint Shri. Mulchand S. Chheda, Shri. Rasikalal M. Doshi and Shri. Krishnakant V. Chitalia as an Independent Directors of the Company, not liable to retire by rotation, for a second term of 5 (five) consecutive years on the Board of the Company from conclusion of this AGM till conclusion of 30th AGM of the Company.

Shri Krishnakant V. Chitalia is an Independent Director on the Board since 1996. He has done his graduation and has expanded his family business in the year 1962 into then non-traditional areas like Plastics, Electrical and Dairy products. In his mission to enlarge family business, he achieves newer peak and bagged 29 export awards for his Electrical & Plastics businesses.

Shri. Mulchand S. Chheda is an Independent Director on the Board since 1994. At a young age, he ventured into business of plastic moulded articles especially household, storage, crates and other industrial items. With his business vision and acumen-ship, he established well-known brand name of "PRINCE" in all segment of plastic articles which crossed international territory too. He is a managing member of Organisation of Plastic Processors of India.

Shri. Rasikalal M. Doshi is also having Vast experience in Finance & Manufacturing Industry with international exposures. Presently he is directors in many Companies. Brief profile of directors as stipulated under Regulation 36(3) of the SEBI Listing Regulations is also given as an annexure to this Notice.

Shri. Mulchand S. Chheda, Shri. Rasikalal M. Doshi and Shri. Krishnakant V. Chitalia are not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given their consent to act as a Director. The Company has also received declaration from Shri. Mulchand S. Chheda, Shri. Rasikalal M. Doshi and Shri. Krishnakant V. Chitalia that they meet the criteria of independence as prescribed both under Section 149(6) of the Act and under the SEBI Listing Regulations and are not debarred from holding the office of director by virtue of any SEBI order or any other such authority.

In the opinion of the Board, Shri. Mulchand S. Chheda, Shri. Rasikalal M. Doshi and Shri. Krishnakant V. Chitalia fulfils the conditions for appointment as an Independent Directors as specified in the Act and the SEBI Listing Regulations. They shall be paid remuneration by way of fee for attending meetings of the Board or Committees thereof or for any other purpose whatsoever as may be decided by the Board, reimbursement of expenses for participating in the Board and other meetings.

Copy of draft letter of appointment of Shri. Mulchand S. Chheda, Shri. Rasikalal M. Doshi and Shri. Krishnakant V. Chitalia setting out the terms and conditions of appointment are available for inspection by the members at the registered office of the Company.

Shri. Mulchand S. Chheda, Shri. Krishnakant V. Chitalia and Shri. Rasikalal M. Doshi and their relative are interested to the extent of their shareholding interest, if any, in the Company in their respective reappointment resolution no. 5, 6 and 7 resolution

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution. This statement may also be regarded as an appropriate disclosure under the Act and the SEBI Listing Regulations.

The Board recommends the Resolution at Item No. 5, 6 and 7 of the accompanying Notice for approval by the Members.

Item No. 8 and 9

The present term of Shri. Bhaskar M. Parekh, Whole time Director, designated as Executive Chairman and Shri. Dilip M. Parekh, Managing Director is valid upto August 31, 2019. The Board of Directors (the Board) at their meeting held on May 22, 2019, passed a resolution, subject to approval of shareholders to re-appoint Shri. Bhaskar M. Parekh, Executive Chairman and Shri. Dilip M. Parekh, Managing Director for a further period of 3 years on the following terms, conditions and remuneration, based on the recommendation of Nomination and Remuneration Committee:

1. Shri. Bhaskar M. Parekh, Executive Chairman and Shri. Dilip M. Parekh, Managing Director will be reappointed for a period of 3 years from conclusion of this AGM till Conclusion of 28th AGM of the Company, liable to retire by rotation.
2. Shri. Bhaskar M. Parekh, Executive Chairman and Shri. Dilip M. Parekh, Managing Director shall, subject to the supervision and control of the Board of Directors and shall manage the business and affairs of the Company. They shall devote their whole time and attention to the business of the Company, perform their duties truly and faithfully and comply with the directives given to them from time to time by the Board and further not to disclose to any person, firm or company any confidential information.
3. **The remuneration payable to the above mentioned Directors** is as given below:
 - a) Fixed Compensation shall include Basic Salary and the Company's Contribution to Provident Fund and Gratuity Fund. The Basic Salary shall be in the range of ₹ 24 lakhs to 42 lakhs per annum. The Annual Basic Salary and increments will be decided by the Nomination and Remuneration Committee/Board of Directors depending on the performance of the Directors, the profitability of the Company and other relevant factors.
 - b) They shall be entitled to perquisites & allowances including accommodation (furnished or otherwise) or house rent allowance in lieu thereof, house maintenance allowance, conveyance & other allowances, medical reimbursement and leave travel concession for self and family, club fees, medical and personal accident insurance and such other perquisites and / or allowances in accordance with the rules of the Company. The aforesaid perquisites may be in the form of reimbursement or allowance. For the purpose of calculating the above, perquisites shall be evaluated as per Income Tax Rules wherever applicable

- c) They shall be entitled to Company's contribution to Provident Fund up to the tax exemption limit, benefits of Gratuity and Pension Scheme, as per the rules of the Company. Reimbursement of expenses incurred for traveling, boarding and lodging including for spouse and attendant(s) during business trip, Car for use on Company's business, telephone/cellular phones and other communication facilities at residence will not be considered as perquisites.

The aggregate of salary and perquisites as specified above or paid additionally in accordance with the rules of the Company in any financial year, which the Board in its absolute discretion pay to the above mentioned Directors from time to time, shall not exceed the limits prescribed from time to time under Sections 197 read with Schedule V and all other applicable provisions, if any of the Companies Act, 2013, (including any statutory modification(s) or re-enactment thereof, for the time being in force), unless approved by the Central Government.

The details of remuneration drawn by the Directors last year are as follows: (In ₹)

Name	Salary	Perquisites & Allowances
Shri. Bhaskar M. Parekh	6,280,274	39,600
Shri. Dilip M. Parekh	6,280,274	39,600

4. Brief Profile:

Shri. Dilip M. Parekh, qualified with B. Com joined the Company's Board since inception as a Director and thereafter looking after marketing and administration of the Company. His strong management skill, marketing ability and experience in Plastic industry has benefited the Company. He is the person behind putting Prima on global chart by setting up a Joint Venture Company at Cameroon (West Africa) and a Subsidiary Company at Guatemala, Central America.

Shri. Bhaskar M. Parekh, qualified with B. Com joined the Company's Board since incorporation and is presently holding the position of the Executive Chairman. He has experience of more than 40 years in plastic injection moulding, blow moulding and extrusion industry. He introduced numbers of innovative furniture items in attractive colors. He is in charge of production and general administration and is committed to explore new profitable business avenues and diversified activities to add shareholders value.

In accordance with the provisions of Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, a brief profile of Shri. Bhaskar M. Parekh and Shri. Dilip M. Parekh along with other relevant details is also given as an annexure to this Notice and forms part of this explanatory statement.

5. Other Conditions:

- They shall not during their tenure as Executive Director and Managing Director, become interested or otherwise concerned directly or through any of their family members, in any selling agency of the Company without the prior approval of such authorities, if any, as may be required under the Companies Act, 2013.
- **Termination can be served by giving** 6 months' notice in writing by either party.
- **Arbitration:** Disputes to be settled by arbitration.
- A copy of the Agreement will be available for inspection by the Members at the Registered Office of the Company on any working day from Monday to Friday and will be available at the Meeting.

6. Other Information as prescribed under Schedule V of the Companies Act, 2013

I. General Information:

- Nature of Industry : The Company is engaged in the business of manufacture and marketing of Plastics moulded articles.
- Date or expected date of commencement of commercial production: November 1993
- Standalone Financial Performance based on given indicators: (₹ in Lakhs)

	FY 2018-19	FY 2017-18
Total Income	11,618.45	10,028.38
Expenditure other than Interest and Depreciation	10,482.37	8,689.19
Profit before Interest, Depreciation & Tax	1,136.08	1,339.19
Interest (net)	247.88	145.77
Profit before Depreciation and Tax	888.20	1,193.42

	FY 2018-19	FY 2017-18
Depreciation	201.04	147.30
Profit before Tax	687.16	1,046.12
Exceptional Items	-	-
Provision for Current Tax	147.36	234.20
Provision for Deferred Tax	(6.79)	58.22
Net Profit	546.59	753.70

Foreign Investments and Collaborations: The company has made outbound investment in Overseas Subsidiary & Joint Venture Company, viz. Prima Union Plasticos SA (Guatemala) and Prima Dee-Lite SARL (Cameroon).

II. Information about the Appointees:

- (1) Background details: Shri. Bhaskar M. Parekh and Shri. Dilip M. Parekh both belong to Promoter Group of the Company. They are associated with the Company since inception. Shri. Bhaskar M. Parekh is appointed as Whole Time Director designated as Chairman of the Company and Shri. Dilip M. Parekh is appointed as Managing Director of the Company.
- (2) Recognition or awards: Shri. Dilip M. Parekh is affiliate being members of Organization of Plastics Processors of India
- (3) Comparative remuneration profile with respect to industry, size of the company, profile of the position and person: Taking into consideration the size of the Company, the profile, knowledge, skills and responsibilities shouldered by Shri. Bhaskar M. Parekh and Shri. Dilip M. Parekh, the remuneration paid is commensurate with the remuneration packages paid to their similar counterparts in other companies.
- (4) Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any. – Besides the remuneration, they do not have any other pecuniary relationship with the Company or relationships with any other managerial personnel and Directors except that Mrs. Hina V. Mehta, sister of Shri. Bhaskar M. Parekh and Shri. Dilip M. Parekh.

III. Other information:

- (1) Reasons of loss or inadequate profits: Company has made overseas investment in form of Subsidiary & Joint Venture Company. However, the remuneration is calculated on the basis of Standalone Results which do not reflect overall profit. Further the standalone net profit is also impacted in any one of the year due to expansion in projects and in Raw material price and stiff competition.
- (2) Steps taken or proposed to be taken for improvement: The Company has taken steps to set up two plants within India, which is expected to perform in coming years.
- (3) Expected increase in productivity and profits in measurable terms: As mention above, the above actions will increase the productivity and will improve the bottom line of the Company.

Shri. Bhaskar M. Parekh, Shri. Dilip M. Parekh and their relatives are interested in this resolution. Smt. Hina V Mehta sister of Shri. Dilip M Parekh and Bhaskar M Parekh is also interested in this resolution. Save and except above, none of the other Directors, Key Managerial Personnel and their relatives are concerned or interested (financially or otherwise), in any way, in this resolution.

These resolutions, though related, do not constitute related party transactions under the provisions of Section 188 of the Companies Act, 2013 read with The Companies (Meetings of Board and its Powers) Rules, 2014.

A special resolution is proposed as per the provisions of Section 196(3) of the Act and **The Board recommends the Resolution at Item No. 8 and 9 of the accompanying Notice for approval by the Members.**

Item no. 10

Section 180(1)(c) of the Companies Act, 2013 provides that where a company's borrowings (apart from temporary loans obtained from the company's bankers in the ordinary course of business) exceed the aggregate of its paid-up share capital and free reserves, approval of members by special resolution is required.

Keeping in view the Company's future plans and to support its business operations, the Company may need additional funds. For this purpose, the Company may need to raise finance from various Banks and/or Financial Institutions and/or any other lending institutions and/or Bodies Corporate and/or such other persons / individuals as may be considered fit. Hence approval of the shareholders is being sought for availing of borrowings (apart from temporary loans obtained from the Company's bankers in the ordinary course of business) upto an amount not exceeding ₹ 50 Crores (Rupees Fifty Crores), outstanding at any point of time, over and above the aggregate of the paid-up share capital of the Company and its free reserves, as prevailing from time to time.

No Director or any of the Key Managerial Personnel of the Company or their relatives are, directly or indirectly, concerned or interested in the Resolution.

The Board recommends the Resolution at Item No. 10 of the accompanying Notice for approval by the Members.

Item no. 11

The Board of Directors of the Company, on the recommendation of the Audit Committee, had approved the appointment and remuneration of M/s. D. C . Dave & Co., Cost Accountants (Firms Registration No. 000611) to conduct the audit of the Cost Records of the Company for the financial year 2019-2020. In terms of provisions of Section 148(3) of the Companies Act, 2013 read with Rule 14(a)(ii) of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditor alongwith the reimbursement of expenses incurred towards the audit is required to be approve by the Members of the Company. Accordingly, consent of the Members is sought to approve the remuneration payable to the Cost Auditors.

No Director, Key Managerial Personnel or their relatives, are interested or concerned in the resolution. **The Board recommends the Resolution at Item No. 11 of the accompanying Notice for approval by the Members.**

Item no. 12

As per Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements), Regulation, 2015 and further amended thereof all material related party transactions, that is to say transaction by listed company with related party if entered of taken together with previous transaction during a financial year exceeds 10% of Consolidated turnover of listed entity as per last audited financial statement, shall require approval of members by ordinary Resolution

Prima Plastics Limited have granted loan to its subsidiary Company by entering into a loan agreement upto ₹ for 1366.58 lakhs upto March 2019. However due to fluctuation in foreign currency – USD the loan amount has increased to falling under material Related party transaction.

Accordingly consent of the Members is sought to grant the loan to Subsidiary Company, Prima Union Plasticos SA.

Shri. Bhaskar M. Parekh and Dilip M. Parekh are representative directors of Prima Plastics on the Board of Prima Union, So No Director, Key Managerial Personnel and their relatives are interested or concerned in the resolution. **The Board recommends the Resolution at Item No. 12 of the accompanying Notice for approval by the Members.**

Registered Office

98/4, Prima House, Daman Industrial Estate,
Kadaiya, Nani Daman, Daman (U.T.), Pin - 396 210
Tele : 0260-2220445
Tele Fax : 0260-2221845
Email : investor@primaplastics.com
Website : www.primaplastics.com

For and on behalf of the Board of Directors

Bhaskar M. Parekh
(DIN – 00166520)
Executive Chairman

Date: **June 27, 2019**

Place: Mumbai

DIRECTORS' REPORT

Dear Shareholders,

Your Directors take pleasure in presenting the 25th Annual Report along with the Audited Statement of Accounts of the Company for the year ended March 31, 2019.

FINANCIAL PERFORMANCE

The Standalone financial performance of the Company for the financial year ended March 31, 2019 is summarized below

(In Lakhs)

FINANCIAL RESULTS	2018-2019	2017-2018
Revenue from Operation	11,140.00	9,638.45
Other Income	478.45	389.93
Total Income	11,618.45	10,028.38
Profit before Depreciation, Finance Cost and Tax	1,136.08	1,339.19
Less : Depreciation, Amortisation & Impairment	201.04	147.30
Less : Interest & Finance Cost	247.88	145.77
Profit before Taxation	687.16	1,046.12
Less : Current Tax	147.36	234.20
Deferred Tax	(6.79)	58.22
Profit after Tax	546.59	753.70
Other Comprehensive Income (net of tax)	(3.61)	(6.28)
Total Comprehensive Income	542.97	747.43
Add : Balance b/f from previous year	3,996.92	3,564.31
Balance available for appropriation	4,539.92	4,311.73
Appropriation:		
Balance c/f	4,539.92	4,311.73
Less : Proposed Dividend	220.01	220.01
Less: Dividend Tax	44.79	44.79
Less : General Reserve	50.00	50.00
Balance c/f to Balance Sheet	4,225.12	3,996.93

Review of Operation

Standalone

Your company revenue from local operations has increased by 19.26% over the previous year. The local revenue was ₹ 10,110.64 lakhs (Net of GST) as compared to ₹ 8,477.51 lakhs (Net of GST) in the previous year. This increase was mainly because of addition of new products like Road Barriers, Industrial Pallets by Unit II at Daman and higher production by existing units. The exports of the company were down at ₹ 1,029.35 lakhs for the year as compared to ₹ 1,160.94 lakhs in the previous year.

Earnings before Depreciation, Finance Cost and Tax for the year was ₹ 1,136.08 lakhs as compared to ₹ 1,339.19 lakhs in the last year. The decrease in EBITA was mainly due to higher Raw Material Cost.

Consolidated

Your company achieved total revenue (Net) of ₹ 13,414.63 lakhs as against ₹ 10,533.50 lakhs in previous year at a increase of 27.35 % and net profits at ₹ 948.67 lakhs as compared to ₹ 950.34 lakhs in previous year.

Your Company's performance is discussed in detail in the Management Discussion & Analysis Report.

JOINT VENTURE & SUBSIDIARY COMPANIES

As at March 31, 2019 the Company is having one Joint Venture Company, Prima Dee-lite Plastics S.A.R.L., located at Cameroon, West Africa which has displayed yet another robust performance. The turnover of the company has shown 24% growth in comparison with last year.

The Company is also having one Subsidiary company, Prima Union Plasticos S.A., which has performed better than last year and registered marginal profit in its 2018 calendar year and expected to earn better in current calendar year.

In terms of proviso to sub section (3) of Section 129 of the Act, the salient features of the financial statement of the subsidiaries/ Joint Venture Companies is set out in the prescribed form AOC-1 is annexed herewith as **Annexure - A**.

As per section 136 of the Companies Act, 2013, the Annual Report of company contains standalone & consolidated financial statements and is also available on its [website:www.primaplastics.com](http://www.primaplastics.com). Further Audited Financial Statement of Subsidiary Company has also been placed on its website: www.primaplastics.com

CASH FLOW & CONSOLIDATED ACCOUNTS

As required under the regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as the "SEBI Listing Regulations"), a cash flow statement is part of the Annual Report 2018-2019. The consolidated financial statement of your Company for the financial year 2018-19 are prepared in compliance with applicable provisions of the Companies Act, 2013 (hereinafter referred to as the "the Act") read with the Rules issued thereunder, applicable Accounting Standards and the provisions of SEBI Listing Regulations. The consolidated financial statement has been prepared on the basis of audited financial statement as of March 31, 2019 of your Company and Subsidiary Company as approved by the Board of Directors of respective Companies. Consolidated accounts with Joint Venture Company was prepared for their Audited Financial Statements as at December 31, 2018.

TRANSFER TO RESERVES

The Company proposes to transfer ₹ 50.00 Lakhs to the General Reserve out of the amount available for appropriations ₹ 4,275.12 and an amount of ₹ 4,225.12 Lakhs is proposed to be retained in the Profit and Loss Account. The Reserve on standalone basis, at the beginning of year were ₹ 5,284.30 Lakhs. The Reserve at the end of year is ₹ 5,562.47 Lakhs.

DIVIDEND

The Board of Directors of your company is pleased to recommend a dividend of ₹ 1 per equity share of the face value of ₹ 10 each (@10%) which is subject to consideration and approval of the Shareholders at the ensuing Annual General Meeting of the Company, and shall be payable to those Shareholders whose names appear in the Register of Members as on the Record Date. The total Dividend on equity shares including Dividend Distribution Tax for FY 2019 would aggregate to ₹ 132.30 lakhs, resulting in payout of 19.25% of the Standalone Profit of the Company.

MATERIAL CHANGES AND COMMITMENT AFFECTING FINANCIAL POSITION OF THE COMPANY

There have been no material changes and commitments, which affect the financial position of the company which have occurred between the end of the financial year to which the financial statements relate and the date of this Report.

SHARE CAPITAL

The Company's paid-up Equity Share Capital continues to stand at 1,100.05 lakhs as at March 31, 2019.

During the year, the Company has not issued any shares or convertible securities. The Company does not have any Scheme for issue of shares including sweat equity shares to the employees or Directors of the Company.

AWARDS AND RECOGNITIONS

Your Company won Top Export Award declared by PLEX Council of Government of India for its export performance for financial year 2016-17 and top Export Award (Runner up) for financial year 2015-16.

MATERIAL SUBSIDIARY

The Board of Directors of the Company had adopted a policy for Determining Material Subsidiary Company in line with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Policy is uploaded on the website of the Company www.primaplastics.com. Prima Union Plasticos S.A., Guatemala is Material Subsidiary for FY 2019-20.

DISCLOSURE RELATING TO BOARD, COMMITTEES AND POLICIES

Board of Director

The Company's Board comprises of seven members. Shri. Bhaskar M. Parekh, Executive Chairman, Shri. Dilip M. Parekh, Managing Director and Smt. Hina V Mehta, Women director (Non-executive) which represents the Promoter Group of Company and further four other Non-Executive Directors includes – Shri. Mulchand S. Chheda, Shri. Krishnakant V. Chitalia, Shri. Rasiklal M. Doshi, and

Shri. Snehal N. Muzoomdar (Additional Director) who are independent in terms of Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Companies Act, 2013. The Directors are reputed persons with diverse functional expertise and industry experience relevant to fulfilling the Company's objectives and strategic goals.

As per the provisions of the Companies Act, 2013, Shri. Bhaskar M Parekh, Executive Chairman who retires by rotation at the Annual General Meeting and being eligible, offers himself for re-appointment to the Board. His profile details are contained in the accompanying Notice of the AGM.

During the year Shri. Snehal N. Muzoomdar, was appointed as additional Director on January 29, 2019 by the Board of Directors till the conclusion of ensuing AGM, and was also appointed as Independent Director for a period of five years' subject to approval of members at ensuing AGM.

The first term of Shri. Mulchand S. Chheda, Shri. Krishnakant V. Chitalia and Shri. Rasiklal M. Doshi is expiring on August 12, 2019. The Nomination Remuneration Committee and board has recommended the reappointment of Shri. Mulchand S. Chheda, Shri. Krishnakant V. Chitalia and Shri. Rasiklal M. Doshi as Independent Directors of the Company for 2nd term of five years based on evaluation report of Directors.

Further the current term of Shri. Bhaskar M. Parekh, Executive Chairman of the Company and Shri. Dilip M. Parekh, Managing Director of the Company are also expiring on August 31, 2019. The Board based on the recommendation of Nomination & remuneration Committee has recommended their re-appointment them for a period of three years' subject to approval of members at ensuing AGM.

The appointment and remuneration of Directors is governed by the Remuneration Policy of the Company to serve on the Board for guiding the Management team to enhance organisation performance.

The committee has received declaration from all the Independent Directors of the Company confirming they meet the criteria of Independence under the Act and SEBI listing Regulation. Further Company have also take declaration complying various codes and policies applicable to Directors.

The Nomination and Remuneration Committee is fully empowered to determine /approve and revise, subject to necessary approvals, the remuneration of managerial personnel, after taking into account the financial position of the Company, trends in the industry, qualifications, experience, past performance and past remuneration, etc. The Non-Executive Directors are paid sitting fees for every meeting of the Board and its Audit Committee attended by them.

The Board has, on the recommendation of the Nomination and Remuneration Committee framed a policy relating to remuneration of the Directors, Key Managerial Personnel, Senior Management Personnel and other employees, along with the criteria for appointment and removal of the Directors, Key Managerial Personnel and Senior Management Personnel of the Company. The detailed Remuneration Policy is available on the website of the Company www.primaplastics.com. The level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors and is within the prescribed limits of the Companies Act, 2013.

The Company periodically discloses details of holding of its promoter group and persons acting in concert in the shareholding pattern and other filings with the Stock Exchange.

Key Managerial Personnels (KMP)

As on March 31, 2019, Shri. Dilip M. Parekh, Managing Director (DIN No. 00166385), Shri. Dharmesh R. Sachade (w.e.f. 03.11.2018), Chief Financial Officer and Ms. Nidhi M. Shah, Company Secretary & Compliance Officer are the Key Managerial Personnels of your Company in accordance with the provisions of Sections 2(51), read with 203 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) for the time being in force).

During the year Shri. Manoj O. Toshniwal resigned the post of Chief Financial Officer w.e.f. 02.11.2018 and in his place Shri. Dharmesh R. Sachade was appointed as Chief Financial Officer w.e.f. 03.11.2018 by the Board of Directors.

Board Meeting

The Board of Directors met 4 times during financial year 2018-19. The details of the meetings and the attendance of the Directors are mentioned in the Corporate Governance Report.

Committees:

The Board has established various Committees as a matter of good corporate governance practice and as per the requirements of the Companies Act, 2013. The Committees are Audit Committee, Nomination and Remuneration Committee, Management Committee, Share Transfer Committee, Stakeholders' Relationship Committee, Internal Complaints Committee and CSR Committee. The composition, terms of reference, number of meetings held and business transacted by the Committees is given in the Corporate Governance Report.

BOARD EVALUATION

The Board of directors of the Company work with Nomination Remuneration Committee to lay down the evaluation criteria for the performance of the Chairman, the board, the committees, Executive, Non-Executive and Independent Directors. A structured questionnaire was prepared after taking into consideration inputs received from the Directors, covering various aspects of the Board's functioning composition of Committees, culture, execution and performance of specific duties, obligations and governance in compliance with applicable laws, regulation and guideline.

The Annual Performance Evaluation was carried out for the financial year 2018 - 19 by the Board in respect of its own performance, the evaluation of the working Committees, Directors through peer evaluation excluding director being evaluated.

Further The Independent Directors, in their separate meeting also evaluated the performance of the Board, the Chairperson and the Non-Independent Directors. The result of the evaluation is satisfactory and adequate and meets the requirements of the Company.

DIRECTORS' RESPONSIBILITY STATEMENT

The Board of Directors acknowledge the responsibility for ensuing compliances with the provisions of Section 134(3)(c) read with Section 134(5) of the Companies Act, 2013 in the preparation of annual accounts for the year ended on March 31, 2019 and states that:

- a) In the preparation of the annual accounts, the applicable accounting standards have been followed and there has been no material departure;
- b) the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2019 and of the profit of the Company for the year ended on that date;
- c) the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) the Directors have prepared the Annual Accounts on a going concern basis;
- e) 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
- f) the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

INTERNAL FINANCIAL CONTROLS

The Company has in place Internal Financial Control System, commensurate with size and complexity of its operations, to provide reasonable assurance with regard to recording and providing reliable financial and operational information, complying with applicable statutes, safeguarding assets from unauthorized use, executing transactions with proper authorization and ensuring compliance with corporate policies. During the year under review, no material or serious observation were received from the Internal Auditors of the Company for inefficiency or inadequacy of such controls.

Internal Auditors' comprising of professional Chartered Accountants monitor and evaluate the efficacy of Internal Financial Control Systems in the Company, its compliance with operating system, accounting procedures and policies at all the locations of the Company. Based on their report of Internal Audit function, corrective actions in the respective area are undertaken and controls are strengthened. Significant audit observations and corrective action suggested are presented to the Audit Committee.

MANAGEMENT DISCUSSION AND ANALYSIS

The Management Discussion and Analysis Report forms an integral part of this report and provides details of the overall industry structure, economic developments, performance and state of affairs of your Company's internal controls and their adequacy, risk management systems and other material developments during the financial year 2018-19.

CORPORATE GOVERNANCE

The Company is committed to maintain the highest standards of Corporate Governance and adhere to the Corporate Governance requirements set out by the Securities and Exchange Board of India (SEBI). The Company has also implemented several best Corporate Governance practices as prevalent globally. The report on Corporate Governance as stipulated under the SEBI Listing Regulations forms an integral part of this Report. The requisite certificate from the Secretarial Auditors of the Company confirming compliance with the conditions of Corporate Governance is attached to the Report on Corporate Governance.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS MADE UNDER SECTION 186 OF THE COMPANIES ACT, 2013

Particulars of loans given, Investments made, guarantees given and securities provided along with the purpose for which the loan or guarantee or security is proposed to be utilized by the recipient are provided in the notes to the standalone financial statement.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES

All contracts or transactions entered by the Company during the financial year with related parties were in the ordinary course of business and on an arm's length basis. However, the amount of loan given to Subsidiary in USD is increased as at March 31, 2019 due to fluctuation in Foreign Exchange rates, resulting in Material Related party transaction as per SEBI Listing Regulations. The policy on materiality of related party transactions as approved by the board may be accessed on Company website www.primaplastics.com

An omnibus approval has been granted by the Audit Committee of the Board for transactions which are of a foreseen and repetitive nature with other related parties. Such omnibus approvals are subjected to review and monitored by the Audit Committee on a quarterly basis. Statement containing salient features of the related party transactions are stated in **Annexure - B**.

AUDITORS & AUDITORS' REPORT

Statutory Auditors & their Report

In accordance with the provisions of Companies Act, 2013, at the Annual General Meeting held on August 12, 2017 the shareholders had appointed M/s. Khimji Kunverji & Co. Chartered Accountants (Firm Registration No. 105146W) for a term of 5 years i.e. upto the conclusion of 28th Annual General Meeting. The Auditors have also confirmed that their appointment is as per the provisions of Section 141 of the Companies Act, 2013 and rules thereunder. Further the Statutory Auditors M/s. Khimji Kunverji & Co. has been converted into a LLP viz. Khimji Kunverji & Co LLP (Formerly Khimji Kunverji & Co - 105146W) w.e.f May 8, 2019, the board took the note of the same.

Further the notes on Financial Statements referred in the Auditors Report are self-explanatory and do not call for any further comments. There is no qualification or adverse remark in Auditors' report. There is no incident of fraud requiring reporting by the auditors under Section 143(12) of the Companies Act, 2013.

Secretarial Auditors & their Report

The Board of Directors had appointed Shri. Sadashiv V. Shet, Practicing Company Secretary to undertake the Secretarial Audit for the financial year 2018-19. The Secretarial Audit Report for the financial year ended March 31, 2019 is annexed herewith this report as **Annexure - C**. The Secretarial Audit Report does not contain any qualification, reservation or adverse remark.

EXTRACT OF ANNUAL RETURN

The details forming part of the extract of the Annual Return in form MGT - 9 is annexed herewith as **Annexure - D**. The same is also available available on www.primaplastics.com.

GENERAL DISCLOSURES

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

- a. Issue of equity shares with differential rights as to dividend or voting or otherwise.
- b. Issue of shares (sweat equity shares) to employees of the Company under ESOS.
- c. Details relating to deposits covered under chapter V of the Act.
- d. Neither the Managing Director nor the Whole Time Director of the Company received any remuneration or commission from any of its subsidiary.
- e. No significant material orders were passed by the Regulators or Courts or Tribunals which impacts the going concern status and Company operations in the future.

BUSINESS RISK MANAGEMENT

A Risk Management Policy and framework has been developed and implemented by the Company for identification of elements of risk if any, which in the opinion of the Board may threaten the existence of the Company. The key elements of the Company's risk management framework have been captured in the Risk Management Policy which details the process for identifying, escalating, prioritizing, mitigating and monitoring key risk events and action plans. The assessment of the risks covers Strategy, Technology, Financial, Operations & Systems, Legal & Regulatory and Human Resources Risks. The effectiveness of the Risk Management framework and systems is periodically evaluated by the Audit Committee.

CORPORATE SOCIAL RESPONSIBILITY (CSR)

Your Company believes in the philosophy of giving back to the society. The Company's primary focus has been on health care along with ensuring up-lift of the differently abled persons belonging to the economically challenged and deprived sections of the society. The CSR Committee has formulated and recommended to the Board CSR Policy indicating activities to be undertaken by the Company. The Policy of the Company can be accessed at www.primaplastics.com

During the year under review, the Company spent ₹ 1,200,070/- as against its statutory obligation of ₹ 1,634,500/-. A brief report on CSR activities undertaken during the year and note on unspent amount, as required under Section 135 of the Companies Act, 2013, is annexed as **Annexure – E** to this Report.

PARTICULARS OF EMPLOYEES

During the year, there was no employee in receipt of remuneration as prescribed in the Rule 5 (2) and (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. The prescribed particulars of employees 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 is attached as **Annexure - F** and forms part of this Report.

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

Information on conservation of energy, technology absorption, foreign exchange earnings and outgo required to be given pursuant to Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014 is annexed herewith as **Annexure G** and forms part of this report.

VIGIL MECHANISM

The Company has formulated Whistle Blower Policy with a view to (i) providing a mechanism for directors and employees to report their genuine concerns about unethical behaviour, actual or suspected fraud or violation of the company's code of conduct; (ii) the safeguards available against victimisation and (iii) direct access to the higher levels of supervisors/the Chairman of the Audit Committee, in appropriate or exceptional cases. The Whistle Blower Policy is put on the Company's website and can be accessed at www.primaplastics.com.

HEALTH, SAFETY & ENVIRONMENT

Your Company gives equal priority to ensuring Health and Safety of its employees and the Environment. Your Company has a Policy on Health, Safety and Environment and has received certification under ISO 14001:2015 Standard for Daman plant during the year under review.

TRANSFER TO INVESTOR EDUCATION AND PROTECTION FUND

Pursuant to the provisions of the Companies Act, 2013 read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("The Rules"), during the year the Company had transferred unpaid or unclaimed dividends of FY 2010-11 amounting to ₹ 310,773/- and corresponding 11705 equity shares held by shareholders whose dividend was unclaimed and unpaid from last seven consecutive year to the IEPF Authority.

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

Details of date and year of declaration of dividend, the unpaid amount lying in the Unpaid Dividend Account in respect of the last seven years, due for transfer of such unpaid amount to the Fund, refund process and other details is given under Corporate Governance Report. Shri. Jayant Bhatt, Finance Manager is appointed as Nodal Officer of the Company.

COMPLIANCE WITH SECRETARIAL STANDARDS ON BOARD AND GENERAL MEETING

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

ACKNOWLEDGEMENT

The Directors wish to convey their gratitude and appreciation to all of the employees of the Company at all its locations for their tremendous personal efforts as well as their collective dedication and contribution to the Company's performance. The Directors would also like to thank the shareholders, customers, dealers, suppliers, bankers, government and all other business associates for their continued support extended to the Company and the Management.

For and on behalf of the Board of Directors

Date: May 22, 2019
Place: Mumbai

Bhaskar M. Parekh
(DIN – 00166520)
Executive Chairman

Annexure - A Form AOC-1

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014) Statement containing salient features of the financial statement of subsidiaries/Joint Venture companies

Part "A": Subsidiary

Name of Subsidiary	Prima Union Plasticos S.A.	
1. Reporting period for the subsidiary concerned	March 31, 2019	
2. Reporting currency and Exchange rates for the financial year	Quetzal	
	Closing Rate	Average rate
	9.00	8.89
3. Share Capital	₹ 355.70 Lakhs	
4. Reserves and Surplus	₹ (178.71) Lakhs	
5. Total Assets	₹ 2,164.43 Lakhs	
6. Total Liabilities	₹ 1,987.44 Lakhs	
7. Investments	NIL	
8. Turnover	₹ 2,151.76 Lakhs	
9. Profit (Loss) before taxation	₹ 125.28 Lakhs	
10. Provision for taxation	₹ (57.03) Lakhs	
11. Profit after taxation	₹ 68.25 Lakhs	
12. Proposed Dividend	NIL	
13. Extent of shareholding (In percentage)	90%	

1. Names of subsidiaries which are yet to commence operations: NIL
2. Names of subsidiaries which have been liquidated or sold during the year: NIL.

Part "B": Joint Venture

Name of Joint Venture	Prima Dee-Lite Plastics S.A.R.L.
1. Last audited Balance Sheet Date	December 31, 2018
2. Share of Joint Venture held by the Company on the year end	16,100 Shares
3. Amount of Investment in Joint Venture	₹ 102.07 Lakhs
4. Extent of holding (In percentage)	50%
5. Description of how there is significant influence	Due to equity holding in Joint Venture
6. Reason why the joint venture is not consolidated	N.A.
7. Net worth attributable to shareholding as per latest Audited Balance Sheet	₹ 2,839.73 Lakhs
8. Profit/Loss for the year	
9. i. Considered in Consolidation	₹ 625.52 Lakhs
ii. Not Considered in Consolidation	NIL

1. Names of associates or joint ventures which are yet to commence operations: NIL
2. Names of associates or joint ventures which have been liquidated or sold during the year: NIL

Dharmesh R. Sachade
Chief Financial Officer
M. No. 139349

Nidhi M. Shah
Company Secretary
M. No. A34893

Bhaskar M. Parekh
Executive Chairman
DIN No. 00166520

Dilip M. Parekh
Managing Director
DIN No. 00166385

Annexure - B

FORM NO. AOC -2

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

Particulars of contracts/arrangements entered into by the Company with related parties referred to in sub section (1) of section 188 of the Companies Act, 2013 including certain Arm's length transaction under third proviso thereto.

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

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

Note: All the related party transaction entered during the year were at arm's length price and in ordinary course of business. During the year none of the transactions entered by the Company as specified under sub section (1) of section 188 of the Companies Act were material in nature.

However as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, loan to Subsidiary is material Related party transaction for which approval of shareholder is recommended by Board at ensuing AGM.

For and on behalf of the Board of Directors

Bhaskar M. Parekh
(DIN – 00166520)
Executive Chairman

Date : May 22, 2019

Place : Mumbai

ANNEXURE - C TO THE BOARDS' REPORT
FORM NO. MR- 3
SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2019.

[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,
Prima Plastics Limited
98/4 Prima House Daman Industrial Estate
Kadaiya Nani Daman 396210

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **PRIMA PLASTICS LIMITED**, (hereinafter called the "company"). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the **PRIMA PLASTICS LIMITED'S** books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on 31st March, 2019, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2019 and according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
 - (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), 2008;**Not applicable to the Company during the Audit Period.**
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;**Not applicable to the Company during the Audit Period.**
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 ;**Not applicable to the Company during the Audit Period.**
- (vi) Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016

The following other Laws applicable specifically to the Company are:

1. The Water (Prevention and Control of Pollution) Act, 1974 & The Water (Prevention and Control of Pollution) Cess Rules, 1975
2. The Air (Prevention and Control of Pollution) Act, 1981
3. The Environment (Protection) Act, 1986 & the Environment (Protection) Rules 1986

4. The Noise Pollution (Regulation and Control) Rules 2000;
5. Legal Metrology Act, 2009.
6. Provisions related to unfair or restrictive trade practices of the Monopolies and Restrictive Trade Practices Act, 1969.
7. Standard Weights and Measure Act, 1976;
8. Trademarks Act, 1999.

I further report that, based on the information provided by the Company, its officers, authorised representatives during the conduct of the audit and also on the review of quarterly compliance report by the respective departmental heads / Company Secretary / Executive Director/ Internal Auditor, taken on record by the Board of Directors of the Company, in my opinion, adequate systems and processes and control mechanism exist in the Company to monitor compliance with applicable general laws.

I further report that the Compliance by the Company of applicable Financial laws like Direct & Indirect tax laws, Service tax and others detailed under Tax Legislations, have not been reviewed and I have relied on the representations made by the Company, its Officers and Reports issued by the Statutory Auditors.

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The Listing Agreements entered into by the Company with BSE Limited read with the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations 2015.

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

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

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

As per the minutes of the Board duly recorded and signed by Chairman, the decisions of the Board were unanimous and no dissenting views have been recorded.

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

I further report that during the audit period there are no instances of major bearing on the company's affairs in pursuance of the laws, rules, regulations, guidelines, standards, etc. during the year under review.

Date: May 22, 2019
Place : Panaji- Goa

Sadashiv V Shet
Practicing Company Secretary
FCS No. 2477
C P No.: 2540

ANNEXURE - D TO THE DIRECTORS' REPORT

Form No. MGT-9

EXTRACT OF ANNUAL RETURN

as on the financial year ended on March 31, 2019

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

I. REGISTRATION AND OTHER DETAILS:

i)	CIN	L25206DD1993PLC001470
ii)	Registration Date	November 17, 1993
iii)	Name of the Company	Prima Plastics Limited
iv)	Category / Sub-Category of the Company	Public Company Limited by Shares - Manufacturing
v)	Address of the Registered Office and Contact Details	98/4, Prima House, Daman Industrial Estate, Kadaiya, Nani Daman, Daman (U.T.), Pin - 396 210. Tel. No.0260-222 0445, Email: investor@primaplastics.com website: www.primaplastics.com
vi)	Whether listed Company	Yes
vii)	Name, Address and Contact Details of Registrar and Transfer Agent, if any	M/s. Bigshare Services Pvt. Ltd., 1 st Floor, Bharat Tin Works Bldg, Opp. Vasant Oasis, Makwana Road, Marol, Andheri (E), Mumbai 400059 Tel. No. 022 62638200, Fax: 022 62638299 Email: investor@bigshareonline.com , website: www.bigshareonline.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

Sl. No.	Name and Description of main Products / Services	NIC Code of the Product/Services	% to total turnover of the Company
1	Manufacturing of Plastic Products	22209	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND JOINT VENTURE COMPANIES -

Sl. No.	Name and Address of the Company	CIN/GLN/IN	Holding/Subsidiary/ Joint Venture	% of Shares held	Applicable Section
1	Prima Union Plasticos S.A. Diagonal 3 CalzadaAtanasio Tzul, 43-15, Zona 12, Guatemala, Central America	-	Subsidiary	90%	2(87)
2	Prima Dee-Lite Plastics S.A.R.L. BP. 5 488 Douala, Cameroon, West Africa	-	Joint Venture	50%	2(6)

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

(i) Category-wise Share Holding.

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
1. Indian									
Individuals/HUF	6432504	--	6432504	58.47	6432504	--	6432504	58.47	
Sub Total(A)(1)	6432504	--	6432504	58.47	6432504	--	6432504	58.47	

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
2.Foreign									
Sub-Total(A)(2)	--	--	--	--	--	--	--	--	--
Total Shareholding of Promoter (A) = (A)(1) + (A)(2)	6432504	--	6432504	58.47	6432504	--	6432504	58.47	
(B)Public Shareholding									
1.Institutions									
Central/State Governments	--	--	--	--	--	--	--	--	--
Mutual Funds	--	--	--	--	--	--	--	--	--
Foreign Portfolio Investors	19891	--	19891	0.18	--	--	--	--	(0.18)
Financial Institution/ Banks	--	--	--	--	--	--	--	--	--
FIs	--	--	--	--	--	--	--	--	--
Sub-Total (B)(1)	19891	--	19891	0.18	--	--	--	--	(0.18)
2. Non-Institutions									
Bodies Corporate - Indian	221996	3600	225596	2.05	261108	3600	264708	2.41	0.36
Individual shareholders holding nominal share capital up to ₹ 1 lakhs	2069396	272725	2342121	21.29	2098297	233590	2331887	21.20	(0.09)
Individual shareholders holding nominal share capital in excess of ₹ 1 lakhs	1410395	--	1410395	12.82	1381085	--	1381085	12.56	(0.26)
Trusts	50	--	50	--	50	--	50	--	--
Clearing Member	13197	--	13197	0.12	88418	--	88418	0.80	0.68
IEPF	159319	--	159319	1.45	171024	--	171024	1.55	0.11
Director or Director's Relative	19750	--	19750	0.18	19750	--	19750	0.18	--
Non Resident Indian	299197	78700	377897	3.43	247744	63300	311044	2.83	(0.60)
Sub-Total (B)(2)	4193300	355025	4548325	41.35	4267476	300490	4237172	38.52	(2.83)
Total Public Shareholding (B) = (B)(1) + (B)(2)	4213191	355025	4568216	41.53	4267476	300490	4237172	38.52	(2.83)
C. Shares held by Custodian for GDRs & ADRs	--	-	--	--	--	--	--	--	--
Grand Total (A) + (B) + (C)	10645445	355025	11000470	100.00	10699980	300490	11000470	100.00	--

(ii) Shareholding of Promoters

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in Shareholding during the year
		No. of Shares	% of total Shares of the Company	% of Shares Pledged/Encumbered	No. of Shares	% of total Shares of the Company	% of Shares Pledged/Encumbered	
1	Dilip Manharlal Parekh	2615420	23.78	--	2615420	23.78	--	--
2	Bhaskar Manharlal Parekh	2551610	23.20	--	2551610	23.20	--	--
3	Madhavi Dilip Parekh	406530	3.70	--	406530	3.70	--	--
4	Shashikala Manharlal Parekh	353810	3.22	--	353810	3.22	--	--
5	Chhaya Bhaskar Parekh	216711	1.97	--	216711	1.97	--	--
6	Shashikala M. Parekh	114000	1.04	--	114000	1.04	--	--
7	Pratik Bhaskar Parekh	83300	0.76	--	83300	0.76	--	--
8	Nitika B. Tolia	40352	0.37	--	40352	0.37	--	--
9	Pratik Bhaskar Parekh	31800	0.29	--	31800	0.29	--	--
10	Shashikala M. Parekh	18600	0.17	--	18600	0.17	--	--
11	Charmi P. Parekh	250	-	--	250	--	--	--
12	Mehta Vijay Mansukhlal	10	--	--	10	--	--	--
13	Hina V. Mehta	101	--	--	101	--	--	--
14	Paras B. Parekh	10	--	--	10	--	--	--

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

Sl. No.	Name	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of Total Shares of the Company	No. of Shares	% of Total Shares of the Company
1	At the beginning of the year i.e. as at 01/04/2018	6432504	58.47	6432504	58.47
2	At the end of the year i.e. 31/03/2019	6432504	58.47	6432504	58.47

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

Sl. No.	Name	Shareholding at the beginning of the year		Cumulative Shareholding during the year		Shareholding at the end of the year	
		No. of Shares	% of Total Shares of the Company	No. of Shares	% of Total Shares of the Company	No. of Shares	% of Total Shares of the Company
1	Dheeraj Kumar Lohia	91009	0.83	50469	0.46	141478	0.29
2	S. Shyam	335736	3.05	8328	0.76	344064	3.13
3	Subramanian P	188890	1.72	--	--	188890	1.72
4	Punit Shailesh Bhuptani	153681	1.40	(94512)	(0.86)	59169	0.54
5	Pandian Ilangovan	46143	0.42	--	--	46143	0.42
6	Sunil Agarwal	92635	0.84	--	--	92635	0.84
7	Jyotivardhan Jaipuria	48000	0.44	--	--	48000	0.44
8	Pioneer Holdings Pvt. Ltd.	40000	0.36	--	--	40000	0.36
9	Ithoughtwealth Analytics LLP	--	--	84248	0.77	84248	0.77
10	IL & FS Securities Services Limited	--	--	64000	0.58	64000	0.58
11	Niranjan Sridhar	--	--	45000	0.41	45000	0.41

Sl. No.	Name	Shareholding at the beginning of the year		Cumulative Shareholding during the year		Shareholding at the end of the year	
		No. of Shares	% of Total Shares of the Company	No. of Shares	% of Total Shares of the Company	No. of Shares	% of Total Shares of the Company
12	Bhavaneesh Athikary	36951	0.34	(24493)	(0.22)	12458	0.12
13	Sunita Saraogi	34861	0.32	--	--	34861	0.32

(v) Shareholding of Directors and Key Managerial Personnel:

Sl. No.	Name	Shareholding at the beginning of the year as at 01-04-2018		Cumulative Shareholding during 01-04-2018 to 31-03-2019		Shareholding at the end of the year as at 31-03-2019	
		No. of Shares	% of Total Shares of the Company	No. of Shares	% of Total Shares of the Company	No. of Shares	% of Total Shares of the Company
1	Dilip Manharlal Parekh	2615420	23.78	--	--	2615420	23.78
2	Bhaskar Manharlal Parekh	2551610	23.20	--	--	2551610	23.20
3	Mulchand S. Chheda	--	--	--	--	--	--
4	Krishnakant V. Chitalia	5500	0.05	--	--	5500	0.05
5	Rasiklal M. Doshi	3500	0.03	--	--	3500	0.03
6	Hina V. Mehta	101	--	--	--	101	--
7	Snehal Muzoomdar	--	--	--	--	--	--
8	Dharmesh R Sachade	--	--	--	--	--	--
9	Manoj O Toshniwal	--	--	--	--	--	--
10	Nidhi M Shah	--	--	--	--	--	--

V. INDEBTEDNESS

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

(₹)

Sl. No.	Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
	Indebtedness at the beginning of the financial year.				
i)	Principal Amount	284,261,491	NIL	NIL	284,261,491
ii)	Interest due but not paid	NIL	NIL	NIL	NIL
iii)	Interest accrued but not due	NIL	NIL	NIL	NIL
	Total (i+ii+iii)	284,261,491	NIL	NIL	284,261,491
	Change in Indebtedness during the financial year				
	Addition	23,015,162	NIL	NIL	23,015,162
	Reduction	NIL		NIL	NIL
	Net Change				
	Indebtedness at the end of the financial year				
i)	Principal Amount	307,276,653	NIL	NIL	307,276,653
ii)	Interest due but not paid	NIL	NIL	NIL	NIL
iii)	Interest accrued but not due	1,124,679	NIL	NIL	1,124,679
	Total (i+ii+iii)	308,401,332	NIL	NIL	308,401,332

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL.

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

(₹)

Sl. No.	Particulars of Remuneration	Name of MD/WTD/Manager		Total Amount
		Dilip M. Parekh	Bhaskar M. Parekh	
1	Gross salary			
	(a) Salary	6,280,274	6,280,274	12,560,548
	(b) Value of Perquisites	39,600	39,600	79,200
	(c) Profits in lieu of salary	NIL	NIL	NIL
2	Stock Option	NIL	NIL	NIL
3	Sweat Equity	NIL	NIL	NIL
4	Commission	NIL	NIL	NIL
	- as % of profit			
	- others, specify.			
	Total (A)	6,319,874	6,319,874	12,639,748
	Ceiling as per the Act	8,400,000	8,400,000	16,800,000

B. Remuneration to other directors

(₹)

Sl. No.	Particulars of Remuneration	Name of Directors				Total Amount
		Krishnakant V. Chitalia	Mulchand S. Chheda	Rasiklal M. Doshi	Hina V. Mehta	
1	Independent Directors					
	Fee for attending for board / committee meetings.	110,000	82,500	60,000	N.A.	252,500
	Commission	Nil	Nil	Nil	N.A.	Nil
	Others, please specify.	Nil	Nil	Nil	N.A.	Nil
	Total (1)	110,000	82,500	60,000	N.A.	252,500
2	Other Non-Executive Directors					
	Fee for attending Committee meetings	Nil	Nil	Nil	80,000	80,000
	Commission	Nil	Nil	Nil	Nil	Nil
	Others, please specify	Nil	Nil	Nil	Nil	Nil
	Total (2)	Nil	Nil	Nil	80,000	80,000
	Total (B)=(1+2)	110,000	82,500	60,000	80,000	332,500
	Total Managerial Remuneration					332,500
	Overall Ceiling as per the Act.	N.A.	N.A.	N.A.	N.A.	N.A.

C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD

(₹)

Sl. No.	Particulars of Remuneration	Name of Key Managerial Personnel			Total Amount
		Dharmesh R Sachade @ - CFO	Nidhi M Shah - CS	Manoj O Toshniwal # - CFO	
1	Gross Salary				
	(a) Salary as per provisions contained in section 17 (1) of the Income Tax Act 1961	987,026	541,839	834,082	2,362,947
	(b) Value of Perquisites under section 17 (2) of the Income Tax Act 1961	NIL	NIL	27,377	27,377
	(c) Profits in lieu of salary under section 17 (2) of the Income Tax Act 1961	NIL	NIL	NIL	NIL
2	Stock Option	NIL	NIL	NIL	NIL
3	Sweat Equity	NIL	NIL	NIL	NIL
4	Commission	NIL	NIL	NIL	NIL
	- as % of profit				
	- others, specify.				
	Total (A)	987,026	541,839	861,459	2,390,324

@ Appointed w.e.f. November 03, 2018

Resigned w.e.f. November 02, 2018

VII. PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCE:

No penalties / punishment / compounding of offence were levied under the Companies Act, 2013.

For and on behalf of the Board of Directors

Bhaskar M. Parekh
(DIN – 00166520)
Executive Chairman

Date : May 22, 2019
Place : Mumbai

ANNEXURE - E TO THE DIRECTORS' REPORT

as on the financial year ended on March 31, 2019

REPORT ON CORPORATE SOCIAL RESPONSIBILITY

1. A brief outline of the Company's CSR policy, including overview of projects or programs proposed to be undertaken and a reference to the web-link to the CSR policy and projects or programs.

CSR policy of the Company encompasses the Company's philosophy for fulfilling its responsibility as a corporate citizen and lays down the guidelines and mechanism for undertaking socially useful programmes for the welfare and sustainable development of the community at large. The Company's CSR Policy can be viewed at: www.primaplastics.com

2. The Composition of the CSR Committee:

Name of Director	Designation and Role on CSR Committee	DIN No.
Shri. Krishnakant V. Chitalia	Independent Director - Chairman	00355215
Shri. Bhaskar M. Parekh	Executive Chairman - Member	00166520
Shri. Dilip M. Parekh	Managing Director - Member	00166385

3. Average Net profit for the last 3 Financial years: ₹ 81,724,344/-
 4. Prescribed CSR expenditure (2% of item no. 3 above): ₹ 1,634,500/-
 5. Details of CSR Spending during the financial year:

a) Total amount to be spent for the Financial year: ₹ 1,200,070/-

b) Amount unspent, if any: ₹ 434,500/-

c) Manner in which amount is spent during the Financial year: Details given below:

(₹)

CSR Project or Activity identified	Sector in which project or activity is covered (Schedule VII)	Project or Programs Local area or Other area Specify the States & Districts where the project was under taken	Amount outlay (budget) – project or program wise	Amount spent on the projects or program wise	Cumulative expenditure upto the reporting period	Amount spent– Direct or through implementing agency *
Relief, Rehabilitation, Measures for the benefit of armed forces veterans, war widows and their dependents	Disaster Response	Indian Army	150,000	150,000	150,000	150,000
Medical needs via Artificial Limbs camp by providing Artificial Legs, Hands, to economically weaker and backward persons of the society	Health	Daman(UT)	545,070	545,070	545,070	545,070
Relief and Rehabilitation, through Chief minister's Distress relief fund	Health	Kerala	200,000	200,000	200,000	200,000
serving the nation in field of science , astronomy & Animal Welfare	Education	Maharashtra	305,000	305,000	305,000	305,000
Total				1,200,070	1,200,070	1,200,070

Note * Details of implementing Agencies: Shri Shah K.L. Institute for the Deaf-Trust, Bhavnagar; The Indian Planetary Society, Swami Dayananda Educational Trust, Tamilnadu, Shri Rajula Gaushala, Gujarat, Chief Minister's Distress Relief Fund Kerala, Bharat Ke Veer.

6. **In case the Company has failed to spend the 2% amount of the average net profit of the last 3 Financial years or any part thereof, the Company shall provide the reasons for not spending the amount in its Board report:** The Company wanted to create meaningful contribution in the development of the under-privileged and weaker sections of society, however desired projects couldn't be identified for implementation by the Company, resulting in an unspent amount of Rest. ₹ 4.34 lakhs towards CSR. The Board has decided to carry forward this balance amount of ₹ 4.34 Lakhs to FY 2019-20.
7. **A responsibility statement of the CSR Committee that the implementation and monitoring of CSR policy, is in compliance with CSR objectives and policy of the Company.**

The Company believes in the philosophy of giving back to the society and has ensured to undertake the projects / programmes through implementation agencies of good standing and repute to ensure that the amount is utilized for the welfare and discharge of Corporate Social Responsibility pursuant to Section 135, of the Companies Act, 2013. The CSR activities are undertaken on recommendation of the CSR Committee and the Committee monitors the progress of the spending to ensure the funds are utilized in a just and fair manner.

For and on behalf of the Board of Directors

For and on behalf of the Board of Directors

Dilip M. Parekh (DIN-00166385)
Managing Director

K. V. Chitallia (DIN-00355215)
Chairman (CSR Committee)

Date : May 22, 2019
Place : Mumbai

ANNEXURE - F TO THE DIRECTORS' REPORT

as on the financial year ended on March 31, 2019

Disclosures pursuant to Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

- (i) As at March 31, 2019 The Company is having 140 Staff and 225 Workers on the permanent pay rolls.
- (ii) The ratio of the remuneration of each director to the median remuneration of the employees of the Company and percentage increase in remuneration of each Director, Chief Executive Officer, Chief Financial Officer and Company Secretary in the financial year:

Name	Designation	% of increase in FY 2018-19	Ratio of remuneration to MRE
Dilip Manharlal Parekh	Managing Director	NIL	2745%
Bhaskar Manharlal Parekh	Executive Chairman	Nil	2745%
Mulchand S. Chheda	Independent Director	NA	NA
Krishnakant V. Chitalia	Independent Director	NA	NA
Rasiklal M. Doshi	Independent Director	NA	NA
Hina V. Mehta	Non-Executive Director	NA	NA
Snehal Muzoomdar	Add. Independent Director	NA	NA
Dharmesh R Sachade	CFO	NIL	4.39
Nidhi M Shah	Company Secretary	NIL	2.40

- (iii) There was no increase in remuneration to Executive Directors for the year ended on March 31, 2019. However, the average increase in median remuneration of employees at 12%. This increase in the remuneration of employees was justified based on the Company's performance and also various other factors like performance, experience, industry trend, etc.
- (iv) The statement containing names of top ten employees in terms of remuneration drawn and the particulars of employees as required under Section 197(12) of the Act read with Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is provided in a separate annexure forming part of this report. Further, the report and the accounts are being sent to the Members excluding the aforesaid annexure. In terms of Section 136 of the Act, the said annexure is open for inspection at the Registered Office of the Company. Any Member interested in obtaining a copy of the same may write to the Company Secretary.
- (v) There was no increase in remuneration of managerial personnel last year. The average annual increase in the salaries of employees other than managerial personnel in the last year was 10% and is in line with the market trends in the respective industry.
- (vi) For the year ended on March 31, 2019 the Company has paid remuneration to two Directors i.e. Executive Chairman & Managing Director and there were no employee of the Company who was drawing remuneration in excess of the remuneration of these Executive Directors.
- (vii) Remuneration of the Key Managerial persons of the Company is as per the remuneration policy recommended by Nomination and Remuneration Committee of the Company.

For and on behalf of the Board of Directors

Bhaskar M. Parekh
(DIN – 00166520)
Executive Chairman

Date : May 22, 2019
Place : Mumbai

Annexure G

(A) CONSERVATION OF ENERGY

- (i) The steps taken or impact on conservation of energy: The Company is Continuously replacing the inefficient equipment's with latest energy efficient technology & up gradation of equipment's continually. The Company is also Increasing the awareness of energy saving within the organization to avoid the wastage of energy.
- (ii) The steps taken by the company for utilising alternate sources of energy: None
- (iii) The capital investment on energy conservation equipment's: During the financial year under review the Company has not incurred any capital expenditure on energy conservation equipment.

(B) TECHNOLOGY ABSORPTION:

- (i) The efforts made towards technology absorption: The Company keep on doing Research & Development for developing new designs, monitoring productions pattern and Replacing of old machines with energy efficient and technologically advanced machines.
- (ii) The benefits derived like product improvement, cost reduction, product development or import: the above efforts is able to deliver a broad spectrum of new & customized solution that has has created strong demand of its products in export market.
- (iii) The Company has not imported any technology during the year under review.
- (iv) Expenditure incurred on Research & Development – insignificant.

(C) FOREIGN EXCHANGE EARNING AND OUTGO

Activities relating to exports, initiative taken to increase exports; development of new exports market for products and services; and export plans: -

- i) The Company's key markets for international business are Africa, Middle East and Latin America. The export products are well established in the international market and the exports were at ₹ 1,029.35 Lakhs as compared to ₹ 1,160.94 Lakhs in last year. The Company has received repeated orders from its existing clients.
- ii) Total foreign exchange used and earned.

(₹)

Particulars	2018-2019	2017-18
Foreign Exchange earned (FOB)	96,387,235	123,219,419
Foreign Exchange used	34,846,973	70,930,124

For and on behalf of the Board of Directors

Bhaskar M. Parekh
(DIN – 00166520)
Executive Chairman

Date : May 22, 2019
Place : Mumbai

MANAGEMENT'S DISCUSSION & ANALYSIS REPORT

OVERVIEW

While India remain one of the fastest growing economy in the world. The rate of growth of industrial sector has come down in recent past GDP growth too decline to around 7%. The present government initiative on Swachh Bharat, Small cities affordable housing etc. are also taking its own time. It is expected that with the stability of political certainty, the overall economy and other scheme of the present Government will pick up the pace over a period of time.

On positive side, the RBI has done reasonable good job by keeping inflation under control and 50 bps rate cut in in leading rates. The crude oil has also stabilized after initial heat up, and GST collection has gone up in recent months. These are sign of growth momentum.

Against the backdrop of the mixed conditions, your company witness consistent growth in existing business and initiative to expand the product line with positive growth in business in coming years.

PLASTIC INDUSTRY STRUCTURE AND DEVELOPMENTS:

The Indian plastics industry has made significant progress since beginning and the industry has grown and diversified rapidly. The industry spans the country and hosts more than 2,000 exporters. It employs about 4 million people and comprises more than 30,000 processing units, 85-90 percent of which are small and medium-sized enterprises.

During April-October 2018, plastics export from India stood at US\$ 3.47 billion out of which exports of raw plastic material stood at US\$ 2.62 billion. The Indian plastics industry offers excellent potential in terms of capacity, infrastructure and skilled manpower. It is supported by a large number of polymer producers, and plastic process machinery and mould manufacturers in the country.

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

India is ready to have 18 plastic parks and Government will be investing ₹ 43.40 crore to increase the domestic production of plastics. This will achieve environmentally sustainable growth and increase employment.

The Company maintains its view that there is ample growth opportunity for plastic business due to continued focus of the government on Swachh Bharat Abhiyan, infrastructure development and ease of doing business in the country.

The Company invested in last year in machineries to increase its production capacities and this year invested in mould to add newer products range such as cylindrical containers, Pallet containers, Battery Tub and Tray, Ice Box, Cup Boards, Kids Study Table, Step Stool and few new models of Chairs. The Company recognise the opportunity and take appropriate steps. The Company is also expanding its territory and focusing on Pan India and International presence. The Management is confident that the efforts taken by the Company will fetch good results.

FINANCIAL REVIEW:

Revenue from Operation:

The Company deals in only one segment i.e. Plastic Moulded Articles segment and serving its customers from their manufacturing units in Daman, Cochin Ongole, and other three in central America & South Africa. The Company focus is on expanding its customer base in new territories and to add newer product lines to tap additional business.

Prices of Raw material were on increasing trend from the beginning of the year till mid of November 2018 thereafter it came down in December 2018 again picked up in the rest of the months. The Profit margin were also under pressure due to capital expansion undertaken in last year and fluctuation in raw material prices during the year. Exports of the company was marginally effected due to growth of local players in exporting countries

The turnover of the company has gone up to ₹ 11,140 lakhs from ₹ 9,638 lakh in last year registering a growth of 15.58 %. This was happened due to new product range offered by the company.

Operating Profit:

The Company registered operating profit of ₹ 1,421.68 Lakhs in comparison to ₹ 1,683.15 Lakhs in last year, due to fluctuation in raw material prices and other operating cost.

Interest:

The interest cost has substantially increased to ₹247.88 Lakhs in comparison to ₹145.77 Lakhs in previous year. The cost of borrowing may be considered partially set off from the interest of ₹ 87.08 lakhs earning from Subsidiary Company.

Profit:

Your Company has registered a lower Profit before Tax of ₹ 687.16 Lakhs as against ₹ 1046.12 Lakhs in the previous year and net profit after tax of ₹ 546.59 Lakhs against ₹ 753.70 Lakhs in previous year.

Changes in Key Financial Ratios:

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

Name	Category	Year Ended		Deviation in %
		31/03/2019	31/03/2018	
Debtors Turnover	in Days	86	80	7.5
Inventory Turnover	in Days	76.42	83.85	(8.86)
Interest Coverage Ratio	Times	3.77	8.13	(53.62)
Current Ratio	Times	1.83	1.85	(1.08)
Debt Equity Ratio	Times	0.51	0.38	34.20
Operating Profit Margin	%	12.76	17.46	(26.92)
Net Profit Margin	%	4.91	7.75	(36.64)
Return on Net Worth	%	20.71	30.04	(45.05)

BUSINESS OUTLOOK

With the reduction in GST rate from 28% to 18%, the Plastics Industry is relieved from higher taxes to level playing platform. The Government has also relaxed certain provisions and relief from some complex provisions. This has helped out in ease of doing business.

The government has committed to revisit GST rates on growth of GST collection and the plastics industry expecting lower tax rate. On the other hand, it was widely expected that with the implementation of GST regime and e-way bill, the unorganised sector will fall in compliance regime for its very survival. However, it has yet to give in result.

The company remains committed to boost the overall business and added many range of new products to cater industry and government agencies. Efforts are also on to bring back export business on growth path.

The Company has made several investments in past two years within India and overseas units and also planning in current year. The Management foresees a reasonable growth in these new business avenues inspite of Competition from established business houses. The Company also added new range of plastic furniture's with modern design in line with consumer preferences and useful utilities.

With the formation of new government at centre the Political Stability is expected to settle for next 5 years and the new government may focus in growth and upliftment of overall economy. The management expects a steady growth in its top and bottom line in coming years.

OPPORTUNITIES

Plastics Industry has a big scope in various government schemes such as infrastructure development and Swachh Bharat Abhiyan and we foresee higher consumption with boost in economy. The Company also focussing to add new products for industrial sector and determine to emerge as a major player with in quality products and good corporate governance.

THREAT

As plastic is derived mainly from crude oil and natural gas, price and availability of plastic depends on the price of these products. Manufacturers may have to pass on the price fluctuations resulting from the volatility of crude oil prices. Manufacturers are subject to growing regulations that govern the production, disposal, and cleanup of hazardous chemicals, as plastic products usage contributes to environmental pollution. In addition, Product lifecycle has decreased from years to months, affecting the entire supply chain of plastic goods. Quick turnaround on customer choices is critical for plastic companies to stay competitive.

Any major upward movement in the Crude Prices could change the inflationary scenario impacting on input prices and the margin of the Company. Further the frequent changes in regulatory laws specially the steep penal provisions, may create additional compliance burden on the Company. Further Weak Global outlook can make it difficult for the country to continue on a growth plan, especially after the stiff stand by American Government on Import from China and India.

INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY

The Company has adequate internal financial control procedures commensurate with its size and nature of business. The Company has appointed Internal Auditors comprising professional Chartered Accountants who periodically audit the adequacy and effectiveness of the internal controls laid down by the management and suggest improvements. Based on the audit observation and recommendations, follow ups and remedial measures are being taken including review and increase in scope, if necessary. The Audit Committee of the Board of Directors periodically reviews the audit plans, internal audit reports and adequacy of internal controls.

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

RISK MANAGEMENT

The Company has a well-documented risk management Policy, which is reviewed by the management periodically. The volatile movement in exchange rates caused by major global developments undoubtedly have an impact on the Company, since the Company is exposed to foreign currency loans and makes payment in foreign currency for import of machinery and raw materials and transactions with overseas JV and Subsidiary. The Company many times don't hedge the currency exposure and takes advantage of its natural hedge by exports of moulded articles and return on investment from Subsidiary / Joint Venture Company (JV) to full extent. The Company does not deal in derivative transaction(s) as a matter of policy.

Your Company is also exposed to business risk which may be internal or external risk, requiring quick adaptability to tackle different business risks. To ensure our long term corporate success, it is essential to identify, analyse and mitigate risk by appropriate control measures.

Apart from the risks on account of foreign exchange and commodity price, the business of the Company is exposed to certain operating business risk which may be internal or external risk, requiring quick identify, analyse and mitigation of risk by appropriate control measures and collective actions.

HUMAN RESOURCES

Your Company recognizes the importance of a motivated and skilled human resource. Your Company endeavors to create a challenging and favorable work environment that encourages entrepreneurial behavior, innovation and the drive towards business excellence. Several skilled based training programs were conducted during the year with the help of external consultants, especially for the staff in Sales and Marketing functions. Your Company is also in the process of revamping its hiring and appraisal processes in line with benchmarked practices in industry

CAUTIONARY STATEMENT

Certain statements in the reports of the Board of Directors and Management's Discussions and Analysis may be forward looking statements within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied since Company's operations are influence by many external and internal factors beyond the control of the Company. The Company assumes no responsibility to publicly amend, modify or revise any of these statements on the basis of any subsequent developments, information or events.

For and on behalf of the Board of Directors

Bhaskar M. Parekh
(DIN – 00166520)
Executive Chairman

Date : May 22, 2019

Place : Mumbai

CORPORATE GOVERNANCE REPORT

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

1. Company’s philosophy on Code of Governance

The Company’s philosophy on corporate governance oversees business strategies and ensures fiscal accountability, ethical corporate behaviour and fairness to all stakeholders comprising regulators, employees, customers, vendors, investors and the society at large. Strong leadership and effective corporate governance practices have been the Company’s marks of the vision and principles of working.

The Company believes that its affairs shall be conducted by adhering to best practices and principles, while balancing and working in the best interest of the customers, employees, stakeholders and the community.

Corporate Governance Practice

The Company maintains highest standard of Corporate Governance. Its Company’s constant endeavour is to adopt the best practices keeping in mind the regulations, codes and other practices of well governed company.

2. Board of Directors

Composition:

As on March 31, 2019, the Board comprises of 7 Directors viz. Executive Chairman, Managing Director, Non-Executive Director and 4 Independent Directors. The Company objective is to maintain optimum combination of Executive and Non-Executive Directors.

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

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

Name	Category	No. of Board Meetings during the year 2018-19		Attendance at last AGM
		Held	Attended	
Shri. Bhaskar M. Parekh DIN – 00166520	Executive Chairman	4	4	Present
Shri. Dilip M. Parekh DIN – 00166385	Managing Director	4	4	Present
Shri. Mulchand S. Chheda DIN – 00179932	Independent Non-Executive Director	4	3	Present
Shri. Rasiklal M. Doshi DIN – 00239580	Independent Non-Executive Director	4	2	Absent
Shri. Krishnakant V. Chitalia DIN - 00355215	Independent Non-Executive Director	4	4	Present
Smt. Hina V. Mehta DIN-07201194	Non-Executive Director	4	4	Present
Shri. Snehal N. Muzoomdar DIN- 00729992	Additional Independent Non-Executive Director	4	1	NA

The term of the Independent Directors namely Shri. Mulchand S. Chheda, Shri. Krishnakant V. Chitalia and Shri. Rasiklal M. Doshi has been fixed for a period of five years, i.e. August 13, 2014 to August 12, 2019. Reappointment of Independent Directors for its second term has been recommended by Board at ensuing AGM.

During the year, Shri. Snehal N. Muzoomdar was appointed as additional Independent Director on the Board w.e.f January 29, 2019. His appointment as Independent Director for 5 years is also recommended by board at ensuing AGM.

Further the term of Shri. Bhaskar M. Parekh and Shri. Dilip M. Parekh, executive Directors are also expiring on August 31, 2019. Their reappointment is also recommended by Board at ensuing AGM.

Shri. Bhaskar M. Parekh, Shri Dilip M. Parekh and Smt. Hina V. Mehta are brothers & sister and belongs to Promoter Group. No Other Directors are related to any other director on the Board.

Directorship in other Board

Name	Category	No. of outside directorship(s) in Public Company	No. of outside Committee Position(s) held		Name of the other company	Number of Shares held
			Chairman	Member		
Shri Bhaskar M. Parekh	Executive Chairman	Nil	Nil	Nil	Nil	2551610
Shri Dilip M. Parekh	Managing Director	Nil	Nil	Nil	Nil	2651420
Shri Mulchand S. Chheda	Independent Non-Executive Director	Nil	Nil	Nil	Nil	Nil
Shri Rasiklal M. Doshi	Independent Non-Executive Director	Nil	Nil	Nil	Nil	3500
Shri Krishnakant V. Chitalia	Independent Non-Executive Director	1	Nil	1	1. Venlon Enterprises Ltd. (Independent Director)	5500
Smt. Hina V. Mehta	Non-Executive Director	Nil	Nil	Nil	Nil	101
Shri. Snehal N. Muzoomdar	Independent Non-Executive Director	2	1	1	1. Indo-Nippon Chemicals Company limited. (Director) 2. Perfect Octave Media Projects Limited. (Independent Director)	Nil

Note: The above excludes directorships in Private, foreign companies and companies licensed under Section 8, of the Companies Act, 2013. The above refers to membership in Committees referred to in Regulation 26(1) of SEBI listing Regulations; viz. Audit Committee and Stakeholders' Relationship Committees of all public limited companies whether listed or not and excludes Private Limited Companies, Foreign Companies and Companies licensed under Section 8 of the Companies Act, 2013.

None of the Directors on the Board is Member of more than ten Committees or Chairman of more than five Committees across all the companies in which they are Directors. Every Independent Director at the first meeting of board in which he participates as a Director and thereafter at the first meeting of the board in every financial year, gives a declaration that he meets the criteria of Independence provided under law. In the opinion of Board all the independent directors as at 31st March, 2019 fulfils the conditions specified in these regulations and are independent to the management.

Meetings of the Board

In compliance with the applicable provisions of the Companies Act, 2013 and SEBI Listing regulation, four Board meetings were held during the year with a gap of maximum 120 days. The Board Meetings were held on May 28, 2018, August 14, 2018, November 02, 2018 & January 29, 2019 after giving sufficient days of notice to the Board Members along with the Agenda for the Meeting with necessary documents and reports. All the required information pursuant to provision of Companies Act, 2013 and SEBI Listing Regulation were placed before the Board and duly approved and noted by the Board.

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

Role of Non-Executive / Independent Directors

Non-Executive / Independent Directors play a key role in the decision-making process of the Board and in shaping various strategic initiatives of the Company. The Directors are committed to act in what they believe to be in the best interests of the Company and its stakeholders. These Directors are professionals with expertise and experience in general corporate management, finance and are equipped with sound knowledge, experience and good understanding of the functioning of the industry. Their wide knowledge of respective fields and industry acumen helps foster varied, unbiased, independent and experienced perspective. The Company benefits immensely from their inputs in achieving strategic directions.

An Independent Director is the Chairman of the Audit Committee, the Nomination and Remuneration Committee and of the Stakeholders' Relationship Committee.

The Board has identified the following skills/expertise/ competencies fundamental for the effective functioning of the Company which are currently available with the Board:

Finance	Comprehensive understanding of financial accounting, reporting and controls and analysis.
Strategy and Planning	Appreciation of long-term trends, strategic choices and experience in guiding and leading management teams to make decisions in uncertain environments.
Governance	Experience in developing governance practices, serving the best interests of all stakeholders, maintaining board and management accountability, building long-term effective stakeholder engagements and driving corporate ethics and values.

Familiarisation Programme for Independent Directors:

The Directors are provided with necessary documents, report and policies to enable them to familiarise with the Company procedure and practices. Periodic Plant visit for Directors at Daman Plant, were also conducted to enable them to understand the operation of the Company. In addition, circulation on the Roles, responsibilities rights and powers of the Directors' and on the Code of Conduct for Independent Directors' is also done.

The framework together with the details of the, familiarization programme conducted has been uploaded on the website of the Company www.primaplastics.com

Independent Directors' Meeting

During the year under review, a meeting of the Independent Directors was held on **March 20, 2019**. Four Independent Directors were present at the meeting without the presence of Executive Directors or members of management to discuss the performance and evaluation of the Board as a whole and of the Executive Chairman; the Independent Directors also assessed flow of information from the Management to the Board and the current strategic and operational position of the Company. All the Independent Directors attended the meeting.

3. Committees of the Company

The Board has formed various committees for improving board effectiveness and efficiency, in areas where more focused, specialized and technical discussions are required. These committees prepare the groundwork for decision-making and report at the subsequent board meeting. Committees enable better management of full board's time and allow in-depth scrutiny and focused attention.

The terms of reference of the Board Committees are determined by the Board from time to time. The Board is responsible for constituting, assigning and co-opting the members of the Committees. The meetings of each Committee are convened by the respective Committee Chairman. Details on the role and composition of these Committees, including the number of meetings held during the financial year and attendance at meetings are provided below:

a) Audit Committee

The Audit Committee of the Company is constituted in line with the regulation 18 of SEBI Listing Regulations relating to Corporate Governance read with Section 177 of the Companies Act, 2013. As at March 31, 2019 the Audit Committee comprises of 3 Directors of which two are Independent Non-Executive Directors. The details of directors along with their attendance during Committees meetings is detailed below:

Name	Category	Position	Number of Meetings held during the year 2018-19	Number of Meetings attended during the year 2018-19
Shri. Krishnakant V. Chitalia	Independent Director	Chairman	4	4
Shri. Mulchand S. Chheda	Independent Director	Member	4	3
Shri. Dilip M. Parekh	Managing Director	Member	4	4

The dates on which the Audit Committee meetings were held are May 28, 2018, August 14, 2018, November 02, 2018 & January 29, 2019.

The Audit Committee invites Senior Executives representing Finance, Accounts and representatives of the Internal & Statutory Auditors to be present at its meetings. The previous Annual General Meeting of the Company was held on August 25, 2018 and was attended by Chairman of the Audit Committee. All the above Audit Committee meetings were

held at Mumbai. The necessary quorum was present at all the meetings. There was no instance of adjournment of any of the said Meetings. The Committee periodically reviewed Internal Control systems and the report of Internal Auditors of the Company and no significant area of concern was found by the Audit Committee during the review.

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

Powers and Terms of reference

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

- Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
- Recommending to the Board, the appointment, reappointment and if required, the replacement or removal of statutory auditors, fixation of audit fees and other terms of appointment.;
- reviewing the utilization of loans and/ or advances from/investment by the holding company in the subsidiary exceeding rupees 100 crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments;
- Reviewing quarterly and annual financial statements along with Limited review report and auditors' report thereon before submission to the Board for approval with particular reference to:
 - Matters required to be included in the Directors' Report in terms of sub-section 3 of Section 134 of the Companies Act, 2013 to be included in the Directors Responsibility Statement;
 - Changes if any, in accounting policies and practices and reasons for the same;
 - Disclosure of related party transactions;
 - major accounting entries involving estimates based on the exercise of judgment by management;
 - significant adjustments made in the financial statements arising out of audit findings;
 - compliance with listing and other legal requirements relating to financial statements;
 - modified opinion(s) in the draft audit report if any;
- Functioning of Whistle Blower Policy.
- Evaluation of internal financial controls and risk management systems.
- Reviewing the adequacy of internal audit functions.
- To seek information from any employee
- Reviewing the following mandatory information:
 - The Management Discussion and Analysis of financial condition and results of operations;
 - Statement of significant related party transactions (as defined by the Audit Committee) submitted by management;
 - Management letters / letters of internal control issued by the statutory auditors;
 - Internal audit reports relating to internal control;
 - The appointment, removal and terms of remuneration of internal auditor;
 - To investigate any activity within its terms of reference and
 - Any other functions as is mandated by the Board from time to time or enforced by an statutory notification, amendment as may be applicable.

b) Nomination and Remuneration Committee

The constitution of Nomination & Remuneration Committee is in accordance with Regulation 19 of SEBI listing Regulations and sub section (1) of Section 178 of the Companies Act, 2013, The details of directors along with their attendance during meeting is detailed below:

Name	Category	Position	Number of Meetings held during the year 2018-19	Number of Meetings attended during the year 2018-19
Shri. Krishnakant V. Chitalia	Independent Director	Chairman	3	3
Shri. Mulchand S. Chheda	Independent Director	Member	3	2
Shri. Rasiklal M. Doshi	Independent Director	Member	3	2

During the year three meetings were held on May 28, 2018, November 02, 2018 & January 29, 2019 The necessary quorum was present for the meetings. The Chairman of the Nomination and Remuneration Committee was present at the last Annual General Meeting of the Company held on August 25, 2018.

Powers and Terms of reference

The Powers, role and terms of reference of the Committee are as specified under regulation 19 of SEBI Listing Regulations and Section 178 of the Companies Act, 2013.

The Broad terms of reference of the Nomination and Remuneration Committee are as under:

- To review, assess and recommend to the Board the appointment and removal of Directors and Senior Management.
- To review their remuneration packages.
- To approve the annual remuneration plan of the Company.
- Carry out evaluation of directors' performance.
- recommend to the board, all remuneration, in whatever form, payable to senior management
- Such other matters as the Board may from time to time request the Nomination and Remuneration Committee to examine and recommend / approve and as is enforced by a statutory notification, amendment as may be applicable.

The Nomination and Remuneration Committee shall ensure that:

- the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate Directors and Senior Management of the quality required to run the Company successfully;
- relationship of remuneration to performance is clear and meets appropriate performance benchmarks

Performance evaluation criteria for independent directors

The performance evaluation of the Directors including (Independent Directors) is undertaken on the basis of a structured questionnaire.

The criteria for performance evaluation of the Independent Directors includes but is not limited to:

1. Attendance and participation at the meeting;
2. The understanding of the industry and regulatory compliances and challenges confronting the Company;
3. The understanding of strategic challenges and competitions faced by the company;
4. Demonstrates a solid understanding of his / her responsibility as a Director including his / her statutory and fiduciary roles;
5. Contribution to the deliberations at the meeting by way of providing an outside perspective;
6. Participation at the meeting, by way of healthy deliberation in the interest of the stakeholders';
7. Adherence to principles of good governance and code of conduct of Independent Directors' and the company;
8. Demonstrates an ability to identify the cost benefits and implications of Board decisions;
9. Demonstrates a strong understanding of financial statements, ratios and / or indices of performance and ability to see the issues behind the numbers;
10. Listens effectively to others ideas and viewpoints and encourages contribution from other Directors';
11. Works effectively with fellow Directors' to build consensus and manages conflicts constructively;
12. Awareness of the regulatory, legal and corporate governance regulations and changes;

c) **Stakeholders' Relationship Committee:**

In compliance with the provisions of Section 178 of the Companies Act, 2013 and provisions of the Corporate Governance of the SEBI Listing Regulations, the details of constitution of Stakeholders Relationship Committee along with their attendance during meeting is detailed below:

Name	Category	Position	Number of Meetings held during the year 2018-19	Number of Meetings attended during the year 2018-19
Shri. Mulchand S. Chheda	Independent Director	Chairman	4	3
Shri. Bhaskar M. Parekh	Executive Chairman	Member	4	4
Shri. Dilip M. Parekh	Managing Director	Member	4	4

During the year under review, the Committee met four times on May 28, 2018, August 14, 2018, November 02, 2018 & January 29, 2019.

The Committee meets once in three months to inter-alia, deals with various matters relating to:

- Review / Resolve Investors' queries and complaints.
- Review of corporate actions, if any.
- Review of documents submitted to Stock Exchanges.
- Review of documents processed by Registrar and Share Transfer Agents.
- Any allied matter(s) out of and incidental to these functions and not herein above specifically provided for.

Ms. Nidhi M. Shah, Company Secretary & Compliance Officer along with the Secretarial Department of the Company and the Registrar and Share Transfer Agent, M/s. Bigshare Services Pvt. Limited attend all grievances of the shareholders received directly or through SEBI, Stock Exchanges, Ministry of Corporate Affairs and Registrar of Companies etc.

Continues efforts are made to ensure that grievances are more expeditiously redressed to the complete satisfaction of the investors. Shareholders are requested to furnish their telephone numbers and e-mail addresses to facilitate prompt action.

Details of Investors' Complaints

Pursuant to Regulation 20 of SEBI Listing Regulations investor's grievance redressal status and the number of pending complaints are reported every quarter to the stock exchange.

The detailed particulars of Investor's complaints received from the Investors during the year are as under:

Nature of Complaint	Number of complaints received	Number redressed
Non-Receipt of Dividend Warrant	10	10
Complaints received from SEBI/SCORES	2	2
Outstanding complaints as on March 31, 2019	Nil	Nil

d) **Share Transfer Committee**

The Board has pursuant to Regulation 40(2) of SEBI Listing Regulations delegated the power of transfer of securities to the Share Transfer Committee. The Committee is a sub set of the Board and reports to the Stakeholders Relationship Committee and the Board of Directors. The Share Transfer Committee has been delegated with the responsibility to attend to the formalities pertaining to the transfer of shares at least once in a fortnight.

During the financial year 2018-19, the Share Transfer Committee met 42 (Forty-Two) times. The Share Transfer Committee members met almost on weekly basis to ensure that the share transfer and other requests are attended promptly. The composition of the Share Transfer Committee of the Company along with the details of the meetings held and attended by the Members of the Committee during the financial year 2018-19 is detailed below:

Name	Category	Position	Number of meetings held during the year 2018-19	Number of meetings attended during the year 2018-19
Shri Bhaskar M. Parekh	Executive Chairman	Chairman	42	41
Shri Dilip M. Parekh	Managing Director	Member	42	36
Shri Mulchand S. Chheda	Independent Director	Member	42	7

The terms of reference of the Share Transfer Committee are as follows:

- To issue share certificates pursuant to duplicate / demat / remat /transfer / transmission / transposition
- To review the correspondence with shareholders vis-à-vis legal cases and take appropriate decisions
- To authorize affixing of the common seal of the company on the share certificate, on any deed or instrument requiring authentication by and on behalf of the company.

Pursuant to the provisions of the Companies Act, 2013, the Company has authorized senior employee of the Company to issue duplicate share certificate and complete formalities pertaining to IEPF.

e) **Corporate Social Responsibility Committee**

The Committee functions under the overall supervision of the Board of Directors' of the Company. The composition along with the details of the meetings held and attended by the Members of the Committee during the financial year 2018-19 is detailed below:

During the year two meeting were held on May 28, 2018 and January 29, 2019.

Name	Category	Position	Number of Meetings held during the year 2018-19	Number of Meetings attended during the year 2018-19
Shri Krishnakant V. Chitalia	Independent Director	Chairman	2	2
Shri Bhaskar M. Parekh	Executive Chairman	Member	2	2
Shri Dilip M. Parekh	Managing Director	Member	2	2

Your Company has constituted the Corporate Social Responsibility Committee as mandated under Section 135 of the Companies Act, 2013 to perform the following functions:

- To formulate and recommend to the Board a Corporate Social Responsibility (CSR) Policy which shall indicate the activities to be undertaken by the Company as specified in Schedule VII of the Companies Act, 2013;
- To recommend the amount of expenditure to be incurred on the activities referred to in the Schedule VII of the Companies Act, 2013 read with CSR Policy of the Company;
- Monitor the spending on CSR activities of the Company from time to time;

f) **Management Committee**

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

- Opening/Modification of operation and closing of bank accounts;
- Grant of special / general Power of Attorney in favour of employees of the Company from time to time in connection with the conduct of the business of the Company particularly with Government and Quasi-Government Institutions;
- To change the signatories for operations of Bank Accounts;
- Authorise Employees for availing of various facility from Banks/Financial Institution;
- To carry out any other duties that may be delegated to the Committee by the Board of Directors from time to time;

During the year under review, three meeting of the Committee was held on September 24, 2018, December 21, 2018, March 14, 2019.

The Composition and attendance details are given below:

Name	Category	Position	Number of Meetings held during the year 2018-19	Number of Meetings attended during the year 2018-19
Shri Bhaskar M. Parekh	Executive Chairman	Chairman	3	2
Shri Dilip M. Parekh	Managing Director	Member	3	3
Shri Mulchand S. Chheda	Independent Director	Member	3	3

4. Remuneration

The Company has a well-defined policy for the remuneration of the Directors, Key Managerial Personnel and other employees. The Board of Directors / Nomination and Remuneration Committee is authorized to decide the remuneration of the Executive Directors, subject to the approval of the members. The remuneration structure comprises of salary, perquisites, retirement benefits as per law / rules and commission which is linked to the performance of the Company.

Annual increments are decided by the Board of Directors within the salary scale approved by the members. The agreement with the Executive Directors is for a specified period. Either party to the agreement is entitled to terminate the agreement by giving not less than 180 days' notice in writing to the other party. The Company does not have a scheme for grant of stock options.

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

The details of remuneration paid to the Directors for the financial year 2018-2019 are given below:

Name	Designation	Salary	Allowances & Perquisites	Sitting Fees	Total
Shri. Bhaskar M. Parekh	Executive Chairman	6,280,274	39,600	-	6,319,874
Shri. Dilip M. Parekh	Managing Director	6,280,274	39,600	-	6,319,874
Shri. Krishnakant V. Chitalia	Independent Non-Executive Director	-	-	110,000	110,000
Shri. Mulchand S. Chheda	Independent Non-Executive Director	-	-	82,500	82,500
Shri. Rasiklal M. Doshi	Independent Non-Executive Director	-	-	60,000	60,000
Smt. Hina V. Mehta	Non-Executive Director	-	-	80,000	80,000
Shri. Snehal N Muzoomdar	Independent Non-Executive Director	-	-	-	-

5. General Body Meetings:

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

Financial year	Date & Time	Venue	Details of Special Resolution
2015-16	September 24, 2016 at 11.30 a.m.	Hotel Princess Park, Daman	None
2016-17	August 12, 2017 at 11.30 a.m.	Hotel Princess Park, Daman	None
2017-18	August 25, 2018 at 11.30 a.m.	Hotel Princess Park, Daman	<ol style="list-style-type: none"> To determine the fees for delivery of any document through a particular mode to member Approve the grant of Loans/ Guarantees or providing securities in which directors are interested To approve related party transaction.

6. Passing of resolution by Postal Ballot:

During the year 2019, the Company has carried out a Postal Ballot to seek approval of Members for:

Sr. No.	Resolution	Voting Results
1.	Continuation of Directorship of Shri. Mulchand S. Chheda for current term expiring on 12 th August, 2019 notwithstanding that he has attained the age of 75 Years.	All the Resolution were approved by the members with requisite majority.
2.	Continuation of Directorship of Shri. Krishnakant V. Chitalia for current term expiring on 12 th August, 2019 notwithstanding that he has attained the age of 75 Years.	
3.	Continuation of Directorship of Shri. Rasiklal M. Doshi for current term expiring on 12 th August, 2019 notwithstanding that he has attained the age of 75 Years	
4.	Approval of remuneration to Mr. Bhaskar M. Parekh as Executive Chairman in terms of regulation 17(6)(e) of SEBI Regulations for the remaining tenure of his appointment.	
5.	Approval of remuneration to Mr. Dilip M. Parekh as Managing Director in terms of regulation 17(6)(e) of SEBI Regulations for the remaining tenure of his appointment.	

Scrutinizer: Mr. Sadashiv V. Shet, Practicing Company Secretary, Panaji-Goa was appointed to act as the scrutinizer for conducting the postal ballot and e-voting.

Procedure for Postal Ballot: -

The postal ballot was carried out as per the provisions of Sections 108 and 110 and other applicable provisions of the Act, read with the Rules framed thereunder.

7. Means of Communication:

- i. **Quarterly Results:** Quarterly results, half yearly, nine months and full year results of the Company are published in a national English newspaper “Financial Express” and local language newspaper viz “Vartman Pravah” and are available on the websites of the Company www.primaplastics.com and the stock exchange www.bseindia.com
- ii. **Website:** The Company’s website www.primaplastics.com contains a separate dedicated section “Investor” where shareholder’s information is available. The Annual Report of the Company is also available on the website in a user-friendly and downloadable form. Any other news of updates for Shareholders are also available on website under Investor Tab.
- iii. **Annual Report:** Annual Report containing inter alia, Audited Annual Accounts, Consolidated Financial Statements, Directors’ Report, Auditors’ Report and other important information is circulated to members and others entitled thereto. The Management’s Discussion and Analysis (MD&A) Report forms part of the Annual Report and is displayed on the Company’s website www.primaplastics.com and the stock exchange www.bseindia.com
- iv. **Chairman’s Communiqué:** A printed copy of the Executive Chairman’s speech is distributed to all the shareholders at the Annual General Meeting. The same is also sent to Stock Exchange.
- v. **Bombay Stock Exchange (BSE):** The BSE website www.bseindia.com owned, managed and maintained by BSE is a single source to view information filed by listed companies. All disclosures and communications to BSE are filed electronically through the BSE Listing centre.
- vi. **SEBI Complaints Redress System (SCORES):** The investor complaints are processed in a centralized web based complaints redress system. The salient features of this system are: Centralised database of all complaints, online upload of Action Taken Reports (ATRs) by the concerned companies and online viewing by investors of actions taken on the complaint and its current status.
 - Designated Exclusive email-id: The Company has designated the following email-id exclusively for investor servicing. For queries on Annual Report & in respect of shares in physical mode – investor@primaplastics.com.
 - At present, the Company didn’t make any presentation to Institutional Investors and Analysts.

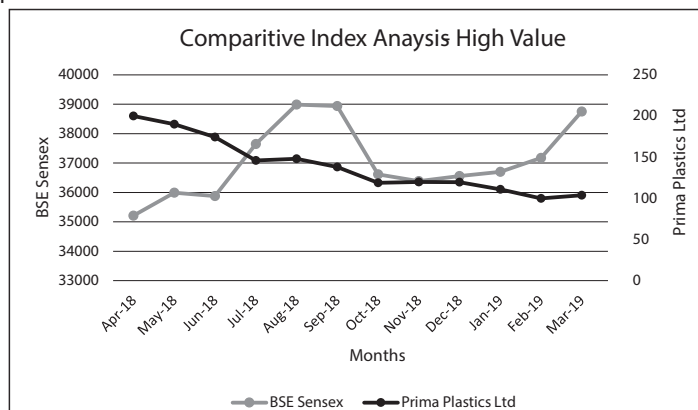
8. General Shareholders' Information

1.	Date, Time & Venue of AGM	August 03, 2019 at 12.30 p.m. at Hotel Princess Park, Devka Beach, Nani Daman, Daman (U.T.), Pin - 396 210.
2.	Financial Calendar:	
	Financial Year	April 01, 2019 to March 31, 2020
	Tentative schedule for declaration of results during the financial year	2019-20
	First Quarter Results	By August 15, 2019
	Second Quarter Results	By November 15, 2019
	Third Quarter Results	By February 15, 2020
	Year Ended March 31, 2019	By May 30, 2020
3.	Book Closure	The Register of Members will remain closed from Saturday, July 27, 2019 to Saturday, August 03, 2019 (both days inclusive).
4.	Dividend payment date	Dividend if approved shall be paid after 7 th August, 2019
5.	Name & Address of Registrar & Share Transfer Agent	M/s. Bigshare Services Pvt. Ltd., 1 st floor, Bharat Tin Works Bldg., Opp. Vasant Oasis, Makwana Road, Marol, Andheri (E), Mumbai – 400 059.
6.	Registered Office Address	98/4, Prima House, Daman Industrial Estate, Kadaiya, Nani Daman, Daman (U.T.) Pin. – 396 210.
7.	Listing on Stock Exchange & Stock Code	BSE Limited - 530589
8.	Payment of Listing Fees	Annual Listing Fees for the year 2018-19 has been paid.
9.	Payment of Depository Fees	Annual Custody Fees for the year 2018-19 has been paid to CDSL and NSDL.
10.	ISIN No.(Demat No.): NSDL & CDSL.	INE573B01016
11.	Corporate Identification Number (CIN)	L25206DD1993PLC001470

9. Market Price Data: Details of high & low of market price of the Company (PPL) on BSE and its performance in comparison with BSE Sensex (BSE) in Chart given below:

	Month	April-18	May-18	June-18	July-18	Aug-18	Sept-18	Oct-18	Nov-18	Dec-18	Jan-19	Feb-19	Mar-19
P P L	High	200.00	190.00	174.50	146.00	148.00	137.95	119.00	120.00	119.70	110.90	99.95	103.80
	Low	162.05	144.05	131.50	111.15	125.00	100.00	95.00	101.00	97.00	81.10	79.25	87.00
B S E	High	35213.3	35993.53	35877.41	37644.59	38989.65	38934.35	36616.64	36389.22	36554.99	36701.03	37172.18	38748.54
	Low	32972.56	34302.89	34784.68	35106.57	37128.99	35985.63	33291.58	34303.38	34426.29	35375.51	35287.16	35926.94

Source: www.bseindia.com



10. Shareholding details

Distribution of Shareholding by ownership, March 31, 2019

Category		No. of Shares Held	% of Shareholding
A	Promoter's holding		
	a) Indian Promoters	5167030	46.97
	b) Persons acting in concert.	1265474	11.50
	Sub-Total	6432504	58.47
B	(i) Non-Promoters Holding		
	a) Mutual Funds and UTI	0	0.00
	b) Banks, Financial Institutions, Insurance Companies (Central/State Govt. Institutions/Non-Government Inst.)	0	0
	c) FII's	0	0.00
	d) Foreign Portfolio Investors	0	0.00
	Sub-Total	0	0.00
	(ii) Others		
	a) Private Corporate Bodies	264708	2.41
	b) Indian Public / others	3821140	34.74
	c) NRIs. / OCBs.	311044	2.83
	d) Trusts	50	0.00
	e) IEPF	171024	1.55
	Sub-Total	4567966	41.53
	Grand Total	11000470	100.00

Distribution of Shareholding by size, March 31, 2019

Number of Shares	Number of Shareholders	Shareholders %	Number of Shares held	Shareholding %	
1	500	6929	86.24	952975	8.67
501	1000	546	6.80	448176	4.07
1001	2000	278	3.46	415183	3.77
2001	3000	116	1.44	293669	2.67
3001	4000	33	0.41	115710	1.05
4001	5000	35	0.43	163956	1.49
5001	10000	46	0.57	339004	3.08
10001 and above		52	0.65	8271797	75.20
TOTAL		8035	100.00	11,000,470	100.00

Shares held in physical and dematerialised form as on March 31, 2019

Physical	3,00,490	2.73%
Dematerialised	10,699,980	97.27%
Total	11,000,470	100.00%

Outstanding ADRS, GDRS, Warrants or any convertible instruments, conversion date and impact on Equity:

The Company has not made any ADRs, GDRs, Warrants or any convertible instruments issues in the recent past. Thus, there are no outstanding ADRs, GDRs, Warrants or any convertible instruments till date.

Share Transfer System:

The Company has outsourced its share transfer function to Bigshare Services Pvt. Ltd. which is registered with SEBI as Category 1 Registrar for all work related to share registry of both physical and electronic mode.

11. Plant Locations:

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

Sr. No.	Plant Location	Address
1	Daman Unit I	98/4 Prima House, Daman Industrial Estate, Kadaiya, Nani Daman, Daman (U.T.), Pin - 396 210.
2	Daman Unit II	85/1, Prima House, Daman Industrial Estate, Kadaiya, Nani Daman, Daman (U.T.), Pin - 396 210.
3	Kerala	Door No.X/588-Q/A, KINFRA-SIP, Survey No.508 (Part), Block No.32, Nellad P.O., Mazhuvannur Village, Ernakulam District, Kerala – 686 669.
4	Andhra Pradesh	Plot No.543, APIIC Growth Centre, Gundlapalli, Ongole, Andhra Pradesh

12. Other Disclosures:

a) Related party Transactions

Your Company places all the details of related party transactions before the Audit Committee periodically. The Register of Contracts/ statement of related party transactions, is also placed before the Board / Audit Committee regularly;

A comprehensive list of related party transactions, as required by Regulation 23 of SEBI Listing Regulations, 2015 and the Accounting Standard (AS-18) issued by the Institute of Chartered Accountants of India, forms part of the Notes to the Accounts in the Annual Report. The Board has approved a policy for related party transactions and policy which has been uploaded on the Company's website and can be accessed at www.primaplastics.com

As at March 31, 2019, the loan granted to Subsidiary Company, became Material Transaction due to fluctuation in foreign exchange. The approval of members for material transaction will be placed at ensuing AGM.

b) The Policy for determining material subsidiary is also uploaded on Website and can be accessed on www.primaplastics.com

c) Details of non-compliance

The Company has complied with all requirements of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 as well as the other regulations and guidelines of SEBI. Consequently, there were no strictures or penalties imposed by either SEBI or the Stock Exchanges or any statutory authority for non-compliance of any matter related to the capital markets during the last three years.

d) Vigil Mechanism / Whistle Blower Policy

As part of the Code of Conduct, the Company has a Whistle Blower Policy, any instance of non-adherence to the policy or any observed unethical behaviour's is to be brought to the attention of the Managing Director and / or Chairman of the Audit Committee. It is also confirmed that no person has been denied access to the Audit Committee.

e) Risk Management

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

f) **Commodity price risk or foreign exchange risk and hedging activities:** The Company does not deal in commodities and hence the disclosure pursuant to SEBI Circular dated November 15, 2018 is not required to be given. For a detailed discussion on foreign exchange risk and hedging activities, please refer to Management Discussion and Analysis Report.

g) Credit Rating

The Company's financial discipline and prudence is reflected in strong credit rating ascribed by CRISIL. Following credit ratings were obtained by the Company along with revision thereof in last FY 2018-19

	As at May, 10, 2018	As at October 12, 2018	As at February 12, 2019
Total Bank loan facilities rated	₹ 40.00 Crores	₹ 40.00 Crores	₹ 40.00 Crores
Long Term Rating	CRISIL BBB / Positive	CRISIL BBB/ Stable	CRISIL BBB- / Stable
Short Term Rating	CRISIL A3+	CRISIL A3+	CRISIL A3

h) **Corporate Governance**

Company had complied with Corporate Governance requirements specified in Regulations 17 to 27 and clause (b) to (i) of sub regulation (2) of Regulation 46 of SEBI Listing Regulations

The Company is in compliance of all the mandatory requirements of Corporate Governance. Further under the discretionary requirements as specified in Part E of Schedule II your company have appointed separate persons for the post of Chairman and Managing Director and have enabled direct reporting of Internal Auditors' to the Audit Committee.

A Compliance Certificate from Practising Company Secretaries regarding compliance of conditions of Corporate Governance is annexed with the Report.

- i) A certificate has been received from Sadashiv V Shet, Practising Company Secretaries, that none of the Directors on the Board of the Company has 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 statutory authority.

j) **Code of Business Conduct and Ethics**

The Board of Directors has laid down Code of Conduct ("Code(s)" for the Non-Executive Directors, Executive Directors and designated employees in the Senior Management. The Code have been posted on the Company's website – www.primaplastics.com. All the Board Members and Senior Management Personnel of the Company have affirmed compliance with the Code of Conduct as applicable to them for the year ended March 31, 2019. A declaration to this effect signed by Shri Dilip M. Parekh (DIN – 00166385) Managing Director & KMP is annexed to this Report.

- k) Khimji Kunverji & Co LLP, (Formerly Khimji Kunverji & Co - 105146W) Chartered Accountants are Statutory Auditors of the Company. The particulars of payment of Statutory Auditors' fees, on consolidated basis is given below:

(₹)

Services as statutory auditors (including quarterly audits)	1,005,000
SSAE16 and Other matters	180,000
Re-imbusement of out-of-pocket expenses	35,600
Total	1,220,600

- l) **DISCLOSURE AS PER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013**

As per the requirement of The Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 ('Act') and Rules made thereunder, your Company has constituted Internal Complaints Committees and comply provision to constitution of Committee. In line with the said provisions, during the year the Company has not received any complaints with allegations of sexual harassment.

Workplace sexual harassment complaints received during the year	2018-19
Number of cases filed	Nil
Disposal through conciliation	Nil
Pending cases	Nil
Number of workshops & awareness programme conducted	4 (at different units)

13. Address for Correspondence and Shareholders Assistance:

1. Investors can communicate at the following address:

Ms. Nidhi M. Shah – Company Secretary cum Compliance Officer,

M/s. Prima Plastics Limited, 41, National House,

Opp. Ansa "A" Building, Saki Vihar Road, Powai, Andheri (E), Mumbai – 400 072.

Tel. No. + 91 22 - 2857 4768 / 2857 4769 * Fax No. + 91 22 - 2857 2859 * E-mail: investor@primaplastics.com

2. M/s. Bigshare Services Pvt. Ltd. (R&T AGENT)

Unit : Prima Plastics Limited,

1st floor, Bharat Tin Works Bldg., Opp. Vasant Oasis,

Makwana Road, Marol, Andheri (East), Mumbai – 400 059.

Shareholder holding shares in Demat mode should address all their correspondence to the respective Depository Participants.

14. Transfer of unpaid/unclaimed amount & shares to IEPF fund:

During the year under review the Company has credited unclaimed dividend of FY 2010-11 amounting to ₹ 310773 to IEPF pursuant to section 124(5) of the Companies Act, 2013. Further pursuant to Section 124(6) of the Act, 11705 shares in respect to which dividend was unpaid & unclaimed for the FY 2010-11 or earlier financial years were also transferred to IEPF.

The voting rights on the above shares shall remain frozen till the rightful owner of such shares claims the shares.

Before transferring such shares, In the interest of the shareholders, the Company sends periodical reminders to the shareholders to claim their dividends in order to avoid transfer of dividends/shares to IEPF Authority. Notices in this regard are also published in the newspapers and the details of unclaimed dividends and shareholders whose shares are liable to be transferred to the IEPF Authority, are uploaded on the Company's website.

The members who wish to claim on above dividends and shares may claim the same from IEPF Authority by submitting an online application in the prescribed Form No. IEPF-5 available on the website www.iepf.gov.in and sending a physical copy of the same, duly signed to the Company, along with requisite documents enumerated in the Form No. IEPF-5. No claims shall lie against the Company in respect of the dividend/shares so transferred. The Members/Claimants can file only one consolidated claim in a financial year as per the IEPF Rules.

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

Dividend Year	Date Of Declaration	Proposed date to transfer the amount to IEPF	Proposed amount
2011-2012	08-09-2012	12-10-2019	327,578.00
2012-2013	14-09-2013	18-10-2020	352,355.00
2013-2014	20-09-2014	24-10-2021	377,074.00
2014-2015	24-09-2015	28-10-2022	561,274.50
2015-2016 Int1	05-02-2016	12-03-2023	367,952.00
2015-2016 Int2	16-03-2016	22-04-2023	392,180.00
2016-2017	12-08-2017	18-09-2024	784,870.00
2017-2018	25.08.2018	27-09-2025	483,984.00

15. CEO/CFO Certification:

The Managing Director and the Chief Financial Officer of the Company gave annual certification on financial reporting and internal controls to the Board in terms of regulation 17(8) read with Part 8 of Schedule II of the SEBI Regulations, 2015. The Managing Director and the Chief Financial Officer also give quarterly certification on financial results while placing the financial results before the Board in term of Regulation 33 of the SEBI Regulations, 2015. The annual certification given by the Managing Director and the Chief Financial Officer is annexed to this report.

For and on behalf of the Board of Directors

Bhaskar M. Parekh
(DIN – 00166520)
Executive Chairman

Date : May 22, 2019
Place : Mumbai

PRACTICING COMPANY SECRETARY'S CERTIFICATE UNDER SUB-PARA 10(i) OF PART C OF SCHEDULE V OF SEBI (LODR), REGULATIONS, 2015

To,

The Members
Prima Plastics Limited
98/4 Prima House Daman Industrial Estate
Kadaiya Nani Daman, Daman, 396210

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Prima Plastics Limited having CIN: L25206DD1993PLC001470 and having registered office at 98/4 Prima House Daman Industrial Estate, Kadaiya Nani Daman, 396210 (hereinafter referred to as 'the Company'), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2019 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.

Sr. No.	Name of the Company	DIN	Date of Appointment in the Company
1	Mr. Bhaskar M. Parekh	00166520	17/11/1993
2.	Mr. Mulchand S. Chheda	00179932	05/12/1994
3.	Mr. Krishnakant V. Chitalia	00355215	18/06/1996
4.	Mr. Rasiklal M. Doshi	00239580	18/06/1996
5.	Ms. Hina V. Mehta	07201194	29/05/2015
6.	Mr. Dilip M. Parekh	00166385	17/11/1993
7.	Mr. Snehal Natvarlal Muzoomdar	00729992	29/01/2019

Ensuring the eligibility of for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our 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.

Sadashiv V. Shet
Practicing Company Secretary
CP No.: 2540; Membership No.: 2477

Date: May 22, 2019
Place: Panaji, Goa

DECLARATION UNDER REGULATION 34(3) READ WITH PART D OF SCHEDULE V OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

It is hereby declared that all the Board Members and Senior Management Personnel of the Company have affirmed adherence to and compliance with the Code of Conduct for the year ended March 31, 2019.

For and on behalf of the Board of Directors

Date: May 22, 2019
Place: Mumbai

Dilip M. Parekh
(DIN – 00166385)
Managing Director

CERTIFICATION BY CEO/CFO UNDER REGULATION 17(8) READ WITH PART B OF SCHEDULE II OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

The Board of Directors of Prima Plastics Ltd.

- A. We have reviewed audited financial statements for the year ended on March 31, 2019 and that to the best of our knowledge and belief:
- (1) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.
 - (2) these statements together present a true and fair view of the listed entity's affairs and are in compliance with Indian accounting standards, applicable laws and regulations.
- B. There are, to the best of our knowledge and belief, no transactions entered into by the listed entity during the year ended on March 31, 2019, which are fraudulent, illegal or violative of the listed entity's code of conduct.
- C. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the listed entity pertaining to financial reporting and we have disclosed to the auditors and the 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 propose to take to rectify these deficiencies.
- D. We have indicated to the auditors and the Audit Committee
- (1) There is no significant changes in internal control over financial reporting during the year ended on March 31, 2019;
 - (2) There is no significant changes in accounting policies and the Company has complied with Ind AS guidelines as applicable to the Company;
 - (3) There is no instances of significant fraud of which we have become aware and the involvement therein, of the management or an employee having a significant role in the listed entity's internal control system over financial reporting.

For Prima Plastics Ltd.

Date: May 22, 2019
Place: Mumbai

Dharmesh Sachade
Chief Financial Officer
M.No. 139349

Dilip M. Parekh
(DIN – 00166385)
Managing Director

**PRACTICING COMPANY SECRETARY'S CERTIFICATE ON COMPLIANCE OF
CONDITIONS OF CORPORATE GOVERNANCE**

To,

The Members
Prima Plastics Limited

I have examined the compliance of conditions of Corporate Governance by **PRIMA PLASTICS LIMITED** (the Company), for the financial year ended on **31st March, 2019**, as stipulated under the relevant clauses of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The compliance of conditions of Corporate Governance is the responsibility of the Management. My examination was limited to a review of procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In my opinion and to the best of my information and according to the explanations given to me and based on the representations made by the Directors & the Management, I certify that the Company has complied with the conditions of Corporate Governance as stipulated in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

I further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

Date: May 22, 2019
Place: Panaji, Goa

Sadashiv V. Shet
Practicing Company Secretary
CP No.: 2540; Membership No.: 2477

INDEPENDENT AUDITOR'S REPORT

To the Members of
Prima Plastics Limited

Report on the Audit of the standalone Ind AS Financial Statements

Opinion

We have audited the accompanying standalone Ind AS financial statements of Prima Plastics Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2019, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Cash Flow Statement for the year then ended, and notes to the standalone Ind AS financial statements, including a summary of the significant accounting policies and other explanatory information (herein after referred to as "standalone Ind AS financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the standalone Ind AS financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2019, its profit (including other comprehensive income), changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those SAs are further described in the Auditor's Responsibilities for the Audit of the standalone Ind AS financial statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the 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.

Key Audit Matters

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

Description of Key Audit Matters:

Key Audit Matters	How the matter was addressed in our audit
<p>Revenue Recognition – Discounts, incentives, rebates etc</p> <ul style="list-style-type: none"> Revenue is measured net of discounts, incentives, rebates etc. earned by customers on the Company's sales. Due to the Company's presence across different marketing regions within the country and the competitive business environment, the estimation of the various types of discounts, incentives and rebate schemes to be recognised based on sales made during the year is considered to be complex and judgmental. Therefore, there is a risk of revenue being misstated as a result of faulty estimations over discounts, incentives and rebates. Given the judgement required to estimate the amount of provisions, this is a key audit matter. 	<p>Our procedures included:</p> <ul style="list-style-type: none"> Assessing the appropriateness of the Company's accounting policies relating to discounts, incentives, rebates, etc by comparing with applicable accounting standards. Assessing the design and testing the implementation and operating effectiveness of Company's internal controls over the approvals, calculation, provision and disbursement of discounts, incentives and rebates. Obtaining management's calculations for discounts, incentives and rebates accruals under applicable schemes on a sample basis and comparing the accruals made with the approved schemes. Obtaining and inspecting, on a sample basis, supporting documentation for discounts, incentives and rebates recorded and disbursed during the year as well as credit notes issued after the year end date to determine whether these were recorded appropriately. Comparing the historical trend of payments and reversal of discounts, incentives and rebates to provisions made to determine the appropriateness of current year provisions. Examining manual journals posted to discounts, rebates and incentives to identify unusual or irregular items.

Other Information

The Company's management and Board of Director are responsible for the other information. The Other information comprises the information included in the company's annual report, but does not include the financial statements and our auditor's report thereon. The other information is expected to be made available to us after the date of this auditor's report.

Our Opinion on the accompanying standalone Ind AS 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 accompanying standalone Ind AS financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with accompanying standalone Ind AS financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

When we read the other information included in the Company's annual report, if we concluded that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

Management's Responsibility for the Standalone Ind AS 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 Ind AS financial statements that give a true and fair view of the state of affairs, profit and 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") prescribed 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 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 Ind AS 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 Ind AS financial statements, management and Board of Director 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 management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditor's Responsibility for the Audit of the standalone Ind AS Financial Statements

Our objectives are to obtain reasonable assurance about whether the standalone Ind AS financial statements as 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 assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone Ind AS Financial Statements.

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

1. Identify and assess the risks of material misstatement of the standalone Ind AS 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.
2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
4. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone Ind AS 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.
5. Evaluate the overall presentation, structure and content of the standalone Ind AS financial statements, including the disclosures, and whether the standalone Ind AS financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone Ind AS 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

- A. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government 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.
- B. As required by Section 143(3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit,
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books,
 - c) The Balance Sheet, the Statement of Profit and Loss (including other comprehensive income), the Statement of Changes in Equity and Cash Flow Statement and dealt with by this Report are in agreement with the books of account,
 - d) In our opinion, the aforesaid standalone Ind AS financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act,
 - e) On the basis of the written representations received from the directors as on March 31, 2019 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2019 from being appointed as a director in terms of Section 164(2) of the Act, and
 - 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".
- C. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact of pending litigations as at March 31, 2019 on its financial position in its standalone Ind AS financial statements - Refer Note 31 (A) to the standalone Ind AS financial statements.
 - ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long term contracts including derivative contracts- Refer Note 50 to the standalone Ind AS financial statements. The Company did not have any other long-term contracts for which there were any material foreseeable losses.
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
 - iv. The disclosure in the standalone Ind AS financial statements regarding holdings and well as dealings in specified bank notes during the period from 8 November 2016 to 30 December 2016 have not been made in these financial statements since they do not pertain to the financial year ended March 31, 2019 - Refer Note 51 to the standalone Ind AS financial statements.
- D. With respect to the matter to be included in the Auditors' Report under Section 197(16) of the Act, in our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) which are required to be commented upon by us.

For Khimji Kunverji & Co LLP

(Formerly Khimji Kunverji & Co – 105146W)
Chartered Accountants

Gautam V. Shah

Partner (F- 117348)

Mumbai

May 22, 2019

Annexure A to the Independent Auditor's Report – March 31, 2019

[referred to in paragraph A under 'Report on Other Legal and Regulatory Requirements' section of our report of even date]

- i. (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- (b) The Company has a regular programme of physical verification of its fixed assets by which all fixed assets are verified in a phased manner over a period of three years. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the programme, certain fixed assets were physically verified by the Management during the year. In our opinion, and according to the information and explanations given to us, no material discrepancies were noticed on such verification.
- (c) In our opinion and according to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties are held in the name of the Company.
- ii. The inventory, except for goods-in-transit has been physically verified by the management at reasonable intervals during the year. In our opinion, the frequency of such verification is reasonable. For goods- in- transit, subsequent goods receipt have been verified. The discrepancies noticed on verification between the physical stocks and the book records were not material.
- iii. In our opinion and according to the information and explanations given to us, the Company has not granted any loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under Section 189 of the Act. Accordingly, paragraph 3(iii) of the Order is not applicable to the Company.
- iv. In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Sections 185 and 186 of the Act, with respect to the loans given, investments made, guarantees given and security provided.
- v. In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits from the public during the year in terms of the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the rules framed there under. Accordingly, paragraph 3(v) of the Order is not applicable to the Company.
- vi. We have broadly reviewed the books of account maintained by the Company as specified under Section 148(1) of the Act, for maintenance of cost records in respect of products manufactured by the Company, 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 cost records with a view to determine whether they are accurate or complete.
- vii. (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted/accrued in the books of account in respect of undisputed statutory dues including Provident Fund, Employees' State Insurance, Income-tax, Goods and service tax , Duty of Customs, Cess and other material statutory dues have been regularly deposited during the year by the Company with the appropriate authorities.

According to the information and explanations given to us, no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Income-tax, Goods & Service Tax, Duty of Customs, Cess and other material statutory dues were in arrears as at March 31, 2019 for a period of more than six months from the date they became payable.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no dues of Income Tax, Sales Tax, Service Tax, Goods and Service Tax, Duty of Customs, Duty of Customs and Value added Tax, which have not been deposited as on March 31, 2019 on account of disputes.
- viii. According to the information and explanations given to us, and based on the records of the Company, the Company has not defaulted in the repayment of loans or borrowings to financial institutions, banks, government and dues to debenture holders.
- ix. According to the information and explanations given to us, the term loans have been applied by the Company during the year for the purposes for which they were obtained. The Company did not raise money by way of initial public offer or further public offer (including debt instruments) during the year.
- x. According to the information and explanations given to us, no fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.
- xi. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act.
- xii. In our opinion and according to the information and explanations given to us, the Company is not a Nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable to the Company.

- xiii. According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with Sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the standalone Ind AS financial statements as required by the applicable accounting standards.
- xiv. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, paragraph 3(xiv) of the Order is not applicable to the Company.
- xv. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with them. Accordingly, paragraph 3(xv) of the Order is not applicable to the Company.
- xvi. According to the information and explanations given to us, the Company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934. Accordingly, paragraph 3(xvi) of the Order is not applicable to the Company.

For Khimji Kunverji & Co LLP

(Formerly Khimji Kunverji & Co – 105146W)

Chartered Accountants

Gautam V. Shah

Partner (F- 117348)

Mumbai

May 22, 2019

Annexure B to the Independent Auditors' Report – March 31, 2019

[referred to in paragraph B(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date]

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Act

We have audited the internal financial control over financial reporting of Prima Plastics Limited ("the Company") as at March 31, 2019 in conjunction with our audit of the standalone Ind AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management and Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountant of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013 ("the Act").

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to standalone Ind AS financial Statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting ("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 Ind AS 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 Ind AS 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 system with reference to standalone Ind AS financial statements and their operating effectiveness. Our audit of internal financial controls with reference to standalone Ind AS 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 judgment, including the assessment of the risks of material misstatement of the standalone Ind AS financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls with reference to Standalone Ind AS financial statements

A Company's internal financial control with reference to standalone Ind AS financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of standalone Ind AS financial statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial control with reference to standalone Ind AS financial statements include those policies and procedures that:

- (a) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company;
- (b) provide reasonable assurance that transactions are recorded as necessary to permit preparation of standalone Ind AS financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorisations of management and directors of the Company; and
- (c) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the standalone Ind AS financial statements.

Inherent Limitations of Internal Financial Controls with reference to Standalone Ind AS financial statements

Because of the inherent limitations of internal financial with reference to standalone Ind AS financial statements, 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 standalone Ind AS financial statements to future periods are subject to the risk that the internal financial control with reference to standalone Ind AS financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

According to the information and explanation given to us, the Company has framed process document and risk control matrix for certain key processes relating to internal financial controls system over financial reporting. In our opinion, considering the internal control over financial reporting criteria established by the Company and the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI and to justify existence and operative effectiveness of the said controls, the Company need to strengthen the documentation of identified risk & controls to make it commensurate with the size of the Company and nature of its business.

For Khimji Kunverji & Co LLP

(Formerly Khimji Kunverji & Co – 105146W)

Chartered Accountants

Gautam V. Shah

Partner (F- 117348)

Mumbai

May 22, 2019

STANDALONE BALANCE SHEET AS AT MARCH 31, 2019

Particulars	Note	As at March 31, 2019 ₹	As at March 31, 2018 ₹
ASSETS			
1. Non - Current Assets			
Property, Plant and Equipment	1	248,644,817	249,282,295
Capital Work in Progress		1,234,100	592,685
Intangible Assets	1	663,338	817,842
Financial Assets			
(i) Investments	2	42,205,470	42,205,470
(ii) Loans	3	157,624,640	150,140,420
(iii) Other Non Current Financial Assets	4	2,526,071	1,254,999
Income Tax Assets (Net)		3,109,474	5,398,637
Other Non-Current Assets	5	2,890,885	1,438,565
Total Non - Current Assets		458,898,795	451,130,913
2. Current Assets			
Inventories	6	233,235,769	221,423,078
Financial Assets			
(i) Trade Receivables	7	262,383,622	210,293,279
(ii) Cash and Cash Equivalents	8	7,051,375	15,503,932
(iii) Bank Balances other than Cash and Cash Equivalents	9	7,836,575	8,293,424
(iv) Loans	10	7,547,471	15,996,498
(v) Other Current Financial Assets	11	41,473,207	44,817,991
Other Current Assets	12	22,984,468	25,797,425
Total Current Assets		582,512,487	542,125,627
TOTAL ASSETS		1,041,411,282	993,256,540
EQUITY AND LIABILITIES			
1. Equity			
Equity Share Capital	13	110,004,700	110,004,700
Other Equity	14	556,247,437	528,429,970
Total Equity		666,252,137	638,434,670
2. Non-Current Liabilities			
Financial Liabilities			
(i) Borrowings	15	35,577,214	36,042,577
Provisions	16	-	360,908
Deferred Tax Liabilities (Net)	17	24,642,247	25,461,154
Total Non-Current Liabilities		60,219,461	61,864,639
3. Current Liabilities			
Financial Liabilities			
(i) Borrowings	18	257,400,084	241,529,270
(ii) Trade Payables			
(a) Total Outstanding dues of Micro Enterprises and Small Enterprises		8,096,854	-
(b) Total Outstanding dues of Creditors other than Micro Enterprises and Small Enterprises	19	6,981,136	17,882,731
(iii) Other Current Financial Liabilities	20	27,536,860	17,676,609
Other Current Liabilities	21	8,815,039	7,648,529
Provisions	22	6,109,711	8,220,092
Total Current Liabilities		314,939,684	292,957,231
TOTAL EQUITY AND LIABILITIES		1,041,411,282	993,256,540
Significant Accounting Policies	30		
The accompanying Notes are an integral part of the Standalone Financial Statements			

As per our Report of even date attached

For Khimji Kunverji & Co LLP
(Formerly Khimji Kunverji & Co - 105146W)
Chartered Accountants

Gautam V. Shah
Partner (F - 117348)

Mumbai
May 22, 2019

Dharmesh R. Sachade **Nidhi Shah**
Chief Financial Officer Company Secretary
M. No.139349 M. No. A34893

For and on behalf of the Board of
Directors of Prima Plastics Limited
CIN : L25206DD1993PLC001470

Bhaskar M. Parekh **Dilip M. Parekh**
Executive Chairman Managing Director
DIN No. 00166520 DIN No. 00166385

STANDALONE STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED ON MARCH 31, 2019

Particulars	Note	Year ended March 31, 2019 ₹	Year ended March 31, 2018 ₹
I. Revenue From Operations	23	1,113,999,037	963,844,768
II. Other Income	24	47,845,474	38,993,203
III. Total Revenue (I+II)		1,161,844,511	1,002,837,971
IV. Expenses			
Cost of Materials Consumed	25	727,123,509	598,919,979
Purchase of Stock-in-Trade		38,901,276	14,363,031
Changes in Inventories of Finished Goods, Stock-in-Trade and Work-in-Progress	26	(36,452,980)	(30,464,947)
Excise Duty (Refer Note 49)		-	22,594,636
Employee Benefits Expense	27	119,539,532	95,175,827
Finance Costs	28	24,788,146	14,577,155
Depreciation and Amortisation Expenses	1	20,104,202	14,729,779
Other Expenses	29	199,124,887	168,330,030
Total Expenses		1,093,128,572	898,225,490
V. Profit Before Tax (III-IV)		68,715,939	104,612,481
VI. Tax Expense			
Current Tax		14,736,077	23,419,825
Deferred Tax Expense		(679,428)	5,821,717
Total Tax Expense		14,056,649	29,241,542
VII. Profit after Tax (V-VI)		54,659,290	75,370,939
VIII. Other Comprehensive Income			
(i) Items that will not be reclassified to profit or loss.		(501,362)	(960,613)
(ii) Income Tax relating to the Items that will not be reclassified to profit or loss.		139,479	332,468
Other Comprehensive Income for the year		(361,883)	(628,145)
IX. Total Comprehensive Income for the year (VII+VIII)		54,297,407	74,742,794
X. Earnings per equity share (Face Value ₹ 10 each)			
- Basic	37	4.97	6.85
- Diluted	37	4.97	6.85
Significant Accounting Policies	30		
The accompanying Notes are an integral part of the Standalone Financial Statements			

As per our Report of even date attached

For Khimji Kunverji & Co LLP
(Formerly Khimji Kunverji & Co - 105146W)
Chartered Accountants

Gautam V. Shah
Partner (F - 117348)

Mumbai
May 22, 2019

Dharmesh R. Sachade Chief Financial Officer
M. No.139349

Nidhi Shah Company Secretary
M. No. A34893

For and on behalf of the Board of
Directors of Prima Plastics Limited
CIN : L25206DD1993PLC001470

Bhaskar M. Parekh Executive Chairman
DIN No. 00166520

Dilip M. Parekh Managing Director
DIN No. 00166385

Standalone Statement of Changes in Equity (SOCIE) for the year ended March 31, 2019

A. Equity Share Capital

For the year ended March 31, 2019

₹

Balance as at April 01, 2018	Changes in Equity Share Capital during the year	Balance as at March 31, 2019
110,004,700	-	110,004,700

For the year ended March 31, 2018

Balance as at April 01, 2017	Changes in Equity Share Capital during the year	Balance as at March 31, 2018
110,004,700	-	110,004,700

B. Other Equity

For the year ended March 31, 2019

₹

Particulars	Securities Premium	General Reserve	Retained Earnings	Total
Balance at the beginning of the reporting period	13,080,000	115,656,286	399,693,684	528,429,970
Profit for the year	-	-	54,659,290	54,659,290
Remeasurement Gain/(Loss) on Defined Benefit Plan	-	-	(361,883)#	(361,883)
Total Comprehensive Income for the year	-	-	54,297,407	54,297,407
Dividend (Including Tax on Dividend)	-	-	(26,479,940)	(26,479,940)
Transfer from Retained Earnings	-	5,000,000	(5,000,000)	-
Balance at the end of the reporting period	13,080,000	120,656,286	422,511,151	556,247,437

For the year ended March 31, 2018

₹

Particulars	Securities Premium	General Reserve	Retained Earnings	Total
Balance at the beginning of the reporting period	13,080,000	110,656,286	356,430,830	480,167,116
Profit for the year	-	-	75,370,939	75,370,939
Remeasurement Gain/(Loss) on Defined Benefit Plan	-	-	(628,145)@	(628,145)
Total Comprehensive income for the year	-	-	74,742,794	74,742,794
Dividend (Including Tax on Dividend)	-	-	(26,479,940)	(26,479,940)
Transfer from Retained Earnings	-	5,000,000	(5,000,000)	-
Balance at the end of the reporting period	13,080,000	115,656,286	399,693,684	528,429,970

Net of Tax Amounting to ₹ 139,479

@ Net of Tax Amounting to ₹ 332,468

The accompanying Notes are an integral part of the Standalone Financial Statement

As per our Report of even date attached

For Khimji Kunverji & Co LLP
(Formerly Khimji Kunverji & Co - 105146W)
Chartered Accountants

Gautam V. Shah
Partner (F - 117348)

Mumbai
May 22, 2019

Dharmesh R. Sachade
Chief Financial Officer
M. No.139349

Nidhi Shah
Company Secretary
M. No. A34893

For and on behalf of the Board of
Directors of Prima Plastics Limited
CIN : L25206DD1993PLC001470

Bhaskar M. Parekh
Executive Chairman
DIN No. 00166520

Dilip M. Parekh
Managing Director
DIN No. 00166385

CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2019

	Year ended March 31, 2019 ₹	Year ended March 31, 2018 ₹
A. Cash Flow from Operating Activities		
<u>Net Profit Before Extraordinary Items and Tax</u>	68,715,939	104,612,481
<u>Adjustments :</u>		
Depreciation	20,104,202	14,729,779
Interest Expenses	22,991,068	10,354,794
Provision for doubtful debts and Bad Debts W/off	4,472,104	5,360,323
Impairment of Assets	-	301,445
(Profit) / Loss on Sale of Assets	(1,114,472)	60,968
Dividend Income	(28,402,207)	(29,439,046)
Interest Income	(11,612,441)	(8,889,685)
Other (Income)/Expenses	-	(58,434)
Fair Valuation of lease deposits	-	(128,226)
Operating Profit before Working Capital Changes	75,154,193	96,904,399
Changes in Working Capital		
<u>Adjustments for (Increase)/Decrease in Operating Assets:</u>		
Trade Receivables	(56,562,447)	(76,422,104)
Inventories	(11,812,691)	(60,347,260)
Other Assets	(4,471,472)	(106,886,266)
<u>Adjustments for Increase/(Decrease) in Operating Liabilities:</u>		
Trade Payables	(2,804,741)	(850,610)
Short Term Provisions	(2,972,651)	(2,101,975)
Other Current Liabilities	11,026,761	11,860,649
Cash Generated From Operations	7,556,952	(137,843,167)
Income Tax Paid	(12,446,921)	(33,214,562)
<u>Net Cash Inflow / (Outflow) from Operating Activities (A)</u>	(4,889,969)	(171,057,729)
B. Cash Flow from Investment Activities		
Purchase of Fixed Assets	(19,749,778)	(69,611,015)
Sale of Fixed Assets	1,552,036	210,001
Capital Work-in-Progress	(641,415)	(592,685)
Interest	11,612,441	38,387,165
Dividend	28,402,207	-
Proceeds from inter-corporate deposits	10,000,000	
Redemption/(Investment) in other bank deposits	(1,331,568)	-1,489,160
<u>Net Cash Inflow from Investing Activities (B)</u>	29,843,923	(33,095,694)

CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2019

	Year ended March 31, 2019 ₹	Year ended March 31, 2018 ₹
C. Cash Flow from Financing Activities		
Repayment of Long Term Borrowings	(465,363)	34,537,951
Proceeds from Short Term Borrowings	15,870,814	196,073,892
Interest Paid	(22,991,068)	(10,354,794)
Dividend Paid (including Tax on Dividend)	(26,479,940)	(26,479,940)
Net Cash Inflow / (Outflow) from Financing Activities(C)	(34,065,557)	193,777,109
Net Increase/(Decrease) In Cash and Cash Equivalents (A+B+C)	(9,111,603)	(10,376,314)
Cash & Cash Equivalents as at March 31, 2019 (Refer Note iii)	4,035,560	13,147,163
Cash & Cash Equivalents as at March 31, 2018 (Refer Note iii)	13,147,163	23,523,477

Notes:

- i) The Cash Flow statement has been prepared under the "Indirect Method" as set out Indian Accounting Standard (Ind AS-7) Statement of cash flows.
- ii) Previous year's figures have been regrouped / recasted wherever necessary.
- iii) Reconciliation of Cash and Cash Equivalents

	March 31, 2019	March 31, 2018
Cash and Cash Equivalents (Refer Note 8)	7,051,375	15,503,932
Less: Fixed Deposits earmarked for specific purpose considered under Investing Activities	3,015,815	2,356,769
Total	4,035,560	13,147,163

- iv) Changes in liabilities in arising from financing activities:

Particulars	Non Cash Changes			
	March 31, 2018	Cash Flows	Non Cash Changes	March 31, 2019
Non Current Borrowings (Including Current Maturity)	42,732,221	8,269,027	-	51,001,248
Current Borrowings	241,529,270	15,870,814	-	257,400,084
Total	284,261,491	24,139,841	-	308,401,332

As per our Report of even date attached

For Khimji Kunverji & Co LLP
(Formerly Khimji Kunverji & Co - 105146W)
Chartered Accountants

Gautam V. Shah
Partner (F - 117348)

Mumbai
May 22, 2019

Dharmesh R. Sachade **Nidhi Shah**
Chief Financial Officer Company Secretary
M. No.139349 M. No. A34893

For and on behalf of the Board of
Directors of Prima Plastics Limited
CIN : L25206DD1993PLC001470

Bhaskar M. Parekh **Dilip M. Parekh**
Executive Chairman Managing Director
DIN No. 00166520 DIN No. 00166385

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

Note 30 (A): Company Overview and Significant Accounting Policies

Company Overview:

The Prima Plastics Limited (“the Company”) is a Public Limited Company, incorporated in India and has registered office at 98/4 Prima House, Daman Industrial Estate, Nani Daman, Daman – 396210. It is incorporated under the Companies Act, 2013 and its shares are listed on the Bombay Stock Exchange Limited. The Company is one of the leading plastic moulded article manufacturing company in India having 4 manufacturing facilities spread across the country.

Significant Accounting Policies:

a) Statement of Compliance:

These standalone financial statements (hereinafter referred to as “financial statements”) are prepared in accordance with the Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time, the relevant provisions of the Companies Act, 2013 (the Act) and guidelines issued by the Securities and Exchange Board of India (“SEBI”), as applicable.

The financial statements are authorised for issue by the Board of Directors of the Company at their meeting held on May 22, 2019.

b) Basis of Preparation of Accounts:

Basis of Preparation:

The financial statements have been prepared on a historical cost basis, except for the following assets and liabilities:

- i. Certain financial assets and liabilities measured at fair value (refer accounting policy regarding financial instruments); and
- ii. Employee’s Defined Benefit Plan as per Actuarial Valuation.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date under current market conditions, regardless of whether that price is directly observable or estimated using another valuation technique.

Functional and Presentation Currency:

The financial statements are presented in Indian Rupees, which is the functional currency of the Company and the currency of the primary economic environment in which the Company operates.

Classification of Assets and Liabilities into Current/Non-Current:

The Company has ascertained its operating cycle as twelve months for the purpose of Current/ Non-Current classification of its Assets and Liabilities.

For the purpose of Balance Sheet, an asset is classified as current if:

- i. It is expected to be realised, or is intended to be sold or consumed, in the normal operating cycle; or
- ii. It is held primarily for the purpose of trading; or
- iii. It is expected to realise the asset within twelve months after the reporting period; or
- iv. The asset is a cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current

Similarly, a liability is classified as current if:

- i. It is expected to be settled in the normal operating cycle; or
- ii. It is held primarily for the purpose of trading; or
- iii. It is due to be settled within twelve months after the reporting period; or
- iv. The Company does not have an unconditional right to defer the settlement of the liability for at least twelve months after the reporting period. Terms of a liability that could result in its settlement by the issue of equity instruments at the option of the counterparty does not affect this classification.

All other liabilities are classified as non-current.

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

c) Property, Plant and Equipment (PPE):

The initial cost of PPE comprises of its purchase price, including import duties and non-refundable purchase taxes, and any directly attributable costs of bringing an asset to working condition and location for its intended use, including relevant borrowing costs and any expected costs of decommissioning.

Subsequent expenditure relating to PPE are capitalized only when it is probable that future economic benefits associated with these will flow to the Company and cost of the item can be measured reliably. All other repairs and maintenance costs are charged to the Statement of Profit and Loss in the period in which the costs are incurred.

If significant parts of an item of PPE have different useful lives, then they are accounted for as separate items (major components) of PPE.

Any gain or loss on disposal of an item of PPE is recognized in the Statement of Profit and Loss.

d) Capital Work in Progress:

Expenditure/ Income during construction period (including financing cost related to borrowed funds for construction or acquisition of qualifying PPE) is included under Capital Work-in-Progress, and the same is allocated to the respective PPE on the completion of their construction. Advances given towards acquisition or construction of PPE outstanding at each reporting date are disclosed as Capital Advances under "Other non-current Assets".

e) Depreciation:

Depreciation on PPE is the systematic allocation of the depreciable amount over its useful life and is provided on a straight-line basis over such useful lives as prescribed in Schedule II to the Act or as per technical assessment conducted by the management. Freehold Land with indefinite life is not depreciated.

Depreciable amount of PPE is the cost of PPE less its estimated residual value. The useful life of PPE is the period over which PPE is expected to be available for use by the Company.

In case of certain classes of PPE, the Company uses different useful lives than those prescribed in Schedule II to the Act. The useful lives have been assessed taking into account the nature of the PPE and the estimated usage of the asset on the basis of management's best estimation of obtaining economic benefits from those classes of assets.

Such classes of assets and their useful lives are as under:

No	Nature	Useful Life
1	Plant and Machinery	15 - 20 Years
2	Moulds	8 - 15 Years
3	Leasehold Land	Over the period of lease agreement

f) Depreciation on additions is provided on a pro-rata basis from the date of acquisition or installation. Depreciation on deductions/ disposals is provided on a pro-rata basis till the date of such sale or disposal.

g) Intangible Assets and Amortization

Intangible assets with finite useful life that are acquired separately are stated at acquisition cost less accumulated amortization and impairment losses, if any. The Company determines the useful life as the period over which the future economic benefits will flow to the Company after taking into account all relevant facts and circumstances. The estimated useful life and amortization method is reviewed periodically, with the effect of any changes in estimate being accounted for on a prospective basis.

Class of intangible assets and their estimated useful lives are as under:

No	Nature	Useful Life
1	Software	5 Years

h) Impairment of Non-Financial Assets:

Assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less cost of disposal and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or groups of assets (cash-generating units).

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

i) Inventories:

Inventories are valued as follows:

Raw Materials:

Value at lower of cost and net realisable value (NRV). However, these items are considered to be realisable at cost, if the finished products, in which they will be used, are expected to be sold at or above cost. Cost is determined on First in First out (FIFO) basis which includes expenditure incurred for acquiring inventories like purchase price, import duties, taxes (net of tax credit) and other costs incurred in bringing the inventories to their present location and condition

Work-in-progress (WIP), finished goods, stock in trade.

Valued at lower of cost or NRV. Cost of finished goods and WIP includes cost of raw materials, cost of conversion and other costs incurred in bringing the inventories to their present location and condition. Cost of inventories is computed on weighted average basis.

Stores & spare parts and packing materials are valued at cost

Waste / Scrap

Waste/Scrap inventory is valued at NRV.

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

j) Borrowing Costs:

General and Specific Borrowing Cost Attributable to acquisition of Qualifying Assets, are capitalised as a part of the cost of such asset up to the date when such assets are ready for its intended use. A qualifying asset is an asset that necessarily takes a substantial period of time to get ready for its intended use. All other borrowing cost are recognised as an expense in the period in which they are incurred.

Borrowing cost includes interest expense and other ancillary costs incurred in connection with borrowing of funds.

k) Government Grants:

Government grants related to income under State Investment Promotion Scheme linked with VAT / GST payment and Reimbursement of certain costs incurred, are recognised in the Statement of Profit and Loss in the period in which they become receivable.

Government grants are not recognised until there is reasonable assurance that the Company will comply with the conditions attached to them and that the grants will be received.

l) Provisions, Contingent Liabilities and Contingent Assets:

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

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects current market assessment of time value of money and, where appropriate, the risks specific to the liability. Unwinding of the discount is recognised in the Statement of Profit and Loss as a finance cost. Provisions are reviewed at each reporting date and are adjusted to reflect the current best estimate.

A present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made, is disclosed as a contingent liability. Contingent liabilities are also disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company.

Claims against the Company where the possibility of any outflow of resources in settlement is remote, are not disclosed as contingent liabilities.

Contingent assets are not recognised in financial statements since this may result in the recognition of income that may never be realised. However, when the realization of income is virtually certain, then the related asset is not a contingent asset and is recognised.

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

m) Revenue Recognition:

(i) Revenue from Contracts with Customers

- Revenue is recognized on the basis of approved contracts regarding the transfer of goods or services to a customer for an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services.
- Revenue is measured at the fair value of consideration received or receivable taking into account the amount of discounts, incentives, volume rebates, outgoing taxes on sales. Any amounts receivable from the customer are recognised as revenue after the control over the goods sold are transferred to the customer which is generally on dispatch of goods.
- Variable consideration - This includes incentives, volume rebates, discounts etc. It is estimated at contract inception considering the terms of various schemes with customers and constrained until it is highly probable that a significant revenue reversal in the amount of cumulative revenue recognised will not occur when the associated uncertainty with the variable consideration is subsequently resolved. It is reassessed at end of each reporting period
- Significant financing component - Generally, the Company receives short-term advances from its customers. Using the practical expedient in Ind AS 115, the Company does not adjust the promised amount of consideration for the effects of a significant financing component if it expects, at contract inception, that the period between the transfer of the promised good or service to the customer and when the customer pays for that good or service will be one year or less.

(ii) Dividend income is accounted for when the right to receive the income is established.

(iii) Interest income is recognised using the Effective Interest Rate Method.

n) Lease:

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee. All other leases are classified as Operating Leases.

• **Operating Lease:**

Lease rentals are charged or recognised in the Statement of Profit and Loss on a straight-line basis over the lease term, except where the payments are structured to increase in line with expected general inflation to compensate for the expected inflationary cost increase.

• **Finance Lease:**

Assets held under finance leases are recognised as assets of the Company at their fair value at the inception of the lease or, if lower, at the present value of the minimum lease payments. The corresponding liability to the lessor is included in the Balance Sheet as a finance lease obligation. Lease payments are apportioned between finance charges and reduction of the lease obligation so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are charged to the Statement of Profit and Loss, unless they are directly attributable to qualifying assets, in which case they are capitalised in accordance with the Company's policy on borrowing costs.

o) Employee Benefit Expense:

• **Defined benefit plan:**

The Company has defined benefit Plans for post-employment benefits, for all employees in the Form of Gratuity administered through trust funded with Life Insurance Corporation of India. The Company's liabilities under Payment of Gratuity Act are determined on the basis of independent actuarial valuation.

The liability in respect of gratuity and other post-employment benefits is calculated using the Projected Unit Credit Method and spread over the period during which the benefit is expected to be derived from employees' services.

Re-measurement of defined benefit plans in respect of post-employment are charged to the Other Comprehensive Income. Remeasurement recognised in OCI is reflected immediately in retained earnings and will not be reclassified to Statement of Profit and Loss.

The present value of the defined benefit plan liability is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds.

The defined benefit obligation recognised in the Balance Sheet represents the actual deficit or surplus in the Company's defined benefit plans. Any surplus resulting from this calculation is limited to the present value of any economic benefits available in the form of refunds from the plans or reductions in future contributions to the plans.

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

- **Defined contribution plan:**

Payments to defined contribution plans are recognised as an expense when employees have rendered service entitling them to the contributions.

The eligible employees of the Company are entitled to receive benefits in respect of provident fund, for which both the employees and the Company make monthly contributions at a specified percentage of the covered employees' salary. The contributions as specified under the law are made to the Government Provident Fund monthly.

- **Short-term employee benefits:**

A liability is recognised for benefits accruing to employees in respect of wages and salaries, annual leave in the period the related service is rendered. Liabilities recognised in respect of short-term employee benefits are measured at the undiscounted amount of the benefits expected to be paid in exchange for the related service.

p) Income Taxes:

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

- **Current Tax:**

Current Tax is measured on the basis of estimated taxable income for the current accounting period in accordance with the applicable tax rates and the provisions of the Income-tax Act, 1961 and other applicable tax laws.

- **Deferred Tax:**

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

Deferred tax liabilities and assets are measured at the tax rates that are expected to be applied to the temporary differences when they reverse, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting date. MAT Credits are in the form of unused tax credits that are carried forward by the Company for a specified period of time, hence it is grouped with Deferred Tax Asset. MAT is recognised as an asset only when and to the extent there is convincing evidence that the Company will pay normal income tax during the specified period.

Current tax assets and current tax liabilities are offset when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle the asset and the liability on a net basis. Deferred tax assets and deferred tax liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities; and the deferred tax assets and the deferred tax liabilities relate to income taxes levied by the same taxation authority.

A deferred tax asset is recognised to the extent that it is probable that future taxable profits will be available against which the temporary difference can be utilized. The carrying amount of Deferred tax liabilities and assets are reviewed at the end of each reporting period date and are reduced to the extent that it is no longer probable.

q) Foreign Currency Transactions:

Foreign currency transactions are recorded at exchange rate prevailing on the date of the transaction. Foreign currency denominated monetary assets and liabilities are restated into the functional currency using exchange rates prevailing on the Balance sheet date. Gains and losses arising on settlement and restatement of foreign currency denominated monetary assets and liabilities are recognised in the statement of profit and loss. Non-monetary items carried at fair value that are denominated in foreign currencies are translated at the rates prevailing at the date when the fair value was determined.

Non-Monetary items that are measured in terms of historical cost in a foreign currency are translated using exchange rate as at the date of initial transactions.

r) Earnings Per Share:

The basic Earnings Per Share ("EPS") is computed by dividing the net profit / (loss) after tax for the year attributable to the equity shareholders by the weighted average number of equity shares outstanding during the year.

For the purpose of calculating diluted earnings per share, net profit/loss after tax for the year attributable to the equity shareholders and the weighted average number of equity shares outstanding during the year are adjusted for the effects of all dilutive equity shares

s) Investment in Subsidiary & Joint Venture:

The Company's investment in its Subsidiary and Joint Venture are carried at cost.

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

t) Financial Instruments:

Financial Assets & Financial Liabilities are recognised when the Company becomes party to contractual provisions of the relevant instrument.

Initial Recognition and Measurement:

All financial assets and liabilities are initially recognised at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities, which are not at fair value through profit or loss, are adjusted to the fair value of the financial assets or financial liabilities on initial recognition. Transaction costs directly attributable to acquisition or issue of financial assets or financial liabilities at fair value through profit or loss are charged to the Statement of Profit and Loss over the tenure of the financial assets or financial liabilities.

Classification and Subsequent Measurement: Financial Assets

- **Financial assets carried at Amortised Cost:**

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

- **Financial assets at fair value through Other Comprehensive Income (FVTOCI):**

A financial asset is measured at FVTOCI if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

- **Financial assets at fair value through profit or loss (FVTPL):**

A financial asset shall be classified and measured at fair value through profit or loss unless it is measured at amortised cost or at fair value through OCI.

- **Classification and Subsequent Measurement: Financial Liabilities**

Financial Liabilities Financial liability are classified as either financial liabilities at FVTPL or 'other financial liabilities'.

- **Financial Liabilities at FVTPL:**

Financial liabilities are classified as at FVTPL when the financial liability is held for trading or are designated upon initial recognition at FVTPL. Gain or losses on liabilities held for trading are recognised in the Statement of profit or loss.

- **Other Financial Liabilities:**

Other Financial liabilities (including borrowings and trade and other payables) are subsequently measured at amortised cost using the effective interest method.

The effective interest method is the method of calculating the amortised cost of a financial liability and of allocating interest expenses over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

- **Impairment of financial assets:**

In accordance with Ind AS 109, the Company uses 'Expected Credit Loss' (ECL) model, for evaluating impairment of financial assets other than those measured at fair value through profit and loss (FVTPL). Expected credit losses are measured through a loss allowance at an amount equal to:

In case of trade receivables Company applies 'simplified approach' which requires expected lifetime losses to be recognised from initial recognition of the receivables. The application of simplified approach does not require the Company to track changes in credit risk. The Company calculates the expected credit losses on trade receivables using a provision matrix on the basis of its historical credit loss experience.

For other assets, the Company uses 12-month ECL to provide for impairment loss where there is no significant increase in credit risk. If there is significant increase in credit risk full lifetime ECL is used.

Derecognition of Financial Instruments:

The Company derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire or when it transfers the financial asset and the transfer qualifies for derecognition under Ind AS 109.

On derecognition of a financial asset, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognised in OCI and accumulated in equity is recognised in the Statement of Profit and Loss.

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

A financial liability (or a part of a financial liability) is derecognised from the Company's Balance Sheet when the obligation specified in the contract is discharged or cancelled or expires. The difference between the carrying amount of the financial liability de-recognised and the consideration paid and payable is recognised in the Statement of Profit and Loss.

u) Cash and Cash Equivalents

Cash and Cash Equivalents in the Balance Sheet comprise cash at bank and in hand and short-term deposits that are readily convertible into cash which are subject to insignificant risk of changes in value and are held for the purpose of meeting short-term cash commitments.

v) Financial Liabilities & Equity Instruments:

• Classification as Debt or Equity

Debt and equity instruments issued by the Company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definition of financial liability and an equity instrument.

• Equity Instrument

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by a Company are recognised at the proceeds received.

w) Segment Reporting - Identification of Segments:

An operating segment is a component of the Company that engages in business activities from which it may earn revenues and incur expenses, whose operating results are regularly reviewed by the company's Chief Operating Decision Maker ("CODM") to make decisions for which discrete financial information is available.

Based on the management approach as defined in Ind AS 108, the CODM evaluates the Company's performance and allocates resources based on an analysis of various performance indicators by business segments and geographic segments.

Note 30 (B): Critical accounting judgements and key sources of estimation uncertainty:

The preparation of the financial statements in conformity with Ind AS 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. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected. In particular, information about significant areas of estimation, uncertainty and critical judgments in applying accounting policies that have the most significant effect on the amounts recognised in the financial statements are included in the following notes:

a) Useful Lives of Property, Plant & Equipment:

The Company uses its technical expertise along with historical and industrial trends for determining the economic life of an asset. The useful life is reviewed by the management periodically and revised, if appropriate. In case of a revision, the unamortised depreciable amount is charged over the remaining useful life of the asset.

b) Defined Benefit Plans :

The cost of the defined benefit plans gratuity and the present value of the gratuity obligation are based on actuarial valuation using the projected unit credit method. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

c) Fair Value Measurement of Financial Instruments:

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

d) Expected Credit Losses on Financial Assets:

The impairment provisions of financial assets are based on assumptions about risk of default and expected timing of collection. The Company uses judgment in making these assumptions and selecting the inputs to the impairment calculation, based on the Company's past history, customer's creditworthiness, existing market conditions as well as forward looking estimates at the end of each reporting period.

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

Note 1 : Property, Plant and Equipment
Current Year Ended March 31, 2019

Particulars	Gross Block				Depreciation & Amortisation				Net Block	
	As at April 1, 2018 (Opening)	Additions	Deletions/ Adjustments	As at March 31, 2019 (Closing)	As at April 1, 2018 (Opening)	For the Year	Deletions/ Adjustments	As at March 31, 2019 (Closing)	As at March 31, 2019 (Closing)	As at March 31, 2019 (Closing)
A] Tangible Assets										
Freehold Land	13,708,918	-	-	13,708,918	-	-	-	-	-	13,708,918
Leasehold Land	934,331	-	-	934,331	21,450	10,725	-	32,175	902,156	902,156
Buildings	63,475,179	3,627,629	-	67,102,808	5,003,734	2,999,923	-	8,003,657	59,099,151	59,099,151
Plant & Machinery	161,337,829	14,164,129	(522,860)	174,979,098	13,206,825	11,821,117	(85,302)	24,942,640	150,036,458	150,036,458
Furniture & Fixtures	988,061	870,808	-	1,858,869	178,902	132,813	-	311,715	1,547,154	1,547,154
Office Equipments	3,602,373	950,412	-	4,552,785	1,247,937	955,831	-	2,203,768	2,349,017	2,349,017
Vehicles	29,527,186	-	-	29,527,186	4,632,734	3,892,489	-	8,525,223	21,001,963	21,001,963
Total Tangible Assets	273,573,877	19,612,978	(522,860)	292,663,995	24,291,582	19,812,898	(85,302)	44,019,178	248,644,817	248,644,817
B] Intangible Assets										
Intangible Assets	1,153,815	136,800	-	1,290,615	335,973	291,304	-	627,277	663,338	663,338
Total Assets (A+B)	274,727,692	19,749,778	(522,860)	293,954,610	24,627,555	20,104,202	(85,302)	44,646,455	249,308,155	249,308,155

Tangible Assets are pledged as security against the secured borrowings.

Previous Year Ended March 31, 2018

Particulars	Gross Block				Depreciation & Amortisation				Net Block	
	As at April 1, 2017 (Opening)	Additions	Deletions/ Adjustments	As at March 31, 2018 (Closing)	As at April 1, 2017 (Opening)	For the Year	Deletions/ Adjustments	As at March 31, 2018 (Closing)	As at March 31, 2018 (Closing)	As at March 31, 2018 (Closing)
A] Tangible Assets										
Freehold Land	13,408,618	300,300	-	13,708,918	-	-	-	-	-	13,708,918
Leasehold Land	934,331	-	-	934,331	10,725	10,725	-	21,450	912,881	912,881
Buildings	60,263,925	3,211,254	-	63,475,179	2,161,253	2,842,481	-	5,003,734	58,471,445	58,471,445
Plant & Machinery	113,597,432	47,933,600	(193,203)	161,337,829	4,554,513	8,350,867	301,445	13,206,825	148,131,004	148,131,004
Furniture & Fixtures	851,593	192,029	(55,561)	988,061	95,386	83,516	-	178,902	809,159	809,159
Office Equipments	1,956,416	1,668,162	(22,205)	3,602,373	538,766	709,171	-	1,247,937	2,354,436	2,354,436
Vehicles	13,945,626	15,561,560	-	29,527,186	2,126,279	2,506,455	-	4,632,734	24,894,452	24,894,452
Total Tangible Assets	204,957,941	68,886,905	(270,969)	273,573,877	9,486,922	14,503,215	301,445	24,291,582	249,282,295	249,282,295
B] Intangible Assets										
Intangible Assets	429,705	724,110	-	1,153,815	109,409	226,564	-	335,973	817,842	817,842
Total Assets (A+B)	205,387,646	69,611,015	(270,969)	274,727,692	9,596,331	14,729,779	301,445	24,627,555	250,100,137	250,100,137

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

	As at March 31, 2019 ₹	As at March 31, 2018 ₹
Note 2		
Investments		
Unquoted:		
Investments Measured at Cost:		
Equity Shares of Subsidiary Company fully paid up		
Prima Union Plasticos S.A.		
3593 Equity shares of Quetzals 1,000 each (March 31, 2018 - 3593 shares) amounting to Guatemala Quetzals 3,593,000 (March 31, 2018 - Guatemala Quetzals 3,593,000)	31,997,900	31,997,900
Equity Shares of Joint Venture Company fully paid up		
Prima Dee-Lite Plastics S.A.R.L.		
16,100 Equity shares (March 31, 2018 - 16,100 shares) of Cameroon FCFA 10,000 each amounting to Cameroon FCFA 1,15,000,000 (March 31, 2018 - FCFA 1,15,000,000) (Company had received 4,600 bonus shares in ratio 5:2 in the year March 31, 2017)	10,207,570	10,207,570
	42,205,470	42,205,470
Note 3		
Loans		
Considered Good, Unsecured		
Loans to Subsidiary	143,104,668	134,566,133
Security Deposits #	12,491,228	11,872,065
Loans to Employees	2,028,744	3,702,222
Total	157,624,640	150,140,420
Disclosure of Loans and Advances given to Subsidiary as per regulation 34 (3) and 53 (f) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and Section 186 of the Companies Act, 2013:		
Prima Union Plasticos S.A. (Subsidiary)		
Amount Outstanding at the year end*	143,104,668	134,566,133
Maximum Balance Outstanding During the Year Ended*	150,089,294	135,209,749
*No repayment during the year, change on account of change in foreign exchange rate.		
The Loan has been utilised for meeting their business requirements.		
# Security Deposits with Related parties Amounting to ₹ 2,651,000 (Refer Note 35)		
Note 4		
Other Non-Current Financial Assets		
Bank Deposit with Maturity greater than 12 Months*	2,526,071	1,254,999
Total	2,526,071	1,254,999
*Lodged as Security with Government Department ₹ 699,553 (March 31, 2018 ₹ 1,254,999) and Earmarked for Specific purpose ₹ 1,826,518 (March 31, 2018 ₹ Nil)		

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

	As at March 31, 2019 ₹	As at March 31, 2018 ₹
Note 5		
Other Non Current Assets		
Considered Good, Unsecured		
Capital Advances	2,890,885	1,438,565
Total	<u>2,890,885</u>	<u>1,438,565</u>
Note 6		
Inventories		
(Valued at lower of cost and net realisable value, unless otherwise stated)		
Raw Materials {Includes Goods in Transit ₹ Nil , March 31, 2018 ₹ 1,999,914}	69,708,197	94,143,818
Finished Goods	148,900,360	119,386,484
Work In Progress	9,833,073	2,893,968
Store and Packing Material (at cost)	4,794,139	4,998,808
Total	<u>233,235,769</u>	<u>221,423,078</u>
(i) The Company follows suitable provisioning norms for writing down the value of Inventories towards slow moving, non-moving and surplus inventory.		
(ii) Working Capital Borrowings are secured by hypothecation of inventory of the Company.		
Note 7		
Trade Receivables		
Considered Good - Unsecured	262,383,622	210,293,279
Significant increase in credit risk	6,750,735	3,886,454
	<u>269,134,357</u>	<u>214,179,733</u>
Less : Allowances for Credit Losses	<u>(6,750,735)</u>	<u>(3,886,454)</u>
Total	<u>262,383,622</u>	<u>210,293,279</u>
Note 8		
Cash and Cash Equivalents		
Cash on hand	322,023	364,622
Balance with Banks		
In Current Account	3,697,059	12,765,595
In EEFC Account	16,478	16,946
Bank Deposits - Maturity of 3 Months or Less*	3,015,815	2,356,769
Total	<u>7,051,375</u>	<u>15,503,932</u>
*Lodged as Security with Government Department ₹ 284,067 (March 31, 2018 ₹ 1,453,850) and Earmarked for Specific purpose ₹ 2,731,748 (March 31, 2018 ₹ 902,919)		

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

	As at March 31, 2019 ₹	As at March 31, 2018 ₹
Note 9		
Bank Balances other than Cash and Cash Equivalents		
Earmarked Balances with Bank for Unpaid Dividend	3,647,268	3,505,567
Bank Deposits - Maturity of More than 3 Months and up to 12 Months*	4,189,307	4,787,857
Total	7,836,575	8,293,424
*Lodged as Security with Government Department ₹ 3,175,458 (March 31, 2018 ₹ 2,074,008) and Earmarked for Specific purpose ₹ 1,013,849 (March 31, 2018 ₹ 2,713,849)		
Note 10		
Loans		
Considered Good, Unsecured		
Inter Corporate Deposits	2,500,000	12,500,000
Loans to Employees	5,047,471	3,496,498
Total	7,547,471	15,996,498
Note 11		
Other Current Financial Assets		
Advances to Employees	224,500	175,500
Security Deposits	6,745,356	10,948,695
Interest Receivable	4,897,599	7,294,086
Government Grants Receivable	4,244,762	-
Dividend Receivable	23,691,360	24,581,603
License Benefit Receivable	1,669,630	1,818,107
Total	41,473,207	44,817,991
Note 12		
Other Current Assets		
Pre-paid Expenses	2,118,321	1,710,624
Advance to Creditors	12,431,423	7,941,332
Balance with Government Authorities	8,434,724	15,130,892
Deferred Lease Expense	-	1,014,577
Total	22,984,468	25,797,425
Note 13		
Equity Share Capital		
Authorised		
12,000,000 (March 31, 2018 -12,000,000) Equity Shares of ₹ 10 each	120,000,000	120,000,000
Issued, Subscribed and Fully Paid up		
11,000,470 (March 31, 2018 -11,000,470) Equity Shares of ₹ 10 each	110,004,700	110,004,700
A) Reconciliation of the Shares Outstanding at the beginning and at the end of the year		
Outstanding at the beginning of the year	110,004,700	110,004,700
Add: Issued During the year	-	-
Less: Cancelled During the year	-	-
Outstanding at the end of the year	110,004,700	110,004,700

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

B) List of Shareholders holding more than 5% of Paid up Equity Share Capital	March 31, 2019		March 31, 2018	
	No of Shares	% of holding	No of Shares	% of holding
Bhaskar M. Parekh	2,551,610	23.20%	2,551,610	23.20%
Dilip M. Parekh	2,615,420	23.78%	2,615,420	23.78%

Terms and Rights Attached to Equity Shares

The Company has issued only one class of Equity Shares having a par value of ₹ 10 per share. Each holder of Equity Shares is entitled to one vote per share. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company, after distribution of all preferential amounts, in proportion to their shareholding.

	As at March 31, 2019 ₹	As at March 31, 2018 ₹
Note 14		
Other Equity		
a) Securities Premium	13,080,000	13,080,000
b) General Reserve	120,656,286	115,656,286
c) Retained Earnings	422,511,151	399,693,684
Total (a+b+c)	556,247,437	528,429,970
Nature and purpose of reserves		
1) Securities Premium: Securities Premium is credited when shares are issued at premium. It is utilised in accordance with the provisions of the Act, to issue bonus shares, to provide for premium on redemption of shares or debentures, write-off equity related expenses like underwriting costs, etc.		
2) General reserve: The General Reserve is used from time to time to transfer profits from retained earnings for appropriation purposes.		
Note 15		
Borrowings		
Secured Loans		
Term Loans from Banks and Financial Institution - Note (a)	51,001,248	42,732,221
Less : Current Maturities of Long Term Debts (Refer Note 20)	(15,424,034)	(6,689,644)
Total	35,577,214	36,042,577

Note (a) - Term Loans from Banks and Financial Institution in Local Currency

Secured:		
Name of the Bank -AXIS Bank Repayment Terms : 60 Months ROI: 8.51% Nature of Security : Vehicle	8,129,005	9,815,904
Name of the Bank - Kotak Mahindra Prime Ltd Repayment Terms - 60 Months ROI:9.51% Nature of Security : Vehicle	1,053,606	1,438,673
Name of the Bank - Kotak Mahindra Bank Repayment Terms - 42 Months ROI: 8.50% to 9.25% Nature of Security : Fixed Assets	41,818,637	31,477,644
Less : Current Portion of Term Loans shown under Other Financial Liabilities	(15,424,034)	(6,689,644)
Total	35,577,214	36,042,577

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

	As at March 31, 2019 ₹	As at March 31, 2018 ₹
Note 16		
Provisions		
Provision for Employee Benefits		
Provision for Gratuity	-	360,908
Total	<u>-</u>	<u>360,908</u>
Note 17		
Deferred Tax Liabilities (Net)		
Deferred Tax Liabilities		
- On Difference in WDV	26,830,857	28,020,606
- Others	-	173,030
Less : Deferred Tax Assets		
- On 43B Disallowance	(1,347,391)	(1,530,410)
- Others	(841,219)	(1,202,072)
Total	<u>24,642,247</u>	<u>25,461,154</u>
Note 18		
Borrowings		
Secured		
Loans repayable on demand - From Banks:		
Cash Credit / Working Capital Borrowings	125,974,614	218,763,835
FCNR	131,425,470	22,765,435
Total	<u>257,400,084</u>	<u>241,529,270</u>
Cash Credit / Working Capital Borrowings are secured by hypothecation of inventories, receivable, other current assets and other tangible fixed assets, pledge of immovable properties and personal guarantee of promoter directors. ROI ranges from 9.06% to 10.75%		
FCNR loan in USD to fund working capital requirements, is secured against current assets, tangible fixed assets of the Company and personal guarantee from promoter directors. ROI 4.68 % to 5.09%		
Note 19		
Trade Payables		
Due to Micro and Small enterprises (Refer Note 44)*	8,096,854	-
Other Payable (other than Micro and Small Enterprises)	6,981,136	17,882,731
Total	<u>15,077,990</u>	<u>17,882,731</u>
*This information has been determined to the extent such parties have been identified on the basis of information available with the Company		
Note 20		
Other Current Financial Liabilities		
Current Maturities of Long Term Debts (Refer Note 15)	15,424,034	6,689,644
Interest accrued but not due on borrowings	1,124,679	561,628
Unpaid Dividend	3,647,268	3,505,567
Provision for Expenses	7,340,879	6,919,770
Total	<u>27,536,860</u>	<u>17,676,609</u>

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

	As at March 31, 2019 ₹	As at March 31, 2018 ₹
Note 21		
Other Current Liabilities		
Statutory Liabilities	1,758,543	1,834,108
Advances from Customers	7,056,496	5,814,421
Total	8,815,039	7,648,529
Note 22		
Provisions		
Provision for Employee Benefits:		
Provision for Bonus/Leave Salary	4,750,887	4,321,685
Provision for Gratuity	1,358,824	3,898,407
Total	6,109,711	8,220,092
Note 23		
Revenue from Operations (Refer Note 47 and 49)		
Sale of Products		
Export	102,935,452	116,094,061
Local	1,002,753,480	843,705,137
	1,105,688,932	959,799,198
Other Operating Revenues		
Sale of Scrap	691,968	328,600
Government Grants	4,244,762	-
Others	3,373,375	3,716,970
Total	1,113,999,037	963,844,768
Note 24		
Other Income		
Interest Income		
On Banks Fixed Deposits	575,205	481,246
On Inter Corporate Deposits	1,309,119	2,016,834
On Loan and Advance to Subsidiary Company	8,708,015	6,211,423
On Others	1,020,102	180,182
	11,612,441	8,889,685
Dividend Income		
From Joint Venture Company	28,402,207	29,439,046
	28,402,207	29,439,046
Other Non-Operating Income		
Profit on Sale of Property, Plant and Equipment (Net)	1,114,472	106,095
Exchange Gain (Net)	5,775,401	-
Others	940,953	558,377
	7,830,826	664,472
Total	47,845,474	38,993,203

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

	Year ended March 31, 2019 ₹	Year ended March 31, 2018 ₹
Note 25		
Cost of Materials Consumed		
Opening Stock of Raw Material	94,143,818	48,215,260
Add : Purchases	<u>702,687,888</u>	<u>644,848,537</u>
	796,831,706	693,063,797
Less : Closing Stock of Raw Material	<u>(69,708,197)</u>	<u>(94,143,818)</u>
Total	<u><u>727,123,509</u></u>	<u><u>598,919,979</u></u>
Note 26		
Changes in inventories of Finished Goods, Stock in Trade and Work in Progress (Refer Note 49)		
Closing Stock		
Finished Goods	148,900,359	119,386,484
Semi Finished Goods	9,833,073	2,893,968
Opening Stock		
Finished Goods	119,386,484	107,445,984
Semi Finished Goods	2,893,968	-
Excise Duty on Stock	-	(15,630,479)
Total	<u><u>(36,452,980)</u></u>	<u><u>(30,464,947)</u></u>
Note 27		
Employee Benefits Expense		
Salaries, Wages and Bonus	100,947,524	76,725,299
Leave Salary	5,796,494	5,565,269
Contribution to Provident and other funds	4,501,922	3,680,690
Gratuity Expenses	2,085,647	3,785,041
Staff Welfare	<u>6,207,945</u>	<u>5,419,528</u>
Total	<u><u>119,539,532</u></u>	<u><u>95,175,827</u></u>
Note 28		
Finance Costs		
Interest on Borrowings	22,991,068	10,354,794
Other Borrowing Costs (Finance Charges)	<u>1,797,078</u>	<u>4,222,361</u>
	<u><u>24,788,146</u></u>	<u><u>14,577,155</u></u>

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

	Year ended March 31, 2019 ₹	Year ended March 31, 2018 ₹
Note 29		
Other Expenses		
Manufacturing Expenses		
Labour Charges	27,526,053	12,927,566
Consumption of Stores, Spare Parts and Packing Materials	19,027,641	12,802,403
Power and Fuel	30,539,343	24,785,645
Repairs to Buildings	2,213,515	2,333,149
Repairs to Machinery	3,229,495	2,654,713
Factory Insurance	585,076	560,283
Factory Expenses	3,014,990	1,764,303
Other Manufacturing Expenses	8,023,831	7,444,864
	<u>94,159,944</u>	<u>65,272,926</u>
Selling and Distribution Expenses		
Advertisement Expenses	1,180,973	977,601
Freight, Forward and others	51,058,204	48,519,405
Sales Promotion Expenses	3,877,445	4,147,623
	<u>56,116,622</u>	<u>53,644,629</u>
Other Expenses		
Professional Fees	4,002,653	3,879,908
Rent	14,458,849	12,483,332
Insurance (Others)	1,694,970	1,687,736
Corporate Social Responsibility Expenses (Refer Note 45)	1,200,070	1,300,000
Travelling Expenses	5,983,368	5,781,782
Telephone Expenses	1,243,075	1,245,151
General Expenses	5,483,974	6,174,555
Loss on Sale of Property, Plant and Equipment (Net)	-	167,063
Printing and Stationery	2,371,444	1,644,679
Repairs to Other's	813,598	662,823
Payment to Statutory Auditors (Refer Note 38)	1,220,600	868,460
Exchange Loss (Net)	-	2,051,473
Postage and Telegram	853,862	758,872
Provision for Bad Debts and Bad Debts W/off	4,472,104	5,360,323
Impairment of Property, Plant and Equipment	-	301,445
Director's Sitting Fees	332,500	360,000
Conveyance Expenses	2,106,638	1,430,394
Vehicle Expenses	2,610,616	2,364,367
Interest on income tax	-	890,112
	<u>48,848,321</u>	<u>49,412,475</u>
Total	<u>199,124,887</u>	<u>168,330,030</u>

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

Note 31: Contingent Liabilities (Ind AS 37)

A. Claims against the Company not acknowledged as debts – Nil

The Company does not have any pending litigations and proceedings as at March 31, 2019.

B. Guarantees :

The company has issued corporate guarantees as under:

- Guarantee of ₹ Nil {March 31, 2018 ₹ 12,504,296} in favour of Tricon Energy on behalf of its subsidiary, Prima union Plasticos S.A. for the purpose of procurement of raw material and other corporate purpose.
 - Guarantee of ₹ Nil {March 31, 2018 ₹ 3,842,959} in favour of Muehlstein International on behalf of its subsidiary, Prima union Plasticos S.A. for the purpose of procurement of raw material and other corporate purpose.
- C. The Hon'ble Supreme Court of India ("SC") by their order dated February 28, 2019, in the case of Surya Roshani Limited & others v/s EPFO, set out the principles based on which allowances paid to the employees should be identified for inclusion in basic wages for the purposes of computation of Provident Fund contribution. Subsequently, a review petition against this decision has been filed and is pending before the SC for disposal Pending decision on the subject review petition and directions from the EPFO, the impact, if any, is not ascertainable and consequently no effect has been given in the accounts.

Note 32: Capital and other commitments

Estimated amount of Contracts remaining to be executed on capital account, not provided for (net of advances) ₹ 1,307,337 (March 31, 2018 ₹ 2,173,421)

Note 33: Employee Benefits (Ind AS 19)

A. Defined Benefit Plans:

Gratuity:

The gratuity payable to employees is based on the employee's service and last drawn salary at the time of leaving the services of the Company and is in accordance with the rules of the Company for payment of gratuity.

Inherent Risk :

The plan is defined in nature which is sponsored by the Company and hence it underwrites all the risks pertaining to the plan. In particular, this exposes the Company to actuarial risk such as adverse salary growth, change in demographic experience, inadequate return on underlying plan assets. This may result in an increase in cost of providing these benefits to the employees in future. Since the benefits are lump sum in nature, the plan is not subject to any longevity risk.

Statement of Change in the Present Value of Projected Benefit Obligation

Particulars	As at March 31, 2019 ₹	As at March 31, 2018 ₹
Change in Defined Benefit Obligation		
Balance at the beginning of the year	15,242,365	13,171,319
Adjustment of:		
Current Service Cost	1,751,290	1,632,358
Interest Cost	1,196,526	1,204,949
Actuarial (gains)/losses recognised in Other Comprehensive Income:		
- Change in Financial Assumptions	81,455	(268,320)
- Experience Changes	438,412	1,102,937
Benefits Paid	(474,034)	(1,600,878)
Balance at the end of the year	18,236,014	15,242,365
Change in Fair value of assets		
Balance at the beginning of the year	10,983,050	11,383,575
Expected Return on Plan Assets	862,169	835,554
Re-measurements due to:		
Interest on Plan Assets	18,505	(68,701)

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

Particulars	As at March 31, 2019 ₹	As at March 31, 2018 ₹
Contribution by the employer	5,487,500	433,500
Benefits Paid	(474,034)	(1,600,878)
Balance at the end of the year	16,877,190	10,983,050
Net Asset / (Liability) recognized in the Balance Sheet		
Present value of the funded defined benefit obligation at the end of the period	(18,236,014)	(15,242,365)
Fair Value of Plan Assets	16,877,190	10,983,050
Net Asset / (Liability) in the Balance Sheet	(1,358,824)	(4,259,315)
Expenses recognized in the Statement of Profit & Loss		
Current Service Cost	1,751,290	1,632,358
Interest Cost	334,357	369,395
Amount charged to the Statement of Profit and Loss	2,085,647	2,001,753
Re-measurements recognized in Other Comprehensive Income(OCI):		
Actuarial (Gain)/Losses on Obligation for the period.		
Changes in Financial Assumptions	81,455	(211,025)
Experience Adjustments	438,412	1,102,937
Actual return on Plan assets less interest on plan assets	(18,505)	68,701
Amount recognized in Other Comprehensive Income(OCI)	501,362	960,613
Maturity Profile of Defined Benefit Obligation:		
Within the next 12 months	4,262,356	2,875,090
Between 1 and 5 years	4,486,993	4,863,422
Between 5 and 10 years	6,240,055	3,634,572
10 Years and above	25,889,883	22,564,234
Sensitivity analysis for significant assumptions:*		
Increase/(Decrease) on present value of defined benefits obligation at the end of the year		
1% increase in discount rate	(1,266,532)	(1,063,770)
1% decrease in discount rate	1,474,733	1,232,816
1% increase in salary escalation rate	1,471,636	1,230,969
1% decrease in salary escalation rate	(1,286,357)	(1,081,015)
1% increase in employee turnover rate	45,324	57,756
1% decrease in employee turnover rate	(56,036)	(67,301)
The major categories of plan assets as a percentage of total plan:		
Insurer Managed Funds	100%	100%
Actuarial Assumptions:		
Discount Rate (p.a.)	7.79%	7.85%
Expected Return on Plan Assets (p.a.)	7.79%	7.85%
Turnover Rate	2.00%	2.00%
Mortality tables	Indian Assured Lives Mortality (2006-08)	Indian Assured Lives Mortality (2006-08)
Salary Escalation Rate (p.a.)	7.00%	7.00%
Retirement age	60 Years	60 Years
Weighted Average duration of Defined benefit obligation	9 Years	9 Years

*The Sensitivity Analysis have been calculated to show the movement in defined benefit obligation in isolation and assuming there are no other changes in market conditions at the accounting date. There have been no changes from the previous periods in the methods and assumptions used in preparing the sensitivity analysis

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

Basis used to determine Expected Rate of Return on Plan Assets:

Expected rate of return on Plan Assets is based on expectation of the average long term rate of return expected on investments of the fund during the estimated term of the obligations.

Salary Escalation Rate:

The estimates of future salary are considered taking into account inflation, seniority, promotion and other relevant factors.

Asset Liability matching strategy

The money contributed by the Company to the Gratuity fund to finance the liabilities of the plan has to be invested.

The trustees of the plan have outsourced the investment management of the fund to an Insurance Company. The Insurance Company in turn manages these funds as per the mandate provided to them by the trustees and the asset allocation which is within the permissible limits prescribed in the insurance regulations. Due to the restrictions in the type of investments that can be held by the fund, it is not possible to explicitly follow an asset liability matching strategy.

There is no compulsion on the part of the Company to fully prefund the liability of the Plan. The Company's philosophy is to fund these benefits based on its own liquidity and the level of underfunding of the plan.

The Company's expected contribution during next year is ₹ 3,430,621 (March 31, 2018: ₹ 3,898,407)

B. Defined Contribution Plans:

Amount recognized as an expense and included in Note 27 under the head "Contribution to Provident and other Funds" of Statement of Profit and Loss is ₹ 4,501,922 (March 31, 2018: ₹ 3,680,690).

Note 34: Segment Reporting (Ind AS 108):

A. Basis for segmentation

The Company's Managing Director, the Chief Operating Decision Maker for the Company, periodically reviews the internal management reports and evaluates performance/allocates resources based on the analysis of various performance indicators relating to the segment.

B. Information about reportable segments

The Company's business activity falls within a single operating segment i.e. "Plastic Articles" and operates in one geography "within India" which in terms of Ind AS 108 constitutes a single reporting segment.

C. Information about major customers

The Company is not reliant on revenues from transaction with any single external customers and does not receive 10% or more of its revenues from transaction with any single external customers.

Note 35: Related Party Disclosures (Ind AS 24):

A. List of Related Parties where control exists:

Name of Related Parties	Principal Place of Business	% Shareholding and Voting Power	
		As at March 31, 2019	As at March 31, 2018
Prima Union Plasticos S.A. – Subsidiary	Guatemala	90%	90%
Prima Deelite Plastics S.A.R.L. - Joint Venture	Cameroon	50%	50%

B. Entities controlled by Directors/Relatives of Directors with whom there were transactions during the year:

1. Sanya Plastics
2. Classic Plastics
3. National Plastics and Allied Industries

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

C. Other Related Parties with whom there were transactions during the year:

Name of Related Parties	Nature of Relationship
Shri Bhaskar M. Parekh - Executive Chairman	Key Management Personnel
Shri Dilip M. Parekh - Managing Director	Key Management Personnel
Smt. Hina V. Mehta - Non Executive Director	Key Management Personnel
Shri Mulchand S. Chheda - Independent Director	Key Management Personnel
Shri Krishnakant V. Chitalia - Independent Director	Key Management Personnel
Shri Rasiklal M. Doshi - Independent Director	Key Management Personnel
Shri Pratik B. Parekh	Relative of KMP
Shri Paras B. Parekh	Relative of KMP
Shri Manoj O. Toshniwal - Chief Financial Officer (till November 02, 2018)	Key Management Personnel
Shri Dharmesh R. Sachade - Chief Financial Officer (w.e.f. November 03, 2018)	Key Management Personnel
Ms. Nidhi Shah - Company Secretary	Key Management Personnel
Shri Alok S. Desai - Company Secretary (till August 12, 2017)	Key Management Personnel

Above mentioned related parties are identified by the Management and same has been relied upon by the Auditors

D. The following transactions were carried out with the related parties in the ordinary course of business:

Nature of Transaction	Year ended March 31, 2019 ₹	Year ended March 31, 2018 ₹
Rent Paid:		
Classic Plastics	2,937,651	2,716,254
Sanya Plastics	737,210	300,900
National Plastics and Allied Industries	4,377,318	4,047,414
Total	8,052,179	7,064,568
Sale of Products		
Sanya Plastics	482,682	-
Reimbursement of Expenses:		
National Plastics and Allied Industries	250,924	213,886
Services received from:		
Key Management Personnel	15,362,572	15,527,583
Relatives of Key Management Personnel	5,661,666	5,955,364
Total	21,024,238	21,482,947
Dividend Received:		
Prima Deelite Plastics S.A.R.L.	28,402,207	29,439,046
Interest Income Received:		
Prima Union Plasticos S.A.	8,708,015	6,211,423
Corporate Guarantees on behalf of subsidiary:		
Issued during the year	-	16,347,255

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

E. Outstanding balances:

Nature of Transaction	As at March 31, 2019 ₹	As at March 31, 2018 ₹
Loans and Advances		
Prima Union Plasticos S.A.	143,104,668	134,566,133
Outstanding Interest		
Prima Union Plasticos S.A.	2,365,613	4,912,118
Rent Deposits		
Classic Plastics	1,000,000	1,000,000
National Plastics and Allied Industries	1,500,000	1,500,000
Sanya Plastics	151,000	151,000
Corporate Guarantees		
Prima Union Plasticos S.A.	-	16,347,255
Dividend Outstanding		
Prima Deelite Plastics S.A.R.L.	23,691,360	24,581,603

F. Compensation of Key Management Personnel of the Company:

Nature of Transaction	As at March 31, 2019 ₹	As at March 31, 2018 ₹
Total Compensation	15,362,572	15,527,583

The remuneration paid to key managerial personnel excludes gratuity as the provision is computed for the Company as a whole and separate figures are not available.

Based on the recommendation of the Nomination, Remuneration and Compensation Committee, all decisions relating to the remuneration of the Directors are taken by the Board of Directors of the Company, in accordance with shareholder's approval, wherever necessary.

Terms and Conditions of transactions with Related Parties:

The transactions with the related parties are made in the normal course of business and on the terms equivalent to those that prevails in arm's length transactions. Outstanding balances at the year-end are unsecured.

For the year ended March 31, 2019, the Company has not recorded any impairment of receivables relating to amounts owned by related parties. This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related parties operate.

Note 36: Income Taxes (Ind AS 12):

Reconciliation of Effective Tax Rate:

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
Applicable Tax Rate	27.82	34.61
Effect of MAT	2.72	(2.67)
Effect of Tax Paid at a Lower Rate	(6.90)	(4.87)
Effect of Non-deductible Expenses	(0.81)	-
Others	(2.37)	0.88
Effective Tax Rate	20.46	27.95

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

Note 37: Earnings per Share (EPS) (Ind AS 33):

Particulars	Year ended March 31, 2019 ₹	Year ended March 31, 2018 ₹
Basic/Diluted EPS		
(i) Net Profit attributable to Equity Shareholders	54,659,290	75,370,939
(ii) Weighted average number of Equity Shares outstanding (Nos.)	11,000,470	11,000,470
Basic Earnings Per Share / Diluted Earnings Per Share (i/ii)	4.97	6.85

Note 38: Auditor's Remuneration (excluding GST) and expenses:

Particulars	Year ended March 31, 2019 ₹	Year ended March 31, 2018 ₹
Audit Fees (including Quarterly Limited Review)	1,005,000	825,000
Fees for Other Services (including OPE)	215,600	43,460

Note 39: Financial Instruments: Disclosure (Ind AS 107):

Classification of Financial Assets and Liabilities (Ind AS 107):

Particulars	As at March 31, 2019 ₹	As at March 31, 2018 ₹
Financial assets at Amortized cost:		
Investment (Non Current)	42,205,470	42,205,470
Loans (Non Current)	157,624,640	150,140,420
Loans (Current)	7,547,471	15,996,498
Trade Receivables (Net of Credit Loss)	262,383,622	210,293,279
Cash and Cash Equivalents	7,051,375	15,503,932
Other Bank Balances	7,836,575	8,293,424
Other Non Current Financial Assets	2,526,071	1,254,999
Other Current Financial Assets	41,473,207	44,817,991
Total	528,648,431	488,506,013
Financial liabilities at Amortized Cost:		
Borrowings - Non Current	35,577,214	36,042,577
Trade Payables	15,077,990	17,882,731
Borrowings - Current	257,400,084	241,529,270
Other Current Financial Liability	27,536,860	17,676,609
Total	335,592,148	313,131,187

Note 40: Financial Risk Management Objectives and Policies (Ind AS 107):

The Company's principal financial liabilities comprise of borrowings, trade and other payables. The main purpose of these financial liabilities is to finance and support the Company's operations. The Company's principal financial assets include Investments, Loans and Other receivables, Cash and Cash Equivalents, Other Bank Balances that directly derive from its operations.

The Company is exposed to Market Risk, Credit Risk and Liquidity Risk. The Company's senior management oversees the management of these risks. The Company's senior management ensures that the Company's financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives.

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

(i) Market Risk

Market risk is the risk of loss of future earnings, fair values or future cash flows that may result from a change in the price of a financial instrument.

The value of a financial instrument may change as a result of changes in the interest rates, foreign currency exchange rates, equity prices and other market changes that affect market risk sensitive instruments. Market risk is attributable to all market risk sensitive financial instruments including investments and deposits, foreign currency receivables, payables and borrowings.

(a) Foreign Currency Risk

Foreign currency risk is the risk of impact related to fair value or future cash flows of an exposure in foreign currency, which fluctuate due to changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to the foreign currency borrowings, receivable against exports of finished goods, loan to foreign subsidiary, interest receivable on loan to subsidiary and the Company's net investments in foreign subsidiaries.

The Company evaluates exchange rate exposure arising from foreign currency transactions. The Company follows established risk management policies and standard operating procedures and uses forward contracts, if required, to hedge exposure to foreign current risk. During the year, the Company has entered into forward contract of USD 60,000 to pledge its receivables. Forward contract outstanding as on March 31, 2019 is Nil. (March 31, 2018 - Nil).

During the year, the Company has entered into forward contract of USD 60,000 to hedge its receivables. Forward contract outstanding as at March 31, 2019 is Nil (March 31, 2018 - Nil).

Outstanding Foreign Currency Exposure	As at March 31, 2019	As at March 31, 2018
Trade Receivables:		
USD	46,511	262,484
Borrowings:		
USD	1,900,000	350,000
Loans and Advances:		
USD	2,068,845	2,068,845
Interest Receivable:		
USD	33,158	75,520
Dividend Receivable:		
Euro	304,899	304,899
Investments:		
Euro	191,444	191,444
USD	477,631	477,631

Foreign Currency Sensitivity on unhedged exposure:

100 bps increase in foreign exchange rates will have the following impact on profit before tax:

Particulars	As at March 31, 2019 ₹	As at March 31, 2018 ₹
USD	502,496	1,648,728
Euro	385,670	400,163

Note: If the rate is decreased by 100 bps profit will decrease by an equal amount.

(b) Interest rate risk :

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's short term borrowing with floating interest rates. The Company constantly monitors the credit markets and rebalances its financing strategies to achieve an optimal maturity profile and financing cost.

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

Particulars	Total Borrowings ₹	Floating Rate Borrowings ₹	Fixed Rate Borrowings ₹
INR	176,975,862	167,793,251	9,182,611
USD*	131,425,470	131,425,470	Nil
Total as at March 31, 2019	308,401,332	299,218,721	9,182,611
INR	261,496,056	250,241,479	11,254,577
USD*	22,765,435	22,765,435	Nil
Total as at March 31, 2018	284,261,491	273,006,914	11,254,577

*Above exposure in foreign currency is unhedged

Interest rate sensitivities for unhedged exposure (impact on Profit before tax due to increase in 100 bps):

Particulars	As at March 31, 2019 ₹	As at March 31, 2018 ₹
INR	2,992,187	2,730,069

Note: If the rate is decreased by 100 bps profit will increase by an equal amount.

(ii) Credit Risk:

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily Trade Receivables), investing and financing activities including Deposits with Bank, Security Deposits, Loans to Employees and other financial instruments.

(a) Trade Receivables:

Trade receivables are consisting of a large number of customers. The Company has credit evaluation policy for each customer and based on the evaluation credit limit of each customer is defined.

Gross Trade receivable as on March 31, 2019 ₹ 269,134,357 {March 31, 2018 ₹ 214,179,733}.

As per simplified approach, the Company makes provision of expected credit losses on trade receivables using a provision matrix to mitigate the risk of default payments and makes appropriate provision at each reporting date wherever outstanding is for longer period and involves higher risk.

As per policy, Receivables are classified into different buckets based on the overdue period ranging from 3 months to more than 2 years. There are different provisioning rates for each bucket which are ranging from 2% to 100%.

Movement of Allowances for Credit Loss:

Particulars	As at March 31, 2019 ₹	As at March 31, 2018 ₹
Opening Provision	3,886,454	784,989
Add: Provided during the Year	4,472,104	3,101,465
Less: Utilised during the Year	1,607,823	-
Closing Provision	6,750,735	3,886,454

(b) Cash and Cash Equivalent and Bank Deposit :

Credit Risk on cash and cash equivalent, deposits with the banks/financial institutions is generally low as the said deposits have been made with the banks/financial institutions who have been assigned high credit rating by international and domestic rating agencies. Investments of surplus funds are made only based on Investment Policy of the Company.

(iii) Liquidity Risk

Liquidity risk is defined as the risk that the Company will not be able to settle or meet its obligations on time or at reasonable price. Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of credit facilities to meet obligations when due. Senior management of the Company is

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

responsible for liquidity, funding as well as settlement management. Management monitors the Company's liquidity position through rolling forecasts on the basis of expected cash flows.

The table below provides details regarding the remaining contractual maturities of financial liabilities and investments at the reporting date based on contractual undiscounted payments.

As at March 31, 2019	Upto 1 Year ₹	1 to 5 Years ₹	More than 5 Years ₹	Total ₹
Trade Payables	15,077,990	-	-	15,077,990
Borrowings (including current maturities of long term debt)	272,824,118	35,577,214	-	308,401,332
Interest accrued but not due on borrowings	1,124,679	-	-	1,124,679
Other Current Financial Liabilities	10,988,147	-	-	10,988,147
As at March 31, 2018	Upto 1 Year ₹	1 to 5 Years ₹	More than 5 Years ₹	Total ₹
Trade Payables	17,882,731	-	-	17,882,731
Borrowings (including current maturities of long term debt)	249,278,000	34,983,491	-	284,261,491
Interest accrued but not due on borrowings	561,628	-	-	561,628
Other Current Financial Liabilities	10,425,337	-	-	10,425,337

Note 41: Distribution made and proposed (Ind AS 1):

Particulars	As at March 31, 2019 ₹	As at March 31, 2018 ₹
Cash Dividends on equity shares declared and paid:		
Final Dividend for the year ended on March 31, 2018 ₹ 2 per share (March 31, 2017 ₹ 2 per share)	22,000,940	22,000,940
DDT on Final Dividend	4,479,000	4,479,000
Total Dividend paid	26,479,940	26,479,940
Proposed Dividends on Equity shares:		
Proposed Final Dividend for the year ended on March 31, 2019 ₹ 1 per share (March 31, 2018 ₹ 2 per share)	11,000,470	22,000,940
DDT on Proposed Dividend	2,239,500	4,479,000
Total Dividend Proposed	13,239,970	26,479,940

Proposed dividends on equity shares are subject to approval at the annual general meeting and are not recognized as a liability (including Dividend Distribution Tax thereon) as at March 31 of respective year.

Note 42: Capital Management (Ind AS 1):

The Company's objectives when managing capital are to :

- maximise shareholder value and provide benefits to other stakeholders and
- maintain an optimal capital structure to reduce the cost of capital.

For the purposes of the Company's capital management, capital includes issued capital, share premium and all other equity reserves attributable to the equity holders.

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

The Company monitors capital using debt-equity ratio, which is total debt less investments divided by total equity.

Particulars	As at March 31, 2019 ₹	As at March 31, 2018 ₹
Total Debt (bank and other borrowings)	308,401,332	284,261,491
Total Equity	666,252,137	638,434,670
Debt to Equity (Net)	0.46	0.45

In addition, the Company has financial covenants relating to the borrowing facilities that it has taken from the lenders like interest coverage service ratio, Debt to EBITDA, etc. which is maintained by the Company.

Note 43: Operating Leases (Ind AS 17):

- A. Operating lease payment recognised in the Statement of Profit and Loss amounting to ₹ 17,910,640 (March 31, 2017 ₹ 16,527,185)
- B. General Description of Leasing Agreements:
- Leased assets: Offices, Godowns & Machinery.
 - Future lease rental income is determined on basis of agreed terms
 - At the expiry of lease terms, the Company has an option to return the assets or extend the term by giving notice in writing.
 - Lease agreements are generally cancellable and are renewable by mutual consent on mutually agreed terms.

Note 44: Micro, Small and Medium Enterprises

Under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED) which came into force from 2 October 2006, certain disclosures are required to be made relating to Micro, Small and Medium enterprises.

Particulars	As at March 31, 2019 ₹	As at March 31, 2018 ₹
Principal amount:	8,096,854	-
Interest: due thereon remaining unpaid to any supplier as at the year end	-	-
Amount of interest paid by the Company in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 ('MSMED Act'), along with the amount of the payment made to the supplier beyond the appointed day during the accounting year	-	-
Amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act	-	-
Amount of interest accrued and remaining unpaid at the end of the accounting year	-	-
Amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the MSMED Act	-	-

Note 45: Corporate Social Responsibility

Expenditure incurred on Corporate Social Responsibility activities, included in different heads of expenses in the Statement of Profit and Loss is ₹ 1,200,070 (March 31, 2018 ₹ 1,300,000).

The amount required to be spent under Section 135 of the Companies Act, 2013 for the year ended March 31, 2019 is ₹ 1,634,500 (March 31, 2018 ₹ 1,296,250) i.e. 2% of average net profits for last three financials years, calculated as per section 198 of the Companies Act, 2013.

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

Note 46: Investment Details

Details of investments made by the Company covered u/s. 186 (4) of the Companies Act 2013 as on 31 March 2019 (including investments made in the previous years):

Name of the entity	As at 31 March, 2019 ₹	Transactions during the year ₹	As at 31 March, 2018 ₹
Prima Union Plasticos S.A.-Subsidiary:			
Loan to Subsidiary	143,104,668#	-	134,566,133
Guarantee	-	-	16,347,255
Investment	31,997,900	-	31,997,900
Prima Deelite Plastics S.A.R.L.-Joint Venture:			
Investment	10,207,570	-	10,207,570

Due to change on account of change in foreign exchange rate.

Note 47 – Revenue (Ind AS 115)

(A) The Company is primarily in the Business of manufacture and sale of Plastic Articles. All sales are made at a point in time and revenue recognised upon satisfaction of the performance obligations which is typically upon dispatch. The Company has a credit evaluation policy based on which the credit limits for the trade receivables are established, the Company does not give significant credit period resulting in no significant financing component. The Company, however, has a policy for replacement of the damaged goods.

(B) Revenue recognised from Contract liability (Advances from Customers):

Particulars	Year Ended March 31, 2019 ₹	Year Ended March 31, 2018 ₹
Opening Contract liability	5,814,421	4,580,016
Recognised as revenue during the year	5,409,608	4,314,518

(C) Reconciliation of revenue as per contract price and as recognised in statement of profit and loss:

Particulars	Year Ended March 31, 2019 ₹	Year Ended March 31, 2018 ₹
Revenue as per Contract price	1,136,895,943	1,000,041,570
Less: Discounts and incentives	(31,207,011)	(40,242,372)
Revenue as per statement of profit and loss	1,105,688,932	959,799,198

Note 48

Ind AS 116 – on March 30, 2019, the Ministry of Corporate Affairs issued the Companies (Indian Accounting Standards) Amendment Rules, 2019, notifying Ind AS 116 “Leases”, which replaces Ind AS 17 “Leases”. The new standard introduces a single on-balance sheet lease accounting model for lessee. This will result in the company recognising right of use assets & lease liability in the books. The Company is in the process of analyzing the impact of Ind AS 116 on its financials.

The amendment will come into force from April 01, 2019.

Others

Ministry of Corporate Affairs (“MCA”) has notified following amendments to Ind AS on March 30, 2019 which is effective for the annual period beginning on or after April 01, 2019.

1. Ind AS 12 - Appendix C, Uncertainty over Income Tax Adjustments

The amendment requires an entity to determine probability of the relevant tax authority accepting the uncertain tax treatment that the Company have used in tax computation or plan to use in their income tax filings.

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

2. Amendment to Ind AS 12 – Income taxes

The amendment clarifies that an entity shall recognise the income tax consequences of dividends in profit or loss, other comprehensive income or equity according to where the entity originally recognised those past transactions or events

3. Ind AS 19 - Plan amendment, curtailment or settlement

The amendments require an entity to use updated assumptions to determine current service cost and net interest for the remainder of the period after a plan amendment, curtailment or settlement and to recognise in profit or loss as part of past service cost, or a gain or loss on settlement, any reduction in a surplus, even if that surplus was not previously recognised because of the impact of the asset ceiling.

Based on preliminary assessment, the Company does not expect any significant impact on its financial statements on account of above amendments.

Note 49 :

Effective July 01, 2017, sales are recorded net of GST whereas earlier sales were recorded gross of excise duty which formed part of expenses. Hence revenue from operations for the year ended March 31, 2019 is not comparable with the previous year corresponding figures.

Note 50 :

The Company has a process whereby periodically all the long term contracts (including derivatives contracts) are assessed for material foreseeable losses. At the year end, the Company has reviewed and ensured that adequate provision as required under any law / accounting standards for material foreseeable losses on such long term contracts has been made in the books of accounts. There are no derivatives contract outstanding as at year end.

Note 51 :

Pursuant to the gazette notification G.S.R 308(E) dated 30th March 2017, issued by the Ministry of Corporate Affairs, details of Specified Bank Notes (SBN) held and transacted during the period 08/11/2016 to 30/12/2016 have not been made in these financial statements since they do not pertain to the financial year ended March 31, 2019.

Note 52 :

Previous year figures have been regrouped / reclassified wherever necessary to correspond with current year classification / disclosure.

As per our Report of even date attached

For Khimji Kunverji & Co LLP
(Formerly Khimji Kunverji & Co - 105146W)
Chartered Accountants

Gautam V. Shah
Partner (F - 117348)

Mumbai
May 22, 2019

Dharmesh R. Sachade
Chief Financial Officer
M. No.139349

Nidhi Shah
Company Secretary
M. No. A34893

For and on behalf of the Board of
Directors of Prima Plastics Limited
CIN : L25206DD1993PLC001470

Bhaskar M. Parekh **Dilip M. Parekh**
Executive Chairman Managing Director
DIN No. 00166520 DIN No. 00166385

INDEPENDENT AUDITOR'S REPORT

To the Members of
Prima Plastics Limited

Report on the Audit of consolidated Ind AS financial statements

Opinion

We have audited the consolidated Ind AS financial statements of Prima Plastics Limited (hereinafter referred to as the 'Company') and its subsidiary ('the Company and its subsidiary together referred to as 'the Group'), its joint venture which comprise the consolidated balance sheet as at March 31, 2019, and the consolidated statement of profit and loss (including other comprehensive income), the consolidated statement of changes in equity and consolidated cash flow statement for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as 'the consolidated Ind AS financial statements').

In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of reports of other auditors on separate financial statements, as applicable, and on the other financial information of the subsidiary and joint venture, the aforesaid consolidated Ind AS 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, of the consolidated state of affairs of the Group and its joint venture as at March 31, 2019, and of its consolidated profit and other comprehensive income, consolidated changes in equity and consolidated cash flows for the year then ended.

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 SAs are further described in the Auditor's Responsibilities for the Audit of the consolidated financial statements section of our report. We are independent of the Group and its joint venture in accordance with the ethical requirements that are relevant to our audit of the consolidated financial statements in India in terms of the Code of Ethics issued by the Institute of Chartered Accountants of India and the relevant provisions of the Act, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

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

Description of Key Audit Matter:

Key Audit Matters	How the matter was addressed in our audit
<p>Revenue Recognition – Discounts, incentives, rebates etc</p> <ul style="list-style-type: none"> Revenue is measured net of discounts, incentives, rebates etc. earned by customers on the Company's sales. Due to the Company's presence across different marketing regions within the country and the competitive business environment, the estimation of the various types of discounts, incentives and rebate schemes to be recognised based on sales made during the year is considered to be complex and judgmental. Therefore, there is a risk of revenue being misstated as a result of faulty estimations over discounts, incentives and rebates. Given the judgement required to estimate the amount of provisions, this is a key audit matter. 	<p>Our procedures included:</p> <ul style="list-style-type: none"> Assessing the appropriateness of the Company's accounting policies relating to discounts, incentives, rebates, etc by comparing with applicable accounting standards. Assessing the design and testing the implementation and operating effectiveness of Company's internal controls over the approvals, calculation, provision and disbursement of discounts, incentives and rebates. Obtaining management's calculations for discounts, incentives and rebates accruals under applicable schemes on a sample basis and comparing the accruals made with the approved schemes. Obtaining and inspecting, on a sample basis, supporting documentation for discounts, incentives and rebates recorded and disbursed during the year as well as credit notes issued after the year end date to determine whether these were recorded appropriately. Comparing the historical trend of payments and reversal of discounts, incentives and rebates to provisions made to determine the appropriateness of current year provisions. Examining manual journals posted to discounts, rebates and incentives to identify unusual or irregular items.

Other Information

The Company's management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company's annual report, but does not include the financial statements and our auditors' report thereon. The other information is expected to be made available to us after the date of this auditor's report.

Our opinion on the accompanying consolidated Ind AS 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 accompanying consolidated Ind AS financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the accompanying consolidated Ind AS financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed and based on the audit reports of other auditors, 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.

Responsibilities of Management and Those Charged with Governance for the consolidated Ind AS financial statements

The Company's management and Board of Directors are responsible for the preparation and presentation of these consolidated Ind AS financial statements in term of the requirements of the Act that give a true and fair view of the consolidated state of affairs, consolidated profit and other comprehensive income, consolidated statement of changes in equity and consolidated cash flows of the Group including its joint venture in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act. The respective Board of Directors of the companies included in the Group and of its joint venture are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of each company and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated Ind AS financial statements by the Directors of the Company, as aforesaid.

In preparing the consolidated Ind AS financial statements, the respective management and Board of Directors of the companies included in the Group and its joint venture are responsible for assessing the ability of the Group and its joint venture to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company/Group or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group and its joint venture is responsible for overseeing the financial reporting process of each company.

Auditor's Responsibilities for the Audit of the consolidated Ind AS financial statements

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

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

- Identify and assess the risks of material misstatement of the consolidated Ind AS 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.
- Conclude on the appropriateness of management's use of the going concern basis of accounting in preparation of consolidated Ind AS financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events

or conditions that may cast significant doubt on the ability of the Group and its joint venture 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 consolidated Ind AS 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 Group as well joint venture to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the consolidated Ind AS financial statements, including the disclosures, and whether the consolidated Ind AS financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of such entities or business activities within the Group and its joint venture to express an opinion on the consolidated Ind AS financial statements. We are responsible for the direction, supervision and performance of the audit of financial information of such entities included in the consolidated Ind AS financial statements of which we are the independent auditors. For the other entities included in the consolidated Ind AS financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion. Our responsibilities in this regard are further described in para (a) and (b) of the section titled 'Other Matters' in this audit report.

We believe that the audit evidence obtained by us along with the consideration of audit reports of the other auditors as noted in 'Other Matters' paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the consolidated Ind AS financial statements.

We communicate with those charged with governance of the Company and such other entities included in the consolidated Ind AS financial statements of which we are the independent auditors 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 consolidated Ind AS financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditors' 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.

Other Matters

- (a) We did not audit the financial statements of Prima Union Plasticos S.A, Guatemala, a subsidiary whose financial statements reflect total assets of Rs.2,164.43 Lakh as at March 31, 2019 and total revenues of Rs.2,167.28 Lakh for the year ended on that date, as considered in the consolidated financial results. The consolidated Ind AS financial results also include the Group's share of net profit (and other comprehensive income) of Rs.625.52 Lakh for the year ended December 31, 2018 as considered in the consolidated Ind AS financial results, in respect of Prima Dee-Lite Plastics s.a.r.l, Cameroon, a joint venture, whose financial statements have not been audited by us. These financial statements have been audited by other auditors as per the requirement of the applicable accounting standards of the respective countries and have been converted as per requirement of Ind AS by the management. Our opinion on the consolidated Ind AS financial results, in so far as it relates to the aforesaid subsidiary and joint venture is based solely on the reports of the other auditors and conversion to Ind AS by the management. Our opinion is not modified in respect of this matter.
- (b) Our opinion on the consolidated Ind AS financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the financial statements certified by the Management.

Report on Other Legal and Regulatory Requirements

- A. As required by Section 143(3) of the Act, based on our audit and on the consideration of reports of the other auditors on separate Ind AS financial statements, and the other financial information of subsidiary and joint venture as noted in the 'Other Matters' paragraph, we report, to the extent applicable, that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated Ind AS financial statements.
 - b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated Ind AS financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.

- c) The consolidated balance sheet, the consolidated statement of profit and loss (including other comprehensive income), the consolidated statement of changes in equity and the consolidated cash flow statement dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated Ind AS financial statements.
- d) In our opinion, the aforesaid consolidated Ind AS financial statements comply with the Ind AS specified under Section 133 of the Act.
- e) On the basis of the written representations received from the directors of the Company as on March 31, 2019 taken on record by the Board of Directors of the Company and the reports of the statutory auditors of its subsidiary company and joint venture incorporated in India, none of the directors of the Group companies and its joint venture incorporated in India is disqualified as on March 31, 2019 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, its subsidiary company and joint venture incorporated in India and the operating effectiveness of such controls, refer to our separate Report in 'Annexure A'.
- B. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditor's) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the reports of the other auditors on separate Ind AS financial statements, and the other financial information of subsidiary and joint venture, as noted in the 'Other Matters' paragraph:
- The consolidated Ind AS financial statements disclose the impact of pending litigations as at March 31, 2019 on the consolidated financial position of the Group and its joint venture. Refer Note 32 (A) to the consolidated Ind AS financial statements.
 - Provision has been made in the consolidated Ind AS financial statements, as required under the applicable law or Ind AS, for material foreseeable losses, on long-term contracts, if any, including derivative contracts. Refer Note 51 to the consolidated Ind AS financial statements in respect of such items as it relates to the Group and its joint venture.
 - There has been no delay in transferring amounts to the Investor Education and Protection Fund by the Company or its subsidiary company and its joint venture incorporated in India during the year ended March 31, 2019.
 - The disclosures in the consolidated Ind AS financial statements regarding holdings as well as dealings in specified bank notes during the period from 8 November 2016 to 30 December 2016 have not been made in the consolidated Ind AS financial statements since they do not pertain to the financial year ended March 31, 2019.
- C. With respect to the matter to be included in the Auditor's report under section 197(16) of the Act:
- In our opinion and according to the information and explanations given to us and based on the reports of the statutory auditors of such subsidiary company and joint venture incorporated in India which were not audited by us, the remuneration paid during the current year by the Company, its subsidiary company and joint venture to its directors is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director by the Company, its subsidiary company and joint venture is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) of the Act which are required to be commented upon by us.

For Khimji Kunverji & Co LLP

(Formerly Khimji Kunverji & Co – 105146W)
Chartered Accountants

Gautam V. Shah

Partner (F- 117348)

Mumbai
May 22, 2019

Annexure A to the Independent Auditors' Report – March 31, 2019

(referred to in paragraph A(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Act

In conjunction with our audit of the consolidated Ind AS financial statements of the Holding Company as of and for the year ended March 31, 2019, we have audited the internal financial controls with reference to consolidated Ind AS financial statements of Prima Plastics Limited (hereinafter referred to as 'the Holding Company') and such companies incorporated in India under the Companies Act, 2013 which are its subsidiary and its joint venture as of that date.

Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the Holding Company, its subsidiary company and joint venture which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Holding 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 (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 the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013 (hereinafter referred to as 'the Act').

Auditors' Responsibility

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

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

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the Holding Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls with reference to Consolidated Ind AS financial statements

A company's internal financial controls with reference to consolidated Ind AS 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 consolidated Ind AS financial statements includes those policies and procedures that:

- pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- 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
- 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 financial statements.

Inherent Limitations of Internal Financial Controls with reference to Consolidated Ind AS financial statements

Because of the inherent limitations of internal financial controls with reference to consolidated Ind AS financial statements, 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 consolidated Ind AS financial statements to future periods are subject to the risk that the internal financial controls with reference to consolidated Ind AS financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

According to the information and explanation given to us, the Holding Company has framed process document and risk control matrix for certain key processes relating to internal financial controls system over financial reporting. In our opinion, considering the internal control over financial reporting criteria established by the Holding Company and the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI and to justify existence and operative effectiveness of the said controls, the Holding Company need to strengthen the documentation of identified risk & controls to make it commensurate with the size of the Holding Company and nature of its business.

Other Matter

Our aforesaid report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting in so far as it relates to the Holding Company which is incorporated in India.

For Khimji Kunverji & Co LLP

(Formerly Khimji Kunverji & Co – 105146W)
Chartered Accountants

Gautam V. Shah

Partner (F- 117348)

Mumbai

May 22, 2019

CONSOLIDATED BALANCE SHEET AS AT MARCH 31, 2019

Particulars	Note	As at March 31, 2019 ₹	As at March 31, 2018 ₹
ASSETS			
1. Non Current Assets			
Property, Plant and Equipment	1	296,855,975	317,412,936
Capital Work in Progress		1,234,100	592,685
Intangible Assets	1	663,338	817,842
Financial Assets			
(i) Investments	2	250,223,773	216,074,407
(ii) Loans	3	17,888,196	16,009,676
(iii) Other Non Current Financial Assets	4	2,526,071	4,610,608
Income Tax Assets (Net)		3,109,474	5,398,637
Other Non-Current Assets	5	2,890,885	1,438,565
Total Non - Current Assets		575,391,812	562,355,355
2. Current Assets			
Inventories	6	268,235,123	245,874,720
Financial Assets			
(i) Trade Receivables	7	285,782,062	244,299,154
(ii) Cash and Cash Equivalents	8	77,744,123	46,635,602
(iii) Bank Balances other than Cash and Cash Equivalents	9	7,836,575	8,293,424
(iv) Loans	10	7,556,475	15,996,498
(v) Other Current Financial Assets	11	39,408,969	39,905,874
Other Current Assets	12	58,748,498	41,500,359
Total Current Assets		745,311,825	642,505,631
TOTAL ASSETS		1,320,703,637	1,204,860,987
EQUITY AND LIABILITIES			
1. EQUITY			
Equity Share Capital	13	110,004,700	110,004,700
Other Equity	14	780,176,596	712,525,620
Total Equity		890,181,296	822,530,320
2. Non Controlling Interest			
		1,769,864	1,002,369
3. Non-Current Liabilities			
Financial Liabilities			
(i) Borrowings	15	50,885,222	50,846,445
Provisions	16	-	360,908
Deferred Tax Liabilities (Net)	17	24,642,247	25,461,154
		75,527,469	76,668,507
4. Current Liabilities			
Financial Liabilities			
(i) Borrowings	18	257,400,084	241,529,270
(ii) Trade Payables			
(a) Total Outstanding dues of Micro Enterprises and Small Enterprises		8,096,854	-
(b) Total Outstanding dues of Creditors other than Micro Enterprises and Small Enterprises	19	40,920,040	29,240,341
(iii) Other Current Financial Liabilities	20	28,541,717	18,021,559
Current Tax Liabilities (Net)		3,341,563	-
Other Current Liabilities	21	8,815,039	7,648,529
Provisions	22	6,109,711	8,220,092
Total Current Liabilities		353,225,008	304,659,791
TOTAL EQUITY AND LIABILITIES		1,320,703,637	1,204,860,987
Significant Accounting Policies	30		
The accompanying Notes are an integral part of the Consolidated Financial Statements			

As per our Report of even date attached

For Khimji Kunverji & Co LLP
(Formerly Khimji Kunverji & Co - 105146W)
Chartered Accountants

Gautam V. Shah
Partner (F - 117348)

Mumbai
May 22, 2019

Dharmesh R. Sachade
Chief Financial Officer
M. No.139349

Nidhi Shah
Company Secretary
M. No. A34893

For and on behalf of the Board of
Directors of Prima Plastics Limited
CIN : L25206DD1993PLC001470

Bhaskar M. Parekh
Executive Chairman
DIN No. 00166520

Dilip M. Parekh
Managing Director
DIN No. 00166385

CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2019

Particulars	Note	Year ended March 31, 2019 ₹	Year ended March 31, 2018 ₹
I. Revenue From Operations	23	1,329,174,790	1,049,968,986
II. Other Income	24	12,288,354	3,380,736
III. Total Revenue (I+II)		1,341,463,144	1,053,349,722
IV. Expenses			
Cost of Materials Consumed	25	845,791,452	657,003,159
Purchase of Stock-in-Trade		38,901,276	14,363,031
Changes in Inventories of Finished Goods, Stock-in-Trade and Work-in-Progress	26	(41,554,080)	(46,426,464)
Excise Duty (Refer Note 49)		-	22,594,636
Employee Benefits Expense	27	140,692,976	109,395,719
Finance Costs	28	25,496,582	14,694,407
Depreciation and Amortisation Expenses	1	40,160,731	25,369,970
Other Expenses	29	239,132,543	202,082,012
Total Expenses		1,288,621,480	999,076,470
V. Profit before Tax Expenses and Share in Profit of Joint Venture (III-IV)		52,841,664	54,273,252
VI. Share in Profit of Joint Venture (net of tax expenses)		62,551,573	67,602,982
VII. Profit Before Tax (V + VI)		115,393,237	121,876,234
VIII. Tax Expense			
Current Tax		20,438,667	23,419,825
Deferred Tax Expense		(679,428)	5,821,717
Total Tax Expense		19,759,239	29,241,542
IX. Profit after Tax (VII-VIII)		95,633,998	92,634,692
Profit / (Loss) attributable to Non Controlling Interest		767,495	(2,399,433)
Profit attributable to owners of the Parent		94,866,503	95,034,125
X. Other comprehensive Income			
(i) Items that will not be reclassified to profit or loss.		(501,362)	(960,613)
(ii) Income Tax relating to the Items that will not be reclassified to profit or loss.		139,479	332,468
(iii) Items that will be reclassified to profit or loss-FCTR		(1,861,721)	(1,636,766)
Other comprehensive Income for the year		(2,223,604)	(2,264,911)
Other Comprehensive Income attributable to Non-Controlling Interest		-	-
Other Comprehensive Income attributable to Owners of the Parent		(2,223,604)	(2,264,911)
XI. Total Comprehensive Income for the year (IX+X)		93,410,394	90,369,781
Total Comprehensive Income attributable to Non-Controlling Interest		767,495	(2,399,433)
Total Comprehensive Income attributable to Owners of the Parent		92,642,899	92,769,214
XII. Earnings Per Equity Share (Face Value ₹ 10/- each)			
- Basic	38	8.62	8.64
- Diluted	38	8.62	8.64
Significant Accounting Policies	30		
The accompanying Notes are an integral part of the Consolidated Financial Statements			

As per our Report of even date attached

For Khimji Kunverji & Co LLP
(Formerly Khimji Kunverji & Co - 105146W)
Chartered Accountants

Gautam V. Shah
Partner (F - 117348)

Mumbai
May 22, 2019

Dharmesh R. Sachade
Chief Financial Officer
M. No. 139349

Nidhi Shah
Company Secretary
M. No. A34893

For and on behalf of the Board of
Directors of Prima Plastics Limited
CIN : L25206DD1993PLC001470

Bhaskar M. Parekh
Executive Chairman
DIN No. 00166520

Dilip M. Parekh
Managing Director
DIN No. 00166385

Statement of Changes in Equity (SOCIE) for the year ended March 31, 2019

A. Equity Share Capital

For the year ended March 31, 2019		
	Changes in Equity Share Capital during the year	Balance as at March 31, 2019
Balance as at April 01, 2018	-	110,004,700
110,004,700	-	110,004,700

For the year ended March 31, 2018

	Changes in Equity Share Capital during the year	Balance as at March 31, 2018
Balance as at April 01, 2017	-	110,004,700
110,004,700	-	110,004,700

B. Other Equity

For the year ended March 31, 2019

Particulars	Attributable to Owners of the Company				Total Attributable to the Owners of the Company	Attributable to NCI	Total Equity
	Securities Premium	General Reserve	Retained Earnings	Exchange differences on translating the financial statements of a foreign currency operation			
Balance at the beginning of the reporting period (Refer Note 31(vi))	13,080,000	115,656,286	585,331,886	(54,535)	714,013,637	1,002,369	715,016,006
Profit for the year	-	-	94,866,503	-	94,866,503	767,495	95,633,998
Remeasurement Gain/(Loss) on Defined Benefit Plan	-	-	(361,883)*	-	(361,883)	-	(361,883)
Other Comprehensive Income/(loss) for the year	-	-	-	(1,861,721)	(1,861,721)	-	(1,861,721)
Total Comprehensive Income for the year	-	-	94,504,620	(1,861,721)	92,642,899	767,495	93,410,394
Dividend (Including Tax on Dividend)	-	-	(26,479,940)	-	(26,479,940)	-	(26,479,940)
Transfer from Retained Earnings	-	5,000,000	(5,000,000)	-	-	-	-
Balance at the end of the reporting period	13,080,000	120,656,286	648,356,566	(1,916,256)	780,176,596	1,769,864	781,946,460

For the year ended March 31, 2018

Particulars	Attributable to Owners of the Company					Attributable to NCI	Total Equity
	Securities premium	General Reserve	Retained Earnings	Exchange differences on translating the financial statements of a foreign operation	Total Attributable to the Owners of the Company		
Balance at the beginning of the reporting period	13,080,000	110,656,286	520,764,332	1,752,376	646,252,994	3,401,802	649,654,796
Profit for the year	-	-	95,034,125	-	95,034,125	(2,399,433)	92,634,692
Premeasurement Gain/(Loss) on Defined Benefit Plan	-	-	(628,145) [@]	-	(628,145)	-	(628,145)
Other Comprehensive Income/(loss) for the year	-	-	-	(1,636,766)	(1,636,766)	-	(1,636,766)
Total Comprehensive Income for the year	-	-	94,405,980	(1,636,766)	92,769,214	(2,399,433)	90,369,781
Dividend (Including Tax on Dividend)	-	-	(26,496,588)	-	(26,496,588)	-	(26,496,588)
Transfer from Retained Earnings	-	5,000,000	(5,000,000)	-	-	-	-
Balance at the end of the reporting period	13,080,000	115,656,286	583,673,724	115,610	712,525,620	1,002,369	713,527,989

Net of Tax amounting to ₹ 139,479

@ Net of Tax amounting to ₹ 332,468

The accompanying Notes are an integral part of the Consolidated Financial Statement

As per our Report of even date attached

For Khimji Kunverji & Co LLP
(Formerly Khimji Kunverji & Co - 105146W)
Chartered Accountants

Gautam V. Shah
Partner (F - 117348)

Mumbai
May 22, 2019

For and on behalf of the Board of
Directors of Prima Plastics Limited
CIN : L25206DD1993PLC001470

Dharmesh R. Sachade
Chief Financial Officer
M. No.139349

Nidhi Shah
Company Secretary
M. No. A34893

Bhaskar M. Parekh
Executive Chairman
DIN No. 00166520

Diip M. Parekh
Managing Director
DIN No. 00166385



CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2019

	Year ended March 31, 2019 ₹	Year ended March 31, 2018 ₹
A. Cash Flow from Operating Activities		
Net Profit Before Extraordinary Items and Tax	115,393,232	121,876,234
<u>Adjustments :</u>		
Depreciation	40,160,731	25,369,970
Interest Expenses	23,487,479	10,461,277
Provision for doubtful debts and Bad Debts W/off	4,595,414	6,431,559
Impairment of Assets	-	301,445
(Profit) / Loss on Sale of Assets	(1,114,472)	60,968
Interest Income	(2,959,935)	(2,703,747)
Other (Income)/Expenses	-	(70,951)
Fair Valuation of lease deposits	-	(128,226)
Operating Profit before Working Capital Changes	179,562,448	161,598,530
Changes in Working Capital		
<u>Adjustments for (Increase)/Decrease in Operating Assets:</u>		
Trade Receivables	(46,078,322)	(111,499,215)
Inventories	(22,360,403)	(81,319,341)
Other Assets	(21,783,751)	(43,587,052)
<u>Adjustments for Increase/(Decrease) in Operating Liabilities:</u>		
Trade Payables	19,776,553	654,938
Short Term Provisions	(2,972,651)	4,846,493
Other Current Liabilities	11,686,668	8,182,129
Cash Generated From Operations	117,830,543	(61,123,518)
Income Tax Paid	(14,807,941)	(33,214,593)
Net Cash Inflow / (Outflow) from Operating Activities (A)	103,022,602	(94,338,111)
B. Cash Flow from Investing Activities		
Purchase of Fixed Assets	(20,859,553)	(148,381,847)
Sale of Fixed Assets	1,552,030	210,001
Capital Work-in-Progress	(641,415)	46,999,908
Interest	2,959,935	2,774,698
Proceeds from inter-corporate deposits	10,000,000	-
Redemption/(Investment) in other bank deposits	2,024,041	(1,489,160)
Share in (Profit)/ Loss on equity accounted investment	(34,149,366)	(38,163,936)
Net Cash Inflow from Investing Activities (B)	(39,114,328)	(138,050,336)

CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2019

	Year ended March 31, 2019 ₹	Year ended March 31, 2018 ₹
C. Cash Flow from Financing Activities		
Proceeds from Long Term Borrowings	38,777	45,575,299
Proceeds from Short Term Borrowings	15,870,814	196,073,892
Interest Paid	(23,487,479)	(10,461,277)
Dividend Paid (including Tax on Dividend)	(26,479,940)	(26,479,940)
Net Cash Inflow / (Outflow) from Financing Activities(C)	(34,057,828)	204,707,974
Net Increase/(Decrease) In Cash and Cash Equivalents (A+B+C)	29,850,445	(27,680,474)
Cash & Cash Equivalents as at March 31, 2019 (Refer Note iii)	74,728,308	44,278,833
Effect of exchange rate on consolidation of Foreign Subsidiary	(1,861,721)	(1,636,766)
Change due to difference in Opening Balance (Refer Note 31 (vi))	2,460,751	-
Cash & Cash Equivalents as at March 31, 2018 (Refer Note iii)	44,278,833	73,596,073

Notes:

- The Cash Flow statement has been prepared under the "Indirect Method" as set out Indian Accounting Standard (Ind AS-7) Statement of cash flows.
- Previous year's figures have been regrouped / recasted wherever necessary.
- Reconciliation of Cash and Cash Equivalents

	March 31, 2019	March 31, 2018
Cash and Cash Equivalents (Refer Note 8)	77,744,123	46,635,602
Less: Fixed Deposits earmarked for specific purpose considered under Investing Activities	3,015,815	2,356,769
Total	74,728,308	44,278,833

- Changes in liabilities in arising from financing activities:

Particulars	Non Cash Changes			
	March 31, 2018	Cash Flows	Non Cash Changes	March 31, 2019
Non Current Borrowings (Including Current Maturity)	57,536,089	8,773,167	-	66,309,256
Current Borrowings	241,529,270	15,870,814	-	257,400,084
Total	299,065,359	24,643,981	-	323,709,340

As per our Report of even date attached

For Khimji Kunverji & Co LLP
(Formerly Khimji Kunverji & Co - 105146W)
Chartered Accountants

Gautam V. Shah
Partner (F - 117348)

Dharmesh R. Sachade
Chief Financial Officer
M. No.139349

Nidhi Shah
Company Secretary
M. No. A34893

For and on behalf of the Board of
Directors of Prima Plastics Limited
CIN : L25206DD1993PLC001470

Bhaskar M. Parekh
Executive Chairman
DIN No. 00166520

Dilip M. Parekh
Managing Director
DIN No. 00166385

Mumbai
May 22, 2019

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

Note 30 (A): Company Overview and Significant Accounting Policies

Company Overview:

The Prima Plastics Limited (“the Company”) is a Public Limited Company, incorporated in India and has registered office at 98/4 Prima House, Daman Industrial Estate, Nani Daman, Daman – 396210. It is incorporated under the Companies Act, 2013 and its shares are listed on the Bombay Stock Exchange Limited. The Company is one of the leading plastic moulded article manufacturing company in India having 4 manufacturing facilities spread across the country.

Significant Accounting Policies:

a) **Statement of Compliance:**

These Consolidated Financial Statements (hereinafter referred to as “financial statements”) are prepared in accordance with the Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time, the relevant provisions of the Companies Act, 2013 (the Act) and guidelines issued by the Securities and Exchange Board of India (SEBI), as applicable.

The financial statements are authorised for issue by the Board of Directors of the Company at their meeting held on May 22, 2019.

b) **Basis of Preparation of Accounts:**

The Consolidated Financial Statements comprise the financial statements of Prima Plastics Limited (‘the holding company’) and its Subsidiary and Joint venture (together referred as ‘group’).

Basis of Preparation:

The financial statements have been prepared on a historical cost basis, except for the following assets and liabilities:

- i. Certain financial assets and liabilities measured at fair value (refer accounting policy regarding financial instruments); and
- ii. Employee’s Defined Benefit Plan as per Actuarial Valuation.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date under current market conditions, regardless of whether that price is directly observable or estimated using another valuation technique.

Functional and Presentation Currency:

The financial statements are presented in Indian Rupees, which is the functional currency of the Company and the currency of the primary economic environment in which the Company operates.

Classification of Assets and Liabilities into Current/Non-Current:

The Company has ascertained its operating cycle as twelve months for the purpose of Current/ Non-Current classification of its Assets and Liabilities.

For the purpose of Balance Sheet, an asset is classified as current if:

- i. It is expected to be realised, or is intended to be sold or consumed, in the normal operating cycle; or
- ii. It is held primarily for the purpose of trading; or
- iii. It is expected to realise the asset within twelve months after the reporting period; or
- iv. The asset is a cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

Similarly, a liability is classified as current if:

- i. It is expected to be settled in the normal operating cycle; or
- ii. It is held primarily for the purpose of trading; or
- iii. It is due to be settled within twelve months after the reporting period; or
- iv. The Company does not have an unconditional right to defer the settlement of the liability for at least twelve months after the reporting period. Terms of a liability that could result in its settlement by the issue of equity instruments at the option of the counterparty does not affect this classification.

All other liabilities are classified as non-current.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

c) Property, Plant and Equipment (PPE):

The initial cost of PPE comprises of its purchase price, including import duties and non-refundable purchase taxes, and any directly attributable costs of bringing an asset to working condition and location for its intended use, including relevant borrowing costs and any expected costs of decommissioning.

Subsequent expenditure relating to PPE are capitalised only when it is probable that future economic benefits associated with these will flow to the Company and cost of the item can be measured reliably. All other repairs and maintenance cost are charged to the Statement of Profit and Loss in the period in which the costs are incurred.

If significant parts of an item of PPE have different useful lives, then they are accounted for as separate items (major components) of PPE.

Any gain or loss on disposal of an item of PPE is recognised in the Statement of Profit and Loss.

d) Capital Work in Progress:

Expenditure/ Income during construction period (including financing cost related to borrowed funds for construction or acquisition of qualifying PPE) is included under Capital Work-in-Progress, and the same is allocated to the respective PPE on the completion of their construction. Advances given towards acquisition or construction of PPE outstanding at each reporting date are disclosed as Capital Advances under "Other non-current Assets".

e) Depreciation:

Depreciation on PPE is the systematic allocation of the depreciable amount over its useful life and is provided on a straight-line basis over such useful lives as prescribed in Schedule II to the Act or as per technical assessment conducted by the management. Freehold Land with indefinite life is not depreciated.

Depreciable amount of PPE is the cost of PPE less its estimated residual value. The useful life of PPE is the period over which PPE is expected to be available for use by the Company.

In case of certain classes of PPE, the Company uses different useful lives than those prescribed in Schedule II to the Act. The useful lives have been assessed, taking into account the nature of the PPE and the estimated usage of the asset on the basis of management's best estimation of obtaining economic benefits from those classes of assets.

Such classes of assets and their useful lives are as under:

No	Nature	Useful Life
1	Plant and Machinery	15 - 20 Years
2	Moulds	8 -15 Years
3	Leasehold Land	Over the period of lease agreement

In case of subsidiary, Depreciation is calculated by straight line method based on their useful lives.

No	Nature	Useful Life
1	Plant and Machinery	5 years
2	Furniture and Equipments	5 years
3	Computer Equipments	3 years
4	Tools	4 years
5	Lease hold Improvements	3 years

f) Depreciation on additions is provided on a pro-rata basis from the date of acquisition or installation. Depreciation on deductions/ disposals is provided on a pro-rata basis till the date of such sale or disposal.

g) Intangible Assets and Amortization :

Intangible assets with finite useful life that are acquired separately are stated at acquisition cost less accumulated amortization and impairment losses, if any. The Company determines the useful life as the period over which the future economic benefits will flow to the Company after taking into account all relevant facts and circumstances. The estimated useful life and amortization method is reviewed periodically, with the effect of any changes in estimate being accounted for on a prospective basis.

Class of intangible assets and their estimated useful lives are as under:

No	Nature	Useful Life
1	Software	5 years

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

h) Impairment of Non-Financial Assets:

Assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less cost of disposal and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or groups of assets (cash-generating units).

i) Inventories:

Inventories are valued as follows:

Raw Materials:

Value at lower of cost and net realisable value (NRV). However, these items are considered to be realisable at cost, if the finished products, in which they will be used, are expected to be sold at or above cost. Cost is determined on First in First out (FIFO) basis which includes expenditure incurred for acquiring inventories like purchase price, import duties, taxes (net of tax credit) and other costs incurred in bringing the inventories to their present location and condition.

Work-in-Progress (WIP), Finished Goods, Stock in Trade:

Valued at lower of cost or NRV. Cost of finished goods and WIP includes cost of raw materials, cost of conversion and other costs incurred in bringing the inventories to their present location and condition. Cost of inventories is computed on weighted average basis.

Stores & spare parts and packing materials are valued at cost

Waste / Scrap

Waste/Scrap inventory is valued at NRV.

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

j) Borrowing Costs:

General and Specific Borrowing Cost Attributable to acquisition of Qualifying Assets, are capitalised as a part of the cost of such asset up to the date when such assets are ready for its intended use. A qualifying asset is an asset that necessarily takes a substantial period of time to get ready for its intended use. All other borrowing cost are recognised as an expense in the period in which they are incurred.

Borrowing cost includes interest expense and other ancillary costs incurred in connection with borrowing of funds.

k) Government Grants:

Government grants related to income under State Investment Promotion Scheme linked with VAT / GST payment and reimbursement of certain costs incurred, are recognised in the Statement of Profit and Loss in the period in which they become receivable.

Government grants are not recognised until there is reasonable assurance that the Company will comply with the conditions attached to them and that the grants will be received.

l) Provisions, Contingent Liabilities and Contingent Assets:

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

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects current market assessment of time value of money and, where appropriate, the risks specific to the liability. Unwinding of the discount is recognised in the Statement of Profit and Loss as a finance cost. Provisions are reviewed at each reporting date and are adjusted to reflect the current best estimate.

A present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made, is disclosed as a contingent liability. Contingent liabilities are also disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company.

Claims against the Company where the possibility of any outflow of resources in settlement is remote, are not disclosed as contingent liabilities.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

Contingent assets are not recognised in financial statements since this may result in the recognition of income that may never be realised. However, when the realization of income is virtually certain, then the related asset is not a contingent asset and is recognised.

m) Revenue Recognition:

(i) Revenue from Contracts with Customers

- Revenue is recognized on the basis of approved contracts regarding the transfer of goods or services to a customer for an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services.
- Revenue is measured at the fair value of consideration received or receivable taking into account the amount of discounts, incentives, volume rebates, outgoing taxes on sales. Any amounts receivable from the customer are recognised as revenue after the control over the goods sold are transferred to the customer which is generally on dispatch of goods.
- Variable consideration - This includes incentives, volume rebates, discounts etc. It is estimated at contract inception considering the terms of various schemes with customers and constrained until it is highly probable that a significant revenue reversal in the amount of cumulative revenue recognised will not occur when the associated uncertainty with the variable consideration is subsequently resolved. It is reassessed at end of each reporting period.
- Significant financing component - Generally, the Company receives short-term advances from its customers. Using the practical expedient in Ind AS 115, the Company does not adjust the promised amount of consideration for the effects of a significant financing component if it expects, at contract inception, that the period between the transfer of the promised good or service to the customer and when the customer pays for that good or service will be one year or less.

(ii) Dividend income is accounted for when the right to receive the income is established.

(iii) Interest income is recognised using the Effective Interest Rate Method.

n) Lease:

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee. All other leases are classified as Operating Leases.

• Operating Lease:

Lease rentals are charged or recognised in the Statement of Profit and Loss on a straight-line basis over the lease term, except where the payments are structured to increase in line with expected general inflation to compensate for the expected inflationary cost increase.

• Finance Lease:

Assets held under finance leases are recognised as assets of the Company at their fair value at the inception of the lease or, if lower, at the present value of the minimum lease payments. The corresponding liability to the lessor is included in the Balance Sheet as a finance lease obligation. Lease payments are apportioned between finance charges and reduction of the lease obligation so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are charged to the Statement of Profit and Loss, unless they are directly attributable to qualifying assets, in which case they are capitalised in accordance with the Company's policy on borrowing costs.

o) Foreign Operations:

The assets and liabilities of foreign operations including goodwill and fair value adjustments arising on acquisition, are translated into INR, the functional currency of the Company, at the exchange rates at the reporting date. The income and expenses of foreign operations are translated into INR at the exchange rates at the dates of the transactions or an average rate if the average rate approximates the actual rate at the date of the transaction. Exchange differences are recognized in OCI and accumulated equity (as exchange differences on translating the financial statements of a foreign operation), except to the extent that the exchange differences are allocated to NCI.

When a foreign operation is disposed of in its entirety or partially such that control, significant influence or joint control is lost, the cumulative amount of exchange differences related to that foreign operation recognized in OCI is reclassified to Statement of Profit and Loss as part of the gain or loss on disposal. If the Group disposes of part of its interest in a subsidiary but retains control, then the relevant proportion of the cumulative amount is re-allocated to NCI. When the Group disposes of only a part of its interest in an associate or a joint venture while retaining significant influence or joint control, the relevant proportion of the cumulative amount is reclassified to Statement of Profit and Loss.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

p) Employee Benefit Expense:

• Defined Benefit Plan:

The Company has defined benefit plans for post-employment benefits, for all employees in the Form of Gratuity administered through trust funded with Life Insurance Corporation of India. The Company's liabilities under Payment of Gratuity Act are determined on the basis of independent actuarial valuation.

The liability in respect of gratuity and other post-employment benefits is calculated using the Projected Unit Credit Method and spread over the period during which the benefit is expected to be derived from employees' services.

Re-measurement of defined benefit plans in respect of post-employment are charged to the Other Comprehensive Income(OCI). Remeasurement recognised in OCI is reflected immediately in retained earnings and will not be reclassified to Statement of Profit and Loss.

The present value of the defined benefit plan liability is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds.

The defined benefit obligation recognised in the Balance Sheet represents the actual deficit or surplus in the Company's defined benefit plans. Any surplus resulting from this calculation is limited to the present value of any economic benefits available in the form of refunds from the plans or reductions in future contributions to the plans.

• Defined Contribution Plan:

Payments to defined contribution plans are recognised as an expense when employees have rendered service entitling them to the contributions.

The eligible employees of the Company are entitled to receive benefits in respect of provident fund, for which both the employees and the Company make monthly contributions at a specified percentage of the covered employees' salary. The contributions as specified under the law are made to the Government Provident Fund monthly.

• Short-Term Employee Benefits:

A liability is recognised for benefits accruing to employees in respect of wages and salaries, annual leave in the period the related service is rendered. Liabilities recognised in respect of short-term employee benefits are measured at the undiscounted amount of the benefits expected to be paid in exchange for the related service.

q) Income Taxes:

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

• Current Tax:

Current Tax is measured on the basis of estimated taxable income for the current accounting period in accordance with the applicable tax rates and the provisions of the Income-tax Act, 1961 and other applicable tax laws.

• Deferred Tax:

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

Deferred tax liabilities and assets are measured at the tax rates that are expected to be applied to the temporary differences when they reverse, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting date. MAT Credits are in the form of unused tax credits that are carried forward by the Company for a specified period of time, hence it is grouped with Deferred Tax Asset. MAT is recognised as an asset only when and to the extent there is convincing evidence that the Company will pay normal income tax during the specified period.

Current tax assets and current tax liabilities are offset when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle the asset and the liability on a net basis. Deferred tax assets and deferred tax liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities; and the deferred tax assets and the deferred tax liabilities relate to income taxes levied by the same taxation authority.

A deferred tax asset is recognised to the extent that it is probable that future taxable profits will be available against which the temporary difference can be utilized. The carrying amount of Deferred tax liabilities and assets are reviewed at the end of each reporting period date and are reduced to the extent that it is no longer probable.

r) Foreign Currency Transactions:

Foreign currency transactions are recorded at exchange rate prevailing on the date of the transaction. Foreign currency denominated monetary assets and liabilities are restated into the functional currency using exchange rates prevailing on the

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

Balance sheet date. Gains and losses arising on settlement and restatement of foreign currency denominated monetary assets and liabilities are recognised in the statement of profit and loss. Non-monetary items carried at fair value that are denominated in foreign currencies are translated at the rates prevailing at the date when the fair value was determined.

Non-Monetary items that are measured in terms of historical cost in a foreign currency are translated using exchange rate as at the date of initial transactions.

s) Earnings Per Share:

The basic Earnings Per Share ("EPS") is computed by dividing the net profit / (loss) after tax for the year attributable to the equity shareholders by the weighted average number of equity shares outstanding during the year.

For the purpose of calculating diluted earnings per share, net profit/loss after tax for the year attributable to the equity shareholders and the weighted average number of equity shares outstanding during the year are adjusted for the effects of all dilutive equity shares

t) Financial Instruments:

Financial Assets & Financial Liabilities are recognised when the Company becomes party to contractual provisions of the relevant instrument.

Initial Recognition and Measurement:

All financial assets and liabilities are initially recognised at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities, which are not at fair value through profit or loss, are adjusted to the fair value of the financial assets or financial liabilities on initial recognition. Transaction costs directly attributable to acquisition or issue of financial assets or financial liabilities at fair value through profit or loss are charged to the Statement of Profit and Loss over the tenure of the financial assets or financial liabilities..

Classification and Subsequent Measurement: Financial Assets

- **Financial assets carried at Amortised Cost:**

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

- **Financial assets at fair value through Other Comprehensive Income (FVTOCI):**

A financial asset is measured at FVTOCI if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

- **Financial assets at fair value through profit or loss (FVTPL):**

A financial asset shall be classified and measured at fair value through profit or loss unless it is measured at amortised cost or at fair value through OCI.

- **Classification and Subsequent Measurement:**

Financial Liabilities Financial liability are classified as either financial liabilities at FVTPL or 'other financial liabilities'.

- **Financial Liabilities at FVTPL:**

Financial liabilities are classified as at FVTPL when the financial liability is held for trading or are designated upon initial recognition at FVTPL. Gain or losses on liabilities held for trading are recognised in the Statement of profit or loss.

- **Other Financial Liabilities:**

Other Financial liabilities (including borrowings and trade and other payables) are subsequently measured at amortised cost using the effective interest method.

The effective interest method is the method of calculating the amortised cost of a financial liability and of allocating interest expenses over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

- **Impairment of financial assets:**

In accordance with Ind AS 109, the Company uses 'Expected Credit Loss' (ECL) model, for evaluating impairment of financial assets other than those measured at fair value through profit and loss (FVTPL). Expected credit losses are measured through a loss allowance at an amount equal to:

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

In case of trade receivables Company applies 'simplified approach' which requires expected lifetime losses to be recognised from initial recognition of the receivables. The application of simplified approach does not require the Company to track changes in credit risk. The Company calculates the expected credit losses on trade receivables using a provision matrix on the basis of its historical credit loss experience.

For other assets, the Company uses 12-month ECL to provide for impairment loss where there is no significant increase in credit risk. If there is significant increase in credit risk full lifetime ECL is used.

- **Derecognition of Financial Instruments:**

The Company derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire or when it transfers the financial asset and the transfer qualifies for Derecognition under Ind AS 109.

On derecognition of a financial asset, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognised in OCI and accumulated in equity is recognised in the Statement of Profit and Loss.

A financial liability (or a part of a financial liability) is derecognised from the Company's Balance Sheet when the obligation specified in the contract is discharged or cancelled or expires. The difference between the carrying amount of the financial liability de-recognised and the consideration paid and payable is recognised in the Statement of Profit and Loss.

- u) **Cash and Cash Equivalents**

Cash and cash equivalents in the Balance Sheet comprise cash at bank and in hand and short-term deposits that are readily convertible into cash which are subject to insignificant risk of changes in value and are held for the purpose of meeting short-term cash commitments.

- v) **Financial Liabilities & Equity Instruments:**

- **Classification as Debt or Equity**

Debt and equity instruments issued by the Company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definition of financial liability and an equity instrument.

- **Equity Instrument**

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by a Company are recognised at the proceeds received.

- w) **Segment Reporting - Identification of Segments:**

An operating segment is a component of the Company that engages in business activities from which it may earn revenues and incur expenses, whose operating results are regularly reviewed by the company's Chief Operating Decision Maker ("CODM") to make decisions for which discrete financial information is available.

Based on the management approach as defined in Ind AS 108, the CODM evaluates the Company's performance and allocates resources based on an analysis of various performance indicators by business segments and geographic segments.

Note 30 (B): Critical accounting judgements and key sources of estimation uncertainty:

The preparation of the financial statements in conformity with Ind AS 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. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected. In particular, information about significant areas of estimation, uncertainty and critical judgments in applying accounting policies that have the most significant effect on the amounts recognised in the financial statements are included in the following notes:

- a) **Useful Lives of Property, Plant & Equipment:**

The Company uses its technical expertise along with historical and industrial trends for determining the economic life of an asset. The useful life is reviewed by the management periodically and revised, if appropriate. In case of a revision, the unamortised depreciable amount is charged over the remaining useful life of the asset.

- b) **Defined Benefit Plans :**

The cost of the defined benefit plans gratuity, and the present value of the gratuity obligation are based on actuarial valuation using the projected unit credit method. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

c) Fair Value Measurement of Financial Instruments:

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

d) Expected Credit Losses on Financial Assets:

The impairment provisions of financial assets are based on assumptions about risk of default and expected timing of collection. The Company uses judgment in making these assumptions and selecting the inputs to the impairment calculation, based on the Company's past history, customer's creditworthiness, existing market conditions as well as forward looking estimates at the end of each reporting period.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

Note 1: Property, Plant and Equipment
Current Year Ended March 31, 2019

Particulars	Gross Block			Depreciation & Amortisation			Net Block As at March 31, 2019 (Closing)
	As at April 1, 2018 (Opening) Refer Note 31(vi)	Additions	Deletions/ Adjustments	As at March 31, 2019 (Closing)	For the Year	Deletions/ Adjustments	
A] Tangible Assets							
Freehold Land	13,708,918	-	-	13,708,918	-	-	13,708,918
Leasehold Land	934,331	-	-	934,331	10,725	-	902,156
Buildings	74,197,997	3,627,629	-	77,825,626	6,912,858	-	15,855,047
Plant & Machinery	229,786,564	15,255,211	(522,860)	244,517,915	27,226,370	(85,302)	51,173,655
Furniture & Fixture	3,836,779	889,501	-	4,726,280	721,793	-	1,340,386
Office Equipments	4,009,038	950,412	-	4,959,450	1,105,192	-	2,417,245
Vehicles	29,527,186	-	-	29,527,186	3,892,489	-	8,525,223
Total Tangible Assets	355,999,813	20,722,753	(522,860)	376,199,706	39,869,427	(85,302)	79,343,731
BJ Intangible Assets	1,153,815	136,800	-	1,290,615	291,304	-	627,277
Total Assets (A+B)	357,153,628	20,859,553	(522,860)	377,490,321	40,160,731	(85,302)	297,519,313

Tangible Assets are pledged as security against the secured borrowings.

Previous Year Ended March 31, 2018

Particulars	Gross Block			Depreciation & Amortisation			Net Block As at March 31, 2018 (Closing)
	As at April 1, 2017 (Opening)	Additions	Deletions/ Adjustments	As at March 31, 2018 (Closing)	For the Year	Deletions/ Adjustments	
A] Tangible Assets							
Freehold Land	13,408,618	300,300	-	13,708,918	-	-	13,708,918
Leasehold Land	934,331	-	-	934,331	10,725	-	912,881
Buildings	60,263,925	13,934,072	-	74,197,997	5,784,361	-	7,945,614
Plant & Machinery	113,597,432	112,812,699	(193,203)	226,216,928	15,726,877	301,445	20,582,835
Furniture & Fixture	851,593	2,954,279	(55,561)	3,750,311	373,506	-	468,892
Office Equipments	1,956,416	2,074,827	(22,205)	4,009,038	741,482	-	1,280,248
Vehicles	13,945,626	15,581,560	-	29,527,186	2,506,455	-	4,632,734
Total Tangible Assets	204,957,941	147,657,737	(270,969)	352,344,709	25,143,406	301,445	34,931,773
BJ Intangible Assets	429,705	724,110	-	1,153,815	226,564	-	335,973
Total Assets (A+B)	205,387,646	148,381,847	(270,969)	353,498,524	25,369,970	301,445	35,267,746

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

	As at March 31, 2019 ₹	As at March 31, 2018 ₹
Note 2		
Investments		
Unquoted:		
Equity Instruments:		
Joint Venture:		
Prima Dee-Lite Plastics S.A.R.L.	216,074,407	177,910,471
Add : Share of Profit in Joint Venture	34,149,366	38,163,936
Total	250,223,773	216,074,407
Note 3		
Loans		
Considered Good, Unsecured		
Security Deposits#	15,859,452	11,872,065
Loans to Employees	2,028,744	4,137,611
Total	17,888,196	16,009,676
# Security Deposits with Related parties Amounting to ₹ 2,651,000/-		
Note 4		
Other Non-Current Financial Assets		
Bank Deposit with Maturity greater than 12 Months*	2,526,071	4,610,608
Total	2,526,071	4,610,608
*Lodged as Security with Government Department ₹ 699,553 (March 31,2018 ₹ 4,610,608/-) and Earmarked for Specific purpose ₹ 1,826,518 (March 31, 2018 Nil)		
Note 5		
Other Non Current Assets		
Considered Good, Unsecured		
Capital Advances	2,890,885	1,438,565
Total	2,890,885	1,438,565
Note 6		
Inventories		
(Valued at lower of cost and net realisable value, unless otherwise stated)		
Raw Materials {Includes Goods in Transit ₹ Nil, March 31, 2018 ₹ 1,999,914}	90,834,807	102,633,943
Finished Goods	162,166,302	135,348,001
Work In Progress	9,833,073	2,893,968
Store and Packing Material (at cost)	5,400,941	4,998,808
Total	268,235,123	245,874,720
(i) The Company follows suitable provisioning norms for writing down the value of Inventories towards slow moving, non-moving and surplus inventory.		
(ii) Working Capital Borrowings are secured by hypothecation of inventory of the Company.		

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

	As at March 31, 2019 ₹	As at March 31, 2018 ₹
Note 7		
Trade Receivables		
Considered Good - Unsecured	285,782,062	244,299,154
Significant increase in credit risk	7,474,404	4,957,689
	293,256,466	249,256,843
Less : Allowances for Credit Losses	(7,474,404)	(4,957,689)
Total	285,782,062	244,299,154
Note 8		
Cash and Cash Equivalents		
Cash on hand	376,049	408,161
Balance with Banks		
In Current Account	23,211,605	31,987,450
In EEFC Account	51,140,654	11,883,222
Bank Deposits - Maturity of 3 Months or Less*	3,015,815	2,356,769
Total	77,744,123	46,635,602
*Lodged as Security with Government Department ₹ 284,067 (March 31, 2018 ₹ 1,453,850) and Earmarked for Specific purpose ₹ 2,731,748 (March 31, 2018 ₹ 902,919)		
Note 9		
Bank Balance other than Cash and Cash Equivalents		
Earmarked Balances with Bank for Unpaid Dividend	3,647,268	3,505,567
Bank Deposits - Maturity of More than 3 Months and up to 12 Months*	4,189,307	4,787,857
Total	7,836,575	8,293,424
*Lodged as Security with Government Department ₹ 3,175,458 (March 31, 2018 ₹ 2,074,008) and Earmarked for Specific purpose ₹ 1,013,849 (March 31, 2018 ₹ 2,713,849)		
Note 10		
Loans		
Considered Good, Unsecured		
Inter Corporate Deposits	2,500,000	12,500,000
Loans to Employees	5,056,475	3,496,498
Total	7,556,475	15,996,498

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

	As at March 31, 2019 ₹	As at March 31, 2018 ₹
Note 11		
Other Current Financial Assets		
Advances to Employees	224,500	175,500
Security Deposits	6,745,356	10,948,695
Interest Receivable	2,833,361	2,381,969
Government Grants Receivable	4,244,762	-
Dividend Receivable	23,691,360	24,581,603
License Benefit Receivable	1,669,630	1,818,107
Total	39,408,969	39,905,874
Note 12		
Other Current Assets		
Pre-paid Expenses	2,118,321	1,748,825
Advance to Creditors	12,891,644	7,941,332
Balance with Government Authorities	43,738,533	30,795,625
Deferred Lease Expense	-	1,014,577
Total	58,748,498	41,500,359
Note 13		
Equity Share Capital		
Authorised		
1,20,00,000 (March 31, 2018 - 1,20,00,000) Equity Shares of ₹ 10 each	120,000,000	120,000,000
Issued, Subscribed Fully Paid up		
1,10,00,470 (March 31, 2018 - 1,10,00,470) Equity Shares of ₹ 10 each	110,004,700	110,004,700
A) Reconciliation of the Shares Outstanding at the beginning and at the end of the year		
Outstanding at the beginning of the year	110,004,700	110,004,700
Add: Issued During the year	-	-
Less: Cancelled During the year	-	-
Outstanding at the end of the year	110,004,700	110,004,700

B) List of Shareholders holding more than 5% of Paid up Equity Share Capital	March 31, 2019		March 31, 2018	
	No of Shares	% of holding	No of Shares	% of holding
Bhaskar M. Parekh	2,551,610	23.20%	2,551,610	23.20%
Dilip M. Parekh	2,615,420	23.78%	2,615,420	23.78%

Terms and Rights Attached to Equity Shares

The Company has issued only one class of Equity Shares having a par value of ₹ 10/- per share. Each holder of Equity Shares is entitled to one vote per share. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company, after distribution of all preferential amounts, in proportion to their shareholding.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

	As at March 31, 2019 ₹	As at March 31, 2018 ₹
Note 14		
Other Equity		
a) Securities Premium	13,080,000	13,080,000
b) General Reserve	120,656,286	115,656,286
c) Retained Earnings	648,356,566	583,673,724
d) Exchange differences on translating the financial statements of a foreign operation	(1,916,256)	115,610
Total (a + b + c + d)	780,176,596	712,525,620
Nature and purpose of reserves		
1) Securities Premium : Securities Premium is credited when shares are issued at premium. It is utilised in accordance with the provisions of the Act, to issue bonus shares, to provide for premium on redemption of shares or debentures, write-off equity related expenses like underwriting costs, etc.		
2) General Reserve : The General Reserve is used from time to time to transfer profits from retained earnings for appropriation purposes.		
Note 15		
Borrowings		
Secured Loans		
Term Loans from Banks and Financial Institution - Note (a)	51,001,248	42,732,221
Less : Current Maturities of Long Term Debts (Refer Note 20)	(15,424,034)	(6,689,644)
Total	35,577,214	36,042,577
Unsecured		
Loan from Union S.A.	15,308,008	14,803,868
Total	50,885,222	50,846,445

Note (a) - Term Loans from Banks and Financial Institution in Local Currency

Secured:		
Name of the Bank -AXIS Bank Repayment Terms : 60 Months ROI: 8.51% Nature of Security : Vehicle	8,129,005	9,815,904
Name of the Bank - Kotak Mahindra Prime Ltd Repayment Terms - 60 Months ROI:9.51% Nature of Security : Vehicle	1,053,606	1,438,673
Name of the Bank - Kotak Mahindra Bank Repayment Terms - 42 Months ROI: 8.50% to 9.25% Nature of Security : Fixed Assets	41,818,637	31,477,644
Less : Current Portion of Term Loans shown under Other Financial Liabilities	(15,424,034)	(6,689,644)
Total	35,577,214	36,042,577
Unsecured		
Unsecured Loan from Union S.A. Repayment Terms : 60 Months from the date of loan given ROI : 5% to 6.50%	15,308,008	14,803,868
Total	50,885,222	50,846,445

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

	As at March 31, 2019 ₹	As at March 31, 2018 ₹
Note 16		
Provisions		
Provision for Employee Benefits		
Provision for Gratuity	-	360,908
Total	<u>-</u>	<u>360,908</u>
Note 17		
Deferred Tax Liabilities (Net)		
Deferred Tax Liabilities		
- On Difference in WDV	26,830,857	28,020,606
- Others	-	173,030
Less : Deferred Tax Assets		
- On 43B Disallowance	(1,347,391)	(1,530,410)
- Others	(841,219)	(1,202,072)
Total	<u>24,642,247</u>	<u>25,461,154</u>
Note 18		
Borrowings		
Secured		
Loans repayable on demand - From Banks:		
Cash Credit / Working Capital Borrowings	125,974,614	218,763,835
FCNR Loan	131,425,470	22,765,435
Total	<u>257,400,084</u>	<u>241,529,270</u>
Cash Credit / Working Capital Borrowings are secured by hypothecation of inventories, receivable, other current assets and other tangible fixed assets, pledge of immovable properties and personal guarantee of promoter directors. ROI ranges from 9.06% to 10.75%		
FCNR loan in USD to fund working capital requirement from a bank is secured against current assets, tangible fixed assets of the Company and personal guarantee from promoter directors. ROI 4.68% to 5.09%		
Note 19		
Trade Payable		
Due to Micro and Small enterprises (Refer Note 45)*	8,096,854	-
Other Payable (other than Micro and Small Enterprises)	40,920,040	29,240,341
Total	<u>49,016,894</u>	<u>29,240,341</u>
* This information has been determined to the extent such parties have been identified on the basis of information available with the Company		
Note 20		
Other Current Financial Liabilities		
Current Maturities of Long Term Debts (Refer Note 15)	15,424,034	6,689,644
Interest accrued but not due on Borrowings	1,620,818	561,628
Unpaid Dividend	3,647,268	3,505,567
Provision for Expenses	7,849,597	7,264,720
Total	<u>28,541,717</u>	<u>18,021,559</u>

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

	As at March 31, 2019 ₹	As at March 31, 2018 ₹
Note 21		
Other Current Liabilities		
Statutory Liabilities	1,758,543	1,834,108
Advances from Customers	7,056,496	5,814,421
Total	8,815,039	7,648,529
Note 22		
Provisions		
Provision for Employee Benefits		
Provision for Bonus/Leave Salary	4,750,887	4,321,685
Provision for Gratuity	1,358,824	3,898,407
Total	6,109,711	8,220,092
	Year ended March 31, 2019 ₹	Year ended March 31, 2018 ₹
Note 23		
Revenue from Operations (Refer Note 48 and 50)		
Sale of Products		
Export	230,680,852	116,094,061
Local	1,090,183,833	929,829,355
	1,320,864,685	1,045,923,416
Other Operating Revenues		
Sale of Scrap	691,968	328,600
Government Grants	4,244,762	-
Others	3,373,375	3,716,970
Total	1,329,174,790	1,049,968,986
Note 24		
Other Income		
Interest Income		
On Banks Fixed Deposits	630,714	506,731
On Inter Corporate Deposits	1,309,119	2,016,834
On Others	1,020,102	180,182
	2,959,935	2,703,747
Other Non-Operating Income		
Profit on Sale of Property, Plant and Equipment (Net)	1,114,472	106,095
Exchange Gain (Net)	5,775,401	-
Others	2,438,546	570,894
	9,328,419	676,989
Total	12,288,354	3,380,736

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

	Year ended March 31, 2019 ₹	Year ended March 31, 2018 ₹
Note 25		
Cost of Materials Consumed		
Opening Stock of Raw Material (Refer Note 31 (vi))	120,556,062	51,694,822
Add : Purchases	816,070,197	707,942,280
	936,626,259	759,637,102
Less : Closing Stock of Raw Material	(90,834,807)	(102,633,943)
Total	845,791,452	657,003,159
Note 26		
Changes in inventories of Finished Goods, Stock in Trade and Work in Progress (Refer Note 50)		
Closing Stock		
Finished Goods	162,166,302	135,348,001
Semi Finished Goods	9,833,073	2,893,968
Opening Stock (Refer Note 31(vi))		
Finished Goods	127,551,327	107,445,984
Semi Finished Goods	2,893,968	-
Excise duty on Stock	-	(15,630,479)
Total	(41,554,080)	(46,426,464)
Note 27		
Employee Benefits Expense		
Salaries, Wages and Bonus	122,163,477	90,041,776
Leave Salary	5,796,494	5,565,269
Contribution to Provident and other funds	4,284,243	4,279,648
Gratuity Expenses	2,085,647	3,785,041
Staff Welfare	6,363,115	5,723,985
Total	140,692,976	109,395,719
Note 28		
Finance Costs		
Interest on Borrowings	23,487,479	10,461,277
Other Borrowing Costs (Finance Charges)	2,009,103	4,233,130
Total	25,496,582	14,694,407
Note 29		
Other Expenses		
Manufacturing Expenses		
Labour Charges	30,700,263	12,927,566
Consumption of Stores, Spare Parts and Packing Materials	19,829,777	14,082,193
Power and Fuel	37,364,215	29,153,756
Repairs to Buildings	2,213,516	2,333,149
Repairs to Machinery	3,461,235	4,060,505
Factory Insurance	585,076	560,283
Factory Expenses	3,014,990	4,909,240
Other Manufacturing Expenses	8,023,831	7,580,064
	105,192,903	75,606,756

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

	Year ended March 31, 2019 ₹	Year ended March 31, 2018 ₹
Selling and Distribution Expenses		
Advertisement Expenses	2,486,855	1,069,427
Freight, Forward and others	51,039,325	48,632,852
Sales Promotion Expenses	3,909,879	4,155,601
	57,436,059	53,857,880
Other Expenses		
Professional Fees	6,168,994	7,681,732
Rent	25,430,194	22,131,436
Insurance (Others)	2,658,743	2,390,505
Corporate Social Responsibility Expenses (Refer Note 46)	1,200,070	1,300,000
Travelling Expenses	6,468,524	5,944,868
Telephone Expenses	1,245,355	1,259,156
General Expenses	11,000,650	11,177,787
Loss on Sale of Property, Plant and Equipment (Net)	-	167,063
Printing and Stationery	2,443,585	1,822,446
Repairs to Other's	858,850	2,833,111
Payment to Statutory Auditors (Refer Note 39)	1,419,286	970,401
Exchange Loss (Net)	6,629,306	2,106,893
Postage and Telegram	853,862	862,940
Provision for Bad Debts and Bad Debts W/off	4,595,414	6,431,559
Preliminary Expenses	-	98,200
Impairment of Property, Plant and Equipment	-	301,445
Director's Sitting Fees	332,500	360,000
Conveyance Expenses	2,587,632	1,523,355
Vehicle Expenses	2,610,616	2,364,367
Interest on income tax	-	890,112
	76,503,581	72,617,376
Total	239,132,543	202,082,012

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

Note 31 : Principles of Consolidation:

These Consolidated Financial Statements (CFS) are prepared on the following basis in accordance with Ind AS on “Consolidated Financial Statements” (Ind AS – 110), “Investments in Associates and Joint Ventures” (Ind AS – 28) and “Disclosure of interest in other entities” (Ind AS – 112), specified under Section 133 of the Companies Act, 2013.

(i) Subsidiaries:

Subsidiaries are entities controlled by the Group. The Group controls an entity when it is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. The financial statements of subsidiaries are included in the consolidated financial statements from the date on which control commences until the date on which control ceases.

(ii) Non-Controlling Interest (NCI):

NCI are measured at their proportionate share of the acquiree’s net identifiable assets at the date of acquisition. Changes in the Group’s equity interest in a subsidiary that do not result in a loss of control are accounted for as equity transactions.

(iii) Loss of Control:

When the Group loses control over a subsidiary, it derecognizes the assets and liabilities of the subsidiary, and any related NCI and other components of equity. Any interest retained in the former subsidiary is measured at fair value at the date the control is lost. Any resulting gain or loss is recognized in Statement of Profit and Loss.

(iv) Equity Accounted Investees:

The Group’s interests in equity accounted investees comprise interest in joint venture. A joint venture is an arrangement in which the Group has joint control and has rights to the net assets of the arrangement, rather than rights to its assets and obligations for its liabilities. Interest in joint venture is accounted for using equity method. They are initially recognized at cost which includes transaction costs. Subsequent to initial recognition, consolidated financial statements include the Group’s share of profit or loss and OCI of equity accounted investees until the date on which significant influence or joint control ceases.

(v) Transactions eliminated on consolidation:

The reporting date of the Company is different from the reporting date its Subsidiary Company and Joint Venture. However the financial statements of Subsidiary Company are drawn upto the same reporting date i.e. March 31, 2019. The difference between reporting date of the Company and its Subsidiary Company and Joint Venture is 3 months. The financial statements of the Company and its Subsidiary Company are combined on a line-by-line basis by adding together the book values of like items of assets, liabilities, income and expenses. Intra-group balances and transactions, and any unrealized income and expenses arising from intra-group transactions, are eliminated. Unrealized losses are eliminated in the same way as unrealized gains, but only to the extent that there is no evidence of impairment.

The Consolidated Financial Statements are comprised of the financial statements of the members of the Group as under:

Name of Related Parties	Principal Place of Business	% Shareholding and Voting Power	
		As at March 31, 2019	As at March 31, 2018
Prima Union Plasticos S.A. – Subsidiary	Guatemala	90%	90%
Prima Deelite Plastics S.A.R.L. - Joint Venture	Cameroon	50%	50%

Notes to Accounts of the financial statements of the Company, its Subsidiary and its interest in Joint Venture are set out in their respective financial statements.

- (vi) During the previous year, Subsidiary's financial statements considered for consolidation was for the period January 01, 2017 to December 31, 2017, where the effects of significant transactions or events that occur between that date of Subsidiary’s Financial statement and the date of the Company’s financial statements, the effect of same was considered. From current year, the financial statement of the Company and Subsidiary is for the same reporting period i.e. April 01, 2018 to March 31, 2019.

While Doing so, the opening balances as at April 01, 2018 for Statement of Changes in Equity (Note No. 14), PPE (Note No. 1), Cost of Material Consumed (Note No.25) and Changes in Inventories of Finished Goods, work in progress and Stock in Trade (Note No. 26) is different compared to closing balance as at March 31, 2018. The opening balance is considered from the audited financial statement for the year ended March 31, 2018 of the subsidiary.

Note 32 : Contingent Liabilities (Ind AS 37)

A. Claims against the Company not acknowledged as debts - Nil

The Company does not have any pending litigations and proceedings as at March 31, 2019.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

B. The Hon'ble Supreme Court of India ("SC") by their order dated February 28, 2019, in the case of Surya Roshani Limited & others v/s EPFO, set out the principles based on which allowances paid to the employees should be identified for inclusion in basic wages for the purposes of computation of Provident Fund contribution. Subsequently, a review petition against this decision has been filed and is pending before the SC for disposal. Pending decision on the subject review petition and directions from the EPFO, the impact, if any, is not ascertainable and consequently no effect has been given in the accounts.

Note 33: Capital and other commitments

Estimated amount of Contracts remaining to be executed on capital account, not provided for (net of advances) ₹ 1,307,337 (March 31, 2018 ₹ 2,173,421)

Note 34: Employee Benefits (Ind AS 19)

A. Defined Benefit Plans:

Gratuity:

The gratuity payable to employees is based on the employee's service and last drawn salary at the time of leaving the services of the Company and is in accordance with the rules of the Company for payment of gratuity.

Inherent Risk:

The plan is defined in nature which is sponsored by the Company and hence it underwrites all the risks pertaining to the plan. In particular, this exposes the Company to actuarial risk such as adverse salary growth, change in demographic experience, inadequate return on underlying plan assets. This may result in an increase in cost of providing these benefits to the employees in future. Since the benefits are lump sum in nature, the plan is not subject to any longevity risk.

Statement of Change in the Present Value of Projected Benefit Obligation

Particulars	As at March 31, 2019 ₹	As at March 31, 2018 ₹
Change in Defined Benefit Obligation		
Balance at the beginning of the year	15,242,365	13,171,319
Adjustment of:		
Current Service Cost	1,751,290	1,632,358
Interest Cost	1,196,526	1,204,949
Actuarial (gains)/losses recognised in Other Comprehensive Income:		
- Change in Financial Assumptions	81,455	(268,320)
- Experience Changes	438,412	1,102,937
Benefits Paid	(474,034)	(1,600,878)
Balance at the end of the year	18,236,014	15,242,365
Change in Fair value of assets		
Balance at the beginning of the year	10,983,050	11,383,575
Expected Return on Plan Assets	862,169	835,554
Re-measurements due to:		
Interest on Plan Assets	18,505	(68,701)
Contribution by the employer	5,487,500	433,500
Benefits Paid	(474,034)	(1,600,878)
Balance at the end of the year	16,877,190	10,983,050
Net Asset / (Liability) recognized in the Balance Sheet		
Present value of the funded defined benefit obligation at the end of the period	(18,236,014)	(15,242,365)
Fair Value of Plan Assets	16,877,190	10,983,050
Net Asset / (Liability) in the Balance Sheet	(1,358,824)	(4,259,315)

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

Particulars	As at March 31, 2019 ₹	As at March 31, 2018 ₹
Expenses recognized in the Statement of Profit & Loss		
Current Service Cost	1,751,290	1,632,358
Interest Cost	334,357	369,395
Amount charged to the Statement of Profit and Loss	2,085,647	2,001,753
Re-measurements recognized in Other Comprehensive Income (OCI):		
Actuarial (Gain)/Losses on Obligation for the period.		
Changes in Financial Assumptions	81,455	(211,025)
Experience Adjustments	438,412	1,102,937
Actual return on Plan assets less interest on plan assets	(18,505)	68,701
Amount recognized in Other Comprehensive Income (OCI)	501,362	960,613
Maturity Profile of Defined Benefit Obligation:		
Within the next 12 months	4,262,356	2,875,090
Between 1 and 5 years	4,486,993	4,863,422
Between 5 and 10 years	6,240,055	3,634,572
10 Years and above	25,889,883	22,564,234
Sensitivity analysis for significant assumptions:*		
Increase/(Decrease) on present value of defined benefits obligation at the end of the year		
1% increase in discount rate	(1,266,532)	(1,063,770)
1% decrease in discount rate	1,474,733	1,232,816
1% increase in salary escalation rate	1,471,636	1,230,969
1% decrease in salary escalation rate	(1,286,357)	(1,081,015)
1% increase in employee turnover rate	45,324	57,756
1% decrease in employee turnover rate	(56,036)	(67,301)
The major categories of plan assets as a percentage of total plan:		
Insurer Managed Funds	100%	100%
Actuarial Assumptions:		
Discount Rate (p.a.)	7.79%	7.85%
Expected Return on Plan Assets (p.a.)	7.79%	7.85%
Turnover Rate	2.00%	2.00%
Mortality tables	Indian Assured Lives Mortality (2006-08)	Indian Assured Lives Mortality (2006-08)
Salary Escalation Rate (p.a.)	7.00%	7.00%
Retirement age	60 Years	60 Years
Weighted Average duration of Defined benefit obligation	9 Years	9 Years

*The Sensitivity Analysis have been calculated to show the movement in defined benefit obligation in isolation and assuming there are no other changes in market conditions at the accounting date. There have been no changes from the previous periods in the methods and assumptions used in preparing the sensitivity analysis

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

Basis used to determine Expected Rate of Return on Plan Assets:

Expected rate of return on Plan Assets is based on expectation of the average long term rate of return expected on investments of the fund during the estimated term of the obligations.

Salary Escalation Rate:

The estimates of future salary are considered taking into account inflation, seniority, promotion and other relevant factors.

Asset Liability matching strategy

The money contributed by the Company to the Gratuity fund to finance the liabilities of the plan has to be invested.

The trustees of the plan have outsourced the investment management of the fund to an Insurance Company. The Insurance Company in turn manages these funds as per the mandate provided to them by the trustees and the asset allocation which is within the permissible limits prescribed in the insurance regulations. Due to the restrictions in the type of investments that can be held by the fund, it is not possible to explicitly follow an asset liability matching strategy.

There is no compulsion on the part of the Company to fully prefund the liability of the Plan. The Company's philosophy is to fund these benefits based on its own liquidity and the level of under funding of the plan.

The Company's expected contribution during next year is ₹ 3,430,621/- {March 31, 2018: ₹ 3,898,407/-}

B. Defined Contribution Plans:

Amount recognized as an expense and included in Note 27 under the head "Contribution to Provident and other Funds" of Statement of Profit and Loss is ₹ 4,284,243 (March 31, 2018: ₹ 4,279,648).

Note 35: Segment Reporting (Ind AS 108):

A. Basis for segmentation

The Company's Managing Director, the Chief Operating Decision Maker for the Company, periodically reviews the internal management reports and evaluates performance/allocates resources based on the analysis of various performance indicators relating to the segment.

B. Information about reportable segments

The Company's business activity falls within a single operating segment i.e. "Plastic Articles" and operates in one geography "within India" which in terms of Ind AS 108 constitutes a single reporting segment.

C. Information about major customers

The Company is not reliant on revenues from transaction with any single external customers and does not receive 10% or more of its revenues from transaction with any single external customers.

Note 36: Related Party Disclosures (Ind AS 24):

A. List of Related Parties where control exists:

Name of Related Parties	Principal Place of Business	% Shareholding and Voting Power	
		As at March 31, 2019	As at March 31, 2018
Prima Deelite Plastics S.A.R.L. - Joint Venture	Cameroon	50%	50%

B. Entities controlled by Directors/Relatives of Directors with whom there were transactions during the year:

1. Sanya Plastics
2. Classic Plastics
3. National Plastics and Allied Industries

C. Other Related Parties with whom there were transactions during the year:

Name of Related Parties	Nature of Relationship
Shri Bhaskar M. Parekh - Executive Chairman	Key Management Personnel
Shri Dilip M. Parekh - Managing Director	Key Management Personnel
Smt. Hina V. Mehta - Non Executive Director	Key Management Personnel
Shri Mulchand S. Chheda - Independent Director	Key Management Personnel

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

Name of Related Parties	Nature of Relationship
Shri Krishnakant V. Chitalia - Independent Director	Key Management Personnel
Shri Rasiklal M. Doshi - Independent Director	Key Management Personnel
Shri Pratik B. Parekh	Relative of KMP
Shri Paras B. Parekh	Relative of KMP
Shri Rakesh Punjabi	Key Management Personnel
Shri Dinesh Punjabi	Key Management Personnel
Shri Smith Patel	Key Management Personnel
Shri Manoj O. Toshniwal - Chief Financial Officer (till November 02, 2018)	Key Management Personnel
Shri Dharmesh R. Sachade - Chief Financial Officer (w.e.f. November 03, 2018)	Key Management Personnel
Ms. Nidhi Shah - Company Secretary	Key Management Personnel
Shri Alok S. Desai - Company Secretary (till August 12, 2017)	Key Management Personnel

Above mentioned related parties are identified by the Management and same has been relied upon by the Auditors

D. The following transactions were carried out with the related parties in the ordinary course of business :

Nature of Transaction	Year ended March 31, 2019 ₹	Year ended March 31, 2018 ₹
Rent Paid:		
Classic Plastics	2,937,651	2,716,254
Sanya Plastics	737,210	300,900
National Plastics and Allied Industries	4,377,318	4,047,414
Total	8,052,179	7,064,568
Sale of Products		
Sanya Plastics	482,682	-
Reimbursement of Expenses		
National Plastics and Allied Industries	250,924	213,886
Service Received from :		
Key Management Personnel	18,353,229	16,826,642
Relative of Key Management Personnel	5,661,666	5,955,364
Total	24,014,895	22,782,006
Dividend to JV Partners :		
Shri Dinesh Punjabi	14,201,104	14,719,523
Shri Rakesh Punjabi	14,201,103	14,719,523

E. Outstanding balances:

Nature of Transaction	As at March 31, 2019 ₹	As at March 31, 2018 ₹
Rent Deposits		
Classic Plastics	1,000,000	1,000,000
Sanya Plastics	151,000	151,000
National Plastics and Allied Industries	1,500,000	1,500,000
Dividend Outstanding		
Shri Dinesh Punjabi	11,845,680	12,290,802
Shri Rakesh Punjabi	11,845,680	12,290,802

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

F. Compensation of Key Management Personnel of the Company:

Nature of Transaction / Relationship	As at March 31, 2019 ₹	As at March 31, 2018 ₹
Total Compensation	15,362,572	15,527,583

The remuneration paid to key managerial personnel excludes gratuity and compensated absences as the provision is computed for the Company as a whole and separate figures are not available.

Based on the recommendation of the Nomination, Remuneration and Compensation Committee, all decisions relating to the remuneration of the Directors are taken by the Board of Directors of the Company, in accordance with shareholder's approval, wherever necessary.

Terms and Conditions of transactions with Related Parties:

The transactions with the related parties are made in the normal course of business and on the terms equivalent to those that prevails in arm's length transactions. Outstanding balances at the year-end are unsecured.

For the year ended March 31, 2019, the Company has not recorded any impairment of receivables relating to amounts owned by related parties. This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related parties operate.

Note 37: Income Taxes (Ind AS 12):

Reconciliation of Effective Tax Rate:

Particulars	Year ended March 31, 2019 %	Year ended March 31, 2018 %
Applicable Tax Rate	27.82	34.61
Effect of MAT	2.72	(2.67)
Effect of Tax Paid at a Lower Rate	(9.05)	(10.38)
Effect of Non-deductible Expenses	(0.81)	-
Others	(3.55)	2.43
Effective Tax Rate	17.12	23.99

Note 38: Earnings per Share (EPS) (Ind AS 33):

Particulars	Year ended March 31, 2019 ₹	Year ended March 31, 2018 ₹
Basic/Diluted EPS		
(i) Net Profit attributable to Equity Shareholders	94,866,503	95,034,125
(ii) Weighted average number of Equity Shares outstanding (Nos.)	11,000,470	11,000,470
Basic Earnings Per Share / Diluted Earnings Per Share (i/ii)	8.62	8.64

Note 39 : Auditors' Remuneration (excluding GST) and expenses:

Particulars	Year ended March 31, 2019 ₹	Year ended March 31, 2018 ₹
Audit Fees (Including Quarterly Limited Review)	1,203,686	926,941
Fees for Other Services	215,600	43,460

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

Note 40: Financial Instruments: Disclosure (Ind AS 107):

Classification of Financial Assets and Liabilities (Ind AS 107):

Particulars	As at March 31, 2019 ₹	As at March 31, 2018 ₹
Financial assets at Amortized cost:		
Investment (Non Current)	250,223,773	216,074,407
Loans (Non Current)	17,888,196	16,009,676
Loans (Current)	7,556,475	15,996,498
Trade Receivables	285,782,062	244,299,154
Cash and Cash Equivalents	77,744,123	46,635,602
Other Bank Balances	7,836,575	8,293,424
Other Non Current Financial Assets	2,526,071	4,610,608
Other Current Financial Assets	39,408,969	39,905,874
Total	688,966,244	591,825,243
Financial liabilities at Amortized Cost:		
Borrowings - Non Current	50,885,222	50,846,445
Trade Payables	49,016,894	29,240,341
Borrowings - Current	257,400,084	241,529,270
Other Current Financial Liability	28,541,717	18,021,559
Total	38,5843,917	339,637,615

Note 41: Financial Risk Management Objectives and Policies (Ind AS 107):

The Company's principal financial liabilities comprise of borrowings, trade and other payables. The main purpose of these financial liabilities is to finance and support the Company's operations. The Company's principal financial assets include Investments, Loans and Other receivables, Cash and Cash Equivalents, Other Bank Balances that directly derive from its operations.

The Company is exposed to Market Risk, Credit Risk and Liquidity Risk. The Company's senior management oversees the management of these risks. The Company's senior management ensures that the Company's financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives.

(i) Market Risk

Market risk is the risk of loss of future earnings, fair values or future cash flows that may result from a change in the price of a financial instrument.

The value of a financial instrument may change as a result of changes in the interest rates, foreign currency exchange rates, equity prices and other market changes that affect market risk sensitive instruments. Market risk is attributable to all market risk sensitive financial instruments including investments and deposits, foreign currency receivables, payables and borrowings.

(a) Foreign Currency Risk

Foreign currency risk is the risk of impact related to fair value or future cash flows of an exposure in foreign currency, which fluctuate due to changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to the foreign currency borrowings, receivable against exports of finished goods, loan to foreign subsidiary, interest receivable on loan to subsidiary and the Company's net investments in foreign subsidiaries.

The Company evaluates exchange rate exposure arising from foreign currency transactions. The Company follows established risk management policies and standard operating procedures where management enters into forward contract, if required for the purpose of being hedge.

During the year, the Company has entered into forward contract of USD 60,000 to hedge its receivables. Forward contract outstanding as at March 31, 2019 is Nil (March 31, 2018 - Nil).

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

Outstanding Foreign Currency Exposure	As at March 31, 2019	As at March 31, 2018
Trade Receivables:		
USD	194,555	262,484
Borrowings:		
USD	1,900,000	350,000
Trade Payable:		
USD	411,003	-
Dividend Receivable:		
Euro	304,899	304,899
Investments:		
Euro	191,444	191,444

Foreign Currency Sensitivity on unhedged exposure:

100 bps increase in foreign exchange rate will have the following impact on profit before tax:

Particulars	As at March 31, 2019 ₹	As at March 31, 2018 ₹
USD	(1,227,061)	(56,924)
Euro	236,914	294,390

Note: If the rate is decreased by 100 bps profit will increase/decrease by an equal amount.

(b) Interest rate risk :

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's short term borrowing with floating interest rates. The Company constantly monitors the credit markets and rebalances its financing strategies to achieve an optimal maturity profile and financing cost.

Particulars	Total Borrowings ₹	Floating Rate Borrowings ₹	Fixed Rate Borrowings ₹
INR	176,975,862	167,793,251	9,182,611
USD*	131,425,470	131,425,470	-
Quetzals	15,308,008	-	15,308,008
Total as at March 31, 2019	323,709,340	299,218,721	24,490,619
INR	261,496,056	250,241,479	11,254,577
USD*	22,765,435	22,765,435	-
Quetzals*	14,803,868	-	14,803,868
Total as at March 31, 2018	299,065,359	273,006,914	26,058,445

*Above exposure in foreign currency is unhedged

Interest rate sensitivities for unhedged exposure (impact on Profit before tax due to increase in 100 bps):

Particulars	As at March 31, 2019 ₹	As at March 31, 2018 ₹
INR	2,992,187	2,730,069

Note: If the rate is decreased by 100 bps profit will increase by an equal amount.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

(ii) Credit Risk :

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily Trade Receivables), investing and financing activities including Deposits with Bank, Security Deposits, Loans to Employees and other financial instruments

(a) Trade Receivables :

Trade receivables are consisting of a large number of customers. The Company has credit evaluation policy for each customer and based on the evaluation credit limit of each customer is defined.

Gross Trade receivable as on March 31, 2019 ₹ 293,256,466 {March 31, 2018 ₹ 249,256,843}

As per simplified approach, the Company makes provision of expected credit losses on trade receivables using a provision matrix to mitigate the risk of default payments and makes appropriate provision at each reporting date wherever outstanding is for longer period and involves higher risk.

As per policy, Receivables are classified into different buckets based on the overdue period ranging from 3 months to more than 2 years. There are different provisioning rates for each bucket which are ranging from 2% to 100%.

Movement of Allowances for Credit Loss:

Particulars	As at March 31, 2019 ₹	As at March 31, 2018 ₹
Opening Provision	4,957,689	784,989
Add: Provided during the Year	4,595,414	4,172,700
Less: Utilised during the Year	2,078,699	-
Closing Provision	7,474,404	4,957,689

(b) Cash and Cash Equivalent and Bank Deposit :

Credit Risk on cash and cash equivalent, deposits with the banks/financial institutions is generally low as the said deposits have been made with the banks/financial institutions who have been assigned high credit rating by international and domestic rating agencies. Investments of surplus funds are made only based on Investment Policy of the Company.

(iii) Liquidity Risk

Liquidity risk is defined as the risk that the Company will not be able to settle or meet its obligations on time or at reasonable price. Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of credit facilities to meet obligations when due. Senior management of the Company is responsible for liquidity, funding as well as settlement management. Management monitors the Company's liquidity position through rolling forecasts on the basis of expected cash flows.

The table below provides details regarding the remaining contractual maturities of financial liabilities and investments at the reporting date based on contractual undiscounted payments.

As at March 31, 2019	Upto 1 Year ₹	1 to 5 Years ₹	More than 5 Years ₹	Total ₹
Trade Payables	49,016,894	-	-	49,016,894
Borrowings (including current maturities of long term debt)	272,824,118	50,885,222	-	323,709,340
Interest accrued but not due on borrowings	1,620,818	-	-	1,620,818
Other Current Financial Liabilities	11,496,865	-	-	11,496,865
As at March 31, 2018	Upto 1 Year ₹	1 to 5 Years ₹	More than 5 Years ₹	Total ₹
Trade Payables	29,240,341	-	-	29,240,341
Borrowings (including current maturities of long term debt)	249,278,000	49,787,359	-	299,065,359
Interest accrued but not due on borrowings	561,628	-	-	561,628
Other Current Financial Liabilities	10,770,287	-	-	10,770,287

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

Note 42: Distribution made and proposed (Ind AS 1):

Particulars	As at March 31, 2019 ₹	As at March 31, 2018 ₹
Cash dividends on equity shares declared and paid:		
Final dividend for the year ended on March 31, 2018: ₹ 2/- per share (March 31, 2017 ₹ 2/- per share)	22,000,940	22,000,940
DDT on final dividend	4,479,000	4,479,000
Total Dividend paid	26,479,940	26,479,940
Proposed Dividends on Equity shares:		
Proposed final dividend for the year ended on March 31, 2019: ₹ 1/- Per share (March 31, 2018 ₹ 2/- per share)	11,000,470	22,000,940
DDT on proposed dividend	2,239,500	4,479,000
Total Dividend Proposed	13,239,970	26,479,940

Proposed dividends on equity shares are subject to approval at the annual general meeting and are not recognized as a liability (including Dividend Distribution Tax thereon) as at March 31 of respective year.

Note 43: Capital Management (Ind AS 1):

The Company's objectives when managing capital are to :

- maximise shareholder value and provide benefits to other stakeholders and
- maintain an optimal capital structure to reduce the cost of capital.

For the purposes of the Company's capital management, capital includes issued capital, share premium and all other equity reserves attributable to the equity holders.

The Company monitors capital using debt-equity ratio, which is total debt less investments divided by total equity.

Particulars	As at March 31, 2019 ₹	As at March 31, 2018 ₹
Total Debt (bank and other borrowings)	323,709,340	299,065,359
Total Equity	890,181,296	822,530,320
Debt to Equity (Net)	0.36	0.36

In addition, the Company has financial covenants relating to the borrowing facilities that it has taken from the lenders like interest coverage service ratio, Debt to EBITDA, etc. which is maintained by the Company.

Note 44: Operating Leases (Ind AS 17):

- Operating lease payment recognised in the Statement of Profit and Loss amounting to ₹ 28,881,985 (March 31, 2018 ₹ 26,175,289)
- General Description of Leasing Agreements:
 - Leased assets: Office, Godowns & Machinery.
 - Future lease rental income are determined on basis of agreed terms
 - At the expiry of lease terms, the Company has an option to return the assets or extend the term by giving notice in writing.
 - Lease agreements are generally cancellable and are renewable by mutual consent on mutually agreed terms.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

Note 45: Micro, Small and Medium Enterprises

Under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED) which came into force from 2 October 2006, certain disclosures are required to be made relating to Micro, Small and Medium enterprises.

Particulars	As at March 31, 2019 ₹	As at March 31, 2018 ₹
Principal amount:	8,096,854	-
Interest: due thereon remaining unpaid to any supplier as at the year end	-	-
Amount of interest paid by the Company in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 ('MSMED Act'), along with the amount of the payment made to the supplier beyond the appointed day during the accounting year	-	-
Amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act	-	-
Amount of interest accrued and remaining unpaid at the end of the accounting year	-	-
Amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the MSMED Act	-	-

Note 46: Corporate Social Responsibility

Expenditure incurred on Corporate Social Responsibility activities, included in different heads of expenses in the Statement of Profit and Loss is ₹ 1,200,070 (March 31, 2018 ₹ 1,300,000).

The amount required to be spent under Section 135 of the Companies Act, 2013 for the year ended March 31, 2019 is ₹ 1,634,500 lacs (March 31, 2018 ₹ 1,296,250) i.e. 2% of average net profits for last three financials years, calculated as per section 198 of the Companies Act, 2013.

Note 47: Investment Details

Details of investments made by the Company covered u/s. 186 (4) of the Companies Act 2013 as on 31 March 2019 (including investments made in the previous years):

Name of the Entity in the group	Net Assets i.e. total assets minus total liabilities		Share in profit or loss		Share in Other Comprehensive Income (OCI)		Share in Total Comprehensive Income (TCI)	
	As % of consolidated net assets	Amount	As % of consolidated profit / loss	Amount	As % of consolidated OCI	Amount	As % of consolidated TCI	Amount
Parent Company	69.96%	624,028,755	26.65%	25,489,594	100.00%	(2,223,604)	24.91%	23,265,990
Prima Union Plasticos S.A. - Subsidiary	1.79%	15,928,776	7.14%	6,825,336	0.00%	-	7.31%	6,825,336
Non Controlling Interest in Subsidiary	0.20%	1,769,864	0.80%	767,495	0.00%	-	0.82%	767,495
Joint Venture	28.05%	250,223,773	65.41%	62,551,573	0.00%	-	66.96%	62,551,573
Total	100.00%	891,951,168	100.00%	95,633,998	100.00%	(2,223,604)	100%	93,410,394

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

Note 48 – Revenue (Ind AS 115)

(A) The Company is primarily in the Business of manufacture and sale of Plastic Articles. All sales are made at a point in time and revenue recognised upon satisfaction of the performance obligations which is typically upon dispatch. The Company has a credit evaluation policy based on which the credit limits for the trade receivables are established, the Company does not give significant credit period resulting in no significant financing component. The Company, however, has a policy for replacement of the damaged goods.

(B) Revenue recognised from Contract liability (Advances from Customers):

Particulars	Year Ended March 31, 2019 ₹	Year Ended March 31, 2018 ₹
Opening Contract liability	5,814,421	4,580,016
Recognised as revenue during the year	5,409,608	4,314,518

(C) Reconciliation of revenue as per contract price and as recognised in statement of profit and loss:

Particulars	Year Ended March 31, 2019 ₹	Year Ended March 31, 2018 ₹
Revenue as per Contract price	1,352,071,696	1,086,165,788
Less: Discounts and incentives	(31,207,011)	(40,242,372)
Revenue as per statement of profit and loss	1,320,864,685	1,045,923,416

Note 49

Ind AS 116 – on March 30, 2019, the Ministry of Corporate Affairs issued the Companies (Indian Accounting Standards) Amendment Rules, 2019, notifying Ind AS 116 “Leases”, which replaces Ind AS 17 “Leases”. The new standard introduces a single on-balance sheet lease accounting model for lessee. This will result in the company recognising right of use assets & lease liability in the books. The Company is in the process of analyzing the impact of Ind AS 116 on its financials.

The amendment will come into force from April 01, 2019.

Others

Ministry of Corporate Affairs (“MCA”) has notified following amendments to Ind AS on March 30, 2019 which is effective for the annual period beginning on or after April 01, 2019.

1. Ind AS 12 - Appendix C, Uncertainty over Income Tax Adjustments

The amendment requires an entity to determine probability of the relevant tax authority accepting the uncertain tax treatment that the Company have used in tax computation or plan to use in their income tax filings.

2. Amendment to Ind AS 12 – Income taxes

The amendment clarifies that an entity shall recognise the income tax consequences of dividends in profit or loss, other comprehensive income or equity according to where the entity originally recognised those past transactions or events

3. Ind AS 19 - Plan amendment, curtailment or settlement

The amendments require an entity to use updated assumptions to determine current service cost and net interest for the remainder of the period after a plan amendment, curtailment or settlement and to recognise in profit or loss as part of past service cost, or a gain or loss on settlement, any reduction in a surplus, even if that surplus was not previously recognised because of the impact of the asset ceiling.

Based on preliminary assessment, the Company does not expect any significant impact on its financial statements on account of above amendments.

Note 50 :

Effective July 01, 2017, sales are recorded net of GST whereas earlier sales were recorded gross of excise duty which formed part of expenses. Hence revenue from operations for the year ended March 31, 2019 is not comparable with the previous year corresponding figures.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

Note 51 :

The Company has a process whereby periodically all the long term contracts (including derivatives contracts) are assessed for material foreseeable losses. At the year end, the Company has reviewed and ensured that adequate provision as required under any law / accounting standards for material foreseeable losses on such long term contracts has been made in the books of accounts. There are no derivatives contract outstanding as at year end.

Note 52 :

Pursuant to the gazette notification G.S.R 308(E) dated 30th March 2017, issued by the Ministry of Corporate Affairs, details of Specified Bank Notes (SBN) held and transacted during the period 08/11/2016 to 30/12/2016 have not been made in these financial statements since they do not pertain to the financial year ended March 31, 2019.

Note 53 :

Previous year figures have been regrouped / reclassified wherever necessary to correspond with current year classification / disclosure.

As per our Report of even date attached

For Khimji Kunverji & Co LLP

(Formerly Khimji Kunverji & Co - 105146W)
Chartered Accountants

Gautam V. Shah

Partner (F - 117348)

Mumbai

May 22, 2019

Dharmesh R. Sachade

Chief Financial Officer
M. No.139349

Nidhi Shah

Company Secretary
M. No. A34893

For and on behalf of the Board of
Directors of Prima Plastics Limited
CIN : L25206DD1993PLC001470

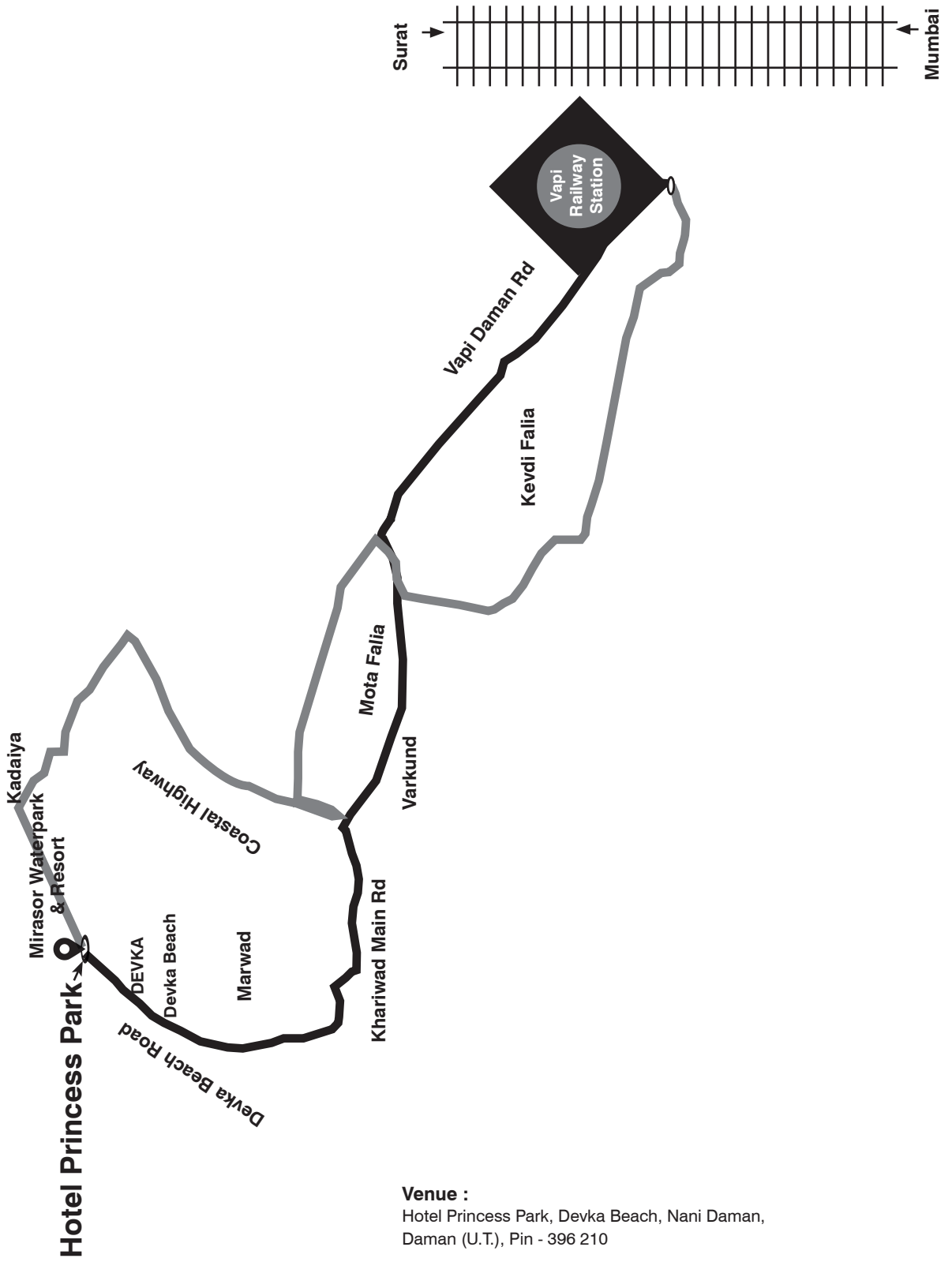
Bhaskar M. Parekh

Executive Chairman
DIN No. 00166520

Dilip M. Parekh

Managing Director
DIN No. 00166385

Route Map



Venue :
Hotel Princess Park, Devka Beach, Nani Daman,
Daman (U.T.), Pin - 396 210

Prima Plastics Limited
CIN – L25206DD1993PLC001470
Registered Office – 98/4, Prima House, Daman Industrial Estate, Kadaiya, Daman – 396 210 (U.T.)
ATTENDANCE SLIP
(To be presented at the entrance)

DP ID: _____

Folio No./Client ID: _____

I / We hereby record my/our presence at the 25th ANNUAL GENERAL MEETING of the Company at Hotel Princess Park, Devka Beach, Nani Daman, Daman (U.T.), Pin - 396 210 Saturday, August 03, 2019 at 12.30 p.m.

Signature of the Member/ Proxy

Prima Plastics Limited
CIN – L25206DD1993PLC001470
Registered Office – 98/4, Prima House, Daman Industrial Estate, Kadaiya, Daman – 396 210 (U.T.)

FORM NO MGT - 11

PROXY FORM

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

Name of the Member(s) : _____

Registered Office : _____

Email Id : _____

Folio No./*Client ID : _____ DP ID: _____

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

(1) Name: _____

Address: _____

E-mail Id: _____ or failing him;

(2) Name: _____

Address: _____

E-mail Id: _____ or failing him;

(3) Name: _____

Address: _____

E-mail Id: _____

as my / our proxy to attend and vote (on a poll) for me / us and on my / behalf at the 25th ANNUAL GENERAL MEETING of the Company at Hotel Princess Park, Devka Beach, Nani Daman, Daman (U.T), Pin - 396 210 Saturday, August 03, 2019 at 12.30 p.m. and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	RESOLUTIONS
	Ordinary Business
1	Consider and Adopt the (a) Audited financial statements of the Company for the financial year ended March 31, 2019 together with the Reports of the Board of Directors and the Auditors thereon and (b) The Audited Consolidated financial statements of the Company for the financial year ended March 31, 2019 together with the report of Auditors thereon.
2	To declare the payment of final dividend on equity shares for the financial year ended March 31, 2019.
3	To appoint a Director in place of Shri. Bhaskar M. Parekh (DIN: 00166520) who retires by rotation and being eligible, offers himself for reappointment.
4.	Appointment of Shri. Snehal N. Muzoomdar, as an Independent Director
	Special Business
5.	Re-appointment of Shri. Mulchand S. Chheda as an Independent Director.
6.	Re-appointment of Shri. Krishnakant V. Chitalia as an Independent Director.
7.	Re-appointment of Shri. Rasiklal M. Doshi as an Independent Director.
8.	Re-appointment of Shri. Bhaskar M. Parekh as Executive Chairman of the Company.
9.	Re-appointment of Shri. Dilip M. Parekh as Managing Director of the Company.
10.	Increase in Borrowings Powers of the Company.
11.	To approve the remuneration payable to the Cost Auditor of the Company.
12.	To approve Material Related Party Transaction.

Signed this _____ day of _____ 2019.

Signature of Shareholder :



Signature of first proxy holder

Signature of second proxy holder

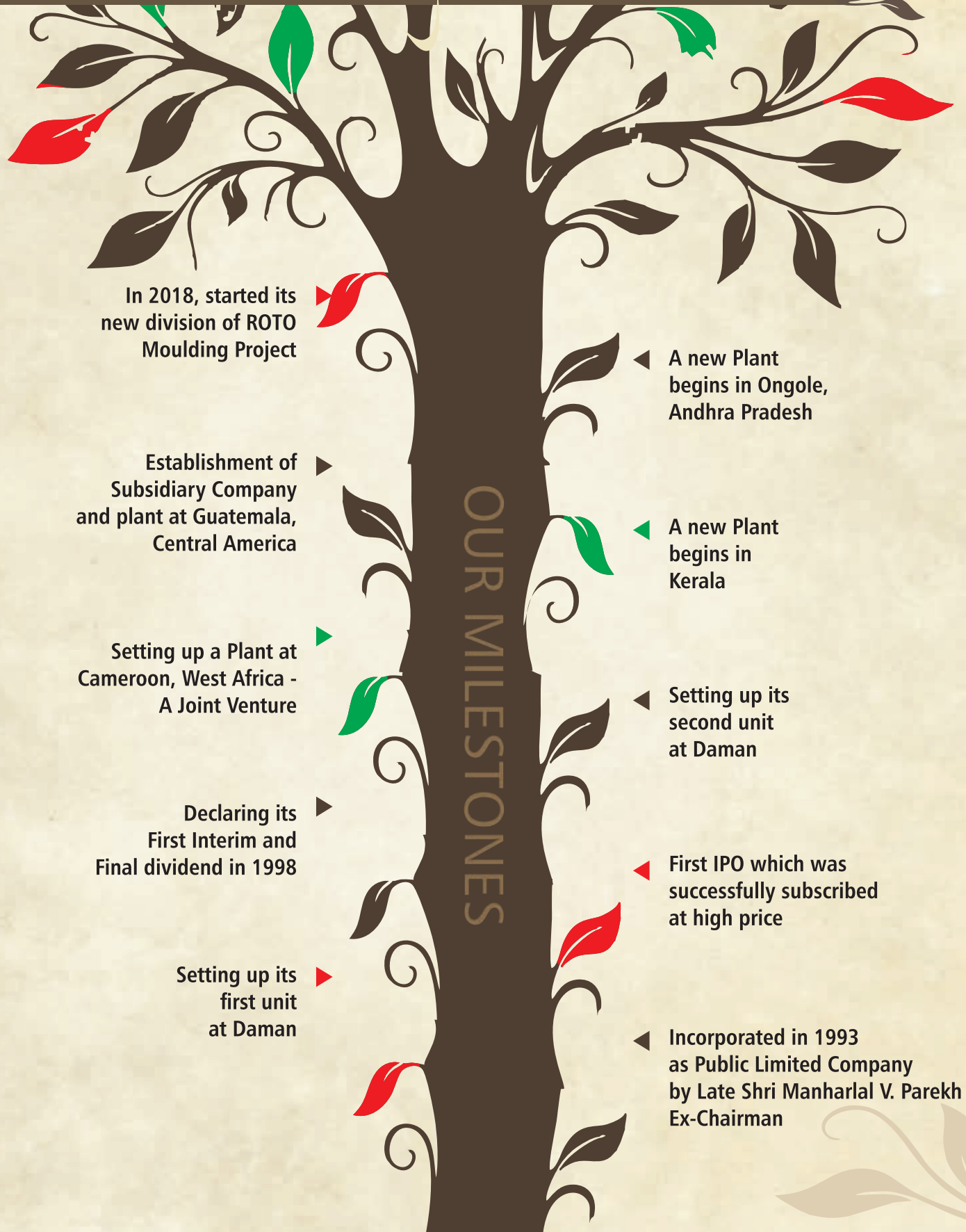
Signature of third proxy holder

NOTES:

A member entitled to attend and vote at the meeting is also entitled to appoint one or more proxies to attend & vote on poll instead of himself and the proxy need not be a member of the company. The proxy form, in order to be effective must be deposited at the registered office of the company, not less than 48 hours before the commencement of the meeting.

A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the company carrying voting rights. A member holding more than ten percent of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

CELEBRATING 25 YEARS OF SUCCESS & STILL GROWING...





 **PRIMA**[®] PLASTICS LIMITED

Corporate Office:

41, National House, Opp. Ansa "A" Bldg.,
Saki Vihar Road, Powai, Mumbai-400072.

Phone No.+91 22 2857 4765 / 8 / 9

Fax: +91 22 2857 2859

Email: investor@primaplastics.com

Website: www.primaplastics.com



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