

**TRANSCRIPT OF 61<sup>ST</sup> ANNUAL GENERAL MEETING HELD ON FRIDAY, 5<sup>TH</sup> AUGUST, 2022 AT 11.00 A.M.**

**Sunita Satpalkar, Chief Financial Officer & Moderator:** Total members in counting is 25 as of now.

**Dhiren Mehta :** Good Morning members. The requisite quorum is present in the meeting. I am Dhiren Mehta, Chairman. Welcome you all to the 61<sup>st</sup> Annual General Meeting of your Company, which is being held through video conferencing in accordance with the circulars issued by the Ministry of Corporate Affairs. The Registered Office of the Company at Mumbai is the deemed venue of this annual general meeting. All the members of the Board are present in the meeting including Shri Rupen Choksi, Managing Director of the Company, Shri Bharat Chovatia, Chairman of Audit Committee, Shri Chetan Thakkar, Chairman of Nomination and Remuneration Committee, Smt. Hemangi Modi, Chairperson of CSR Committee, Shri Ashwin Dani, Chariman of Stakeholders Relationship Committee and Smt. Dipika Vakil, Director as required to be present in the Annual General Meeting under the Companies Act. Smt. Sunita Satpalkar, Chief Financial Officer of the Company, Representatives of Statutory Auditors, M/s. CNK & Associates LLP, Secretarial Auditors and Scrutinizer, M/s. Parikh & Associates are also present in the meeting. As the requisite quorum being present through video conference, I call this meeting to order and address the members. I now request Smt. Sunita Satpalkar to provide general instructions to the members regarding participation in this meeting.

**Sunita Satpalkar :** Good Morning everyone. Members may note that this Annual General Meeting is being held through video conference in accordance with the Companies Act 2013 and circulars issued by the Ministry of Corporate Affairs. Facility for joining this meeting through video conference is made available for the members on a first-come-first-served basis. The copies of the Register of Directors and Key Managerial Personnel and the Register of Contracts or Arrangements are available for inspection by the members till the conclusion of the meeting. Members may send a request for inspection at [sunita.satpalkar@resplast.com](mailto:sunita.satpalkar@resplast.com). As the AGM is held through Video Conferencing ("VC") / Other Audio Visual Means (OAVM), the facility for appointment of proxies by the members was not applicable.

The Company has received requests from a few members to register them as speakers at the meeting. Accordingly, the floor will be open for these members to ask questions or express their views. The moderator will facilitate this session once the Chairman opens the floor for question and answers.

The Company had provided the facility to cast the votes electronically, on all resolutions set forth in the Notice. Members who have not cast their votes and who are participating in this meeting will have an opportunity to cast their votes during the meeting through the e-voting system provided by NSDL. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 29<sup>th</sup> July, 2022. Members can click on the "Vote" tab on their screen to avail this feature. Members are requested to refer to instructions provided in the notice or appearing on the OAVM page, for a seamless participation. In case members face any difficulty, they may reach out on the helpline number 1800 1020 990 and 1800 22 44 30. Back to Chairman Sir.

**Dhiren Mehta** : Thank you Sunita.

**Dhiren Mehta** : The Company has received 19 Corporate Representations in respect of 20,85,642 Equity Shares representing 50% of the Equity Share Capital of the Company. As the Notice is already circulated to all the members, I take the Notice convening the meeting as read.

The Statutory Auditors, M/s. CNK & Associates and Secretarial Auditors, Parikh & Associates, have expressed unqualified opinions in their respective audit reports for the Financial Year 2021-22. There were no qualifications, observations or adverse comments on financial statements and matters, which have any material bearing on the functioning of the Company, as well as Secretarial and Corporate Compliances on the part of your Company.

I am sure all of you have read the Annual Report and have assessed the performance of your Company during the year ended 31<sup>st</sup> March, 2022.

I wish to place before you the highlights of the performance of your Company for the Financial Year ended 31<sup>st</sup> March, 2022.

**COMPANY PERFORMANCE:**

The sales value during FY 2021-22 was Rs.213.76 Crores as against Rs.145.31 Crores of previous year, an overall growth of 47%.

The Profit After Tax of the Company for the current year is Rs. 11.82 Crs against Rs. 11.68 Crs in the previous year, an overall growth of 1.15%.

The Company has been able to increase the profitability due to timely purchase of raw materials in the uncertain and volatile market, bringing in further improvement in yields and changes in product mix.

There are no material changes and commitments affecting the financial position of the Company which have occurred between the end of the financial year 2021-22 and the date of this report.

**DIVIDEND & RESERVES:**

Your Directors have recommended a Dividend of Rs.6.00/- (Rupees Six) per Equity share of Rs.10/- each. Out of the profits of the FY 2021-22, a sum of Rs. 1.20 Crs. has been transferred to the General Reserve. With this transfer, the Capital and Reserves are Rs.91.61 Crs.

## MANAGEMENT DISCUSSION AND ANALYSIS

The Synthetic Resins manufactured by our company primarily cater to the Industrial Coatings, Printing Inks, Adhesives and Construction Chemical Industry. Our Company's customer base largely comprises of small and medium scale companies and some large Corporates.

During the year 2021-22, raw material prices witnessed high volatility throughout the year due to COVID-19 and its concomitant impact on the Indian economy including imports. Restriction on imports from certain countries due to geopolitical reasons, short supply of some key raw materials, increase in freight costs, Foreign exchange fluctuations, the Ukraine war followed by sky rocketing fuel prices led to 15-20% increase in raw material pricing thereby considerably diminishing the market sentiments. Despite all these odds your Company was able to keep the Company's supply pipeline at near normal levels through close co-ordination with our Customers and Vendors. In addition, through adroit and disciplined cash flow management we also ensured that our financial health was not adversely affected.

Our Company's vision is to become an agile, process and system based Organization. We have taken steps to strengthen our Supply Chain Management with improved Data Analytics and real time synchronization with Production, Purchase and Pricing. We have also focused on Talent Management with a view to create a Talent Pool to meet our future requirements and provide flexibility to the Company in terms of optimum utilization of its manpower resources. In line with our focus, during the year we had organized need based Training Programs to upgrade the knowledge, skills and competencies of our Key Personnel.

We were able to successfully negotiate and conclude Long Term Settlements with the new Labour Union at Taloja.

This year, we placed special focus on upgradation of infrastructure in all our three manufacturing units with a view to improve productivity, cost effectiveness and quality. Our Taloja Plant, which completed 50 years of manufacturing in December 2021 underwent major upgradation in terms of replacement of old and low efficient equipments, office renovation, new roads, new storm water drainage system, upgradation of the main and material gate, etc. The R & D setup at Taloja also underwent major upgradation in terms of renovation of Labs and purchase of new equipments to support new technology and product development. Apart from infrastructure upgradation, our Company also focused on reducing wastages, improving efficiency and reducing utility cost during the year.

During the year, our Ankleshwar Unit received Environmental clearance for enhancing its capacity to make larger volumes which will help us meet our Customer requirements more pro-actively.

A notable achievement during the year has been the successful Companywide implementation of the Integrated Management System (IMS). We are ISO certified Company with 9001:2015, 14001:2015 & 45001:2018.

During the year, our Company has registered 47% revenue growth and clocked a historical milestone of ₹ 200 plus Crores of Sales. This top line growth is remarkable considering the challenging market conditions that we had to operate in during the year.

Overall, it has been a good year for the Company in terms of growth in Sales Revenue, Upgradation of Infrastructure, IMS certification and peaceful and amicable resolution of IR issues.

We now take up the resolutions as set forth in the Notice. The business as specified in the Notice of the AGM are :

**Agenda item 1** : Resolution pertaining to Adoption of the Accounts for the Financial Year ended on 31<sup>st</sup> march, 2022.

**Agenda item 2** : Resolution pertaining to declaration of dividend @ Rs.6.00 (60%) per equity share for the Financial Year 2021-22.

**Agenda item 3** : Resolution pertaining to re-appointment of Shri Ashwin S. Dani (DIN: 00009126) as Non-executive Director who retires by rotation and, being eligible, offers himself for re-appointment.

**Agenda item 4:** Resolution pertaining to ratification of payment of remuneration to the Cost Auditors, M/s.Kishore Bhatia & Associates to conduct the audit of the Cost Records for the Financial Year 2022-23.

**Agenda item 5:** Resolution pertaining to appointment Smt. Dipika Amar Vakil (DIN:00166010) as Director of the Company

**Agenda item 6** : Re-appointment of Shri Rupen Ashiwn Choksi (din:00059326) as Managing Director of the Company for a period of three years w.e.f. April 01, 2022

Before I complete the Agenda Items of this AGM, I wish to place on record our appreciation to all of you, stakeholders and all our employees for their dedicated and sincere service.

I will open the floor for any questions by members. Would request each member to turn on their video - only once when you are projected on the broadcast screen. Kindly unmute yourself and proceed to ask your questions. Would request each member to be brief and avoid repeat questions. As has been the practice and to avoid repetition, the answers to all the questions will be provided after all the members have spoken. Once you have asked your questions, you can mute yourself and continue to hear and watch the proceedings.

I request Smt Sunita Satpalkar to moderate the questions & answers session with the shareholders.

**Sunita Satpalkar** : Yes

**Sunita Satpalkar** : Now I request Shri P P Zibi Jose to switch on Video, unmute yourself and proceed with the questions.

**Shri. P P Zibi Jose** : Good Morning to all. I am Zibi Jose from Cochin. First of all I congratulate the Management for the excellent result inspite of the difficult conditions prevailing in the market. The Directors' Report does not contain any expansion and diversification of the Company for the next 2 to 3 years. What are the Company's expansion and diversification plan for the next 2 to 3 years to take the Company to Rs 500 crores atleast. My second query, is there any plan of listing the shares of the Company in BSE and NSE. Is there any plans of merger with the existing listed companies belonged to the Management.

**Sunita Satpalkar** : I thank all the shareholders for their questions, comments and suggestions. I shall now ask Shri. Rupen Choksi to address all the questions from the speaker shareholders.

**Rupen Choksi** : Good Morning Shri. Jose. I am Rupen Choksi, Managing Director of the Company. To answer to your first question, as of now we are running about 60% of the capacity utilisation and we would like to optimise the capacity that we have at our facilities across the 3 plants. At the appropriate time, we will take a call to enhance the capacity. To answer the 2<sup>nd</sup> question about listing, we have no plans of listing of the Company as of now on BSE and NSE and we have no plans of merging or acquiring any company in the near future.

**Smt Sunita Satpalkar : Thank you Rupenbhai**

Shri Kanwar I S Sahni who has registered as speaker, was not present

**Dhiren Mehta** : I think all questions were answered.

**Dhiren Mehta** : Members may note that the voting on the NSDL platform will continue to be available for the next 15 minutes. Therefore, members who have not cast their vote yet are requested to do so. The Board of Directors have appointed Shri. Mitesh Dhabliwala of Parikh & Associates, Practicing Company Secretary, as the scrutinizer to supervise the e-voting process. Further, I hereby authorize Smt Sunita Satpalkar, the CFO, to declare the result of the voting and place the results on the website of the Company [www.resplast.com](http://www.resplast.com) at the earliest. The results shall also be placed on the website of NSDL [www.evoting.nsdl.com](http://www.evoting.nsdl.com). The resolutions, as set forth in the Notice, shall be deemed to be passed today subject to receipt of requisite number of votes.

With your permission, I and the other directors will leave this meeting. The e-voting will continue for 15 minutes from now.

**Sunitaben please takeover**

**Smt Sunita Satpalkar :**

Thank you all for attending the meeting and I hereby declare the proceedings as closed.