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PRIMA PLASTICS LIMITED

CIN:L25206DD1993PLC001470

BOARD OF DIRECTORS

Shri Bhaskar M. Parekh	(Executive Chairman)	DIN - 00166520
Shri Mulchand S. Chheda	(Independent Director)	DIN - 00179932
Shri Krishnakant V. Chitalia	(Independent Director)	DIN - 00443945
Shri Rasiklal M. Doshi	(Independent Director)	DIN - 00239580
Smt. Hina V. Mehta	(Non-Executive Director)	DIN - 07201194
Shri Dilip M. Parekh	(Managing Director & KMP)	DIN - 00166385

CHIEF FINANCIAL OFFICER

Shri Manoj O. Toshniwal

COMPANY SECRETARY CUM COMPLIANCE OFFICER

Smt. Nidhi Goradia.

BANKERS

Corporation Bank
Bank of India
ICICI Bank Limited

AUDITORS

M/s. G. P. Kapadia & Co.
Chartered Accountants

COMMITTEES OF BOARD

Audit Committee
Stakeholders' Relationship Committee
Nomination & Remuneration Committee
Management Committee
Share Transfer Committee

REGISTRAR & SHARE TRANSFER AGENTS

M/s. Bigshare Services Pvt. Ltd.,
E-2/3, Ansa Indl. Estate, Saki Vihar Road, Andheri (E),
Mumbai – 400 072.

REGISTERED OFFICE

98/4, Prima House, Daman Industrial Estate,
Kadaiya, Nani Daman, Daman (U.T.), Pin - 396 210

CORPORATE OFFICE

41, National House, Saki-Vihar Road,
Andheri (East), Mumbai - 400 072.

WORKS

- 98/4, Prima House, Daman Industrial Estate, Kadaiya, Nani Daman, Daman (U.T.), Pin - 396 210.
- 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.
- 85/1, Prima House, Daman Industrial Estate, Kadaiya, Nani Daman, Daman (U.T.), Pin - 396 210.

MARKETING DEPOTS

Coimbatore, Delhi, Hubli, Jammu, Jaipur, Kanpur, Rohtak, Bhiwandi (Maharashtra), Ongole (A.P.), Telangana, Vapi & Zirakpur (Punjab).

22nd ANNUAL GENERAL MEETING

Date	:	September 24, 2016
Time	:	11.30 a.m.
Venue	:	Hotel Princess Park, Devka Beach, Nani Daman, Daman (U.T.), Pin - 396 210

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NOTICE

Notice is hereby given that the 22nd Annual General Meeting of the Members of PRIMA PLASTICS LIMITED will be held on Saturday, September 24, 2016 at 11.30 a.m. at Hotel Princess Park, Devka Beach, Nani Daman, Daman (U.T.), Pin - 396 210 to transact with or without modification(s), as may be permissible, the following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited financial statements including the audited consolidated financial statements of the Company for the financial year ended March 31, 2016 together with the Reports of the Board of Directors and the Auditors thereon.
2. To confirm the payment of 1st Interim Dividend and 2nd Interim Dividend on Equity Shares by the Board of Directors of the Company.
3. To appoint a Director in place of Shri Bhaskar M. Parekh (Director Identification No. – 00166520), who retires by rotation and being eligible, offers himself for reappointment.
4. To consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any of the Companies Act, 2013 and the Companies (Audit and Auditors Rule, 2014) including any statutory modification(s) or re-enactment(s) thereof for the time in force and pursuant to recommendation made by the Audit Committee of the Board, the appointment of M/s. G. P. Kapadia & Co., Chartered Accountants (ICAI Registration No. 104768W), Mumbai be and is hereby ratified as the Statutory Auditors of the Company to hold office until the conclusion of the 23rd Annual General Meeting of the Company to be held for the financial year 2016-17 and that the Board of Directors be and is hereby authorized to fix the remuneration as may be agreed upon between the Auditors and the Board of Directors.”

By Order of the Board of Directors

Mumbai
August 12, 2016

Bhaskar M. Parekh (DIN – 00166520)
Chairman

NOTES:

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself and a proxy need not be a member of the company. 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.
2. A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than 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.
3. The business set out in the Notice will be transacted through electronic voting system and the Company is providing facility for voting by electronic means.
4. Corporate Members intending to send their authorized representatives to attend the Meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send to the Company, a certified copy of the relevant Board Resolution together with their respective specimen signatures authorizing their representative(s) to attend and vote on their behalf at the Meeting.
5. The Register of Members and the Share Transfer Book of the Company will remain closed from September 17, 2016 to September 24, 2016 (both days inclusive) for the purpose of determining the eligibility of the Members to attend the Annual General Meeting.
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 Annual General Meeting.
7. The members are requested to bring their attendance slips along with their copy of Annual Report to the Meeting.
8. Members, who wish to obtain any information on the Company or view the accounts for the Financial Year ended March 31, 2016 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.
9. Pursuant to provisions of Section 124 and Section 125 of the Companies Act, 2013, dividends which remain unpaid or unclaimed for a period of 7 years, will be transferred to the Investor Education and Protection Fund (IEPF) of the Central Government. Shareholders who have not encashed the divided warrant(s) so far for the financial year ended 31st March 2010 or any subsequent financial years, are requested to make their claims to the Company at its Registered Office. It may be noted that once the unclaimed dividend is transferred, on the expiry of seven years, to the Investor Education and Protection Fund, as stated herein, no claim shall lie in respect thereof.
10. Members holding shares in physical form are requested to provide their latest Bank Account details (Core Banking Solutions enabled Account Number, 9 digit MICR and 11 digit IFS code) along with their Folio Number to the Company's Registrar and Transfer Agents, M/s. Bigshare Services Private Limited.
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 can submit their PAN details to the Company / Registrar and Transfer Agent.
12. Members holding shares in single name and physical form are advised to make nomination in respect of their shareholding in the Company.
13. Members who hold shares in physical form in multiple folios in identical names or joint holding in the same order of names are requested to send the share certificates to Registrar and Transfer Agent, for consolidation into a single folio.
14. Non-Resident Indian Members are requested to inform Registrar and Transfer Agent, immediately of:
 - (a) Change in their residential status on return to India for permanent settlement.
 - (b) Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code number, if not furnished earlier.
15. Electronic copy of the Annual Report will be sent to the members whose email IDs are registered with the Company / Depository Participant(s).
16. A Route map showing direction to reach the venue of 22nd AGM is given in the Annual Report.
17. Members may also note that Notice of the 22nd Annual General Meeting and Annual Report 2015-16 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 meeting. 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

18. 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 (e-voting from a place other than venue of the AGM) and Ballot Form for all the resolutions detailed in the Notice of the 22nd Annual General Meeting scheduled to be held on Saturday, September 24, 2016 at 11.30 a.m. The Company has engaged the services of CDSL, as the authorized agency to provide the e-voting as per instructions below:

In order to enable to its members, who do not have access to remote e-voting facility to send their assent or dissent in writing in respect of the resolutions as set out in this Notice, a Ballot Form is sent herewith. Instructions for Ballot Form are given at the form.

The voting right of shareholders shall be in proportion to their share in the paid up equity capital of the Company as on Friday, September 16, 2016 (cut-off date).

The facility for voting through ballot paper (poll) shall be made available at the AGM and the Members attending the meeting who have not cast their vote by remote e-voting or by Ballot Form shall be able to exercise their right at the meeting through Ballot paper.

The Members who have casted their vote by remote e-voting or by Ballot Form prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.

Kindly note that members can opt for only one form of voting i.e. either by Ballot Forms or through remote E-Voting. If members are opting for remote e-voting then they should not vote by Ballot Forms and vice-versa.

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, 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.

In case a Member desirous of obtaining a duplicate Ballot Form, he may send an e-mail to investor@primaplastics.com. A member desiring to exercise vote by Ballot Form shall complete the Ballot Form with assent (for) or dissent (against) and send it to Shri Sadashiv V. Shet, Practicing Company Secretary, Scrutinizer, C/o. Prima Plastics Limited, 98/4, Prima House, Daman Industrial Estate, Kadaiya, Daman – 396 210 (U.T), so as to reach him on or before September 23, 2016 by 5.00 p.m. Any Ballot form received after the said date shall be treated as if the reply from the members has not been received.

The 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 make, not later than three days from the conclusion of the AGM, a consolidated Scrutinizer's Report of total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same 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 and on the website of CDSL, immediately after the declaration of result by the Chairman or a person authorized by him in writing. The result shall also be immediately forwarded to the Stock Exchanges.

The instructions for members for voting electronically are as under:

In case of members receiving e-mail:

- i. The voting period begins on Wednesday, September 21, 2016 at 9.00 a.m. and ends on Friday, September 23, 2016 at 5.00 p.m. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Friday, September 16, 2016, may cast their vote electronically. The e-voting module shall be disabled by CDSL, for voting thereafter.
- ii. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

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

	For Members holding shares in Demat Form and Physical Form
PAN	<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 (refer serial no. printed on the name and address sticker/Ballot Form/mail) 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 Rakesh 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 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 (v).

- ix. After entering these details appropriately, click on "SUBMIT" tab.
- x. 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.
- xi. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- xii. Click on the EVSN for Prima Plastics Limited on which you choose to vote.
- xiii. On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implied that you assent to the Resolution and option NO implied that you dissent to the Resolution.
- xiv. Click on the RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- xv. After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- xvi. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- xvii. You can also take out print of the voting done by you by clicking on Click here to print" option on the Voting page.
- xviii. If Demat account holder has forgotten the 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.
- 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”) under help section or write an email to helpdesk.evoting@cdslindia.com

xxi. In case of members receiving the physical copy:

- Please follow all steps from Sr. No.(i) to Sl. No.(xix) above to cast vote.
- The voting period begins on Wednesday, September 21, 2016 at 9.00 a.m. and ends on Friday, September 23, 2016 at 5.00 p.m. During this period shareholders’ of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Friday, September 16, 2016, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- 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

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

19. 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), Regulation, 2015 and pursuant to Section 102 (1) of the Companies Act, 2013 given below:

Item No. 03

Name of Director	Shri Bhaskar M. Parekh (Age 60 years)
Director Identification No. (DIN)	00166520
Date of Joining the Board	November 17, 1993
Number of Shares held	25,51,610 shares
Profile of the Director	Shri Bhaskar M. Parekh joined the Company’s Board since incorporation and is presently holding position of Executive Chairman. He has experience of more than thirty four years in plastic injection moulding, blow moulding and extrusion industry. He introduced numbers of innovative furniture items in attractive colours. He is taking care of production and general administration of the Company. He is also committed to explore new profitable business avenues and diversified activities to add shareholders’ value.
Other Directorships in Public Limited Co.	Nil

The Board hereby recommends Resolutions at Item Nos. 3 for the Approval of Members.

Registered Office:

98/4, Prima House,
Daman Industrial Estate,
Kadaiya, Nani Daman,
Daman (U.T.), Pin - 396 210.

By Order of the Board of Directors

Mumbai
August 12, 2016

Bhaskar M. Parekh (DIN – 00166520)
Chairman

DIRECTORS' REPORT

Dear Shareholders,

Your Directors have great pleasure in presenting the 22nd Annual Report along with the Audited Statement of Accounts of the Company for the year ended March 31, 2016.

(₹ In Lacs)

FINANCIAL RESULTS	2015-2016	2014-2015
Gross Income	9,784.56	8,873.03
Profit before Depreciation, Finance Cost and Tax	1,406.57	652.12
Less : Depreciation	176.34	113.53
Less : Finance Cost	26.32	106.49
Profit before Taxation	1,203.91	432.10
Less : Current Tax	241.41	87.87
Profit after Tax	962.50	344.23
Add : Balance b/f from previous year	2,004.50	2,063.00
Balance available for appropriation	2,967.00	2,407.23
Appropriation :		
Balance c/f	2,967.00	2,407.23
Less : Interim Dividends / Proposed Dividend (p.y.)	220.01	165.01
Less: Dividend Tax	44.79	33.00
Less : General Reserve	50.00	50.00
Less : Adjustment in Fixed Assets	Nil	17.91
Less : Deferred Tax	Nil	136.81
Balance c/f to Balance Sheet	2,652.20	2,004.50

OPERATIONAL PERFORMANCE

Net Sale from operation on standalone basis increased to ₹9,312.52 Lacs as against ₹8,507.87 Lacs in the previous year, a growth of 9.46%. The performance includes result of sole plastic business. Cost of goods sold as a percentage to net revenue from operation decreased to 60.73% as against 68.81% in the previous year. The decrease is on account of reduction in key raw material prices on the back of significant drop in crude prices and introduction of premium range of products.

The profit after tax for the current year is ₹962.50 Lacs as against ₹344.23 Lacs in the previous year – a growth of 180%. The growth in profit is mainly driven by closure of loss making Aluminium Composite Panel business, softening of Input prices and participation by the Company through a tender biddings under 'Swachh Bharat Abhiyan'.

On a consolidation basis, your Company achieved net revenue of ₹12,918.09 Lacs as against ₹11,816.39 Lacs – a growth of 9.32%. Consolidated Net profit for the current year is ₹1,227.74 Lacs as against ₹ 669.51 Lacs in the previous year – a growth of 83.38%.

There are no material changes and commitments affecting the financial position of your Company which have occurred between the end of the financial year 2015-16 and the date of this report.

No significant or material orders have been passed against the Company by the regulatory, courts or tribunals which impacts the going concern status and Company's operations in future.

DIVIDEND

Your Company had distributed first Interim dividend @ 10% i.e. ₹ 1/- per equity share in Feb-16 & second Interim dividend @ 10% i.e. ₹ 1/- per equity share in Mar-16, The total dividend for the year ended 31st March, 2016 is ₹ 2/- as compared to ₹ 1.50 per equity share for the last year. The total outgo for the year under review amounting to ₹264.80 Lacs (Inclusive of tax of ₹44.79 Lacs) as against ₹198.01 Lacs (inclusive of tax of ₹33.00 Lacs) for the previous year. This is one of the highest payout in recent past of the Company on popular demand by shareholders.

TRANSFER TO RESERVES

The Company proposes to transfer ₹50.00 Lacs to the General Reserve out of the amount available for appropriations and an amount of ₹2,652.20 Lacs is proposed to be retained in the Profit and Loss Account. The Reserve on standalone basis, at the beginning of year were ₹3,141.86 Lacs. The Reserve at the end of year is ₹ 3,839.56 Lacs.

PERFORMANCE OF JOINT VENTURE

Prima Dee-lite Plastics s.a.r.l., Cameroon is a Joint Venture Company manufacturing Moulded Articles and HDPE Woven Sack Bags. The total turnover of JV Company for the calendar year ended 2015 was INR 7,029.45 Lacs as compared to previous calendar year of INR

6,368.96 Lacs. The profit for the year after depreciation and tax was INR 511.86 Lacs as compared to INR 479.58 Lacs in the previous year. The JV Company is expanding its capacities in both the segment in current calendar year.

A separate statement containing the salient features of financial statement of J V Company in form AOC-1 of consolidated financial statement in compliance with Section 129 and other applicable provisions, if any, of the Companies Act, 2013 is annexed here with as Annexure - A. The financial statement including the consolidated financial statement and all other documents required to be attached to that report have been uploaded on the website of your Company www.primaplastics.com.

CONSOLIDATED ACCOUNTS

The consolidated financial statement of your Company for the financial year 2015-16 are prepared in compliance with applicable provisions of the Companies Act, 2013 read with the Rules issued there under, applicable Accounting Standards and the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as the "Listing Regulations"). The consolidated financial statement have been prepared on the basis of audited financial statement as of March 31, 2016 of your Company and J V Company as on December 31, 2015 as approved by the respective Board of Directors.

NEW PROJECTS

Your Company is committed to continuously invest in the infrastructure to add to its growth plans and to cater to customers in more efficient and cost effective manner. As a step in this direction, new state of the art manufacturing unit is being planned at Ongole (Andhra Pradesh) and commercial production will be commenced by end of October 2016.

The Company is also setting up a Company in Guatemala (Central America) in Joint Venture with a local partner and a Company viz. Prima Union Plasticos, S.A. is already incorporated and other facilities are being tied up. The same will be operational by end of November 2016.

MANAGEMENT DISCUSSION AND ANALYSIS

The Management Discussion and Analysis forms an integral part of this report and gives 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 2015-16.

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

There were no loans or guarantees, investments made by the Company under Section 186 of the Companies Act, 2013 during the year under review and hence the said provision is not applicable.

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. The Company had not entered into any contract or transaction with related parties which could be considered material in accordance with the provision of the Companies Act, 2013.

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 in form AOC 2 pursuant to Section 189 of the Companies Act, 2013 is annexed herewith as "Annexure - B".

BUSINESS RISK MANAGEMENT

A risk management policy 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 Risk and Audit Committee.

INTERNAL FINANCIAL CONTROLS

The company has in place Internal Financial Control system, commensurate with size & complexity of its operations to ensure proper recording of financial and operational information & compliance of various internal controls & other regulatory & statutory compliances. During the year under review, no material or serious observation has been received from the Internal Auditors of the Company for inefficiency or inadequacy of such controls.

Internal Auditors' comprising of professional Chartered Accountants monitor & evaluate the efficacy of Internal Financial Control system

in the company, its compliance with operating system, accounting procedures & policies at all the locations of the Company. Based on their report of Internal Audit function, corrective actions in the respective area are undertaken & controls are strengthened. Significant audit observations & corrective action suggested are presented to the Audit Committee.

BOARD EVALUATION

Pursuant to the provisions of the Act and the SEBI Regulations, 2015, a structured questionnaire was prepared after taking into consideration inputs received from the Directors, covering various aspects of the Board's functioning composition and its Committees, culture, execution and performance of specific duties, obligations and governance.

The performance evaluation of the Independent Director was carried out by the entire Board. The performance evaluation of the Chairman and the Non Independent Directors was carried out by the Independent Directors. The Directors expressed their satisfaction with evaluation process.

DIRECTORS AND KEY MANAGERIAL PERSONS

Shri Dilip M Parekh, Managing Director & CEO, Shri Manoj O. Toshniwal, CFO and Smt. Nidhi Goradia, Company Secretary are the Key Managerial Personnel of your Company in accordance with the provisions of Sections 2(51), 203 of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) for the time being in force).

DISCLOSURE RELATING TO BOARD, COMMITTEES AND POLICIES

The Company's Board comprises of six members. Shri Bhaskar M. Parekh, Executive Chairman (DIN-00166520) and Shri Dilip M. Parekh, Managing Director (DIN-00166385) represents the Promoter Group and Executive Directors. Three other Non-Executive Directors – Shri Mulchand S. Chheda (DIN – 00179932), Shri Krishnakant V. Chitalia (DIN – 00443945) and Shri Rasiklal M. Doshi (DIN-00239580) are independent in terms of Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Companies Act, 2013. Woman Director Smt. Hina V. Mehta (DIN-07201194) is a Non Executive Director and represent Promoter Group. The Directors are reputed persons with diverse functional expertise and industry experience relevant to fulfilling the Company's objectives and strategic goals.

None of the Independent Directors are liable to retire at the forthcoming Annual General Meeting. All Independent Directors have submitted declarations that they continue to meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013, provisions of corporate governance and under Regulation 16 (1)(b) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015.

As per the provisions of the Companies Act, 2013, Shri Bhaskar M. Parekh retires by rotation at the forthcoming 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 forthcoming Annual General Meeting.

The Board of Directors met 5 times during financial year 2015-16. The details of the meetings and the attendance of the Directors are mentioned in the Corporate Governance Report.

The Board has established 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 and Stakeholders' Relationship Committee. The composition, terms of reference, number of meetings held and business transacted by the Committees is given in the Corporate Governance Report.

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 enhanced organizational performance. The detailed Remuneration Policy is contained in the Corporate Governance section of the Annual Report. The level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors and within the prescribed limits of the Companies Act, 2013.

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

The Provisions of Corporate Social Responsibility pursuant to Section 135 of the Companies Act, 2013 is presently not applicable to 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, 2016 and state that:

- I. In the preparation of the annual accounts the applicable accounting standards have been followed and there has been no material departure;

- II. 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, 2016 and of the profit of the Company for the year ended on that date;
- III. 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.
- IV. Directors have prepared the Annual Accounts on a going concern basis.
- V. 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
- VI. 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.

PARTICULARS OF EMPLOYEES

During the year, there was no employee in receipt of remuneration as prescribed in the Rule 5 (2) 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 - E and form part of this Report.

AUDITORS & AUDITORS' REPORT

At the 20th AGM of your Company, the shareholders had approved the appointment of M/s. G.P. Kapadia & Co., Chartered Accountants (Firm Registration No. 104768W) as the Statutory Auditors to hold office till the conclusion of the 23rd AGM.

As required under the Companies Act, 2013, the re-appointment of the Statutory Auditors is required to be placed before the Members at every subsequent Annual General Meeting for their ratification. Hence, the Board, based on the recommendation of the Audit Committee, proposes to ratify the re-appointment of the aforesaid Statutory Auditors of the Company at the ensuing Annual General Meeting.

Your Company has received written consent(s) and certificate(s) of eligibility in accordance with Sections 139, 141 and other applicable provisions of the Companies Act, 2013 and Rules issued there under (including any statutory modification(s) or re-enactment(s) for the time being in force), from M/s. G. P. Kapadia & Co. Further, they have confirmed that they hold a valid certificate issued by the Peer Review Board of the Institute of Chartered Accountants of India (ICAI) as required under the Listing Regulations.

The Auditors' Report for the financial year ended March 31, 2016 doesn't contain any qualification, reservation or adverse remark.

SECRETARIAL AUDIT

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board reappointed Shri Sadashiv V. Shet, Practising Company Secretary to undertake the Secretarial Audit for the financial year 2015-2016. The Secretarial Audit Report is annexed herewith as "Annexure - C".

The Secretarial Audit Report for the financial year ended 31st March, 2016 is annexed herewith this report. 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".

VIGIL MECHANISM

The Company has formulated Whistle Blower Policy with a view to providing a mechanism for employees to report violations and assure them of the process that will be followed to address the reported violation. The Policy also lays down the procedures to be followed by Senior Management for tracking of complaints, giving feedback, conducting investigations and taking disciplinary actions. It also provides assurances and guidelines on confidentiality of the reporting process and protection from reprisal to complainants.

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. In line with the said provisions, during the year the Company has not received any complaints with allegations of sexual harassment.

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

Additional information given as required under the Companies (Disclosures of Particulars in the report of Board of Directors) Rules, 1988.

CONSERVATION OF ENERGY

The Company is continuously putting its efforts to improve Energy Management by way of monitoring energy related parameters on regular basis.

The Company is committed to transform energy conservation into a strategic business goal fully along with the technological sustainable development of Energy Management System. It is putting best endeavour to reduce energy consumption in all its operations and activities.

To achieve above objectives the following steps are being undertaken by the Company:-

1. Continuously monitoring the energy parameters such as maximum demand, power factor, load factor, TOD tariff utilization on regular basis.
2. Continuously replacing the inefficient equipment's with latest energy efficient technology & up gradation of equipment's continually.
3. Increasing the awareness of energy saving within the organization to avoid the wastage of energy.

RESEARCH & DEVELOPMENT (R&D)

- Evaluation of the alternative materials or additives to reduce the cost of raw material.
- Improving the output / input ratio to gain maximum finished products from per kg. raw material.
- Modify the mould and dies to improve the cycle time to get higher production from the same machine.
- To modify the process parameters to improve the quality.
- Expenditure on R & D: Not significant.

TECHNICAL ABSORPTION, ADAPTATION & INNOVATION

The Company has not imported any technology or processes know how. The Machines and moulds used for manufacturing products are regularly upgraded to cater variety products in line with the market trend and demand. The new investments are made in new technology upgraded machines & moulds.

As a result, the Company is able to give new & innovative designed product and has created strong demand of its products in export market.

FOREIGN EXCHANGE EARNING AND OUTGO

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

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 ₹ 1,901.43 lacs as compared to ₹ 1,953.01 lacs in last year. The Company has received repeated orders from its existing clients.

- 2) **Total foreign exchange used and earned.**

(₹)

	2015-2016	2014-2015
Foreign Exchange earned (FOB)	176,873,598	173,447,765
Foreign Exchange used	9,470,529	84,765,16

PUBLIC DEPOSITS

During the year under review, your Company has not accepted any deposit within the meaning of Sections 73 and 74 of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014 (including any statutory modification(s) or re-enactment(s) for the time being in force).

CREDIT RATING

The Company's financial discipline is prudence is reflected in strong credit rating ascribed by CRISIL. The Long term rating is improved from BBB/Stable to BBB/ Positive and short term rating from A3 to A3+.

Total Bank loan facilities rated	₹ 33.00 Crores
Long Term Rating	CRISIL BBB / Positive
Short Term Rating	CRISIL A3+

CORPORATE GOVERNANCE

The Company has taken the requisite steps to comply with the recommendations concerning Corporate Governance.

A separate statement on Corporate Governance together with a certificate from the auditors of the Company regarding compliance of conditions of Corporate Governance as stipulated under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 forms part of this Annual Report.

ACKNOWLEDGEMENT

The Directors wish to convey their gratitude and appreciation to all of the Company's employees 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

Bhaskar M. Parekh (DIN – 00166520)
Chairman

Mumbai,
August 12, 2016

“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/associate companies/joint ventures

Part “A”: Subsidiaries

(Information in respect of subsidiary to be presented with amounts is Not Applicable)

Part “B”: Joint Ventures

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Joint Ventures

Name of Joint Ventures	Prima Dee-Lite Plastics s.a.r.l.
1. Latest audited Balance Sheet Date	December 31, 2015
2. Shares of Joint Ventures held by the company on the year ended December 31, 2014	50%
No. of Share fully Paid up	11,500
Amount of Investment in Joint Venture	102.08 lacs
Extend of Holding %	50%
3. Description of how there is significant influence	Due to equity holding in Joint Venture
4. Reason why the joint venture is not consolidated	N.A.
5. Net worth attributable to shareholding as per latest audited Balance Sheet	1,652.17 Lacs
6. Profit/Loss for the year	
i. Considered in Consolidation	511.86 lacs
ii. Not Considered in Consolidation	511.86 lacs

For and on behalf of the Board

Bhaskar M. Parekh (DIN – 00166520)
Chairman

Mumbai,
August 12, 2016

“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.

Form for Disclosure of 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:

Sr. No.	Name of Related Party	Nature of Contract / Arrangement / transactions	Duration of Contract / arrangement / transactions	Terms and Value of the Transactions / Value in lacs	Date of Approval by the Board	Amount Paid As Advance, If any
1.	National Plastics Allied and Industries	Rent for Corporate office at Mumbai and Reimbursement of Expenses	01-04-15 to 31-03-16	33.85 Lacs	Approved in the Board Meetings held during the year 2015-16	Nil
2.	Classic Plastics	Rent for Corporate office at Mumbai	--do--	22.18 Lacs	--do--	Nil
3.	Sanya Plastics	Purchase of Raw Material	--do--	6.92 Lacs	--do--	Nil
4.	Sanya Plastics	Sale of Raw Material	--do--	6.67 Lacs	--do--	Nil
5.	Bhaskar M. Parekh	Remuneration to Executive Chairman	--do--	38.90 Lacs	--do--	Nil
6.	Dilip M. Parekh	Remuneration to Managing Director	--do--	38.90 Lacs	--do--	Nil
7.	Pratik B. Parekh	Salary to a relative of Director	--do--	14.40 Lacs	--do--	Nil
8.	Paras B. Parekh	Salary to a relative of Director	--do--	14.40 Lacs	--do--	Nil
9.	Hina V. Mehta	Sitting fees to Non-executive Director	--do--	00.30 Lacs	--do--	Nil

For and on behalf of the Board

Bhaskar M. Parekh (DIN – 00166520)
Chairman

Mumbai,
August 12, 2016

**“ANNEXURE C”
FORM MR- 3**

SECRETARIAL AUDIT REPORT

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

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2016.

To,
The Members,
Prima Plastics Limited
98/4, Prima House, Daman Industrial Estate,
Kadiya, Daman (U.T.) Pin. 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 for the Financial period from 01st April 2015 to 31st March 2016.

Based on my verification of the PRIMA PLASTICS LIMITED 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, 2016, 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, 2016 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'):-
 - I. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - II. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992/2015;
 - III. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
 - IV. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; **Not Applicable during the period under review.**
 - V. The Securities and Exchange Board of India (Issue and Listing of Debt Securities), 2008; **Not Applicable during the period under review.**
 - VI. 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;
 - VII. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **Not Applicable during the period under review.**
 - VIII. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 ; **Not Applicable during the period under review.**

The other laws as may be applicable specifically to the Company are:-

A. Tax Legislations:

1. The Income tax Act, 1961,
2. Central Sales Tax Act, 1956 and Value Added Tax Act, 2005;

3. Chapter V and VA of the Finance Act, 1994 (Service Tax)
4. Central Excise Act, 1944.
5. Import and Export (Control) Act, 1947
6. The Customs Act, 1962.

B. Labour Laws:

1. Payment of Bonus Act, 1965
2. Employees State Insurance Act, 1948, the Employees State Insurance (General Regulations, 1950, The Employees State Insurance (Central) Rules, 1950
3. The Employees Exchange (Compulsory Notification of Vacancies) Act, 1959 and The Employment Exchange (Compulsory Notification of Vacancies) Rules 1960
4. Employees Provident Fund and Miscellaneous Provisions Act, 1952
5. Employees Pension Scheme, 1995
6. The Payment of Gratuity Act 1972,
7. Shops and Establishments Act, 1973
8. Labour Welfare Fund Act 1986
9. Contract Labour (Regulations & Abolition) Act, 1970
10. Minimum Wages Act, 1948;
11. The Maternity Benefit Act, 1961;
12. Motor Transport Workers Act 1961;
13. Industrial Disputes Act, 1947 and The Industrial Disputes (Central) Rules 1957;
14. Industrial Employment (Standing Orders) Act, 1946;
15. Factories Act, 1948;
16. The Apprentices Act, 1961 and the Apprentices Rules 1992.
17. Workmen's Compensation Act, 1923.

C. Environmental Legislations:

1. The Petroleum Act, 1934 and the Petroleum Rules 2002
2. The Hazardous Wastes (Management, Handling and Transboundary Rules 2008
3. Gas Cylinder Rules, 2004;
4. The Water (Prevention and Control of Pollution) Act, 1974 & The Water (Prevention and Control of Pollution) Cess Rules, 1975
5. The Water (Prevention and Control of Pollution) Act, 1977 & The Water (Prevention and Control of Pollution) Cess Rules, 1978
6. The Air Prevention and Control of Pollution Act, 1981
7. The Environment (Protection) Act, 1986 & the Environment (Protection) Rules 1986
8. The Noise Pollution (Regulation and Control) Rules 2000;

D. Other Legislations:

1. Provisions related to unfair or restrictive trade practices of the Monopolies and Restrictive Trade Practices Act, 1969.
2. Foreign Exchange Management Act 1999 and applicable Regulations;
3. Standard Weights and Measure Act, 1976;
4. The Electricity Act;
5. Negotiable Instruments Act, 1881;
6. 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 / Managing

Director taken on record by the Board of Directors of the Company.

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, 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:

- (a) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The Listing Agreements entered into by the Company with Stock Exchange(s);
- (iii) Securities and Exchange Board of India (Listing Obligation and Disclosure requirements) Regulations 2015 (With effect from 01st December, 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. The Company has appointed Ms. Nidhi Narendra Chhawchharia alias Nidhi Goradia, as a Company Secretary in Whole Time Employment of the Company w.e.f. 05.02.2016.

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.

Place : Panaji - Goa
May 25, 2016

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, 2016**

[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	17 th November, 1993
iii)	Name of the Company	Prima Plastics Limited
iv)	Category / Sub-Category of the Company	Public Company Limited by Shares
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
vi)	Whether listed Company	Yes
vii)	Name, Address and Contact Details of Registrar and Transfer Agent, if any	Bigshare Services Pvt. Ltd. E-2/3, Ansa Indl. Estate, Saki Vihar Road, Andheri (E), Mumbai – 400 072. Tel. No.022- 40430200, Fax: 022-28475207 Email: investor@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	222	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sl. No.	Name and Address of the Company	CIN/GLN/IN	Holding/Subsidiary/ Associate	% of Shares held	Applicable Section
1	Prima Dee-Lite Plastics s.a.r.l.	BYJAZ20040435	Associate	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	6474143	--	6474143	58.85	6474254	--	6474254	58.85	--
Sub Total(A)(1)	6474143	--	6474143	58.85	6474254	--	6474254	58.85	--
2.Foreign									
Sub-Total(A)(2)	--	--	--	--	--	--	--	--	--

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	
Total Shareholding of Promoter A)=(A)(1) + (A)(2)	6474143	--	6474143	58.85	6474254	--	6474254	58.85	--
(B)Public Shareholding									
1. Institutions									
Mutual Funds	--	800	800	0.01	--	800	800	0.01	--
Flls	--	--	--	--	2175	--	2175	0.02	0.02
Sub-Total (B)(1)	--	800	800	0.01	2175	800	2975	0.03	0.02
2. Non-Institutions									
Bodies Corporate - Indian	348773	5100	353873	3.22	323983	5100	329083	2.99	-0.23
Individual shareholders holding nominal share capital up to ₹1 lacs	1943619	584835	2528454	22.98	2176580	563725	2740305	24.91	1.93
Individual shareholders holding nominal share capital in excess of ₹1 lacs	1613767	15000	1628767	14.81	1397352	--	1397352	12.70	-2.11
Trusts	--	--	--	0.00	200	--	200	0.00	--
Clearing Member	14433	--	14433	0.13	56301	--	56301	0.51	0.38
Sub-Total (B)(2)	3920592	604935	4525527	41.14	3954416	568825	4523241	41.12	-0.02
Total Public Shareholding (B)=(B)(1) + (B)(2)	3920592	605735	4526327	41.15	3956591	569625	4526216	41.15	--
C. Shares held by Custodian for GDRs & ADRs	--	--	--	--	--	--	--	--	--
Grand Total (A) + (B) + (C)	10394735	605735	11000470	100	10430845	568825	11000470	100	--

(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 to total Shares	No. of Shares	% of total Shares of the Company	% of Shares Pledged/ Encumbered to total Shares	
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 Manhar 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	Nayna Shailesh Bhuptani	39500	0.36	--	39500	0.36	--	--
10	Pratik Bhaskar Parekh	31800	0.29	--	31800	0.29	--	--
11	Shashikala M. Parekh	18600	0.17	--	18600	0.17	--	--
12	Niranjana Dhirajlal Parekh	2500	0.02	--	2500	0.02	--	--
13	Mehta Vijay Mansukhlal	10	0.00	--	10	0.00	--	--
14	Hina V. Mehta	--	0.00	--	101	0.00	--	--
15	Paras B. Parekh	--	0.00	--	10	0.00	--	--

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

Sl. No.		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 01-04-2015	6474143	58.85	-	-
2	Increase / decrease in Promoters Share Holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc).	111	0.00	111	0.00
3	At the end of the year i.e. 31/03/2016	6474254	58.85	--	--

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

Sl. No.		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	Sangeetha S.	243305	2.21	-23815	-0.21	219490	2.00
2	Dheeraj Kumar Lohia	190814	1.73	32506	0.29	222690	2.02
3	S. Shyam	71173	0.65	107334	0.97	178507	1.62
4	Punit Shailesh Bhuptani	128754	1.62	-	-	128754	1.62
5	Mohur Investment Consultancy P. Ltd.	-	-	100000	0.91	100000	0.91
6	Sathya S.	58288	0.53	-10698	-0.10	47590	0.43
7	Sunil Agarwal	-	-	57102	0.52	57102	0.52
8	Pandian Ilangovan	--	--	63000	0.57	63000	0.57
9	Pioneer Holdings Pvt. Ltd.	40000	0.36	--	--	40000	0.36
10	Sunita Saraogi	--	--	37000	0.34	37000	0.34

(v) Shareholding of Directors and Key Managerial Personnel:

Sl. No.		Shareholding at the beginning of the year as at 01-04-2015		Cumulative Shareholding during 01-04-2015 to 31-03-2016		Shareholding at the end of the year as at 31-03-2016	
		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	5295	0.05	--	--	5295	0.05
5	Rasiklal M. Doshi	8500	0.07	-5000	0.04	3500	0.03
6	Hina V. Mehta	--	--	101	0.00	101	0.00
7	Manoj O. Toshniwal	--	--	--	--	--	--
8	Nidhi Goradia	--	--	--	--	--	--

V. INDEBTEDNESS

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

	Indebtedness at the beginning of the financial year.	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
i)	Principal Amount	29,010,835/-	7,080,469/-	Nil	36,091,304/-
ii)	Interest due but not paid	Nil	Nil	Nil	Nil
iii)	Interest accrued but not due	139,347/-	Nil	Nil	139,347/-
	Total (i+ii+iii)	29,150,182/-	7,080,469/-	Nil	36,230,651/-
	Change in Indebtedness during the financial year				
	Addition	Nil	Nil	Nil	Nil
	Reduction	19,834,831/-	7,080,469/-	Nil	26,915,300/-
	Net Change				
	Indebtedness at the end of the financial year				
i)	Principal Amount	9,315,351/-	Nil	Nil	9,315,351/-
ii)	Interest due but not paid	Nil	Nil	Nil	Nil
iii)	Interest accrued but not due	Nil	Nil	Nil	Nil
	Total (i+ii+iii)	9,315,351 /-	Nil	Nil	9,315,351 /-

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
		Bhaskar M. Parekh	Dilip M. Parekh	
1.	Gross Salary			
	(a) Salary	3,850,000	3,850,000/-	7,70,000/-
	(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)	3,889,600	3,889,600	7,779,200
	Ceiling as per the Act	5,800,000	5,800,000	11,600,000

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 board Committee meetings.	75,000/-	75,000/-	45,000/-	30,000/-	225,000/-
	Commission	Nil	Nil	Nil	Nil	Nil
	Others, please specify.	Nil	Nil	Nil	Nil	Nil
	Total (1)	75,000/-	75,000/-	45,000/-	30,000/-	225,000/-
2.	Other Non-Executive Directors					
	Fee for attending board Committee meetings	Nil	Nil	Nil	Nil	Nil
	Commission	Nil	Nil	Nil	Nil	Nil
	Others, please specify	Nil	Nil	Nil	Nil	Nil
	Total (2)	Nil	Nil	Nil	Nil	Nil
	Total (B) = (1+2)	75,000/-	75,000/-	45,000/-	30,000/-	225,000/-
	Total Managerial Remuneration					225,000/-
	Overall Ceiling as per the Act.	NA	NA	NA		NA

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

Sl. No.	Particulars of Remuneration	Key Managerial Personnel		Total Amount
		Manoj O. Toshniwal	Nidhi Goradia [#]	
1.	Gross Salary			
	(a) Salary	988,154	40,000	1,028,154
	(b) Value of Perquisites	63,243	Nil	63,243
	(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)	1,051,397	40,000	1,091,397

DOJ Feb-2016

VII. PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES:

No penalties / punishment / compounding of offences were levied on the company, its directors and other officials.

For and on behalf of the Board

Bhaskar M. Parekh (DIN – 00166520)
Chairman

Mumbai,
August 12, 2016

**“ANNEXURE E” TO THE DIRECTORS’ REPORT
as on the financial year ended on March 31, 2016**

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

- (i) The remuneration paid to Executive Chairman and Managing Director during the year 2015-16 was ₹ 39.00 lacs each, the median remuneration of employees were ₹ 5.80 lacs. The ratio of remuneration of Executive Director was 672% as compared to the median remuneration of employees.
- (ii) The average increase in remuneration to Executive Directors for the year ended on March 31, 2016 was 14.70% as against average increase in median remuneration of employees at 10%. This increase in the remuneration of Executive Directors as well as employees was justified based on the company’s performance and also various other factors like performance, experience, industry trend, etc.
- (iii) As at March 31, 2016 total number of 115 Staff and 125 Workers were on the permanent pay rolls of the Company.
- (iv) The Company’s performance with respect to the Profit After Tax was increased by 180% for the year ended on March 31, 2016 and against this, the median increase in the remuneration of employees were 10% which is based on various factors of each employee and industry average.
- (v) Market Capitalization of the Company as at March 31, 2016 was ₹ 14,267.61 lacs previous year it was ₹ 5,907.25 lacs. The Price Earning Ratio as at March 31, 2016 was 14.82 times as compared to previous year’s closing ratio of 17.15 times. The closing share price at BSE Ltd. for the shares of the Company as at March 31, 2016 was ₹ 129.70 per share, previous year it was ₹ 53.70 per share. The last issue of the Company was in the year 1995.
- (vi) For the year ended on March 31, 2016 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.
- (viii) Remuneration 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
Prima Plastics Limited.

Mumbai
August 12, 2016

Dilip M. Parekh (DIN-00166385)
Managing Director

MANAGEMENT'S DISCUSSION & ANALYSIS REPORT

OVERVIEW

The world economy was in a slow growth mode during the year under review. USA has shown sign of improvement at slow but steady pace and Chinese economy kept the policy makers across the globe worried. However, India was believed to be in a positive frame due to strong political mandate and a favorable internal environment. The expectations were high from the Government on major reforms to push the Indian economy.

During the year under review India managed to restore macro economic stability in spite of second consecutive drought in India. Fiscal deficit, current account deficit and inflation levels declined and country remains the fastest growing economy. The Indian Rupee depreciated significantly during the year. The manufacturing sector was benefited from lower interest rate, stable commodity prices and falling oil prices, major corporate and banks remain under stress on account of the debt problems.

Indian moulded furniture market was in general benefited due to lower polymer prices during most part of the year. The GST bill which can lift growth significantly is still under procedural problems.

Against the back drop of the mixed conditions, your Company witnessed reasonable demand at the start of the year. However as the overall economic environment gained in the second half of the year, demand for plastic products also saw improvements. Your Company had focused on quality product to sustain its business and performed satisfactory on Indian market & done reasonably well on export front. Your Company registered good growth in second half of the year. At an overall level, growth from Ties II & Ties III markets continued to outpace the Ties I market growth. The management had focused on consumers preference and accordingly few new launches were made during the year and most of them received excellent response in the market.

INDUSTRY STRUCTURE AND DEVELOPMENTS:

The Government of India's scheme like Swatch Bharat Abhiyan, Smart City, adoption of Village by Members of Parliament, affordable houses, focus on infrastructure will lead to development and creation of large number of employments.

The plastic consumption in India is very minimal in comparison to developed countries and all these developments augur well for the growth of plastics consumption in the country and will benefit your Company.

FINANCIAL REVIEW:

Revenue from Operation:

The Company deals in only one segment i.e. Plastic Moulded Furniture and have manufacturing units in Daman and Kerala and catering to different region in India. Your Company introduce premium models of Chairs and have wide acceptance in the market. The Company plans to further enhance the range of value added products.

The Company achieve better operating margin due to favorable input prices, introduction of premium range, closure of loss making ACP business.

The Company registered a revenue of ₹ 9,403.36 lacs in comparison to ₹ 8,631.92 lacs in last year, a growth of 9.00% in-spite of closure of ACP Business.

Operating Profit:

The Company registered operating profit of ₹ 2,397.03 lacs in comparison to ₹ 1,552.93 lacs in last year, improvement of 54%.

Interest:

The interest cost was lower at ₹ 14.61 lacs in comparison to ₹ 72.26 lacs in last year due to better cash management.

Net Profit:

The Company has registered impressive growth in net profit at ₹1,203.91 lacs against ₹432.09 lacs in last year.

Dividend:

The Board of Directors had declared and paid two interim dividends aggregating to 20% for the year as against 15% in last year.

Capital Employed:

The Company employed capital at its plastic articles business at ₹ 4,517.57 lacs & ACP business at ₹ 319.96 lacs. Overall capital employed was ₹ 4,939.61 lacs as compared to ₹ 4241.91 lacs.

BUSINESS OUTLOOK

With the improved sentiment of industry at large and favorable economic conditions, it is expected that your Company is poised to grow at reasonable level with better margin. Encouraged by improved operating margins in the year under review, your company has plan to set up two manufacturing units in Financial Year 2016-17. First unit is putting at Guatemala, Central America with an investment of ₹ 1800.00 Lacs and expected to go in production by Mid-November 2016. Second project is putting at Ongole, Andhra Pradesh with an investment of ₹1000.00 Lacs and expected to go in production by October 2016.

The Company had launched new premium range of plastic articles with better consumer taste and expected to fetch higher demand of these products. The Company is positive on the demand growth of plastic articles in long term with higher capita income of Indian middle class. The Company is also focusing to further penetrate in new territories of Indian market.

The Company continue to explore export opportunities for its premium products and have history of getting Top Export Awards year after year from PLEX Council of India.

The per capita income of middle & lower middle class are rising in India and people living in Rural India are also prospering due to higher value of their agriculture produce & agriculture lands. The per capita consumption of plastic is increasing in India but still very low when compared to western countries. Plastic moulded furniture is fast replacing conventional furniture made of woods and steel due to its various inherent advantages. Your Company is well placed to take advantage of the sustained growth of our economy.

The introduction of GST is expected in a short span and will integrate the country's economy into one and provide level playing in every part of the country. This is expected to boost the growth of your Company's business at pan India level. The Company expects to achieve about 10-15 percent annual growth in turnover in medium term.

OPPORTUNITIES

Looking to present focus of Indian Government on various scheme, focus on infrastructure and creation of job and outlook on the monsoon appears encouraging which should provide the much needed support to the rural economy reeling under the impact of sub-normal rainfall for the past two years. This is also expected to lead to improved consumer demand.

Consumption of plastic is ever raising and your Company is determined to emerge as a major player with quality product. Your Company is also focusing on growing international market specially under developed countries to export its products.

THREAT

Any major upward movement in the Crude Prices could change the inflationary scenario impacting on input prices and the margin of the Company.

Weak Global outlook can make it difficult for the country to continue on a growth plan.

INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY

Your Company's internal control procedures are adequate to ensure compliance with various policies, practices and statutes in keeping with the organization's pace of growth and increasing complexity of operations.

Your Company maintains a system of internal controls designed to provide reasonable assurance regarding effectiveness and efficiency of operations, adequacy of safeguards for assets, prevention and detection of frauds and errors, accuracy and completeness of the accounting records and timely preparation of reliable financial information.

The internal controls and governance process are duly reviewed for their adequacy and effectiveness through periodic audits by independent internal audit function supported by outsourced audit teams.

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.

ENVIRONMENT & SAFETY

The Company is conscious of the importance of environmentally clean and safe operations. The Company's policy requires the conduct of all operations in such manner so as to ensure safety of all concerned, compliance of statutory and industrial requirements for environment protection and conservation of natural resources to the extent possible.

RISK MANAGEMENT

The Company, like any other enterprise having national as well as global business interests is exposed to business risk which may be internal as well as external. We define risk as the eventuality of not achieving our financial, operative or strategic goals as planned. To ensure our long term corporate success, it is essential to identify, analyze and mitigate the risk by means of appropriate control

measures. The risks outlined below are not exhaustive and for information only. The Board and the Audit Committee periodically review the Risk Management procedures.

The Company makes payment in foreign currency for import of machinery and raw materials. The change in the exchange rate between the US Dollar and the Indian Rupee may have negative impact on the Company's result and financial condition. The Company many times don't hedge the currency exposure and takes advantage of its natural hedge by exports of moulded articles to some extent. The Company does not deal in derivative transaction as a matter of policy.

The Company is exposed to the risk of price fluctuation on raw materials as well as finished goods in its entire product. The Company apart from passing the cost to end user also manages these risks in input their inventory management etc.

The Company developed new products to meet the growing demand and customers need. Although the competition in the market may be increasing, your Company is able to control the same by strategic planning and improved manufacturing process.

Apart from the risks on account of foreign exchange and commodity price, the business of the Company are exposed to certain operating business risk, which are managed by regular monitoring and collective actions.

The identified risk are reviewed and evaluated on continues basis and suitable strategies are framed to mitigate the same. The implementation of various strategies to control the said risk is monitored regularly. The Board reviews the Risk Management process periodically.

HUMAN RESOURCE

We believe that people are the backbone of the organization and hence we lay great emphasis on optimizing their performance. The Company provides employees with a fair and equitable work environment and support from the peers to develop their capabilities. The Company strongly believes that its team of capable and committed manpower, which is its core strength, is the key factor behind all achievements and trusting them with the freedom to act and to take responsibility successfully. Occupational health and safety are given the utmost importance in the Company. The relationship between the Company and the employees were cordial and the Company experienced peace and harmony throughout the year.

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
Prima Plastics Limited.

Mumbai
August 12, 2016

Bhaskar M. Parekh (DIN-00166520)
Chairman

CORPORATE GOVERNANCE

Company's Philosophy

Statement on Company's philosophy on Corporate Governance

Your Company believes that Corporate Governance is a prerequisite for attaining sustainable growth in this competitive world. Prima Plastic's philosophy on Corporate Governance is based on transparency and accountability and has been a part of the organizational culture of your Company. Corporate Governance essentially involves balancing the interests of the many stakeholders in a company. It is about promoting corporate fairness, transparency and accountability. It ensures adequate disclosures and effective decision making to achieve corporate objectives; transparency in business transactions; statutory and legal compliances; protection of shareholder interests and commitment to values and ethical conduct of business.

The Company believes that its affairs shall be conducted by best practices and principles, irrespective of its relation to the customers, employees, stakeholders or the community.

A report on compliance with the principles of Corporate Governance as prescribed by SEBI in Chapter IV read with Schedule V of Listing Regulations is given below:

Board of Directors

Composition of the Board

The Company's policy is to have an appropriate mix of Executive & Non-Executive Directors. As on March 31, 2016, the Board comprises Executive Chairman, Managing Director, Non-Executive Director and 3 Independent Directors.

The composition of the Board is in compliance with the requirements of Regulations 17 of the SEBI Regulations, 2015 as on 31st March, 2016. All Independent Directors are persons of eminence and bring a wide range of expertise and experience to the Board thereby ensuring the best interest of stakeholders and the Company. The Members in its meeting on September 24, 2015 had appointed Smt. Hina V. Mehta as a non Executive Director.

Composition of Board of Directors and other Information as on March 31, 2016

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

Name	Category	No. of Board Meetings during the year 2015-16		Attendance at last AGM	No. of outside directorship(s) held		No. of outside Committee Position(s) held	
		Held	Attended		Public	Private	Chairman	Member
Shri Bhaskar M. Parekh DIN – 00166520	Executive Chairman	5	5	Present	Nil	Nil	Nil	Nil
Shri Dilip M. Parekh DIN – 00166385	Managing Director	5	5	Present	Nil	Nil	Nil	Nil
Shri Mulchand S. Chheda DIN – 00179932	Independent Non-Executive Director	5	5	Present	1	2	Nil	Nil
Shri Rasiklal M. Doshi DIN – 00239580	Independent Non-Executive Director	5	3	Present	Nil	5	Nil	Nil
Shri Krishnakant V. Chitalia DIN - 00443945	Independent Non-Executive Director	5	5	Present	1	2	2	2
Smt. Hina V. Mehta DIN-07201194	Non-Executive Director	5	2	Present	Nil	Nil	Nil	Nil

None of the Directors on the Board are Members of more than ten Committees or Chairman of more than five Committees across all the companies in which they are Directors. The Independent Directors meets the criteria of being an Independent Director and an Independency certificate from them has been obtained. 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. Shri Bhaskar M. Parekh, Shri Dilip M. Parekh and Smt. Hina V. Mehta are brothers & sister and there are no other inter-se relationship among the Directors.

Meetings of the Board

The Board Meetings were convened after sufficient days of Notice to the Board Members along with the Agenda for the meeting with necessary documents. All the required information pursuant to provisions of Companies Act, 2013 and Listing Regulation were placed before the Board and duly approved and noted by the Board.

During the year under review, five Board Meetings of Directors were held on May 29, 2015, August 13, 2015, November 09, 2015, February 05, 2016 & March 16, 2016.

The required quorum was present at all the above Board Meetings and all the resolutions and discussions were duly approved. There was no instance of Adjournment of any of the said Meetings.

Independent Directors' Meeting

During the year under review, a meeting of the Independent Directors was held on February 05, 2016. Three Independent Directors were present at the meeting to discuss the performance evaluation of the Board and Chairman, assess information flows from Management to the Board and the current strategic and operational position of the Company.

Board Committee

The Board currently has 5 Committees:

1. Audit Committee
2. Nomination and Remuneration Committee
3. Stakeholders' Relationship Committee
4. Share Transfer Committee
5. Management Committee.

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 provides below:

Audit Committee

Composition

The Audit Committee of the Company is constituted under the Regulation 18 of LODR, 2015 and Section 177 of the Companies Act, 2013. The dates on which the Audit Committee meetings were held are May 29, 2015, August 13, 2015, November 09, 2015 and February 05, 2016.

Power of the Audit Committee

- To investigate any activity within its terms of reference
- To seek information from any employee
- To obtain outside legal or other professional advice
- To secure attendance of outsiders with relevant expertise, if it considers necessary

Role of the Audit Committee inter alia, includes the following:

- 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
- Approving payment to statutory auditors for any other services rendered by them
- Reviewing annual financial statements and auditors, report thereon before submission to the Board for approval with particular reference to:
 - ▲ Matters required to be included in the Directors Responsibility Statement to be included in the Directors' Report in terms of sub-section 3 of Section 134 of the Companies Act, 2013.
 - ▲ Changes if any, in accounting policies and practices and reasons for the same
 - ▲ Major accounting entries involving estimates based on the exercise of judgment by the management

- Significant adjustments made in financial statements arising out of audit findings
- Compliance with listing and other legal requirements relating to financial statements
- Disclosure of related party transactions
- Qualifications in draft audit report
- Reviewing with the management, the quarterly financial statements before submission to the Board for approval
- Functioning of Whistle Blower Policy
- Evaluation of internal financial controls and risk management systems
- Reviewing the adequacy of internal audit function
- Reviewing the following 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 and
 - ▲ The appointment, removal and terms of remuneration of internal auditors

The composition of the Audit Committee comprises of three Directors and two of whom are Independent Non Executive Directors, the details of meetings attended by its members as given below:

Name	Category	Position	Number of Meetings held during the year 2015-16	Number of Meetings attended during the year 2015-16
Shri Krishnakant V. Chitalia (DIN – 00443945)	Independent Director	Chairman	4	4
Shri Mulchand S. Chheda (DIN – 00179932)	Independent Director	Member	4	4
Shri Dilip M. Parekh (DIN – 00166385)	Managing Director	Member	4	4

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 September 24, 2015 and was attended by Chairman of the Audit Committee. All the above meetings were held at the Corporate Office of the Company 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 Controls 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 and has recommended those contracts and transactions to the Board for approval.

Nomination and Remuneration Committee

The Nomination and Remuneration Committee is constituted in accordance with provisions sub section (1) of Section 178 of the Companies Act, 2013, comprises of 3 Independent Directors i.e. Shri Krishnakant V. Chitalia (Chairman), Shri Mulchand S. Chheda and Shri Rasiklal M. Doshi.

The Board 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 package
- To approve the annual remuneration plan of the Company
- Carry out evaluation of directors' performance
- Such other matters as the Board may from time to time request the Nomination and Remuneration Committee to examine and recommend / approve.

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; and meeting of the Nomination and Remuneration Committee was held during the year on August 13, 2015. 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 September 24, 2015. The composition of the Committee during 2015-16 and the details of meetings held and attended by the members are as under:

Name	Category	Position	Number of Meetings held during the year 2015-16	Number of Meetings attended during the year 2015-16
Shri Krishnakant V. Chitalia (DIN – 00443945)	Independent Director	Chairman	1	1
Shri Mulchand S. Chheda (DIN – 00179932)	Independent Director	Member	1	1
Shri Rasiklal M. Doshi (DIN – 00239580)	Independent Director	Member	1	1

Details of Remuneration paid to Whole-Time Director(s).

Name	Salary	Allowances & Perquisites	Total (₹)
Shri Bhaskar M. Parekh (Executive Chairman) (DIN– 00166520)	1,610,000	2,279,600	3,889,600
Shri Dilip M. Parekh (Managing Director) (DIN – 00166385)	1,610,000	2,279,600	3,889,600

Details of Remuneration paid to Independent Directors.

Name	Total Sitting Fees Paid (₹)
Shri Krishnakant V. Chitalia (DIN – 00443945)	75,000
Shri Mulchand S. Chheda (DIN – 00179932)	75,000
Shri Rasiklal M. Doshi (DIN – 00239580)	45,000
Smt. Hina V. Mehta (DIN – 07201194)	30,000

Stakeholders' Relationship Committee

Composition

In compliance with the provisions of Section 178 of the Companies Act, 2013 and provisions of the Corporate Governance of the Listing Agreement, the Board has constituted a Committee of Directors which inter-alias also functions as "Stakeholders' Relationship Committee" consisting of three members, chaired by Shri Mulchand S. Chheda and Shri Bhaskar M. Parekh & Shri Dilip M. Parekh as members.

The Committee meets once in three month and inter-alias, deals with various matters relating to:

- Review / Resolve Investors' queries and complaints.
- 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.

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.

All the above meetings were held at the Corporate Office of the Company at Mumbai. The necessary quorum was present at all the meetings. The Minutes of the Stakeholders' Relationship Committee Meetings are circulated to the Board and noted by the Board of Directors at the Board Meetings.

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.

During the year under review, the Committee met four times on May 29, 2015, August 13, 2015, November 06, 2015 and February 05, 2016. The composition and details of the meetings attended by the members are given below:

Name	Category	Position	Number of Meetings held during the year 2015-16	Number of Meetings attended during the year 2015-16
Shri Mulchand S. Chheda (DIN- 00179932)	Independent Director	Chairman	4	4
Shri Bhaskar M. Parekh (DIN – 00166520)	Executive Chairman	Member	4	4
Shri Dilip M. Parekh (DIN – 00166385)	Managing Director	Member	4	4

Name of the Compliance Officer

Smt. Nidhi Goradia, M/s. Prima Plastics Limited, 41, National House, Saki Vihar Road, Andheri (E), Mumbai – 400 072
Tel. No.+ 91 22 - 2857 4768 / 2857 4769 * Fax No. + 91 22 - 2857 2859 * E-mail: investor@primaplastics.com

Certificate pursuant to Clause 47(C) of Listing Agreement / Regulation 7 of SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015 (LODR) with Stock Exchange

The Company has obtained half yearly Certificates pursuant to Regulation 7 of SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015 from a Practicing Company Secretary and from Compliance Officer and authorized representative of Share Transfer Agent and the same were placed before the Committee for review. The certificates obtained during the year 2015-16 did not contain any reservation or qualification.

Details of Investors' Complaints

Pursuant to Regulation 20 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, investor's grievance redressal status and the number of pending complaints are reported every quarter to the stock exchanges and are also published in the newspaper along with financial results.

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 Annual Report	5	5
Non-Receipt of Demat Rejection Documents	1	1
Non-Receipt of Dividend Warrant	14	14
Non-Receipt of Share Certificate after Transfer	1	1
Non-Receipt of Procedure for issue of Duplicate Shares (SEBI)	2	2
Non-Receipt of Demat Credit	1	1

There were no outstanding complaints as on March 31, 2016

Reconciliation of Share Capital Audit Report pursuant to Regulation 55A of the SEBI (Depositories and Participants) (Second Amendment) Regulations, 2003:

The Company has obtained quarterly Reports from a Practicing Company Secretary for Reconciliation of Share Capital Audit Reports as per Regulation 55A of SEBI (Depositories and Participants) (Second Amendment) Regulations, 2003 and the same were periodically placed before the Committee for review. The Reports obtained during the year 2015-16 did not contain any reservation or qualification.

Management Committee

Composition

In addition to the above 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.
- Authorities to 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, four meetings of the Committee were held on April 13, 2015, September 01, 2015, November 23, 2015 and February 25, 2016.

The Composition and attendance details are given below:

Name	Category	Position	Number of Meetings held during the year 2015-16	Number of Meetings attended during the year 2015-16
Shri Bhaskar M. Parekh (Chairman) (DIN – 00166520)	Executive Chairman	Chairman	4	4
Shri Dilip M. Parekh (DIN – 00166385)	Managing Director	Member	4	4
Shri Mulchand S. Chheda (DIN – 00179932)	Independent Director	Member	4	Nil

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
2012-13	September 14, 2013 11.00 a.m.	Hotel Sandy Resorts, Daman.	None
2013-14	September 20, 2014 11.00 a.m.	Hotel Princess Park, Daman.	To adopt new Articles of Association in conformity with the Companies Act, 2013
2014-15	September 24, 2015 11.00 a.m.	Hotel Sandy Resorts, Daman	None

Passing of resolution by Postal Ballot:

No Postal Ballot was conducted during the last financial year.

Disclosure:

Basis of related party transactions

Your Company places all the details before the Audit Committee periodically. A comprehensive list of related party transactions, as required by 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. However, these transactions are not likely to have any conflict with the interest of the Company at large.

Vigil Mechanism / Whistle Blower Policy

As part of the Code of Conduct, the Company has a Whistle Blower Policy, where any instance of non-adherence to the Policy or any observed unethical behaviour's is to be brought to the attention of the Group Head of Management Assurance Services. It is also confirmed that no personnel has been denied access to the Audit Committee.

Insider Trading Prohibition Policy

The Company has instituted a comprehensive code of conduct for its directors, management and officers and the other connected persons with the Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information, guidelines and procedures to be made while dealing with shares of the Company including the consequences of violations if any. The code clearly specifies, among other matters that the Directors and specified employees of the Company can trade in the shares of the Company only during 'Trading Window Open Period'. The trading window is closed during the time of declaration of results, dividend and material events etc. as per the Code. Disclosure of shareholding is taken from all the Directors and Designated Employees and other

connected persons of the Company.

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, 2016. A declaration to this effect signed by Shri Dilip M. Parekh (DIN – 00166385), Managing Director & KMP is annexed to this Report.

Familiarization Program for Independent Directors:

The Company has executed required programs for the familiarization of its Independent Directors periodically to get better ideas about the nature of industry in which Company operates and Company’s Products, such program mainly includes training of Independent Directors, participation in exhibitions, detailed disclosure in the Meetings with respect to the Company’s products, catalogues, client details, Industry scenario etc.

Proceeds from public issues, right issues, preferential issues etc.

During the year under review, your Company has not raised any proceeds from public issue, right issue or preferential issue.

Details of non-compliance

The Company has complied with all requirements of the SEBI (Listing Obligations and Disclosure Requirements) Regulation 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.

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 Reregulation 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.

Means of Communication:

- 1. Quarterly Results:** Quarterly results, half yearly, nine months and full year results of the Company are published in a national english news paper “Financial Express” and local language in “Financial Express” and are displayed on the Company’s website www.primaplastics.com
- 2. Website:** The Company’s website www.primaplastics.com contains a separate dedicated section “Investor Relations” where shareholders information is available. The Annual Report of the Company is also available on the website in a user-friendly and downloadable form.
- 3. Annual Report:** Annual Report containing inter alias, Audited Annual Accounts, Consolidated Financial Statements, Directors’ Report, Auditors’ Report and other important information is circulated to members and other 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
- 4. Chairman’s Communiqué:** Printed copy of the Chairman’s Speech is distributed to all the shareholders at the Annual General Meeting. The same is also sent to Stock Exchange.
- 5. Corporate Filing and Dissemination System (CFDS):** The CFDS portal jointly 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 CFDS portal and hard copies of the said disclosures and correspondence are also filed with the stock exchange.
- 6. 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.

1. **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@primoplastics.com.
2. At present, the Company didn't make any presentation to Institutional Investors and Analysts.

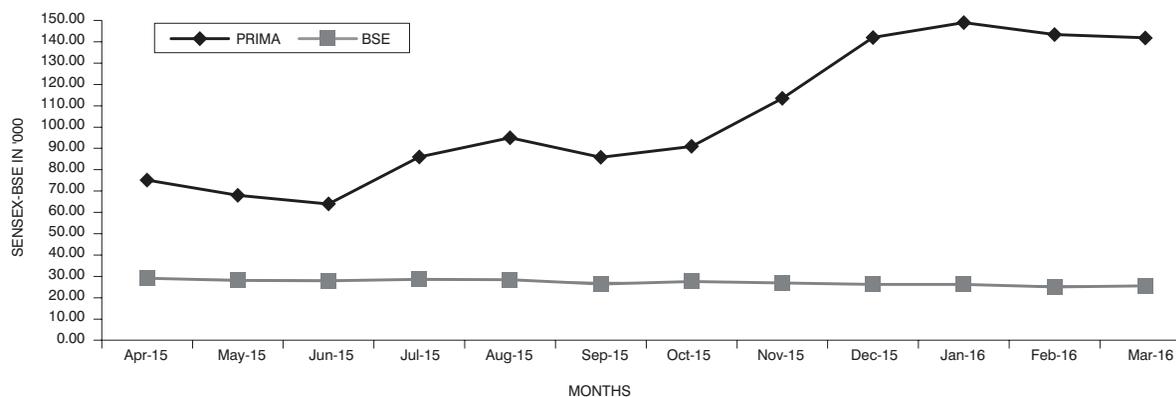
General Shareholders' Information

1.	Date, Time & Venue of AGM	September 24, 2016 at 11.30 a.m. at Hotel Princess Park, Devka Beach, Nani Daman, Daman (U.T.), Pin - 396 210.
2.	Financial Calendar:	
	Financial Year	April 01, 2016 to March 31, 2017.
	First Quarter Results	By August 15, 2016.
	Second Quarter Results	By November 15, 2016.
	Third Quarter Results	By February 15, 2017.
	Year Ended March 31, 2017	By May 31, 2017
3.	Book Closure	The Register of Members will remain closed for transfer from September 17, 2016 to September 24, 2016 (inclusive of both days).
4.	Name & Address of Registrar & Share Transfer Agent	M/s. Bigshare Services Pvt. Ltd., E-2/3, Ansa Industrial Estate, Sakivihar Road, Sakinaka, Andheri (E), Mumbai – 400 072.
5.	Registered Office Address	98/4, Prima House, Daman Industrial Estate, Kadaiya, Nani Daman, Daman (U.T.) Pin. – 396 210.
6.	Listing	The Company's shares are listed and traded on the Stock Exchange, Mumbai
7.	Stock Code: Stock Exchange of Mumbai.	530589
8.	ISIN No.(Demat No.): NSDL & CDSL.	INE573B01016
9.	Corporate Identification Number (CIN)	L25206DD1993PLC001470

Market Price Data of Prima: High each month during last financial year.

Month	April-15	May-15	June-15	July-15	Aug-15	Sept-15	Oct-15	Nov-15	Dec-15	Jan-16	Feb-16	Mar-16
High	75.15	68.00	64.00	86.00	95.00	85.85	91.00	113.50	142.00	149.00	143.40	141.80
Low	54.00	57.00	50.00	50.50	70.00	71.00	75.15	76.00	93.20	99.00	101.10	109.00

COMPARATIVE (GRAPHICAL) INDEX ANALYSIS-HIGH VALUE



Distribution of Shareholding by ownership, March 31, 2016

Category		No. of Shares Held	% of Shareholding
A	Promoter's holding		
a)	Indian Promoters	51,67,030	46.97
b)	Persons acting in concert.	13,07,224	11.88
	Sub-Total	64,74,254	58.85
B	(i) Non-Promoters Holding		
a)	Mutual Funds and UTI	800	0.01
b)	Banks, Financial Institutions, Insurance Companies (Central/State Govt. Institutions/Non-Government Inst.)		
c)	FII's	2,175	0.02
	Sub-Total	2,975	0.03
	(ii) Others		
a)	Private Corporate Bodies	3,29,083	2.99
b)	Indian Public / others	37,07,532	33.70
c)	NRIs. / OCBs.	4,86,426	4.43
d)	Trusts	200	0.00
	Sub-Total	4,523,241	41.12
	Grand Total	11,000,470	100.00

Distribution of Shareholding by size, March 31, 2016

Number of Shares		Number of Shareholders	Shareholders %	Number of Shares held	Shareholding %
1	500	5,758	83.91	892,006	8.11
501	1000	507	7.39	425,183	3.86
1001	2000	256	3.73	389,903	3.54
2001	3000	129	1.88	333,791	3.03
3001	4000	51	0.74	186,488	1.70
4001	5000	40	0.58	187,715	1.71
5001	10000	67	0.98	505,602	4.60
10001 and above		54	0.79	8,079,782	73.45
TOTAL		6,862	100.00	11,000,470	100.00

As on March 31, 2016, Shares held in physical and dematerialised form.

Physical	569,625	5.18%
Dematerialised	10,430,845	94.82%
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.

Plant Locations:

The Company's manufacturing units for moulded furniture are located at Daman, (U.T.) and Kerala 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.

Address for Correspondence:

1. Investors can communicate at the following address:

Smt. Nidhi Goradia – Company Secretary cum Compliance Officer,

M/s. Prima Plastics Limited, 41, National House, Saki Vihar Road, 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.,

Unit : Prima Plastics Limited,

E-2/3, Ansa Industrial Estate, Saki Vihar Road, Sakinaka, Andheri (East), Mumbai – 400 072.

Tel.No.+ 91 22 4043 0200 * Fax No.+ 91 22 - 2847 5207 * E-mail: investor@bigshareonline.com

Website: www.bigshareonline.com

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

For and on behalf of the Board

Mumbai
August 12, 2016

Bhaskar M. Parekh (DIN – 00166520)
Chairman

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 31st March, 2016.

For Prima Plastics Limited

Mumbai
August 12, 2016

Dilip M. Parekh (DIN – 00166385)
Managing Director

CERTIFICATION BY CEO AND 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.

We hereby certify as stipulated in SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, we hereby state as under:

We have reviewed the financial statements and the cash flow statement of Prima Plastics Ltd. for the year ended March 31, 2016 and to the best of our knowledge and belief:

- (a) (i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
- (ii) these statements together present a true and fair view of the Company's affairs and are in compliance with existing Accounting Standards, applicable laws and regulations.
- (b) There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violate the Company'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 the internal control systems of the Company pertaining to financial reporting and 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 for rectifying these deficiencies.
- (d) We further certify that:
 - (i) There have been no significant changes in internal control system during the year;
 - (ii) There have been no significant changes in accounting policies during the year;
 - (iii) There have been no instances of significant fraud from which we were aware and the involvement there in if any, of the management

For Prima Plastics Ltd.

Mumbai
August 12, 2016

Manoj O. Toshniwal
Chief Financial Officer

Dilip M. Parekh (DIN – 00166385)
Managing Director

Auditors' Certificate on Corporate Governance

To the Members of PRIMA PLASTICS LIMITED

1. We have examined the compliance of conditions of Corporate Governance by Prima Plastics Limited for the year ended on 31st March, 2016 as stipulated in Chapter IV of Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 pursuant to the Listing Agreement of the said Company with Stock Exchanges.
2. The Compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to the procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of corporate governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.
3. In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the provisions as specified in Chapter IV of Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 pursuant to the Listing Agreement of the said Company with Stock Exchanges.
4. We 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.

For **G.P. Kapadia & Co.**
Chartered Accountants
Firm Regn. No.104768W

Mumbai
August 12, 2016

Kirit N. Mehta
Partner
Membership No.15759

INDEPENDENT AUDITOR'S REPORT

**To The Members of
Prima Plastics Limited**

Report on the Standalone Financial Statements

We have audited the accompanying standalone financial statements of Prima Plastics Limited, ("the Company"), which comprise the Balance Sheet as at 31st March, 2016, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation and presentation of these standalone financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. 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 financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these standalone financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view, in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the 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 31st March, 2016, and its profit and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of Section 143(of the Act, we give in the "Annexure A", a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143 (3) of the Act, 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, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
- (d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- (e) On the basis of the written representations received from the directors as on 31st March, 2016 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2016 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 over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in “Annexure B” and
- (g) 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 does not have any pending litigations which would impact its financial positions.
 - ii. The Company did not have any long term contracts including derivative contracts as at 31st March 2016 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.

For **G. P. Kapadia & Co.**
Chartered Accountants
(Firm Regn. No. 104768W)

Kirit N. Mehta
Partner
Membership No. 15759

Mumbai,
May 30, 2016

ANNEXURE A TO THE INDEPENDENT AUDITOR'S REPORT MARCH 31, 2016

(Referred to in 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 program of physical verification of 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 program, certain fixed assets were physically verified by the Management during the year. In our opinion, and according to information and explanations given to us, no material discrepancies were noticed on such verification.
- (c) In our opinion and according to 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 goods-in-transit and stocks lying with third parties, have been physically verified by the management at reasonable intervals during the year. In our opinion, the frequency of such verification is reasonable. For stocks lying with third parties at the year-end, written confirmations have been obtained and in respect of goods-in-transit, subsequent goods receipt have been verified or confirmations have been obtained from those parties. The discrepancies noticed on verification between the physical stocks and the book records were not material.
- iii. In our opinion and according to 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 provisions of section 185 and 186 of the Act in respect of loans, investments, guarantees and security.
- v. In our opinion and according to the information and explanations given to us, the Company has not accepted any deposit 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 thereunder. 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 section 148(1) of the Act, and are of the opinion that prima facie, the prescribed accounts and records have been made and maintained. However we have not made a detailed examination of cost records with view to determine whether they are accurate or complete.
- vii. (a) According to the information and explanation 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, Sales-tax, Service tax, Duty of Customs, Duty of Excise, Value added tax, Cess and any 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, Sales-tax, Duty of Customs, Duty of Excise, Value added tax, Cess and any other material statutory dues were in arrears as at 31st March 2016 for a period of more than six months from the date they become payable.

- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, details of dues which has not been deposited as on 31st March 2016 on account of disputes are given below:

Name of Statute	Nature of Dues	Forum where dispute is pending	Period to which the amount relates	Amount
Income Tax Act, 1961	Income Tax	Income Tax Authorities	2006-07, 2007-08, 2009-10, 2010-11	3,714,015/-

- 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 institution, banks, government and 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 other than temporary deployment pending application. The Company did not raise money by way of initial public offer or further public offer (including debt instruments) during the year.

- x. To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company and no fraud on the Company has not been noticed or reported during the year nor have we been informed of such case by the management.
- xi. According to the information and explanations given to us, managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.
- xii. 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, all transactions with the related parties are in compliance with section 177 and 188 of the Act, and where applicable the details have been disclosed in the 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.
- 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 him.
- 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 **G.P. Kapadia & Co.**
Chartered Accountants
Firm Regn. No. 104768W

Kirit N. Mehta
Partner
Membership No. 15759

Mumbai,
May 30, 2016

ANNEXURE B TO THE INDEPENDENT AUDITOR'S REPORT MARCH 31, 2016

(Referred to in our report of even date)

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of Prima Plastics Limited ("the Company") as at 31 March 2016 in conjunction with our audit of the Standalone Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is 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 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 company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls 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 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 judgement, including the assessment of the risks of material misstatement of the 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 system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

A Company's internal financial control over financial reporting 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 control over financial reporting includes 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 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 financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2016, 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 Accountants of India.

For **G.P. Kapadia & Co.**
Chartered Accountants
Firm Regn. No. 104768W

Kirit N. Mehta
Partner
Membership No. 15759

Mumbai,
May 30, 2016

BALANCE SHEET AS AT MARCH 31, 2016

	Notes	As at March 31, 2016 ₹	As at March 31, 2015 ₹
I. EQUITY AND LIABILITIES			
(1) Shareholder's Funds			
(a) Share Capital	3	110,004,700	110,004,700
(b) Reserves and Surplus	4	<u>383,956,476</u>	<u>314,185,906</u>
		493,961,176	424,190,606
(2) Non-Current Liabilities			
(a) Long-Term Borrowings	5	1,205,445	2,774,347
(b) Deferred Tax Liabilities (Net)	6	<u>12,464,632</u>	<u>12,781,974</u>
		13,670,077	15,556,321
(3) Current Liabilities			
(a) Short-Term Borrowings	7	6,549,373	31,764,794
(b) Trade Payables	8	11,452,572	10,685,625
(c) Other Current Liabilities	9	40,272,812	33,335,846
(d) Short-Term Provisions	10	<u>4,102,222</u>	<u>24,492,905</u>
		62,376,979	100,279,170
	Total	<u>570,008,232</u>	<u>540,026,097</u>
II. ASSETS			
(1) Non-Current Assets			
(a) Fixed Assets			
(i) Tangible Assets	11	102,415,741	111,608,325
(ii) Intangible Assets		390,955	462,219
(iii) Capital Work-in-Progress		1,850,911	1,966,523
(b) Non-Current Investments	12	10,207,570	15,362,940
(c) Long Term Loans and Advances	13	<u>15,142,242</u>	<u>13,914,934</u>
		130,007,419	143,314,941
(2) Current Assets			
(a) Current Investments	14	5,000,000	Nil
(b) Inventories	15	155,357,664	182,186,656
(c) Trade Receivables	16	149,493,091	137,437,534
(d) Cash and Cash Equivalents	17	69,079,508	25,378,756
(e) Short-Term Loans and Advances	18	44,955,122	30,664,816
(f) Other Current Assets	19	<u>16,115,428</u>	<u>21,043,394</u>
		440,000,813	396,711,156
	Total	<u>570,008,232</u>	<u>540,026,097</u>
Significant Accounting Policies	2		
Notes to Financial Statements	1 to 28		

As per our Report of even date attached

For G. P. Kapadia & Co.
Chartered Accountants
Firm Regn. No.104768W

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

Kirit N. Mehta
Partner
Membership No.15759
Mumbai
May 30, 2016

Manoj O. Toshniwal
Chief Financial Officer

Nidhi Goradia
Company Secretary
ACS 22240

Bhaskar M. Parekh
Chairman
DIN No. 00166520

Dilip M. Parekh
Managing Director
DIN No. 00166385

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2016

	Notes	For the year ended March 31, 2016 ₹	For the year ended March 31, 2015 ₹
I. Revenue from operations (Gross)	20	1,020,769,128	928,677,499
Less: Excise Duty		89,517,621	77,890,226
Net Sales		931,251,507	850,787,273
Others Operating Revenues		9,084,915	12,404,367
Revenue from operations (Net)		940,336,422	863,191,640
II. Other Income	21	38,119,081	24,110,985
III. Total Revenue		978,455,503	887,302,625
IV. Expenses:			
Cost of Materials and Components Consumed	22	505,262,540	557,654,398
Purchase of Stock-in-Trade		22,995,634	27,474,127
Changes in Inventories of Finished Goods, Work-in-Progress	23	37,286,179	276,918
Employee Benefit Expenses	24	53,232,085	49,968,080
Financial Costs	25	2,632,499	10,648,572
Depreciation and Amortization Expenses	26	17,633,788	11,353,210
Other Expenses	27	219,021,681	186,717,851
		858,064,406	844,093,156
V. Profit Before Exceptional and Extraordinary Items and Tax (III-IV)		120,391,097	43,209,469
VI. Exceptional Items		Nil	Nil
VII. Profit Before Extraordinary Items and Tax (V - VI)		120,391,097	43,209,469
VIII. Extraordinary Items		Nil	Nil
IX. Profit Before tax (VII - VIII)		120,391,097	43,209,469
X. Tax Expenses:			
Current Tax		24,457,929	8,826,022
Deferred Tax (Assets)/Liabilities		(317,342)	(39,406)
XI. Profit from the period from Continuing Operations (IX- X)		96,250,510	34,422,853
XII. Profit from Discontinuing Operations		Nil	Nil
XIII. Tax Expense of Discounting Operations		Nil	Nil
XIV. Profit from Discontinuing Operations (XII - XIII)		Nil	Nil
XV. Profit/(Loss) for the period (XI + XIV)		96,250,510	34,422,853
XVI. Earning per Equity Share (equity share of ₹10/- each)			
(1) Basic		8.75	3.13
(2) Diluted		8.75	3.13
Significant Accounting Policies	2		
Notes to Financial Statements	1 to 28		

As per our Report of even date attached

For G. P. Kapadia & Co.
Chartered Accountants
Firm Regn. No.104768W

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

Kirit N. Mehta
Partner
Membership No.15759
Mumbai
May 30, 2016

Manoj O. Toshniwal
Chief Financial Officer

Nidhi Goradia
Company Secretary
ACS 22240

Bhaskar M. Parekh
Chairman
DIN No. 00166520

Dilip M. Parekh
Managing Director
DIN No. 00166385

CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2016

	For the year ended March 31, 2016	For the year ended March 31, 2015
	₹	₹
A. Cash Flow from Operating Activities		
Net Profit Before Extraordinary Items and Tax	120,391,097	43,209,469
<u>Adjustments :</u>		
Depreciation	17,633,788	11,353,210
Interest Expenses	1,460,762	7,225,910
(Profit) / Loss on Sale of Assets	(5,162,686)	2,343,758
(Profit) / Loss on Sale of Investments	1,714,471	(1,419,083)
Dividend Income	(24,663,660)	(16,059,957)
Interest Income	(7,344,286)	(3,637,235)
Other (Income)/Expenses	(948,449)	(2,994,710)
Operating Profit before Working Capital Changes	103,081,037	40,021,362
<u>Changes in Working Capital</u>		
<u>Adjustments for (Increase)/Decrease in Operating Assets:</u>		
Trade Receivables	(12,055,557)	28,912,798
Current Investment	(5,000,000)	Nil
Inventories	26,828,992	12,252,240
Short Term Loan and Advances	(14,290,306)	(2,994,343)
Long Term Loan and Advances	(1,227,308)	25,181,398
Other Current Assets	4,927,966	980,111
<u>Adjustments for (Increase)/Decrease in Operating Liabilities:</u>		
Trade Payables	766,947	(28,979,726)
Short Term Provisions	(20,390,683)	5,621,927
Other Current Liabilities	6,936,966	(23,091)
Cash Generated From Operations	89,578,054	80,972,676
Income Tax Paid	(24,457,929)	(8,826,022)
Net Cash Inflow / (Outflow) from Operating Activities (A)	65,120,125	72,146,654
B. Cash Flow from Investment Activities		
Purchase of Fixed Assets	(11,383,050)	(17,830,210)
Sale of Fixed Assets	8,175,796	10,305,551
Capital Work-in-Progress	115,612	561,305
Sale of Investments	5,155,370	833,880
Interest, Dividend & Other Income	31,241,924	24,110,985
Net Cash Inflow from Investing Activities (B)	33,305,652	17,981,511

CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2016

	For the year ended March 31, 2016	For the year ended March 31, 2015
	₹	₹
C. Cash Flow from Financing Activities		
Proceeds from Long Term Borrowings	(1,568,902)	(1,564,742)
Proceeds from Short Term Borrowings	(18,134,952)	(47,434,771)
Net Increase / (Decrease) in Working Capital Borrowings	(7,080,469)	(14,026,373)
Interest Paid	(1,460,762)	(7,225,910)
Dividend Paid	(22,000,940)	(16,500,705)
Tax on Dividend	(4,479,000)	(3,300,000)
Net Cash Inflow / (Outflow) from Financing Activities(C)	(54,725,025)	(90,052,501)
Net Increase/(Decrease) In Cash and Cash Equivalents (A+B+C)	43,700,752	75,664
Cash & Cash Equivalents as at March 31, 2016	69,079,508	25,378,756
Cash & Cash Equivalents as at March 31, 2015	25,378,756	25,303,092

Notes:

- a) Cash Flow Statement has been prepared under the indirect method as set out in Accounting Standard - 3.
- b) Cash & Cash Equivalents includes ₹ 3,442,851 (p.y. 1,772,966) which are statutorily & contractually restricted Amounts.
- c) Previous year's figures have been regrouped/recasted whenever necessary

As per our Report of even date attached

For G. P. Kapadia & Co.
Chartered Accountants
Firm Regn. No.104768W

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

Kirit N. Mehta
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Bhaskar M. Parekh
Chairman
DIN No. 00166520

Dilip M. Parekh
Managing Director
DIN No. 00166385

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2016

NOTE NO.1

COMPANY BACKGROUND

Prima Plastics Limited (“the Company”) is a public Limited Company, incorporated in India under the provisions of the Companies Act, 2013. The Company is engaged in the business of manufacturing of Plastic Moulded Articles.

NOTE NO. 2

SIGNIFICANT ACCOUNTING POLICIES:

1) Basis of Preparation of Financial Statements:

The financial statements are prepared in accordance with generally accepted accounting principles in India under the historical cost convention on an accrual basis. Pursuant to Section 133 of the Companies Act, 2013 (‘The Act’) read with Rule 7 of the Companies (Accounts) Rules, 2014, these financial statements have been prepared to comply in all material aspects with the accounting standards notified under Section 211 (3C) of the Companies Act, 1956 [Companies (Accounting Standards) Rules, 2006, as amended] and other relevant provisions of the Companies Act, 2013.

The preparation of financial statements requires estimates and assumptions to be made that affects the reported amount of assets and liabilities on the date of financial statements and the reported amounts of revenue and expenses during the reported year. Differences between the actual results and estimates are recognized in the year in which the results are known/ materialized.

All the assets and liabilities have been classified as current or non-current as per the company’s normal operating cycle of twelve months and other criteria set out in Schedule III to the Companies Act, 2013.

2) Revenue Recognition:

- a) Sales are recognized at the time of transfer of ownership and significant risk of goods to the customer. Service income is recognized when the service is rendered. Sales & Services are accounted for net of Excise Duty, VAT, Service tax, returns & claims etc.
- b) Sales exclude recovery of charges separately collected from customers like transport, packing etc.
- c) The Company adopts the mercantile method in the preparation of the accounts. claims / Refunds not ascertainable with reasonable certainty are accounted for, on final settlement.
- d) Government Benefits on account of export sales is estimated and accounted for in the year of export and when there is no significant uncertainty regarding the ultimate collections of export proceeds as applicable.
- e) Dividend income is recognized when right to receive dividend is established and there is no uncertainty as to its reliability.
- f) Revenue in respect of other income is recognized when a reasonable certainty as to its realization exists.

3) Tangible and Intangible Fixed Assets

(a) Tangible Fixed Assets

Tangible fixed assets are carried at the cost of acquisition or construction, less accumulated depreciation/accumulated impairment. The cost of fixed assets comprises of its purchase price, including import duties and other non-refundable taxes or levies and any directly attributable cost of bringing the asset to its working condition for its intended use.

Projects under which assets are not ready for their intended use are shown as Capital Work-in-Progress.

(b) Intangible Fixed Assets

Intangible fixed assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortization.

Gains/losses arising from retirement or disposal of fixed assets which are carried at cost are recognised in the Statement of Profit and Loss.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2016**4) Depreciation:**

Depreciation on tangible fixed assets is provided using the Straight Line Method based on the useful lives of the assets as estimated by the management and is charged to the Statement of Profit and Loss as per the requirement of Schedule II of the Companies Act, 2013.

In case of certain assets, the Company uses different useful life than those prescribed in Schedule II to the Companies Act, 2013. The useful life has been assessed based on technical advice which considered the nature of the asset, the usage of the asset, expected physical wear and tear, the operating conditions of the asset, anticipated technological changes, manufacturers warranties and maintenance support, etc.

Leasehold land is amortized over the primary period of lease.

Intangible Assets are amortized on a Straight Line basis over the estimated useful economic life.

5) Impairment of Assets:

At Balance Sheet date, an assessment is done to determine whether there is any indication of impairment in the carrying amount of the Company's assets. If any such indication exists, the asset's recoverable amount is estimated. An impairment loss is recognized whenever the carrying amount of an asset exceeds its recoverable amount.

An asset is treated as impaired when the carrying cost of the asset exceeds its recoverable amount. An impairment loss, if any, is charged to the Profit and Loss Account in the year in which the asset is identified as impaired. Reversal of impairment loss recognized in prior years are recorded when there is an indication that impairment loss recognized for the asset no longer exists or has been decreased.

6) Investments:

All long term investments are stated at cost. Provision for diminution, if any, in the value of investments is made to recognize a decline, other than temporary, in the opinion of the management.

Investment in Joint Ventures are held for long term and valued at cost reduced by diminution of permanent nature therein, if any.

Current investments are carried at the lower of cost and fair value, determined on a category-wise basis

7) Inventories:

- a) Raw Material & Components - at cost using identified on First in first out (FIFO) or net realizable value whichever is lower.
- b) Finished Good - at cost using weighted average cost basis or net realizable value whichever is lower. Cost comprises all cost of purchase, cost of conversion and other costs incurred in bringing the inventory to their respective present location and condition. The excise duty in respect of the closing inventory of finished goods is included as part of the finished goods.
- c) Stores, Spare Parts, Packing Materials etc. - at cost using FIFO or at net realizable value whichever is lower.
- d) Inter divisional transfers are valued at works/factory costs of the transferor unit/division, plus transport and other charges.

8) Provisions, Contingent Liabilities and Contingent Assets:

The Company creates a provision when there exists a present obligation as a result of a past event that probably requires an outflow of resources and a reliable estimate can be made of the amount of the obligation. A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not require an outflow of resources.

Contingent liabilities are not recognized but are disclosed in the notes. Contingent Assets are not recognized.

9) Taxes on Income:**I. Current Tax Provision**

Provision for Current Tax is made on the basis of estimated taxable income for the current accounting year and in accordance with the provisions of the Income Tax Act, 1961.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2016

Minimum Alternate Tax (MAT) eligible for set-off in subsequent years (as per tax laws) is recognized as an asset by way of credit to the Profit and Loss Account only if, there is convincing evidence of its realization. At each Balance Sheet date, the carrying amount of MAT Credit Entitlement receivable is reviewed to reassure realization.

II. Deferred Tax Provision

Deferred tax charge or credit (reflecting the tax effects of timing differences between accounting income and taxable income for the period).

The deferred tax charge or credit and the corresponding deferred tax liabilities or assets are recognised using the tax rates that have been enacted or substantively enacted by the Balance Sheet date. Deferred tax assets are recognised only to the extent there is reasonable certainty that the assets can be realised in future. Deferred tax assets and liabilities are reviewed as at each Balance Sheet date to reassess realisation.

10) Foreign Currency Transactions:**(a) Initial recognition:**

Transactions in foreign currencies entered into by the Company are accounted at the exchange rates prevailing on the date of the transaction. Exchange differences arising on foreign exchange transactions settled during the year are recognized in the Statement of Profit and Loss.

(b) Measurement of foreign currency items at the Balance Sheet date:

Foreign currency monetary items of the Company are restated at the closing exchange rates. Non-monetary items are recorded at the exchange rate prevailing on the date of the transaction. Exchange differences arising out of these translations are recognized in the Statement of Profit and Loss.

11) Employee Benefits:**Defined Contribution Plan**

Defined Benefit Plan:

Gratuity liability is covered under the Gratuity-cum-Insurance Policy of Life Insurance Corporation of India (LIC). The present value of the obligation is determined based on an actuarial valuation. Actuarial gains and losses arising on such valuation are recognized immediately in the Statement of Profit and Loss Account. The amount funded by the Trust administered by the Company under the aforesaid Policy is reduced from the gross obligation under the defined benefit plan to recognize the obligation on a net basis.

Contribution to provident fund etc. is accounted on accrual basis.

A defined contribution plan is a post employment benefit plan under which the Company and employee make monthly contribution to the Provident Fund Plan equal to a specified percentage of the covered employee's salary. The Company's contribution is recognized as an expense in the Statement of Profit and Loss during the period in which employee renders the related service.

12) Earning per Share:

Basic and Diluted earnings per share are computed by dividing the net profit after tax by the weighted average number of equity shares outstanding during the period.

13) Borrowing Cost:

Borrowing Cost includes interest, amortization of ancillary costs incurred in connection with the arrangement of borrowings and exchange differences arising from foreign currency borrowings to the extent they are regarded as adjustment to the interest cost. Interest and other borrowing costs attributable to acquisition, construction or production of qualifying assets that takes a substantial period of time to get ready for its intended use or sale are capitalized. All other borrowing costs are expenses in the period they occur.

NOTES TO FINANCIAL STATEMENTS

	As at March 31,2016 ₹	As at March 31, 2015 ₹
3. SHARE CAPITAL		
Authorised Share Capital		
1,20,00,000 (P.Y.1,20,00,000) Equity Shares of ₹10/- each	120,000,000	120,000,000
Issued, Subscribed Fully Paid up Shares		
1,10,00,470 (P.Y.1,10,00,470) Equity Shares of ₹10/- each	110,004,700	110,004,700
	<u>110,004,700</u>	<u>110,004,700</u>

A. Reconciliation of the number of Share and amount outstanding at the beginning and at the end of the reporting period.

Equity Shares	31.03.2016		31.03.2015	
	No's	Amount	No's	Amount
At the beginning of the period	11,000,470	110,004,700	11,000,470	110,004,700
Add/(Less) : Issued / (reduction) during the year	Nil	Nil	Nil	Nil
Outstanding at the year end of the period	11,000,470	110,004,700	11,000,470	110,004,700

B. Terms/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.

C. Details of Shareholders Holding more than 5% Shares in the Company:

Name of Share Holder	31.03.2016		31.03.2015	
	No of Shares	% holding	No of Shares	% 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%

D. Share reserved for issue under options and contracts / commitments:

The Company has not made any contracts / commitments to issue under option (P.Y. Nil)

4. RESERVES & SURPLUS**A) Securities Premium Account :**

Opening Balance	13,080,000	13,080,000
Add/(Less) Adjustments during the year	Nil	Nil
Closing Balance	<u>13,080,000</u>	<u>13,080,000</u>

B) General Reserve :

Opening Balance	100,656,286	95,656,286
Add : Amount transferred from Surplus in Statement of Profit and Loss	5,000,000	5,000,000
Closing Balance	<u>105,656,286</u>	<u>100,656,286</u>

NOTES TO FINANCIAL STATEMENTS

	As at March 31, 2016 ₹	As at March 31, 2015 ₹
C) Surplus in Statement of Profit and Loss :		
Opening Balance	200,449,620	206,299,821
Add : Profit for the Year	96,250,510	34,422,853
Add/(Less) : Retained Earning (Adjustment relating to Fixed Assets)	Nil	(1,790,862)
Less : Appropriations		
a) Transfer to General Reserve	5,000,000	5,000,000
b) Two Interim Dividend Totaling to ₹ 2/- per share (P.Y. Final Dividend per share ₹ 1.50/-)	22,000,940	16,500,705
c) Tax on Dividend	4,479,000	3,300,000
d) Deferred Tax Liabilities	Nil	(13,681,487)
Net surplus in the Statement of Profit and Loss	<u>265,220,190</u>	<u>200,449,620</u>
TOTAL (a+b+c)	<u>383,956,476</u>	<u>314,185,906</u>

The board has paid Two Interim Dividends of ₹1/- each (March 31, 2015 ₹1.50/-) per share during current year.

5. LONG TERM BORROWINGS
Secured

Term Loans	2,765,978	4,326,510
Less : Current Maturities of Long Term Debts (Refer Note No.9)	<u>1,560,533</u>	<u>1,552,163</u>
TOTAL	<u>1,205,445</u>	<u>2,774,347</u>

A. Car loans (two loans) aggregating to ₹27,65,978/- (previous year ₹43,26,510/-) are secured against the respective vehicles and rate of interest @ 10.99% p.a. The Loans are repayable in equal monthly instalments of ₹81,850/-. Last instalments of both the loans are due on September 2017 and October 2017.

6. DEFERRED TAX (ASSETS) / LIABILITY (NET)

Provided as on 01-04-2015	12,781,974	13,681,487
Less : Deferred Tax Liability on Assets having Nil value as on 01 st April 2014	Nil	(860,107)
Add : Deferred Tax (Assets)/Liabilities for the Year	<u>(317,342)</u>	<u>(39,406)</u>
	<u>12,464,632</u>	<u>12,781,974</u>

7. SHORT TERM BORROWINGS
Secured

Working Capital Loan from Bank	6,549,373	24,684,325
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Unsecured

Working Capital Loan from Bank	Nil	7,080,469
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TOTAL

<u>6,549,373</u>	<u>31,764,794</u>
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A. Secured working capital loans 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. Secured working capital Loans are repayable on demand and carries interest @11.65% p.a.

B. Unsecured working capital loan is repayable in 90 days and carries interest @12.50% p.a. and guaranteed by personal guarantee of promoter directors.

NOTES TO FINANCIAL STATEMENTS

	As at March 31, 2016 ₹	As at March 31, 2015 ₹
8. CURRENT LIABILITIES		
TRADE PAYABLES		
- Micro, Small and Medium Enterprises	Nil	Nil
- Others	11,452,572	10,685,625
TOTAL	11,452,572	10,685,625
A. In absence of any intimation received from vendors the status of their registration under "The Micro, Small and Medium Enterprises Development Act.2006", the Company is unable to comply with disclosures required to be made under said Act. There are no amount is payable to any Small Scale Industrial undertaking.		
9. OTHER CURRENT LIABILITIES		
Current Maturities of Long Term Debts (Refer Note No. 5)	1,560,533	1,552,163
Interest accrued but not due on Borrowings	Nil	139,347
Interest accrued on Trade Payable	Nil	21,451
Unclaimed Dividend	3,442,851	1,772,966
Statutory Remittances	15,517,986	15,308,044
Advances from Customers	9,876,955	7,346,386
Sundry Creditors for Expenses	4,992,538	2,690,803
Other Payable	4,881,949	4,504,686
TOTAL	40,272,812	33,335,846
A. Unclaimed Dividend do not include any amount to be credited to investor education and protection fund.		
10. SHORT TERM PROVISIONS		
Provision for Bonus/Leave Salary and Gratuity	2,142,955	2,010,682
Provision for Current Income Tax (Net)	1,959,267	2,681,518
Provision for Proposed Dividend	Nil	16,500,705
Provision for Tax on Dividend	Nil	3,300,000
TOTAL	4,102,222	24,492,905

NOTES TO FINANCIAL STATEMENTS
11. TANGIBLE FIXED ASSETS

(₹)

	Freehold Land	Leasehold Land	Buildings	Plant & Machineries	Furniture & Fixture	Equipments	Vehicles	Total
GROSS BLOCK								
As on 01-April-14	10,613,540	1,041,581	66,756,888	316,117,317	8,520,090	6,577,956	15,223,260	424,850,632
Additions during the year	-	-	3,862,380	12,466,264	77,909	822,137	84,500	17,313,190
Deletions during the year	-	-	-	(23,592,511)	-	-	(100,092)	(23,692,603)
As on 31-March-15	10,613,540	1,041,581	70,619,268	304,991,070	8,597,999	7,400,093	15,207,668	418,471,219
As on 01-April-15	10,613,540	1,041,581	70,619,268	304,991,070	8,597,999	7,400,093	15,207,668	418,471,219
Additions during the year	-	-	-	10,657,548	41,063	302,726	349,904	11,351,241
Deletions during the year	-	-	-	(38,227,978)	-	(1,909,844)	(204,251)	(40,342,073)
As on 31-March-16	10,613,540	1,041,581	70,619,268	277,420,640	8,639,062	5,792,975	15,353,321	389,480,387
DEPRECIATION								
Up to 01-April-14	-	85,800	29,681,811	259,262,635	6,358,970	4,804,619	3,762,975	303,956,810
For the Year	-	10,725	2,037,238	6,257,635	318,175	641,993	2,032,643	11,298,409
Adjustment during the year	-	-	-	(10,988,191)	-	-	(55,103)	(11,043,294)
Retained Earning	-	-	-	1,861,037	295,004	494,928	-	2,650,969
Up to 31-March-15	-	96,525	31,719,049	256,393,116	6,972,149	5,941,540	5,740,515	306,862,894
Up to 01-April-15	-	96,525	31,719,049	256,393,116	6,972,149	5,941,540	5,740,515	306,862,894
For the Year	-	10,725	2,075,232	12,585,492	314,443	578,980	1,965,843	17,530,715
Adjustment during the year	-	-	-	(35,346,060)	-	(1,883,409)	(99,494)	(37,328,963)
Retained Earning	-	-	-	-	-	-	-	-
Up to 31-March-16	-	107,250	33,794,281	233,632,548	7,286,592	4,637,111	7,606,864	287,064,646
NET BLOCK								
As at 31-March-2016	10,613,540	934,331	36,824,987	43,788,092	1,352,470	1,155,864	7,746,457	102,415,741
As at 31-March-2015	10,613,540	945,056	38,900,219	48,597,954	1,625,850	1,458,553	9,467,153	111,608,325

	Computer Software
GROSS BLOCK	
As on 01-April-14	
Additions during the year	5,17,020
Deletions during the year	-
As on 31-March-15	5,17,020
As on 01-April-15	5,17,020
Additions during the year	31,809
Deletions during the year	-
As on 31-March-16	5,48,829
DEPRECIATION	
Up to 01-April-14	-
For the Year	54,801
Adjustment during the year	-
Retained Earning	
Up to 31-March-15	54,801
Up to 01-April-15	54,801
For the Year	1,03,073
Adjustment during the year	
Retained Earning	
Up to 31-March-16	1,57,874
NET BLOCK	
As at 31-March-2016	3,90,955
As at 31-March-2015	4,62,219

NOTES TO FINANCIAL STATEMENTS

	As at March 31, 2016 ₹	As at March 31, 2015 ₹
12. NON-CURRENT INVESTMENTS		
TRADE INVESTMENTS (valued at cost, unless stated otherwise)		
Unquoted		
Equity Shares of Joint Venture Company fully paid up		
Prima Dee-lite Plastics s.a.r.l.		
11,500 Equity shares of Cameroon FCFA 10,000/- (P.Y.10,000/-)each amounting to Cameroon		
FCFA 1,15,000,000/- (₹10,207,570/-) (P.Y. ₹10,207,570/-)	<u>10,207,570</u>	<u>10,207,570</u>
TOTAL	<u>10,207,570</u>	<u>10,207,570</u>
OTHER INVESTMENTS		
Investment in Equity Shares (Quoted)		
	No. of Share (P.Y.)	
Nilkamal Ltd. (FV ₹10/- Per Share)	1,200	Nil 260,401
Provogue India Ltd. (FV ₹ 1/- Per Share)	135,210	Nil 2,577,687
Prozone Capital Shopping Centres Ltd. (Ra. 2/- per share)	74,210	Nil 2,287,282
Poddar Developers Ltd. (FV ₹ 10/- Per Share)	300	Nil 30,000
		<u>Nil 5,155,370</u>
TOTAL		<u>10,207,570</u> <u>15,362,940</u>
Aggregate amount of quoted investments		Nil 5,155,370
Market Value of quoted investments		Nil 3,738,377
Aggregate amount of Un-quoted investments		Nil 10,207,570
13. LONG TERM LOANS AND ADVANCES		
(Unsecured, Considered Good, unless otherwise stated)		
Security Deposits with Related Parties	2,500,000	2,500,000
Others Security Deposits	6,416,970	6,338,825
Loans and Advances to Employees	1,983,846	3,020,427
Advances Income Tax (Net)	1,349,395	1,105,682
Advances for Capital Goods	2,892,031	950,000
TOTAL	<u>15,142,242</u>	<u>13,914,934</u>
A. Security deposits with related parties are interest free and given against occupation of office premises on rent.		
14. CURRENT INVESTMENTS (Valued at Cost)		
Investment in Arbitrage Fund Dividend Option	<u>5,000,000</u>	Nil
	<u>5,000,000</u>	<u>Nil</u>

NOTES TO FINANCIAL STATEMENTS

	As at March 31, 2016 ₹	As at March 31, 2015 ₹
15. INVENTORIES		
Raw Materials	42,566,017	37,834,077
Raw Materials in Transit	13,078,113	7,696,115
Finished Goods	95,727,330	133,013,509
Store and Packing Materials	3,986,204	3,642,955
TOTAL	155,357,664	182,186,656

A. Inventories are measured at cost or net realizable value whichever is lower.

B. The excise duty in respect of the inventory of finished goods is included as part of the finished goods.

Inventories		
Finished Goods		
-Moulded Plastics Articles	85,441,635	115,136,706
-Aluminium Composite Panel	7,839,865	13,339,982
Traded Goods		
-Moulded Plastics Articles	2,445,830	4,536,821
TOTAL	95,727,330	133,013,509

16. TRADE RECEIVABLES

Trade Receivable outstanding for a period exceeding six months from the date they are due for payment

Unsecured, Considered Good	8,741,559	11,928,560
Others		
Unsecured, Considered Good	140,751,532	125,508,974
TOTAL	149,493,091	137,437,534

17. CASH AND CASH EQUIVALENTS

Cash and Cash Equivalents

Cash on Hand	321,901	364,743
-Balance with Bank		
In Current Account	31,089,778	12,488,404
In Deposit Account - Maturity of 3 Months or Less	29,702,241	3,953,676
Bank Balance		
In EEFC Account	480,442	31,562
In earmarked accounts - Unpaid Dividend	3,442,851	1,772,966
- Bank Deposit		
Maturity of More than 3 Months and up to 12 Months	3,430,702	4,986,890
Maturity of More than 12 Months	611,593	1,780,515
TOTAL	69,079,508	25,378,756

NOTES TO FINANCIAL STATEMENTS

	As at March 31, 2016 ₹	As at March 31, 2015 ₹
18. SHORT TERM LOANS AND ADVANCE		
Balance with Govt. Authorities		
-Cenvat Credit receivable	1,466,755	2,778,914
Inter Corporate Deposits		
-Unsecured, Considered Good	40,000,000	25,000,000
Loans and Advances to Employees		
-Unsecured, Considered Good	3,488,367	2,885,902
TOTAL	<u>44,955,122</u>	<u>30,664,816</u>
19. OTHER CURRENT ASSETS		
Pre-paid Expenses	2,863,463	2,965,376
Advance to Creditors	5,799,132	14,572,860
Interest Receivable	508,482	1,426,706
Others	6,944,351	2,078,452
TOTAL	<u>16,115,428</u>	<u>21,043,394</u>

NOTES TO FINANCIAL STATEMENTS

	For the Year ended March 31, 2016	For the Year ended March 31, 2015
	₹	₹
20. REVENUE FROM OPERATIONS		
Sales (Gross)		
Export	190,142,900	195,300,531
Local	830,626,228	733,376,968
	<u>1,020,769,128</u>	<u>928,677,499</u>
Less : Excise Duty	89,517,621	77,890,226
Net Sales	931,251,507	850,787,273
Other Operating Revenues	9,084,915	12,404,367
Revenue from Operations TOTAL	<u><u>940,336,422</u></u>	<u><u>863,191,640</u></u>

DETAILS OF SALE OF PRODUCT		
Finished Goods		
-Moulded Plastics Articles	879,917,386	718,428,260
-Aluminium Composite Panel	4,088,472	89,472,493
Traded Goods		
-Moulded Plastics Articles and Related Materials	47,245,649	42,886,520
Other Operating Revenues		
-Export Incentive	8,613,665	11,320,872
-Others	471,250	1,083,495
TOTAL	<u><u>940,336,422</u></u>	<u><u>863,191,640</u></u>

21. OTHER INCOME
Interest Income

from Banks Fixed Deposits	754,506	842,532
from Inter Corporate Deposits	6,304,917	1,855,833
from Loan and Advance to Joint Venture	Nil	324,492
Others	284,863	614,378
	<u>7,344,286</u>	<u>3,637,235</u>

Dividend Income

from Joint Venture Company	24,663,210	16,041,208
from Investment in Shares	450	18,749
	<u>24,663,660</u>	<u>16,059,957</u>

Other Non-Operating Income

Profit / (Loss) on Sale of Fixed Assets	5,162,686	Nil
Profit / (Loss) on Sale of Long Term Investment	Nil	1,419,083
Exchange Gain / (Loss)	928,072	2,994,710
Other non operating income	20,377	Nil
	<u>6,111,135</u>	<u>4,413,793</u>
TOTAL	<u><u>38,119,081</u></u>	<u><u>24,110,985</u></u>

NOTES TO FINANCIAL STATEMENTS

	For the Year ended March 31, 2016	For the Year ended March 31, 2015
	₹	₹
22. COST OF MATERIAL CONSUMED		
Raw Material Consumed		
Opening Stock of Raw Material	45,530,192	57,291,806
Add : Purchases	515,376,478	545,892,784
	<u>560,906,670</u>	<u>603,184,590</u>
Less : Closing Stock	55,644,130	45,530,192
TOTAL	<u><u>505,262,540</u></u>	<u><u>557,654,398</u></u>

DETAILS OF RAW MATERIAL CONSUMED		
Polypropylene	484,054,331	468,776,958
Aluminium Coil	Nil	76,340,945
Others	21,208,209	12,536,495
	<u><u>505,262,540</u></u>	<u><u>557,654,398</u></u>

23. CHANGES IN INVENTORIES OF FINISHED GOODS

Inventories at the End of the year	95,727,330	133,013,509
Inventories at the Beginning of the year	133,013,509	133,290,427
TOTAL	<u><u>37,286,179</u></u>	<u><u>276,918</u></u>

24. EMPLOYEE BENEFIT EXPENSES

Salaries, Wages and Bonus	43,763,134	40,971,427
Leave Salary	3,021,833	2,673,822
Contribution to provident and other funds	2,608,155	2,329,498
Gratuity Expenses	1,401,075	1,652,352
Staff Welfare	2,437,888	2,340,981
TOTAL	<u><u>53,232,085</u></u>	<u><u>49,968,080</u></u>

25. FINANCIAL COSTS

Interest Expenses		
- On Borrowings	1,460,762	7,225,910
Others Borrowings Cost	1,171,737	3,422,662
	<u><u>2,632,499</u></u>	<u><u>10,648,572</u></u>

26. DEPRECIATION EXPENSES

Depreciation	17,633,788	11,353,210
	<u><u>17,633,788</u></u>	<u><u>11,353,210</u></u>

NOTES TO FINANCIAL STATEMENTS

	For the Year ended March 31, 2016	For the Year ended March 31, 2015
	₹	₹
27. OTHER EXPENSES		
Manufacturing Expenses		
Labour Charges	14,319,590	9,007,239
Store, Spare and Packing Expenses	12,204,265	9,844,780
Power and Fuel	23,713,027	25,544,388
Repairs to Buildings	576,581	173,445
Repairs to Machinery	2,894,887	3,974,664
Factory Insurance	778,684	522,788
Freight Inward	6,276,912	6,660,592
Factory Expenses	640,385	632,301
Other Manufacturing Expenses	2,818,520	4,811,626
	<u>64,222,851</u>	<u>61,171,823</u>
Selling and Distribution Expenses		
Business Promotion	834,471	651,315
Brokerage and Commission	12,327,904	459,992
Freight, Forward and others	44,570,138	45,951,749
Sales Discount and others	45,099,929	26,203,939
	<u>102,832,442</u>	<u>73,266,995</u>
Other Expenses		
Professional Fees	3,422,119	3,100,401
Rent	9,579,297	9,020,629
Insurance (Others)	1,504,930	1,313,492
Travelling Expenses	4,455,926	3,724,489
Telephone Expenses	1,295,563	1,380,162
General Expenses	7,806,000	6,129,500
Loss on Sale of Long Term Investment	1,714,471	Nil
Loss on Sale of Fixed Assets	Nil	2,343,758
Director's Remuneration	7,700,000	6,720,000
Printing and Stationery	1,613,616	1,264,736
Repairs to Other's	714,734	519,197
Payment to Auditors - Audit Fees	300,000	200,000
- Tax Audit	85,000	60,000
- Others Services	184,603	418,315
Postage and Telegram	1,106,962	817,639
Bad Trade and other receivable w/off	6,862,517	11,831,335
Director's Sitting Fees	225,000	183,750
Conveyance Expenses	1,086,410	1,119,065
Vehicle Expenses	2,309,240	2,132,565
	<u>51,966,388</u>	<u>52,279,033</u>
	<u>219,021,681</u>	<u>186,717,851</u>

NOTES TO FINANCIAL STATEMENTS**NOTE NO. 28****1. Contingent Liabilities not provided for:**

Claim against the Company not acknowledged as debts : Nil

- Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advance payment) ₹ 6,979,438/- (previous year of ₹ 13, 66,062/-).
- Segment have been identified in line with the Accounting Standard on segment reporting (AS-17) taken into account of Company Organization structure as well as differential risks and returns of these segment.

Segment Information for the year ended March 31, 2016

(₹)

Particulars		Year Ended Audited March 31, 2016	Year Ended Audited March 31, 2015
A.	Segment revenue		
	Plastic Moulded Furniture	943,351,118	778,118,256
	Aluminum Composite Panel	4,149,829	89,175,005
	Revenue from operations	947,500,947	867,293,261
B.	Segment results		
	Profit (+) / Loss (-) before Interest and Tax		
	Plastic Moulded Furniture	103,354,288	56,052,885
	Aluminum Composite Panel	(11,285,248)	(22,204,208)
	TOTAL	92,069,040	33,848,677
	Less : Financial Expenses	2,632,499	10,648,572
	Add : Un-allocable Income	30,954,556	20,009,364
	Profit before tax	120,391,097	43,209,469
C.	Other Information		
	Segment Assets		
	Plastic Moulded Furniture	513,519,172	447,080,925
	Aluminum Composite Panel	32,110,142	66,299,647
	Unallocated Corporate Assets	24,378,918	26,645,525
	Total Assets	570,008,232	540,026,097
	Segment Liabilities		
	Plastic Moulded Furniture	47,801,013	38,934,439
	Aluminum Composite Panel	1,063,942	3,549,810
	Unallocated Corporate Liabilities	27,182,101	73,351,242
	Total Liabilities	76,047,056	115,835,491
	Capital Expenditure		
	Plastic Moulded Furniture	10,960,507	16,105,770
	Aluminum Composite Panel	Nil	299,880
	Unallocated Capital Expenditure	422,543	1,424,560
	TOTAL	11,383,050	17,830,210

NOTES TO FINANCIAL STATEMENTS

Particulars		Year Ended Audited March 31, 2016	Year Ended Audited March 31, 2015
	Depreciation		
	Plastic Moulded Furniture	13,649,709	5,677,798
	Aluminum Composite Panel	1,100,645	2,751,665
	Unallocated Depreciation	2,883,434	2,923,747
	TOTAL	17,633,788	11,353,210

4. Details of Company's interest in its Joint Venture, having Joint Control, as per the requirement of AS-27 on Financial Reporting of Interests in Joint Venture is as under :

- Contingent Liability in respect of the Jointly Controlled Entities: Nil
- Capital Commitment in respect of the Jointly Controlled Entities: Nil
- The proportionate share of assets, liabilities, income & expenditure as on December 31, 2015 based on audited accounts of Prima Dee-lite Plastics s.a.r.l. (50% Joint Venture) are stated as under:

(₹)

Particulars		December 31, 2015	December 31, 2014
A)	ASSETS		
	Tangible Assets (net)	86,680,878	70,918,456
	Long Term Loans and Advances	9,486,417	5,788,542
	Inventories	43,693,272	27,838,842
	Trade Receivable	30,719,825	29,766,946
	Short Term Loans and Advances	3,369,677	652,620
	Other Current Assets	22,403,257	13,694,163
	Cash and Bank Balances	30,925,336	42,974,975
B)	LIABILITIES		
	Long Term Borrowings	Nil	Nil
	Short Term Borrowings	Nil	Nil
	Trade Payable	38,469,413	14,970,228
	Other Current Liabilities	4,994,720	8,814,718
	Short Term Provision	40,763,969	25,356,520
C)	INCOME		
	Revenue from Operation (Net)	351,472,634	318,447,836
	Other Income	35,418	Nil
D)	EXPENDITURE		
	Cost of Material and Components Consumed	188,265,518	165,953,054
	Operating Costs and Other Expenses	47,989,055	34,750,615
	(Increase) / Decrease in Stock of Finished Goods	(2,272,845)	3,955,271
	Employee Benefits Expenses	23,307,657	19,086,504
	Finance Cost	1,124,952	1,834,971
	Depreciation and Amortization	17,096,779	16,820,902
	Profit / (Loss) Before Tax for the Period	75,996,936	76,046,519

NOTES TO FINANCIAL STATEMENTS**5. Disclosure in respect of derivative instruments:**

Foreign currency exposure that are not hedged by derivative instruments as at year end.

(₹)

Particulars	Currency	2015-16	2014-15
Receivables	USD	36,194,717	23,313,921
Payables	USD	Nil	7,732,500

6. Related party disclosure.

Related Party Disclosures as required under Accounting Standard on 'Related Party Disclosure' issued by the Institute of Chartered Accountants of India are given below:

(A) Name of the Related Parties and descriptions of relatives.**Joint Venture Company**

Prima Dee-lite Plastics s.a.r.l.

Key Management Personnel

Mr. Bhaskar M. Parekh (Chairman) (DIN – 00166520)

Mr. Dilip M. Parekh (Managing Director) (DIN – 00166385)

Relative of Key Management Personnel

Mrs. Hina V. Mehta (DIN – 07201194)

Mr. Pratik B. Parekh

Mr. Paras B. Parekh

Entities over which the key management personnel and / or their relatives are able to exercise significant influence.

M/s. Classic Plastics

M/s. Sanya Plastics

M/s. National Plastics and Allied Industries

(B) The following transactions were carried out with the related parties in the ordinary course of business.

(₹)

	2015-16	2014-15
Key Management Personnel and Relatives		
Remuneration to Directors	7,779,200	6,799,200
Remuneration to Relatives	2,879,200	2,879,200
Sitting fees to Non-Executive Director	30,000	Nil
Other Entities		
Purchase of Raw Materials	691,820	696,185
Payment of Rent	5,525,399	4,823,856
Reimbursement of Expenses	79,038	115,132
Sale of Raw Material	666,880	Nil
Joint Venture Company		
Interest on Unsecured Loan	Nil	324,492
Dividend	24,663,210	16,041,208

NOTES TO FINANCIAL STATEMENTS

Balances receivable / payable at the end of the year.

Name of JV Companies	Amount Outstanding		Maximum Balance outstanding during the Year	
	2015-16	2014-15	2015-16	2014-15
Prima Dee-Lite Plastics s.a.r.l.	Nil	Nil	Nil	24,805,500

(₹)

	2015-16	2014-15
Other Entities		
Rent Deposit (Dr.)	2,500,000	2,500,000
Joint Venture Company		
Investment equity of Prima Dee-Lite Plastics s.a.r.l. Cameroon	10,207,570	10,207,570

7. Disclosures under Accounting Standard 15 on Employee benefits:

	2015-16	2014-15
A. Defined benefit plan disclosures:		
1. Components to employer Expenses:		
a) Current Service Cost	822,953	817,754
b) Interest Cost	696,663	524,489
c) Expected return of Plan Assets	(752,103)	(617,524)
d) Actuarial (Gain) / Loss	385,716	852,679
e) Total Expenses recognised in the Profit and Loss Account	1,153,229	1,577,398
2. Net Liability recognised in Balance Sheet		
a) Present Value of Obligation	(9,785,508)	(8,708,286)
b) Face Value of Plan Assets	1,0005,243	8,485,511
c) Liability recognised in the Balance Sheet	219,735	(222,775)
3. Change in Defined Benefit Obligation (DBO) during the year		
a) Present Value of Obligation as at beginning of the year	8,708,286	6,556,114
b) Current Service Cost	822,953	817,754
c) Interest Cost	696,663	524,489
d) Actuarial (Gain) / Loss	385,716	852,679
e) Benefits paid	(828,110)	(42,750)
f) Present Value of Obligation as at the Close of the year	9,785,508	8,708,286
4. Changes in the Fair Value of Plan Assets		
a) Present Value of Plan Assets as at beginning of the year	8,485,511	6,535,691
b) Contribution to the Fund	1595,739	1,375,046
c) Expected return of Plan Assets	752,103	617,524
d) Actuarial (Gain) / Loss	(828,110)	(42,750)
e) Fair Value of Plan Assets as at the Close of the year	10,005,243	8,485,511
5. Actuarial Assumptions		
a) Discount Rate (per annum)	8%	8%
b) Expected Rate of Return on Assets (per annum)	8.75%	8.75%
c) Salary Escalation Rate	5%	5%
6. Percentage of each Category of Plan Assets to total Fair Value of Plan Assets		
Insurer Managed Funds	100%	100%
B. Employer's Contribution to Provident Fund (Refer Note No. 24)	2,608,155	2,329,498

NOTES TO FINANCIAL STATEMENTS**8. Amounts remitted in foreign currency during the year on account of dividend**

Particulars	2015-16	2014-15
Amount of dividend remitted in foreign currency	Nil	Nil
Amount of dividend remitted to NRI in Indian Rupees	1,299,109	389,911
Total number of non-resident shareholders	316	246
Total number of share held by NRI	1,299,109	389,911

9. Earning per Share (EPS).

Particulars	2015-16	2014-15
Net Profit after tax as per statement of Profit & Loss attributable to Equity Shareholders.	96,250,510	34,422,853
Weighted Average number of equity shares used as denominator for calculating EPS	11,000,470	11,000,470
EPS- Basic/Diluted (in ₹)	8.75	3.13
Face Value per equity shares (in ₹)	10	10

10. a) Details of Imported and Indigenous Raw Material Consumed:

Particulars	2015-16		2014-15	
	₹	%	₹	%
Imported	Nil	0.00	76,305,766	13.68
Indigenous	505,262,540	100.00	481,348,632	86.32
Total	505,262,540	100.00	557,654,398	100.00

b) Value of Import on CIF basis:

(₹)

Particulars	2015-16	2014-15
Raw Material	Nil	59,980,908
Capital Goods	7,453,031	7,918,420
Others	Nil	1,725,519

c) Expenditure in Foreign Currency:

(₹)

Particulars	2015-16	2014-15
Traveling Expenses	828,582	783,156
Others	1,147,481	255,341

d) Earnings in Foreign Exchange:

(₹)

Particulars	2015-16	2014-15
Export of Finished Goods on FOB basis	176,873,598	173,447,765

11. The previous year figures have been regrouped / reclassified wherever necessary.

As per our Report of even date attached

For G. P. Kapadia & Co.
Chartered Accountants
Firm Regn. No.104768W

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

Kirit N. Mehta
Partner
Membership No.15759
Mumbai
May 30, 2016

Manoj O. Toshniwal
Chief Financial Officer

Nidhi Goradia
Company Secretary
ACS 22240

Bhaskar M. Parekh
Chairman
DIN No. 00166520

Dilip M. Parekh
Managing Director
DIN No. 00166385

INDEPENDENT AUDITOR'S REPORT

To
**The Members of
Prima Plastics Limited**

Report on the Consolidated Financial Statements

We have audited the accompanying consolidated financial statements of Prima Plastics Limited ("the Company") and its jointly controlled entities (the Company and jointly controlled entity together referred to as "the Group"), comprising of the consolidated balance sheet as at 31st March 2016, the consolidated statement of profit and loss, the consolidated cash flow statement for the year then ended, and a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

Management's Responsibility for the Consolidated Financial Statements

The Company's Board of Directors is responsible for the preparation of these consolidated financial statements in terms of the requirements of the Companies Act, 2013 ("the Act") that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with rule 7 of the Companies (Accounts) Rules, 2014. The Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group 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 the 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 financial statements by the Directors of the Company, as aforesaid.

Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. While conducting the audit, we have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the consolidated financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the company's Board of Directors, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by 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 consolidated state of affairs of the Group as at 31 March 2016, and its consolidated profit and its consolidated cash flows for the year ended on that date.

Other Matter

- a. We did not audit the financial statements of the jointly controlled entity, whose financial statements reflect total assets (net) of ₹ 2,494.45 Lakhs as at 31st December, 2015, total revenues of ₹3,515.08 Lakhs and net cash outflow amounting to ₹120.50 Lakhs for the year ended 31st December 2015, as considered in the consolidated financial statements. These financial statements have

been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of the said jointly controlled entity and our report in terms of sub-sections (3) and (11) of Section 143 of the Act, insofar as it relates to the aforesaid jointly controlled entity is based solely on the reports of the other auditors.

- b. Our opinion on the consolidated 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 financial statements certified by the Management.

Report on Other Legal and Regulatory Requirements

1. As required by section 143(3) of the Act, to the extent applicable, 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 of the aforesaid consolidated financial statements;
 - (b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept by the Company so far as it appears from our examination of those books;
 - (c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the relevant books of accounts maintained for the purpose of preparation of the consolidated financial statements;
 - (d) In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
 - (e) On the basis of the written representations received from the directors of the Company as on 31 March 2016 taken on record by the Board of Directors of the Company, none of the Directors of the Group companies, incorporated in India is disqualified as on 31 March 2016 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 over financial reporting and the operating effectiveness of such controls for the Group will not be applicable, as the group consist of the holding company and one jointly controlled entity incorporated outside India. For the holding company, which is incorporated in India, refer to our separate report in "Annexure B" to the Independent Auditor's Report on standalone financial statements.
 - (g) 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 Group does not have any pending litigations which would impact its financial positions.
 - ii. The Group did not have any material foreseeable losses on long-term contracts including derivative contracts;
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Group incorporated in India.

For **G. P. Kapadia & Co.**
Chartered Accountants
(Firm Regn. No. 104768W)

Kirit N. Mehta
Partner
Membership No. 15759

Mumbai,
May 30, 2016

CONSOLIDATED BALANCE SHEET AS AT MARCH 31, 2016

	Notes	As at March 31, 2016 ₹	As at March 31, 2015 ₹
I. EQUITY AND LIABILITIES			
(1) Shareholder's Funds			
(a) Share Capital	3	110,004,700	110,004,700
(b) Reserves and Surplus	4	<u>538,965,506</u>	<u>446,605,019</u>
		648,970,206	556,609,719
(2) Non-Current Liabilities			
(a) Long-Term Borrowings	5	1,205,445	2,774,347
(b) Deferred Tax Liabilities (Net)	6	<u>12,464,632</u>	<u>12,781,974</u>
		13,670,077	15,556,321
(3) Current Liabilities			
(a) Short-Term Borrowings	7	6,549,373	31,764,794
(b) Trade Payables	8	49,921,985	25,655,853
(c) Other Current Liabilities	9	45,267,531	41,264,021
(d) Short-Term Provisions	10	<u>44,866,191</u>	<u>49,849,425</u>
		146,605,080	148,534,093
	Total	<u>809,245,363</u>	<u>720,700,133</u>
II. ASSETS			
(1) Non-Current Assets			
(a) Fixed Assets			
(i) Tangible Assets	11	189,096,623	182,526,784
(ii) Intangible Assets		390,955	462,219
(iii) Capital Work-in-Progress		24,016,945	1,966,523
(b) Non-Current Investments	12	Nil	5,155,370
(c) Long Term Loans and Advances	13	<u>24,628,659</u>	<u>19,703,176</u>
		238,133,182	209,814,072
(2) Current Assets			
(a) Current Investments	14	5,000,000	Nil
(b) Inventories	15	199,050,936	210,025,498
(c) Trade Receivables	16	180,212,916	167,204,480
(d) Cash and Cash Equivalents	17	100,004,844	68,353,731
(e) Short-Term Loans and Advances	18	48,324,800	31,317,437
(f) Other Current Assets	19	<u>38,518,685</u>	<u>33,984,915</u>
		571,112,181	510,886,061
	Total	<u>809,245,363</u>	<u>720,700,133</u>
Significant Accounting Policies	2		
Notes to Financial Statements	1 to 28		

As per our Report of even date attached

For G. P. Kapadia & Co.
Chartered Accountants
Firm Regn. No.104768W

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

Kirit N. Mehta
Partner
Membership No.15759
Mumbai
May 30, 2016

Manoj O. Toshniwal
Chief Financial Officer

Nidhi Goradia
Company Secretary
ACS 22240

Bhaskar M. Parekh
Chairman
DIN No. 00166520

Dilip M. Parekh
Managing Director
DIN No. 00166385

CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2016

	Notes	For the year ended March 31, 2016 ₹	For the year ended March 31, 2015 ₹
I. Revenue from operations (Gross)	20	1,372,241,762	1,247,125,335
Less: Excise Duty		89,517,621	77,890,226
Net Sales		1,282,724,141	1,169,235,109
Others Operating Revenues		9,084,915	12,404,367
Revenue from operations (Net)		1,291,809,056	1,181,639,476
II. Other Income	21	12,563,217	7,876,015
III. Total Revenue		1,304,372,273	1,189,515,491
IV. Expenses:			
Cost of Materials and Components Consumed	22	693,528,058	723,607,452
Purchase of Stock-in-Trade		22,995,634	27,474,127
Changes in Inventories of Finished Goods, Work-in-Progress	23	35,013,334	4,232,189
Employee Benefit Expenses	24	76,539,742	69,054,583
Financial Costs	25	3,757,451	11,547,701
Depreciation and Amortization Expenses	26	34,730,566	28,174,112
Other Expenses	27	266,082,663	221,599,202
		1,132,647,448	1,085,689,366
V. Profit Before Exceptional and Extraordinary Items and Tax (III-IV)		171,724,825	103,826,125
VI. Exceptional Items		Nil	Nil
VII. Profit Before Extraordinary Items and Tax (V - VI)		171,724,825	103,826,125
VIII. Extraordinary Items		Nil	Nil
IX. Profit Before Tax (VII - VIII)		171,724,825	103,826,125
X. Tax Expenses:			
Current Tax		49,268,628	36,914,600
Deferred Tax (Assets)/Liabilities		(317,342)	(39,406)
XI. Profit from the period from Continuing Operations (IX- X)		122,773,539	66,950,931
XII. Profit from Discontinuing Operations		Nil	Nil
XIII. Tax Expenses of Discontinuing Operations		Nil	Nil
XIV. Profit from Discontinuing Operations (XII - XIII)		Nil	Nil
XV. Profit/(Loss) for the period (XI + XIV)		122,773,539	66,950,931
XVI. Earning per Equity Share (equity share of ₹ 10/- each)			
(1) Basic		11.16	6.08
(2) Diluted		11.16	6.08
Significant Accounting Policies	2		
Notes to Financial Statements	1 to 28		

As per our Report of even date attached

For G. P. Kapadia & Co.
Chartered Accountants
Firm Regn. No.104768W

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

Kirit N. Mehta
Partner
Membership No.15759
Mumbai
May 30, 2016

Manoj O. Toshniwal
Chief Financial Officer

Nidhi Goradia
Company Secretary
ACS 22240

Bhaskar M. Parekh
Chairman
DIN No. 00166520

Dilip M. Parekh
Managing Director
DIN No. 00166385

CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2016

	For the year ended March 31, 2016 ₹	For the year ended March 31, 2015 ₹
A. Cash Flow from Operating Activities		
<u>Net Profit Before Extraordinary Items and Tax</u>	171,724,825	103,826,125
<u>Adjustments :</u>		
Depreciation	34,730,566	28,174,112
Interest Expenses	1,709,172	7,379,890
Misc. Expenses Written off	340,507	370,253
(Profit) / Loss on Sale of Assets	(5,198,104)	2,343,758
(Profit) / Loss on Sale of Investments	1,714,471	(1,419,083)
Dividend Income	(450)	(18,749)
Interest (Income) / Expenses	(7,344,826)	(3,312,743)
Other (Income)/Expenses	(20,377)	(3,125,440)
Operating Profit before Working Capital Changes	197,655,784	134,218,123
<u>Changes in Working Capital</u>		
<u>Adjustments for (Increase)/Decrease in Operating Assets:</u>		
Trade Receivables	(13,008,436)	28,731,286
Inventories	10,974,562	20,320,506
Short Term Loan and Advances	(17,007,363)	(2,309,218)
Long Term Loan and Advances	(4,925,483)	(5,178,374)
Other Current Assets	(4,874,277)	(8,910,617)
<u>Adjustments for (Increase)/Decrease in Operating Liabilities:</u>		
Trade Payables	24,266,132	(20,597,664)
Current Investment	(5,000,000)	Nil
Short Term Provisions	(4,983,234)	9,085,024
Other Current Liabilities	4,003,510	13,531,306
Cash Generated From Operations	187,101,195	168,890,372
Income Tax Paid	(49,268,628)	(36,914,600)
<u>Net Cash Inflow / (Outflow) from Operating Activities (A)</u>	137,832,567	131,975,772
B. Cash Flow from Investment Activities		
Purchase of Fixed Assets	(44,242,251)	(24,767,048)
Sale of Fixed Assets	8,211,214	10,305,551
Capital Work-in-Progress	(22,050,422)	2,749,250
Sale of Investments	5,155,370	833,880
Interest, Dividend & Other Income	5,651,182	7,876,015
<u>Net Cash Inflow from Investing Activities (B)</u>	(47,274,907)	(3,002,352)

CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2016

	For the year ended March 31, 2016 ₹	For the year ended March 31, 2015 ₹
C. Cash Flow from Financing Activities		
Proceeds from Long Term Borrowings	(1,568,902)	(1,564,742)
Proceeds from Short Term Borrowings	(18,134,952)	(47,434,771)
Net Increase / (Decrease) in Working Capital Borrowings	(7,080,469)	(25,438,074)
Interest Paid	(1,709,172)	(7,379,890)
Dividend Paid	(22,000,940)	(16,500,705)
Tax on Dividend	(4,479,000)	(3,300,000)
Net Cash Inflow / (Outflow) from Financing Activities(C)	(54,973,435)	(101,618,182)
D. Change in translation reserve arising on consolidation	(3,933,112)	(5,350,751)
Net Increase/(Decrease) In Cash and Cash Equivalents (A+B+C+D)	31,651,113	22,004,487
Cash & Cash Equivalents as at March 31, 2016	100,004,844	68,353,731
Cash & Cash Equivalents as at March 31, 2015	68,353,731	46,349,244

Notes:

- Cash Flow Statement has been prepared under the indirect method as set out in Accounting Standard - 3.
- Cash & Cash Equivalents includes ₹ 3,442,851 (p.y. 1,772,966) which are statutorily & contractually restricted Amounts.
- Previous year's figures have been regrouped/recasted whenever necessary

As per our Report of even date attached

For G. P. Kapadia & Co.
Chartered Accountants
Firm Regn. No.104768W

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

Kirit N. Mehta
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Company Secretary
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Bhaskar M. Parekh
Chairman
DIN No. 00166520

Dilip M. Parekh
Managing Director
DIN No. 00166385

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2016

NOTE NO.1

COMPANY OVERVIEW

Company is a public Company, incorporated in India under the provisions of the Companies Act, 1956. The Company along with its Joint Venture is primarily engaged in the business of manufacturing of Plastic Moulded Articles.

NOTE NO. 2

Report for Consolidation:

1) Basis of preparation of Financial Statements:

- (i) The financial statements of Joint Venture Company used in the consolidation are drawn up to their year ended December 31, 2015.
- (ii) The financial statements of the Joint Venture Company have been prepared under historical cost convention on an accrual basis and comply with Accounting Standards. The financial statements of the foreign Joint Venture Company have been prepared in accordance with the local laws and the applicable accounting standards / generally accepted accounting principles.

2) Principles of Consolidation:

The consolidated financial statements relate to Prima Plastics Ltd. ("the Company") and its Joint Venture Company. The consolidated financial statements have been prepared on the following basis.

- (i) The financial statements of the Company and Joint Venture Company have been consolidated on a line-by-line basis by adding together the book values like items of assets, liabilities, income and expenses after eliminating material intra-group balances and intra-group transactions as per Accounting Standard (AS-21) "Consolidated Financial Statement" and the unrealized profits or losses.
- (ii) The consolidated financial statements have been prepared using uniform accounting policies like transactions and other events in similar circumstances and are presented to the extent possible, in the same manner as the Company's separate financial statements.
- (iii) Accounts of the Joint Venture Company are Audited and converted by the Management as per the requirement of Indian GAAP and are not audited.

The Joint Venture Company considered in the consolidated financial statement is:

Name of the Company	Country of Incorporation	% of Ownership held as at March 31, 2016	% of Ownership held as at March 31, 2015
Prima Dee-Lite Plastics s.a.r.l.	Cameroon (West Africa)	50%	50%

3) Depreciation:

- (i) Depreciation is the systematic allocation of the depreciable amount of an asset over its useful life and is provided on a straight-line basis over the useful lives as prescribed in Schedule II to the Companies Act, 2013.
- (ii) In Joint Venture Company's Depreciation is provided on Written Down method at the rates and in the manner specified as per local law.
- (iii) Depreciable amount for assets is the cost of an asset less its estimated residual value.

4) Foreign Currency Translation:

The foreign has been identified as non-integral operations. Accordingly, the summarized Revenue and Expenses transactions of the Joint Venture Company at the year-end reflected in the Profit and Loss Account have been translated into Indian Rupees at an average exchange rate.

The Assets and Liabilities in the Balance Sheet have been translated into Indian Rupees at the closing exchange rate at the year end.

The resultant translation exchange gain/loss has been disclosed as Translation Reserve under the Reserve and Surplus.

5) Other significant accounting policies:

These are set out under "Significant Accounting Policies" as given in the Standalone Financial Statements. (Refer Note No.2 on Standalone result on Page No.46).

NOTES TO FINANCIAL STATEMENTS

	As at March 31, 2016 ₹	As at March 31, 2015 ₹
3. SHARE CAPITAL		
Authorised Share Capital		
1,20,00,000 (P.Y.1,20,00,000) Equity Shares of ₹10/- each	120,000,000	120,000,000
Issued, Subscribed Fully Paid up Shares		
1,10,00,470 (P.Y.1,10,00,470) Equity Shares of ₹10/- each	110,004,700	110,004,700
	<u>110,004,700</u>	<u>110,004,700</u>

A. Reconciliation of the number of Share and amount outstanding at the beginning and at the end of the reporting period.

Equity Shares	March 31, 2016		March 31, 2015	
	No's	Amount	No's	Amount
At the beginning of the period	11,000,470	110,004,700	11,000,470	110,004,700
Add/(Less) : Issued / (reduction) during the year	Nil	Nil	Nil	Nil
Outstanding at the year end of the period	11,000,470	110,004,700	11,000,470	110,004,700

B. Terms/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, in proportion to their shareholding.

C. Details of Shareholders Holding more than 5% Shares in the Company:

Name of Share Holder	March 31, 2016		March 31, 2015	
	No of Shares	% holding	No of Shares	% 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%

D. Share reserved for issue under options and contracts / commitments:

The Company has not made any contracts / commitments to issue under option (P.Y.Nil)

4. RESERVES & SURPLUS**A) Securities Premium Account :**

Opening Balance	13,080,000	13,080,000
Add/(Less) Adjustments during the year	Nil	Nil
Closing Balance	<u>13,080,000</u>	<u>13,080,000</u>

B) Revaluation Reserve :

Opening Balance	5,691,005	5,691,005
Add : Addition on Revaluations during the year	Nil	Nil
Closing Balance	<u>5,691,005</u>	<u>5,691,005</u>

C) General Reserve :

Opening Balance	102,500,558	97,500,558
Add : Amount transferred from Surplus in Statement of Profit and Loss	5,591,536	5,000,000
Closing Balance	<u>108,092,094</u>	<u>102,500,558</u>

NOTES TO FINANCIAL STATEMENTS

	As at March 31, 2016 ₹	As at March 31, 2015 ₹
D) Translation Reserve :		
Opening Balance	(6,286,940)	(936,189)
Less : Elimination on Consolidation	(3,933,112)	(5,350,751)
Closing Balance	<u>(10,220,052)</u>	<u>(6,286,940)</u>
E) Surplus in Statement of Profit and Loss :		
Opening Balance	331,620,396	304,942,519
Add : Profit for the Year	122,773,539	66,950,931
Add/(Less) : Retained Earning (Adjustment relating to Fixed Assets)	Nil	(1,790,862)
Less : Appropriations		
a) Transfer to General Reserve	5,591,536	5,000,000
b) Two Interim Dividend Totaling to ₹ 2/- per share (P.Y. Final Dividend per share ₹ 1.50/-)	22,000,940	16,500,705
c) Tax on Dividend	4,479,000	3,300,000
d) Deferred Tax Liabilities	Nil	(13,681,487)
Net surplus in the Statement of Profit and Loss	<u>422,322,459</u>	<u>331,620,396</u>
TOTAL (A+B+C+D+E)	<u>538,965,506</u>	<u>446,605,019</u>

The board has paid Two Interim Dividends of ₹1/- each (March 31, 2015 ₹1.50/-) per share during current year

5. LONG TERM BORROWINGS
Secured

Term Loans	2,765,978	4,326,510
Less : Current Maturities of Long Term Debts (Refer Note No.9)	1,560,533	1,552,163
TOTAL	<u>1,205,445</u>	<u>2,774,347</u>

A. Car loans (two loans) aggregating to ₹27,65,978/-(previous year ₹43,26,510/-) are secured against the respective vehicles and rate of interest @ 10.99% p.a. The Loans are repayable in equal monthly installments of ₹81,850/-. Last installments of both the loans are due on September 2017 and October 2017.

6. DEFERRED TAX (ASSETS) / LIABILITY (NET)

Provided as on 01-04-2015	12,781,974	13,681,487
Less : Deferred Tax Liability on Assets having Nil value as on 01 April, 2014	Nil	(860,107)
Add : Deferred Tax (Assets)/Liabilities for the Year	(317,342)	(39,406)
	<u>12,464,632</u>	<u>12,781,974</u>

7. SHORT TERM BORROWINGS
Secured

Working Capital Loan from Bank	6,549,373	24,684,325
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Unsecured

Working Capital Loan from Bank	Nil	7,080,469
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TOTAL

<u>6,549,373</u>	<u>31,764,794</u>
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A. Secured working capital loans 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. Secured working capital is repayable on demand and carries interest @11.65% p.a.

B. Unsecured working capital loan is repayable in 90 days and carries interest @12.50% p.a. and guaranteed by personal guarantee of promoter directors.

NOTES TO FINANCIAL STATEMENTS

	As at March 31, 2016 ₹	As at March 31, 2015 ₹
8. CURRENT LIABILITIES		
TRADE PAYABLES		
- Micro, Small and Medium Enterprises	Nil	Nil
- Others	<u>49,921,985</u>	<u>25,655,853</u>
TOTAL	<u>49,921,985</u>	<u>25,655,853</u>
A. In absence of any intimation received from vendors the status of their registration under "The Micro, Small and Medium Enterprises Development Act.2006", the Company is unable to comply with disclosures required to be made under said Act. There are no amount is payable to any Small Scale Industrial undertaking.		
9. OTHER CURRENT LIABILITIES		
Current Maturities of Long Term Debts (Refer Note No.5)	1,560,533	1,552,163
Interest accrued but not due on Borrowings	Nil	139,347
Interest accrued on Trade Payable	Nil	21,451
Unclaimed Dividend	3,442,851	1,772,966
Statutory Remittances	16,301,294	19,965,476
Advances from Customers	11,264,711	8,307,225
Sundry Creditors for Expenses	5,844,941	2,898,763
Other Payable	6,853,201	6,606,630
TOTAL	<u>45,267,531</u>	<u>41,264,021</u>
A. Unclaimed Dividend do not include any amount to be credited to investor education and protection fund.		
10. SHORT TERM PROVISIONS		
Provision for Bonus/Leave Salary and Gratuity	2,142,955	2,010,682
Provision for Current Income Tax (Net Tax)	19,253,695	28,038,038
Provision for Proposed Dividend	19,597,067	16,500,705
Provision for Tax on Dividend	3,872,474	3,300,000
TOTAL	<u>44,866,191</u>	<u>49,849,425</u>

NOTES TO FINANCIAL STATEMENTS
11. TANGIBLE FIXED ASSETS

	Freehold Land	Leasehold Land	Buildings	Plant & Machineries	Furniture & Fixture	Equipments	Vehicles	Total
GROSS BLOCK								
As on 01-April-14	16,679,485	1,041,581	117,033,277	394,788,613	8,626,540	7,025,876	17,023,045	562,218,417
Additions during the year	-	-	4,641,130	18,604,505	77,909	841,984	84,500	24,250,028
Deletions during the year	-	-	-	(23,592,511)	-	-	(100,092)	(23,692,603)
As on 31-March-15	16,679,485	1,041,581	121,674,407	389,800,607	8,704,449	7,867,860	17,007,453	562,775,842
As on 01-April-15	16,679,485	1,041,581	121,674,407	389,800,607	8,704,449	7,867,860	17,007,453	562,775,842
Additions during the year	-	-	-	43,488,631	41,063	330,844	349,904	44,210,442
Deletions during the year	-	-	-	(38,227,978)	-	(1,909,844)	(863,817)	(41,001,639)
As on 31-March-16	16,679,485	1,041,581	121,674,407	395,061,260	8,745,512	6,288,860	16,493,540	565,984,645
DEPRECIATION								
Up to 01-April-14	-	85,800	38,215,178	305,876,365	6,432,985	5,177,578	4,734,166	360,522,072
For the Year	-	10,725	4,970,518	19,764,374	321,385	699,913	2,352,396	28,119,311
Adjustment during the year	-	-	-	(10,988,191)	-	-	(55,103)	(11,043,294)
Retained Earning	-	-	-	1,861,037	295,004	494,928	-	2,650,969
Up to 31-March-15	-	96,525	43,185,696	316,513,585	7,049,374	6,372,419	7,031,459	380,249,058
Up to 01-April-15	-	96,525	43,185,696	316,513,585	7,049,374	6,372,419	7,031,459	380,249,058
For the Year	-	10,725	4,858,598	26,557,761	317,466	642,948	2,239,995	34,627,493
Adjustment during the year	-	-	-	(35,346,060)	-	(1,883,409)	(759,060)	(37,988,529)
Up to 31-March-16	-	107,250	48,044,294	307,725,286	7,366,840	5,131,958	8,512,394	376,888,022
NET BLOCK								
As at 31-March-2016	16,679,485	934,331	73,630,113	87,335,974	1,378,672	1,156,902	7,981,146	189,096,623
As at 31-March-2015	16,679,485	945,056	78,488,711	73,287,022	1,655,075	1,495,441	9,975,994	182,526,784

	Computer Software
GROSS BLOCK	
As on 01-April-14	
Additions during the year	517,020
Deletions during the year	-
As on 31-March-15	517,020
As on 01-April-15	517,020
Additions during the year	31,809
Deletions during the year	
As on 31-March-16	548,829
DEPRECIATION	
Up to 01-April-14	-
For the Year	54,801
Adjustment during the year	-
Retained Earning	-
Up to 31-March-15	54,801
Up to 01-April-15	54,801
For the Year	103,073
Adjustment during the year	
Retained Earning	-
Up to 31-March-16	157,874
NET BLOCK	
As at 31-March-2016	390,955
As at 31-March-2015	462,219

NOTES TO FINANCIAL STATEMENTS

		As at March 31, 2016 ₹	As at March 31, 2015 ₹
12. NON-CURRENT INVESTMENTS			
OTHER INVESTMENTS			
Investment in Equity Shares (Quoted)	No. of Share (P.Y)		
Nilkamal Ltd. (FV ₹ 10/- Per Share)	1,200	Nil	260,401
Provogue India Ltd. (FV ₹ 1/- Per Share)	135,210	Nil	2,577,687
Prozone Capital Shopping Centres Ltd. (₹ 2/- per share)	74,210	Nil	2,287,282
Poddar Developers Ltd. (FV ₹ 10/- Per Share)	300	Nil	30,000
TOTAL		<u>-</u>	<u>5,155,370</u>
Aggregate amount of quoted investments		Nil	5,155,370
Market Value of quoted investments		Nil	3,738,777
13. LONG TERM LOANS AND ADVANCES			
(Unsecured and Considered Good)			
Security Deposits with Related Parties		2,500,000	2,500,000
Others Security Deposits		6,785,914	6,730,652
Loans and Advances to Employees		1,983,846	3,020,427
Advances Income Tax (Net)		1,349,395	1,105,682
Advances for Capital Goods		12,009,504	6,346,415
TOTAL		<u>24,628,659</u>	<u>19,703,176</u>
A. Security deposits with related parties are interest free and given against occupation of office premises on rent.			
14. CURRENT INVESTMENTS (Valued at Cost)			
Investment in Arbitrage Fund Dividend Option		5,000,000	Nil
		<u>5,000,000</u>	<u>Nil</u>
15. INVENTORIES			
Raw Materials		71,648,288	57,351,147
Raw Materials in Transit		13,078,113	7,696,115
Finished Goods		106,321,947	141,335,281
Store and Packing Materials		8,002,588	3,642,955
TOTAL		<u>199,050,936</u>	<u>210,025,498</u>
A. Inventories are measured at cost or net realizable value whichever is lower.			
B. The excise duty in respect of the inventory of finished goods is included as part of the finished goods.			

Inventories			
Finished Goods			
-Moulded Plastics Articles		96,036,252	123,458,478
-Aluminium Composite Panel		7,839,865	13,339,982
Traded Goods			
-Moulded Plastics Articles		2,445,830	4,536,821
TOTAL		<u>106,321,947</u>	<u>141,335,281</u>

NOTES TO FINANCIAL STATEMENTS

	As at March 31, 2016 ₹	As at March 31, 2015 ₹
16. TRADE RECEIVABLES		
Trade Receivable outstanding for a period exceeding six months from the date they are due for payment		
Unsecured, Considerd Good	9,509,354	14,712,043
Others		
Unsecured, Considerd Good	170,703,562	152,492,437
TOTAL	180,212,916	167,204,480
17. CASH AND CASH EQUIVALENTS		
Cash and Cash Equivalents		
Cash on Hand	408,596	721,703
- Balance with Bank		
In Current Account	61,928,419	55,106,419
In Deposit Account - Maturity of 3 Months or Less	29,702,241	3,953,676
Bank Balance		
In EEFC Account	480,442	31,562
In earmarked accounts - Unpaid Dividend	3,442,851	1,772,966
- Bank Deposit		
Maturity of More then 3 Months and up to 12 Months	3,430,702	4,986,890
Maturity of More then 12 Months	611,593	1,780,515
TOTAL	100,004,844	68,353,731
18. SHORT TERM LOANS AND ADVANCE		
Balance with Govt. Authorities		
- Cenvat Credit receivable	4,759,923	3,249,237
Inter Corporate Deposits		
- Unsecured, Considered Good	40,000,000	25,000,000
Loans and Advances to Employees		
- Unsecured, Considered Good	3,564,877	3,068,200
TOTAL	48,324,800	31,317,437
19. OTHER CURRENT ASSETS		
Unamortized Expenses - Preliminary Expenses	302,743	672,268
Pre-paid Expenses	6,221,425	4,408,791
Advance to Creditors	24,541,684	26,151,340
Interest Receivable	508,482	674,064
Others	6,944,351	2,078,452
TOTAL	38,518,685	33,984,915

NOTES TO FINANCIAL STATEMENTS

	For the Year ended March 31, 2016 ₹	For the year ended March 31, 2015 ₹
20. REVENUE FROM OPERATIONS		
Sales (Gross)		
Export	190,142,900	195,300,531
Local	1,182,098,862	1,051,824,804
	<u>1,372,241,762</u>	<u>1,247,125,335</u>
Less: Excise Duty	89,517,621	77,890,226
Net Sales	1,282,724,141	1,169,235,109
Other Operating Revenues	9,084,915	12,404,367
Revenue from Operations TOTAL	<u>1,291,809,056</u>	<u>1,181,639,476</u>

DETAILS OF SALE OF PRODUCT		
Finished Goods		
- Moulded Plastics Articles	1,231,390,020	1,036,876,096
- Aluminium Composite Panel	4,088,472	89,472,493
Traded Goods		
- Moulded Plastics Articles and Related Materials	47,245,649	42,886,520
Other Operating Revenues		
-Export Incentive	8,613,665	11,320,872
-Others	471,250	1,083,495
TOTAL	<u>1,291,809,056</u>	<u>1,181,639,476</u>

21. OTHER INCOME		
Interest Income		
from Banks Fixed Deposits	754,506	842,532
from Inter Corporate Deposits	6,304,917	1,855,833
Others	284,863	614,378
	<u>7,344,286</u>	<u>3,312,743</u>
Dividend Income		
from Investment in Shares	450	18,749
	<u>450</u>	<u>18,749</u>
Other Non-Operating Income		
Profit on Sale of Fixed Assets	5,198,104	Nil
Profit / (Loss) on Sale of Long Term Investment	Nil	1,419,083
Exchange Gain / (Loss)	Nil	3,125,440
Other non operating income	20,377	Nil
	<u>5,218,481</u>	<u>4,544,523</u>
TOTAL	<u>12,563,217</u>	<u>7,876,015</u>

22. COST OF MATERIAL CONSUMED		
Raw Material Consumed		
Opening Stock of Raw Material	65,047,262	80,921,871
Add : Purchases	713,207,197	707,732,843
	<u>778,254,459</u>	<u>788,654,714</u>
Less : Closing Stock	84,726,401	65,047,262
TOTAL	<u>693,528,058</u>	<u>723,607,452</u>

NOTES TO FINANCIAL STATEMENTS

	For the Year ended March 31, 2016 ₹	For the year ended March 31, 2015 ₹
DETAILS OF RAW MATERIAL CONSUMED		
Polypropylene	665,000,869	629,528,916
Aluminium Coil	Nil	76,340,945
Others	28,527,189	17,737,591
TOTAL	693,528,058	723,607,452
23. CHANGES IN INVENTORIES OF FINISHED GOODS		
Inventories at the End of the year	106,321,947	141,335,281
Inventories at the Beginning of the year	141,335,281	145,567,470
TOTAL	35,013,334	4,232,189
24. EMPLOYEE BENEFIT EXPENSES		
Salaries, Wages and Bonus	64,950,899	58,333,684
Leave Salary	3,021,833	2,673,822
Contribution to provident and other funds	4,376,205	3,959,380
Gratuity Expenses	1,401,075	1,652,352
Staff Welfare	2,789,730	2,435,345
TOTAL	76,539,742	69,054,583
25. FINANCIAL COST		
Interest Expenses		
- On Borrowings	1,709,172	7,379,890
Others Borrowings Cost	2,048,279	4,167,811
TOTAL	3,757,451	11,547,701
26. DEPRECIATION EXPENSES		
Depreciation	34,730,566	28,174,112
TOTAL	34,730,566	28,174,112
27. OTHER EXPENSES		
Manufacturing Expenses		
Labour Charges	14,319,590	9,007,239
Store, Spare and Packing Expenses	26,063,119	14,758,512
Power and Fuel	40,205,718	40,652,826
Repairs to Buildings	576,581	173,445
Repairs to Machinery	3,097,262	4,363,393
Factory Insurance	1,676,597	1,409,391
Freight Inward	6,276,912	6,660,592
Factory Expenses	3,872,249	4,475,111
Other Manufacturing Expenses	3,415,907	5,423,661
TOTAL	99,503,935	86,924,170

NOTES TO FINANCIAL STATEMENTS

	For the Year ended March 31, 2016	For the year ended March 31, 2015
	₹	₹
Selling and Distribution Expenses		
Business Promotion	834,471	651,315
Brokerage and Commission	12,327,904	459,992
Freight, Forward and others	46,306,068	46,791,006
Sales Discount and others	46,686,112	28,647,842
	<u>106,154,555</u>	<u>76,550,155</u>
Other Expenses		
Professional Fees	3,771,286	3,514,732
Rent	9,579,297	9,316,399
Insurance (Others)	1,572,053	1,313,492
Travelling Expenses	5,393,661	4,345,929
Telephone Expenses	1,474,735	1,547,517
General Expenses	8,828,217	6,912,417
Loss on Sale of Long Term Investments	1,714,471	Nil
Loss on Sale of Fixed Assets	Nil	2,343,758
Director's Remuneration	7,700,000	6,720,000
Printing and Stationery	1,932,873	2,043,171
Repairs to Other's	1,656,481	2,023,740
Payment to Auditors - Audit Fees	413,337	384,856
- Tax Audit	85,000	60,000
- Others Services	184,603	418,315
Exchange Loss	3,510,303	Nil
Postage and Telegram	1,115,645	825,958
Bad Trade and other receivable w/off	6,862,517	11,831,335
Amortisation of Preliminary Expenses	340,507	370,253
Director's Sitting Fees	225,000	183,750
Conveyance Expenses	1,427,241	1,470,420
Vehicle Expenses	2,636,946	2,498,835
	<u>60,424,173</u>	<u>58,124,877</u>
	<u>266,082,663</u>	<u>221,599,202</u>

NOTE NO. 28**NOTES TO ACCOUNTS****1. Contingent Liabilities not provided for:**

Claim against the Company not acknowledged as debts: Nil

- Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advance payment) ₹13, 66,062/- (previous year of ₹13, 66,062/-).
- Segment have been identified in line with the Accounting Standard on segment reporting (AS-17) taken into account of Company Organization structure as well as differential risks and returns of these segment.

NOTES TO FINANCIAL STATEMENTS
Segment Information for the year ended March 31, 2016

(₹)

	Particulars	Year Ended Audited March 31, 2016	Year Ended Audited March 31, 2015
A.	Segment revenue		
	Plastic Moulded Furniture	1,293,951,475	1,096,696,822
	Aluminum Composite Panel	4,149,829	89,175,005
	Revenue from operations	1,298,101,304	1,185,871,827
B.	Segment results		
	Profit (+) / Loss (-) before Interest and Tax		
	Plastic Moulded Furniture	180,496,555	133,934,368
	Aluminum Composite Panel	(11,285,248)	(22,204,206)
	TOTAL	169,211,307	111,730,162
	Less : Financial Expenses	3,757,451	1,154,701
	Add : Un-allocable Income	6,270,969	3,643,664
	Profit before tax	171,724,825	103,826,125
C.	Other Information		
	Segment Assets		
	Plastic Moulded Furniture	752,756,298	627,754,961
	Aluminum Composite Panel	32,110,142	66,299,647
	Unallocated Corporate Assets	24,378,923	26,645,525
	Total Assets	809,245,363	720,700,133
	Segment Liabilities		
	Plastic Moulded Furniture	132,029,114	87,189,362
	Aluminum Composite Panel	1,063,942	3,549,810
	Unallocated Corporate Liabilities	27,182,101	73,351,242
	Total Liabilities	160,275,157	164,090,414
	Capital Expenditure		
	Plastic Moulded Furniture	43,819,708	23,042,608
	Aluminum Composite Panel	Nil	299,880
	Unallocated Capital Expenditure	422,543	1,424,560
	TOTAL	44,242,251	24,767,048
	Depreciation		
	Plastic Moulded Furniture	30,746,487	22,498,700
	Aluminum Composite Panel	1,100,645	2,751,665
	Unallocated Depreciation	2,883,434	2,923,747
	TOTAL	34,730,566	28,174,112

4. Related Party disclosure.

Related Party Disclosures as required under Accounting Standard on 'Related Party Disclosure' issued by the Institute of Chartered Accountants of India are given below:

(A) Name of the Related Parties and descriptions of Relatives.
Joint Venture Company

Prima Dee-lite Plastics s.a.r.l.

Key Management personnel

Mr. Bhaskar M. Parekh (Chairman) (DIN – 00166520); Mr. Dilip M. Parekh (Managing Director) (DIN – 00166385); Mr. Pratik B. Parekh; Mr. Paras B. Parekh; Mrs. Hina V. Mehta (DIN – 07201194)

Entities over which the key management personnel and or their relatives are able to exercise significant influence.

Firms (Where the Director has substantial interest)

M/s. Classic Plastics, M/s. Sanya Plastics and M/s. National Plastics and Allied Industries

NOTES TO FINANCIAL STATEMENTS**(B) The following transactions were carried out with the related parties in the ordinary course of business.**

(₹)

Particulars	2015-16	2014-15
Key Management Personnel		
Remuneration to Directors	7,779,200	6,799,200
Remuneration to Relatives	2,879,200	2,879,200
Sitting fees to Non-Executive Director	30,000	Nil
Other Entities		
Purchase of Raw Materials	8,767,526	7,461,408
Purchase of Capital Goods	753,161	554,207
Payment of Rent	5,525,399	4,823,856
Reimbursement of Expenses	79,038	115,132
Other Entities	Nil	554,207
Sale of Raw Material	666,800	Nil

Balances receivable / payable at the end of the year.

Particulars	2015-16	2014-15
Other Entities.		
Rent Deposit (Dr.)	2,500,000	2,500,000

5. Earning per Share (EPS).

Particulars	2015-16	2014-15
Net Profit after tax as per statement of Profit & Loss attributable to Equity Shareholders.	122,773,539	66,950,931
Weighted Average number of equity shares used as denominator for calculating EPS	11,000,470	11,000,470
EPS- Basic/Diluted (in ₹)	11.16	6.08
Face Value per equity shares (in ₹)	10	10

6. a. Value of Import on CIF basis.

Particulars	2015-16	2014-15
Raw material	57,467,827	185,797,146
Capital goods	40,064,098	14,721,804
Others	Nil	4,501,243

b. Earnings in Foreign Exchange.

Particulars	2014-15	2013-14
Export of Finished Goods on FOB basis	176,873,598	173,447,765

As per our Report of even date attached

For G. P. Kapadia & Co.
Chartered Accountants
Firm Regn. No.104768W

Kirit N. Mehta
Partner
Membership No.15759
Mumbai
May 30, 2016

Manoj O. Toshniwal
Chief Financial Officer

Nidhi Goradia
Company Secretary
ACS 22240

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

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

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BALLOT FORM**Prima Plastics Limited****CIN – L25206DD1993PLC001470**

Registered Office – 98/4, Prima House, Daman Industrial Estate, Kadaiya, Daman – 396 210 (U.T.)

Email – investor@primaplastics.com, Tel – (0260) 2220445, Fax – (0260) 2221845, Web Site – www.primaplastics.com

I / We hereby exercise my/our vote(s) in respect of the following resolutions to be passed for the business stated in the Notice of the 22nd Annual General Meeting to be held on Saturday, September 24, 2016 by conveying my / our assent or dissent to the resolutions by placing tick (✓) mark in the appropriate box below:

Resolution No	RESOLUTIONS	VOTING	
		For	Against
1	To receive, consider and adopt the audited financial statements including the audited consolidated financial statements of the Company for the financial year ended March 31, 2016 together with the Reports of the Board of Directors and the Auditors thereon.		
2	To confirm the payment of 1 st Interim Dividend and 2 nd Interim Dividend on Equity Shares by the Board of Directors of the Company.		
3	To appoint a Director in place of Shri Bhaskar M. Parekh (Director Identification No. – 00166520), who retires by rotation and being eligible, offers himself for reappointment.		
4	To ratify the appointment of M/s. G. P. Kapadia & Co., Chartered Accountants (ICAI Registration No. 104768W), Mumbai as the Statutory Auditors of the Company.		

Place :**Date :****Signature of the Member or Authorised Representative**

Note: Please read the instructions carefully before exercising your vote.

Instructions

1. A member desiring to exercise vote by Assent/ Dissent should complete this (no other form or photocopy thereof is permitted) and send it to the Scrutinizer - Shri Sadashiv V. Shet, Practicing Company Secretary, Goa and send the same at their cost to reach the Scrutinizer at the registered office of the Company on or before the close of working hours i.e 5.00 p.m. on September 23, 2016. All Forms received after this date will be strictly treated as if the reply from such Member has not been received.
2. This Form should be completed and signed by the Shareholder (as per the specimen signature registered with the Company / Depository Participants). In case of joint holding, this Form should be completed and signed by the first named Shareholder and in his absence, by the next named Shareholder.
3. In respect of shares held by corporate and institutional shareholders (companies, trusts, societies etc.) the completed Assent / Dissent Form should be accompanied by a certified copy of the relevant Board Resolution / appropriate authorization, with the specimen signature(s) of the authorized signatory(ies) duly attested.
4. The consent must be accorded by recording the assent in the column "FOR" or dissent in the column "AGAINST" by placing a tick mark (✓) in the appropriate column in the Form. The assent or dissent received in any other form shall not be considered valid.
5. Members are requested to fill the Form in indelible ink and avoid filling it by using erasable writing medium(s) like pencil.
6. There will be one Assent / Dissent Form for every folio / Client id irrespective of the number of joint holders.
7. A member may request for a duplicate Assent / Dissent Form, if so required and the same duly completed should reach the Scrutinizer not later than the date specified under instruction No.1 above.
8. Members are requested not to send any other paper along with the Assent / Dissent Form. They are also requested not to write anything in the Assent / Dissent Form except giving their assent or dissent and putting their signature. If any such other paper is sent the same will be destroyed by the Scrutinizer.
9. The Scrutinizer's decision on the validity of the Assent / Dissent Form will be final and binding.
10. Incomplete, unsigned or incorrectly ticked Assent / Dissent Forms will be rejected.

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 22nd ANNUAL GENERAL MEETING of the Company at Hotel Princess Park, Devka Beach, Nani Daman, Daman (U.T.), Pin - 396 210 Saturday, September 24, 2016 at 11.30 a.m.

 Signature of the Member/ Proxy

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: _____ or failing him;

as my / our proxy to attend and vote (on a poll) for me / us and on my / behalf at the 22nd ANNUAL GENERAL MEETING of the Company at Hotel Princess Park, Devka Beach, Nani Daman, Daman (U.T.), Pin - 396 210 Saturday, September 24, 2016 at 11.30 a.m. and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	RESOLUTIONS
1	To receive, consider and adopt the audited financial statements including the audited consolidated financial statements of the Company for the financial year ended March 31, 2016 together with the Reports of the Board of Directors and the Auditors thereon.
2	To confirm the payment of 1 st Interim Dividend and 2 nd Interim Dividend on Equity Shares by the Board of Directors of the Company.
3	To appoint a Director in place of Shri Bhaskar M. Parekh (Director Identification No. – 00166520), who retires by rotation and being eligible, offers himself for reappointment.
4	To ratify the appointment of M/s. G. P. Kapadia & Co., Chartered Accountants (ICAI Registration No. 104768W), Mumbai as the Statutory Auditors of the Company.

Signed this _____ day of _____ 2016.

Signature of Shareholder: _____

Affix
Revenue
Stamp

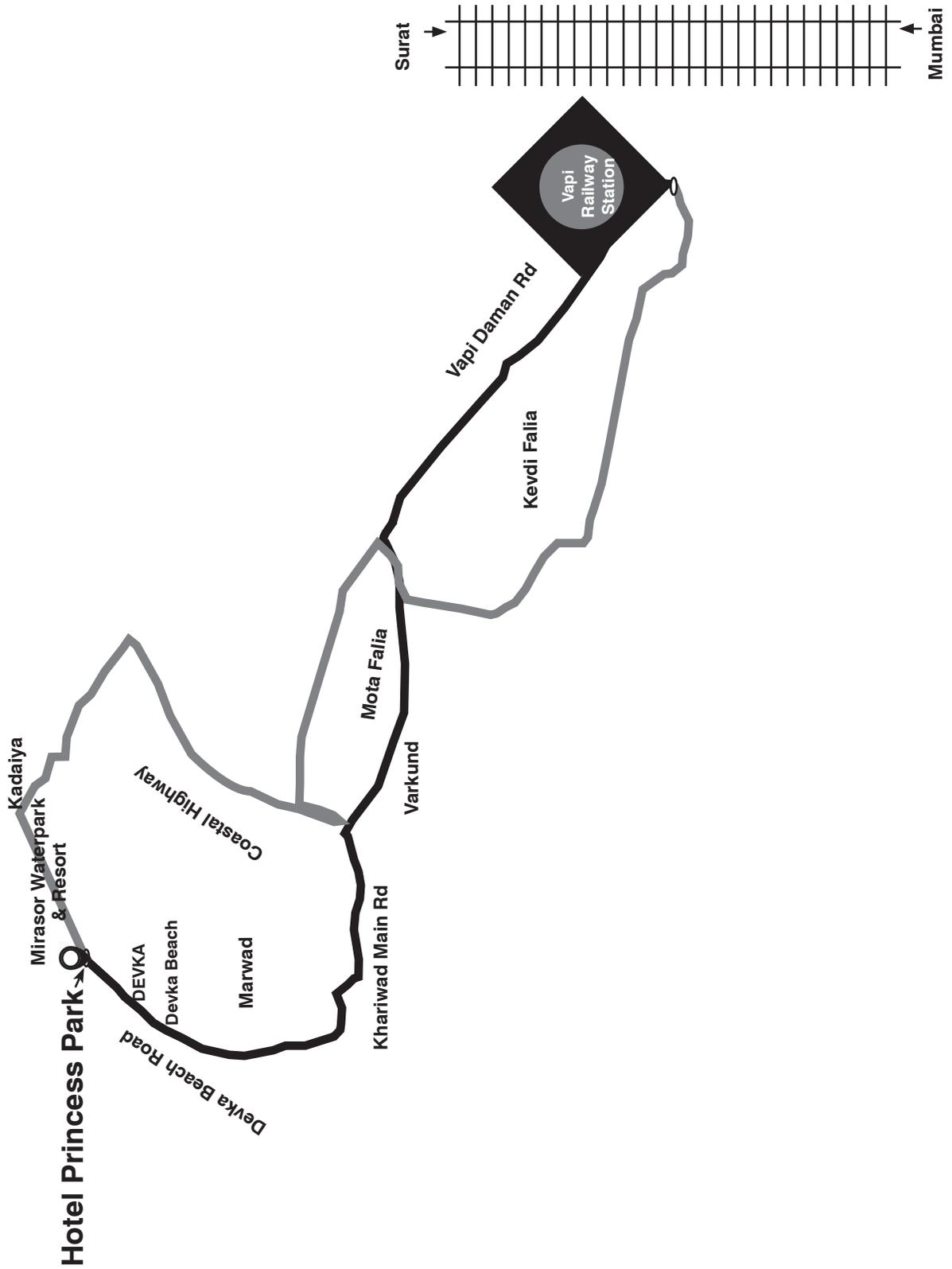
Signature of first proxy holder_____
Signature of second proxy holder_____
Signature of third proxy holder

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.

Route Map



FINANCIAL HIGHLIGHTS - PPL STANDALONE					₹ In lacs
Particulars	2015-16	2014-15	2013-14	2012-13	2011-12
Revenue from Operations	9,403.36	8,631.92	7,883.19	7,107.83	6,013.56
Total Income	9,784.56	8,873.03	7,966.37	7,569.21	6,110.02
Earnings Before Depreciation, Finance Cost and Tax Expenses (EBDIT)	1,406.57	652.12	684.70	596.91	520.39
Depreciation	176.34	113.53	163.76	160.70	150.92
Finance Cost	26.32	106.49	113.61	96.78	93.70
Profit Before Tax	1,203.91	432.10	407.33	339.43	275.77
Taxes	241.41	87.87	88.44	76.00	56.84
Profit After Tax	962.50	344.23	318.89	263.43	218.93
Dividend %	20.00	15.00	10.00	10.00	10.00
Dividend Payout	220.00	165.00	110.00	110.00	110.00
Equity Share Capital	1,100.05	1,100.05	1,100.05	1,100.05	1,100.05
Reserves and Surplus	3,839.56	3,141.86	3,150.36	2,960.17	2,824.59
Net Worth	4,939.61	4,241.91	4,250.41	4,060.22	3,924.64
Gross Fixed Assets	3,895.12	4,189.88	4,248.51	4,178.98	4,013.94
Net Fixed Assets	1,046.58	1,140.37	1,234.22	1,313.09	1,290.92
Total Assets	5,700.08	5,400.27	6,145.01	5,735.63	5,612.41
Debtors	1,494.93	1,374.38	1,663.50	1,384.63	1,488.87
Inventories	1,553.58	1,821.87	1,944.39	1,732.81	1,419.95
Current Assets	4,400.01	3,967.11	4,357.86	3,894.09	3,742.83
Current Liabilities	623.77	1,002.79	1,851.21	1,617.99	1,687.77
Ratio					
Operating / Total Revenue %	14.96	7.55	8.69	8.40	8.65
Net Profit / Total Income %	10.24	3.99	4.00	3.48	3.58
Debtors Turnover (Day)	56	57	77	71	90
Current Ratio	7.05	3.96	2.35	2.41	2.22
EPS	8.75	3.13	2.90	2.39	1.99
CEPS	10.35	4.16	4.39	3.86	3.36
Book Value	44.90	38.56	38.64	36.91	35.68



EXPORT AWARD WINNER



PRIMA PLASTICS LTD.

CORPORATE OFFICE



An ISO 9001 :2008 Company

41, National House, Chandivali Junction, Saki Vihar Road Andheri (E) Mumbai – 400 072. India
Phone No.+91 22 2857 4765 / 8 / 9
Fax:+91 22 2857 2859

REGISTERED OFFICE

98/4, Prima House Daman Industrial Estate, Kadaiya, Nani Daman, Daman (U.T.) – 396 210.
Phone No.+91 260 222 1845

Website: www.primoplastics.com Email: investor@primoplastics.com