

43rd
Annual Report
2021-22



KLJ PLASTICS LIMITED



KLJ PLASTICS LIMITED

43rd ANNUAL REPORT – 2021-22

CIN: L25209TG1978PLC002334

Board of Directors

Smt. Kalpana Seth	-Director
Sh. Laxminarayan Sunthwal	-Director
Sh. Ramesh Chandra Kandpal	-Independent Director
Sh. Laxmi Pat Bhutoria	-Independent Director
Sh. Deepak Bajaj	-Whole-Time Director

Registered Office:

3-5-1089/12, Opp. YMCA,
Narayanguda, Hyderabad,
Telangana – 500029
Website: www.kljplastics.in
Email-id: kljplastic@yahoo.com
Tel No: 011-25459706

Corporate Office:

KLJ House, 8A, Shivaji Marg,
Najafgarh Road, New Delhi- 110015

Chief Financial Officer

Sh. Laxminarayan Sunthwal

Company Secretary & Compliance Officer

Ms. Chhavi Sharma

Statutory Auditors

M/s Laxminiwas & Co.
Firm Registration No: 011168S
Chartered Accountants
6-3-569, 4th Floor, Above BMW Show Room
Opp. RTA Office, Khairatabad
Hyderabad, Telangana – 500 082

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KLJ PLASTICS LIMITED

Regd. Office: 3-5-1089/12, Opp. YMCA, Narayanguda, Hyderabad-500029

Tel: 011-25459706, E-mail: kljplastic@yahoo.com,

Website: www.kljplastics.in CIN: L25209TG1978PLC002334

NOTICE OF 43rd ANNUAL GENERAL MEETING

NOTICE is hereby given that the 43rd Annual General Meeting of the members of KLJ Plastics Limited will be held on Thursday, 29th September, 2022 at 10:30 A.M. at the Registered Office of the Company at 3-5-1089/12, Opp. YMCA, Narayanguda, Hyderabad, Telangana—500029 to transact the following business:

ORDINARY BUSINESS:

Item No. 1- Adoption of Audited Annual Financial Statement

To receive, consider and adopt the audited annual financial statement of the Company for the financial year ended 31st March, 2022 and the reports of the Board of Directors and Auditors thereon and in this regard, to pass the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT the audited annual financial statement of the Company for the financial year ended 31st March, 2022 and the reports of the Board of Directors and Auditors thereon laid before this meeting, be and are hereby received, considered and adopted.”

Item No. 2- Re-Appointment of M/s Laxminiwas & Co., Chartered Accountants (FRN: 011168S) as Statutory Auditors of the Company and to authorize the board to fix their remuneration

To re-appoint Statutory Auditors and to authorize the board to fix their remuneration and in this regard to Consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to Section 139, 141 and 142 and all other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force) M/s Laxminiwas & Co., Chartered Accountants (Firm Registration No. 011168S), be and are hereby re-appointed as Statutory Auditors of the Company for a second term of 5 (five) consecutive years, who shall hold office from the conclusion of this Annual General Meeting till the conclusion of 48th Annual General Meeting of the Company (to carry out the Statutory Audit of the Company for Financial Year 2022-23 to 2026-27).

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to fix the Remuneration of Statutory Auditors for the Statutory Audit to be conducted by them for each of Financial Year from 2022-23 to 2026-27 as may be mutually agreed between the Statutory Auditors and the Board.”

Item No. 3- Re-Appointment of Director

To appoint Sh. Laxminarayan Sunthwal (DIN: 06940577), who retires by rotation and being eligible offers himself for re-appointment and in this regard, to pass the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013, Sh. Laxminarayan Sunthwal (DIN: 06940577), who retires by rotation at this meeting and being eligible has offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.”

SPECIAL BUSINESS

Item 4: Appointment of Sh. Laxmi Pat Bhutoria (DIN: 07143023) as an Independent Director

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

“RESOLVED THAT Sh. Laxmi Pat Bhutoria (DIN: 07143023) who was appointed as an Additional Director of the Company in the Capacity of Non-executive Independent Director, with effect from 24th December, 2021 by the board of Directors and who holds office up to the date of the forthcoming Annual General Meeting of the company in terms of Section 161(1) of the Companies Act, 2013 (“the Act”) and who is eligible for appointment and in respect of whom the company has received a notice in writing from a member, proposing his candidature for the office of Director under Section 160 of Companies Act, 2013, be and is hereby appointed as a Director of the Company.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with Schedule IV to the Act (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended from time to time, and pursuant to the recommendation of the Nomination & Remuneration Committee and the Board of Directors, the appointment of Sh. Laxmi Pat Bhutoria (DIN: 07143023) who has submitted a declaration that he meets the criteria for independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015, as amended, and who is eligible for appointment as an Independent Director of the company, not liable to retire by rotation, for a term of 5 (five) consecutive years commencing from 24th December, 2021 up to 23rd December, 2026, be and is hereby approved.

RESOLVED FURTHER THAT the Board of Directors of the Company and/or Company Secretary of the Company, be and are hereby authorised to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution.”

Item 5: Appointment of Sh. Ramesh Chandra Kandpal (DIN: 09445473) as an Independent Director

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

“RESOLVED THAT Sh. Ramesh Chandra Kandpal (DIN: 09445473) who was appointed as an Additional Director of the Company in the Capacity of Non-executive Independent Director, with effect from 24th December, 2021 by the board of Directors and who holds office up to the date of the forthcoming Annual General Meeting of the company in terms of Section 161(1) of the Companies Act, 2013 (“the Act”) and who is eligible for appointment and in respect of whom the company has received a notice in writing from a member, proposing his candidature for the office of Director under Section 160 of Companies Act, 2013, be and is hereby appointed as a Director of the Company.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with Schedule IV to the Act (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended from time to time, and pursuant to the recommendation of the Nomination & Remuneration Committee and the Board of Directors, the appointment of Sh. Ramesh Chandra Kandpal (DIN: 09445473), who has submitted a declaration that he meets the criteria for independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015, as amended and who is eligible for appointment as an Independent Director of the company, not liable to retire by rotation, for a term of 5 (five) consecutive years commencing from 24th December, 2021 up to 23rd December, 2026, be and is hereby approved.

RESOLVED FURTHER THAT the Board of Directors of the Company and/or Company Secretary of the Company, be and are hereby authorised to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution.”

Item No. 6: To alter the main Object Clause of Memorandum of Association of the company by adding a new sub-clause no. 3

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

“RESOLVED THAT pursuant to the provisions of Section 13 and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the Clause III (a) of Memorandum of Association

of the Company dealing with the main objects to be pursued by the company be altered by adding the following new object as sub-clause 3

3. *To carry on the business as importers, exporters, processors, buyers, sellers, suppliers, stockiest, agents, merchants, distributors, wholesalers and marketers of Chemical and Petrochemical products, compounds, polymers, base oil, organic and inorganic chemical products, derivatives and solvents of petrochemicals and all kind of chemical products and other tradeable commodities.*

RESOLVED FURTHER THAT the Board of directors of the Company be and is hereby authorised to do all such acts, deeds and things and to sign and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid Resolution along with filing of necessary e-forms with the Registrar of Companies, Hyderabad.”

Item No. 7: To adopt new set of Memorandum of Association of the Company in conformity with the Companies Act, 2013

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

“**RESOLVED THAT** pursuant to the provisions of Section 4, 13 and all other applicable provisions of the Companies Act, 2013, if any, read with Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the draft Clauses as contained in the Memorandum of Association of the Company, in line with Table A of Schedule – I to the Companies Act, 2013, as recommended by the Board of Directors of the Company, be and is hereby approved and adopted in substitution, and to the entire exclusion of the Clauses contained in the existing Memorandum of Association of the Company.

RESOLVED FURTHER THAT the Board of directors of the Company be and is hereby authorised to do all such acts, deeds and things and to sign and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid Resolution along with filing of necessary e-forms with the Registrar of Companies, Hyderabad.”


Item No. 8: To adopt new set of Articles of Association of the Company in conformity with the Companies Act, 2013

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

“**RESOLVED THAT** pursuant to the provisions of section 5 and 14 and all other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the new set of Articles of Association based on Table F of the Companies Act, 2013, as recommended by the Board of Directors be and is hereby approved and adopted in substitution, and to the entire exclusion, of the clauses contained in the existing Articles of Association of the Company.

RESOLVED FURTHER THAT the Board of directors of the Company be and is hereby authorised to do all such acts, deeds and things and to sign and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid Resolution along with filing of necessary e-forms with the Registrar of Companies, Hyderabad.”

By order of the Board of Directors
For **KLJ PLASTICS LIMITED**


(Chhavi Sharma)
Company Secretary
Membership No.: A67433

5th September, 2022
New Delhi

NOTES:

1. A member entitled to attend and vote at the 43rd Annual General Meeting (the “Meeting”) is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the Company. The instrument appointing the proxy should, however, 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 a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total paid up share capital of the Company carrying voting rights. A member holding more than ten percent of the total paid up 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. The holder of proxy shall prove his identity at the time of attending the Meeting.
3. Members desiring any information relating to the accounts are requested to write to the Company well in advance so as to enable the management to keep the information ready.
4. A Statement pursuant to Section 102(1) of the Companies Act, 2013 (“the Act”), relating to the Special Business to be transacted at the Meeting is annexed hereto.
5. Members are requested to notify immediately changes, if any, in their registered addresses to the Company at 3-5-1089/12, Opp. YMCA, Narayanguda, Hyderabad -500 029.
6. The Notice convening the 43rd Annual General Meeting has been uploaded on the website of the company at www.klplastics.in.
7. The Company has not provided the facility of voting through electronic means to its shareholders as per the provisions of Section 108 of the Companies Act, 2013.
8. The Register of Members and the Share Transfer Books of the Company will remain closed from Saturday, 24th September, 2022 to Thursday 29th September, 2022 (both days inclusive), for the purpose of ensuing Annual General Meeting (AGM).
9. Attendance slip, proxy form and the route map, showing directions to reach the meeting venue are annexed to the Notice.
10. Corporate members intending to send their authorised representative(s) to attend the Meeting are requested to send to the Company a certified true copy of the relevant Board Resolution together with the specimen signature(s) of the representative(s) authorised under the said Board Resolution to attend and vote on their behalf at the Meeting.
11. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote at the Meeting.
12. In terms of Section 152 of the Act, Sh. Laxminarayan Sunthwal (DIN: 06940577) Director, retires by rotation at the Meeting and being eligible, offers himself for re-appointment. The Nomination and Remuneration Committee of the Board and the Board of Directors of the Company recommends his re-appointment. Details of the Director retiring by rotation, as required to be provided pursuant to the provisions of (i) the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (ii) Secretarial Standard on General Meetings (“SS-2”) are provided herein below:

Name	Sh. Laxminarayan Sunthwal
Date of Birth	05/02/1964
Age	58 years
Date of first Appointment on Board	05/08/2014
Qualification	Graduate

Experience (including expertise in specific functional area)/ Brief Resume	40 years of experience in Finance & Marketing
Remuneration last drawn	Nil
No. of Meetings attended during the year	2 (Two)
Relationship with other Directors/Key Managerial Personnel	Nil
Directorships held in other public companies (excluding foreign and section 8 companies)	Nil
Membership/Chairmanship of committees of other public companies (includes only Audit Committee and Stakeholders' Relationship Committee)	Nil
Number of Shares held in the Company	Nil

13. Members / Proxies / Authorized Representatives are requested to bring the duly completed Attendance Slip enclosed herewith to attend the AGM.
14. All relevant documents referred to in the Notice are open for inspection by the members at the Registered Office of the Company on all working days (i.e., except Sundays and Public Holidays) during business hours up to the date of the Meeting. The aforesaid documents will also be available for inspection by members at the Meeting.
15. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts or arrangements in which directors are interested under Section 189 of Companies Act, 2013, will be available for inspection at the Annual General Meeting.
16. Members desiring any information relating to the accounts are requested to write to the Company well in advance so as to enable the management to keep the information ready.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

ITEM NO. 4

The Board, based on the recommendation of the Nomination and Remuneration committee (NRC), appointed Sh. Laxmi Pat Bhutoria (DIN: 07143023) as an Additional Director of the Company with effect from 24th December, 2021. In accordance with the provisions of Section 161(1) of Companies Act, 2013, Sh. Laxmi Pat Bhutoria holds office up to the date of this Annual General Meeting and is eligible for appointment as a Director.

Based on the recommendation of Nomination and Remuneration committee and subject to the approval of the members, Sh. Laxmi Pat Bhutoria was also appointed as an Independent Director of the company, not liable to retire by rotation, for a period of 5 (five) years commencing from 24th December, 2021 to 23rd December, 2026, in accordance with the provisions of Section 149 read with Schedule IV of the Act.

Pursuant to the provisions of Secretarial Standard on General Meetings ("SS-2"), a brief profile of Sh. Laxmi Pat Bhutoria, including nature of his expertise, are provided herein below:

Name	Sh. Laxmi Pat Bhutoria
Date of Birth	22 nd October, 1959
Age	62 Years
Date of first Appointment on Board	24 th December, 2021
Qualification	10 th Pass
Experience (including expertise in specific functional area)/ Brief Resume	Business Strategy
Remuneration last drawn	NIL
No. of Meetings attended during the year	2 (Two)
Relationship with other Directors/Key Managerial	NIL

Personnel	
Directorships held in other companies	NIL
Membership/Chairmanship of committees of other companies	NIL
Number of Shares held in the Company	NIL

Sh. Laxmi Pat Bhutoria has consented to act as a Director of the Company and has given his declaration to the Board that he meets the criteria of independence as provided under section 149(6) of the Act and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015 ('Listing Regulations'). Further Sh. Laxmi Pat Bhutoria is not disqualified from being appointed as a Director in terms of Section 164 of the Act. Sh. Laxmi Pat Bhutoria has confirmed that he is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualification of Directors) Rules, 2014, with respect to his registration with the databank of Independent Directors maintained by the Indian Institute of Corporate Affairs ('IICA').

In the opinion of the Board, Sh. Laxmi Pat Bhutoria fulfills the conditions specified in the Companies Act, 2013 read with relevant rules issued thereunder and the Listing Regulations, for his appointment.

A copy of the draft Letter of Appointment for Independent Director, setting out terms and conditions of appointment of Independent Directors is available for inspection at the Registered Office of the Company during business hours on any working day, by the members.

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

Except Sh. Laxmi Pat Bhutoria, none of the Directors and Key Managerial Personnel of the company or their respective relatives is concerned or interested in the resolution mentioned at Item No. 4 of the Notice, except to the extent of their shareholding in the company, if any.

ITEM NO. 5

The Board, based on the recommendation of the Nomination and Remuneration committee (NRC), appointed Sh. Ramesh Chandra Kandpal (DIN: 09445473) as an Additional Director of the Company with effect from 24th December, 2021. In accordance with the provisions of Section 161(1) of Companies Act, 2013, Sh. Ramesh Chandra Kandpal holds office up to the date of this Annual General Meeting and is eligible for appointment as a Director.

Based on the recommendation of Nomination and Remuneration committee and subject to the approval of the members, Sh. Ramesh Chandra Kandpal was also appointed as an Independent Director of the company, not liable to retire by rotation, for a period of 5 (five) years commencing from 24th December, 2021 to 23rd December, 2026, in accordance with the provisions of Section 149 read with Schedule IV of the Act.

Pursuant to the provisions of Secretarial Standard on General Meetings ("SS-2"), a brief profile of Sh. Ramesh Chandra Kandpal, including nature of his expertise, are provided herein below:

Name	Sh. Ramesh Chandra Kandpal
Date of Birth	13 th May, 1972
Age	50 Years
Date of first Appointment on Board	24 th December, 2021
Qualification	Graduate
Experience (including expertise in specific functional area)/ Brief Resume	Academics, Research and Training
Remuneration last drawn	NIL
No. of Meetings attended during the year	1 (One)
Relationship with other Directors/Key Managerial Personnel	NIL
Directorships held in other companies	NIL
Membership/Chairmanship of committees of other companies	NIL

Number of Shares held in the Company	NIL
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Sh. Ramesh Chandra Kandpal has consented to act as a Director of the Company and has given his declaration to the Board that he meets the criteria of independence as provided under section 149(6) of the Act and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015 ('Listing Regulations'). Further Ramesh Chandra Kandpal is not disqualified from being appointed as a Director in terms of Section 164 of the Act. Sh. Ramesh Chandra Kandpal has confirmed that he is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualification of Directors) Rules, 2014, with respect to his registration with the databank of Independent Directors maintained by the Indian Institute of Corporate Affairs ('IICA').

In the opinion of the Board, Sh. Ramesh Chandra Kandpal fulfills the conditions specified in the Companies Act, 2013 read with relevant rules issued thereunder and the Listing Regulations, for his appointment.

A copy of the draft Letter of Appointment for Independent Director, setting out terms and conditions of appointment of Independent Directors is available for inspection at the Registered Office of the Company during business hours on any working day, by the members.

The Board recommends the Ordinary Resolution set out at Item No. 5 of the Notice for approval of the members.

Except Sh. Ramesh Chandra Kandpal, none of the Directors and Key Managerial Personnel of the company or their respective relatives is concerned or interested in the resolution mentioned at Item No. 5 of the Notice, except to the extent of their shareholding in the company, if any.

ITEM NO. 6

The Company was engaged in the business of manufacturing of woven sacks, HDPE and PP Bags. However, the company intends to undertake trading business activities related to chemical and petrochemical products, compounds, derivatives and solvents of petrochemicals and other tradeable commodities which shall be more advantageous to the growth of the company. In order to enable the company to undertake the said business as above, it is proposed to alter the main Object Clause by adding a new sub-clause no. 3 to Clause III (a) of Memorandum of Association of the company. By virtue of Section 13 of the Companies Act, 2013, approval of the members by way of special resolution is a prerequisite to alter the main Object Clause of Memorandum of Association of the Company.

The Board of Directors in its meeting held on 05.09.2022 has recommended the alteration in main Object Clause of the Memorandum of Association of the Company, to the shareholders of the Company.

The New Draft Memorandum of Association (MOA) of the company after addition of new object, is open for inspection by the members of the company at the registered office of the company during business hours on all working days up to the date of the meeting. A copy of the new MOA shall be given to the members of the company upon receipt of a request for the same, in writing, during the notice period. The new draft MOA will also be available for inspection by members at the meeting.

The Board recommends the Special Resolution as set out at Item No. 6 of the Notice for approval by the Members.

None of the Directors or Key Managerial Personnel of the Company including their relatives is concerned or interested in the Resolution, financially or otherwise, except to the extent of their shareholding, if any, in the Company.

ITEM NO. 7

The existing Memorandum of Association ("MOA") is based on the Companies Act, 1956 and some clauses in the existing Memorandum of Association are no longer in conformity with the Companies Act, 2013 ("the Act"). The new Memorandum of Association to be substituted in place of existing Memorandum of Association is based on Table A to the Schedule I of the Companies Act, 2013 which sets out the model Memorandum of Association for a Company limited by shares. The alteration of MOA requires the approval of the shareholders by means of a Special Resolution pursuant to Section 13 of the Act. The Board of Directors in its meeting held on 05.09.2022 has recommended the alteration of MOA by the shareholders of the Company, to bring the same in conformity with Companies Act, 2013.

The New Draft Memorandum of Association (MOA) of the company after substitution as per Companies Act, 2013, is open for inspection by the members of the company at the registered office of the company during business hours on all working days up to the date of the meeting. A copy of the new MOA shall be given to the members of the company

upon receipt of a request for the same, in writing, during the notice period. The new draft MOA will also be available for inspection by members at the meeting.

The Board recommends the Special Resolution as set out at Item No. 7 of the Notice for approval by the Members.

None of the Directors or Key Managerial Personnel of the Company including their relatives is concerned or interested in the Resolution, financially or otherwise, except to the extent of their shareholding, if any, in the Company.

ITEM NO. 8

The existing Articles of Association ("AOA") of the Company is based on the Companies Act, 1956 and several clauses /regulations in the existing AOA contain references to specific sections of the Companies Act, 1956 which are no longer in force. Considering that substantive sections of the Companies Act which deal with the general working of the Company stand notified, it is proposed to alter the existing AOA to align it with the provisions of Companies Act, 2013 ("the Act") by adoption of regulations contained in Table-F of Schedule I to the Companies Act, 2013, so far as they are applicable to Private Company except so far as they have been expressly modified. The alteration of AOA requires the approval of the shareholders by means of a Special Resolution pursuant to Section 14 of the Act. The Board of Directors in its meeting held on 05.09.2022 has recommended the alteration of AOA by the shareholders of the Company, to bring the same in conformity with Companies Act, 2013.

The New Draft Articles of Association (AOA) of the company after substitution as per Companies Act, 2013, is open for inspection by the members of the company at the registered office of the company during business hours on all working days up to the date of the meeting. A copy of the new AOA shall be given to the members of the company upon receipt of a request for the same, in writing, during the notice period. The new draft AOA will also be available for inspection by members at the meeting.

The Board recommends the Special Resolution as set out at Item No. 8 of the Notice for approval by the Members.

None of the Directors or Key Managerial Personnel of the Company including their relatives is concerned or interested in the Resolution, financially or otherwise, except to the extent of their shareholding, if any, in the Company.

By order of the Board of Directors
For KLJ PLASTICS LIMITED



(Chhavi Sharma)
Company Secretary
Membership No. A67433

Date: 5th September, 2022
Place: New Delhi



KLJ PLASTICS LIMITED

Regd. Office: 3-5-1089/12, Opp. YMCA, Narayanguda, Hyderabad- 500029
CIN: L25209TG1978PLC002334

Form No. MGT-11

Proxy Form

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

43rd Annual General Meeting – Thursday, 29th September, 2022 at 10:30 A.M

Name of the member(s):

Registered Address:

E-mail ID:

I/We, being the member (s) of shares of the above named company, hereby appoint

1. Name:.....

Address :.....

E-mail Id :.....

Signature :....., or failing him/her

2. Name:

Address :.....

E-mail Id :.....

Signature :....., or failing him/her

3. Name:

Address :.....

E-mail Id :.....

Signature :.....

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 43rd Annual General meeting of the company to be held on Thursday, 29th September, 2022 at 10:30 a.m at 3-5-1089/12, Opp. YMCA, Narayanguda, Hyderabad-500029 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution n no.	Resolution	fo r	agai nst
ORDINARY BUSINESS			
1.	Adoption of audited annual Financial Statement and the Report of the Board of Directors and Auditors thereon, for the Financial Year ended 31 st March, 2022.		
2.	Re-Appointment of M/s Laxminiwas & Co., Chartered Accountants (FRN: 011168S) as Statutory Auditors of the Company and to fix their remuneration		
3.	Re-appointment of Sh. Laxminarayan Sunthwal (DIN: 06940577), as a Director, liable to retire by rotation.		
SPECIAL BUSINESS			
4.	Appointment of Sh. Laxmi Pat Bhutoria (DIN: 07143023), as an Independent Director of the company (Ordinary Resolution).		
5.	Appointment of Sh. Ramesh Chandra Kandpal (DIN: 09445473), as an Independent Director of the company (Ordinary Resolution).		
6.	To alter the main Object Clause of Memorandum of Association of the company by adding a new sub-clause no. 3 (Special Resolution)		
7.	To adopt new set of Memorandum of Association of the company in conformity with the Companies Act, 2013 (Special Resolution)		
8.	To adopt new set of Articles of Association of the company in conformity with the Companies Act, 2013 (Special Resolution)		



Signed this..... day of.....2022

Affix
Revenue
Stamp

Signature of shareholder

Signature of Proxy holder(s)

Note:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
2. A Proxy need not be a member of the Company.
3. For the Resolutions, Explanatory Statement and Notes, please refer to the Notice of the 43rd Annual General Meeting.

KLJ PLASTICS LIMITED

Regd. Office: 3-5-1089/12, Opp. YMCA, Narayanguda, Hyderabad- 500029

CIN: L25209TG1978PLC002334

ATTENDANCE SLIP

Registered Folio No. /DP ID No. /Client ID No.

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No. of shares held:

--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--

I certify that I am a member/proxy/authorized representative for the member of the company. I hereby record my presence at the 43rd Annual general meeting of the company on Thursday, 29th September, 2022 at 10.30 a.m. at 3-5-1089/12, Opp. YMCA, Narayanguda, Hyderabad- 500029.

.....
Name of the member/proxy
(in BLOCK letters)

.....
Signature of shareholder / Proxy

NOTE: Please fill the Folio/DP ID-Client ID No. and name and sign the Attendance Slip and hand it over at the Attendance verification Counter at the ENTRANCE OF THE MEETING HALL

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Route Map to the Venue of 43rd Annual General Meeting of KLJ Plastics Limited

Venue of meeting: 3-5-1089/12, Opp. YMCA, Narayanguda, Hyderabad, Telangana -500 029





DIRECTORS' REPORT

To
The Members,
KLJ Plastics Limited

The Directors have pleasure in presenting the 43rd Annual Report of the Company, together with the financial statements, for the year ended 31st March, 2022.

1. Financial Performance

(Amount in Rupees)

Particulars	Year ended 31 st March, 2022	Year ended 31 st March, 2021
Total Revenue	1,01,22,084	2,88,42,115
Total Expenses	79,49,607	74,52,984
Profit before Finance Cost, Depreciation and Tax	81,45,139	2,83,23,071
Finance Cost	58,83,414	68,47,400
Depreciation	89,248	86,540
Profit before Tax	21,72,477	2,13,89,131
Tax Expenses	(5,66,481)	(53,61,745)
Profit after tax	16,05,996	1,60,27,386
Earnings per Equity Share (Basic & Diluted)	5.35	53.42

2. Performance and State of Company's Affairs

The Company has achieved total revenue of Rs. 1,01,22,084 as compared to Rs. 2,88,42,115 in the corresponding previous year. EBIDTA for the year was Rs. 81,45,139 as compared to Rs. 2,83,23,071 for the previous year. Profit after Tax (PAT) stood at Rs. 16,05,996 as against Rs. 1,60,27,386 in the previous year.

The Company was in lockout from 2nd May, 1997 to 15th October, 2002 and subsequently, the Company closed its operations with effect from 25th April, 2004 due to labour unrest. Thereafter, the Company could not revive its operations due to mounting losses and its entire net worth got eroded. For restarting its operations, the Company is exploring new business opportunities and making efforts to improve its performance.

3. Reserve and Surplus

Net surplus in the statement of Profit & loss for the financial year 2021-22 is carried to the Retained earnings.

4. Dividend

The Board of Directors has not proposed any dividend for the Financial Year ended 31st March, 2022.

5. Deposits

Your Company has not accepted any deposits covered within the meaning of Section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014.

6. Directors and Key Managerial Personnel

During the year, Sh. Ramesh Chandra Kandpal (DIN: 09445473) and Sh. Laxmi Pat Bhutoria (DIN: 07143023) were appointed as Additional Directors of the Company in the capacity of Non-executive Independent Directors, effective from 24th December, 2021.

Further, during the year under review, Ms. Chhavi Sharma was appointed as Company secretary of the Company, effective from 24th December, 2021.

Sh. Laxminarayan Sunthwal (DIN: 06940577), Director of the Company retires at the ensuing Annual General Meeting and being eligible seeks re-appointment. The Nomination and Remuneration Committee and the Board of Directors recommend his re-appointment. A brief resume of Sh. Laxminarayan Sunthwal proposed to be re-appointed, as stipulated under SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 and the Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, is provided in notes to the notice forming part of the Annual Report.

7. Declaration from Independent Directors

The Company has received declarations from all the Independent directors of the Company confirming that they meet the criteria of Independence as prescribed under sub-section (6) of Section 149 of the Companies Act, 2013 and under Regulation 16 (1)(b) of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 as amended. The declarations received from all the Independent directors were taken on record by the Board of Directors.

In the opinion of the Board, all the Independent Directors possess the integrity, expertise and experience including the proficiency required to be Independent Directors of the Company, fulfill the conditions of independence as specified in the Act and the Listing Regulations and are independent of the management and have also complied with the Code for Independent Directors as prescribed in Schedule IV of the Companies Act, 2013.

8. Change in Nature of business

There has been no change in the nature of business of the Company during the financial year under review.

9. Statutory Auditors and Auditor's Report

Pursuant to the provisions of Section 139 of the Act read with Companies (Audit and Auditors) Rules, 2014 as amended from time to time M/s Laxminiwas & Co., Chartered Accountants (Firm Registration No. 011168S), were appointed as Statutory Auditors of the Company for a period of 5 years from the conclusion of 38th Annual General Meeting of the Company till the conclusion of the 43rd Annual General Meeting to be held in the year 2022 (to carry out the statutory audit for financial year 2017-18 to 2021-22). The present term of Statutory Auditors expires at the conclusion of the ensuing Annual General Meeting.

M/s. Laxminiwas & Co., Chartered Accountants (Firm Registration No. 011168S), being eligible for re-appointment, have confirmed their eligibility and have consented as such under Section 141 of the Companies Act, 2013 and the rules framed there under for their re-appointment as Statutory Auditors of the Company from the conclusion of ensuing 43rd Annual General Meeting till the conclusion of 48th Annual General Meeting of the Company (to carry out the Statutory Audit of the Company for Financial Year 2022-23 to 2026-27). The Board recommends their re-appointment in the ensuing Annual General Meeting.

The Auditor's Report is qualified wherein the statutory auditors have stated that value of building in the Balance sheet includes Rs. 19,04,551 as value of Guest House that is not in the possession of company.

The Board of Directors states that the ownership of the building and sale transaction is challenged in the Civil Court at Hyderabad to declare the transaction null and void.

10. Secretarial Audit and Secretarial Audit Report

M/s. Deepthi Chawla & Associates, Company Secretaries (ICSI COP No. 8759), New Delhi, a firm of Company Secretaries in Practice have conducted Secretarial Audit of the Company for the financial year 2021-22. The Secretarial Audit Report for the financial year ended 31st March, 2022 is annexed herewith as 'Annexure –A' to this Report.

The Secretarial Auditor has observed in her report dated 2nd September, 2022 that the Company has not provided remote e-voting facility to the shareholders.

The Board of Directors states that the Company will take suitable steps to comply with the same.

11. Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo

In the opinion of the Board, the particulars in respect of conservation of energy and technology absorption, as required under Section 134(3) (m) of the Companies Act, 2013 read with the Companies (Accounts) Rule, 2014 have not been provided as the energy consumption by the Company was minimal and the Company was not required to absorb any new technology as there were no operations in the company during financial year 2021-22.

The Company has neither earned any foreign exchange nor has any foreign exchange outgo during the year.

12. Number of Meetings of the Board and Board Committees

6 (Six) meetings of the Board were held during the financial year 2021-22. For details of the meetings of the Board, please refer to the Corporate Governance Report, which forms part of the Annual Report. The Company has the following Board Committees:

1. Audit Committee
2. Stakeholders Relationship Committee
3. Nomination and Remuneration Committee

Composition and other details of the Board Committees are provided in the Corporate Governance Report which forms part of the Annual Report

13. Nomination And Remuneration Policy for the Directors, Key Managerial Personnel and other Employees

On the recommendation of Nomination and Remuneration Committee, the Company has formulated a Nomination and Remuneration Policy in terms of Section 178 of the Companies Act, 2013 read with Regulation 19 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, laying down *inter-alia*, the criteria for appointment and payment of remuneration to Directors, Key Managerial Personnel and Senior Employees of the Company, a summary of which is annexed as Annexure "B" to this Report. Details of the policy on appointment and remuneration are available on the website of the Company (URL: <http://www.kljplastics.in>).

14. Annual Return

A copy of the Annual Return of the company containing the particulars prescribed under section 92(3) read with section 134(3)(a) of the Companies Act, 2013 and the relevant rules issued thereunder, in the form MGT-7 shall be uploaded post conclusion of ensuing Annual General Meeting, on the website of the company in the Investor Relations Section and can be accessed from <http://www.kljplastics.in>.

15. Particulars of Loans, Guarantees or Investments under Section 186 of the Companies Act, 2013

During the year under review, the Company has neither provided any Guarantees or Securities in connection with a loan nor has it made any Investments in securities covered under Section 186 of the Companies Act, 2013. Further, the details of loan and advances covered under the provisions of Section 186 of the Companies Act, 2013, are given in the notes to the Financial Statements.

16. Contracts or arrangements with Related Parties under Section 188(1) of the Companies Act, 2013

During the year under review, the Company has not entered into any contract or arrangement with related parties as specified in Section 188 of Companies Act, 2013, which could be considered 'material'. There were no transactions that are required to be reported in Form AOC-2, hence said form does not form part of this report.

17. Significant and material orders passed by the regulator(s) or court(s) or tribunal(s) impacting the going concern status and company's operations in future

During the year under review, the Company has not received any significant or material orders passed by the Regulator(s), Court(s) or Tribunal(s) which shall impact the going concern status and Company's operations in future.

18. Subsidiary Companies, Associates and Joint Venture Companies

The Company does not have any subsidiary, Associate or Joint Venture Company.

19. Internal Financial Control Systems and their Adequacy

The Company has adequate internal financial control systems with reference to its financial statement as required under Section 143(3)(i) of the Companies Act, 2013 and such internal financial control systems have been operating effectively.

20. Investor Relations

Your Company always endeavors to promptly respond to shareholders' requests/grievances. Each and every issue raised by the shareholders is taken up with priority and every effort is made to resolve the same at the earliest.

21. Business Risk Management

Business Risk Evaluation and Management is an ongoing process within the Organization. At present the company has not identified any element of risk which may threaten the existence of the company.

22. Material Changes and Commitments between the end of the Financial Year and the Date of the Board Report

No material changes and commitments have occurred after the close of the year till the date of this Report, which affect the financial position of the Company.

23. Particulars of frauds, if any, reported under sub-section (12) of section 143 other than those which are reportable to the Central Government

No frauds have been reported under sub-section (12) of Section 143 of the Companies Act, 2013 by the auditors of the Company.

24. Audit Committee

The Audit Committee of the Board has been formed in compliance with the provisions of Section 177 of the Companies Act, 2013 read with Regulation 18 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Audit Committee as on 31st March, 2022 comprises of two Independent Directors namely Sh. Laxmi Pat Bhutoria and Sh. Ramesh Chandra Kandpal and one Non-Executive Director namely Sh. Laxminarayan Sunthwal. Other relevant details as required under SEBI Regulations have been given in the Corporate Governance Report which forms part of the Annual Report. The Board has accepted all the recommendations made by the Audit Committee during the year.

25. Vigil mechanism

A Vigil Mechanism as per provision of section 177(9) of Companies Act, 2013, has been established for Directors and Employees to report to the management about suspected or actual frauds, unethical behavior or violation of the Company's code.

26. Formal Annual Evaluation of Board and Individual Directors

Pursuant to the applicable provisions of the Companies Act, 2013 and SEBI Regulations, the board has carried out an annual evaluation of its performance as well as of its committees and individual Directors, including Chairperson of the board. In a separate meeting of independent directors, performance of non-independent directors, the Board as a whole and the Chairperson of the Company was evaluated, taking into account the views of executive directors and non-executive directors.

27. Secretarial Standards

The Company has complied with the Secretarial Standards issued by the Institute of Company Secretaries of India for the financial year 2021-22.

28. Maintenance of Cost Records

Section 148(1) of the Companies Act, 2013 with regard to maintenance of Cost Records is not applicable on the Company. Therefore Cost Records have not been maintained by the Company.

29. Disclosure Under Sexual Harassment of Women At Workplace (Prevention Prohibition And Redressal) Act, 2013

The Company is committed to provide a healthy work environment and thus does not tolerate any discrimination and/or harassment in any form to its women employees. As per the provisions of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, the company is not required to constitute an Internal Complaints Committee. Further During the year under review, nil complaints were reported pursuant to Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

30. Details of application(s) or proceeding(s) pending against the Company under Insolvency and Bankruptcy Code, 2016

No application(s) were made or any proceeding(s) were pending against the company under the Insolvency and Bankruptcy Code, 2016.

31. Details of Valuation done at the time of one time settlement and while taking loan from Bank(s) or financial institution(s)

During the year under review, Rule 8 (5) (xii) of Companies (Accounts) Rules, 2014 was not applicable.

32. Corporate Governance and Shareholders Information

A Report on Corporate Governance for the period ended 31st March, 2022, as stipulated under SEBI Regulations has been provided in a separate section and forms part of the Annual Report.

33. Particulars of Employees

There were no employees who were in receipt of emoluments as mentioned in Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

34. Corporate Social Responsibility

During the year, provisions of Section 135 of Companies Act, 2013 read with relevant rules issued there under relating to Corporate Social Responsibility are not applicable to the company.

35. Director's Responsibility Statement

In terms of Section 134 (5) of the Companies Act, 2013, the directors hereby confirm that:

- In the preparation of the annual accounts for the year ended 31st March 2022, the applicable accounting standards have been followed and no material departures have been made for the same
- The directors have selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for that period.
- 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.
- The directors have prepared the annual accounts on a going concern basis.
- The directors have laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and are operating effectively.
- The directors have devised proper system to ensure compliance with the provisions of all applicable laws and that such system were adequate and operating effectively.

36. Acknowledgement

Your Company and its Directors wish to extend their sincere thanks to the Members of the Company, Bankers, State Government, Local Bodies, Customers, Suppliers, Executives, Staff and workers at all levels for their continuous cooperation and assistance.

**For and on behalf of Board of Directors of
KLJ PLASTICS LIMITED**


(Deepak Bajaj)
Whole-Time Director
DIN: 08191638


(Kalpana Seth)
Director
DIN: 06949098

Date: 5th September, 2022
Place: New Delhi

Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31st March, 2022

**[Pursuant to section 204(1) of the Companies Act, 2013 and Rule No.9 of the Companies
(Appointment and Remuneration Personnel) Rules, 2014]**

To
The Members
KLJ Plastics Limited
3-5-1089/12, Opp YMCA
Narayanguda Hyderabad
Telangana- 500029

I, **Deepti Chawla**, Proprietor of **Deepti Chawla & Associates**, Company Secretaries have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **KLJ Plastics Limited**(CIN: **L25209TG1978PLC002334**) (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on 31st March, 2022 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, 2022 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 to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; - Not applicable to the Company during the period of audit
 - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; - Not applicable to the Company during the period of audit
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; - Not applicable to the Company during the period of audit



- (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; - Not applicable to the Company during the period of audit and
- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; - Not applicable to the Company during the period of audit

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India;
- (ii) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

I further report that:

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

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. During the period under review, Sh. Laxmi Pat Bhutoria and Sh. Ramesh Chandra Kandpal were appointed as an Independent Director of the company with effect from 24th December 2021. Ms. Chhavi Sharma has been appointed as the Company Secretary of the Company with effect from 24th December 2021.

The equity shares of the company are listed on the Calcutta Stock Exchange (CSE). During the period under review, an application for revocation of suspension was made by the Company on 3rd February 2022 to CSE. The suspension was revoked by the exchange vide its letter no. CSE/LD/15487/2022 dated 23rd March, 2022 and was admitted for dealing effective from 30th March 2022.

According to the information and explanation given to us, the Company has not been regular in complying with the obligations as laid down under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. However, the Company has initiated the compliance of regulation 23(9), 13(3), 31 and 33 (3), 31(14, 34, 30 and 42 (2), 46 and 44(1) after the revocation of suspension by the stock exchange.

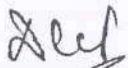
The Company has not provided remote e-voting facility to the shareholders.

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.

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

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.

For Deepti Chawla & Associates
Company Secretaries


Deepti Chawla,
Proprietor
FCS No.: 11445
C P No.: 8759



Place: New Delhi

Dated: 2nd September 2022

UDIN: F011445D000893788

P.R cert No.2578/2022 dt. 14th August 2022

Deepti Chawla & Associates

Company Secretaries

102,DDA SFS Flats

Sector 3, Dwarka

New Delhi-110 078

Ph: 9971067554

Email id: dchawla.cs@gmail.com

To

The Members

KLJ Plastics Limited

3-5-1089/12, Opp YMCA

Narayanguda Hyderabad

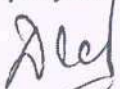
Telangana- 500029

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

1. Maintenance of Secretarial record is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the Secretarial records. The verification was done on test check basis to ensure that correct facts are reflected in Secretarial records. I believe that the process and practices, I followed provide a reasonable basis of my opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Where ever required, I have obtained the Management representation about the compliance of laws, rules and regulations and happening of events.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedure on test check basis.
6. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For **Deepti Chawla & Associates**

Company Secretaries



Deepti Chawla

Proprietor

FCS No.: 11445

C P No.: 8759



Place: New Delhi

Dated: 2nd September 2022

UDIN: F011445D000893788

P.R cert No.2578/2022 dt. 14th August 2022

POLICY ON DIRECTORS APPOINTMENT AND REMUNERATION

A. Introduction

This Policy on Directors Appointment and Remuneration of Directors, Key Managerial Personnel, Senior Management Personnel has been formulated in accordance with the provisions of Section 178 of the Companies Act, 2013 (the Act) and SEBI Regulations by the Nomination and Remuneration Committee of the Directors of the Company.

B. Definitions

Directors: Directors other than Whole-time Director(s) and/or Managing Director(s) appointed under the provisions of the Companies Act, 2013 and rules made there under.

Key Managerial Personnel: Whole Time Director, Chief Financial Officer and Company Secretary.

Senior Management Personnel: Members of the Corporate Leadership Team of the Company and Key Managerial Personnel.

C. Terms of Reference

The Board of Directors of the Company has constituted a Nomination and Remuneration Committee. Its terms of reference are as follows:

- Formulation of the criteria for determining qualifications, positive attributes and independence of a director.
- Formulation of criteria for evaluation of Independent Directors and the Board.
- Formulation of policies for remuneration to Directors, Key Managerial Personnel and Senior Management Personnel.
- to determine or recommend the appointments of Executive, Non-Executive Directors to the Board
- identify the candidates who have qualified to become directors and to recommend all elements of remuneration packages of Executive and Non-executive directors

D. Criteria for recommending a person to become a Director

The Committee shall take into consideration the following criteria of qualification, positive attributes and independence for recommending to the Board, the appointment of Director(s).

1. Qualifications & Experience

The incumbent should have appropriate skills, experience and knowledge in one or more fields of finance, law, management, sales & marketing, operations, research, corporate governance, education, community service or other disciplines.

2. Attributes/Qualities

The incumbent Director should have one or more of the following attributes:

- Respect for and strong willingness to imbibe the Company's Core Values.
- Honesty and Professional integrity.
- Strategic capability with business vision.
- Entrepreneurial spirit and track record of achievements.
- Ability to be independent.
- Reasonable financial expertise.
- Association in the fields of Business/Corporate world/Finance/Education/Community Service.

E. Eligibility Criteria & Remuneration of Key Managerial Personnel & Senior Management Personnel

The eligibility criteria for appointment of key managerial personnel and senior management personnel shall be in accordance with the job description of the relevant position. In particular, the position of Key Managerial Personnel should be filled by senior personnel having relevant qualifications and experience.



The remuneration structure for Key Managerial Personnel and Senior Management Personnel shall be as per the Company's remuneration structure taking into account factors such as level of experience, qualification, performance and suitability which shall be reasonable and sufficient to attract, retain and motivate them.

The remuneration may consist of fixed and incentive pay/retention bonus reflecting short and long-term performance objectives appropriate to the working of the Company and its goals.

The aforesaid employees may also be provided any facility, perquisites, commission, accommodation, interest free loans or loans at concessional rate in accordance with the policies framed for the employees or any category thereof. However loan to the Directors who are KMPs shall be governed by such approvals as may be required by the Companies Act, 2013.

**For and on behalf of Board of the directors of
KLJ PLASTICS LIMITED**


(Deepak Bajaj)
Whole Time Director
DIN: 08191638


(Kalpana Seth)
Director
DIN: 06949098

Date: 5th September, 2022
Place: New Delhi

CORPORATE GOVERNANCE REPORT

I. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

The governance structures are created to protect the interests of and generate long term sustainable value for all stakeholders – customers, employees, partners, investors and the community at large. The business of the Company is governed and supervised by Board of Directors and together with the management they are committed to uphold the principles of good management practices across all activities.

II. BOARD OF DIRECTORS

The Board of Directors ("the Board") is responsible for maintaining good Corporate Governance in the Company. The Board of Directors is entrusted with the ultimate responsibility of the management, corporate affairs, direction and performance of the Company and has been vested with requisite powers, authorities and duties. The functional Management of the Company is headed by the Directors of the company which look after the day-to-day affairs of the Company.

a) Composition of Board

Your Company's Board has an optimum combination of Executive and Non-Executive Directors. As on 31st March, 2022, the Board of Directors comprised of 5 (five) directors out of which 2 (two) were Independent Directors. The Board is headed by a Non-Executive Chairperson. Accordingly, the composition of the Board as on 31st March, 2022, was in accordance with Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (hereinafter "SEBI Regulations") read with Section 149 of the Companies Act, 2013. The Composition of the Board as on 31st March, 2022 is as appended below:

Sl. No.	Name of Director	DIN	Category	Date of Joining the Board	No. of Shares held in the Company
1.	Sh. Deepak Bajaj	08191638	Executive/Whole Time Director	03/08/2018	-
2.	Sh. Laxmi Narayan Sunthwal	06940577	Non-Executive Director/ Chief Financial Officer	05/08/2014	-
3.	Smt. Kalpana Seth	06949098	Non-Executive Director/Chairperson	21/12/2015	-
4.	Sh. Ramesh Chandra Kandpal	09445473	Non-Executive Independent Director	24/12/2021	-
5.	Sh. Laxmi Pat Bhutoria	07143023	Non-Executive Independent Director	24/12/2021	-

b) Board Meetings and Board Procedures

During the year, the Board of the Company met 6 (Six) times on 22nd June, 2021, 4th August, 2021, 4th September, 2021, 12th November, 2021, 24th December, 2021 and 14th February, 2022. The maximum gap between any two Board meetings was less than 120 days as stipulated by Section 173 of the Companies Act, 2013 read with SEBI Regulations. Meetings of the Board were generally held at Corporate Office of the Company situated at New Delhi.

All the members of the Board were provided with requisite information as required as per SEBI Regulations well before the Board Meeting. None of the Directors is disqualified for appointment as director under Section 164 of the Companies Act, 2013.

Further, the company has received a certificate from Ms. Deepti Chawla, Practicing Company Secretary (ICSI CP No. 8759), New Delhi, confirming that none of the directors on the board of the company have been debarred or disqualified from being appointed or continuing as directors of companies by the Securities and Exchange Board of India or Ministry of Corporate Affairs or any such other statutory authority.

The Board of Directors of your Company plays a pivotal role in ensuring good governance and functioning of the Company. The Board's role, functions, responsibility and accountability are clearly defined. All relevant information as mandated by the regulations is placed before the Board. The Board reviews compliance reports of all laws applicable to the Company, as well as steps taken by the Company to rectify the instances of non-compliances, if any.

c) Inter-se relationship

The Directors of the Company are not related inter-se.

d) Directors' Attendance Record and Directorships

Attendance of Directors at Board Meetings during the year, last Annual General Meeting ("AGM") and details of other Directorship and Chairmanship/Membership of Committees of each Director are appended below:

Sl. No.	Name of Directors ¹	No. of other Directorship ¹	No. of Committee Memberships / Chairmanships in other Indian Public Companies		Attendance Particulars			Directorship in other Listed Entity (Category of Directorship)
			Member ²	Chairman ²	No. of Board Meetings		Attendance at last AGM Attended	
					Held	Attended		
1.	Sh. Deepak Bajaj	Nil	Nil	Nil	6	5	Yes	-
2.	Sh. Laxmi Narayan Sunthwal	Nil	Nil	Nil	6	2	No	-
3.	Smt. Kalpana Seth	1	1	1	6	6	Yes	KLJ Resources Limited (Non-Executive director)
4.	Sh. Laxmi Pat Bhutoria*	Nil	Nil	Nil	6	2	No	-
5.	Sh. Ramesh Chandra Kandpal*	Nil	Nil	Nil	6	1	No	-

*Sh. Laxmi Pat Bhutoria and Sh. Ramesh Chandra Kandpal has been appointed as an Independent Directors of the Company w.e.f. 24th December, 2021.

Notes:

1. The Directorships held by Directors as mentioned above does not include KLJ Plastics Limited, alternate directorships and directorships in foreign companies, companies registered under Section 8 of the Companies Act, 2013 and Private Limited Companies.
2. In accordance with the SEBI Regulations, Memberships /Chairmanships of only the Audit Committees and Stakeholders Relationship Committee of all other public limited Companies have been considered.

e) Independent Directors

The Company currently has 2 Non-Executive Independent Directors which comprise 40% of the total strength of the Board of Directors. During the year under review, no independent Director has resigned from the company.

During the year under review, the Board of Directors, based on the recommendation made by the Nomination & Remuneration Committee appointed Sh. Laxmi Pat Bhutoria and Sh. Ramesh Chandra Kandpal as an Additional Directors of the Company in the capacity of Non-Executive Independent Directors with effect from 24th December, 2021, subject to the approval of the shareholders in the ensuing annual general meeting.

Based on the confirmations/declarations received from the Independent directors, the Board opines that all the Independent Directors fulfill the conditions of independence as specified in the SEBI (LODR), Regulations, 2015 and are independent of the management.

f) Independent Directors Meeting

The Independent Directors met once during the year under review on 24th March, 2022 without the attendance of Non-Independent Directors. Both the Independent Directors namely Sh. Laxmi pat Bhutoria and Sh. Ramesh Chandra kandpal were present in that meeting. The appointment of Independent Directors is in compliance with Section 149 read with schedule IV of the Companies Act, 2013 and with the provision of SEBI Regulations.

III. COMMITTEES OF BOARD

a. Audit Committee

The Board of the Company has duly constituted an Audit Committee, comprising of three Directors. As at 31st March, 2022, the Audit Committee comprised of one non-executive and two independent directors. The constitution of the Audit Committee meets the requirement of Section 177 of the Companies Act, 2013 and SEBI Regulations. All the members of the Committee were provided with requisite information as required by the SEBI Regulations.

- I. The Audit Committee of the Company is entrusted with the responsibility to supervise the Company's internal controls and financial reporting processes.
- II. The committee met 5 (five) times during the year under review. The meetings were held on 22nd June, 2021, 2nd August, 2021, 10th November, 2021, 24th December, 2021 and 14th February, 2022. The composition of the audit committee as on 31st March, 2022 are given below:

Name	Status
Sh. Laxmi Pat Bhutoria*	Chairman
Sh. Ramesh Chandra Kandpal**	Member
Sh. Laxminarayan Sunthwal***	Member

*Sh. Laxmi Pat Bhutoria has been appointed as an Independent Director of the company and Chairman of the Audit Committee with effect from 24th December, 2021.

**Sh. Ramesh Chandra Kandpal has been appointed as an Independent Director of the company and member of the Audit Committee with effect from 24th December, 2021.

***Sh. Laxminarayan Sunthwal has resigned from the chairmanship of the committee and appointed as member effective from 24th December, 2021.

b. Nomination And Remuneration Committee

In terms of Section 178 of the Companies Act, 2013 and Regulation 19 of SEBI Regulations, the Board has constituted the Nomination and Remuneration Committee. The Committee comprises of one non-executive and two independent Directors. The composition of the Nomination and Remuneration committee as on 31st March, 2022, are given below:

Name	Status
Sh. Ramesh Chandra Kandpal *	Chairman
Sh. Laxmi Pat Bhutoria**	Member
Smt. Kalpana Seth	Member

*Sh. Ramesh Chandra Kandpal has been appointed as an Independent Director of the company and Chairman of the Nomination and Remuneration Committee with effect from 24th December, 2021.

**Sh. Laxmi Pat Bhutoria has been appointed as an Independent Director of the company and member of the Nomination and Remuneration Committee with effect from 24th December, 2021.

- I. The Nomination and Remuneration Committee is entrusted with the responsibilities to determine or recommend the appointments of Executive, Non-Executive Directors to the Board; identify the candidates who have qualified to become directors and to recommend all elements of remuneration package of Executive Director, i.e. salary, benefits, bonuses, pension, if any.

II. The remuneration policy is directed towards rewarding performance, based on review of achievements on a periodical basis. The remuneration policy is in consonance with the existing industry practice.

III. The committee met 2 (Two) time during the year under review. The meetings were held on 1st September, 2021 and 22nd December, 2021.

c. Stakeholders' Relationship Committee.

In terms of Section 178 of the Companies Act, 2013 and the SEBI Regulations, the Board has constituted a Stakeholders' Relationship Committee. The composition of the Stakeholders Relationship Committee as on 31st March 2022, are given below:

Name(s)	Status
Smt. Kalpana Seth*	Chairperson
Sh. Ramesh Chandra Kandpal**	Member
Sh. Laxmi Pat Bhutoria***	Member

*Smt. Kalpana Seth has been appointed as Chairperson of the Committee with effect from 24th December, 2021.

**Sh. Ramesh Chandra Kandpal has been appointed as an Independent Director of the company and member of the Stakeholder's Relationship Committee with effect from 24th December, 2021.

***Sh. Laxmi Pat Bhutoria has been appointed as an Independent Director of the company and member of the Stakeholder's Relationship Committee with effect from 24th December, 2021.

During the year, the committee met 2 (Two) times. The Meetings were held on 3rd February, 2022 and on 3rd March, 2022.

IV. SUBSIDIARY MONITORING FRAMEWORK

As on 31st March, 2022, the Company does not have any Subsidiary Company.

V. COMPLIANCE OFFICER

The Board has designated Ms. Chhavi sharma, Company Secretary as Compliance Officer of the Company.

VI. GENERAL BODY MEETINGS

- The last three Annual General Meetings were held as under:

Financial Year	Date	Time	Venue	No. of Special Resolution Passed
2018-2019	27 th September, 2019	10.30 A.M.	H. No. 3-5-1089/12, Opp. YMCA, Narayanguda Hyderabad Telangana 500029	1
2019-2020	18 th November, 2020	10.30 A.M.	H. No. 3-5-1089/12, Opp. YMCA, Narayanguda Hyderabad Telangana 500029	-
2020-2021	29 th September, 2021	10.30 A.M.	H. No. 3-5-1089/12, Opp. YMCA, Narayanguda Hyderabad Telangana 500029	-

- Postal Ballot held during the Financial Year and Special Resolution, if any, passed though postal ballot:

During the year under review the Company did not conduct any Postal Ballot and no special resolution was passed in last year through postal ballot.

VII. MEANS OF COMMUNICATION

The Company has submitted all quarterly, half yearly and yearly compliances for the year ended on 31st March, 2022 to the Calcutta Stock Exchange Limited. The results are also displayed on the Company's website www.kljplastics.in. During the year under review, no official news releases and presentations were made to analysts/institutional investors.

VIII. GENERAL SHAREHOLDERS INFORMATION

a. General Information

Particulars	Details
Registered Office	H.No. 3-5-1089/12, Opp. YMCA, Narayanguda Hyderabad Telangana 500029
Annual General Meeting: Day/Date/Time/Venue	Thursday, 29 th September, 2022 at 10.30 A.M. H.No. 3-5-1089/12, Opp. YMCA, Narayanguda Hyderabad Telangana 500029
Financial Year	1 st April to 31 st March
Book Closure	Saturday, 24 th September, 2022 to Thursday, 29 th September, 2022 (both days inclusive)
Dividend Payment Date	The Board of Directors of the company has not proposed any dividend for the Financial Year ended 31st March, 2022.
Listing on Stock Exchanges	Calcutta Stock Exchange Limited ("CSE") 7, Lyons Range, Kolkata- 700 001 [Listed w.e.f. 1 st April, 1994] The Company has paid the Listing fee for the year 2021-22 to Calcutta Stock Exchange Limited.
Stock Code	021060
Market Price Data	The Equity Shares of the Company are not traded; hence market price data is not available.

b. Tentative Calendar for the Financial Year 2022-23

Particulars	Dates
First Quarter Results	Mid of August, 2022
Second Quarter Results	Mid of November, 2022
Third Quarter Results	Mid of February, 2023
Fourth Quarter and the year ended Results	Up to end of May, 2023

c. Dematerialization of shares and liquidity

The shares of the Company were not demated as the Company was under lock out and subsequently closed its operations with effect from 25th April 2004.

d. Shareholding Pattern as on 31st March, 2022

Category	Number of Shares Held	Percentage of Shareholding
Promoters & Promoters Group	2,08,630	69.54
Bodies Corporate (other than promoters)	16,310	5.44
Resident Individuals	75,060	25.02
Total	3,00,000	100.00

e. Outstanding GDRS/ADRS/Warrants or any Convertible Instruments, Conversion date and likely impact on Equity

As on the date of this report, there is no outstanding GDRs/ADRs/Warrants/or any other Convertible instruments.

f. Investors' Correspondence may be addressed to: -

Ms. Chhavi Sharma
Company Secretary
KLJ House, 8A, Shivaji Marg,
Najafgarh Road, New Delhi- 110015
E-mail: kljplastic@yahoo.com

IX. DISCLOSURES

a. Basis of related Party Transactions

The details of all transactions with related parties are placed before the audit committee for its prior approval. The Company has entered into related party transactions as set out in the Notes to Accounts, which are not likely to have conflict with the interest of the Company at large.

b. Disclosure of commodity price risks and commodity hedging activities – Nil

c. Whistle Blower Policy

Any instances of non-adherence to the code/any other observed unethical behavior are to be brought to the attention of the Audit Committee.

Further, the mechanism adopted by the Company encourages the Whistle Blower to report genuine concerns or grievances and provides adequate safeguards against victimization of Whistle Blower who avail of such mechanism. Every Director and employee has been provided direct access to the Chairman of the Audit Committee.

d. Compliance with Corporate Governance Requirements specified in Regulations 17 to 27 and Clause (b) to (i) of Sub-Regulation (2) of Regulation 46

Since the paid up equity share capital of the Company does not exceed Rupees Ten Crore and Net Worth of the Company does not exceed Rupees Twenty-Five Crore, therefore certification on compliance of conditions of Corporate Governance is not applicable to the company and the company has voluntarily complied with the corporate governance requirements.

e. Details of non-compliance by the Company

The Company has been in 'Suspended' status with Calcutta Stock Exchange Limited ('CSE') and upon an application made by the Company for Revocation of Suspension, the CSE vide its Notice No. CSE/LD/15487/2022 dated 23rd March, 2022 has revoked the suspension with effect from 30th March, 2022. The Company has paid its listing fee for the financial year 2021-22 to the stock exchange.

f. Details of Total Fees paid to Statutory Auditors of the Company

M/s Laxminiwas & Co., Chartered Accountants (Firm Registration Number 011168S) Hyderabad, are the Statutory Auditors of the Company. The particulars of payment of Statutory Auditors fees are given below:

Particulars	Amount (In Rs.)
Audit fee (inclusive of GST)	53,100
Total	53,100

g. Disclosure in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

Details as required under Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, have been given in the Directors' Report which forms part of the Annual Report.

h. Disclosure of Accounting Treatment

The Company has prepared its financial statements in accordance with Ind-AS to comply with the Accounting Standards specified under Section 133 of the Companies Act, 2013, read with Rule 3 of the Companies (Indian Accounting standard) Rules, 2015 and the relevant provisions of the Act, as applicable, for the year ended 31st March, 2022. In the preparation of Financial Statements, there was no treatment different from that prescribed in Accounting Standards that had been followed.

i. Acceptance of recommendations of Committees by the Board of Directors

In terms of the Listing Regulations, there have been no instances during the year when the recommendations of any committees were not accepted by the Board.

j. Risk Management

At present the company has not identified any element of risk which may threaten the existence of the company.



k. Management Discussion And Analysis Report

A Management Discussion and Analysis for the period ended 31st March, 2022, as stipulated under SEBI Regulations has not been provided as presently there are no operations in the Company. However, the Company is looking into various business opportunities and has proposed alteration of main object to undertake trading business activities related to chemical and petrochemical products.

l. Proceeds from Public Issues, Rights Issues, and Preferential Issues etc.

During the year under review, there were no proceeds from public issues, Right issues or preferential issues.

**For and on behalf of Board of Directors of
KLJ PLASTICS LIMITED**

(Deepak Bajaj)
Whole Time Director
DIN: 08191638

(Kalpana Seth)
Director
DIN: 06949098

Date: 5th September, 2022
Place: New Delhi



CEO AND CFO CERTIFICATION

To,
The Board of Directors
KLJ Plastics Limited

We, the undersigned, in our respective capacities as the Whole Time director and Chief Financial Officer of KLJ Plastics Limited ('the Company') to the best of our knowledge and belief certify that:

(a) We have reviewed the financial statements and the cash flow statement for the financial year ended 31st March, 2022 and to the best of our knowledge and belief, we state that:


- (i) these statements do not contain any materially untrue statement or omit any material fact or contain any statements that might be misleading;
- (ii) these statements together present a true and fair view of the Company's affairs and are in compliance with the existing accounting standards, applicable laws and regulations.

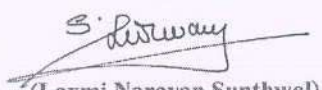
(b) We further state that to the best of our knowledge and belief, there are no transactions entered into by the Company during the year, which are fraudulent, illegal or violative of the Company's code of conduct.

(c) We accept responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of Company's internal control systems pertaining to financial reporting. We have not come across any reportable deficiencies in the design or operation of such internal controls.

(d) We have indicated to the Auditors and the Audit Committee that:

- i. there are no significant changes in internal controls over financial reporting during the year;
- ii. there are no significant changes in accounting policies during the year; and
- iii. there are no instances of significant fraud of which we have become aware.


(Deepak Baja)
Whole Time Director
DIN: 08191638


(Laxmi Narayan Sunthwal)
Chief Financial Officer
PAN: ADVPS0555L

Date: 5th September, 2022
Place: New Delhi



**INDEPENDENT AUDITOR'S REPORT
TO THE MEMBERS OF KLJ PLASTICS LIMITED**

Report on the Audit of the Financial Statements

Qualified Opinion

We have audited the accompanying financial statements of **KLJ Plastics Limited** ("the Company") which comprise the Balance Sheet as at 31st March, 2022, the Statement of Profit and Loss (including Other Comprehensive Income), the Cash Flow Statement and the Statement of Changes in Equity for the year then ended and notes to the financial Statements, including a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the financial statements").

In our opinion and to the best of our information and according to the explanations given to us, except for the possible effect of the matters described in the basis of Qualified opinion paragraph, the aforesaid financial statements give the information required by the Companies Act, 2013, as amended ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India specified under Section 133 of the Act, of the state of affairs (financial position) of the Company as at 31st March 2022, its profit (financial performance including other comprehensive income), its cash flows and the changes in equity for the year ended on that date.

Basis of Qualified Opinion

The Company's property plant & equipment consisting of building is carried in the Balance Sheet at **Rs. 19,04,551** is not in the possession of the company. The ownership of the building and sale transaction is challenged in the Civil Court at Hyderabad to declare the transaction null and void refer note no. 23 of the financial statements for further details.

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



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Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period.

Based on our audit and professional judgment, we have determined that there are no key audit matters.

Other Information

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual Report but does not include the financial statements and our auditor's report thereon.

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

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit, or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

The Company's Board of Directors are responsible for the matters stated in Section 134(5) of the Companies Act, 2013 (the 'Act') with respect to the preparation of these financial statements that give a true and fair view of the state of affairs (financial position), profit or loss (financial performance including other comprehensive income), cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards ('Ind AS') specified under Section 133 of the Act.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding 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.



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

The Board of Directors are responsible for overseeing the financial reporting process of the company.

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has an adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern.

If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the standalone *financial statements, including the disclosures, and whether the standalone financial statements* represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in

- (i) planning the scope of our audit work and in evaluating the results of our work; and
- (ii) to evaluate the effect of any identified misstatements in the financial statements.

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



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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the **Annexure A**, a statement on the matters specified in the paragraph 3 and 4 of the order.
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 (including other comprehensive income), the Cash Flow Statement, and the statement of changes in equity dealt with by this report are in agreement with the books of account;
 - (d) In our opinion, the aforesaid financial statements comply with the IND AS specified under Section 133 of the Act.
 - (e) on the basis of the written representations received from the directors and taken on record by the Board of Directors, none of the directors is disqualified as of 31st March 2022 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**" to this report; 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 did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
 - (ii) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
 - (iii)
 - (a) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person or entity, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediaries shall, whether,
 - i. directly or indirectly lend or invest in other person or entity identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or
 - ii. provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;



- (b) The management has represented that, to the best of its knowledge and belief, no funds have been received by the company from any person or entity, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether,
- i. directly or indirectly, lend or invest in other person or entity identified in any manner whatsoever by or on behalf of the Funding Parties ("Ultimate Beneficiaries") or
 - ii. provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
- (c) Based on the audit procedures that were considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement.
- (iv) The company has not declared any dividend during the year.

For Laxminiwas & Co.
Chartered Accountants
Firm's Registration Number: 011168S


Prem Chander
Partner

Membership Number: 015987

Hyderabad
Date: 27th May, 2022
UDIN: 22015987AJSRPF2192



Annexure A to the Auditors' Report

The Annexure referred to in the Independent Auditors' Report to the members of the Company on the financial statements for the year ended 31st March, 2022, we report that:

- (i) a. The Company is maintaining proper records showing full particulars including quantitative details and situation of property plant & equipment and intangible assets.
- b. The Company has carried out physical verification of all its property plant & equipment during the year. In our opinion, the frequency of verification is reasonable considering the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.
- c. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties are held in the name of the Company except the Guest house as specified in Note. 23.
- d. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the company has not revalued its property, plant and equipment or intangible assets or both during the year.
- e. According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceeding initiated or are pending against the company for holding any benami property under the Benami Transaction Prohibition Act 1988.
- (ii) a) The company has no inventory; accordingly, the provisions of clause 2 of the CARO, 2020 are not applicable.
- b) According to the information and explanations are given to us and on the basis of our examination of the records of the Company, the company has not been sanctioned a working capital limit in excess of Five crore rupees, in aggregate from banks or financial institutions on the basis of security of current assets.
- (iii) According to the information and explanations given to us and on the basis of our examinations of the records of the company, the company has not made investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, para 3(iii) (a), (b), (c), (d), (e) and (f) are not applicable to the company and hence not commented upon.
- (iv) According to the information and explanations given to us and on the basis of our examination of the records, Company has not undertaken any transactions within the purview of section 185 and 186 of the Act. Accordingly, para 3(iv) of the order is not applicable to the company, hence not commented upon.
- (v) The Company has not accepted any deposits within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, the provisions of clause 3(v) of the Order are not applicable to the Company and hence not commented upon.
- (vi) According to the information and explanations given to us, the Central Government has not prescribed the maintenance of cost records under section 148(1) of the Act, in respect of the services rendered by the Company. Therefore, the Para 3(vi) of the Order is not applicable to the Company and hence not commented upon
- (vii) According to the information and explanations given to us and on the basis of our examination of the records, in respect of statutory dues:
 - a. The company is generally regular in depositing with appropriate authorities undisputed statutory dues including Provident Fund, Employees' State Insurance, Income tax, Sales tax, Wealth tax, Service tax, Customs duty, Excise duty, Value added tax, Goods and Service Tax, Cess and any other statutory



dues applicable to it as on March 31, 2022. No undisputed amounts payable in respect of provident fund, income tax, sales tax, value added tax, duty of customs, service tax, Goods and Service Tax, Cess and other material statutory dues were in arrears as at March 31, 2022 for a period of more than six months from the date they became payable.

b. According to the information and explanations given to us and on the basis of our examination of the records, there are no dues of Income tax, Sales tax, Wealth Tax, Service tax, Customs duty, Excise duty, Value added tax, Goods and Service Tax and Cess which have not been deposited with the appropriate authorities on account of any dispute.

(viii) According to the information and explanations given to us, all the transactions have been recorded completely and there have not been any tax assessments during the year under Income Tax Act, 1961. Therefore, the Para 3(viii) of the Order is not applicable to the Company and hence not commented upon

(ix) (a) According to the information and explanations given to us, the company has not defaulted in repayments of loans or other borrowings or in the payment of interest thereon to any lender, hence the same is not applicable

(b) According to the information and explanations given to us, the company has not been declared wilful defaulter by any bank or financial institution or any other lenders.

(c) According to the information and explanations given to us and on the basis of our examinations of the records of the company, the company has not obtained term loans therefore, the Para 3(ix)(c) of the Order is not applicable to the Company and hence not commented upon

(d) According to the information and explanations given to us, the company has not obtained any short-term loans during the year. Therefore, the Para 3(ix) (d) of the Order is not applicable to the Company and hence not commented upon.

(e) According to the information and explanations given to us, the company does not have any subsidiaries, associates or joint ventures. Therefore, the Para 3(ix) (e) of the Order is not applicable to the Company and hence not commented upon.

(f) According to the information and explanations given to us, the company does not have any subsidiaries, associates or joint ventures. Therefore, the Para 3(ix) (f) of the Order is not applicable to the Company and hence not commented upon.

(x) (a) The Company did not raise any money by way of initial public offer or further public offer (including debt instruments) and term loans during the year. Accordingly, paragraph 3 (x)(a) of the Order is not applicable.

(b) According to the information and explanations given to us, the company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially optionally convertible) during the year, accordingly, paragraph 3 (x)(b) is not applicable.

(xi) (a) Based upon the audit procedures performed for the purpose of reporting the true and fair view of the Financial Statements and according to the information and explanations provided by the management, we report that no fraud by the Company or no material fraud on the Company by the officers and employees of the Company has been noticed or reported during the year.

(b) As no fraud has been reported during the year, hence the compliance with Para 3 (xi)(b) of the order



is not applicable.

(c) According to the information and explanations given to us, there were no whistle-blower complaints in the company. Therefore, the Para 3 (xi) (c) of the Order is not applicable to the Company and hence not commented upon.

(xii) The Company is not Nidhi Company. Therefore, Para 3 (xii) (a), (b) and (c) of the Order is not applicable to the Company.

(xiii) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.

(xiv) (a) Based on our examination of the records of the Company and in accordance with provisions of Companies Act, 2013 based on the size and nature of the business, internal audit is applicable to the company.

(b) The reports of the Internal Auditors for the period under audit were considered by the statutory auditor;

(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. Accordingly, paragraph 3(xv) of the Order is not applicable.

(xvi) (a) 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.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the company, the company has not conducted any Non-Banking Financial or Housing Finance activities, hence para 3 (xvi) (b) of the order is not applicable to the company.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the company, the company is not a core investment company, hence para 3 (xvi) (c) of the order is not applicable to the company.

(d) According to the information and explanations given to us and on the basis of our examination of the records of the company, neither the company nor its group of company is a core investment company, hence para 3 (xvi) (d) of the order is not applicable to the company.

(xvii) The company has not incurred any cash losses in the financial year and in the immediately preceding financial year.


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

(xix) On the basis of financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, there are no material uncertainty exists as on the date of audit report. The Company is capable of meeting its liabilities existing on the date of balance sheet.



- (xx) According to the information and explanation provided to us and based on the examination of records of the company. The company is not subjected to compliance requirement with respect to section 135 of The Companies Act, 2013. Therefore, the Para 3 (xx) (a) & (b) of the Order is not applicable to the Company and hence not commented upon.
- (xxi) According to the information and explanation provided to us and based on the examination of records of the company, it does not hold any subsidiary, joint venture and associate, Therefore, the Para 3 (xxi) of the Order is not applicable to the Company and hence not commented upon.

For Laxminiwas & Co.
Chartered Accountants
Firm's registration number: 011168S


Prem Chander
Partner

Membership number: 015987



Hyderabad,
Date: 27th May, 2022
UDIN: 22015987AJSRPF2192

Annexure - B to the Auditors' Report

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 **KLJ Plastics Limited** ("the Company") as of 31st March 2022 in conjunction with our audit of the 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 (the "Guidance Note") issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's 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 Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

- (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and



- (3) Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

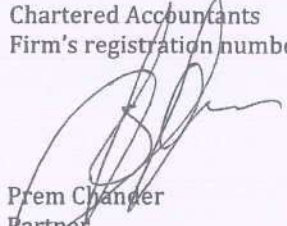
Inherent Limitations of Internal Financial Controls Over Financial Reporting

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, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 2022, 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 Laxminiwas & Co.
Chartered Accountants
Firm's registration number: 011168S


Prem Chander
Partner

Membership number: 015987



Hyderabad,
Date: 27th May, 2022
UDIN: 22015987AJSRPF2192

K L J PLASTICS LIMITED
BALANCE SHEET AS AT 31st March 2022
(All amounts are in rupees , unless otherwise stated)

Particulars	Note	As on 31.03.2022	As on 31.03.2021
ASSETS			
Non-current assets			
(a) Property, plant and equipment	3	7,51,871	8,09,238
(b) Financial Assets			
(i) Other Financial assets	4	30,000	30,000
Total Non - Current Assets		7,81,871	8,39,238
Current assets			
(a) Inventories			
(b) Financial Assets			
(i) Cash and cash equivalents	5	9,51,212	7,92,852
(ii) Other financial assets	6	12,76,16,403	12,22,27,007
(c) Current tax assets (Net)	7	6,44,315	1,31,804
Total Current Assets		12,92,11,930	12,31,51,663
Total Assets		12,99,93,801	12,39,90,901
EQUITY AND LIABILITIES			
Equity			
(a) Equity share capital	8	30,00,000	30,00,000
(b) Other equity		5,78,52,690	5,62,46,694
Total equity		6,08,52,690	5,92,46,694
LIABILITIES			
Non-current liabilities			
(a) Financial Liabilities			
(i) Other long term liabilities	9	6,53,03,807	5,94,21,117
(b) Deferred tax liabilities (net)	10	35,98,159	50,99,571
Total Non - Current Liabilities		6,89,01,966	6,45,20,687
Current liabilities			
(a) Financial Liabilities			
(i) Trade payables	11	1,00,705	1,00,705
(ii) Other financial liabilities	12	1,38,440	1,22,815
(b) Income tax liabilities (net)		-	-
Total Current Liabilities		2,39,145	2,23,520
Total Equity and Liabilities		12,99,93,801	12,39,90,901
Significant Accounting Policies	1&2	-	-

The accompanying notes are integral part of the financial statements

For Laxminiwas & Co
Chartered Accountants - FRN : 011168S

Frem Chander
Partner
M.No : 015987



Date : 27-05-2022
Place: Hyderabad

For and on behalf of the Board of Directors of
For KLJ Plastics Limited
CIN:L25209TG1978PLC002334

Deepak Bajaj
Whole Time Director
Din:08191638

Kalpna Seth
Director
DIN:06949098

Laxmi Narayan Sunthwal
Chief Financial officer

Chhavi Sharma
Company Secretary



K L J Plastics Limited
CASH FLOW STATEMENT FOR THE YEAR ENDED 31st March 2022
(All amounts are in rupees , unless otherwise stated)

Particulars	As on 31-03-2022 (Rs.)	As on 31-03-2021 (Rs.)
A. CASH FLOW FROM OPERATING ACTIVITIES:		
Net profit / Loss before Tax	21,72,477	2,13,89,131
Adjustments for:		
Interest Unwinding	58,82,690	68,45,477
Depreciation	89,248	86,540
Interest - Others	(96,22,084)	(1,06,85,906)
IND AS Modification		(1,77,00,533)
Operating Profit before Working capital Changes	(14,77,669)	(65,291)
Adjustments for working capital changes		
(Increase)/ Decrease Other Financial Assets	9,62,688	88,32,870
Increase/ (Decrease) Trade Payables	-	3,536
Increase/ (Decrease) Other Current Liabilities	15,625	70,342
NET CASH FROM OPERATING ACTIVITIES (Before Tax)	(4,99,356)	88,41,458
Less: Tax Paid	(25,80,403)	(26,65,121)
NET CASH FROM OPERATING ACTIVITIES	(30,79,759)	61,76,337
B. CASH FLOW FROM INVESTING ACTIVITIES:		
Purchase Of Fixed Assets	(31,881)	-
Interest others & Ind AS Adjustment	32,70,000	1,06,85,906
NET CASH FROM INVESTING ACTIVITIES	32,38,119	1,06,85,906
C. CASH FLOW FROM FINANCING ACTIVITIES:		
Repayment of Preference share	-	(1,65,70,600)
NET CASH FROM FINANCING ACTIVITIES	-	(1,65,70,600)
D. Net Increase /(Decrease) in Cash and Cash Equivalent (A+B+C)	1,58,360	2,91,643
Opening Balance in Cash and Cash Equivalents	7,92,852	5,01,209
Closing Balance in Cash and Cash Equivalents	9,51,212	7,92,852

For Laxminiwas & Co
Chartered Accountants - FRN : 0111685

Prem Chander
Partner
M.No : 015987



Date : 27-05-2022
Place: Hyderabad

For and on behalf of the Board of Directors of
For KLJ Plastics Limited
CIN:L25209TG1978PLC002334

Deepak Bajaj
Whole Time Director
Din:08191638

Kalpna Seth
Director
DIN:06949098

Laxmi Narayan Sunthwal
Chief Financial officer

Chhavi Sharma
Company Secretary



K L J PLASTICS LIMITED
STATEMENT OF PROFIT AND LOSS FOR THE HALF YEAR ENDED 31st March 2022
 (All amounts are in rupees , unless otherwise stated)

Particulars	Note	For the year ended 31.03.2022	For the year ended 31.03.2021
Revenue from operations	13	5,00,000	-
Other income	14	96,22,084	2,88,42,115
I. Total Income		1,01,22,084	2,88,42,115
Expenses			
Employee benefits expense	15	1,16,897	40,000
Depreciation and amortization expense	16	89,248	86,540
Finance costs	17	58,83,414	68,47,400
Other expenses	18	18,60,048	4,79,044
II. Total expenses		79,49,607	74,52,984
Profit/(loss) before share of (profit)/loss of an associate and a joint venture, exceptional items and tax from continuing operations		21,72,477	2,13,89,131
Share of (profit)/loss of an associate and a joint venture			
Profit before Exceptional, Extraordinary items & Taxation		21,72,477	2,13,89,131
Exceptional Items(Profit on Sale of Asset)			
Profit/(loss) before tax from continuing operations		21,72,477	2,13,89,131
Tax expense			
Current tax			
Deferred tax - Income(-) / Expenditure (+)	19	20,67,893	27,30,512
(Short)/excess provision for earlier years		(15,01,412)	26,31,233
IV. Total Tax Expense		5,66,481	53,61,745
Profit for the year from continuing operations		16,05,996	1,60,27,386
Discontinued operations			
Profit/(loss) before tax for the year from discontinued operations			
Tax Income/ (expense) of discontinued operations			
Profit/ (loss) for the year from discontinued operations			
Profit/(loss) for the year			
Profit/(loss) for the year		16,05,996	1,60,27,386
Other Comprehensive Income			
i. Items that will not be reclassified to Profit or Loss			
ii. Income tax relating to items that will not be reclassified to Profit or Loss			
iii. Items that will be reclassified to Profit or Loss			
iv. Income tax relating to items that will be reclassified to Profit or Loss			
Total other comprehensive income, net of taxes			
Total Income for the period		16,05,996	1,60,27,386
IX. Basic & Diluted Earnings per Share	25	5.35	53.42

For Laxminiwas & Co
 Chartered Accountants - FRN : 011168S

From Chartered
 Partners
 M.No 015987



Date : 27-05-2022
 Place: Hyderabad

For and on behalf of the Board of Directors of
 For KLJ Plastics Limited
 CIN: L25209TG1978PLC002334

Deepak Bajaj
 Whole Time Director
 Din: 08191638

Kalpna Seth
 Director
 DIN: 06949098

Laxmi Narayan Sunthwal
 Chief Financial officer

Chhavi Sharma
 Company Secretary



KLJ Plastics Limited
Statement of Changes in Equity
(All amounts are in rupees, unless otherwise stated)

A. Equity Share Capital	
Particulars	Amount
Balance as at 31 March, 2021	30,00,000
Changes in Equity Share Capital due to prior period errors	-
Restated balance at the beginning of the current reporting period	-
Changes in equity share capital during the year	-
Balance as at 1 April, 2021	30,00,000
Changes in Equity Share Capital due to prior period errors	-
Restated balance at the beginning of the current reporting period	-
Changes in equity share capital during the year	-
Balance as at 31 March, 2022	30,00,000

B. Other Equity

Particulars	Capital reserves	Securities premium reserve	Capital Redemption Reserve (CRR)	Retained earnings	Total Other Equity
Balance as of 1st April, 2020	10,00,000	1,50,00,000	-	2,42,19,308	4,02,19,308
Changes in accounting policy or prior period errors	-	-	-	-	-
Total Comprehensive Income for the current year	-	-	-	1,60,27,386	1,60,27,386
Dividends	-	-	-	-	-
Transfer to retained earnings	-	-	-	-	-
Less: Nominal amount of preference share redeemed for transferring to CRR A/c	-	-	-	(1,65,70,600)	(1,65,70,600)
Amount Transferred to CRR	-	-	1,65,70,600	-	1,65,70,600
Balance as on 31 March, 2021	10,00,000	1,50,00,000	1,65,70,600	2,36,76,094	5,62,46,694
Changes in accounting policy or prior period errors	-	-	-	-	-
Total Comprehensive Income for the current year	-	-	-	16,05,996	16,05,996
Dividends	-	-	-	-	-
Transfer to retained earnings	-	-	-	-	-
Amount Transferred to CRR	-	-	-	-	-
Balance as on 31 March, 2022	10,00,000	1,50,00,000	1,65,70,600	2,52,82,089	5,78,52,690

The accompanying notes are integral part of the financial statements

For Laxminivas & Co.
Chartered Accountants
FRN : 011268



Preethi Chandra
Partner
M.No: 011987

For and on behalf of the Board of Directors of
For KLJ Plastics Limited
CIN: L25209AP1978PLA002334

Deepak Bajaj
Whole Time Director
Din: 08191638

Laxmi Narayan Sunthwal
Chief Financial officer



K. Anur
Director
DIN: 06949098

Kalpna Sethi
Company Secretary

Date: 27-05-2022
Place: Hyderabad

Note

1.0 Corporate information

KLJ Plastics Limited (the Company) was incorporated on 09th August, 1978.

2.0 Significant accounting policies

2.1 Statement of Compliance

The financial statements of the Company have been prepared in accordance with Indian Accounting standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 and Companies Accounting Standard (Amendment Rules 2016).

2.2 Basis of Preparation and presentation

The financial statements have been prepared on the historical cost basis except for certain financial instruments that are measured at fair values at the end of each reporting period, as explained in the accounting policies below.

Historical cost is generally based on fair value of the consideration given in exchange for goods and services.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and / or disclosure purposes in these financial statements is determined on such basis, except for measurements that have some similarities to fair value but are not fair value, such as net realisable value in Ind AS 2.

2.3 Significant accounting judgements, estimates and assumptions

The preparation of the Company's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

The management believes that the estimates used in preparation of financial statements are prudent and reasonable.

2.4 Current versus non-current classification

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:

- (i) Expected to be realised or intended to be sold or consumed in normal operating cycle
- (ii) Held primarily for the purpose of trading
- (iii) Expected to be realised within twelve months after the reporting period, or
- (iv) Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current.

A liability is current when:

- (i) It is expected to be settled in normal operating cycle
- (ii) It is held primarily for the purpose of trading
- (iii) It is due to be settled within twelve months after the reporting period, or
- (iv) There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The company classifies all other liabilities as non-current.

2.5 Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- (i) In the principal market for the asset or liability, or
- (ii) In the absence of a principal market, in the most advantageous market for the asset or liability

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

For the purpose of fair value disclosures, the company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above. This note summarises accounting policy for fair value. Other fair value related disclosures are given in the relevant notes.

2.6 Revenue recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured, regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the government.

Sale of goods

Revenue from the sale of goods is recognised when the significant risks and rewards of ownership of the goods have passed to the buyer, usually on delivery of the goods. Revenue from the sale of goods is measured at the fair value of the consideration received or receivable, net of returns and allowances, trade discounts and volume rebates.

Interest income

Interest income from financial asset is recognised when it is probable that the economic benefits flow to the company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the asset's net carrying amount on initial recognition.



Taxes

Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences, except:

- (i) When the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss
- (ii) In respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised, except:

- (i) When the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss

- (ii) In respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, deferred tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

2.8 Property, plant and equipment

Fixed assets are stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. The cost comprises purchase price, non refundable taxes and directly attributable cost of bringing the asset to its present location and condition for the intended use. Any trade discounts and rebates are deducted in arriving at the purchase price.

The Company has elected to regard the carrying values of Freehold land and buildings as deemed cost since they were broadly comparable to fair value. Accordingly, the company has not opted for Fair Valuation of property at 1 April 2016.

Depreciation on tangible fixed assets has been provided on the straight-line method as per the useful life prescribed in Schedule II to the Companies Act, 2013.

De-recognition and subsequent cost

Subsequent costs incurred for replacement of a major component of an asset should be included in the asset's carrying cost or recognised as a separate asset, as appropriate. The carrying value of the replaced component should be charged to Profit and Loss account when replaced.

De-recognition

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on de-recognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the income statement when the asset is derecognised.

2.9 Inventories

Inventories are valued at the lower of cost and net realisable value.

Costs incurred in bringing each product to its present location and condition are accounted for as follows:

- (i) Raw materials: cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on weighted average basis.
- (ii) Finished goods and work in progress: cost includes cost of direct materials and labour. Cost is determined on weighted average basis.
- (iii) Traded goods: cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on weighted average basis.

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

2.10 Provisions

General

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

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

2.11 Retirement and other employee benefits

Employee benefits include provident fund, employee state insurance scheme, gratuity fund and compensated absences.

Defined contribution plans

Retirement benefit in the form of provident fund is a defined contribution scheme. The contributions to the provident fund are charged to the statement of profit and loss for the year when the contributions are due.



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

Financial assets

Initial recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the company commits to purchase or sell the asset.

Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in four categories:

- (i) Debt instruments at amortised cost
- (ii) Debt instruments at fair value through other comprehensive income (FVTOCI)
- (iii) Debt instruments, derivatives and equity instruments at fair value through profit or loss (FVTPL)
- (iv) Equity instruments measured at fair value through other comprehensive income (FVTOCI)

Debt instruments at amortised cost

A 'debt instrument' is measured at the amortised cost if both the following conditions are met:

- a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

This category is the most relevant to the company. After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method.

Equity investments

All equity investments in scope of Ind AS 109 are measured at fair value. Equity instruments which are held for trading and contingent consideration recognised by an acquirer in a business combination to which Ind AS103 applies are classified as at FVTPL. For all other equity instruments, the company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

If the company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to P&L, even on sale of investment. However, the company may transfer the cumulative gain or loss within equity.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e. removed from the Group's consolidated balance sheet) when:

- (i) The rights to receive cash flows from the asset have expired, or
- (ii) The company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either
- (a) the company has transferred substantially all the risks and rewards of the asset, or (b) the company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

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

The company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts, financial guarantee contracts and derivative financial instruments.

Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

Loans and borrowings

This is the category most relevant to the company. After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.

Derecognition

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

2.13

Cash and cash equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

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



2.14 Earnings per share

Basic earnings per share is computed by dividing the profit / (loss) after tax (including the post tax effect of extraordinary items, if any) by the weighted average number of equity shares outstanding during the year.

Diluted earnings per share is computed by dividing the profit / (loss) after tax (including the post tax effect of extraordinary items, if any) as adjusted for dividend, interest and other charges to expense or income (net of any attributable taxes) relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares.

Potential equity shares are deemed to be dilutive only if their conversion to equity shares would decrease the net profit per share from continuing ordinary operations. Potential dilutive equity shares are deemed to be converted as at the beginning of the period, unless they have been issued at a later date. The dilutive potential equity shares are adjusted for the proceeds receivable had the shares been actually issued at fair value (i.e. average market value of the outstanding shares). Dilutive potential equity shares are determined independently for each period presented. The number of equity shares and potentially dilutive equity shares are adjusted for share splits / reverse share splits and bonus shares, as appropriate.

2.15 Impairment of assets

The carrying values of assets / cash generating units at each balance sheet date are reviewed for impairment. If any indication of impairment exists, the recoverable amount of such assets is estimated and impairment is recognised, if the carrying amount of these assets exceeds their recoverable amount. The recoverable amount is the greater of the net selling price and their value in use. Value in use is arrived at by discounting the future cash flows to their present value based on an appropriate discount factor. When there is indication that an impairment loss recognised for an asset in earlier accounting periods no longer exists or may have decreased, such reversal of impairment loss is recognised in the Statement of Profit and Loss, except in case of revalued assets.

2.16 Provisions and contingencies

A provision is recognised when the Company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions (excluding retirement benefits) are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates. Contingent liabilities are disclosed in the Notes. Contingent assets are not recognised in the financial statements.

Contingent Assets are neither recognised nor disclosed in the financial statements.

Contingent liability is disclosed for:

- Possible obligations which will be confirmed only by future events not wholly within the control of the Company or
- Present obligations arising from past events where it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of the obligation cannot be made.

2.17 Operating Cycle

Based on the nature of products / activities of the Company and the normal time between acquisition of assets and their realisation in cash or cash equivalents, the Company has determined its operating cycle as 12 months for the purpose of classification of its assets and liabilities as current and non-current.



KLJ PLASTICS LIMITED

NOTES ON ACCOUNTS FOR THE YEAR ENDED MARCH 31, 2022

(All amounts are in rupees , unless otherwise stated)

3

Property, Plant & Equipment

Particulars	Tangible Assets		Total
	Buildings	Computer	
Gross Block			
Balance as at 31st March 2020	19,04,551	-	19,04,551
Additions	-	-	-
Disposals	-	-	-
Balance as at 31st March 2021	19,04,551	-	19,04,551
Additions	-	31,880	31,880
Disposals	-	-	-
Acquisitions through business combinations	-	-	-
Amount of change due to revaluation	-	-	-
Other adjustments	-	-	-
Balance as at 31st March 2022	19,04,551	31,880	19,36,431
Accumulated Depreciation			
Balance as at 31st March 2020	10,08,772	-	10,08,772
Depreciation charged for the year	86,540	-	86,540
Reversal on disposals	-	-	-
Balance as at 31st March 2021	10,95,312	-	10,95,312
Depreciation charged for the year	86,540	2,708	89,248
Reversal on disposals	-	-	-
Balance as at 31st March 2022	11,81,852	2,708	11,84,560
Net Block			
Balance as at 31st March 2022	7,22,699	29,172	7,51,871
Balance as at 31st March 2021	8,09,239	-	8,09,239
Balance as at 31st March 2020	8,95,779	-	8,95,779



KLJ PLASTICS LIMITED
NOTES ON ACCOUNTS FOR THE YEAR ENDED MARCH 31,2022

(All amounts are in rupees , unless otherwise stated)

4 Other Financial asset

	As at 31-03-2022	As at 31-03-2021
Unsecured, considered good		
Deposits	30,000	30,000
	<u>30,000</u>	<u>30,000</u>

5 Cash and Cash equivalents

	As at 31-03-2022	As at 31-03-2021
Cash in Hand	41,720	9,400
Balances With Banks		
Current Accounts	9,09,492	7,83,452
	<u>9,51,212</u>	<u>7,92,852</u>

6 Other Financial Assets

	As at 31-03-2022	As at 31-03-2021
Unsecured, considered good		
Income Tax refund receivable	10,92,524	10,93,004
Others	12,65,23,879	12,11,34,003
	<u>12,76,16,403</u>	<u>12,22,27,007</u>

7 Current tax Assets (Net)

	As at 31-03-2022	As at 31-03-2021
<u>Income tax assets</u>		
Advance Tax paid	17,00,000	21,00,000
TDS Receivables	10,12,208	8,01,443
Less : Provision for Income tax	(20,67,893)	(27,69,639)
	<u>6,44,315</u>	<u>1,31,804</u>



8 Share Capital

Particular	As at 31-03-2022	As at 31-03-2021
Authorised		
30,00,000 Equity Shares of Rs 10/- Par Value	3,00,00,000	3,00,00,000
10,00,000 Redeemable Non Convertible Preference Shares of Rs. 100	10,00,00,000	10,00,00,000
	13,00,00,000	13,00,00,000
Issued & Subscribed		
3,00,000 Equity Shares of Rs 10/- Par Value	30,00,000	30,00,000
7,88,740 (FY 2019-20: 9.54,446) Redeemable Non Convertible Preference Share of Rs.100*	7,88,74,000	7,88,74,000
	8,18,74,000	8,18,74,000
Paidup		
3,00,000 Equity Shares of Rs 10/- Par Value Fully Paidup	30,00,000	30,00,000
Total	30,00,000	30,00,000

(a) Reconciliation of shares outstanding at the beginning and at the end of the year

As at	31-03-2022		31-03-2021	
	Number of shares	Amount	Number of shares	Amount
Equity shares				
At the commencement of the year	3,00,000	30,00,000	3,00,000	30,00,000
Issued during the year	-	-	-	-
Outstanding at the end of the year	3,00,000	30,00,000	3,00,000	30,00,000

(b) SHAREHOLDERS HOLDING MORE THAN 5% SHARES OF THE COMPANY

EQUITY SHAREHOLDERS	As at 31-03-2022		As at 31-03-2021	
	% HELD	NO OF SHARES	% HELD	NO OF SHARES
KLJ Resources Ltd	19	58,000	19	58,000
Kanhaiyalal Jain	13	38,830	13	38,830
Prudential Capital Market Ltd	7	20,000	7	20,000
Prudential Equity Fund Ltd	7	20,000	7	20,000

(c) Shares held by promoters at the end of the year

Promotor Name	No. of shares	% of total shares	% change during the year
Kanhaiya Lal Jain	38,830	12.9%	-
Hemant Jain	14,000	4.7%	-
Kamal Jain	14,000	4.7%	-
Pushp Jain	14,000	4.7%	-
Sushila Patrawari	12,500	4.2%	-
Mangli Lal Sethia	1,000	0.3%	-
KL Jain & Sons (HUF)	500	0.2%	-
Nirmal Sethia	200	0.1%	-
Sampat Mal Nahata	200	0.1%	-
Vineet Sethia	200	0.1%	-
Umakant U Bhohe	200	0.1%	-
Ramawatar Aggarwal	500	0.2%	-
Sumitra Jain	300	0.1%	-
Bhavna Bhatia	200	0.1%	-
Bimal Kumar Gupta	200	0.1%	-
Gauri Shankar Kharkia	200	0.1%	-
Pratap Kochar	200	0.1%	-
Sarita Manot	200	0.1%	-
Suman Sethia	200	0.1%	-
Vasudha Sethia	200	0.1%	-
Virender Kumar	200	0.1%	-
Damodar Chowdhury	200	0.1%	-
Kusum Lata Gandhi	200	0.1%	-
KLJ Resources Limited	58,000	19.3%	-
Kinetic Impex Limited	2,000	0.7%	-
Sumermal Patrawari Family Trust	8,700	2.9%	-
Sumermal Patrawari Family Trust	1,300	0.4%	-
Prudential Capital Markets Limited	20,000	6.7%	-
Prudential Equity Fund Limited	20,000	6.7%	-
Indcap Financial Limited	200	0.1%	-

PREFERENCE SHAREHOLDERS	As at 31-03-2022	
	% HELD	NO OF SHARES
Kanhaiyalal Jain	33	2,62,030
KLJ Plasticizers Ltd	65	5,11,500
KLJ RESOURCES LIMITED	2	15,210

PREFERENCE SHAREHOLDERS	As at 31-03-2021	
	% HELD**	NO OF SHARES
Kanhaiyalal Jain	33	2,62,030
KLJ Plasticizers Ltd	65	5,11,500
KLJ RESOURCES LIMITED	2	15,210

** Revised percentages post redemption of preference shares.



K L J PLASTICS LIMITED

NOTES ON ACCOUNTS FOR THE YEAR ENDED MARCH 31, 2022

(All amounts are in rupees, unless otherwise stated)

9 Other financial Liabilities

	As at 31-03-2022	As at 31-03-2021
7,88,740 Preference Shares of Rs 100/- Par Value Fully Paidup- Present value (Refer note no 28)	6,53,03,807	5,94,21,117
	6,53,03,807	5,94,21,117

10 Deferred Tax Liability

	As at 31-03-2022	As at 31-03-2021
Deferred Tax	35,98,159	50,99,571
	35,98,159	50,99,571

11 Trade Payable

	As at 31-03-2022	As at 31-03-2021
Total outstanding dues of creditors other than micro enterprises and small enterprises (refer note below)	1,00,705	1,00,705

As at 31 March 2022		Outstanding for following periods from due date of payment					
Particulars		Less than 1 year	1-2 Years	2-3 years	More than 3 years	Not Due	Unbilled
MSME							
Others							
Disputed Dues - MSME					1,00,705		
Disputed Dues - Others							
Total							

As at 31 March 2021						
Particulars	Outstanding for following periods from due date of payment					
	Less than 1 year	1-2 Years	2-3 years	More than 3 years	Not Due	Unbilled
MSME				1,00,705		
Others						
Disputed Dues - MSME						
Disputed Dues - Others						
Total						

The Ministry of Micro, Small and Medium Enterprises has issued an Office Memorandum dated 26 August 2008 which recommends that the Micro and Small Enterprises should mention in their correspondence with its customers the Entrepreneurs Memorandum Number as allotted after filing of the Memorandum. Accordingly, the disclosure in respect of the amounts payable to such enterprises as at the reporting date has been made in the financial statements based on information received and available with the Company. Further, in the view of the management, the impact of interest, if any, that may be payable in accordance with the provisions of the Micro, Small and Medium Enterprises Development Act, 2006 ("the MSMED Act") is not expected to be material. The Company has not received any claim for interest from any supplier under the said Act.

Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006

Enterprises Development Act, 2006	31-Mar-22	31-Mar-21
i) The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of the period:		
- Principal	-	-
- Interest	-	-
ii) The amount of interest paid by the Company in terms of Section 16 of the MSMED Act, along with the amount of the payment made to the supplier beyond the appointed date during the period.	-	-
iii) The amount of the payments made to micro and small suppliers beyond the appointed day during each accounting year	-	-
iii) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act.	-	-
iv) The amount of interest accrued and remaining unpaid at the end of each accounting year.	-	-
v) The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purposes of disallowance as a deductible expenditure under Section 23 of the MSMED Act.	-	-

12 Other Financial Liabilities

	As at 31-03-2022	As at 31-03-2021
Audit fees payable	53,100	35,400
Others	85,340	87,415
	<u>1,38,440</u>	<u>1,22,815</u>

13 Income from operations

	For the year ended 31-03-2022	For the year ended 31-03-2021
Consultancy services	5,00,000	-
	<u>5,00,000</u>	<u>-</u>

14 Other Income

	For the year ended 31-03-2022	For the year ended 31-03-2021
Interest - Others	96,22,084	1,06,85,906
Interest on IT Refund	-	4,55,676
Modification Gain (Ind AS Adj) on Preference Shares) (Refer note 2.5)		1,77,00,533
	96,22,084	2,88,42,115

15 Employee Benefits expenses

	For the year ended 31-03-2022	For the year ended 31-03-2021
Salaries & Allowances	1,09,969	40,000
Staff welfare expenses	6928	-
	<u>1,16,897</u>	<u>40,000</u>



K L J PLASTICS LIMITED
NOTES ON ACCOUNTS FOR THE YEAR ENDED MARCH 31,2022
(All amounts are in rupees , unless otherwise stated)

16 Depreciation and amortisation expenses

	For the year ended 31-03-2022	For the year ended 31-03-2021
Depreciation (refer note 3)	89,248	86,540
	<u>89,248</u>	<u>86,540</u>

17 Finance costs

	For the year ended 31-03-2022	For the year ended 31-03-2021
Interest On Preference shares (in line with note no 2.5)	58,82,690	68,45,477
Bank Charges and Commission	724	1,923
	<u>58,83,414</u>	<u>68,47,400</u>

18 Other expenses

	For the year ended 31-03-2022	For the year ended 31-03-2021
Administrative and General Expenses		
Telephone & internet charges	32,700	
Printing & Stationery	480	
Rates & Taxes	19,112	-
Audit Fees	53,100	35,400
Conveyance Expenses	14,200	10,000
Professional & Legal expenses	3,42,643	58,940
General office expenses	18,000	17,000
StockExchangeListingFees	12,39,813	
Rent - Office	1,40,000	1,28,000
Dmat account Charges		1,179
Income Tax Refund written off		1,24,487
Interest on delayed payment of advance tax		1,04,038
	<u>18,60,048</u>	<u>4,79,044</u>

19 Deferred Tax Expense/(income)

	For the year ended 31-03-2022	For the year ended 31-03-2021
Deferred tax Expense/(income)	(15,01,412)	26,31,233
	<u>(15,01,412)</u>	<u>26,31,233</u>



20 Financial instruments

i) Fair values hierarchy

Financial assets and financial liabilities measured at fair value in the statement of financial position are grouped into three levels of a fair value hierarchy. The three levels are defined based on the observability of significant inputs to the measurement, as follows:

Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities;

Level 2: The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity specific estimates.

Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

(Amount in Rs.)			
Fair value hierarchy			
Particulars	Total	Quoted prices in active markets	Significant unobservable inputs
		Level 1	Level 3
31-Mar-22			
Financial Asset			
Investment in quoted mutual fund	-	-	-
Financial Liability			
Preference Share	6,53,03,804	-	-
Total	6,53,03,804	-	-
31-Mar-21			
Financial Asset			
Investment in quoted mutual fund	-	-	-
Financial Liability			
Preference Share	5,94,21,114	-	-
Total	5,94,21,114	-	-

21 Preference Share

The company has allotted 9,54,446 redeemable Non convertible preference share of Rs. 100/- each at par by conversion of Secured Loans/Unsecured / Other outstanding Dues/liabilities. In the FY 2020-21, 1,65,706 preference share are redeemed at par @ Rs.100 and remaining preference share are liable to retire in the year 2023-24.

22 Modification to Preference Shares

Based on a board resolution and the acceptance from the Preference share holders. The redemption of preference share has been extended to 08th March, 2024. The appropriate impact as per IND AS has been given in the books of accounts.

23 Share capital

Share Capital of the company was reduced in earlier years from 3,00,00,000 (Divided into 30,00,000 equity share of Rs.10 /- each to Rs.30,00,000 (Divided into 30,00,000 equity share of Rs.1/- each) and said 30,00,000 equity shares of Rs. 1/- (Rupee one only) be consolidated and divided into 300000 equity share of Rs. 10/- (Rupee Ten only) each. Reduction having been confirmed by an order of Hon'ble High Court, Andhra Pradesh.

24 Building litigation

The Building Includes Rs. 19,04,551/- Value of Guest house that is not in the possession of the company. The ownership of the building and sale transaction is challenged in the Civil Court at Hyderabad to declare the transaction null and void.

25 Earning per share

	31-Mar-22	31-Mar-21
Profit/ loss for the period	16,05,996	1,60,27,386
Number of ordinary share outstanding	3,00,000	3,00,000
Earning per share	5.35	53
Face value of share	10	10



26 Related party transactions

Note a: Details of related parties

Description of relationship	Names of related parties
(i) Holding Company	NA
(ii) Subsidiary Company	NA
(iii) Key Management Personnel (KMP)	Mrs Kalpana Seth Mr. Deepak Bajaj Sri Laxmi Narayan Sunthwal Ms. Chhavi Sharma Ms. Laxmi Pat Bhutoria Mr. Ramesh Chandra Kandora
(iv) Related company	Bhadani Finance Pvt Ltd
Related parties have been identified by the Management and relied upon by the Auditors.	

Note: b Details of related party transactions
Loans from / (to) related parties

Particulars	Year ended	Loan taken / (Given)	(Repayment)/ Receipt	Interest expense / (Income)	Amount owed to / (Due from) the related party
Bhadani Finance Pvt Ltd	31-03-2021	(8,36,00,000)	9,71,00,000	(98,84,463)	(12,11,34,003)
	31-03-2022	-	32,70,000	(96,22,064)	(12,65,23,879)

Amount in Rs.

27 The Company has raised funds by issue of redeemable preference share and had planned to invest these funds in development of the business. However due to postponement of planned activities, these funds were parked with a related entity in order to avoid the opportunity loss to the company for a temporary period. Once the planned activities are initiated, these funds will be utilized in the business. The company does not have any intention to get involved or engaged in activity in the nature of financial services/assistance.

28 Previous year figures have been regrouped / rearranged wherever considered necessary.

29 Ratio analysis

Ratio	Numerator	Denominator	Current Period	Previous Period	% variance	Reason for variance
(a) Current Ratio,	Current Assets	Current Liabilities	540.31	550.96	-2%	Variance is immaterial
(b) Debt-Equity Ratio,	Total Debt	Shareholder's Equity	1.07	1.00	7%	Variance is immaterial
(c) Debt Service Coverage Ratio,	Earnings available for debt service	Debt Service	0.12	0.39	-70%	Due to redemption and increase in the period of redemption of existing preference shares, the other income was higher in the previous year on account of adjustments resulting to reassessment of present value of obligation on redeemable preference shares.
(d) Return on Equity Ratio,	Net Profits after taxes	Average Shareholder's Equity	0.03	0.31	-91%	Due to redemption and increase in the period of redemption of existing preference shares, the other income was higher in the previous year on account of adjustments resulting to reassessment of present value of obligation on redeemable preference shares.
(e) Inventory turnover ratio,	Cost of goods sold OR sales	Average Inventory	-	-	0%	NA
(f) Trade Receivables turnover ratio,	Net credit sales	Avg. Accounts Receivable	-	-	0%	NA
(g) Trade payables turnover ratio,	Net Credit Purchases	Average Trade Payables	-	-	0%	NA
(h) Net capital turnover ratio,	Net Sales	Working Capital	0.00	-	0%	Variance is immaterial
(i) Net profit ratio,	Net Profit	Net Sales	3.2	-	100%	Operations commenced in the current year with respect to consultancy services.
(j) Return on Capital employed,	Earning before interest and taxes	Capital Employed	0.06	0.23	-73%	Due to redemption and increase in the period of redemption of existing preference shares, the other income was higher in the previous year on account of adjustments resulting to reassessment of present value of obligation on redeemable preference shares.

For Laxminiwas & Co
Chartered Accountants
ERN : 011698

Premy Chatterjee
Partner
M.No. : 011987

Date : 27-05-2022
Place: Hyderabad



For and on behalf of the Board of Directors of
For K L J Plastics Limited
CIN: L25209AP1978PLC002834

Deepak Bajaj
Whole Time Director
DIN: 08191638

Kalpana Seth
Director
DIN: 06949098

Laxminarayan Sunthwal
Chief Financial Officer

Chhavi Sharma
Company Secretary

