



# **SHREE RAMA MULTI-TECH LIMITED**

**26<sup>TH</sup> ANNUAL GENERAL MEETING**

**HELD ON**

**FRIDAY, 25<sup>TH</sup> SEPTEMBER, 2020**

**THROUGH**

**VIDEO CONFERENCING / OTHER AUDIO VISUAL MEANS**

**AT**

**10:30 A.M. IST**

*Disclaimer: This is a memorandum of the proceedings of the Annual General Meeting of Shree Rama Multi-Tech Limited held on 25<sup>th</sup> September, 2020 at 10:30 a.m. While we have made our best attempt to prepare a verbatim transcript of the proceedings of the meeting, however, it may not be a word to word reproduction.*

## **Welcome address by Mr. Purvang Trivedi – Company Secretary**

Good Morning everyone!

I am Purvang Trivedi, Company Secretary of Shree Rama Multi-Tech Limited.

Today is Friday, 25<sup>th</sup> September, 2020. It is 10.30 A.M.

On behalf of the Board of Directors of Shree Rama Multi-Tech Ltd. I extend a warm welcome to all of you at the 26<sup>th</sup> Annual General Meeting of the Company held through Video Conferencing due to COVID-19 Pandemic and social distancing norms. This is in compliance with the Circulars issued by the Ministry of Corporate Affairs, the Government of India and the Securities and Exchange Board of India.

The Company has taken all feasible steps to ensure that the shareholders are provided opportunity to participate in the Annual General Meeting.

Now, I start the proceedings of the meeting and introduce the Panellists attending the meeting.

Shri Shailesh Desai, Managing Director has joined the meeting from the Plant of the Company at Moti-Bhoyan Ta. Kalol.

Shri Hemal Shah, Whole-Time Director has joined the meeting from the Plant of the Company at Moti-Bhoyan Ta. Kalol.

Shri Pathik Shah, Independent Director and the Chairman of Audit Committee and Nomination & Remuneration Committee has joined the meeting from his residence at Ahmedabad.

Shri Shalin Patel, Independent Director has joined the meeting from his office at Ahmedabad.

Smt. Vandana Patel, Independent Director has joined the meeting from her office at Ahmedabad.

Shri Mittal Patel, Non-Executive Director and the Chairman of the Stakeholders Relationship Committee has joined the meeting from his residence at Ahmedabad.

Shri Krunal Shah, Chief Financial Officer has joined the meeting from the Plant of the Company at Moti-Bhoyan Ta. Kalol.

Shri Arpit Shah, Partner of M/s Chandulal M. Shah & Co., Chartered Accountant, the Statutory Auditor of the Company has joined the meeting from his office at Ahmedabad.

Shri Chirag Shah, Partner of M/s Chirag Shah & Associates, Company Secretaries, the Secretarial Auditor of the Company and the Scrutinizer appointed by the Company for this Meeting has also joined the meeting from his office at Ahmedabad.

The Directors attending this Meeting have unanimously elected Shri Shailesh Desai as Chairman for the 26<sup>th</sup> Annual General Meeting of Company.

Please note that all the members who have joined this meeting are by default placed on mute, to avoid any disturbance from background noise and ensure smooth and seamless conduct of the meeting.

Now I request the Chairman Sir to start the proceedings of the meeting.

**Shri Shailesh K. Desai – Managing Director**

Good Morning,

I welcome you all at the 26<sup>th</sup> Annual General Meeting of the Company held through Video Conferencing.

As per the Attendance Record available through the module facilitated by CDSL, 44 members are attending the meeting through Video Conferencing.

The documents referred in the Notice and the other Statutory Registers are available for inspection in the electronic mode. Members seeking to inspect the documents can send an e-mail to the Company at [cslegal@srmtl.com](mailto:cslegal@srmtl.com).

As the requisite quorum of members is present through Video Conferencing, I declare the meeting in order.

Now, I request the Company Secretary of the company to start with the proceedings of the meeting.

**Mr. Purvang Trivedi – Company Secretary**

Thank You Sir.

Pursuant to the MCA and SEBI Circulars, the Annual Report for the Financial Year 2019-20 along with Notice, Director's Report, Auditor's Report and Financial Statements has already been circulated to all the shareholders through electronic mode whose email addresses are registered with the Company or Depositories. The Notice and Annual Report has been uploaded on the website of the Company at [www.srmtl.com](http://www.srmtl.com). The Notice can also be accessed from the websites of BSE Limited and National Stock Exchange of India Limited and the AGM Notice is also available on the website of CDSL i.e. [www.evotingindia.com](http://www.evotingindia.com).

With permission, the Notice of the 26<sup>th</sup> AGM and the Auditors Report is taken as read, however, for your consideration, I read the businesses in brief as set out in the Notice of the meeting:

Ordinary Business:

- a) Consideration and adoption of the Audited Financial Statements of the Company for the Financial Year ended March 31, 2020 and the Reports of Board of Directors and Auditors thereon.
- b) Appointment of a Director in place of Shri Mittal K. Patel (DIN: 03619139), who retires by rotation and being eligible, offers himself for re-appointment.

Special Business:

- c) Special Resolution for approval for re-appointment of Smt. Vandana C. Patel (DIN: 07010646) as Independent Director of the Company.
- d) Ordinary Resolution for ratification of remuneration to be payable to Cost Auditors of the Company.

Now, I read in brief the qualifications of the Statutory Auditor and Secretarial Auditor of the company:

**Statutory Auditors' Qualifications:**

The statutory auditor has qualified the opinion on (1) Regarding the non-provision of interest on borrowings in form of Loans and debentures and (2) Non-consolidation of accounts of Shree Rama (Mauritius) Limited (Wholly Owned Subsidiary which is given on the page no 46 of the annual Report.

**Secretarial Auditors' Qualifications:**

The secretarial auditor has qualified the opinion on (1) Non-consolidated accounts of its wholly own subsidiary i.e. Shree Rama Mauritius Limited (2) Non redemption of preference shares and (3) non transfer of unpaid dividend to IEPF which is given on the page no 22 of the annual Report.

Attention of the Members present is drawn to the explanations/ comments given by the Board of Directors in their report for the qualifications, observations or comments made by Statutory Auditor and Secretarial Auditor given on page no. 6, 7 and 8 of the Annual Report 2019-20.

The comments given by the Board of Directors are taken as read.

Now I request the Chairman Sir to address the members and brief them about the performance of the Company.

**Shri Shailesh K. Desai – Managing Director**

Dear Members,

My sincere thanks to all of you for being with us on this occasion.

The Annual Report for the financial year ended on 31<sup>st</sup> March, 2020 along with Board's Report, Audited Financial Statements are already circulated to you in advance.

Now, I brief you about the performance of the Company.

The Annual Report for the financial year ended on 31<sup>st</sup> March, 2020 along with Board's Report, Audited Financial Statements are already circulated to you in advance.

Now, I brief you about the performance of the Company.

The Packaging industry has reported steady growth over past several years and shows high potential for much expansion. The growth of the Indian packaging industry is heavily influenced by changing demographics such as growing urbanization and the rising proportion of middle class consumers. The global packaging industry is developing and expanding day by day and Indian packaging industry is also growing rapidly. This growth is primarily driven by factors like growing pharmaceutical, food processing, manufacturing industry, FMCG, healthcare sector.

Your company's major product is laminated tubes, which is used for packing products in paste or gel form. The production of laminated tubes was drastically increased as compared to previous years with tubing capacity fully utilized throughout the year. The key growth driver for the year was laminated tubes with 27% growth in production as compared to last year. The another high potential segment for your company is tube laminate which grew 4% as compared to last year.

During Financial Year 2019-20, your company has achieved income from operations of Rs. 130.83 Crore. The total income from operations of the Company has increased by 11.34% as compared to previous year. The EBIDTA of the Company stood at Rs. 17.29 Crore. The high potential segment for your company is tube laminate which grew 4% as compared to last year. Your company's major product is laminated tubes, which is used for packing products in paste or gel form. The production of laminated tubes was drastically increased. as compared to previous year with tubing capacity fully utilized throughout the year. In addition to this, the overseas market continues to hold substantial potential for your company. The Export sales grew from Rs 23.22 Crore of the previous financial year 2018-19 to Rs 31.76 crore in the financial year 2019-20 i.e growth of 37% over the previous year. Hence, the exports would continue to remain focused in developing the export business in the coming years. Further, your company has imported 'Digital Letter Press Imager' with latest technology from Germany which is being used in prepress printing department to improve the quality and to cater the need of the customers having ample market in India. The performance of the company has improved considerable with the optimum utilization of the available resources and efficient management without incurring any additional cost on the company. The profit for the Financial Year 2019-20 was Rs. 21. 05 crores as against the loss of Rs. 3.02 crore for the Financial Year 2018 -19 which is mainly due to the exceptional item. However, with the objective of conserving the resources for the future growth of the company and to improve the financial strength and also considering the accumulated loss incurred in the earlier years, Board of Directors consider it prudent not to recommend any dividend for the Financial Year 2019-20.

In March 2020, the World Health Organisation (WHO) declared COVID-19 a global pandemic. Consequent to this, Government of India declared nation-wide lockdown on March 24, 2020, which has impacted normal business operations of the Company. The Company has assessed the impact of this whole situation on its capital and financial resources, profitability, liquidity, position, etc. On the basis of its present assessment and current indicators of future economic conditions, the Company expects to recover the carrying amounts of these assets and does not anticipate any material impact on these financial results. However, the assessment of impact of COVID-19 is a continuing process, given the uncertainties associated with its nature and duration. The Company will continue to monitor any material changes to future economic condition.

During first quarter of current year 2020-21, the Company has achieved the total revenue of Rs. 26.62 Crore as compared to Rs. 36.11 Crore of corresponding 1<sup>st</sup> quarter of the previous F.Y being a decline of 26.28% showing the effect of the spread of CoVID-19 pandemic. The Net profit earned during the 1<sup>st</sup> quarter of the current FY 2020-21 is Rs. 2.12 lakhs as compared to Rs. 1.7 crore over the previous year. We expect to achieve recover the performance affected due to pandemic situation and expect to have better performance during the current financial year.

In my concluding remarks. I am thankful to Banks who stood by us in maintaining good liquidity.

I would like to convey my thanks to all shareholders, bankers, statutory authorities, employees & workers for their kind support and trust put in for the better performance of the company.

Thank You

The shareholders who have any queries and have not registered themselves with the Company as Speaker may send their queries to the Company at [cslegal@srmtl.com](mailto:cslegal@srmtl.com).

The Company has received a request from shareholder willing to speak during the meeting. The speaker will be unmuted and is allowed to speak for up to 3 minutes.

Now, I request Mr. Dinesh Amrutlal Kotecha, the shareholder to ask his queries.

*Thereafter, Mr. Dinesh Amrutlal Kotecha was unmuted and he expressed his views and sought clarifications inter alia on the Company's operations.*

**Mr. Purvang Trivedi – Company Secretary**

Thank You Mr. Kotecha for the queries. I request Chairman Sir to reply to the queries.

**Shri Shailesh K. Desai – Managing Director**

*Thereafter, Chairman replied to the shareholder to his satisfaction.*

As there are no further speakers, now I again request Company Secretary to continue the proceedings.

**Mr. Purvang Trivedi – Company Secretary**

Thank You Sir.

Pursuant to the requirements of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, Secretarial Standards on General Meetings issued by ICSI, Regulation 44 of SEBI (LODR) Regulations, 2015 and MCA Circulars, the Company had offered remote e-voting facility, to enable the shareholders to cast their votes electronically on the resolutions proposed in the notice of Annual General Meeting of the Company. The Company has appointed CDSL for providing facility of casting votes through remote e-voting and e-voting system during the meeting. The remote e-voting period commenced from 22<sup>nd</sup> September, 2020 at 09.00 AM and ended on 24<sup>th</sup> September, 2020 at 05.00 PM.

The Members who are attending in this meeting through video conferencing and have not cast their votes during remote e-voting period and are otherwise not barred from doing so, are provided an opportunity to cast their votes through e-voting system.

M/s Chirag Shah & Associates, Practicing Company Secretaries has been appointed as the scrutinizer to scrutinize the remote e-voting and e-voting process made available during the AGM in a fair and transparent manner.

The consolidated result of the votes cast through remote-voting and e-voting system made available during the meeting along with the Scrutinizer's Report will be communicated to the stock exchanges and will also be hosted on the website of the Company i.e. [www.srmtl.com](http://www.srmtl.com) and on CDSL's website i.e. [www.evotingindia.com](http://www.evotingindia.com) within 48 hours of completion of this meeting.

Now I request the members to exercise their voting rights through the e-voting system provided by CDSL, the time period for which is 15 minutes and after that the e-voting module will be disabled.

Since, the proceedings are concluded, now the e-voting is open for 15 minutes from this time for the shareholders to cast their votes after which the Meeting will stand closed.

I convey my thanks to all the panelists, members and stakeholders for sparing their valuable time for this Annual General Meeting.

Thank You

I request Chairman Sir to present his vote of thanks.

**Shri Shailesh K. Desai – Managing Director**

Thank you all the panellists, members and stakeholders and special thanks to Mr. Kotecha.

Thank You