

**PREMIER  
POLYFILM  
LIMITED**

**ANNUAL REPORT 2024-2025**



## PREMIER POLYFILM LIMITED

### BOARD OF DIRECTORS

Smt. Bhupinder Kaur Marwah	-	Non-Executive Independent Director
Shri Santosh Kumar Dabhiwala	-	Non-Executive Independent Director
Shri Umesh Kumar Agarwalla	-	Non-Executive Independent Director
Shri Manish Bajoria	-	Non-Executive Independent Director*
Shri Ram Babu Verma	-	Executive Director
Shri Mayank Goenka	-	Additional Director (Executive)**
Shri Amitaabh Goenka	-	Managing Director & CEO

\*Shri Manish Bajoria was appointed as Non-Executive Independent Director by the Board with effect from 27-01-2025. His appointment was confirmed by shareholder through Postal Ballot.

\*\*Shri Mayank Goenka was appointed as Additional Director (Executive) by the Board with effect from 23-07-2025 subject to the approval by the shareholders within three months thereof.

### COMPANY SECRETARY & COMPLIANCE OFFICER

Smt. Heena Soni

### CHIEF FINANCIAL OFFICER

Shri Paribesh Kumar Mishra

### AUDITORS

M A R S & Associates, Chartered Accountants,  
E-15/144-145, Second Floor, Sector 8,  
Shiva Road, Rohini, Delhi 110085

### BANKERS

**Kotak Mahindra Bank Limited**  
Chandni Chowk, Delhi – 110006  
**Yes Bank Limited**  
Sector 63, Noida-201301

### REGISTERED OFFICE

Flat No. 305, III Floor, Elite House,  
36, Community Centre,  
Kailash Colony Extension (Zamroodpur),  
New Delhi - 110 048 Ph.: 011 45537559

### HEAD OFFICE & FACTORY

#### (UNIT I)

40/1A, Site IV,  
Sahibabad Industrial Area,  
Sahibabad, Ghaziabad - (U.P.) 201010

#### UNIT II

A-11,12,& 13, Sikandrabad Industrial Area,  
Sikandrabad, District - Bulandshahr, (UP)

### REGISTRAR & SHARE TRANSFER AGENT

Beetal Financial & Computer Services (P) Ltd.  
Beetal House, 99, Madangir,  
Behind Local Shopping Centre,  
Near Dada Harsukh Das Mandir,  
New Delhi - 110062  
Ph.: 011 29961282/83

**ISIN NUMBER: INE309M01020**

**E-VOTING: Central Depository Services India Limited (CDSL)**

**CIN NO: L25209DL1992PLC049590**

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## **NOTICE**

**NOTICE** is hereby given that the Thirty Third (33<sup>rd</sup>) Annual General Meeting of the Members of Premier Polyfilm Limited ("the Company") will be held on Wednesday, the 24th day of September, 2025 at 3:30 P.M. through Video Conferencing("VC") / Other Audio-Visual Means ("OAVM"), to transact the following business:

### **ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2025, including the Balance Sheet as at 31st March, 2025, the Statement of Profit & Loss for the year ended on that date, together with the Reports of the Board of Directors and Auditors thereon.

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

**"RESOLVED THAT** the Audited Financial Statements of the Company for the financial year ended 31st March 2025 and the reports of the Board of Directors and Auditors thereon, as circulated to the Members, be and are hereby considered and adopted."

2. To declare a final dividend of 15% (i.e., ₹0.15 per equity share of ₹1/- each) for the financial year 2024–2025.

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

**"RESOLVED THAT** a dividend of 15% (Rs.0.15 per equity share of Rs. 1/-) as recommended by the Board of Directors be and is hereby declared out of the profits of the Company for the financial year 2024-2025."

3. To appoint a director in place of Shri Ram Babu Verma (DIN: 08760599), who retires by rotation and, being eligible, offers himself for re-appointment.

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

**"RESOLVED THAT** in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Shri Ram Babu Verma (DIN: 08760599), who retires by rotation at this Annual General Meeting, be and is hereby appointed as a Director of the Company, liable to retire by rotation."

### **SPECIAL BUSINESS:**

4. **To consider and approve the re-appointment of Shri Ram Babu Verma (DIN: 08760599) as Executive Director of the Company for 12 months from 27<sup>th</sup> December, 2025 to 26<sup>th</sup> December, 2026**

To consider and, if thought fit, to pass with or without modification(s), the following resolution as **a Special Resolution**:

**"RESOLVED THAT** pursuant to the provisions of Sections 2(51), 2(94), 178, 196, 197, 198 and 203 and other applicable provisions, if any, of the Companies Act, 2013, read with Schedule V thereto, and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), and subject to such other approvals, consents, permissions and sanctions, as may be necessary, and in accordance with the Articles of Association of the Company, the consent of the Members of the Company be and is hereby accorded for the re-appointment of Shri Ram Babu Verma (DIN: 08760599) as Whole-time Director, designated as Executive Director, for a period of 12 (twelve) months with effect from 27th December, 2025 to 26th December, 2026, on such terms and conditions, including remuneration, as set out below."

**RESOLVED FURTHER THAT** the terms of re-appointment and remuneration including perquisites payable to Shri Ram Babu Verma shall be as under:

**(A) Tenure:** 12 months, commencing from 27th December, 2025 to 26th December, 2026.

**(B) Remuneration:**

- (i) **Basic Salary:** ₹90,500/- (Rupees Ninety Thousand Five Hundred only) per month in the pay scale of ₹90,500/- to ₹1,10,000/- with such increments as may be determined by the Board of Directors on the recommendation of the Nomination and Remuneration Committee.

- (ii) **Perquisites and Other Amenities:**

- a) **Housing:** The executive director shall be paid house Rent Allowance at the rate of 40% of the basic salary per month.
- b) **Conveyance:** The executive director shall be provided with the facility of a company's car for official use.
- c) **Leave, Telephone & Other Benefits:** As per the Company's policy applicable to senior management, including leave entitlement, leave encashment, gratuity, and reimbursement of actual mobile phone expenses.
- d) **Other Benefits:** The executive director shall be paid other allowances, benefits and perquisites as may be applicable to Senior Executives and/or as may be approved by the Board from time to time.
- e) **Resignation/Termination:** The appointment may be terminated by either party by giving 30 days' written notice or payment in lieu thereof (i.e., basic salary and applicable allowances).



**(C) Overall Remuneration:**

The total remuneration payable shall not exceed the limits prescribed under the Companies Act, 2013 read with Schedule V as applicable.

**(D) Minimum Remuneration:**

In the event of loss or inadequacy of profits, the Executive Director shall be paid the same salary as mentioned in Para (B) (i) above and shall continue to enjoy all the perquisites as mentioned in Para (B) (ii) above.

**RESOLVED FURTHER THAT** the approval of the Members be accorded to the Board of Directors of the Company (including any Committee thereof), to do all such acts, deeds, matters and things and to take all such steps as may be required in this connection including seeking all necessary approvals and to settle any questions, difficulties or doubts that may arise in this regard and further to execute all necessary documents, applications, returns and writings as may be necessary, proper, desirable or expedient.

**RESOLVED FURTHER THAT** the Managing Director and the Company Secretary of the Company be and are hereby severally authorized to take all such steps as may be necessary, desirable or expedient to give effect to this resolution, including filing of necessary forms with the Registrar of Companies and any other statutory authority, and to do all such acts, deeds, matters and things as may be deemed necessary to implement the above resolution in letter and spirit."

**5. To consider & Approve Remuneration of Cost Auditors of the company for the Financial Year 2025–2026.**

To consider and, if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:

**"RESOLVED THAT** pursuant to the provisions of Section 148(3) of the Companies Act, 2013, read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014 and other applicable provisions, if any, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, the remuneration of ₹55,000/- (Rupees Fifty Five Thousand only) plus applicable Goods and Services Tax (GST) and out-of-pocket expenses, as approved by the Board of Directors on the recommendation of the Audit Committee, to be paid to M/s Cheena & Associates, Cost Accountants (Firm Registration No. 000397), who have been appointed as Cost Auditors of the Company for the financial year 2025–2026, for conducting the audit of the cost records of the Company, be and is hereby ratified and confirmed."

**RESOLVED FURTHER THAT** the Managing Director and Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds, matters, and things as may be necessary, proper, or expedient for the purpose of giving effect to this resolution, including filing necessary forms with the Registrar of Companies and other statutory authorities."

**6. To consider & Approve appointment of M/s Sumit Bajaj & Associates, Company Secretaries, as Secretarial Auditors for a term of five consecutive years.**

To consider and, if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:

**"RESOLVED THAT** pursuant to the provisions of Section 204 of the Companies Act, 2013, read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and Regulation 24A(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, the consent of the Members be and is hereby accorded for the appointment of M/s Sumit Bajaj & Associates, Company Secretaries (Firm Registration No. S2019DE677200), as Secretarial Auditors of the Company for a term of five (5) consecutive financial years, commencing from the financial year 2025–2026 up to 2029–2030, to conduct the Secretarial Audit as required under the applicable provisions of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015.

**RESOLVED FURTHER THAT** the remuneration payable to M/s Sumit Bajaj & Associates for each financial year shall be as recommended by the Audit Committee and approved by the Board of Directors, and as may be mutually agreed between the Company and the said Secretarial Auditors from time to time.

**RESOLVED FURTHER THAT** the Managing Director and Company Secretary of the Company be and are hereby severally authorized to take such steps and to do all such acts, deeds, matters and things as may be necessary, proper, or expedient to give effect to this resolution.

**7. To consider & Approve appointment of Shri Mayank Goenka, (DIN: 08604786), as the Whole-time Director, designated as 'Executive Director', for a term of Three consecutive years and payment of remuneration.**

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

**"RESOLVED THAT** pursuant to the provisions of Sections 152 and 161(1) of the Companies Act, 2013 ("the Act") read with the Companies (Appointment and Qualifications of Directors) Rules, 2014 ("the Rules"), Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), and such other laws as may be applicable (including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force), and pursuant to the Articles of Association of the Company, the Nomination and Remuneration Policy and as per recommendation of the Nomination and Remuneration Committee ("NRC") and approval of the Board of Directors, Shri Mayank Goenka, (DIN: 08604786) who was appointed as an Additional Director of the Company w.e.f. 23rd July, 2025 and who holds such office, up to the date of forthcoming Annual General Meeting of the Company in terms of Section 161(1) of the Act and who is eligible for appointment and has consented to act as a Director of the Company, be and is hereby appointed as a Director of the Company, liable to retire by rotation.



**RESOLVED FURTHER THAT** pursuant to the provisions of Sections 2(51), 2(94), 178, 196, 197, 198 and 203 read with Schedule V to the Act, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 ("the Rules"), Regulation 17 of the SEBI Listing Regulations, and such other laws as may be applicable (including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force), and pursuant to the Articles of Association of the Company and such other approvals, permissions and sanctions, as may be required and subject to such conditions and modifications, as may be prescribed or imposed by any of the authorities while granting such approvals, permissions and sanctions and pursuant to the Nomination and Remuneration Policy and as per recommendation of the NRC and approval of the Board of Directors, the approval of the Members of the Company be and is hereby accorded to the appointment of Shri Mayank Goenka, (DIN: 08604786) as the Whole-time Director, designated as 'Executive Director' of the Company, for a term of three consecutive years commencing from 23<sup>rd</sup> July, 2025 to 22<sup>nd</sup> July, 2028, liable to retire by rotation, on the remuneration as stated below:

**(A) Tenure:** 36 months, commencing from 23<sup>rd</sup> July, 2025 to 22<sup>nd</sup> July, 2028.

**(B) Remuneration:**

**(i) Basic Salary per month:**

The Executive Director shall be paid a basic salary of Rs. 5,00,000/- (Rupees Five Lakh Only) per month in the pay scale of Rs. 5,00,000/- to Rs.8,00,000/- with such increments as may be decided by the Board of Directors on the recommendations of Nomination and Remuneration Committee from time to time.

**(ii) Perquisites and other amenities payable:**

a) Housing:

The Executive Director shall be paid House Rent Allowance @40% of the basic salary per month.

b) Conveyance:

The Executive Director shall be provided with the facility of free chauffeur driven company's car from his residence to the Office/factory and back and for the use for official purpose.

c) Leave, Telephone Expenses & Others:

The Executive Director shall be entitled to leave in accordance with the leave rules of the Company applicable to senior managerial personnel. The unveiled privilege leave may be encased by him as per the leave rules of the company.

The Executive Director shall also be entitled to Gratuity as per the government rules applicable at the time of retirement/termination and shall be provided with cell phone expenses on an actual basis.

d) Other benefits and perquisites:

The Executive Director shall be entitled to the other benefits and perquisites as per the Rules applicable to the Senior Executives of the company and/or as may become applicable in the future and/or any other allowances, perquisites as the Board may decide from time to time on the recommendations of the Nomination & Remuneration Committee of the Company.

e) Resignation/termination: The Board may terminate the employment of the Executive Director at any time upon serving 30 days clear notice or upon payment in lieu of notice (i.e., basic salary & allowances). Similarly, the Executive Director can also resign from the post by giving 30 days clear notice.

**(C) Overall Remuneration:** The aggregate of salary and perquisites in any financial year shall not exceed the limits specified by the provisions of the Companies Act, 2013, read with Schedule V to the said Act as may be in force.

**(D) Minimum Remuneration:** In the event of loss or inadequacy of profits, the Executive Director shall be paid the same salary as mentioned in Para (B) (i) above and shall continue to enjoy all the perquisites as mentioned in Para (B)(ii) above.

**RESOLVED FURTHER THAT** the Board of Directors or any Committee thereof may, from time to time, alter, vary, or modify the terms and conditions of the appointment and payment of remuneration to Shri Mayank Goenka, within the overall limits set forth in this Notice, as it may deem fit, notwithstanding the limits prescribed under Schedule V of the Act or any subsequent amendments thereto, in such manner as may be mutually agreed upon between the Board and Shri Mayank Goenka, subject to the approval(s) as may be required under applicable law.

**RESOLVED FURTHER THAT** the approval of the Members be accorded to the Board of Directors of the Company (including any Committee thereof), to do all such acts, deeds, matters and things and to take all such steps as may be required in this connection including seeking all necessary approvals and to settle any questions, difficulties or doubts that may arise in this regard and further to execute all necessary documents, applications, returns and writings as may be necessary, proper, desirable or expedient.



**PREMIER POLYFILM LIMITED**

**RESOLVED FURTHER THAT** the Managing Director and Company Secretary of the Company be and are hereby severally authorized to take such steps and to do all such acts, deeds, matters and things as may be necessary, proper, or expedient to give effect to this resolution.

**Place: New Delhi**  
**Date: 23-07-2025**

**By order of the Board**  
**For PREMIER POLYFILM LIMITED**  
**Sd/-**  
**HEENA SONI**  
**Company Secretary & Compliance Officer**  
**ACS 70248**

**Regd. Office:**  
**305, III Floor, Elite House, 36, Community Centre,**  
**Kailash Colony Extension, Zamroodpur,**  
**New Delhi - 110048**  
**CIN: L25209DL1992PLC049590**

**NOTES:**

1. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of the Special Businesses specified above is annexed hereto. Further, additional information as required under Listing Regulations and Circulars issued thereunder are also annexed.
2. The Ministry of Corporate Affairs, Government of India ("MCA") has vide its circular No. 9/2024 dated September 19, 2024, read with circulars dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 8, 2021, December 28, 2022 and September 25, 2023 (collectively referred to as "MCA Circulars") allowing, inter-alia, conducting of AGMs through Video Conferencing/Other Audio- Visual Means ("VC/ OAVM") facility on or before September 30, 2025, in accordance with the requirements provided in paragraphs 3 and 4 of the MCA General Circular dated May 5, 2020. The Securities and Exchange Board of India ("SEBI") also vide its Circular No. SEBI/HO/CFD/CFD-PoD-2/P/ CIR/2024/133 dated October 3, 2024 ("SEBI Circular") has provided certain relaxations from compliance with certain provisions of the Listing Regulations. In compliance with these Circulars, provisions of the Act and Listing Regulations, the 33<sup>rd</sup> AGM of the Company is being conducted through VC/OAVM facility, without the physical presence of Members at a common venue.
3. Since this AGM is being held through VC/ OAVM pursuant to the MCA Circulars, physical attendance of members has been dispensed with, accordingly, the route map, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM and hence the Proxy Form and Attendance Slip are not Annexed hereto. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/ OAVM and participate thereat and cast their votes through e-Voting.
4. Corporate Members are encouraged to attend the AGM through their Authorized Representatives. They are requested to send by email, a certified copy of the Board Resolution/ Power of Attorney authorizing their representatives to attend and vote on their behalf in the Meeting at [Compliance.officer@premierpoly.com](mailto:Compliance.officer@premierpoly.com) with a copy marked to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com)
5. The cutoff date to decide the eligibility of members to attend and vote at AGM is 17<sup>th</sup> September, 2025.
6. The Attendance of the Members attending the AGM through VC/ OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, The Notice of AGM and the Annual Report will be sent to those Members/ beneficial owners whose name appears in the Register of Members/list of beneficiaries received from the Depositories as on Friday, 22<sup>nd</sup> August, 2025.
7. In compliance with the above circulars, electronic copies of the Notice of the AGM alongwith the Integrated Annual Report for the Financial Year 2024-2025 is being sent to all the shareholders whose email addresses are registered/ available with the Company/ Depository Participants as on the cut-off date of Wednesday, 17<sup>th</sup> September, 2025, The Notice has also been uploaded on the website of the Company in the Investor Relations Section under Financials in the Annual Reports tab. The complete Integrated Annual Report is also available in the same section i.e [www.premierpoly.com](http://www.premierpoly.com). The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Ltd. and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively and the AGM Notice is also available on the website of Central Depository Services (India) Limited (CDSL) (agency for providing the Remote e-Voting facility) i.e. [www.evotingindia.com](http://www.evotingindia.com).
8. Further, in terms of SEBI Listing Obligations and Disclosure Requirements (Third Amendment) Regulations, 2024 for those shareholders whose email id is not registered, a letter providing the web-link, including the exact path where complete details of the Annual Report are available, will be sent at their registered address. However, the Shareholders of the Company may



request physical copy of the Notice and Integrated Annual Report from the Company by sending a request at compliance.officer@premierpoly.com, in case they wish to obtain the same.

9. In view of the Green Initiative adopted by MCA, the Company proposes to send the Annual Reports, Notices and its annexure in electronic form to the e-mail addresses of the members. In order to serve the documents in electronic mode, Members holding shares in physical form are requested to communicate their e-mail address quoting their folio numbers to the Registrars and Share Transfer Agents.
10. The Register of Members and Share Transfer Register will remain closed from Thursday, 18<sup>th</sup> September, 2025 to Wednesday, the 24<sup>th</sup> September, 2025 (both days inclusive).
11. The Dividend, if any declared, shall be payable to those Shareholders whose name(s) stand registered:
  - (a) as Beneficial Owner upto the end of business hours on 17<sup>th</sup> September, 2025 as per the lists to be furnished by National Securities Depositories Limited and Central Depository Services (India) Limited in respect of the shares held in electronic form, and
  - (b) as Member in the Register of Members of the Company/ Registrars & Share Transfer Agent after giving effect to valid share transmissions, if any, in physical form lodged with the Company upto the end of business hours on 17<sup>th</sup> September, 2025.
12. Pursuant to the amendments introduced in the Income Tax Act, 1961 ('the IT Act') vide Finance Act, 2020, w.e.f. 1<sup>st</sup> April, 2020, dividend declared, paid or distributed by a Company on or after 1<sup>st</sup> April, 2020, is taxable in the hands of the shareholders. The Company shall, therefore, be required to deduct TDS/ WHT at the time of payment of dividend at the applicable tax rates. The rates of TDS/ WHT would depend upon the category and residential status of the shareholder. Members are requested to complete and/ or update their Residential Status, PAN, Category as per the IT Act with their Depository Participants ('DPs') or in case shares are held in physical form, with the RTA/ Company by sending documents by 09<sup>th</sup> September, 2025, Tuesday. For the detailed process, please email to M/s Beetal Financial & Computer Services (P) Ltd. at [beetalrta@gmail.com](mailto:beetalrta@gmail.com).
13. Members holding shares in physical mode are requested to communicate their change of postal address (enclose copy of Aadhar Card), e-mail address, if any, PAN (enclose self-attested copy of PAN Card) and Bank account details (enclose cancelled cheque leaf) quoting their folio numbers to the Registrar and Share Transfer Agent M/s Beetal Financial & Computer Services (P) Ltd., Beetal House, 99, Madangir, Behind Local Shopping Centre, Near Dada Harsukh Das Mandir, New Delhi - 110062. Similarly, members holding shares in Demat form shall intimate the above details to their respective Depository Participants. In case of non-updation of PAN or Choice of Nomination or Contact Details or Mobile Number or Bank Account Details or Specimen Signature in respect of physical folios, dividend/interest etc. shall be paid only through electronic mode with effect from April 01, 2024 upon furnishing all the aforesaid details in entirety.
14. During the year, amount of Unclaimed Final Dividend for the financial year 2016-2017 has been deposited in the Investor Education and Protection Fund.
15. The Company had already transferred a sum of Rs.4,15,157/- on account of Unclaimed Final Dividend for FY 2016-17 into the DEMAT Account of the IEPF Authority held with CDSL (DPID/ Client ID 1204720013676780) in terms of the provisions of section 124(6) of the Companies Act, 2013 and the IEPF Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, as amended from time to time. These Equity Shares were the Shares of such Shareholders whose unclaimed/ unpaid dividend pertaining to financial year 2016-17 (Final) had been transferred into IEPF and who have not encashed their dividends for 7 (Seven) consecutive years. In the aforesaid cases, the Shares lying in physical Forms only with the Company (1,32,250 Equity Shares of ₹ 1 each), since the year 2017, were also included.
16. Further, amount of Un-claimed Final Dividend for financial year 2017-18 is due for deposit to the Investor Education and Protection Fund on November 01, 2025. In the event of valid claim is not received on or before October 15, 2025, the Company will proceed to transfer the unpaid/ unclaimed dividend and Equity shares in favor of IEPF authority without any further notice. In compliance with the Rules, Individual notices have been sent to all the concerned shareholders vide Notice dated 20<sup>th</sup> May, 2025, whose shares are liable to be transferred to IEPF as per the aforesaid Rules, the full details of such shareholders is made available on the Company's Website: <https://www.premierpoly.com/investors/iepf-section/unclaimed-investors>.
17. Shareholders whose shares and dividends have been transferred to the Investor Education and Protection Fund (IEPF) may claim them by submitting Form IEPF-5, available on the IEPF website at [www.iepf.gov.in](http://www.iepf.gov.in).
18. In case the Dividend has remained unclaimed in respect of financial years 2017-2018 to 2022-2023 the Shareholders may approach the Company with their dividend warrants for revalidation with the Letter of Undertaking for issue of duplicate dividend warrants. The Company regularly sends letters/ emails to this effect to the concerned Shareholders. Members are requested to note that un-encashed amount of Dividend as on 31-03-2025 pertaining to financial year 2017-2018 shall be transferred to IEPF account on 01<sup>st</sup> November, 2025.
19. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.



## PREMIER POLYFILM LIMITED

20. Shareholders holding shares in the physical form and wish to avail National Electronic Clearing Services (NECS) facility may authorize the Company with NECS mandate in the prescribed form as per attached Annexure-XI and the same should be lodged with the Registrars and Share Transfer Agents, M/s Beetal Financial & Computer Services (P) Ltd. latest by 09th September 2025 for payment of dividend in future through NECS, if eligible.
21. Members who require any clarifications on accounts or operations of the Company are requested to write to the Company Secretary of the company at registered office of the company or by email at [compliance.officer@premierpoly.com](mailto:compliance.officer@premierpoly.com) so as to reach by 18th September, 2025 (5.00 pm IST). The queries will be answered accordingly.
22. Pursuant to the requirements of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 on Corporate Governance, the information about the Directors proposed to be appointed/ re-appointed at the Annual General Meeting is given in the **Annexure 'B'** to the Notice.
23. Members who want to participate in discussion and express their views at AGM must lodge their request by 18th September, 2025, by 5.00 P.M. by post at registered office of the company or by email at [compliance.officer@premierpoly.com](mailto:compliance.officer@premierpoly.com).
24. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated 8<sup>th</sup> April, 2020, 13<sup>th</sup> April, 2020, 5<sup>th</sup> May, 2020, 13<sup>th</sup> January, 2021, 08<sup>th</sup> December, 2021, 14<sup>th</sup> December, 2021, 5<sup>th</sup> May, 2022, 28<sup>th</sup> December, 2022, 25<sup>th</sup> September, 2023 and 19<sup>th</sup> September, 2024, the Company is providing facility for voting by electronic means for all its Members to enable them to cast their vote electronically and the business may be transacted through such e-Voting.
25. A member may exercise his/ her vote at the General Meeting by electronic means and the Company may pass any resolution by electronic voting system in accordance with the provisions of the aforesaid Rule.
26. For this purpose, the Company has entered into an agreement with Central Depository securities Limited (CDSL) for facilitating voting through electronic means, as the authorized agency.
27. The facility of casting votes by a member using remote e-Voting system as well as e-Voting on the day of the AGM will be provided by CDSL. The Members attending the AGM who have not already cast their vote by remote e-Voting shall be able to exercise their right at the meeting.
28. The Members who have cast their vote by remote e-Voting prior to the Meeting may also attend the AGM but shall not be entitled to cast their vote again.
29. The remote e-voting facility will be available during the following period:

Commencement of remote e-voting	Sunday, 21 <sup>st</sup> September, 2025 from 9.00 A.M
End of remote e-voting	Tuesday, 23 <sup>rd</sup> September, 2025 till 5.00 P.M.

During this period members' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 17th September, 2025, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a Resolution is cast by the member, the member shall not be allowed to change it subsequently.

30. Shri Sumit Bajaj, Practising Company Secretary (Membership No. ACS 45042) has been appointed as Scrutinizer to Scrutinize the voting at the ensuing Annual General Meeting and remote e-voting process in a fair and transparent manner and the Scrutinizer and Alternate Scrutinizer have given their consent for appointment and will be available for the said purpose.
31. Pursuant to SEBI Circular No. SEBI/HO/MIRSD/MIRSD-PoD/P/CIR/2025/97 dated July 02, 2025, shareholders/investors are informed that a Special Window has been opened for a period of six months from July 07, 2025 to January 06, 2026 for re-lodgement of physical transfer deeds that were originally lodged prior to April 01, 2019 but were rejected/returned or not processed due to deficiencies.

Eligible shareholders/investors may submit their transfer requests along with the requisite documents to the Company's Registrar and Share Transfer Agent (RTA), M/s Beetal Financial & Computer Services Pvt. Ltd., New Delhi, within the specified timeline. The shares re-lodged during this window shall be processed only in dematerialized form.

Shareholders holding shares in physical form are also requested to update their KYC details and convert their physical share certificates into dematerialized form. The detailed advertisement regarding this special window is available on the Company's website at [www.premierpoly.com](http://www.premierpoly.com).

32. **MEMBERS ARE REQUESTED TO PROVIDE THEIR RESPECTIVE EMAILS SO AS TO ENABLE COMPANY TO SEND ANNUAL REPORTS BY EMAIL.**





**THE INSTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:**

**Step 1 :** Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

**Step 2 :** Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- (i) The voting period begins on **Sunday, 21st September, 2025 at 9:00 AM and ends on Tuesday, 23rd September, 2025 at 5:00 PM**. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of **Wednesday, 17th September, 2025** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders /retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

**Step 1 :** Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

- (iv) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> <li>1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsi website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; My Easi New (Token) Tab.</li> <li>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</li> <li>3) If the user is not registered for Easi/Easiest, option to register is available at cdsi website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; My Easi New (Token) Tab and then click on registration option.</li> <li>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</li> </ol>



Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> <li>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select "Register Online for IDeAS "Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a>.</li> <li>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> </ol>
	<ol style="list-style-type: none"> <li>4) For OTP based login you can click on <a href="https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp</a>. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> </ol>
Individual Shareholders (holding securities in demat mode) login through their <b>Depository Participants (DP)</b>	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

**Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL**

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 21 09911
Individual Shareholders holding securities in Demat mode with <b>NSDL</b>	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at : 022 - 4886 7000 and 022 - 2499 7000

**Step 2 :** Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

**(v) Login method for e-Voting and joining virtual meetings for Physical shareholders and shareholders other than individual holding in Demat form.**

- 1) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- 2) Click on "Shareholders" module.
- 3) Now enter your User ID



- a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
  - 5) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.
  - 6) If you are a first-time user follow the steps given below:

	<b>For Physical shareholders and other than individual shareholders holding shares in Demat.</b>
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> <li>Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.</li> </ul> Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.
Dividend Bank Details <b>OR</b> Date of Birth (DOB)	<ul style="list-style-type: none"> <li>If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.</li> </ul>

- (vi) After entering these details appropriately, click on "SUBMIT" tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for the relevant **Premier Polyfilm Limited** on which you choose to vote.
- (x) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvii) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**
  - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the "Corporates" module.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk. [evoting@cdslindia.com](mailto:evoting@cdslindia.com).
  - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
  - It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
  - Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; [compliance.officer@premierpoly.com](mailto:compliance.officer@premierpoly.com), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.



## PREMIER POLYFILM LIMITED

### INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least **7 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at [compliance.officer@premierpoly.com](mailto:compliance.officer@premierpoly.com). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **7 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at [compliance.officer@premierpoly.com](mailto:compliance.officer@premierpoly.com). These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

### PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/ DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to [beetalrta@gmail.com](mailto:beetalrta@gmail.com).
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
3. **For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.**

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at toll free no. 1800 21 09911

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL, ) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futrex, Mafatlal Mill Compounds, NM Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call toll free no. 1800 21 09911.

Place: New Delhi  
Date: 23-07-2025

By order of the Board of Directors

Sd/-  
Heena Soni

Company Secretary & Compliance Officer  
Membership No. A70248

Regd. Office: 305, III Floor, Elite House, 36, Community Centre,  
Kailash Colony Extension, Zamroodpur, New Delhi -110048  
CIN: L25209DL1992PLC049590



**EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 AND REGULATION 36(5) OF SEBI LISTING REGULATIONS**

**Item No. 4: Re-appointment of Shri Ram Babu Verma (DIN: 08760599) as Executive Director**

Shri Ram Babu Verma was re-appointed as Executive Director of the Company on 16th September, 2024 by the shareholders of the company for a term of one year, which will expire on 26th December, 2025. Since the next Annual General Meeting of the Company will be held after the expiry of his current term, the Board, on the recommendation of the Nomination and Remuneration Committee, has approved his re-appointment for a further period of 12 months from 27th December, 2025 to 26th December, 2026, subject to the approval of shareholders at the Thirty Third Annual General Meeting.

The re-appointment shall be made under the provisions of Sections 2(51), 2(94), 178, 196, 197, 203 read with Schedule V and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended from time to time. His remuneration will remain the same as previously approved, subject to increments in basic salary as may be recommended by the Nomination and Remuneration Committee from time to time, and will remain within the limits prescribed under Schedule V to the Act.

As per the requirements of Section II of Part II of Schedule V, in case of inadequate profits, managerial remuneration can be paid by way of special resolution. The Company has earned a net profit of ₹2,501 Lakhs for the financial year ended 31st March, 2025. However, to comply with good governance practices and to cover future contingencies, the Company is seeking approval by way of Special Resolution.

Shri Ram Babu Verma is not a director in any other company. Within the Company, he serves as a member of the Audit Committee, Stakeholders Relationship Committee, CSR Committee, Internal Complaints Committee, Share Transfer Committee and Share Allotment Committee. He holds no equity shares of the Company.

As per Regulation 36(3) of SEBI (LODR) Regulations, 2015, brief details of Shri Ram Babu Verma are provided in Annexure IV of the Notice. He is an Indian national, born on 11th January, 1963, and holds a Bachelor's Degree in Science, Master's Degree in Economics, and an MSW in HR & IR, with over 36 years of executive experience.

He has submitted necessary declarations confirming his eligibility and has not been disqualified under any provisions of the Companies Act, 2013. He is not debarred from holding the office of Director by SEBI or any other statutory authority.

The Board affirms that he is a person of integrity and possesses the necessary qualifications, experience and competence to hold office of the director of company and his appointment as an Executive Director shall be beneficial to the company

Statement of Information pursuant to Section II of Part II of Schedule V to the Companies Act, 2013

<b>I. General Information</b>																										
<b>1.</b>	<b>Nature of Industry</b>	The Company is engaged in manufacturing of Vinyl Flooring, Sheeting, and Leather Cloth.																								
<b>2.</b>	<b>Date or expected date of commencement of commercial production</b>	1st November, 1993																								
<b>3.</b>	<b>In case of new companies, expected date of commencement of activities as per project approved by financial institutions</b>	Not applicable, as the Company is an established entity.																								
<b>4.</b>	<b>Financial performance based on given indicators</b>	<p style="text-align: center;"><b>As per Audited Financial Results for the year</b> (₹ in Lakhs)</p> <table border="1"> <thead> <tr> <th></th><th>2024-2025</th><th>2023-2024</th></tr> </thead> <tbody> <tr> <td>Paid-up Capital:</td><td>1,059</td><td>1,059</td></tr> <tr> <td>Reserves &amp; Surplus:</td><td>8,384</td><td>6,332</td></tr> <tr> <td>Revenue from Operations:</td><td>30,139</td><td>29,563</td></tr> <tr> <td>Other Income:</td><td>325</td><td>165</td></tr> <tr> <td>Total Revenue:</td><td>30,464</td><td>29,728</td></tr> <tr> <td>Total Expenditure:</td><td>27,001</td><td>27,001</td></tr> <tr> <td>Profit After Tax:</td><td>2,501</td><td>2,156</td></tr> </tbody> </table>		2024-2025	2023-2024	Paid-up Capital:	1,059	1,059	Reserves & Surplus:	8,384	6,332	Revenue from Operations:	30,139	29,563	Other Income:	325	165	Total Revenue:	30,464	29,728	Total Expenditure:	27,001	27,001	Profit After Tax:	2,501	2,156
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Profit After Tax:	2,501	2,156																								
<b>5.</b>	<b>Foreign investments or collaborations, if any</b>	Nil																								



## PREMIER POLYFILM LIMITED

II. Information about the Appointee			
1.	Background details	Shri Ram Babu Verma, aged 62 years, holds a Bachelor's Degree in Science, a Master's in Economics, and an MSW (HR & IR). He has over 36 years of executive experience.	
2.	Past remuneration	₹90,500 per month (Basic Salary), House Rent Allowance @ 40% of Basic Salary, plus applicable perks.	
3.	Recognition or awards	Nil	
4.	Job profile and suitability	Shri Ram Babu Verma oversees General Administration and Personnel functions of the Company and also acts as the "Occupier" of the factory. His vast experience makes him suitable for the position.	
5.	Remuneration proposed	As specified in Resolution No. 4 of the Notice convening the 33rd Annual General Meeting.	
6.	Comparative remuneration profile	The proposed remuneration is in line with industry benchmarks for similarly placed executives in companies of comparable size and profile. The Board has evaluated his responsibilities and approved the proposed remuneration accordingly.	
7.	Pecuniary relationship with the company or managerial personnel	Except for the proposed remuneration, Shri Ram Babu Verma has no pecuniary relationship with the Company. He is not related to any Director or Key Managerial Personnel.	
III. Other Information			
1.	Reasons for loss or inadequate profits		NA
2.	Steps taken or proposed to be taken for improvement		NA
3.	Expected increase in productivity and profits in measurable terms		NA

IV. Disclosures:	
•	The information and disclosures of the remuneration of Shri Ram Babu Verma as per the requirements of Section II of Part II of Schedule V of the Act will be mentioned in the Corporate Governance Report forming part of the Annual Report for the financial year 2024-2025;
•	Shri Ram Babu Verma satisfies all the conditions set out in Part-I of Schedule V to the Act and also the conditions set out under section 196(3) of the Act for being eligible for appointment;
•	Shri Ram Babu Verma is not disqualified from being appointed as a Director in terms of section 164(1) and 164(2) of the Act and has given his consent to act as a Director;
•	Shri Ram Babu Verma is not debarred from holding the office of Director by virtue of SEBI Order or any such authority pursuant to BSE Circular No. LIST/COMP/14/2018-19 and the National Stock Exchange of India Limited Circular No. NSE/CML/2018/24, both dated 20th June 2018 ("Stock Exchange Circulars") pertaining to Enforcement of SEBI Orders regarding appointment of Directors by the listed companies;
•	Shri Ram Babu Verma's directorship/committee memberships are within the statutorily permitted limits and that he does not hold any other whole-time directorship in any other company.

None of the Directors or Key Managerial Personnel of the Company or their relatives, except Shri Ram Babu Verma, is concerned or interested in the resolution.

The Board recommends the Special Resolution set forth in Item No. 4 of the Notice for approval of the Members.

### Item No.5 consideration of Remuneration of Cost Auditors

The Board of the Directors, at its meeting held on 23rd July, 2025, upon recommendation of the Audit Committee, approved the appointment of M/s Cheena & Associates, Cost Accountants, having Firm Registration No. 000397, as Cost Auditors of the Company for conducting the Audit of cost records of the company for the financial year ending on 31st March, 2026 at a remuneration of



Rs.55,000/- (Rupees Fifty Five Thousand Only) plus applicable taxes and remuneration of such other out of pocket expenses as may be incurred by the said Cost Auditors during the course of the audit.

Pursuant to Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the Members of the company are required to approve the remuneration to be paid to the cost auditors of the company.

Accordingly, consent of the members is sought for passing an Ordinary Resolution as set out at Item No.5 of the Notice for approval of the remuneration payable to the Cost Auditors for conducting the audit of the cost records of the Company for the financial year ending 31<sup>st</sup> March, 2026.

None of the Directors, Key Managerial Person(s) of the Company including their relatives are, in any way, concerned or deemed to be interested in the proposed resolution.

The Board recommends the Ordinary Resolution set forth in Item No. 5 of the Notice for approval of the Members.

#### **Item No. 6 Appointment of Secretarial Auditor**

In accordance with Section 204 of the Companies Act 2013, read with the rules framed thereunder, and Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), every listed entity is required to undertake Secretarial Audit by a Peer Reviewed Secretarial Auditor who shall be appointed by the Members of the Company, on the recommendation of the Board of Directors, for a period of five consecutive years. Based on the recommendation of the Audit Committee, the Board, at its Meeting held on July 23, 2025, subject to the approval of the Members of the Company, approved appointment of M/s Sumit Bajaj & Associates, Company Secretaries (Firm Registration Number: S2019DE677200)) as the Secretarial Auditors of the Company, for a term of five (5) consecutive years, to hold office of the Secretarial Auditor from the Financial Year 2025-2026 upto Financial Year 2029-2030.

M/s. Sumit Bajaj & Associates is a firm of Practicing Company Secretaries. The firm is primarily engaged in providing professional services in the field of Corporate Laws, SEBI Regulations, FEMA Regulations including carrying out Secretarial Audits, Due Diligence Audits and Compliance Audits for various reputed companies. The firm is Peer Reviewed and Quality Reviewed by the Institute of the Company Secretaries of India.

M/s Sumit Bajaj & Associates had consented to their appointment as the Secretarial Auditors of the Company and have confirmed that they fulfill the criteria as specified in Clause (a) of regulation 24A (1A) of the SEBI Listing Regulations and have not incurred any of disqualifications as specified by the Securities and Exchange Board of India.

The proposed remuneration to be paid to M/s Sumit Bajaj & Associates, for the financial year 2025-2026 is Rs.1,50,000/- (Rupees One Lakh Fifty Thousand only) plus out of pocket expenses and applicable taxes. For the subsequent years, the Board of Directors will decide the remuneration based on recommendations of Audit Committee. There is no material change in the fees payable to M/s Sumit Bajaj & Associates from that paid to the previous Secretarial Auditor.

Accordingly, consent of the Members is sought for approval of the aforesaid appointment of the Secretarial Auditors. The Board recommends the approval of the Members for appointment of Secretarial Auditors and passing of the Ordinary Resolution set out at Item No. 6 of this Notice.

None of the Directors or Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in this Resolution.

The Board recommends the Special Resolution set forth in Item No. 6 of the Notice for approval of the Members.

#### **Item No. 7 Appointment of Shri Mayank Goenka as Executive Director of the company**

In order to strengthen the Company's strategic direction, the Board of Directors of the Company at their meeting held on 23rd July, 2025, pursuant to the recommendation of the Nomination and Remuneration Committee ("NRC") and subject to the approval of the Members, had appointed Shri Mayank Goenka, (DIN: 08604786) as an Additional and Whole-time Director designated as 'Executive Director' of the Company for a period of three consecutive years from 23rd July, 2025 to 22nd July, 2028.

In terms of section 161 of the Companies Act, 2013 ("the Act") and the Articles of Association of the Company, Shri Mayank Goenka, holds office as an Additional Director up to the conclusion of ensuing Annual General Meeting of the Company and is eligible to be appointed as a Director who is liable to retire by rotation.

Furthermore, the appointment of Shri Mayank Goenka, as a Whole-time Director, designated as 'Executive Director, effective from 23rd July, 2025, and the terms and conditions of such appointment, including remuneration as recommended by the NRC and



## PREMIER POLYFILM LIMITED

approved by the Board, are subject to the approval of the shareholders, as per the relevant provisions of the Act, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").

### Brief profile of Shri Mayank Goenka is as follows:

Shri Mayank Goenka, aged 27, is a technocrat holding a professional degree in Engineering from the University of Glasgow. He has also completed a Diploma Programme in International Baccalaureate, along with certifications in SolidWorks, C and Embedded Programming from the University of Glasgow, and foundational training in Robotics and Autonomous Robotics.

He is a member of the Institute of Engineers (India) and has over five years of experience in project management and execution. Shri Goenka is the son of Shri Amitabh Goenka, the current Managing Director and CEO of the Company. He currently holds no shares in the Company.

As per Regulation 36(3) of SEBI (LODR) Regulations, 2015, brief details of Shri Mayank Goenka are provided in Annexure IV of the Notice. He is an Indian national, born on 21<sup>st</sup> February, 1998 and holds a degree in Engineering from the University of Glasgow. He has also completed a Diploma Programme in International Baccalaureate, along with certifications in Solid Works, C and Embedded Programming from the University of Glasgow, and foundational training in Robotics and Autonomous Robotics. He is a member of the Institute of Engineers (India) and has over five years of experience in project management and execution.

Shri. Goenka has been serving as a Director on the Board of M/s Premier Polyplast & Processors Limited since November, 2019.

Statement of Information pursuant to Section II of Part II of Schedule V to the Companies Act, 2013

I. General Information																										
1.	Nature of Industry	The Company is engaged in manufacturing of Vinyl Flooring, Sheeting, and Leather Cloth.																								
2.	Date or expected date of commencement of commercial production	1 <sup>st</sup> November, 1993																								
3.	In case of new companies, expected date of commencement of activities as per project approved by financial institutions	Not applicable, as the Company is an established entity.																								
4.	Financial performance based on given indicators	<p><b>As per Audited Financial Results for the year</b> (₹ in Lakhs)</p> <table> <tr> <th></th><th>2024-2025</th><th>2023-2024</th></tr> <tr> <td>Paid-up Capital:</td><td>1,059</td><td>1,059</td></tr> <tr> <td>Reserves &amp; Surplus:</td><td>8,384</td><td>6,332</td></tr> <tr> <td>Revenue from Operations:</td><td>30,139</td><td>29,563</td></tr> <tr> <td>Other Income:</td><td>325</td><td>165</td></tr> <tr> <td>Total Revenue:</td><td>30,464</td><td>29,728</td></tr> <tr> <td>Total Expenditure:</td><td>27,001</td><td>27,001</td></tr> <tr> <td>Profit After Tax:</td><td>2,501</td><td>2,156</td></tr> </table>		2024-2025	2023-2024	Paid-up Capital:	1,059	1,059	Reserves & Surplus:	8,384	6,332	Revenue from Operations:	30,139	29,563	Other Income:	325	165	Total Revenue:	30,464	29,728	Total Expenditure:	27,001	27,001	Profit After Tax:	2,501	2,156
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Total Expenditure:	27,001	27,001																								
Profit After Tax:	2,501	2,156																								
II. Information about the Appointee																										
1.	Background details	Shri Mayank Goenka, aged 27 years, is a technocrat holding a professional degree in Engineering from the University of Glasgow. He has also completed a Diploma Programme in International Baccalaureate, along with certifications in SolidWorks, C and Embedded Programming from the University of Glasgow, and foundational training in Robotics and Autonomous Robotics. He is a member of the Institute of Engineers (India) and has over five years of experience in project management and execution.																								
2.	Past remuneration	NA																								
3.	Recognition or awards	Nil																								





## PREMIER POLYFILM LIMITED

4.	<b>Job profile and suitability</b>	Shri Mayank Goenka as a member of the team looking after the Company's new project being established in the state of Tamil Nadu. In addition to it, Shri Mayank shall also be looking after the affairs of Unit No. II of the company situated at Sikandrabad, Uttar Pradesh. With his integrity, substantial expertise, and professional competence, Shri Goenka is well-suited to serve as Executive Director. His appointment is expected to contribute positively to the Company's growth, governance, and strategic direction.
5.	<b>Remuneration proposed</b>	As specified in Resolution No. 7 of the Notice convening the 33rd Annual General Meeting.
6.	<b>Comparative remuneration profile</b>	The proposed remuneration is in line with industry benchmarks for similarly placed executives in companies of comparable size and profile. The Board has evaluated his responsibilities and approved the proposed remuneration accordingly.
7.	<b>Pecuniary relationship with the company or managerial personnel</b>	Except for the proposed remuneration, Shri Mayank Goenka has no pecuniary relationship with the Company. He is Son of Shri Amitaabh Goenka, Managing Director and CEO of the company.

III. Other Information		
1.	<b>Reasons for loss or inadequate profits</b>	NA
2.	<b>Steps taken or proposed to be taken for improvement</b>	NA
3.	<b>Expected increase in productivity and profits in measurable terms</b>	NA

IV. Disclosures:	
•	The information and disclosures of the remuneration of Shri Mayank Goenka as per the requirements of Section II of Part II of Schedule V of the Act will be mentioned in the Corporate Governance Report forming part of the Annual Report for the financial year 2024-2025;
•	Shri Mayank Goenka satisfies all the conditions set out in Part-I of Schedule V to the Act and also the conditions set out under section 196(3) of the Act for being eligible for appointment;
•	Shri Mayank Goenka is not disqualified from being appointed as a Director in terms of section 164(1) and 164(2) of the Act and has given his consent to act as a Director;
•	Shri Mayank Goenka is not debarred from holding the office of Director by virtue of SEBI Order or any such authority pursuant to BSE Circular No. LIST/COMP/14/2018-19 and the National Stock Exchange of India Limited Circular No. NSE/CML/2018/24, both dated 20th June 2018 ("Stock Exchange Circulars") pertaining to Enforcement of SEBI Orders regarding appointment of Directors by the listed companies;
•	Shri Mayank Goenka directorship/committee memberships are within the statutorily permitted limits and that he does not hold any other whole-time directorship in any other company.

None of the Directors or Key Managerial Personnel of the Company or their relatives, except Shri Mayank Goenka and Shri Amitaabh Goenka are concerned or interested in the resolution.

The Board recommends the Special Resolution set forth Item No. 7 of the Notice for approval of the Members.

**By order of the Board of Directors**

**Place: New Delhi**

**Date: 23-07-2025**

**Sd/-**

**Heena Soni**

**Company Secretary & Compliance Officer**

**Membership No. A70248**

**Regd. Office: 305, III Floor, Elite House, 36, Community Centre,  
Kailash Colony Extension, Zamroodpur, New Delhi -110048  
CIN: L25209DL1992PLC049590**



**Annexure-“B”**

Pursuant to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 issued by the Institute of Company Secretaries of India, the following information is furnished about the Directors proposed to be re-appointed

<b>Name of Director</b>	Shri Ram Babu Verma	Shri Mayank Goenka
<b>Date of Birth</b>	11/01/1963	21/02/1998
<b>Age</b>	62	27
<b>Date of re-appointment</b>	27-12-2025	23-07-2025
<b>Relationship with Directors and Key Managerial Personnel</b>	None	None
<b>Expertise in specific functional area</b>	He is looking after General Administration and Personnel Department of the company and is also "Occupier" of the Company.	Shri Mayank Goenka as a member of the team looking after the Company's new project being established in the state of Tamil Nadu. In addition to it, Shri Mayank shall also be looking after the affairs of Unit No. II of the company situated at Sikandrabad, Uttar Pradesh. With his integrity, substantial expertise, and professional competence.
<b>Qualification</b>	Bachelor Degree in Science, M.A. in Economics and also MSW (HR & IR).	Shri Mayank Goenka, is a technocrat holding a professional degree in Engineering from the University of Glasgow. He has also completed a Diploma Programme in International Baccalaureate, along with certifications in Solid Works, C and Embedded Programming from the University of Glasgow, and foundational training in Robotics and Autonomous Robotics.
<b>Directorships held in other companies* (upto the date of this AGM Notice)</b>	Nil	One company i.e In Premier Polyplast and Processors Limited as a Director
<b>Committees of other public limited companies as on March 31, 2025</b>	Nil	Nil
<b>Number of equity shares held in the Company as at March 31, 2025</b>	Nil	Nil

**PREMIER POLYFILM LIMITED****DIRECTORS' REPORT TO THE MEMBERS**

Your directors present the Thirty Third Annual Report together with audited accounts for the year ended on 31st March, 2025.

**FINANCIAL SUMMARY AND HIGHLIGHTS**

(Rs. In Lakh)

Particulars	For the year ended 31 <sup>st</sup> March, 2025		For the year ended 31 <sup>st</sup> March, 2024	
Sales & Other Income		30,464		29,728
Operating profit before providing for interest & Depreciation		4,086		3,447
<b>Less:</b>				
Interest	116		204	
Depreciation	507	623	516	720
Net Profit before taxation		3,463		2,727
<b>Less:</b>				
Tax Expenses		863		667
Profit after tax		2,600		2,060
Changes in fair value of FVTOCI Equity Securities		(103)		87
Re-measurements of post employment benefits obligations		4		9
<b>Net Profit</b>		2,501		2,156
Basic and diluted earning per share		2.48		9.83
Face value per equity Share		1.00		5.00

**Business Performance Overview, Key Drivers of Profit Growth Expansion and Future Outlook**

The Company delivered a robust financial performance in the fiscal year 2024-2025, demonstrating significant growth in profitability and operational efficiency. Net Profit surged to ₹2,600 lakhs, a substantial 26% increase from ₹2,060 lakhs in the previous year. This strong bottom-line growth was supported by a steady rise in Gross Sales from Operations and Other Income, which reached ₹30,464 lakhs compared to ₹29,728 lakhs in FY 2023-2024.

Operational excellence was a key highlight, with production volume of PVC flooring, sheeting, and allied products growing to 28,383 metric tonnes from 27,133 metric tonnes in the prior year. This increase is a direct result of enhanced capacity utilization following the successful commissioning of new plant and machinery during the year, which has strengthened our manufacturing capabilities.

**Key Drivers of Profitability**

The notable expansion in profitability was driven by a multi-pronged strategy focused on operational and financial optimization:

\* **Strategic Cost and Margin Management:** The Company successfully implemented a dual strategy of procuring raw materials at highly competitive prices while maintaining stable selling prices for finished goods. This was complemented by the strategic discontinuation of product lines with sub-optimal margins, allowing for a concentrated focus on high-demand, high-profitability categories.

\* **Financial Optimization:** Prudent financial management led to the arrangement of more favourable financing terms, notably with Yes Bank Limited. This resulted in a measurable reduction in finance costs, directly strengthening the bottom-line performance.

The Company has secured and taken possession of an 18.13-acre industrial plot at SIPCOT Industrial Park. Initial site development is underway, with the boundary wall completed and infrastructural groundwork in progress. Commercial production at this new facility is anticipated to commence in the upcoming financial year.

**DIVIDEND**

Encouraged by the performance of the company, The Board of your company is pleased to recommend for your approval Payment of dividend @ 0.15 per equity share of Rs.1/- each (i.e. 15%) for the year ended on 31st March,2025 subject to deduction of Tax at Source, which if approved at the forthcoming Annual General Meeting, will be paid to those equity shareholders whose names appear in the Register of Members as on 17th September, 2025 in respect of shares held in physical form and in respect of shares held in dematerialized form, the dividend shall be paid on the basis of the beneficial ownership as per the details furnished by the Depositories for this purpose at the end of business hours on 17th September, 2025. SEBI, vide its circular dated November 03, 2021 (subsequently amended by circulars dated December 14, 2021, March 16, 2023 and November 17, 2023) mandated that the security holders (holding securities in physical form), whose folio(s) do not have PAN or Choice of Nomination or Contact Details or Mobile Number or Bank Account Details or Specimen Signature updated, shall be eligible for any payment including dividend, interest or redemption in respect of such folios, only through electronic mode with effect from April 01, 2024.



## **RESERVES**

During the year under review, the Board has transferred an amount of Rs. 400/- Lakh to General Reserves.

## **DETAILS OF MONEY ACCEPTED FROM DIRECTORS**

During the year under review, the company has not accepted money in the form of Unsecured Loan from any of the Directors and/or their relative(s).

## **CHANGE IN NATURE OF BUSINESS**

During the year under review, there was no change in the nature of business of the Company.

## **CHANGE IN CAPITAL AND DEBT STRUCTURE**

There was no change in the capital structure of the company during the year under review and no fresh shares or convertible securities were issued by the company during the year under review. However, during the year under review face value of the share was changed from Rs.5/- each to Rs.1/- each.

## **CREDIT RATING**

The company got its credit rating done from Credit Rating Information Services of ICRA Limited is as under:-

ICRA Limited - BBB+(Stable)/[ICRA] A2

## **TRANSFER OF SHARES AND UNPAID/UNCLAIMED AMOUNTS TO INVESTOR EDUCATION AND PROTECTION FUND (IEPF)**

During the FY 2024-2025, unpaid/ unclaimed dividend for the FY 2016-2017 aggregating to Rs.4,15,157/- and 1,32,250 numbers of equity shares with the face value of Rs.1/- each aggregating nominal value of Rs. 1,32,250/- for which dividend entitlements remained unpaid/ unclaimed for seven consecutive years or more, were transferred by the Company to IEPF established by the Central Government, pursuant to provisions of Section 124(6) of the Companies Act, 2013 read with Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, as amended from time to time, within the statutorily stipulated time frame. Before effecting transfer of shares to IEPF, company has informed all such members, whose shares were liable to be transferred to IEPF during the FY 2024-2025 through individually addressed letters and publication of notice in newspapers. The details of unpaid/ unclaimed dividend and corresponding shares that would be transferred to IEPF, unpaid and unclaimed amounts lying with the Company and procedure for claiming the dividend and shares from IEPF Authority are available on website of the Company at the link: <http://www.premierpoly.com/IEPF.htm> and also on the website of Investor Education and Protection Fund Authority i.e. [www.iepf.gov.in](http://www.iepf.gov.in). Shareholders may claim their unpaid/ unclaimed dividend and the corresponding shares from the IEPF Authority through online application in prescribed form i.e. IEPF-5 at its website [www.iepf.gov.in](http://www.iepf.gov.in).

During the FY 2025-2026, unpaid/ unclaimed dividend for the FY 2017-2018 aggregating to Rs 3,89,163.25 /- and 1,52,870 numbers of equity shares of nominal value of Rs. 1,52,870/- for which dividend entitlements remained unpaid/ unclaimed for seven consecutive years or more, would be transferred by the Company to IEPF established by the Central Government, pursuant to provisions of Section 124 of the Companies Act, 2013 read with Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, as amended from time to time, within the statutorily stipulated time frame. Before effecting transfer of shares to IEPF, company has informed all such members, whose shares were liable to be transferred to IEPF during the FY 2025- 2026 through individually addressed letters and publication of notice in newspapers. The details of unpaid/ unclaimed dividend and corresponding shares that would be transferred to IEPF, unpaid and unclaimed amounts lying with the Company and procedure for claiming the dividend and shares from IEPF Authority are available on website of the Company at the link: <http://www.premierpoly.com/IEPF.htm> and also on the website of Investor Education and Protection Fund Authority i.e. [www.iepf.gov.in](http://www.iepf.gov.in). Shareholders may claim their unpaid/ unclaimed dividend and the corresponding shares from the IEPF Authority through online application in prescribed form i.e. IEPF-5 at its website [www.iepf.gov.in](http://www.iepf.gov.in). The last date for claiming dividend declared during FY 2017-2018 which remained unpaid/ unclaimed is October,15 2025. Members may forward their claims for unpaid/ unclaimed final dividend to the Company's RTA before it is due to be transferred to IEPF. Thereafter, no claim shall lie against the Company in respect of the dividend/ shares so transferred to IEPF.

## **SUBSIDIARIES AND ASSOCIATES**

The company has no Subsidiaries or Associate company.

## **QUALITY CONTROL**

Your company remains committed to excellence and holds the following prestigious certifications:

- ISO 9001:2015 – Quality Management System (Cert. No. 9910020252)
- IATF 16949:2016 – Automotive Quality Management System (Cert. No. 50261734IATF25)
- ISO 14001:2015 – Environmental Management System (Cert. No. 1103E215221)

Your company is also a BIS-certified manufacturer and exporter of PVC products, including marbled, printed, and technical flooring, leather cloth, PVC sheeting, humidity barriers, and geomembranes and holds the following certifications of Bureau of Indian



Standards (BIS) certifications for PVC includes:

- IS 3462:1986 – Poly Floor (L. No. 8429686)
- IS 15652:2006 – Electromat (L. No. 8963811)
- IS 15909:2020 – Aqualining (L. No. 8800097117)

Additionally, your company holds the ISI Certification Mark for:

- PVC Geo Membrane for lining – Thicknesses of 0.75 mm, 1.5 mm, and 2.0 mm
- Insulating mat for electrical purpose– Thicknesses of 2.0 mm, 2.5 mm, and 3.0 mm
- Unbacked Flexible PVC Flooring – Thicknesses of 1.5 mm and 2.0 mm

#### **POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION AND OTHER DETAILS**

The Company's policy on directors' appointment and remuneration and other matters provided in Section 178(3) of the Companies Act, 2013 has been disclosed under Nomination & Remuneration Committee in the Corporate Governance Report which forms part of the Directors' Report.

#### **ANNUAL RETURN**

Pursuant to the provisions of 92(3) and Section 134(3) (a) of the Companies, Act, 2013 read with Rule 12 of the Companies (Management and Administration) Rules, 2014, the draft Annual Return of the Company for the Financial Year 31<sup>st</sup> March, 2025 is uploaded on the website of the Company and can be accessed <https://www.premierpoly.com/form-MGT-7-2025.pdf>

#### **DIRECTORS' RESPONSIBILITY STATEMENT**

In accordance with the provisions of Section 134(3)(c) of the Companies Act, 2013, your Directors state:-

- That in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures ;
- That your Directors have selected such accounting policies and applied them consistently and made judgment and estimates that are 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 or loss of the company for that period ;
- That your Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for the assets of your company and for preventing and detecting fraud and other irregularities;
- That your Directors have prepared the annual accounts on a going concern basis ;
- That the directors have laid down proper internal financial controls which are followed by the company and that such internal financial controls are adequate and were operating effectively ; and
- That the directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

#### **PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS**

The particulars of loans, guarantees and investments have been disclosed in the financial statements.

#### **DETAILS OF AUDITORS QUALIFICATIONS AND REPLY OF MANAGEMENT**

The Auditor's Report for the Financial year 2024-2025 does not have any details of qualifications, reservations or adverse remarks.

#### **PARTICULARS OF EMPLOYEES AND HUMAN RESOURCES**

The information as required under Section 197 of the Companies Act, 2013 read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are attached given below :

- The ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year**

<b>Non Executive Independent Director</b>	<b>Ratio to median remuneration</b>
Smt. Bhupinder Kaur Marwah	-
Smt. Rashmee Singhania *	-
Shri Santosh Kumar Dabriwala	-
Shri Manish Bajoria **	-
Shri Umesh Kumar Agarwalla	-

\* Smt. Rashmee Singhania ceased to be Director of the company with effect from 13-02-2025 upon completion of her tenure of ten years.



## PREMIER POLYFILM LIMITED

\*\* Shri Manish Bajoria was appointed as Non Executive Independent Director of the company with effect from 27-01-2025. His appointment was approved by the Shareholders of the company by way of Postal Ballot on 11-03-2025.

- (b) **The percentage increase in remuneration of each director, Chief Executive Office & Company Secretary in the financial year :**

Smt Bhupinder Kaur Marwah	-
Shri Santosh Kumar Dabriwalla	-
Shri Umesh Kumar Agarwalla	-
Shri Manish Bajoria	-
Shri Amitaabh Goenka, Managing Director & CEO	-
Shri Ram Babu Verma, Executive Director	-
Ms. Heena Soni, Company Secretary and Compliance Officer	9.91%
Shri Paribesh Kumar Mishra, Chief Financial Officer	6.61%

- c) **The percentage increase in the median remuneration of employees in the financial year: 8.25%.**

- (d) **The number of permanent employees on the roll of company: 302**

- (e) **The explanation on the relationship between average increase in remuneration and company performance:**

On an average, employees received an annual increase of 8.57 %. The individual increments varied from 0.00 % to 100.00 % based on individual performance.

- (f) **Comparison of the remuneration of the key managerial personnel against the performance of the company:**

Aggregate Remuneration of Managerial personnel (KMP) in financial year 2024-2025 (Rs. In Lakhs)	185.89
Revenue (Figures in Rupees in Lakhs)	30,139
Remuneration of KMPs (as % of revenue)	0.62
Profit before Tax (PBT) (Figures in Rupees in Lakhs)	3,463
Remuneration of KMPs (as % of PBT)	5.37

- (g) **Variation in the market capitalization of the Company, price earnings ratio as at the closing date of the current financial year and previous financial year.**

Particulars	March 31, 2025	March 31, 2024	% Change
Market Capitalization (Rupees in Lakhs)	50905	41006.68	24.13
Price Earnings Ratio	2.48	9.83	74.77

During the year under review the company has Subdivision of existing Equity Shares from One Equity Share of Rs. 5/- each into Five Equity Shares of Re.1/- each with effect from 05th November, 2024.

- (h) **Percentage increase or decrease in the market quotations of the shares of the company in comparison to the rate at which the company came out with the last public offer :**

Particulars	March 31, 2025	1995* (Right cum Public Issue)	% Change
Market Price (BSE) Closing rate	61.51	14.25	331.65
Market Price (NSE) Closing rate	62.54	12.50	400.32

\* In the year 2003 the face value of equity share was reduced from Rs.10/- per equity share to Rs.2.50 per equity share in compliance with the Orders of the Hon'ble BIFR. Further pursuant to a resolution passed by the Shareholders of the company in the year 2009, the face value of the equity Shares was changed from Rs.2.50 per equity shares to Rs.5/- per equity share and one equity share was issued against the holding of two equity shares held by a shareholders. Price per share at BSE was Rs.28.50 for paid up face of Rs.10/- each and at NSE was Rs.25/- in the year 1995. These rates were taken at half the price due to change in face value. During the year under review the company has Subdivision of existing Equity Shares from One Equity Share of Rs. 5/- each into Five Equity Shares of Re.1/- each with effect from 05th November, 2024.

- (i) **Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in managerial remuneration :**



## PREMIER POLYFILM LIMITED

The average annual increase was 06.19%. However, during the year, the total average increase in managerial and key personnel 1.65.%, which is considered to be very reasonable.

(j) **Comparison of remuneration of each key managerial personnel against the performance of the company :**

Particulars	Shri Amitabh Goenka, Managing Director & CEO	Shri Ram Babu Verma, Executive Director	Shri Paribesh Kumar Mishra, Chief Financial Officer	Ms Heena Soni Company Secretary & Compliance Officer
Remuneration in FY 2024- 2025 (Rs. In Lakhs)	140.65	16.77	24.39	4.08
Revenue (Rs. In Lakhs)	30,139	30,139	30,139	30,139
Remuneration as % of revenue	0.46	0.05	0.08	0.01
Profit before tax (Rs. In Lakh)	3,463	3,463	3,463	3,463
Remuneration (as % of PBT)	4.06	0.48	0.70	0.11

(k) **Key parameters for any variable component of remuneration availed by the directors:**

There is no variable component involved in the remuneration of Directors. The Directors are being paid remuneration as approved by the shareholders of the company.

(l) **The ratio of the remuneration of the highest paid director to that of the employees who are not directors but receive remuneration in excess of the highest paid director during the year:**

None

(m) **Affirmation that the remuneration is as par the remuneration policy of the company :**

The company affirms remuneration is as per the remuneration policy of the company.

(n) **The Statement containing particulars of employees as required under Section 197(12) of the Companies Act, 2013 read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is not applicable as none of the employees of the company is covered under the provisions of the act and rules made thereunder.**

### RESEARCH & DEVELOPMENT CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO:

Particulars regarding conservation of energy, technology absorption and foreign exchange earnings and outgo, as prescribed under Section 134(3) (m) of the Companies Act, 2013, are annexed as **Annexure "I"**.

### AUDITORS REPORT AND AUDITORS

#### AUDIT REPORTS

- The Auditors' Report for fiscal Year 2024-2025 does not contain any qualification, reservation or adverse remark. The Auditors' Report is enclosed with the financial statements in this Annual Report.
- The Secretarial Auditors' Report for fiscal Year 2024-2025 does not contain any qualification, reservation or adverse remark.
- The Secretarial Auditors' Report is enclosed as **Annexure II** to the Board's report in this Annual Report.
- As required by the Listing Regulations, the auditors' certificate on corporate governance is enclosed as **Annexure "VI"** to the Board's report.

#### AUDITORS

##### Statutory Auditor

The Auditors M/s M A R S & Associates, Chartered Accountants, Auditors of the company were re-appointed as Statutory Auditors of the Company by the shareholders at the 30th Annual General Meeting held on 26-09-2022 to hold office of Statutory Auditors of the Company upto the conclusion of the 35th Annual General Meeting of the Company to be held in the year 2027 i.e. for a term of five (5) years. .

##### Secretarial Auditor

As required under Section 204 of the Companies Act, 2013 (as amended or re-enacted from time to time) read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014 and other applicable provisions, if any, of the Companies Act, 2013 the Board of Directors in their Meeting held on 23rd July, 2025 appointed M/s Sumit Bajaj & Associates, as Secretarial Auditor of the company to conduct the secretarial audit of the company for the five financial years commencing from FY 2025-2026 till FY 2029-2030 on the recommendation of Audit Committee, subject to the approval of the shareholders of the company in the ensuing Annual General Meeting.



### **Internal Auditor**

The Company has in place adequate Internal financial control with reference to financial statements. During the year, such control were tested and no reportable material weakness in the design or operations were observed. The Internal Auditor, M/s D D Bansal Associates, Chartered Accountants, directly report to the Audit Committee. M/s D D Bansal Associates, Chartered Accountants, was appointed as Internal Auditor of the company for the financial year 2025-2026 by the Board of Directors of the Company in their Meeting held on 23rd July, 2025 on the recommendation of Audit Committee.

### **Cost Accountant**

As per the requirements of the Central Government and pursuant to Section 148 of the Companies Act, 2013 read with the Companies (Cost Records & Audit) Rules, 2014 as amended from time to time your Company is maintaining cost accounting records and get them audited for products(s)/ Service covered under the Cost Records Rules, 2014 for the year ending 31st March 2021 pursuant to section 148(1) of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013 read with the Companies (Audit & Auditor) Rules, 2014.

On the recommendation of the Audit Committee, The Board of Directors in their Meeting held on 23rd July, 2025 have appointed M/s Cheena & Associates, Cost Accountants to maintain cost accounting records and certify them for Product(s)/ Services Covered under Cost Records Rules 2014 for the year ending 31st March, 2026 at a remuneration of Rs. 55,000/- (Rupee Fifty-Five Thousand Only) plus GST and out of pocket expenses. A resolution for the appointment of Cost Auditor forms part of the Notice convening the Annual General Meeting.

### **CONTRACTS AND ARRANGEMENTS WITH RELATED PARTIES**

All contracts / arrangements / transactions entered by the Company during the financial year with related parties were in the ordinary course of business and at arm's length basis. During the year, the Company has not entered into any fresh contract / arrangement / transaction with related parties which could be considered material in accordance with the policy of the Company or materiality of related party transactions. Your Directors draw attention of the members to Note 32 to the financial statement which sets out related party disclosures.

Information on transactions with related parties pursuant to clause (h) of sub-section (3) of Section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014 are given in Annexure "III" in Form No. AOC-2 and form integral part of the Directors' Report.

### **BOARD OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

Smt. Rashmee Singhania ceased to be Director of the company with effect from 13-02-2025 upon completion of her tenure of ten years. Shri Manish Bajoria was appointed as Non-Executive Independent Director of the company with effect from 27-01-2025. His appointment was approved by the Shareholders of the company by way of Postal Ballot on 11-03-2025.

#### **Details of appointment/re-appointed of whole time Director of the company are as under:-**

##### **Shri Ram Babu Verma**

Shri Ram Babu Verma has been serving as the Executive Director of the Company since 27th June 2020. His last re-appointment was approved by the shareholders at the 32nd Annual General Meeting held on 16th September 2024 for a period of 12 months, from 27th December 2024 to 26th December 2025, under Schedule V of the Companies Act, 2013, at a basic salary of ₹90,500 per month plus admissible perquisites.

His current term will expire on 26th December 2025, and since the next Annual General Meeting is scheduled to be held after this date, the Board of Directors, on the recommendation of the Nomination and Remuneration Committee, has approved his re-appointment for a further period of 12 months from 27th December 2025 to 26th December 2026, at the same remuneration and terms, subject to shareholder approval by Special Resolution at the 33rd Annual General Meeting, in accordance with the provisions of Sections 196, 197, 203 and Schedule V of the Companies Act, 2013.

Shri Verma, aged 62 years, holds a B.Sc., M.A. (Economics), and MSW (HR & IR), and has 36 years of executive experience. He does not hold directorship in any other company, nor does he hold shares in the Company. He is a member of several Board Committees including the Audit Committee, Stakeholders Relationship Committee, CSR Committee, Internal Control Committees, Share Allotment Committee and Share Transfer Committee.

He has confirmed that:

- He has not been convicted of any offence under the Companies Act or any other law.
- He is not debarred by SEBI or any authority from holding office.
- He complies with all requirements relating to maximum number of directorships.

The Board affirms that Shri Ram Babu Verma is a person of integrity, with the expertise and competence required for the role, and believes his continued association will be beneficial to the Company. He is not debarred from holding the office of Director by SEBI or any other statutory authority. The Board affirms that he is a person of integrity and possesses the necessary qualifications, experience, and competence.





## PREMIER POLYFILM LIMITED

### Shri Mayank Goenka

Shri Mayank Goenka, holds office as an Additional Director up to the date of the ensuing Annual General Meeting of the Company and is eligible to be appointed as a director who is liable to retire by rotation.

Furthermore, the appointment of Shri Mayank Goenka, as a Whole-time Director, designated as 'Executive Director, effective from 23<sup>rd</sup> July, 2025, and the terms and conditions of such appointment, including remuneration as recommended by the NRC and approved by the Board, are subject to the approval of the shareholders, as per the relevant provisions of the Act, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").

Shri Mayank Goenka, aged 27, is a technocrat holding a professional degree in Engineering from the University of Glasgow. He has also completed a Diploma Programme in International Baccalaureate, along with certifications in SolidWorks, C and Embedded Programming from the University of Glasgow, and foundational training in Robotics and Autonomous Robotics.

He is a member of the Institute of Engineers (India) and has over five years of experience in project management and execution. Mr. Goenka is the son of Shri Amitaabh Goenka, the current Managing Director and CEO of the Company. He currently holds no shares in the Company.

Shri Mayank Goenka has been serving as a Director on the Board of M/s Premier Polyplast & Processors Limited since November, 2019.

The Board affirms that Shri Mayank Goenka is a person of integrity, with the expertise and competence required for the role, and believes his continued association will be beneficial to the Company. He is not debarred from holding the office of Director by SEBI or any other statutory authority. The Board affirms that he is a person of integrity and possesses the necessary qualifications, experience, and competence.

### DECLARATION BY THE INDEPENDENT DIRECTORS

Independent Directors have submitted their disclosures to the Board that they fulfill all the requirements as stipulated in section 149(6) of the Companies Act, 2013 so as to qualify themselves to be appointed as Independent Directors under the provisions of the Companies Act, 2013 and the relevant Rules.

### STOCK EXCHANGES

The equity shares of your company are listed at BSE Limited and National Stock Exchange of India Limited. The equity shares of the company are traded at these Stock Exchanges. The shares were not suspended from trading by any of the stock exchanges where shares are listed during the period under review.

Name and address of stock exchange	Code No
National Stock Exchange of India Limited, Exchange Plaza", 5 Floor, Plot No. C/1, 'G' Block, Bandra Kurla Complex, Bandra East, Mumbai – 400051.	PREMIERPOL
BSE Limited, Phiroze Jeejeebhoy Tower, Dalal Street, Mumbai- 400001	514354

### SUSTAINABILITY AND SOCIAL RESPONSIBILITY INITIATIVES

In alignment with the Government's ongoing efforts and policy focus on promoting a pollution-free environment, the Company has taken proactive steps to transition towards sustainable and renewable sources of energy. During the current financial year, the Company is in the process of adopting Solar Power and Piped Natural Gas (PNG) as alternative sources of energy, in addition to its existing power infrastructure. This transition is expected to reduce the Company's carbon footprint and contribute meaningfully to long-term environmental sustainability.

In addition to its green energy initiatives, the Company continues to actively support social welfare programs through its associated charitable trust. The trust is engaged in various activities promoting the sustainability of nature, including plantation drives, and also supports the distribution of woolen clothing to underprivileged communities and tribal populations in remote regions of Jharkhand. These initiatives reflect the Company's commitment to inclusive growth, environmental care, and community development.

### STATEMENT OF DEVIATION OR VARIATION

The company did not issue any shares under Public/Rights and/or preferential Issue during the period under review.

### CORPORATE GOVERNANCE

A separate Report on Corporate Governance along with the General Shareholders Information, as prescribed under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with a certificate from the Secretarial Auditors of the Company regarding compliance of the conditions of the Corporate Governance is given in **Annexure "V"** and **Annexure "VI"** respectively and form part of Directors' Report to the Members.



## **SAFETY, HEALTH AND ENVIRONMENTAL PERFORMANCE**

Your Company's commitment towards Safety, Occupational Health and Environment is being continuously enhanced. The Company encourages involvement of all its employees in activities related to safety, including promotion of safety standards. This is also to ensure sustainable business growth. The Company has a well-established Safety, Occupational Health and Environmental Policy which inter alia ensures safety of public, employees, plant and equipment by ensuring compliance with all statutory rules and regulations on regular basis.

## **SUSTAINABILITY INITIATIVE**

AAs per Regulation 34(2)(f) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the submission of the Business Responsibility and Sustainability Report (BRSR) is applicable to the top 1,000 listed companies (by market capitalization) as on the 31st of March of the preceding financial year.

Your Company does not fall within the top 1,000 listed entities as per the criteria specified and is therefore not mandatorily required to submit the BRSR for the financial year under review.

## **EMPLOYEES' STOCK OPTION SCHEME**

At present, the Company does not have any Employees' Stock Option Scheme (ESOS) or any other stock-based employee benefit scheme in place, in accordance with the provisions of the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021.

## **WHISTLE BLOWER POLICY/VIGIL MECHANISM**

The Company is committed to upholding the highest standards of ethical, moral, and legal conduct in all its business operations. In line with this commitment, the Company has established a Vigil Mechanism and Whistle Blower Policy, in compliance with the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

This mechanism enables employees and other stakeholders to report concerns about unethical behavior, actual or suspected fraud, or violation of the Company's Code of Conduct or applicable laws. The policy ensures that such disclosures can be made without fear of retaliation, and provides for adequate safeguards.

All reportable matters under the policy are directly escalated to the Chairman of the Audit Committee for appropriate action.

**During the year under review, no employee was denied access to the Audit Committee.**

## **DISCLOSURE UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT, 2013**

The Company has constituted Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 to hear and redress the complaints, if any received from women employees.

- (a) number of complaints filed during the financial year - Nil
- (b) number of complaints disposed of during the financial year - Nil
- (c) number of complaints pending as on end of the year - Nil

## **RISK MANAGEMENT**

The company has developed and implemented a Risk Management Policy to identify and mitigate key risks that may threaten the existence of the company.

## **INSURANCE**

The Company has taken the required insurance coverage for its assets against the possible risks like fire, flood, burglary etc.

## **RECOMMENDATION BY AUDIT COMMITTEE**

There were no such instances where the recommendation of Audit Committee has not been accepted by the Board during the financial year under review.

## **CEO & CFO CERTIFICATE ON CODE OF CONDUCT**

The Board has laid down a specific code of Conduct for all Board Members and Senior Management of the Company. All the Board Members and Senior Management Personnel have affirmed compliance with the Code on annual basis. In this regard certificate from CEO and CFO as required under Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 has been received by the Board and the same is attached herewith as per Annexure "VII".



## **COMPANY'S POLICY RELATING TO DIRECTORS' APPOINTMENT, PAYMENT OF REMUNERATION AND DISCHARGE OF THEIR DUTIES**

A Nomination and Remuneration Committee has been constituted under section 178 of the Companies Act, 2013 for formalization of the criteria for determining qualifications, positive attributes and independence of a Directors and recommend to the Board a policy relating to the remuneration for the Directors, Key Managerial Personnel and other employees. Further, the Directors of the Company are being paid remuneration as approved by the Shareholders and Board as per the provisions of the Act and rules made thereunder.

## **DETAILS OF INDEPENDENT DIRECTORS RETIRED FROM THE DIRECTORSHIP OF THE COMPANY**

During the year under review Smt Rashmee Singhania ceased to be Director of the company with effect from 13-02-2025 on completion of her 10 years tenure.

## **TOTAL FEES PAID TO THE STATUTORY AUDITOR FOR ALL THE SERVICES DURING THE YEAR 2024-2025**

The Company has paid a sum of Rs 1,32,400 /- (Rupees One Lakh Thirty Two Thousand Four Hundred only) towards all the services rendered by Statutory Auditor during the financial year 2024-2025.

## **INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO FINANCIAL STATEMENTS**

The Board has adopted the procedures for ensuring orderly and efficient conduct of its business including adherence to the company's policy, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of accounting record, and timely preparation of financial disclosures. The Internal Auditors, M/s D D Bansal Associates, Chartered Accountants, directly reports to the Audit Committee of the Company

## **MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY**

There were no material changes and commitments affecting the financial position of the company between the end of financial year to which these financial statements relate and as on the date of this Report except steep fluctuations in the prices of raw material as discussed elsewhere in this report.

## **FORMAL ANNUAL EVALUATION**

The Board of Directors had carried out an annual evaluation of its own performance, Board committees and individual directors pursuant to the provisions of SEBI Listing Obligations and Disclosure Requirements. The performance of the Board was evaluated by the Board after seeking inputs from all the directors on the basis of criteria such as Board composition, structure, Board processes and their effectiveness, information given to the Board etc. The performance of the committees was evaluated by the Board after seeking inputs from the committee members on the basis of criteria such as Committee composition, structure, effectiveness of Committee Meetings etc.

In a separate Meeting of Independent Directors, performance of Non-Independent Directors, Board as Whole and Chairman of the company was evaluated considering the views of Executive and Non-Executive Directors

The Board and the Nomination and Remuneration Committee (NRC) reviewed the performance of the individual directors on the basis of criteria such as contribution at meetings, their preparedness on the issues to be discussed etc. Additionally, the Chairperson was also evaluated on key aspects of his role.

## **DETAILS OF FRAUD**

No fraud has been reported/detected for the period under review.

## **MANAGEMENT DISCUSSIONS AND ANALYSIS**

A separate annexure on Management Discussions and Analysis Report is attached as Annexure "VIII" forming part of the Director's Report.

## **DISCLOSURE ON CORPORATE SOCIAL RESPONSIBILITY POLICY**

A report on CSR is attached as Annexure 'IX' to the Director's Report.

## **INDUSTRIAL RELATIONS**

The industrial relations remained cordial during the year under review.

## **PUBLIC DEPOSITS**

The Company has not accepted deposits from the public covered under Section 73 of the Companies Act, 2013.

## **COMPLIANCE WITH THE SECRETARIAL STANDARDS**

The Company has complied with the applicable Secretarial Standards as recommended by the Institute of Company Secretaries of India. The Report of Secretarial Auditors of the company on Secretarial standards maintained by the company is attached as Annexure "II" for the financial year 2024-2025.



## **GREEN INITIATIVES IN CORPORATE GOVERNANCE**

In support of the Government's "Green Initiative" and in accordance with the circulars issued by the Ministry of Corporate Affairs (MCA), your Company has adopted electronic mode of communication for disseminating Annual Reports, Notices of General Meetings, and other shareholder communications.

Accordingly, the Company has arranged to send soft copies of these documents to the registered email addresses of the shareholders, wherever applicable. This initiative not only supports environmental sustainability but also ensures prompt and efficient communication.

Shareholders who wish to receive physical copies of the Annual Report or other documents may send a written request to the Company. Upon receipt of such request, the Company will ensure that the physical copies are dispatched accordingly.

## **SIGNIFICANT AND MATERIAL ORDERS OF REGULATION, COURTS OR TRIBUNALS**

The Company received a Show Cause Notice dated May 17, 2024, from SEBI enclosing documents submitted by NSE, regarding non-compliance with certain provisions of SEBI (LODR) Regulations, 2015, specifically related to non-obtaining of prior shareholder approval for certain related party transactions for the financial year 2023–2024.

After examining the matter, SEBI initiated adjudication proceedings for alleged violations of Regulations 23(2), 23(4), and 23(9) read with Regulation 4(1)(e) of the LODR Regulations. A hearing was conducted on August 12, 2024, and the Company made its submissions in response.

Upon consideration of the facts and material on record, SEBI, through its adjudicating officer, imposed a penalty of ₹3,00,000 (Rupees Three Lakh only) under Section 15HB of the SEBI Act, which has since been duly paid by the Company.

## **CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS**

M/s Sumit Bajaj & Associates, Company Secretaries in Practice, has issued a certificate as required under the Listing Regulations, confirming that none of the directors on the Board of the Company has been debarred or disqualified from being appointed or continuing as director of companies by the SEBI / Ministry of Corporate Affairs or any such statutory authority. The certificate is enclosed with this section as Annexure "X".

## **ACKNOWLEDGMENT**

The Board of Directors expresses its sincere appreciation for the continued support, dedication, and commitment demonstrated by the employees of the Company. The Company's ability to operate efficiently and achieve sustainable, profitable growth is a result of the culture of professionalism, integrity, innovation, and continuous improvement that permeates all areas of its operations, as well as the effective utilization of resources.

The Directors also place on record their deep appreciation for the whole-hearted co-operation and support received from the Central and State Governments, Kotak Mahindra Bank Limited, Yes Bank Limited, and other regulatory and government authorities. Their assistance has been instrumental in enabling the Company to meet its objectives.

The Board looks forward to the future with renewed confidence and remains committed to delivering long-term value to all stakeholders.

Place: New Delhi  
Date : 23/07/2025  
Regd. Office:  
305, III Floor, Elite House', 36, Community Centre,  
Kailash Colony Extension, (Zamroodpur),  
New Delhi-110048  
CIN: L25209DL1992PLC049590

By order of the Board  
For PREMIER POLYFILM LIMITED  
Sd/-  
Amitaabh Goenka  
(Chairman and Managing Director and CFO)



**RESEARCH AND DEVELOPMENT ( R & D )**

1. Specific areas in which R&D carried out by the Company	Development of economical formulations for production. Development of various designs and colours of flooring, sheeting & Leather Cloth.
2. Benefits derived as a result	Continuous development of economical of the manufacturing. By introducing above R&D formulations has helped the company to reduce cost of new range of colour schemes and designs of finished products the Company's products continue to be in demand.
3. Future plan of action	The Company continues to develop economical formulations for production. The company will consider future plan based on need and availability of funds.
4. Expenditure on R&D	
a) Capital	Rs. Nil
b) Recurring	Rs.2.31 Lakhs approx
c) Total	Rs. 2.31 Lakhs approx
d) Total R&D expenditure	0.007 % as a percentage of total turnover

**CONSERVATION OF ENERGY**

The Company has installed Plant & Machinery at the Unit number II of the Company at Sikandrabad (UP) which saves energy and also contributed by reduction on no load losses of energy in transfers and has also installed energy efficient LED Lights.

The Company is in compliance within the prescribed permissible limits for Air and Water emissions, effluent quality and discharge solid and hazardous waste generation and disposed.

**TECHNOLOGY ABSORPTION, ADOPTION AND INNOVATION**

1. Efforts, in brief made towards technology& absorption.	Development of economical formulations for production. Development of various designs and colours of flooring, sheeting & Leather Cloth.
2. Benefits derived as a result of the above efforts e.g. Product improvement, cost reduction of product development import, substitution etc.	The Company has installed laboratory scale calendaring line, first time in India, by which every material is tested on lab scale resulting in deduction of wastage and saving machine time. It gives extra benefits in developing economical formulations within the shortest span of time.

**FOREIGN EXCHANGE EARNINGS & OUTGO**

	(Rs. In Lakh)
1. Earnings	Rs 3,249.30
2. Outgo	Rs 5,004.10



**FORM NO. MR-3**  
**SECRETARIAL AUDIT REPORT**  
**FOR THE FINANCIAL YEAR ENDED MARCH 31, 2024**  
**[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No.9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]**

To,  
The Members,  
Premier Polyfilm Limited  
305, 3rd Floor, Elite House,  
36, Community Centre,  
Kailash Colony Extn.,  
Zamroodpur, Delhi- 110048

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Premier Polyfilm Limited (hereinafter called the "Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and accordingly, expressing my opinion thereon.

Based on our inspection, verification of 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, We hereby report that in our opinion, the company has, during the audit period covering the financial year ended on March 31, 2025 has possibly 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:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the Financial Year ended on March 31, 2025 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under.
- (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, 2015;
  - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; (No transaction has been recorded during the Audit Period)
  - d) The Securities and Exchange Board of India (Share Based Employee Benefits and sweat equity) Regulations, 2021; (No transaction has been recorded during the Audit Period)
  - e) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993;
  - f) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008
  - g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; (No transaction has been recorded during the Audit Period)
  - h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 (No transaction has been recorded during the Audit Period)
  - i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

In respect of other laws specifically applicable to the Company, we have relied on information/records produced by the Company during the course of our audit and the reporting is limited to that extent.

In respect of Direct and Indirect Tax Laws like Income Tax Act, Goods & Service Tax Act, Excise & Custom Acts we have relied on the Reports given by the Statutory Auditor of the company.



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

1. Secretarial Standard issued by The Institute of Company Secretaries of India with respect to board and general meetings.
2. The Listing Agreement entered into by the Company with BSE Limited read with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015: *The Company received a Show Cause Notice dated May 17, 2024, enclosing documents submitted by the National Stock Exchange (NSE) to the Securities and Exchange Board of India (SEBI), pertaining to alleged non-compliance with certain provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR Regulations").*

*The issue primarily related to the Company's failure to obtain prior approval of the shareholders for certain related party transactions during the financial year 2023–2024, in contravention of Regulations 23(2), 23(4), and 23(9), read with Regulation 4(1)(e) of the LODR Regulations.*

*Upon examination of the matter, SEBI initiated adjudication proceedings against the Company (hereinafter referred to as "the Noticee") for the aforementioned alleged violations. Subsequently, vide Notice of Hearing dated August 01, 2024, the Noticee was granted an opportunity of personal hearing on August 12, 2024.*

*The Authorized Representative (AR) of the Noticee appeared for the hearing and reiterated the submissions already made in the written reply dated June 14, 2024.*

*After due consideration of all facts and circumstances of the case, including the submissions made by the Noticee, the materials available on record, and the factors laid down under Section 15J of the SEBI Act, the Adjudicating Officer, in exercise of powers conferred under Section 15-I of the SEBI Act read with Rule 5 of the SEBI (Procedure for Holding Inquiry and Imposing Penalties by Adjudicating Officer) Rules, 1995, imposed a monetary penalty of Rs. 3,00,000/- (Rupees Three Lakh only) on the Noticee under Section 15HB of the SEBI Act*

During the period under review, the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, standards etc.

We further report that the Board of Directors of the Company is duly constituted with proper balance of executive directors, non-executive directors and independent directors including one-woman independent director.:

**Board Composition and Changes in Directorship (Reg. 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR Regulations"))**

*During the year under review, the following changes occurred in the composition of the Non-Executive Independent Directors:*

- (a) *Smt. Rashmee Singhanian ceased to be a Director of the Company with effect from February 13, 2025, upon completion of her tenure as an Independent Director.*
- (b) *Shri Manish Bajoria was appointed as a Non-Executive Independent Director by the Board of Directors with effect from January 27, 2025. His appointment was subsequently confirmed by the shareholders through a Postal Ballot process, in accordance with the provisions of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015.*

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 there exist the system for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal [www.mca.gov.in](http://www.mca.gov.in)) as considered necessary and explanations furnished to us by the Company & its officers and considering the relaxations granted by the Ministry of Corporate Affairs and Securities and Exchange Board of India, We hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2025 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

All decisions of the Board were unanimous and the same are captured and recorded as part of the minutes.

We further report that there is scope to improve the systems and processes in the company and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that as informed to us, the Company has undertaken event / action having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. referred to above.

**For Sumit Bajaj & Associates  
(Practicing Company Secretary)  
FRN: S2019DE677200**

Sd/ -

**Sumit Bajaj  
(Proprietor)**

**C. P. No: 23948  
M. No.: 45042**

**Date: 15.07.2025  
Place: New Delhi  
UDIN:A045042G000783494**

*\*This report is to be read with our letter of even date which is annexed as Annexure-A forming part of an integral.*

**PREMIER POLYFILM LIMITED****Annexure-A**

To,  
The Members,  
Premier Polyfilm Limited  
305, 3rd Floor, Elite House,  
36, Community Centre,  
Kailash Colony Extn.,  
Zamroodpur, Delhi- 110048

Our report is to be read along with this letter.

- I. Maintenance of Secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on this secretarial record based on our audit.
- II. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial record. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
- III. We have not verified the correctness and appropriateness of financial records and books of the accounts of the company
- IV. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
- V. 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 procedures on test basis.
- VI. The Secretarial Audit report is neither an assurance as to future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

**For Sumit Bajaj & Associates**  
**(Practicing Company Secretary)**  
**FRN: S2019DE677200**  
**Sd/ -**

**Date: 15.07.2025**  
**Place: New Delhi**  
**UDIN:A045042G000783494**

**Sumit Bajaj**  
**(Proprietor)**  
**C. P. No: 23948**  
**M. No.: 45042**

**ANNEXURE "III"****Form No. AOC - 2**

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

**Form for Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub section (1) of section 188 of the Companies Act, 2013 including certain arm's length transaction under third proviso thereto**

1. Details of contracts or arrangements or transactions not at Arm's length basis.-**NOT APPLICABLE**
2. Details of contracts or arrangements or transactions at Arm's length basis.

(Figures: Rupees in Lakh)

S. No.	Particulars	Details	Details	Details	Details	Details	Details	Details
1.	Name (s) of the related party & nature of relationship	M/s D L Millar & Co. Ltd	M/s Joemillar Aquatek India Private Ltd.	M/s Millar Mobility Solution Private Ltd.	Shree Magniram Bajinath Goenka Charitable Trust	Smt. Indira Goenka	Smt. Manvi Goenka	M/s RMG Polyvinyl India Ltd.
2.	Nature of contracts/ arrangements/ transaction	Purchase= 9.03 Sale= 31.36 Rent= 4.25	Sale 70.29	Bal. Re- ceiv- ables 1.42	CSR Funds 37.40	Rent Paid 9.54	Rent Paid 3.15	Sale of goods 4586.67 Purchase of goods = 1092.99
3.	Duration of the contracts/ arrangements/ transaction	FY 2024- 2025	FY 2024- 2025	FY 2024- 2025	FY 2024- 2025	FY 2024- 2025	FY 2024- 2025	FY 2024- 2025





## PREMIER POLYFILM LIMITED

4.	Salient terms of the contracts or arrangements or transaction including the value, if any	-	-	-	-	-	-	-
5.	Date of approval by the Board.	25-01-2024	25-01-2024	25-01-2024	25-01-2024	25-01-2024	25-01-2024	25-01-2024
6.	Amount paid as advances, if any any	Nil	Nil	Nil	Nil	Nil	Nil	Nil

Premier Polyfilm Limited  
sd/

Place: New Delhi  
Date :23/07/2025

(Amitabh Goenka)  
Managing Director & CEO

### ANNEXURE – “IV”

#### NOTES ON DIRECTORS SEEKING APPOINTMENT/REAPPOINTMENT AT ANNUAL GENERAL MEETING AS REQUIRED UNDER THE LISTING AGREEMENT ENTERED INTO WITH STOCK EXCHANGES.

##### (ANNEXURE TO NOTICE AND DIRECTORS REPORT)

As required by Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the particulars of Directors who are proposed to be appointed are given below :-

<b>(A)</b>	<b>Particulars</b>	<b>Shri Ram Babu Verma</b>
	DIN	08760599
	Date of Birth	11-01-1963
	Date of first appointment on the Board	27-06-2020
	Qualifications	Bachelor Degree in Science, M.A. in Economics and also MSW (HR&IR)
	Experience (including expertise in specific functional area & brief resume	He has more than 36 years of experience as an executive. Shri Verma is looking after General Administration and Personnel Department of the Company and is also "Occupier" of the Company.
	Terms & Conditions of re-appointment	Term : 12 months with effect from 27-12-2025 to 26-12-2026. Salary and Perquisites : As given in detail in the Notice for ensuing Annual General Meeting.
	Shareholding as on 31 <sup>st</sup> March, 2025	Nil
	Directorship of other Companies as on 31 <sup>st</sup> March, 2025	Nil
	Chairman/Membership of the Committee of other Companies.	He is member in Share Transfer Committee, Audit committee, Stakeholders Relationship Committee, Corporate social responsibility committee, share transfer committee and Internal Control committee.
<b>(B)</b>	<b>Particulars</b>	<b>Shri Mayank Goenka</b>
	DIN	08604786
	Date of Birth	21-02-1998
	Date of first appointment on the Board	23-07-2025
	Qualifications	He is a technocrat holding a professional degree in Engineering from the University of Glasgow. He has also completed a Diploma Programme in International Baccalaureate, along with certifications in Solid Works, C and Embedded Programming from the University of Glasgow, and foundational training in Robotics and Autonomous Robotics.
	Experience (including expertise in specific functional area & brief resume	He is a member of the Institute of Engineers (India) and has over Five Years of experience in the project management and execution.
	Terms & Conditions of re-appointment	Term : Three Years with effect from 23-07-2025 to 22-07-2028. Salary and Perquisites : As given in detail in the Notice for ensuing Annual General Meeting.
	Shareholding as on 31 <sup>st</sup> March, 2025	Nil
	Directorship of other Companies as on 31 <sup>st</sup> March, 2025	Premier Polyplast & Processors Limited
	Chairman/Membership of the Committee of other Companies.	NIL



**ANNEXURE – “V”**

**CORPORATE GOVERNANCE REPORT AND NUMBER OF BOARD MEETINGS AND COMMITTEE MEETINGS OF THE BOARD OF DIRECTORS HELD DURING THE FINANCIAL YEAR**

**BOARD OF DIRECTORS**

Shri Amitaabh Goenka is the Managing Director & Chief Executive Officer of the company. The Board as on 31st March, 2025 consisted of six (6) Directors including the Managing Director out of which Smt. Bhupinder Kaur Marwah, Shri Santosh Kumar Dabriwala, Shri Umesh Kumar Agarwalla and Shri Manish Bajoria Four (4) Independent Directors and out of remaining two (2) Directors Shri Amitaabh Goenka, is promoter Director and Shri R. B. Verma, is Executive Director. Smt. Rashmee Singhania ceased to be Director of the company with effect from 13-02-2025 upon completion of her term of ten years and Shri Manish Bajoria was appointed Non-Executive Independent Director with effect from 27-01-2025. During the financial year under review, the Board met four (4) times. The Board Meetings were held on 17th May, 2024, 02nd August, 2024 14th October, 2024 and 27th January, 2025 and the gap between two meetings did not exceed one hundred twenty (120) days. During the year a separate meeting of the independent director was held on 25th January, 2025 interalia to review the performance of non-independent directors and the Board as a whole. The Board periodically reviews compliance reports of all laws applicable to the company. The details of

- (1) Composition and Category of Directors,
- (2) Attendance of each Director at the Board Meeting and last Annual General Meeting and the Directorship/Membership held by each Director, and
- (3) The details of the Board Meetings
- (4) Remuneration paid to each Director during the financial year 2024-2025 are as follows :

**1. COMPOSITION AND CATEGORY OF DIRECTORS AS ON 31-03-2025**

CATEGORY	NAME OF DIRECTOR	STATUS	DATE OF APPOINTMENT	DATE OF CESSATION
<b>PROMOTER</b>	Shri Amitaabh Goenka	Managing Director & CEO	27-01-2010	NA
<b>EXECUTIVE</b>	Shri Ram Babu Verma	Executive Director	27-06-2020	NA
<b>NON- INDEPENDENT</b>	Smt. Bhupinder Kaur Marwah	Non Executive Independent Director	01-04-2019	NA
	Shri Santosh Kumar Dabriwala	Non Executive Independent Director	01-04-2019	NA
	Shri Umesh Kumar Agarwalla	Non Executive Independent Director	28-05-2019	NA
	Smt. Rashmee Singhania	Non Executive Independent Director	13-02-2015*	13-02-2025
	Shri Manish Bajoria	Non Executive Independent Director	27-01-2025 **	NA

\*Smt. Rashmee Singhania ceased to be a Director of the Company with effect from February 13, 2025, upon completion of her tenure of ten years as an Independent Director, in accordance with the provisions of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015.

\*\* Shri Manish Bajoria was appointed as a Non-Executive Independent Director of the Company with effect from January 27, 2025, in accordance with the provisions of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015.

**ATTENDANCE OF DIRECTORS AT BOARD MEETINGS AND THE LAST ANNUAL GENERAL MEETING HELD ON SEPTEMBER 16, 2024, AND DETAILS OF DIRECTORSHIPS AND COMMITTEE POSITIONS IN OTHER COMPANIES AS ON MARCH 31, 2025**

Name of Director	No. of Board meetings Held	No. of Board meetings attended	Attendance at the last AGM held on 16th September, 2024	Number of Directorship in other company's Boards as on 31-03-2025	Membership on other Board Committees as on 31-03-2025
Shri Amitaabh Goenka	4	4	Present	1	Member of Corporate Social Responsibility Committee, Share Transfer Committee and Share Allotment Committee



## PREMIER POLYFILM LIMITED

Shri Ram Babu Verma	4	4	Present	0	Member of Audit Committee, Corporate Social Responsibility Committee, Share Transfer Committee, Allotment Committee, Internal Control Committee & Stakeholder Relationship Committee.
Smt. Bhupinder Kaur Marwah	4	4	Present	0	Chairperson of Audit Committee, Chairperson of Nomination & Remuneration Committee, Chairperson of Stakeholder Relationship Committee and Chairperson of Corporate Social Responsibility Committee
Shri Santosh Kumar Dabriwala	4	4	Present	2	Member Nomination & Remuneration Committee, Member of Audit Committee & Stakeholder Relationship Committee.
Shri Umesh Kumar Agarwalla	4	2	Present	8	Member Nomination & Remuneration Committee.
Smt. Rashmee Singhania	4	4	Present	0	Ex-Chairperson of Nomination & Remuneration Committee, Ex-Member of Audit Committee & Ex-Member of Stakeholder Relationship Committee
Shri Manish Bajoria ***	1	0	NA	0	NA

During the year under review, Smt. Rashmee Singhania, a Non-Executive Independent Director, ceased to be a Director of the Company with effect from February 13, 2025, upon completion of her tenure of ten years in accordance with applicable regulatory provisions. Subsequently, on the recommendation of the Audit Committee, the Board of Directors at its meeting held on January 27, 2025, approved the appointment of Shri Santosh Kumar Dabriwala as a member of the Audit and Stakeholder Relationship Committee with effect from February 12, 2025, to fill the vacancy caused by the cessation of Smt. Rashmee Singhania and also appointed Shri Umesh Kumar Agarwalla as a Member of Nomination & Remuneration Committee with effect 12 February, 2025.

### Note :

Directorships held in foreign companies and partnership firms have not been considered in the above table.

Further, none of the Directors of the Company was a member of more than ten committees or acted as Chairperson of more than five committees across all public companies in which he or she was a Director, in accordance with the provisions of the SEBI (LODR) Regulations, 2015

## 2. DETAILS OF THE BOARD MEETINGS HELD DURING THE YEAR 1st APRIL, 2024 TO 31st MARCH, 2025

The number of meetings of the Board of Directors held during the financial year 2024–2025 and the attendance of each Director of Premier Polyfilm Limited at these meetings are summarized in the table below:

Quarter	Date	Shri Amitaabh Goenka	Shri Ram Babu Verma	Smt Bhupinder Kaur Marwah	Shri Santosh Kumar Dabriwala	Shri Umesh Kumar Agarwalla	Smt. Rashmee Singhania *	Shri Manish Bajoria **
April, 2024 to June 2024	17-05-2024	Present	Present	Present	Present	Leave of absence	Present	NA
July, 2024 to Sept. 2024	02-08-2024	Present	Present	Present	Present	Present	Present	NA
Oct, 2024 to Dec, 2024	14-10-2024	Present	Present	Present	Present	Leave of absence	Present	NA
Jan, 2025 to March, 2025	27-01-2025	Present	Present	Present	Present	Present	Present	Leave of absence



## PREMIER POLYFILM LIMITED

### 3. DETAILS OF REMUNERATION PAID TO ALL DIRECTORS DURING APRIL, 2024 TO MARCH, 2025

(Figures Rupees in Lakh)

Name of the Director	Sitting Fees	Basic Salary	House Rent Allowance/Housing Accommodation	Other Allowances	Gas/Electricity/Club Fee	Medical	Leave Travel Concession	Leave Encashment Provision	Gratuity Provision	Accidental Insurance Premium	Total
Shri Amitaabh Goenka	-	93.48	37.39	-	-	-	8.90	0.88	-	-	140.65
Shri Ram Babu Verma	-	10.86	4.35	-	-	-	1.04	0.52	-	-	16.77
Smt Rashmi Singhania	1.12	-	-	-	-	-	-	-	-	-	1.12
Smt Bhupinder Kaur Marwah	1.20	-	-	-	-	-	-	-	-	-	1.20
Shri Santosh Kumar Dabriwala	0.56	-	-	-	-	-	-	-	-	-	0.56
Shri Umesh Kumar Agarwalla	0.24	-	-	-	-	-	-	-	-	-	0.24
<b>Total</b>	<b>3.12</b>	<b>104.34</b>	<b>41.74</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>9.94</b>	<b>1.40</b>	<b>-</b>	<b>-</b>	<b>160.54</b>

### III. COMMITTEES OF BOARD

#### A) AUDIT COMMITTEE

##### Composition and Changes in the Audit Committee

As on March 31, 2025, the Audit Committee of the Board comprised three (3) Directors of the Company, namely:

- Smt. Bhupinder Kaur Marwah, Chairperson of the Audit Committee
- Shri Santosh Kumar Dabriwala, Member
- Shri Ram Babu Verma, Member

Out of the above, Smt. Bhupinder Kaur Marwah and Shri Santosh Kumar Dabriwala are Non-Executive Independent Directors, while Shri Ram Babu Verma is an Executive Director.

During the year under review, Smt. Rashmee Singhania, a Non-Executive Independent Director, ceased to be a Director of the Company with effect from February 13, 2025, upon completion of her tenure of ten years in accordance with applicable regulatory provisions.

Subsequently, on the recommendation of the Audit Committee, the Board of Directors at its meeting held on January 27, 2025, approved the appointment of Shri Santosh Kumar Dabriwala as a member of the Audit Committee with effect from February 12, 2025, to fill the vacancy caused by the cessation of Smt. Rashmee Singhania.

The Audit Committee has been authorized to look after the following major functions:-

- To recommend for appointment, remuneration and terms of appointment of auditors of the company;
- To review and monitor the auditor's independence and performance, and effectiveness of audit process;
- To examine the financial statement and the auditors' report thereon;
- To approve or any subsequent modification of transactions of the company with related parties;
- To conduct scrutiny of inter-corporate loans and investments;
- To evaluate undertakings or assets of the company, wherever it is necessary;
- To evaluate internal financial controls and risk management systems;
- To monitor the end use of funds raised through public offers and related matters.
- To call for the comments of the auditors about internal control systems, the scope of audit, including the observations of the auditors and review of financial statement before their submission to the Board and to discuss any related issues with the internal and statutory auditors and the management of the company.



- x. To investigate into any matter in relation to the items specified in or referred to it by the Board and for this purpose shall have power to obtain professional advice from external sources and have full access to information contained in the records of the company

**DETAILS OF THE COMPOSITION, NAMES OF MEMBERS, NUMBER OF MEETINGS HELD, AND ATTENDANCE OF THE AUDIT COMMITTEE FOR THE PERIOD FROM APRIL 1, 2024 TO MARCH 31, 2025**

During the financial year 2024-2025, there were four (4) Meetings of Audit Committee held and attendance of Members at the meetings were as under: -

Quarter	Date	Smt. Bhupinder Kaur Marwah, (Non-Executive Independent Director)	Shri Ram Babu Verma, (Executive Director)	Smt. Rashmee Singhania * (Non-Executive Independent Director)	Shri Santosh Kumar Dabriwala ** (Non-Executive Independent Director)
April, 2024 to June 2024	17-05-2024	Present	Present	Present	NA
July, 2024 to Sep, 2024	02-08-2024	Present	Present	Present	NA
Oct, 2024 to Dec, 2024	14-10-2024	Present	Present	Present	NA
Jan, 2025 to March, 2025	27-01-2025	Present	Present	Present	NA

\* Smt. Rashmee Singhania ceased to be a Director of the Company with effect from February 13, 2025, upon completion of her tenure of ten years as an Independent Director, in accordance with the applicable provisions of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015.

\*\*Shri Santosh Kumar Dabriwala was inducted as a member of the Audit Committee with effect from February 12, 2025, pursuant to the recommendation of the Audit Committee and approval of the Board of Directors at their meeting held on January 27, 2025.

**B) NOMINATION & REMUNERATION COMMITTEE**

The Nomination and Remuneration Committee of the Board has been constituted in compliance with the provisions of Section 178 of the Companies Act, 2013, and Rules 6 and 7 of the Companies (Meetings of Board and its Powers) Rules, 2014.

As on March 31, 2025, the Committee comprised three (3) Directors of the Company, namely:

- Smt. Bhupinder Kaur Marwah, Chairperson of the Committee
- Shri Santosh Kumar Dabriwala, Member
- Shri Umesh Kumar Agarwalla Member

During the year under review, Smt. Rashmee Singhania ceased to be a Director of the Company with effect from February 13, 2025, upon completion of her tenure of ten years as an Independent Director.

Subsequently, Shri Umesh Kumar Agarwalla was inducted as a member of the Nomination and Remuneration Committee with effect from February 12, 2025, based on the recommendation of the Audit Committee and as approved by the Board of Directors at its meeting held on January 27, 2025.

All the Members of the Committee are Non-Executive Independent Directors.

The Committee has been authorized to look after following major functions:

- (1) To identify persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, recommend to the Board their appointment and removal and shall carry out evaluation of every director's performance.
- (2) To formulate the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration for the directors, key managerial personnel and other employees.
- (3) To ensure that—
  - (a) *the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run the company successfully;*
  - (b) relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and
  - (c) remuneration to directors, key managerial personnel and senior management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals.
  - (d) The policy so framed by the said Committee shall be disclosed in Board's Report to shareholders



**DETAILS OF COMPOSITION, NAMES OF MEMBERS, NO. OF MEETINGS HELD AND ATTENDANCE OF NOMINATION & REMUNERATION COMMITTEE FOR THE PERIOD FROM APRIL 1, 2024 TO MARCH 31, 2025**

During the financial year 2024-2025 Two (2) meeting of Nomination & Remuneration Committee was held and attendance of Members at this meeting were as under :-

Quarter	Date	Smt. Rashmee Singhania, Non Executive Independent Director	Smt Bhupinder Kaur Marwah, Non Executive Independent Director	Shri Santosh Kumar Dabriwala, Non Executive Independent Director	Shri Umesh Kumar Agarwalla, Non Executive Independent Director
April, 2024 to June 2024	16-05-2024	Present	Present	Present	NA
Jan.,2025 to March,2025	25-01-2025	Present	Present	Present	NA

\* Smt. Rashmee Singhania ceased to be a Director of the Company with effect from February 12, 2025, upon completion of her tenure of ten years as an Independent Director.

\*\* Shri Umesh Kumar Agarwalla was inducted as a member of the Committee with effect from February 12, 2025, based on the recommendation of the Audit Committee and as approved by the Board of Directors at their meeting held on January 27, 2025.

**(C) STAKEHOLDERS RELATIONSHIP COMMITTEE**

The composition and terms of reference of the Stakeholders Relationship Committee are in compliance with the requirements of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 178 of the Companies Act, 2013.

As on March 31, 2025, the Stakeholders Relationship Committee comprised three (3) Directors of the Company, namely:

- Smt. Bhupinder Kaur Marwah, Chairperson of the Committee
- Shri Santosh Kumar Dabriwala, Member
- Shri Ram Babu Verma, Member

Among the members, Smt. Bhupinder Kaur Marwah and Shri Santosh Kumar Dabriwala are Non-Executive Independent Directors, while Shri Ram Babu Verma is an Executive Director.

During the year under review, Smt. Rashmee Singhania, a Non-Executive Independent Director and former member of the Committee, ceased to be a Director of the Company with effect from February 13, 2025, upon completion of her tenure of ten years.

Subsequently, Shri Santosh Kumar Dabriwala was inducted as a member of the Stakeholders Relationship Committee with effect from February 12, 2025, on the recommendation of the Audit Committee and with the approval of the Board of Directors at their meeting held on January 27, 2025.

The Committee has been authorized to review all matters connected with company's securities and Redressal of shareholders/ investors/securities holders complaints.

**DETAILS OF COMPOSITION, NAMES OF MEMBERS, NUMBER OF MEETINGS HELD AND ATTENDANCE OF STAKEHOLDERS RELATIONSHIP COMMITTEE DURING THE YEAR FROM 1st APRIL, 2024 TO 31st MARCH, 2025**

During the financial year 2024-2025 three (3) Meetings of Stakeholders Relationship Committee were held and attendance of Members at these meetings were as under :-

Quarter	Date	Smt. Bhupinder Kaur Marwah, (Non-Executive Independent Director)	Shri Ram Babu Verma, (Executive Director)	Smt. Rashmee Singhania * (Non-Executive Independent Director)	Shri Santosh Kumar Dabriwala ** (Non-Executive Independent Director)
April,2024 to June 2024	16-05-2024	Present	Present	Present	NA
July, 2024 to Sep, 2024	01-08-2024	Present	Present	Present	NA
Jan, 2025 to March, 2025	25-01-2025	Present	Present	Present	NA

\*Smt. Rashmee Singhania ceased to be a Director of the Company with effect from February 13, 2025, upon completion of her tenure of ten years as an Independent Director.



**\*\*Shri Santosh Kumar Dabriwala** was inducted as a member of the Committee with effect from February 12, 2025, based on the recommendation of the Audit Committee and as approved by the Board of Directors at their meeting held on January 27, 2025.

**(D) CORPORATE SOCIAL RESPONSIBILITY COMMITTEE (CSR)**

The Corporate Social Responsibility Committee has been constituted in compliance with the provisions of Section 135 of the Companies Act, 2013, read with the Companies (Corporate Social Responsibility Policy) Rules, 2014.

As on March 31, 2025, the CSR Committee comprised three (3) Directors of the Company, namely:

- Smt. Bhupinder Kaur Marwah, Chairperson of the Committee
- Shri Amitaabh Goenka, Member
- Shri Ram Babu Verma, Member

Smt. Bhupinder Kaur Marwah is a Non-Executive Independent Director, Shri Amitaabh Goenka is a Promoter Director, and Shri Ram Babu Verma is the Executive Director of the Company.

The CSR policy of the Committee was revised by the Board of Directors their meeting held on 9th February, 2021 in compliance with the new guidelines issued by Ministry of Corporate Affairs and has been made effective with effect from 1st April, 2021. As per new policy the committee has been authorized to look after following major functions :

- Eradicating hunger, poverty and malnutrition, promoting health care including preventive health care and sanitation including contribution to the Swach Bharat Kosh set-up by the Central Government for the promotion of sanitation and making available safe drinking water;
  - Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly and the differently abled and livelihood enhancement projects;
  - Promoting gender equality, empowering women, setting up homes and hostels for women and orphans; setting up old age homes, day care centres and such other facilities for senior citizens and measures for reducing inequalities faced by socially and economically backward groups;
  - Ensuring environmental sustainability, ecological balance, protection of flora and fauna, animal welfare, agro forestry, conservation of natural resources and maintaining quality of soil, air and water including contribution to the Clean Ganga Fund set-up by the Central Government for rejuvenation of river Ganga;
  - Protection of national heritage, art and culture including restoration of buildings and sites of historical importance and works of art; setting up public libraries; promotion and development of traditional art and handicrafts;
  - Measures for the benefit of armed forces veterans, war widows and their dependents, Central Armed Police Forces (CAPF) and Central Para Military Forces (CPMF) veterans, and their dependents including widows;
  - Training to promote rural sports, nationally recognised sports, paralympic sports and Olympic sports;
  - Contribution to the Prime Minister's National Relief Fund or Prime Minister's Citizen Assistance and Relief in Emergency Situations Fund (PM CARES Fund) or any other fund set up by the Central Government for socio economic development and relief and welfare of the schedule caste, schedule tribes, other backward classes, minorities and women;
    - (a) Contribution to incubators or research and development projects in the field of science, technology, engineering and medicine, funded by the Central Government or State Government or Public Sector Undertaking or any agency of the Central Government or State Government; and
    - (b) Contributions to public funded Universities; Indian Institute of Technology (IITs); National Laboratories and autonomous bodies established under Department of Atomic Energy (DAE); Department of Biotechnology (DBT); Department of Science and Technology (DST); Department of Pharmaceuticals; Ministry of Ayurveda, Yoga and Naturopathy, Unani, Siddha and Homoeopathy (AYUSH); Ministry of Electronics and Information Technology and other bodies, namely Defense Research and Development Organisation (DRDO); Indian Council of Agricultural Research (ICAR); Indian Council of Medical Research (ICMR) and Council of Scientific and Industrial Research (CSIR), engaged in conducting research in science, technology, engineering and medicine aimed at promoting Sustainable Development Goals (SDGs)
  - Rural development projects
  - Slum area development.
- Explanation.- For the purposes of this item, the term 'slum area' shall mean any area declared as such by the Central Government or any State Government or any other competent authority under any law for the time being in force;
- Disaster management, including relief, rehabilitation and reconstruction activities.



## PREMIER POLYFILM LIMITED

The Company may also undertake such other CSR activities as may be appropriate and prescribed by the Companies Act, 2013 and Rules made thereunder from time to time.

The Company may also undertake such other CSR activities as may be appropriate and prescribed by the Companies Act, 2013 and Rules made thereunder from time to time.

### DETAILS OF COMPOSITION, NAMES OF MEMBERS, NO. OF MEETINGS HELD AND ATTENDANCE OF CORPORATE SOCIAL RESPONSIBILITY COMMITTEE FOR THE PERIOD FROM APRIL 1, 2024 TO MARCH 31, 2025

During the financial year 2024-2025 one (1) meeting of Corporate Social Responsibility Committee was held and attendance of Members at this meeting was as under :-

Quarter	Smt Bhupinder Kaur Marwah, Non Executive Independent Director	Shri Ram Babu Verma, Executive Director	Shri Amitaabh Goenka Managing Director & CEO
16-05-2024	Present	Present	Present

### COMPLIANCE OFFICER

Ms. Heena Soni is Company Secretary and Compliance Officer of the Company.

### NUMBER OF SHAREHOLDERS COMPLAINTS RECEIVED DURING THE PERIOD APRIL 1, 2024 TO MARCH 31, 2025.

One complaint was received during the under review. The complaint was resolved immediately.

### NUMBER OF COMPLAINTS PENDING WITH THE COMPANY

NIL

### NUMBER OF SHARES PENDING FOR TRANSFER

NIL

## GENERAL INFORMATION FOR SHAREHOLDERS

REGISTERED OFFICE :	305, III FLOOR, ELITE HOUSE, 36, COMMUNITY CENTRE, KAILASH COLONY EXTENSION, (ZAMROODPUR) NEW DELHI 110 048
PHONE NUMBER	011- 45537559
WEBSITE	www.premierpoly.com
EMAIL	compliance.officer@premierpoly.com

## ANNUAL GENERAL MEETING

DAY & DATE	Wednesday, 24 <sup>th</sup> September, 2025
TIME	03:30 P.M.
DATE OF BOOK CLOSING*	18/09/2025 to 24/09/2025 (Both days inclusive)

\*for the purpose of Annual General Meeting & to determine eligible shareholders for the purpose of dividend.

DIVIDEND PAYMENT DATE	23 <sup>rd</sup> October, 2025
-----------------------	--------------------------------

### LISTING ON STOCK EXCHANGES

1. National Stock Exchange of India Limited (Scrip Code: PREMIERPOL)
2. BSE Limited (script code: 514354)

### MARKET PRICE DATA :

With effect from 5th November, 2024, the equity shares were split, and the face value was changed from ₹5 each to ₹1 each. As a result, shareholders received five equity shares of ₹1 each for every one equity share of ₹5 held.

### MARKET PRICE DATA (HIGH & LOW) DURING EACH MONTH OF 2024-2025

MONTH	BSE Ltd.		National Stock Exchange of India Ltd.	
	High	Low	High	Low
April, 2024	224.35	168.10	215.00	171.30
May, 2024	217.75	186.05	209.35	186.00
June, 2024	244.85	179.70	245.23	179.50



**PREMIER POLYFILM LIMITED**

July,2024	249.00	205.00	249.99	205.59
August,2024	240.60	201.00	241.50	200.35
September,2024	274.30	217.00	274.10	216.22
October,2024	356.90	216.65	356.58	216.10
November,2024 *	319.95	57.05	324.95	57.00
December,2024	75.20	58.90	76.00	58.95
January,2025	85.57	58.32	85.17	58.13
February,2025	76.00	52.02	76.00	52.00
March,2025	73.90	58.50	72.70	58.62

**REGISTRAR AND SHARE  
TRANSFER AGENT (RTA)**

Beetal Financial & Computers Services(P)Ltd.  
Beetal House, 99, Madangir, Behind Local Shopping Centre, Near Dada  
Harsukhas Mandir, New Delhi-110062

**SHARE TRANSFER SYSTEM**

Shares held in the dematerialized form are electronically traded in the Depository. The Registrar and Share Transfer Agents of the company periodically receives from the Depository, details of the beneficiary so as to enable them to update their records and to send all corporate communications, dividend warrants to the shareholders.

**DISTRIBUTION OF SHAREHOLDING AS ON 31-03-2025**

CATEGORY	NO. OF EQUITY SHARES OF RS.5/- EACH	% OF SHARE HOLDING
Promoters	7,08,10,030	67.60
Banks/FIS	10,64,625	1.02
Corporate Bodies	1,49,26,031	14.25
IEPF	29,64,425	2.83
Individual (Public & NRI)	1,49,77,364	14.30
<b>TOTAL</b>	<b>10,47,42,475</b>	<b>100.00</b>

**Dematerialisation of Shares and Liquidity as on 31<sup>st</sup> March, 2025**

The ISIN of the Company is INE309M01020, and its equity shares are tradable in dematerialised form on both BSE Limited and National Stock Exchange of India Limited (NSE). As on 31<sup>st</sup> March, 2025, out of a total of 10,47,42,475 equity shares listed on BSE and NSE, 10,21,64,095 equity shares (representing 97.54%) were held in dematerialised form, while the remaining 25,78,380 equity shares (representing 2.46%) were held in physical form.

**WORKS/PLANT LOCATION****UNIT - I**

40/1A, Site IV, Sahibabad Industrial Area, Sahibabad Distt. Ghaziabad(U.P.)- 201010

**UNIT - II**

A-11,12 & 13, Sikandrabad Industrial Area, Sikandrabad, District Bulandshahar, (UP)- 203206

**ADDRESS FOR  
CORRESPONDENCE**

305, III Floor, Elite House, 36, Community Centre,  
Kailash Colony Extension (Zamroodpur), New Delhi 110048

**ANNUAL GENERAL MEETINGS**

FINANCIAL YEAR	2021-2022	2022-2023	2023-2024
DATE	26-09-2022	18-09-2023	16-09-2024
TIME	2.00 P.M.	2.30 P.M.	3.00 P.M.
VENUE	Through Video Conferencing/ Other Audio Visual Means (VS)	Through Video Conferencing/ Other Audio Visual Means (VS)	Through Video Conferencing/ Other Audio Visual Means (VS)

**NOMINATION FACILITY**

Section 72 of the Companies Act, 2013 provides inter alia, the facility of nomination to shareholders. This facility is mainly useful for all holders holding the shares in single name.

In case where the securities are held in joint names, the nomination will be effective only in the event of the death of all the holders. Shareholders are advised to avail of this facility.



### **Mandatory Dematerialisation of Shares – Intimation to Physical Shareholders**

Pursuant to SEBI Circulars SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2022/8 dated January 25, 2022, and SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2021/655 dated November 3, 2021, shareholders holding shares in physical form are requested to dematerialise their holdings at the earliest.

Effective April 1, 2024, all payments including dividends, interest, and redemption must be made only through electronic mode. Physical dividend warrants or cheques will not be issued unless electronic payment fails.

Shareholders are advised to update their Demat and bank details with their Depository Participant or the Company's RTA to avoid non-receipt of payments.

### **UNCLAIMED DIVIDENDS / SHARES – INTIMATION TO SHAREHOLDERS**

Shareholders who have not claimed their dividends for the financial years 2017-2018, 2018-2019, 2020-2021, 2021-2022 and 2022-2023 are hereby advised to claim the same at the earliest.

In accordance with the provisions of the Companies Act, 2013, the unclaimed dividend for the financial year 2017-2018 is scheduled to be transferred to the Investor Education and Protection Fund (IEPF) in the year 2025. Similarly, unclaimed dividends pertaining to the subsequent financial years i.e. 2018-2019, 2020-2021, 2021-2022 and 2022-2023 will be transferred to the IEPF in the years 2026, 2028, 2029 and 2030 respectively.

Shareholders are requested to take note and claim their unclaimed dividends well before the respective due dates to avoid transfer of the amounts and corresponding shares (if applicable) to the IEPF.

### **GENERAL**

Members are requested to quote their folio no./DP & Client ID nos, Email IDs, Telephone numbers for timely investor servicing by the Company/Registrar and Share Transfer Agent. Member holding shares in electronic form are requested to update with their depository participant their email IDs, Bank Particulars (9 digit MICR code) and any change thereof.

### **DISCLOSURES:**

- i) Disclosure on materially significant related party transactions i.e. transactions of the Company of material nature with its Promoters, Directors or the Management, or their subsidiaries or relatives that may have potential conflict with the interest of the Company at large.
- ii) Details of noncompliance, penalties, structure passed/imposed by SEBI/Statutory Authorities/Stock Exchanges on matters relating to capital markets during the last three years.

The Company received a Show Cause Notice dated May 17, 2024, enclosing documents submitted by the National Stock Exchange (NSE) to the Securities and Exchange Board of India (SEBI), pertaining to alleged non-compliance with certain provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR Regulations").

The issue primarily related to the Company's failure to obtain prior approval of the shareholders for certain related party transactions during the financial year 2023–2024, in contravention of Regulations 23(2), 23(4), and 23(9), read with Regulation 4(1)(e) of the LODR Regulations.

Upon examination of the matter, SEBI initiated adjudication proceedings against the Company (hereinafter referred to as "the Noticee") for the aforementioned alleged violations. Subsequently, vide Notice of Hearing dated August 01, 2024, the Noticee was granted an opportunity of personal hearing on August 12, 2024.

The Authorized Representative (AR) of the Noticee appeared for the hearing and reiterated the submissions already made in the written reply dated June 14, 2024.

After due consideration of all facts and circumstances of the case, including the submissions made by the Noticee, the materials available on record, and the factors laid down under Section 15 of the SEBI Act, the Adjudicating Officer, in exercise of powers conferred under Section 15-I of the SEBI Act read with Rule 5 of the SEBI (Procedure for Holding Inquiry and Imposing Penalties by Adjudicating Officer) Rules, 1995, imposed a monetary penalty of Rs. 3,00,000/- (Rupees Three Lakh only) on the Noticee under Section 15HB of the SEBI Act.

The said penalty amount has since been duly paid by the Company.

### **MEANS OF COMMUNICATION:**

The Notice of Board Meetings for consideration of Audited and Unaudited Financial results and the financial results are published in the Financial Express (English) and Jansatta the vernacular (Hindi) Newspaper.

All material information about the company is promptly intimated to the both stock Exchanges where its equity shares are listed and also on company's website.



## PREMIER POLYFILM LIMITED

### COMPLIANCE CERTIFICATE

The company has obtained a Certificate from the Secretarial Auditors regarding Compliance of the conditions of Corporate Governance and the same is annexed as **Annexure “VI”**.

Place : New Delhi  
Date : 23/07/2025  
Regd. Office: 305, III Floor, Elite House,  
36, Community Centre, Kailash Colony  
Extension, (Zamroodpur),  
New Delhi-110048  
CIN : L25209DL1992PLC049590

By order of the Board  
FOR PREMIER POLYFILM LIMITED.  
Sd/-  
Amitaabh Goenka  
Managing Director & CFO  
DIN: 00061027  
Address : "Vrindavan Farm",  
No. 1, Green Avenue,  
Behind Sector D-3, Vasant Kunj,  
Kishangarh, New Delhi 110070

By order of the Board  
FOR PREMIER POLYFILM LIMITED.  
Sd/-  
Bhipinder Kaur Marwah  
Director  
DIN: 08399222  
Address : "Spring House",  
No. 3, Green Avenue,  
Behind Sector D-3, Vasant Kunj,  
Kishangarh, New Delhi 110070

### ANNEXURE “VI”

### CORPORATE GOVERNANCE CERTIFICATE

**[Pursuant to Regulation 34(3) and Schedule V Para E of Securities and Exchange Board of India  
(Listing Obligations and Disclosure Requirements) Regulations, 2015]**

To,  
The Members of  
**PREMIER POLYFILM LIMITED**  
Flat No-305, 3rd Floor, Elite House, 36,  
Community Centre,  
Kailash Colony Extn, Zamroodpur  
New Delhi-110048

#### 1. Background

We have been approached by PREMIER POLYFILM LIMITED ("the Company") to examine the compliance with the conditions of Corporate Governance by the Company, as stipulated in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations"), as amended from time to time, for the financial year from 1st April 2024 to 31st March 2025

#### 2. Management's Responsibility

The Compliance of conditions of Corporate Governance stipulated in the Listing Regulations is the responsibility of the management. The management shall devise adequate systems, internal controls and processes to monitor and ensure the same.

#### 3. Our Responsibility

Our responsibility is limited to conducting an examination of the systems, internal controls and processes adopted by the Company and implementation thereof to monitor and ensure with the conditions of Corporate Governance and report thereon.

#### 4. Methodology

- 4.1. In order to conduct our examination, we were provided with the relevant documents and information including explanations, wherever required.
- 4.2. Our examination was conducted in a manner which provided us with a reasonable basis for evaluating the systems, internal controls and processes adopted by the Company to monitor and ensure compliance with the conditions of Corporate Governance and to certify thereon.

#### 5. Opinion

Based on our examination of the relevant records and documents and the information and explanations provided by the Company, we certify that the Company has complied with the conditions of Corporate Governance as stipulated under the Listing Regulations for the financial year ended 31st March 2025.



## PREMIER POLYFILM LIMITED

However, it is noted that during the year under review, SEBI imposed a monetary penalty of ₹3,00,000 (Rupees Three Lakh only) under Section 15HB of the SEBI Act, 1992, for procedural non-compliance related to certain related party transactions undertaken during the financial year 2023–24, without obtaining prior shareholders' approval, in contravention of Regulations 23(2), 23(4) and 23(9) of the Listing Regulations. The Company has taken corrective steps and enhanced its internal compliance processes.

### 6. Disclaimer

- 6.1. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
- 6.2. This report is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs.

For Sumit Bajaj & Associates  
(Practicing Company Secretary)

FRN: S2019DE677200

Sd/-

CS Sumit Bajaj

(Proprietor)

C. P. No: 23948

M. No.: 45042

Date: 15.07.2025

Place: New Delhi

UDIN: A045042G000783395

## ANNEXURE "VII"

### CHIEF EXECUTIVE OFFICER (CEO) AND CHIEF FINANCIAL OFFICER (CFO) CERTIFICATION

To,  
The Board of Directors of  
Premier Polyfilm Limited

We, the undersigned, in our capacity as Chief Executive Officer and Chief Financial Officer of Premier Polyfilm Limited ("the Company"), to the best of our knowledge and belief certify that:

1. We have reviewed the Balance Sheet as at March 31, 2025, Statement of Profit and Loss and the Statement of Cash Flows for the year then ended, and a summary of the significant accounting policies and other explanatory information of the Company, and the Board's report for the year ended March 31, 2025.
2. These statements do not contain any materially untrue statement or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report.
3. The financial statements, and other financial information included in this report, present in all material respects a true and fair view of the Company's affairs, the financial condition, results of operations and cash flows of the Company as at, and for, the periods presented in this report, and are in compliance with the existing accounting standards and/or applicable laws and regulations.
4. There are no transactions entered into by the Company during the year that are fraudulent, illegal or violate the Company's Code of Conduct and Ethics.
5. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
6. We have indicated, based on our most recent evaluation, wherever applicable, to the Auditors and Audit Committee:
  - i) Significant changes, if any, in the internal control over financial reporting during the year;
  - ii) Significant changes, if any, in the accounting policies made during the year and that the same has been disclosed in the notes to the financial statements; and
  - iii) Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having significant role in the Company's internal control system over financial reporting.



## PREMIER POLYFILM LIMITED

7. We affirm that we have not denied any personnel access to the audit committee of the Company (in respect of matters involving alleged misconduct) and we have provided protection to whistle blowers from unfair termination and other unfair or prejudicial employment practices.
8. We further declare that all Board members and senior management personnel have affirmed compliance with the Code of Conduct and Ethics for the year covered by this report.

For Premier Polyfilm Limited

For Premier Polyfilm Limited

Place : New Delhi  
Date : 23-07-2025

Sd/-  
(PARIBESH KUMAR MISHRA)  
CFO  
PAN: AMEPM7378R

Sd/-  
(AMITAABH GOENKA)  
CEO  
DIN: 00061027

### MANAGEMENT DISCUSSION AND ANALYSIS REPORT (ANNEXURE TO DIRECTORS REPORT)

### ANNEXURE "VIII"

#### COMPANY PROFILE AND INDUSTRY & OUTLOOK

The company is engaged in the manufacture of vinyl flooring, sheeting and artificial leather cloth. The products of the company are used for a variety of industrial and consumer applications. Overall growth rate of the market size is more than 10% annually. Encouraged by the results the Company has established another factory at its industrial plot at Sikandrabad Industrial Area, Sikandrabad, District Bulandshahar (UP) to manufacture of Soft Touch Cushion type of Artificial PVC Leather cloth, PVC Sheeting's and Films, Knitted Fabric etc at this unit annually. The units have been in commercial production and barring unforeseen circumstances it is expected that your company well in the current financial year.

The image of the company, built through quality products is the major strength of the company. The company has a significant share of the vinyl flooring, sheeting and artificial leather cloth market and is the quality leader in the vinyl flooring market.

#### OPPORTUNITIES AND THREATS:

##### Opportunities:

After commencement of commercial production at Unit II of the company, demand for products of the company have gone up and are likely to go up further during the current financial year and hence the profitability of the company is expected to improve.

##### Threats and Risk:

Availability of imported finished goods at cheaper rate in the market due to dumping by the foreign companies may adversely affect the profitability of the company.

#### RISK AND CONCERNS

PVC resin is the most important raw material for the company. Demand for PVC resin in the country has been increasing every year. However, the supply is still not adequate to meet the demand. Further, for certain grade of resin, there are few manufacturers in the country. Hence any disruption in the supply of resin and/or any other raw material may affect the operations of the company adversely.

#### FINANCIAL PERFORMANCE

Net Turnover for the year was Rs. 30,139/- Lakh which was Rs. 29,563/- Lakh for the previous year. The Cash Profit for the year ended 31st March, 2025 was Rs. 3,107/- Lakh against Cash Profit of Rs. 2,576/- Lakh for the financial year ended 31st March, 2024.



## PREMIER POLYFILM LIMITED

### ABRIDGED AUDITED PROFIT AND LOSS ACCOUNT:

(Rs. in Lakhs)

Particulars	March 31, 2025	March 31, 2024
Revenue from Operations	30,139	29,563
Other Income	325	165
<b>Total Income</b>	<b>30,464</b>	<b>29,728</b>
<b>Total Expenditure</b>	<b>2,7001</b>	<b>27,001</b>
<b>Profit before Tax (PBT)</b>	<b>3,463</b>	<b>2,727</b>
Share of profit/ (loss) of Associate/Joint Venture	-	-
Tax Expenses	863	667
<b>Profit After Tax (PAT)</b>	<b>2,600</b>	<b>2,060</b>
Non-Controlling Interests	-	-
Other Comprehensive Income/ (loss)	(98)	96
<b>Adjusted Profit After Tax</b>	<b>2,502</b>	<b>2,156</b>
<b>EPS (* /share)</b>	<b>-</b>	<b>-</b>
Basic EPS	2.48	9.83
Diluted EPS	2.48	9.83

### ABRIDGED AUDITED BALANCE SHEET

(Rs. in Lakhs)

Liabilities	March 31, 2025	March 31, 2024	Assets	March 31, 2025	March 31, 2024
Shareholder Funds	1,059	1,059	<b>Non Current Financial Assets</b>	<b>5,637</b>	<b>5,201</b>
Other equity	10,728	8,384	Non Current Investments	1,008	871
<b>Total Equity (A)</b>	<b>11,787</b>	<b>9,443</b>	Other Non Current Financial Assets	133	226
Non Current Financial liabilities	298	599	<b>Total Non Current Financial Assets</b>	<b>1,141</b>	<b>1,097</b>
Provision Non Current	438	404	Deferred Tax Assets (Net)	136	121
Deferred Tax Assets (Net)	111	102	Other Non Current Assets	31	31
<b>Total Non Current Liabilities(B)</b>	<b>847</b>	<b>1,105</b>	<b>Total Non current assets (A)</b>	<b>6,945</b>	<b>6,450</b>
Trade Payable	1,101	1,040	Inventories	3,198	2,024
Other current asset	2,278	1,368	Total current financial Assets	5,596	4,314
Other Current Liabilities	433	357	Other Current asset	707	525
<b>Total Current liabilities (C)</b>	<b>3,812</b>	<b>2,765</b>	<b>Total Current Assets (B)</b>	<b>9,501</b>	<b>6,863</b>
<b>Total equity and liabilities</b>	<b>16,446</b>	<b>13,785</b>	<b>Total Assets (A)+(B)</b>	<b>16,446</b>	<b>13,785</b>
<b>(A)+(B)+(C)</b>	<b>16,446</b>	<b>13,313</b>	<b>Total Liabilities(A)+(B)</b>	<b>16,446</b>	<b>13,313</b>

### EXPORT PERFORMANCE

The Company has Exported its products to the tune of Rs.3,433/- Lakh during the current year as against Rs. 3,958/- Lakh during the previous year.

### CAUTIONARY STATEMENT

Statement in the Management Discussion & Analysis Report describing companies objectives, projections, estimates and exceptions may constitute "forward and looking statements written the meaning of applicable law and regulation. Actual results might differ materially from those either expressed or implied.

### INTERNAL CONTROL SYSTEM AND ADEQUACY

The Company has an adequate internal control system commensurate with its size and nature of its business. Management has overall responsibility for the Company's internal control system to safeguard the assets and to ensure reliability of financial records.

The Company has a detailed budgetary control system and the actual performance is reviewed periodically and decision taken accordingly.

Internal audit programme covers all areas of activities and periodical reports are submitted to the Management. Audit Committee reviews all financial statements and ensures adequacy of internal control systems. The Company has a well-defined organization structure, authority levels and internal rules and guidelines for conducting business transactions.



## PREMIER POLYFILM LIMITED

### MEDIUM-TERM AND LONG -TERM STRATEGY

The Company has successfully navigated through up-to-date technology over the last few years, pivoting and adopting each time to build relevant new capabilities and helping our clients realize the benefits of that new technology. Our responsiveness, agility and adaptability to change have been core to our longevity in the competitive market.

The company would continue to explore ways and means to lower the operating cost by modernization of the equipments, developing new and economical formulations for production and adding new range of products. The company is making all the efforts to increase its market shares both in domestic and in export market by exploring new opportunities through trained manpower and spreading network of dealers and distributors.

### Significant changes in the key financial ratios along with explanations: (Changes in more than 25% compared to previous year)

(Figures Rupees in Lakh)

S.No	Name of the Ratio	2024-2025	2023-2024	Change in ratio	% of change
1	Debtor turnover ratio	7.53	8.38	-0.85	-10.15
2	Inventory turnover ratio	5.24	8.42	-3.18	-37.73
3	Interest coverage ratio	30.73	14.37	16.36	113.84
4	Current ratio	2.41	2.46	-0.05	-2.17
5	Debt equity ratio	0.18	0.16	0.02	15.13
6	Operating margin (%)	11.75	9.86	1.89	19.18
7	Net profit margin (%)	8.53	6.93	1.60	23.16

### Explanations for variances exceeding 25%:

S.No	Explanation
2	Reduction in cost of goods sold and increase in average inventory resulting a lower Inventory Ratio.
3	Increase in profit before tax & reduction in finance cost

### HUMAN RESOURCES

The Company appreciate the efforts of its dedicated team of employees. Industrial relations were cordial during the year. The Company accords very high priority to safety in all aspects of its operations. The employees are trained in various aspects of safety. Regular safety audits are conducted to ensure high safety standards

For Premier Polyfilm Limited

Place: New Delhi  
Date : 23/07/2025

Sd/-  
(Amitaabh Goenka)  
Managing Director & CEO  
DIN: 00061027



## ANNEXURE "IX"

### CORPORATE SOCIAL RESPONSIBILITY ACTIVITY FINANCIAL YEAR 2024-2025

#### 1. A BRIEF OUTLINE ON CSR POLICY, OF THE COMPANY

The scope CSR activities undertaken by the Company are covered under the activities notified under the provisions of the Companies Act, 2013 and CSR Rules made there under including Schedule VII and Companies' (Corporate Social Responsibility Policy) Rules, 2014.

The CSR Policy of the Company has been uploaded on the website of the Company and can be accessed at <http://www.premierpoly.com>

#### 2. Composition of CSR Committee

Sl. No.	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	Smt. Bhupinder Kaur Marwah (Chairperson)	Non Executive Independent Director	1	1
2	Shri Amitabh Goenka (Member)	Managing Director	1	1
3	Shri Ram Babu Verma (Member)	Executive Director	1	1

3. (i) Provide the web-link where Composition of CSR Committee: CSR Policy and CSR projects approved by the board are disclosed on the website of the company.

The CSR Policy together with CSR committee composition, CSR projects of the Company has been uploaded on the website of the Company and can be accessed at <http://www.premierpoly.com/CSR-Policy.pdf>

- (ii) Whether following has been disclosed on the website of the company in pursuance to the Rule 9 of the companies (CSR Policy) Rules, 2014;

- Composition of CSR Committee : YES
- CSR Policy; YES
- CSR projects approved by the Board; YES

4. Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable (attach the report). **Not Applicable**

5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any

Sl. No.	Financial Year	Amount available for set-off from preceding financial years (in Rs)	Amount required to be set-off for the financial year, if any (in Rs)
1	2023-2024	0.00	1,636.00
2	2022-2023	0.00	79,388.00
3	2021-2022	0.00	0.00
	<b>Total</b>	0.00	0.00

6. Average net profit of the company as per section 135(5).

In Rupees

Sl. No.	PARTICULARS	FY 2021-2022	FY 2022-2023	FY 2023-2024
1	Profit before tax	13,87,64,058	15,20,28,486	27,27,41,381
2	Net Profit computed u/s 198	13,63,35,217	15,35,82,258	27,34,13,535
3	Total amount adjusted as per rule 2(1)(h) of the CSR Policy Rules 2014	0	0	0
4	Total Net Profit for section 135 (2-3)	13,63,35,217	15,35,82,258	27,34,13,535

The average net profit of the company for the last financial years is Rs. 18,77,77,003/-





**PREMIER POLYFILM LIMITED**

7. (a) Two percent of average net profit of the company as per section 135(5)  
The Company is required to spend an amount of Rs 37,55,540/- during the financial year 2024-2025 as CSR expenditure for the financial year 2023-2024.
- (b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years. NA
- (c) Amount required to be set off for the financial year, if any. Rs 1,636/-
- (d) Total CSR obligation for the financial year (7a+7b-7c).37,53,904/-
8. (a) CSR amount spent or unspent for the financial year 2024-2025:

Total Amount Spent for the Financial Year. (in Rs.)	Amount Unspent (in Rs.)				
	Total Amount transferred to Unspent CSR Account as per section 135(6).		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5).		
	Amount.	Date of transfer.	Name of the Fund	Amount.	Date of transfer.
Rs. 37,68,371	N.A.	N.A.	N.A.	N.A.	N.A.

\*Excess amount spent during FY 2024-2025 is Rs 14,467/- which is available for set off in the financial year 2025–2026.

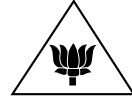
- (b) Details of CSR amount spent against ongoing projects for the financial year:

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	(9)	(10)	(11)	
Sl. No.	Name of the Project.	Item from the list of activities in Schedule VII to the Act.	Local area (Yes/ No).	Location of the project.		Project duration.	Amount allocated for the project (in Rs.).	Amount spent in the current financial Year (in Rs.).	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in Rs.).	Mode of Implementation - Direct (Yes/ No).	Mode of Implementation - Through Implementing Agency	
				State.	District.							
1.	Health Care	Health Care	NO	Bihar	Munger	48 months	1.5cr	37,40,371	0	No	Gomati Goenka Matri Sadan a unit of Shree Magniram Baijnath Charitable trust	CSR00002445
	Total						1.5cr	37,40,371	0			

- (c) Details of CSR amount spent against other than ongoing projects for the financial year:

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	
Sl. No.	Name of the Project.	Item from the list of activities in Schedule VII to the Act.	Local area (Yes/ No).	Location of the project.		Amount spent for the project (in Rs.).	Mode of implementation - Direct (Yes/ No).	Mode of Implementation - Through Implementing Agency	
				State.	District.			Name.	CSR registration number.
1.	Promotion & education of culture	Promotion & education of culture	Yes	New Delhi	NCT of Delhi	28,000	Yes	Through Company's representative	NA
				Sahibabad & Sikan-drabad	District Ghaziabad & Bulandshahr both district of Uttar Pradesh State				
	Total					28,000			

- (a) Amount spent in Administrative Overheads:- Nil



**PREMIER POLYFILM LIMITED**

- (b) Amount spent on Impact Assessment, if applicable:- NA  
(c) Total amount spent for the Financial Year (8b+8c):- 26,41,888.00  
(d) Excess amount for set off, if any

Sl. No.	Particular	Amount (in Rs.)
(i)	Two percent of average net profit of the company as per section 135(5)	37,55,540.00
(ii)	Less : Excess spent in previous year	1,636.00
(iii)	Total amount need to be spent during the FY 2024-2025	37,53,904.00
(iv)	Total amount spent for the Financial Year	37,68,371.00
(v)	Excess amount spent for the financial year [(iii)-(iv)]	14,467.00
(vi)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	0
(vii)	Amount available for set off in succeeding financial years [(v)]	14,467.00

9. (a) Details of Unspent CSR amount for the preceding three financial years:

Sl. No.	Preceding Financial Year.	Amount transferred to Unspent CSR Account under section 135 (6) (in Rs.)	Amount spent in the reporting Financial Year (in Rs.).	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any.			Amount remaining to be spent in succeeding financial years. (in Rs.)
				Name of the Fund	Amount (in Rs).	Date of transfer.	
1.	2023-2024	0	N.A	0	0	0	0
2.	2022-2023	0	N.A	0	0	0	0
3.	2021-2022	0	N.A	0	0	0	0
	<b>Total</b>	<b>0</b>	<b>NA</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>

- (b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s):

(1) Sl. No.	(2) Project ID.	(3) Name of the Project.	(4) Financial Year in which the project was commenced.	(5) Project duration.	(6) Total amount allocated for the project (in Rs.).	(7) Amount spent on the project in the reporting Financial Year (in Rs).	(8) Cumulative amount spent at the end of reporting Financial Year. (in Rs.)	(9) Status of the project - Completed / Ongoing.
1	FY 31.03.2021-1	Health Care	2020-21	48 months	1.5cr	NA	84,75,678.00	Completed on 31-03-2024
2	FY 31-03-2025-2	Health Care	2025-2026	48 months	1.5cr	37,40,371	37,40,371.00	Commenced during the FY 2024-2025
	<b>TOTAL</b>				<b>3.0 cr</b>	<b>37,40,371</b>	<b>1,22,16,049.00</b>	

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year (asset-wise details). : **NA**

- (a) Date of creation or acquisition of the capital asset(s). : **NA**  
(b) Amount of CSR spent for creation or acquisition of capital asset. : **NA**  
(c) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc. : **NA**  
(d) Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset). : **NA**

11. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5). : **NA**

Sd/- (Executive Director).	Sd/- (Chairman CSR Committee).	Sd/- (Executive Director).
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**PREMIER POLYFILM LIMITED****ANNEXURE “X”****CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS***(pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)*

To,  
The Members of  
**PREMIER POLYFILM LIMITED**  
Flat No-305, 3rd Floor, Elite House, 36,  
Community Centre, Kailash Colony Extn, Zamroodpur New Delhi-110048

We have examined the following documents:

- i. Declaration of non-disqualification as required under Section 164 of Companies Act, 2013 ('the Act');
- ii. Disclosure of concern or interests as required under Section 184 of the Act; (hereinafter referred to as 'relevant documents') as submitted by the Directors of **PREMIER POLYFILM LIMITED** ('the Company') bearing CIN: L25209DL1992PLC049590 and having its registered office at Flat No-305 III Floor Elite House 36 Community Centre Kailash Colony Extn, Zamroodpur New Delhi, Delhi, India, 110048, to the Board of Directors of the Company ('the Board') for the Financial Year ended 31st March 2025 and relevant registers, records, forms and returns maintained by the Company and as made available to us for the purpose of issuing this Certificate in accordance with Regulation 34(3) read with Schedule V Para C Clause 10(i) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. We have considered non-disqualification to include non-debarment by Regulatory/ Statutory Authorities

It is the responsibility of Directors to submit relevant documents with complete and accurate information in accordance with the provisions of the Act.

Ensuring the eligibility for the appointment/ continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. Based on our examination as aforesaid and such other verifications carried out by us as deemed necessary and adequate (including Directors Identification Number (DIN) status at the portal [www.mca.gov.in](http://www.mca.gov.in)), in our opinion and to the best of our information and knowledge and according to the explanations provided by the Company, its officers and authorized representatives, we hereby certify that none of the Directors on the Board of the Company, as listed hereunder for the Financial Year from 1st April 2024 to 31st March 2025, have been debarred or disqualified from being appointed or continuing as Directors of Companies, by Securities and Exchange Board of India/ Ministry of Corporate Affairs or any such statutory authority.

Si. No.	Name of Director	DIN	DIN Status	Date of Cessation
I.	Shri Amitaabh Goenka	00061027	Approved	-
II.	Shri Umesh Kumar Agarwalla	00231799	Approved	-
III.	Smt. Rashmee Singhania	06969599	Approved	13-02-2025
IV.	Smt. Bhupinder Kaur Marwah	08399222	Approved	-
V.	Shri Ram Babu Verma	08760599	Approved	-
VI.	Shri Santosh Kumar Dabriwala	00044532	Approved	-
VII.	Shri Manish Bajoria	00561825	Approved	-

This Certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

This Certificate has been issued at the request of the Company to make disclosure in its Corporate Governance Report of the Financial Year from 1st April 2024 to 31st March 2025.

For Sumit Bajaj & Associates  
(Practicing Company Secretary)  
FRN: S2019DE677200

Date: 15.07.2025  
Place: New Delhi  
UDIN: A045042G000783331

Sd/  
CS Sumit Bajaj  
(Proprietor)  
C. P. No: 23948  
M. No.: 45042



## **INDEPENDENT AUDITOR'S REPORT**

### **TO THE MEMBERS OF PREMIER POLYFILM LIMITED**

#### **Report on the Audit of the Standalone Financial Statements**

##### **Opinion**

We have audited the accompanying standalone financial statements of **PREMIER POLYFILM LIMITED** ("the Company"), which comprise the Balance Sheet as at March 31, 2025, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity, and the Statement of Cash Flows for the year ended on that date and notes to the financial statements, including a summary of material accounting policies and other explanatory information (hereinafter referred to as the "Standalone Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2025, its profit and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

##### **Basis for Opinion**

We conducted our audit of the Standalone Financial Statements in accordance with the Standards on Auditing ("SA's") 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 Standalone 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 ("ICAI") together with the ethical requirements that are relevant to our audit of the Standalone Financial Statements under the provisions of the Act and the Rules made 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 obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the Standalone Financial Statements.

##### **Emphasis of Matter**

We draw attention to the following matter in the notes to the standalone financial statements:-

- i. We draw attention to the Note No. 37 to the standalone financial statements where the company has ongoing disputes with GST authorities in India where it operates. The dispute relate to tax classification of goods and vis-à-vis applicable rate of GST on one of its product. The Company has evaluated these notices and inquiries and has concluded that any consequent GST tax claims or demands by the GST authorities will not succeed on ultimate resolution.

Our opinion is not modified in respect of the above matter.

##### **Key audit matters**

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have no key audit matter to communicate in our report.

##### **Information Other than the Financial Statements and Auditor's Report Thereon**

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility and Sustainability Report, Corporate Governance and Shareholder's Information, but does not include the consolidated financial statements, Standalone Financial Statements and our auditor's report thereon.

Our opinion on the Standalone Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Standalone Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Standalone 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 Board of Directors for the Standalone Financial Statements**

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Standalone Financial Statements that give a true and fair view of the financial position, financial performance, including other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including 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 Standalone Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Standalone Financial Statements, management and Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

### **Auditor's Responsibility for the Audit of the Standalone Financial Statements**

Our objectives are to obtain reasonable assurance about whether the Standalone 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 Standalone Financial Statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism 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 control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to Standalone Financial Statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the 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 Standalone 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 Standalone 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 financial controls 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 Section 143(11) of the Act, we give in "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, based on our audit 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, Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.
  - d) In our opinion, the aforesaid Standalone Financial Statements comply with the Ind AS specified under Section 133 of the Act.
  - e) On the basis of the written representations received from the directors as on March 31, 2025 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2025 from being appointed as a director in terms of Section 164(2) of the Act.
  - f) With respect to the adequacy of the internal financial controls with reference to Standalone Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to Standalone Financial Statements.
  - g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

- i. The Company has disclosed the impact of pending litigations on its financial position in its Standalone Financial Statements. Refer Note 37 to the Standalone Financial Statements.
- ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
- iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
- iv. (a) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) 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 entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or 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 (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
  - (c) Based on the audit procedures that have been 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 (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
- v. As per standalone financial statements
  - (a) The final dividend proposed in the previous year, declared and paid by the Company during the year is in accordance with Section 123 of the Act, as applicable.
  - (b) No interim dividend declared and paid by the Company during the year.
  - (c) The Board of Directors of the Company have proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The amount of dividend proposed is in accordance with section 123 of the Act, as applicable. Refer Note 35 to the Standalone Financial Statements
- vi. Based on our examination, which included test checks, the Company has used accounting software systems for maintaining its books of account for the financial year ended March 31, 2025 which have the feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software systems. Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with and the audit trail has been preserved by the Company as per the statutory requirements for record retention.

With respect to the matter to be included in the Auditor's Report under Section 197(16) of the Act: In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) of the Act which are required to be commented upon by us.

**For M A R S & Associates**  
**Chartered Accountants**  
**Firm Registration No. 010484N**

**CA. Vipul Kumar Gupta**  
**Partner**  
**Membership No. 522310**  
**UDIN: 25522310BMOSZX3926**

**Place: New Delhi**  
**Date: May 17, 2025**



**TO THE INDEPENDENT AUDITORS' REPORT**

(Referred to in Paragraph 1 under the Heading of "Report on Other Legal and Regulatory Requirements" of our Report of even date)  
To the best of our information and according to the explanations provided to us by the Company and the books of account and records examined by us in the normal course of audit, we state that:

- i. In respect of the Company's Property, Plant and Equipment, right-of-use assets and Intangible Assets:
    - (a) (A) The company has generally maintained records showing full particulars including quantitative details and situation of Property, plant and equipment and relevant details of right-of-use assets.
    - (B) The Company has maintained proper records showing full particulars of intangible assets.
  - (b) The Company has a program of physical verification of Property, Plant and Equipment and right-of-use assets so to cover all the assets in phased manner which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain Property, Plant and Equipment were due for verification during the year and were physically verified by the Management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
  - (c) Based on our examination of the property tax receipts and lease agreement for land on which building is constructed, registered sale deed / transfer deed / conveyance deed provided to us, we report that, the title in respect of self-constructed buildings and title deeds of all other immovable properties (other than properties where the company is the lessee and the lease agreements are duly executed in favour of the lessee), disclosed in the financial statements included under Property, Plant and Equipment are held in the name of the Company as at the balance sheet date.
  - (d) The Company has not revalued any of its Property, Plant and Equipment (including right-of-use assets) and intangible assets during the year.
  - (e) No proceedings have been initiated during the year or are pending against the Company as at March 31, 2025 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.
- ii. (a) The inventory has been physically verified by the management during the year. In our opinion, the frequency of such verification is reasonable and procedures and coverage as followed by management were appropriate. No discrepancies were noticed on verification between the physical stocks and the book records that were 10% or more in the aggregate for each class of inventory.
  - (b) The Company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks on the basis of security of current assets. In our opinion, the monthly returns or statements filed by the Company with such banks are in agreement with the books of account of the Company.
- iii. Based on our audit procedures and as per the information and explanations given by the management, the Company has not made any investments in, provided any guarantee or security, and granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year, and hence reporting under clause (iii) of the order is not applicable.
  - iv. The Company has complied with the provisions of Sections 185 and 186 of the Companies Act, 2013 in respect of loans granted, investments made and guarantees and securities provided, as applicable.
  - v. The Company has not accepted any deposit or amounts which are deemed to be deposits. Hence, reporting under clause 3(v) of the Order is not applicable.
  - vi. We have broadly reviewed the books of account maintained by the Company pursuant the rules prescribed by the Central Government for maintenance of cost records under Section 148(1) of the Act and are of the opinion that prima facie, the prescribed accounts and records have been made and maintained. However, we have not made a detailed examination of the records.
  - vii. In respect of statutory dues:
    - (a) In our opinion, the Company has generally been regular in depositing undisputed statutory dues, including Goods and Services tax, Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, duty of Custom, duty of Excise, Value Added Tax, Cess and other material statutory dues applicable to it with the appropriate authorities.





There were no undisputed amounts payable in respect of Goods and Service tax, Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, duty of Custom, duty of Excise, Value Added Tax, Cess and other material statutory dues in arrears as at March 31, 2025 for a period of more than six months from the date they became payable.

- (b) Details of statutory dues referred to in sub-clause (a) above which have not been deposited as on March 31, 2025 on account of disputes are given below:

Nature of the Statute	Nature of the Dues	Period to which the Amount Relates	Gross Amount (₹ in Lakhs)	Amount paid/ adjusted under protest (₹ in Lakhs)	Forum where dispute is pending
Goods and Service Tax Act, 2017	Goods and Services Tax	FY 2017-18 to 17.06.2022	183.00*	18.30**	Commissioner, Appellate Authority

\* As at the Balance Sheet date this amount stands undisputed. However, the company has explained to us that they had received the demand order from Office of the Assistant Commissioner CGST, Division-VII, Ghaziabad on 30/01/2025. The company was in consideration of filing the appeal within statutory time limits of 90 days from the date of communication of above order and subsequently the company had filed the appeal to Commissioner, Appellate Authority on 25/04/2025 within the above time frame.

\*\* Amount paid as pre-deposit for filing the appeal on 25/04/2025.

- viii. There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).
- ix. (a) The company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.
- (b) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
- (c) Term loans raised during the year have been applied for the purpose for which they were raised.
- (d) On an overall examination of the financial statements of the Company, funds raised on short-term basis have, prima facie, not been used during the year for long-term purposes by the Company.
- (e) On an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries.
- (f) The Company has not raised any loans during the year and hence reporting on clause 3(ix)(f) of the Order is not applicable.
- x. (a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.
- (b) During the year, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x)(b) of the Order is not applicable.
- xi. (a) No fraud by the Company and no material fraud on the Company has been noticed or reported during the year.
- (b) No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.
- (c) We have taken into consideration the whistle blower complaints received by the Company during the year (and upto the date of this report), while determining the nature, timing and extent of our audit procedures.
- xii. The Company is not a Nidhi Company and hence reporting under clause (xii) of the Order is not applicable.
- xiii. In our opinion, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013 with respect to applicable transactions with the related parties and the details of related party transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.



**PREMIER POLYFILM LIMITED**

- xiv. (a) In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.
- (b) We have considered, the internal audit reports for the year under audit, issued to the Company during the year and till date, in determining the nature, timing and extent of our audit procedures.
- xv. In our opinion, during the year the Company has not entered into any non-cash transactions with its Directors or persons connected with its directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.
- xvi. (a) In our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(a), (b) and (c) of the Order is not applicable.
- (b) In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.
- xvii. The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.
- xviii. There has been no resignation of the statutory auditors of the Company during the year.
- xix. On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- xx. (a) There are no unspent amounts towards Corporate Social Responsibility (CSR) on other than ongoing projects requiring a transfer to a Fund specified in Schedule VII to the Companies Act in compliance with second proviso to sub-section (5) of Section 135 of the said Act. Accordingly, reporting under clause 3(xx)(a) of the Order is not applicable for the year.
- (b) There are no remaining unspent amounts under sub-section (5) of section 135 of the Companies Act, pursuant to any ongoing project, required to be transferred to special account in compliance with the provision of sub-section (6) of section 135 of the said Act. Accordingly, reporting under clause 3(xx)(b) of the Order is not applicable for the year.

**.For M A R S & Associates**

**Chartered Accountants  
Firm Registration No. 010484N**

**CA. Vipul Kumar Gupta  
Partner  
Membership No. 522310  
UDIN: 25522310BMOSZX3926**

**Place: New Delhi  
Date: May 17, 2025**



**TO THE INDEPENDENT AUDITOR'S REPORT**

(Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

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

We have audited the internal financial controls over financial reporting of **PREMIER POLYFILM LIMITED** ("the Company") as of 31<sup>st</sup> March 2025 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

**Management's and Board of Directors' Responsibilities for Internal Financial Controls**

The Company's Management and the Board of Directors are responsible for establishing and maintaining internal financial controls with reference to standalone financial statements 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 (the "ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

**Auditors' Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls with reference to standalone financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the ICAI and the Standards on Auditing prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to standalone financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to standalone financial statements 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 with reference to standalone financial statements and their operating effectiveness. Our audit of internal financial controls with reference to standalone financial statements included obtaining an understanding of internal financial controls with reference to standalone financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

**Meaning of Internal Financial Controls with reference to Standalone Financial Statements**

A company's internal financial control with reference to standalone financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to standalone financial statements 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.



**PREMIER POLYFILM LIMITED**

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**Inherent Limitations of Internal Financial Controls with reference to Standalone Financial Statements**

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 with reference to standalone financial statements to future periods are subject to the risk that the internal financial control with reference to standalone financial statements 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 with reference to standalone financial statements and such internal financial controls with reference to standalone financial statements were operating effectively as at March 31, 2025, based on the criteria for internal financial control with reference to standalone financial statements 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 ICAI.

**For M A R S & Associates  
Chartered Accountants  
Firm Registration No. 010484N**

**CA. Vipul Kumar Gupta  
Partner  
Membership No. 522310  
UDIN: 25522310BMOSZX3926**

**Place: New Delhi  
Date: May 17, 2025**



## PREMIER POLYFILM LIMITED

### BALANCE SHEET AS AT 31ST MARCH, 2025

All amounts in Lakhs, unless otherwise stated

DESCRIPTION	Note	AS AT 31 <sup>ST</sup> MARCH, 2025 Rs. in Lacs	AS AT 31 <sup>ST</sup> MARCH, 2024 Rs. in Lacs
<b>ASSETS</b>			
<b>Non-current Assets</b>			
Property, Plant & Equipment	3	3,755.35	4,077.44
Right of Use Assets	4	1,841.97	1,123.85
Capital Work-in-progress	5	39.30	-
Financial Assets			
Investments	6.1	1,007.91	870.85
Other financial assets	6.2	132.82	225.81
Deferred Tax Asset (net)	7	135.79	120.61
Other Non-current Assets	8	30.77	30.76
<b>Current Assets</b>			
Inventories	9	3,198.18	2,024.01
Financial Assets			
Investments	6.1	329.75	-
Trade Receivables	10.1	4,004.25	3,529.16
Cash & Cash Equivalents	10.2	1,084.53	479.20
Other financial assets	10.3	178.03	306.13
Other Current Assets	11	707.34	524.89
<b>TOTAL ASSETS</b>		<b>16,445.99</b>	<b>13,312.71</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
(a) Equity Share Capital	12	1,059.01	1,059.01
(b) Other Equity	13	10,680.19	8,335.86
(c) Capital Subsidy		47.69	47.69
<b>Liabilities</b>			
<b>Non-Current Liabilities</b>			
Financial Liabilities			
Other financial liabilities	14	298.20	599.26
Provisions	15	438.49	403.64
Deferred Tax Liability (Net)	7	111.27	102.33
<b>Current Liabilities</b>			
Financial Liabilities			
(a) Trade Payables	16.1	1,100.54	1,040.49
(b) Other financial liabilities	16.2	2,278.42	1,367.71
Other Current Liabilities	17	301.07	216.71
Provisions	18	77.46	51.51
Income Tax Liabilities (net)	19	53.65	88.50
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>16,445.99</b>	<b>13,312.71</b>
SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNTS	1 & 2		

The accompanying notes form an integral part of the standalone financial statements.  
As per our report of even date attached

For **M A R S & Associates**  
Chartered Accountants  
Firm Registration No. 010484N

for and on behalf of the Board of Directors of **Premier Polyfilm Limited**

**Vipul Kumar Gupta**  
Partner  
Membership No. 522310  
E-15/144-145, Second  
Floor, Sector-8, Rohini,  
Delhi-110085  
The 17<sup>th</sup> day of May, 2025

**Heena Soni**  
Company Secretary  
Membership No. A70248  
Address: B 51, Jain Mandir  
Gali Near RAMG Samosa,  
Veer Savarkar Block,  
Block B,  
Mandawali, Delhi-110092

**Amitaabh Goenka**  
Managing Director & CEO  
DIN No. 00061027  
Address: Vrindavan Farm  
No. 1, Green Avenue  
Behind Sector D-3,  
Vasant Kunj, Kishangarh,  
New Delhi-110070

**Bhupinder Kaur Marwah**  
Director  
DIN No. 08399222  
Address: Spring House  
No 3, Green Avenue  
Behind Sector D-3,  
Vasant Kunj, Kishangarh  
New Delhi-110070

**P.Mishra**  
CFO  
PAN No. AMEPM7378R  
Address: Flat No. 2,  
F-Block Alaknanda -  
Apartment Rampuri -  
Ghaziabad  
(U.P.)201011

**PREMIER POLYFILM LIMITED****STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH.2025**

All amounts in Lakhs, unless otherwise stated

DESCRIPTION	Note	YEAR ENDED 31 <sup>ST</sup> MARCH, 2025	YEAR ENDED 31 <sup>ST</sup> MARCH, 2024
<b>REVENUE</b>			
Revenue From Operations	20	30,139.34	29,563.27
Other Income	21	325.03	165.03
<b>TOTAL INCOME</b>		<b>30,464.37</b>	<b>29,728.30</b>
<b>EXPENSES</b>			
Cost of Material Consumed	22	16,012.51	15,463.47
Purchase of Stock-in-Trade	23	849.60	969.57
Changes in Inventories of Finished Goods and Work-in-Progress	24	(88.51)	604.70
Employee Benefits Expenses	25	2,684.59	2,476.95
Finance Cost	26	116.49	203.57
Manufacturing Expenses	27	2,029.63	2,247.13
Administrative and Other Expenses	28	626.57	506.64
Selling & Distribution Expenses	29	536.84	458.67
Goods and Service Tax		3,726.69	3,553.93
Depreciation and amortisation expenses	30	506.69	516.25
<b>TOTAL EXPENSES</b>		<b>27,001.10</b>	<b>27,000.88</b>
<b>Profit before tax</b>		<b>3,463.27</b>	<b>2,727.42</b>
<b>Tax Expenses:-</b>			
Current Tax	7	871.63	686.44
Deferred Tax	7	(6.24)	8.48
Earlier Year		(2.01)	(27.45)
<b>Profit for the year</b>		<b>2,599.89</b>	<b>2,059.95</b>
<b>OTHER COMPREHENSIVE INCOME</b>			
<b>Items that will not be reclassified to Profit and Loss</b>			
Changes in Fair Value of FVTOCI Equity Securities/Mutual Fund		(102.74)	86.70
Re-measurements of post employment benefit obligations		4.29	9.30
<b>Other Comprehensive Income for the year</b>		<b>(98.45)</b>	<b>96.00</b>
<b>Total Comprehensive Income for the year comprising Profit and other Comprehensive Income</b>		<b>2,501.44</b>	<b>2,155.95</b>
Basic and Diluted Earnings per Equity Share		₹ 2.48	₹ 9.83
Face value per equity share		₹ 1.00	₹ 5.00
SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNTS	1 & 2		

The accompanying notes form an integral part of the standalone financial statements.  
As per our report of even date attached

For **M A R S & Associates**  
Chartered Accountants  
Firm Registration No. 010484N

for and on behalf of the Board of Directors of **Premier Polyfilm Limited**

**Vipul Kumar Gupta**  
Partner  
Membership No. 522310  
E-15/144-145, Second  
Floor, Sector-8, Rohini,  
Delhi-110085  
The 17<sup>th</sup> day of May, 2025

**Heena Soni**  
Company Secretary  
Membership No. A70248  
Address: B 51, Jain Mandir  
Gali Near RAMG Samosa,  
Veer Savarkar Block, Block B,  
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**Amitaabh Goenka**  
Managing Director & CEO  
DIN No. 00061027  
Address: Vrindavan Farm  
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**Bhupinder Kaur Marwah**  
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# PREMIER POLYFILM LIMITED

## CASH FLOW STATEMENT ANNEXED TO THE BALANCE SHEET FOR THE YEAR ENDED 31ST MARCH, 2025

All amounts in Lakhs, unless otherwise stated

DESCRIPTION	Year ended 31 <sup>st</sup> March 2025	Year ended 31 <sup>st</sup> March 2025
<b>A. CASH FLOW FROM OPERATING ACTIVITIES</b>		
Profit before tax	3,463.27	2,727.41
Adjusted for :		
Profit on disposal of property, Plant and equipment	(6.42)	(2.00)
Loss on disposal of property, plant and equipment	-	-
Depreciation and amortisation expenses	506.69	516.25
Liabilities written back	-	5.00
Interest expenses on loans	86.86	162.00
Interest income from term deposits	(52.88)	(51.00)
Operating profit before working capital changes	3,997.52	3,357.66
Adjusted for :		
( Increase ) / Decrease in trade receivables & other assets	(475.25)	(291.00)
( Increase ) / Decrease in Inventories	(1,174.18)	898.00
( Increase ) / Decrease in loans and advances	(265.36)	26.00
Increase / ( Decrease ) in trade and other payables	1,131.85	(1,903.47)
Cash generated from operations	3,214.58	2,087.19
Tax paid (Net)	(903.97)	(535.00)
Net cash from operating activities	<u>2,310.61</u>	<u>1,552.19</u>
<b>B. CASH FLOW FROM INVESTING ACTIVITIES</b>		
Purchase of property, plant and equipment	(943.25)	(270.00)
Disposal of property, plant and equipment	15.31	11.00
Proceeds from term deposit with banks (Net)	297.61	6.00
Proceeds from Investment in mutual funds, equity & debentures	(570.03)	(349.00)
Interest income	52.70	39.00
	<u>(1,147.66)</u>	<u>(563.00)</u>
<b>C. CASH FLOW FROM FINANCING ACTIVITIES</b>		
Proceeds from long term borrowings	-	-
Repayment of long term borrowings	(277.65)	(569.00)
Proceeds from short term borrowings	-	1,280.00
Repayment of short term borrowings	(36.00)	(1,431.00)
Interest paid	(86.86)	(162.00)
Dividend and Tax on Dividend paid	(157.11)	(104.00)
Net cash (used in ) / from financing activities	<u>(557.62)</u>	<u>(986.00)</u>
Net increase in cash and cash equivalents	605.33	3.19
Opening balance of cash and cash equivalents	479.20	476.01
Closing balance of cash and cash equivalents	<u>1,084.53</u>	<u>479.20</u>
Note :		
Cash and cash equivalents comprise :		
Cash in hand	4.37	3.43
Cash Balance in Broker's Account	343.68	-
Balances with banks		
In current accounts	320.33	172.94
In term deposit accounts	416.15	302.83
	<u>1,084.53</u>	<u>479.20</u>



## PREMIER POLYFILM LIMITED

The accompanying notes form an integral part of the standalone financial statements.  
As per our report of even date attached

For **M A R S & Associates**  
Chartered Accountants  
Firm Registration No. 010484N

for and on behalf of the Board of Directors of **Premier Polyfilm Limited**

**Vipul Kumar Gupta**  
Partner  
Membership No. 522310  
E-15/144-145, Second  
Floor, Sector-8, Rohini,  
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The 17<sup>th</sup> day of May, 2025

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(U.P)201011





**NOTE – 1 & 2 : NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH. 2024**

**1) COMPANY INFORMATION**

**Premier Polyfilm Ltd.** is a Company incorporated in India on July , 1992. The Company is engaged in manufacture of vinyl flooring, PVC Sheeting and Artificial leather cloth which are used for a variety of industrial and consumer application.

**2) SIGNIFICANT ACCOUNTING POLICIES**

**Basis of Preparation**

**(i) Statement of Compliance and basis of preparation**

The financial statements have been prepared in accordance with Indian Accounting Standards (Ind ASs) notified under the Companies (Indian Accounting Standards) Rules, 2015.

**(ii) Basis of measurement**

The financial statements have been prepared on a historical cost basis, except for certain financial assets and financial liabilities that is measured at fair value at the end of each reporting period, as explained in the accounting policies below. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

**Operating Cycle**

Based on the nature of activities of the Company and the normal time between acquisition of assets and their realization 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

**Current and Non-Current Classification**

The assets and liabilities in the Balance Sheet are based on current/ non - current classification.

**i) An asset as current when it is:**

- 1) Expected to be realised or intended to be sold or consumed in normal operating cycle.
- 2) Expected to be realized within twelve months after the reporting period, or
- 3) Held primarily for the purpose of trading
- 4) Cash or cash equivalents 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.

**ii) A liability is current when:**

1. Expected to be settled in normal operating cycle
2. Held primarily for the purpose of trading
3. Due to be settled within twelve months after the reporting period, or
4. There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

All other liabilities are treated as non - current.

Deferred tax assets and liabilities are classified as non - current assets and liabilities.

**Cash and cash equivalents (for purpose of Cash Flow Statement)**

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition) and highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

**Cash flow statement**

Cash flows are reported using indirect method, whereby profit before tax reported in the Statement of Profit and Loss is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on available information.



The above Cash Flow Statement has been prepared under the indirect method set out in IND AS - 07 "Statement of Cash Flow" issued by the Central Government under Indian Accounting Standards (Ind AS) notified under section 133 of the Companies Act, 2013 (Companies Indian Accounting Standard Rules, 2015) and as per amendment notified in March 2017 by the Ministry of Corporate Affairs issued in the Companies (Indian Accounting Standards) (Amendments) Rules, 2017

#### **Capital Work in Progress**

All directly attributable project related expenses via civil works, machinery under erection, construction and erection materials, pre operative expenditure net of revenue incidental/attributable to the construction of project, borrowing cost incurred prior to the date of commercial operations are shown under Capital Work in progress. These expenditures are net off corresponding recoveries, if any and income from project specific borrowed surplus funds.

#### **Property, plant and equipment**

All the items of property, plant and equipment are stated at historical cost (net off Cenvat credit) less depreciation/ impairment loss, if any. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Subsequent costs are included in the asset's carrying amount, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognized when replaced. All other repairs and maintenance are charged to Statement of Profit and Loss during the reporting year in which they are incurred.

Intangible assets acquired in business combinations are stated at fair value as determined by the management of the Company on the basis of valuation by expert valuers, less accumulated amortisation. The estimated useful life of the intangible assets and the amortisation period are reviewed at the end of each financial year and the amortisation period is revised to reflect the changed pattern, if any.

Depreciation is recognised so as to write off the cost of assets (other than freehold land and properties under construction) less their residual values over their useful lives, using the straight-line method. The estimated useful life is taken in accordance with Schedule II to the Companies Act, 2013 except in respect of the following categories of assets, in whose case the life of the assets has been assessed as under based on technical advice, taking into account the nature of the asset, the estimated usage of the asset, the operating conditions of the asset, past history of replacement, anticipated technological changes, manufacturers warranties and maintenance support, etc.

#### **Intangible assets**

##### **Intangible assets acquired separately**

Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortisation and accumulated impairment losses. Amortisation is recognised on a straight-line basis over their estimated useful lives. The estimated useful life and amortisation method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis. Intangible assets with indefinite useful lives that are acquired separately are carried at cost less accumulated impairment losses.

##### **Derecognition of intangible assets**

An intangible asset is derecognised on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from derecognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset, are recognised in profit or loss when the asset is derecognised.

#### **Financial Assets**

Financial assets are recognized when the Company becomes a party to the contractual provisions of the financial instrument and are measured initially at fair value adjusted for transaction costs. All equity investments in scope of Ind AS 109 are measured at fair value. Equity instruments which are held for trading are generally classified as at fair value through profit and loss (FVTPL). For all other equity instruments, the Company decides to classify the same either as at fair value through other comprehensive income (FVOCI) or fair value through profit and loss (FVTPL). The Classification is made on initial recognition and is irrevocable.

#### **Financial Liabilities**

All financial liabilities are recognized initially at fair value and transaction cost is attributable to the acquisition of the financial liabilities is also adjusted.



### **Inventories**

- i) Raw Materials and Stores and Spares are valued at lower of Cost and net realizable value.
- ii) Work-in-progress is valued at actual material cost plus estimated manufacturing cost.
- iii) Finished Goods are valued at lower of cost and net realizable value.

### **Revenue Recognition**

Revenue is recognized when it is probable that the economic benefits will flow to the Company and it can be reliably measured. Revenue is measured at the fair value of the consideration received/receivable net of rebate and taxes. Revenue from the sale of goods are recognized upon passing of title to the customers which generally coincides with their delivery. Interest income is recorded using the effective interest rate.

### **Foreign exchange gains and losses**

The functional currency for the Company is determined as the currency of the primary economic environment in which it operates. For the Company, the functional currency is the local currency of the country in which it operates, which is INR.

In preparing the financial statements the Company, transactions in currencies other than the entity's functional currency (foreign currencies) are recognised at the rates of exchange prevailing at the dates of the transactions. At the end of each reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at that date. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing at the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

### **Treatment of exchange differences**

The exchange differences arising on settlement / restatement of long-term foreign currency monetary items are taken into Statement of Profit and Loss.

### **Employee Benefits**

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

For defined benefit retirement benefit plans, the cost of providing benefits is determined using the projected unit credit method, with actuarial valuations being carried out at the end of each annual reporting period. Remeasurement, comprising actuarial gains and losses, the effect of the changes to the asset ceiling (if applicable) and the return on plan assets (excluding net interest), is reflected immediately in the balance sheet with a charge or credit recognised in other comprehensive income in the period in which they occur. Remeasurement recognised in other comprehensive income is reflected immediately in retained earnings and is not reclassified to profit or loss. Past service cost is recognised in profit or loss in the period of a plan amendment. Net interest is calculated by applying the discount rate at the beginning of the period to the net defined benefit liability or asset. Defined benefit costs are categorised as follows:

- a. service cost (including current service cost, past service cost, as well as gains and losses on curtailments and settlements);
- b. net interest expense or income; and
- c. remeasurement

The Company presents the first two components of defined benefit costs in profit or loss in the line item 'Employee benefits expense'. Curtailment gains and losses are accounted for as past service costs.

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

### **Short-term and other long-term employee benefits**

A liability is recognised for benefits accruing to employees in respect of wages and salaries in the period the related service is rendered at the undiscounted amount of the benefits expected to be paid in exchange for that service.

Liabilities recognised in respect of short-term employee benefits are measured at the undiscounted amount of the benefits expected to be paid in exchange for the related service.

Liabilities recognised in respect of other long-term employee benefits are measured at the present value of the estimated future cash outflows expected to be made by the Company in respect of services provided by employees up to the reporting date.



### **Earnings Per Share**

Basic earnings per share is calculated by dividing the net profit / (loss) after tax for the year attributable to equity shareholders 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.

### **Borrowing costs**

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale.

Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

All other borrowing costs are recognised in profit or loss in the period in which they are incurred.

### **Income Taxes**

Tax expense for the year comprises current tax and deferred tax.

#### **Current Tax**

The tax currently payable is based on taxable profit for the year. Taxable profit differs from 'profit before tax' as reported in the statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

#### **Deferred Tax**

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit. In addition, deferred tax liabilities are not recognised if the temporary difference arises from the initial recognition of goodwill.

Deferred tax liabilities are recognised for taxable temporary differences associated with investments in subsidiaries and associates, and interests in joint ventures, except where the Company is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future. Deferred tax assets arising from deductible temporary differences associated with such investments and interests are only recognised to the extent that it is probable that there will be sufficient taxable profits against which to utilise the benefits of the temporary differences and they are expected to reverse in the foreseeable future.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

#### **Current and deferred tax for the year**

Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively. Where current tax or deferred tax arises from the initial accounting for a business combination, the tax effect is included in the accounting for the business combination.



#### **Impairment of tangible and intangible assets other than goodwill**

At the end of each reporting period, the Company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest Company of cash-generating units for which a reasonable and consistent allocation basis can be identified.

Intangible assets with indefinite useful lives and intangible assets not yet available for use are tested for impairment at least annually, and whenever there is an indication that the asset may be impaired.

Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss.

When an impairment loss subsequently reverses, the carrying amount of the asset (or a cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss.

#### **Provisions and Contingencies**

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

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

#### **GST input credit**

GST input credit is accounted for in the books in the period in which the underlying service received is accounted and when there is reasonable certainty in availing/ utilising the credits.

#### **Segment Reporting**

The Company is mainly engaged in manufacturing and sale of Vinyl Flooring, PVC Sheeting and Artificial leather clothes. From the Operations of the Company, it is considered as a single business products and accordingly segment reporting on business segment is not required. The Company has identified its geographical segments based in the areas in which the customers of the company are located. However, it is not feasible to maintain the accounts on the basis of geographical segments. Hence, segment reporting on geographical segments is not prepared.



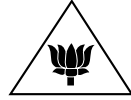
## PREMIER POLYFILM LTD.

### NON CURRENT ASSETS

#### 3: PROPERTY, PLANT & EQUIPMENT

All amounts in Lakhs, unless otherwise stated

Particulars	Buildings	Road	Plant and Machinery	Furniture and Fixture	Motor Vehicles	Office Equipments	Computer and Data Processing Units	Electric Installation	Total
<b>Gross carrying value</b>									
At April 1, 2023	2,340.68	55.10	4,052.72	13.09	265.67	60.05	26.22	8.00	6,821.53
Additions -	68.38	-	297.46	1.76	7.61	11.84	3.93	-	390.98
Disposals / adjustments -	-	-	6.10	-	27.25	4.04	-	-	37.39
At March 31, 2024	<b>2,409.06</b>	<b>55.10</b>	<b>4,344.08</b>	<b>14.85</b>	<b>246.03</b>	<b>67.85</b>	<b>30.15</b>	<b>8.00</b>	<b>7,175.12</b>
<b>At April 1, 2024</b>	<b>2,409.06</b>	<b>55.10</b>	<b>4,344.08</b>	<b>14.85</b>	<b>246.03</b>	<b>67.85</b>	<b>30.15</b>	<b>8.00</b>	<b>7,175.12</b>
Additions -	-	-	97.95	0.67	50.73	10.85	2.87	-	163.07
Disposals / adjustments -	-	-	-	-	22.56	-	-	-	22.56
At March,31, 2025	2,409.06	55.10	4,442.03	15.52	274.20	78.70	33.02	8.00	7,315.63
Accumulated depreciation									-
At April 1, 2023	348.27	28.42	2,044.86	8.60	132.41	42.23	17.72	7.75	2,630.26
Depreciation expense -	76.35	5.18	377.73	0.91	25.73	5.93	4.34	0.14	496.31
Disposals / adjustments -	-	-	5.49	-	19.56	3.84	-	-	28.89
At March 31, 2024	424.62	33.60	2,417.10	9.51	138.58	44.32	22.06	7.89	3,097.68
At April 1, 2024	424.62	33.60	2,417.10	9.51	138.58	44.32	22.06	7.89	3,097.68
Depreciation expense -	75.88	5.18	361.90	0.99	28.04	7.38	4.56	-	483.93
Disposals / adjustments -	-	-	-	-	21.33	-	-	-	21.33
At March,31, 2025	500.50	38.78	2,779.00	10.50	145.29	51.70	26.62	7.89	3,560.28
Net carrying value as at March. 31, 2025	1,908.56	16.32	1,663.03	5.02	128.91	27.00	6.40	0.11	3,755.35
Net carrying value as at March 31, 2024	1,984.44	21.50	1,926.98	5.34	107.45	23.53	8.09	0.11	4,077.44



PREMIER POLYFILM LIMITED



#### 4 - Other Intangible Assets

All amounts in Lakhs, unless otherwise stated

Particulars	Computer Software
<b>Gross carrying value</b>	
<b>At April 1, 2023</b>	<b>1,244.35</b>
Additions -	-
Disposals / adjustments -	-
<b>At March 31, 2024</b>	<b>1,244.35</b>
<b>At April 1, 2024</b>	<b>1,244.35</b>
Additions -	740.88
Disposals / adjustments -	-
<b>At March,31, 2025</b>	<b>1,985.23</b>
<b>Accumulated depreciation</b>	
<b>At April 1, 2023</b>	<b>100.55</b>
Depreciation expense -	19.95
Disposals / adjustments -	-
<b>At March 31, 2024</b>	<b>120.50</b>
<b>At April 1, 2024</b>	<b>120.50</b>
Depreciation expense -	22.76
Disposals / adjustments -	-
<b>At March,31, 2025</b>	<b>143.26</b>
<b>Net carrying value as at March. 31, 2025</b>	<b>1,841.97</b>
<b>Net carrying value as at March 31, 2024</b>	<b>1,123.85</b>

Note:

#### Right of Use Assets

The Company holds leasehold rights over the following industrial lands under long-term lease arrangements:

1. At 40/1A, Site IV, Sahibabad Industrial Area, Ghaziabad, leased from UPSIDC for a period of 99 years.
2. At A-11, A-12, and A-13, Industrial Area, Sikandrabad, District Bulandshahr, leased from UPSIDC for a term of 99 years.
3. At A-20, SIPCOT Industrial Park, Cheyyar Phase-II, Thiruvannamalai, Tamil Nadu, leased from SIPCOT for a period of 99 years.

#### 5-Capital Work in Progress aging Schedule for the year ended March 31, 2025 and March 31,2024 as follows.

All amounts in Lakhs, unless otherwise stated

Particulars	Amount in CWIP for a period of				
	Less than 1 year	1-2 Years	2-3 Years	More than 3 years	Total
<b>As at March 31,2025</b>					
Building	39.30	-	-	-	39.30
Total	39.30	-	-	-	39.30
<b>As at March 31,2024</b>	-	-	-	-	-
Building	-	-	-	-	-
Plant & Machinery	-	-	-	-	-

As on date of the balance sheet , there are no capital work in progress whose completion is overdue or has exceeded the cost, based on approved Plans.



## PREMIER POLYFILM LIMITED

### 6.1 : INVESTMENTS

All amounts in Lakhs, unless otherwise stated

#### NON-CURRENT INVESTMENTS (Trade - Fully Paid up)

##### A. Investments in Equity instruments at FVTOCI -Unquoted

Name of the company	Face value per share	As at 31.03.2025		As at 31.03.2024	
		No of Shares	Book Value	No of Shares	Book Value
Eco Friendly Food Processing Park Ltd	1.00	200,000	2.25	200,000	2.25
			<u>2.25</u>		<u>2.25</u>

##### B. Investments in Equity instruments at FVTOCI -Un Quoted

Name of the company	Face value	As at 31.03.2025		As at 31.03.2024	
		No of Shares	Book Value	No of Shares	Book Value
AMP Energy Green Thirteen P.Ltd*	10.00	99,273	9.93	9,800	0.98
AMP Energy C & I P.Ltd*	10.00	8,727	0.87	8,727	0.87
			<u>10.80</u>		<u>1.85</u>

##### C. Investments in Compulsorily Convertible Debentures: Un quoted

Name of the company	Face value	As at 31.03.2025		As at 31.03.2024	
		No of Shares	Book Value	No of Shares	Book Value
AMP Energy Green Thirteen P.Ltd*	1000	9,720	97.20	2,430	24.30
			<u>97.20</u>		<u>2,430</u>

##### D. Investments in Mutual Funds - Quoted

Name of the company	Face value	As at 31.03.2025		As at 31.03.2024	
		No. of Unit	Book Value	'No. of Shares	Book Value
Kotak Equity Hybrid Fund-Growth (Regular Plan)		-	-	51,721	21.62
ICICI Prudential Technology Fund-Growth		-	-	21,712	31.41
Sundaram Services Fund Regular Growth		-	-	158,701	32.30
SBI Multi Asset Allocation Fund-Regular Growth		-	-	150,398.28	75.00
SBI Banking & PSU Fund-Regular Growth		-	-	1,023.89	25.00
SBI Debt Hybrid Fund-Regular Growth		-	-	52,282.45	25.00
HDFC Nifty Realty Index Fund-Regular Plan		-	-	999,950.00	100.00
PGIM India Flexi Cap Fund-Regular Plan-Growth		103,333.47	26.00	103,333.466	26.00
Nippon India Focused Equity Fund-Growth Plan Growth Option		32,497.39	25.00	32,497.394	25.00
SBI Balanced Advantage Fund-Regular growth		499,975.00	50.00	499,975.00	50.00
ICICI Prudential Business Cycle Fund Growth		146,334.15	30.00	146,334.15	30.00
ICICI Prudential Multi Asset Fund-Growth		5,567.89	35.00	5,567.89	35.00
ICICI Prudential Multi Asset Fund-Growth		5,099.18	25.00	5,099.18	25.00
SBI Enery Opportunities Fund-Regular Plan-Growth		599,970.00	60.00	599,970.00	60.00
SBI Gold Fund-Regular Plan		380,941.07	75.00	380,941.07	75.00
Tata Multi Asset Opportunities Fund-Regular Plan-Growth		372,826.32	75.00	372,826.32	75.00
ICICI Prudential Bharat Consumption Fund		411,332.79	100.00	-	-





## PREMIER POLYFILM LIMITED

All amounts in Lakhs, unless otherwise stated

Name of the company	Face value	As at 31.03.2025	As at 31.03.2024
Motilal Oswal Nifty India Defence Index fund		999,950.00	100.00
Bandhan Nifty Alpha 50 Index Fund		1,329,738.34	201.00
SBI Eneary Oppertunities Fund		259,871.27	30.00
<b>SBI Contra Fund</b>		9,105.11	<b>35.00</b>
		867.00	711.33
<b>TOTAL OF NON-CURRENT INVESTMENTS</b>		<b>977.25</b>	<b>739.73</b>
Aggregate amount of book value of Quoted Investments*		867.00	711.33
Aggregate amount of book value of Unquoted Investments		110.25	28.40
		<b>977.25</b>	<b>739.73</b>
Aggregate amount of market value of quoted Investments		883.49	823.50
Aggregate amount of market value of Unquoted Investments		124.42	47.35
		<b>1,007.91</b>	<b>870.85</b>

### CURRENT INVESTMENTS (Trade - Fully Paid up)

#### A. Investments in Mutual Funds - Quoted

Name of the Mutual Fund	As at 31.03.2025	As at 31.03.2024
	No. of Units	Book Value
Nippon MF Gold Bees ETF	1,000.00	0.59
Nippon MF Nifty 50 Bees ETF	125,000.00	331.44
<b>TOTAL OF CURRENT INVESTMENTS</b>	<b>332.03</b>	<b>-</b>
Aggregate amount of book value of Quoted Investments	332.03	-
Aggregate amount of book value of Unquoted Investments	-	-
	<b>332.03</b>	<b>-</b>
Aggregate amount of market value of quoted Investments	329.75	-
Aggregate amount of market value of Unquoted Investments	-	-
	<b>329.75</b>	<b>-</b>

1-Market value of Investment in "Eco Friendly Food Processing Park Ltd" shares taken at it's last trading price in BSE.Presently trading activities suspended by BSE.

2-The Company has given an undertaking not to sell or encumber in any manner its investments in AMP Energy Green Thirteen Pvt Ltd & AMP Energy C & I Pvt Ltd in accordance with the Equity Participation agreement.

### 6.2- Other Financial Assets

(Unsecured and considered good, unless otherwise stated)

PARTICULARS	As at 31.03.2025	As at 31.03.2024
Security Deposits with Government Authorities and Others	131.46	54.51
Term deposits with more than 12 months maturity.	1.36	171.30
<b>TOTAL</b>	<b>132.82</b>	<b>225.81</b>



## PREMIER POLYFILM LIMITED

### 7 - Income Tax

All amounts in Lakhs, unless otherwise stated

Income Tax expense in the statement of profit and loss consists of

PARTICULARS	For the year ended	
	March 31,2025	March 31,2024
<b>Current Income Tax</b>	871.63	686.44
Tax for earlier years	(2.01)	(27.45)
Deffered Tax	(6.24)	8.48
Income Tax expense recognised in the statement of Profit and Loss	<b>863.38</b>	<b>667.47</b>

The Reconciliation between the provision of income tax of the Company and amounts computed by applying the Indian Statutory income tax rate to profit before taxes is as follows.

PARTICULARS	For the year ended	
	March 31,2025	March 31,2024
<b>Profit before Tax</b>	3463.27	2727.42
Enacted income tax rate in India	25.168%	25.168%
(Basic +Cess )		
Computed expected tax expense	871.63	686.44
Effect of:		

### 7 - DEFERRED TAX

Deferred tax assets/liabilities as on March,2025 in relation to

PARTICULARS	As at April 1, 2024	Recognised in profit & Loss	Recognised in Other Comprehensive income	As at March 31, 2025
<u>Deferred Tax Assets:</u>				
Defined benefit obligations	114.55	15.30		129.85
Provision for employee benefits	6.06	(0.12)		5.94
<b>Total</b>	<b>120.61</b>	<b>15.18</b>		<b>135.79</b>

#### Deferred Tax Liabilities:

Property , Plant & Equipment	102.33	8.94		111.27
<b>Total</b>	<b>102.33</b>	<b>8.94</b>		<b>111.27</b>

**Recognised in profit and loss** **(6.24)**

Deferred tax assets/liabilities as on March 31,2024 in relation to

PARTICULARS	As at March 31, 2023	Recognised in profit & Loss	Recognised in Other Comprehensive income	As at March 31, 2024
<u>Deferred Tax Assets:</u>				
Defined benefit obligations	103.58	10.98	-	114.55
Provision for employee benefits	5.63	0.43	-	6.06
<b>Total</b>	<b>109.21</b>	<b>11.41</b>	<b>-</b>	<b>120.61</b>

#### Deferred Tax Liabilities:

Property , Plant & Equipment	82.44	19.89	-	102.33
<b>Total</b>	<b>82.44</b>	<b>19.89</b>	<b>-</b>	<b>102.33</b>

**Recognised in profit and loss** **8.48**



## PREMIER POLYFILM LIMITED

### 8- : OTHER NON-CURRENT ASSETS

All amounts in Lakhs, unless otherwise stated

(Unsecured, Considered Good, unless otherwise stated)

PARTICULARS	As at 31.03.2025	As at 31.03.2024
Capital Advances	27.42	30.76
Pre Operative Expenses	3.35	-
<b>TOTAL</b>	<b>30.77</b>	<b>30.76</b>

### 9-: INVENTORIES

(At lower of cost or net realisable value)

PARTICULARS	As at 31.03.2025	As at 31.03.2024
Raw Materials	2,035.90	986.56
Work-in-Progress	86.29	83.70
Finished Goods	677.75	591.83
Stores and Spares	398.24	329.40
<b>TOTAL</b>	<b>3,198.18</b>	<b>1,991.49</b>
Goods in Transit	-	32.52
<b>TOTAL</b>	<b>3,198.18</b>	<b>2,024.01</b>

### 10.1: TRADE RECEIVABLES (Unsecured)

PARTICULARS	As at 31.03.2025	As at 31.03.2024
Trade Receivables Considered good	4,004.25	3,529.16
Trade Receivables Considered Doubtful	-	-
<b>TOTAL</b>	<b>4,004.25</b>	<b>3,529.16</b>

Trade receivable aging schedule for the year ended as on March 31,2025 and March 31,2024:

As at March 31,2025

PARTICULARS	Not Due	Less than 6 months	6 months to 1 Year	1-2 Years	2-3 Years	More than 3 Years	Total
Undisputed Trade receivables -Considered good	-	3,848.15	18.00	38.66	15.07	26.55	3,946.43
Disputed Trade receivables -Considered good	-	-	28.52	29.30	-	-	57.82
<b>Total Trade Receivable</b>		<b>3,848.15</b>	<b>46.52</b>	<b>67.96</b>	<b>15.07</b>	<b>26.55</b>	<b>4,004.25</b>
<u>As at March 31,2024</u>							
Undisputed Trade receivables -Considered good		3,260.10	216.33	21.45	8.83	22.45	3,529.16
Disputed Trade receivables -Considered good	-	-	-	-	-	-	-
<b>Total Trade Receivable</b>		<b>3,260.10</b>	<b>216.33</b>	<b>21.45</b>	<b>8.83</b>	<b>22.45</b>	<b>3,529.16</b>



## PREMIER POLYFILM LIMITED

### 10.2: CASH AND CASH EQUIVALENTS

All amounts in Lakhs, unless otherwise stated

PARTICULARS	As at 31.03.2025	As at 31.03.2024
<b>Balances with Banks</b>		
- In Current Accounts	231.02	79.28
- In EEFC Account	66.17	68.81
- Balances with Bank in Unpaid Dividend Accounts	23.14	24.85
Cash in Hand	4.37	3.43
<b>Others:</b>		
- In Term Deposit with maturity period within three months from the reporting date	416.15	302.83
- Cash Balance in Broker's Accounts	343.68	-
<b>TOTAL</b>	<b>1,084.53</b>	<b>479.20</b>

### 10.3: OTHER FINANCIAL ASSETS

PARTICULARS	As at 31.03.2025	As at 31.03.2024
Term Deposits with Bank		
- In Term Deposit under lien with maturity period within three months from the reporting date	108.85	121.53
- In Term Deposit having original maturity period more than three Month but less than twelve months.	64.58	149.50
- In Term Deposit having original maturity period more than three Month but less than twelve months under lien.	4.60	35.10
<b>TOTAL</b>	<b>178.03</b>	<b>306.13</b>

### 11: OTHER CURRENT ASSETS

PARTICULARS	As at 31.03.2025	As at 31.03.2024
Advances ( Unsecured - considered good )	621.53	374.62
Interest Accrued but not due		
On Term Deposit	31.68	31.62
On Security Deposit	1.50	1.50
Prepaid/Advance against Expenses	7.63	10.61
Others **	45.00	106.54
<b>TOTAL</b>	<b>707.34</b>	<b>524.89</b>

\*\* Included Balances with Government authorities.

### 12 : EQUITY SHARE CAPITAL

Particulars	As at 31.03.2025		As at 31.03.2024	
	Number	Amount	Number	Amount
<b>Authorised Capital</b>				
Equity Shares of ₹ 1 each	150,000,000	1,500.00	30,000,000	1,500.00
(Previous Year ₹ 5 each)				
<b>Issued Capital</b>				
Equity Shares of ₹ 1 each fully paid up				
As per Last Balance Sheet	107,075,000	1,070.75	21,415,000	1,070.75
(Previous Year ₹ 5 each fully paid up))				
<b>Subscribed Capital</b>				
Equity Shares of ₹ 1 each fully paid up				
As per Last Balance Sheet	107,059,100	1,070.59	21,411,820	1,070.59



## PREMIER POLYFILM LIMITED

All amounts in Lakhs, unless otherwise stated

Particulars	As at 31.03.2025		As at 31.03.2024	
	Number	Amount	Number	Amount
(Previous Year ₹ 5 each fully paid up))				
<b>Paid up Capital</b>				
Equity Shares of ₹ 1 each fully paid up				
At the beginning and at the end of the year (Previous Year ₹ 5 each fully paid up))	104,742,475	1,047.43	20,948,495	1,047.43
<b>Forfeited Shares</b>				
As per Last Balance Sheet	2,316,625	11.58	463,325	11.58
<b>TOTAL</b>		<b>1,059.01</b>		<b>1,059.01</b>

### Note:

Paid up Capital is less than Issued Capital because the Company forfeited 2316625 (Previous year 463325) equity shares and Right cum public Issue of Company was under subscribed by 15900 (Previous year 3180) equity Shares.

Pursuant to a sub-division, the company's Authorised, issued, subscribed, paid-up & forfeited equity shares, previously having a nominal value of ₹ 5 each, have been sub divided into 5 equity shares with a nominal value of ₹ 1 each w.e.f record date 5th November 2024. These new shares are fully paid and rank pari passu in all respects with the existing fully paid equity shares.

### 12.1 Shareholders holding more than 5% of the equity shares in the Company

Name of the Shareholder	As at 31.03.2025		As at 31.03.2024	
	% holding	Number of shares of the Company held by the shareholder	% holding	Number of shares of the Company held by the shareholder
DL Millar & Co Ltd	13.16	1,37,88,810	13.16	27,57,762
Premier Polyplast & Processors Limited	13.07	1,36,91,022	12.92	27,06,106
Sri Vishvanath Enterprises Limited	19.61	2,05,43,885	19.61	41,08,777
Amitaabh Goenka	11.60	1,21,45,122	11.52	24,13,699
Sanghai Holdings Private Limited	12.87	1,34,80,534	12.92	27,05,815

### 12.2 Details of Shareholding of Promoters

Name of the Shareholder	As at 31.03.2025		As at 31.03.2024		Changes during the Year	
	% holding	Number of shares of the Company held by the shareholder	% holding	Number of shares of the Company held by the shareholder	% holding	Number of shares of the Company held by the shareholder
Shri Amar Nath Goenka	2.75	2,877,926	2.74	2,865,125	0.01	12,801
Shri Amar Nath Goenka (HUF)	2.55	2,671,645	2.55	2,671,645	-	-
Smt. Indira Goenka	4.81	5,039,125	4.81	5,039,125	-	-
Shri Arvind Goenka	0.05	52,495	0.05	52,495	-	-
Shri Amitaabh Goenka	11.60	12,145,122	11.52	12,068,495	0.07	76,627

### Note:

Number of shares shown for the previous year's are multiplied by 5 to make them comparable with current period's classification to calculate the change in shareholding of all promoters during the year.

### 12.3. Rights, preferences and restrictions attached to the Equity Shares

The Equity Shares of the Company, having par value of ₹ 1.00 per share, rank pari passu in all respects including voting rights and entitlement to dividend. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive the remaining assets of the Company, after distribution of preferential amounts. The distribution will be in proportion to the number of equity shares held by the share holders



## PREMIER POLYFILM LIMITED

All amounts in Lakhs, unless otherwise stated

Pursuant to a sub-division, the company's Authorised, issued, subscribed, paid-up & fore feited equity shares, previously having a nominal value of ₹5 each, have been sub divided into 5 equity shares with a nominal value of ₹1 each wef record date 5th November 2024. These new shares are fully paid and rank pari passu in all respects with the existing fully paid equity shares.

### 12.4 : STATEMENT OF CHANGES IN EQUITY

Equity Share Capital	Rs. in Lacs
As at 31st March,2024	1,059.01
Changes in Equity Share Capital	-
As at 31st March,2025	1,059.01
Changes in Equity Share Capital	-

### 13 : OTHER EQUITY

PARTICULARS	Reserve and Surplus			Other Reserve FVTOCI		
	Security Premium	General Reserve	Retained earnings	Instruments	Employee benefits	Total
	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.
<b>As at 31st March 2023</b>	845.74	2,400.00	3,037.49	2.36	(0.94)	6,284.65
Profit for the year	-	-	2,059.95	-	-	2,059.95
Other Comprehensive Income	-	-	-	86.70	9.30	96.00
Dividend Paid	-	-	(104.74)	-	-	(104.74)
Transfer to General reserve	-	400.00	(400.00)	-	-	-
<b>As at 31st March 2024</b>	<b>845.74</b>	<b>2,800.00</b>	<b>4,592.70</b>	<b>89.06</b>	<b>8.36</b>	<b>8,335.86</b>
Balance as at 31st March 2024	845.74	2,800.00	4,592.70	89.06	8.36	8,335.86
Profit for the year	-	-	2,599.89	-	-	2,599.89
Other Comprehensive Income	-	-	-	(102.74)	4.29	(98.45)
Inter head transfer	-	-	(42.05)	42.05	-	-
Dividend Paid	-	-	(157.11)	-	-	(157.11)
<b>Transfer to General reserve</b>	<b>-</b>	<b>400.00</b>	<b>(400.00)</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>As at 31st March,2025</b>	<b>845.74</b>	<b>3,200.00</b>	<b>6,593.43</b>	<b>28.37</b>	<b>12.65</b>	<b>10,680.19</b>

#### Security Premium Reserve

Security Premium Reserve is used to record the premium on issue of shares & utilised in accordance with the provisions of the Act.

#### General Reserve

General Reserve represents appropriation of retained earnings and are available for distribution to shareholders.

#### Retained Earnings

Retained Earnings represents accumulated earnings of the Company & are available for distribution to Shareholders.

#### Other Reserve FVTOCI

#### Equity Instruments:

The Company has elected to recognise changes in the fair value of certain investments in equity securities in other comprehensive income. These changes are accumulated within the FVTOCI reserve within equity

#### Employee benefits

It represents cumulative component of defined benefit costs recognised in Profit & Loss under OCI.



## PREMIER POLYFILM LIMITED

### 14 : OTHER FINANCIAL LIABILITIES

All amounts in Lakhs, unless otherwise stated

PARTICULARS	As at 31.03.2025		As at 31.03.2024	
	Current Maturities	Non Current Maturities	Current Maturities	Non Current Maturities
Term Loan from Bank	279.15	298.20	256.33	599.26
<b>TOTAL</b>	<b>279.15</b>	<b>298.20</b>	<b>256.33</b>	<b>599.26</b>

#### 14.1 Security for the credit facilities granted by Kotak Mahindra Bank & Yes Bank as follows:-

- A. First and pari passu charge of Kotak Mahindra Bank and Yes Bank on hypothecation over all existing and future current assets, moveable assets, moveable fixed assets of the company.
- B. First and pari passu equitable charge of Kotak Mahindra Bank and Yes Bank on :-
  - 1 Leasehold Industrial Property at Plot No. A-13, UPSIDC Industrial Area, Sikandrabad Distt. Bulandshahar, U.P. 203206,
  - 2 Leasehold Industrial Property at A-11 & A-12 UPSIDC Industrial Area, Sikandrabad Distt. Bulandshahar, U.P. 203206,
- C. Personal Guarantees of Sh. Amitaabh Goenka.

#### 14.2 Repayable in equated monthly installments upto 5 year period from the month following the end of moratorium period of 12 months and carries a floating rate of interest Repo Rate +2.50%per annum

#### Repayment Schedule of Term Loan (Non Current Portion)

In the Second year	298.20	275.82
In the Third year	-	323.44
	<b>298.20</b>	<b>599.26</b>

### 15 : PROVISIONS - LONG TERM

PARTICULARS	As at 31.03.2025	As at 31.03.2024
Provision for Employee Benefits		
Retirement Benefits	438.49	403.64
<b>TOTAL</b>	<b>438.49</b>	<b>403.64</b>

### 16.1 : TRADE PAYABLES

PARTICULARS	As at 31.03.2025	As at 31.03.2024
Outstanding dues of micro and small enterprises	179.87	385.99
Outstanding dues of creditors other than micro and small enterprises	920.67	654.50
<b>TOTAL</b>	<b>1,100.54</b>	<b>1,040.49</b>

#### Trade Payable aging schedule for the year ended as on March 31,2025 and March 31,2024:

PARTICULARS	Outstanding for the following periods from due date of payment					
	Not Due	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	Total
<b>As at March 31,2025</b>						
Outstanding Dues for MSME	179.87	-	-	-	-	179.87
Others	-	905.91	0.61	8.47	5.68	920.67
<b>Total</b>	<b>179.87</b>	<b>905.91</b>	<b>0.61</b>	<b>8.47</b>	<b>5.68</b>	<b>1,100.54</b>
<b>As at March 31,2024</b>						
Outstanding Dues for MSME	385.99	-	-	-	-	385.99
Others	-	640.53	0.50	8.66	4.81	654.50
<b>Total</b>	<b>385.99</b>	<b>640.53</b>	<b>0.50</b>	<b>8.66</b>	<b>4.81</b>	<b>1,040.49</b>



## PREMIER POLYFILM LIMITED

### 16.2: OTHER FINANCIAL LIABILITIES

All amounts in Lakhs, unless otherwise stated

PARTICULARS	As at 31.03.2025	As at 31.03.2024
Cash Credit Facility *	1,536.11	503.49
Packing Credit Limit	-	73.70
Current Maturities of Long Term Debts (Refer to Note 14)	279.15	256.33
Loans from other parties - unsecured	6.25	42.34
Sundry Creditors - Expenses	135.24	181.50
Other Liabilities	321.67	310.35
<b>TOTAL</b>	<b>2,278.42</b>	<b>1,367.71</b>

\* Security for the facilities granted by Kotak Mahindra Bank & Yes Bank as follows:-

- A. First and pari passu charge of Kotak Mahindra Bank and Yes Bank on hypothecation over all existing and future current assets, moveable assets, moveable fixed assets of the company.
- B. First and pari passu equitable charge of Kotak Mahindra Bank and Yes Bank on :-
  - 1 Leasehold Industrial Property at Plot No. A-13, UPSIDC Industrial Area, Sikandrabad Distt. Bulandshahar, U.P. 203206,
  - 2 Leasehold Industrial Property at A-11 & A-12 UPSIDC Industrial Area, Sikandrabad Distt. Bulandshahar, U.P. 203206,
- C. Personal Guarantees of Sh. Amitaabh Goenka.

### 17 : OTHER CURRENT LIABILITIES

PARTICULARS	As at 31.03.2025	As at 31.03.2024
Statutory Liabilities	216.01	90.42
Advance from Customers	85.06	126.29
<b>TOTAL</b>	<b>301.07</b>	<b>216.71</b>

### 18 : PROVISIONS

PARTICULARS	As at 31.03.2025	As at 31.03.2024
Short term Provision for Employee Benefits		
Retirement Benefits	77.46	51.51
<b>TOTAL</b>	<b>77.46</b>	<b>51.51</b>

### 19 : INCOME TAX LIABILITIES (NET)

PARTICULARS	As at 31.03.2025	As at 31.03.2024
Provision for Tax	871.63	686.44
Less: Advance tax with refund receivable	817.98	597.94
<b>TOTAL</b>	<b>53.65</b>	<b>88.50</b>



**PREMIER POLYFILM LIMITED****20: REVENUE FROM OPERATIONS**

All amounts in Lakhs, unless otherwise stated

<b>PARTICULARS</b>	<b>Year ended on 31.03.2025</b>	<b>Year ended on 31.03.2024</b>
Sale of Goods	30,049.26	29,442.94
Other Operating Revenues		
- Sales Others	90.08	120.33
<b>TOTAL</b>	<b>30,139.34</b>	<b>29,563.27</b>

**21: OTHER INCOME**

<b>PARTICULARS</b>	<b>Year ended on 31.03.2025</b>	<b>Year ended on 31.03.2024</b>
Interest Income	59.06	55.72
Freight Received	37.08	37.72
Profit on Sale of Fixed Assets	6.42	2.58
Other Non - operating Income	222.47	69.01
<b>TOTAL</b>	<b>325.03</b>	<b>165.03</b>

**21.1 INTEREST INCOME**

<b>PARTICULARS</b>	<b>Year ended on 31.03.2025</b>	<b>Year ended on 31.03.2024</b>
<b>Interest Income</b>		
On Term Deposits with Banks	52.88	50.46
From Customers on amounts overdue	1.93	2.27
On Security Deposits	4.26	2.97
Others	-	0.02
<b>TOTAL</b>	<b>59.07</b>	<b>55.72</b>

**22: COST OF MATERIAL CONSUMED**

<b>PARTICULARS</b>	<b>Year ended on 31.03.2025</b>	<b>Year ended on 31.03.2024</b>
Opening Stock of Raw Materials	986.56	1,300.95
Add : Purchase	17,061.86	15,149.08
Less : Closing Stock of Raw Materials	2,035.91	986.56
<b>TOTAL</b>	<b>16,012.51</b>	<b>15,463.47</b>

**23: PURCHASE OF STOCK-IN-TRADE**

<b>PARTICULARS</b>	<b>Year ended on 31.03.2025</b>	<b>Year ended on 31.03.2024</b>
Raw Materials	833.44	965.73
Stores and Spares	16.16	3.84
<b>TOTAL</b>	<b>849.60</b>	<b>969.57</b>



## PREMIER POLYFILM LIMITED

### 24: CHANGES IN INVENTORIES OF FINISHED GOODS AND WORK- IN - PROGRESS All amounts in Lakhs, unless otherwise stated

PARTICULARS	Year ended on 31.03.2025	Year ended on 31.03.2024
Opening Stock		
Finished Goods	591.82	1,055.90
Work-in-Progress	83.71	224.33
Less: Closing Stock		
Finished Goods	677.75	591.82
Work-in-Progress	86.29	83.71
<b>TOTAL</b>	<b>(88.51)</b>	<b>604.70</b>

### 25: EMPLOYEE BENEFITS EXPENSES

PARTICULARS	Year ended on 31.03.2025	Year ended on 31.03.2024
Salary and Wages	2,608.28	2,404.08
Contribution to Provident, Pension Fund & ESI	62.34	61.78
Staff Welfare Expenses	13.97	11.09
<b>TOTAL</b>	<b>2,684.59</b>	<b>2,476.95</b>

### 26: FINANCE COST

PARTICULARS	Year ended on 31.03.2025	Year ended on 31.03.2024
Interest Expenses	86.86	162.13
Other Finance Expenses	29.63	41.44
<b>TOTAL</b>	<b>116.49</b>	<b>203.57</b>

### 27: MANUFACTURING EXPENSES

PARTICULARS	Year ended on 31.03.2025	Year ended on 31.03.2024
Store & Spare	391.60	481.44
Packing Charges	400.96	480.86
Power/Fuel	1,170.75	1,210.53
- Repair Building	17.98	16.74
- Machinery	48.34	57.56
<b>TOTAL</b>	<b>2,029.63</b>	<b>2,247.13</b>

### 28: ADMINISTRATIVE AND OTHER EXPENSES

PARTICULARS	Year ended on 31.03.2025	Year ended on 31.03.2024
Travelling and Conveyance	109.94	76.15
Telephone, Telex and Postal Expenses	14.33	15.25
Vehicle Upkeep Expenses	67.81	71.86
Legal and Professional Charges	156.46	132.99
Rent	18.50	16.94
CSR Expense	37.68	25.62



## PREMIER POLYFILM LIMITED

All amounts in Lakhs, unless otherwise stated

Insurance Charges	34.76	24.88
Auditors Remuneration	1.32	1.32
Other Expenses	185.77	141.63
<b>TOTAL</b>	<b>626.57</b>	<b>506.64</b>

### 28.1 AUDITORS REMUNERATION

PARTICULARS	Year ended on 31.03.2025	Year ended on 31.03.2024
Statutory Audit Fees incl. Quarterly Review Fees	1.12	1.12
Tax Audit Fees	0.20	0.20
<b>TOTAL</b>	<b>1.32</b>	<b>1.32</b>

### 29: SELLING AND DISTRIBUTION EXPENSES

PARTICULARS	Year ended on 31.03.2025	Year ended on 31.03.2024
Advertisement and Publicity	66.36	39.61
Discount and Commission	96.08	81.66
Forwarding and Freight etc.	374.40	337.40
<b>TOTAL</b>	<b>536.84</b>	<b>458.67</b>

### 30: DEPRECIATION & AMORTIZATION EXPENSES

PARTICULARS	Year ended on 31.03.2025	Year ended on 31.03.2024
Depreciation of Property, Plant and equipment	483.93	496.31
Amortization Expenses	22.76	19.94
<b>TOTAL</b>	<b>506.69</b>	<b>516.25</b>

31: Exports benefits are taken on realisation basis.

32- Information on Related Parties as required by Accounting Standard - (IND AS) 24 "Related Party disclosures"

#### I. Related Party Disclosures

##### a. Key Management Personnel

- Mr. Amitaabh Goenka – Managing Director & CEO
- Mr. Ram Babu Verma – Executive Director
- Ms Heena Soni - Company Secretary
- Mr P.Mishra- CFO

##### b. Directors

- Mr. Amitaabh Goenka – Managing Director & CEO
- Mr. Ram Babu Verma – Executive Director
- Mrs. Bhupinder Kaur Marwah – Non Executive Independent Director
- Mrs. Rashmee Singhania – Non Executive Independent Director
- Mr. Santosh Kumar Dabriwala – Non Executive Independent Director
- Mr. Umesh Kumar Agarwalla – Non Executive Independent Director

##### c. Relative to Key Management Personnel

- Mrs. Indira Goenka
- Mrs. Manvi Goenka



## PREMIER POLYFILM LIMITED

All amounts in Lakhs, unless otherwise stated

### d. Other related Parties

- RMG Polyvinyl India Limited
- D.L.Millar & Co. Ltd
- Joe Millar Aquatek India Pvt Ltd
- Premier Polyplast & Processors Ltd
- Sri Vishvanath Enterprises Limited
- Millar Mobility Solutions Pvt Ltd
- Shree Magniram Baijnath Goenka Charitable Trust

### II. Details of Transactions with Related Parties

(Financial Transactions have been carried at in the ordinary course of business and/or in discharge of contractual obligation)

	Year Ending 31.03.2025				Year Ending 31.03.2024			
	KMP	Directors	Relatives of KMP	Other Related Party	KMP	Directors	Relatives of KMP	Other Related Party
<b>Remuneration</b>								
Sh.Amitaabh Goenka	140.65				140.39			
Sh.R.B.Verma	16.77				16.55			
Sh.P.K.Mihsra	24.39				22.84			
Ms. Heena Soni	4.08				3.54			
<b>Director's Sitting Fees</b>								
Mrs.Bhupinder Kaur Marwah		1.20				1.44		
Mrs.Rashmee Singhanian		1.12				1.20		
Mr. Santosh Kumar Dabriwala		0.56				0.56		
Mr. Umesh Kumar Agarwalla		0.24				0.24		
<b>Rent Paid</b>								
Mrs Manvi Goenka			3.15				3.15	
Mrs Indira Goenka			9.54				9.54	
D.L. Millar & Co.Ltd			4.25				4.25	
<b>Sales/Purchase</b>								
<b>Sales</b>								
D.L.Millar & Co.Ltd				31.36				29.93
Joemillar Aquatek India Pvt Ltd				70.29				72.79
RMG Polyvinyl India Limited				4,586.67				3,738.78
<b>Purchases</b>								
D.L.Millar & Co.Ltd				9.03				7.82
RMG Polyvinyl India Limited				1,092.99				1,817.91
<b>Interest Paid</b>								
Premier Polyplast Ltd				-	-			11.66
Sri Vishvanath Enterprises Limited				-				12.25
<b>CSR Expenses</b>								
Shri Mangiram Baijnath Goenka Charitable Trust				37.40				25.45



## PREMIER POLYFILM LIMITED

All amounts in Lakhs, unless otherwise stated

	Year Ending 31.03.2025				Year Ending 31.03.2024			
	KMP	Directors	Relatives of KMP	Other Related Party	KMP	Directors	Relatives of KMP	Other Related Party
<b>Outstanding Balances as at 31<sup>st</sup>, March, 2025</b>								
<b>Key Management Personnel Liabilities</b>								
Ms. Heena Soni	0.37				0.33			
Sh.P.K.Mishra	1.69				1.45			
Sh.R.B.Verma	1.27				0.79			

### Trade Receivable

Millars Mobility Solutions Private Limited	1.42	1.42
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### Note :

All the financial transactions have been carried at the ordinary course of business at arm's length prices.

**33:** Basic and Diluted Earnings per Share["EPS"] computed in accordance with Indian Accounting Standard (Ind AS) 33 "Earnings per Share":

PARTICULARS	2024-25	2023-24
a) Profit before Tax as per Accounts	3,463.27	2,727.42
Less : Provision for Taxation	863.38	667.47
Profit after Tax	2,599.89	2,059.95
b) Weighted Average Number of Equity Share	1,047.43	209.48
c) Basic and Diluted Earnings per Share- Rs	₹ 2.48	₹ 9.83
d) Face Value per Share- Rs	₹ 1.00	₹ 5.00

**34:** Other Non-Operating Income under the head Other Income of Note 22 includes ₹ 40.41 Lacs (Previous Year ₹ 40.88 Lacs) - related to Exchange Fluctuation.

**35:** The Directors have recommended the payment of dividend of ₹ 0.15 per fully paid up equity shares. The proposed dividend is subject to the approval of shareholders in the ensuing annual general meeting.

**36:** There are no Micro, Small and Medium Enterprises, to whom the Company owes dues, which are outstanding for more than 45 days as at 31<sup>st</sup> March, 2025. This information as required to be disclosed under the Micro, Small and Medium Enterprises Development Act, 2006 has been determined to the extent such parties have been identified on the basis of information available with the Company.

**37:** Contingent Liabilities not provided for:

PARTICULARS	2024-25	2023-24
Guarantees given by banks on behalf of the Company	151.64	332.95
Indirect tax contingencies	183.00	-

The Company has ongoing disputes with GST authorities in India where it operates. The disputes relate to tax classification of goods and vis-à-vis applicable rate of GST on one of its product. Contingent liability in respect of gst demands received from indirect tax



## PREMIER POLYFILM LIMITED

All amounts in Lakhs, unless otherwise stated

authorities in India is ₹ 183 lakhs as at March 31, 2025. These demand orders are being contested by the Company based on the management evaluation and advise of tax consultants. In respect of tax contingencies of ₹ 183 lakhs as at March 31, 2025. The Company has evaluated these notices and inquiries and has concluded that any consequent gst tax claims or demands by the gst authorities will not succeed on ultimate resolution.

38. The disclosure required under Ind AS-19 "Employee Benefit" notified in the companies(Accounting Standards) Rules 2015,are given below:

### Defined Contribution Plan

PARTICULARS	2024-25	2023-24
Employer's Contribution to Provident Fund	48.96	47.58

### Defined Benefit Plan

The present value of obligation of Gratuity and Compensated Absence is determined based on actuarial valuation using the Projected Unit Credit method.

Particulars	Gratuity (Unfunded)		Leave Encashment (Unfunded)	
	2024-25	2023-24	2024-25	2023-24
<b>A. Movement in the liability recognised in the balance sheet is as under</b>				
Present value of Obligation at the beginning of the year	384.33	341.44	70.83	70.11
Past Service cost	-	-	-	-
Current Service Cost	44.79	41.43	46.01	40.47
Interest Cost	27.01	23.91	3.55	3.61
Remeasurement / Actuarial Losses / (Gain)	(1.10)	10.56	5.39	(1.26)
Benefits Paid	(21.40)	(33.02)	(43.46)	(42.10)
Present value of Obligation at the end of the year	433.62	384.33	82.33	70.83
<b>B. Amount recognised in the statement of profit and loss</b>				
Current Service Cost	44.79	41.43	46.01	40.47
Interest Cost	27.01	23.91	3.55	3.61
Actuarial Loss /(Gain)	(1.10)	10.56	5.39	(1.26)
Net Cost	70.70	75.90	54.95	42.82
<b>C. Actuarial assumptions</b>				
Discount rate (per annum)	7.50%	7.50%	7.50%	7.50%
Salary Escalation (per annum)	10.00%	10.00%	10.00%	10.00%
These assumptions were developed by management with the assistance of Independent actuarial appraisers. Discount factors determined close to each year-end by reference to government bonds of relevant economic markets and that have terms to approximating to the terms of the related obligation. Other assumptions are based on management's historical experience.				
<b>D. Sensitivity analysis for gratuity and leave liability</b>				
Impact of the change in discount rate				
Present value of Obligation at the end of the year				
a) Impact due to increase of 1%	412.10	364.29	78.22	67.42
b) Impact due to decrease of 1%	457.88	406.52	86.90	74.63
Impact of the change in salary escalation				
Present value of Obligation at the end of the year				
a) Impact due to increase of 1%	453.52	403.22	86.73	74.49
b) Impact due to decrease of 1%	414.23	366.45	78.29	67.47



## PREMIER POLYFILM LIMITED

All amounts in Lakhs, unless otherwise stated

<b>E. Leave Obligations</b>	<b>31.03.2025</b>	<b>31.03.2024</b>
Current leave obligations expected to be settled within the next 12 months	9.06	9.88

### 39: Liquidity Risk:-

The Company objective is to all times maintain optimum level of liquidity to meet its cash and collateral requirement at all times. The Company relies on Borrowing and internal accruals to meet its need for fund.

The current lines of credit are sufficient to meet its short to medium term expansion needs and hence evaluates the concentration of risk with respect to liquidity as low.

The Table provides undiscounted cash flow towards financial liabilities into relevant maturity based on the remaining period at balance sheet date to contractual maturity date.

Particulars	Carrying Amount	On demand	6 to 12 months	Above 12 months
<b>As at 31st March,2025</b>				
Interest bearing borrowings	2,119.71	1,542.36	279.15	298.19
Trade and other payables	1,100.52	1,100.52	-	-
Other Financial liabilities	456.91	456.91	-	-
<b>As at 31st March,2024</b>				
Interest bearing borrowings	1,475.11	661.02	214.83	599.26
Trade and other payables	1,040.49	1,040.49	-	-
Other Financial liabilities	491.85	491.85	-	-

### Interest Rate Risk

Interest rate exposure of the Company is on borrowing from banks which is linked to prime lending rate of bank and the Company does not foresee any risk on the same. Unsecured loans were taken on fixed rate of interest. The exposure of the company's borrowing to interest rate changes at the end of the reporting follows:

### Credit Risk

The Company is exposed to credit risk from its operating activities, primarily trade receivables. The Company extends credit to distributors in normal course of business and evaluates the concentration of risk with respect to trade receivable as low.

Particulars	31.03.2025	31.03.2024
Variable rate borrowings	2,113.45	1,432.77
Fixed rate borrowings	6.25	42.34
Total borrowings	2,119.70	1,475.11

### 40: CSR EXPENSES

Particulars	31.03.2025	31.03.2024
1. Gross Amount required to be spent	37.56	26.41
2. Amount approved by Board	37.56	26.41
3. Amount spent during the year on : - Construction/ acquisition of assets - other purpose	37.56	26.41
4. Details of related party transactions	37.40	25.45



## PREMIER POLYFILM LIMITED

All amounts in Lakhs, unless otherwise stated

### 41 Segment Reporting:-

The Company is mainly engaged in manufacturing and sale of Vinyl Flooring, PVC Sheeting and Artificial leather clothes. From the Operations of the Company, it is considered as a single business products and accordingly segment reporting on business segment is not required. The Company has identified its geographical segments based in the areas in which the customers of the company are located. However, it is not feasible to maintain the accounts on the basis of geographical segments. Hence, segment reporting on geographical segments is not prepared.

### 42 Revenue from operations (refer note no. 21)

The operation of the Company comprises of local sales & export sales & distribution of the company's Revenues as under:

Revenues	2024-25	2023-24
India	26706.00	25563.00
Export	3433.00	4000.00
<b>Total</b>	<b>30139.00</b>	<b>29563.00</b>

### 43: RATIO ANALYSIS

S.No	Name of the Ratio	Units	Methodology	2024-25	2023-24	% of change
1	Current Ratio	Times	(Current Assets/Current Liabilities)	2.41	2.46	-2.17
2	Debt Equity Ratio	Times	Total debt/Total equity	0.18	0.16	15.13
3	Debt Service Coverage Ratio	Times	DSCR= EBIT/Interest Expense+Principal Repayments made during the period for long term loans	10.47	4.36	140.07
4	Return on equity Ratio	%	Profit after tax/Avg Net Worth	22.06	21.82	1.11
5	Inventory Turnover Ratio	Times	(COGS/ Average Inventory)	5.24	8.42	-37.73
6	Trade Receivable Ratio	Times	(Sales/ Avg trade receivables)	7.53	8.38	-10.15
7	Trade Payable Turnover Ratio	Times	Purchase/ Average Trade Payable	16.28	15.50	5.01
8	Net Capital Turnover Ratio	Times	Revenue from operations/Average Working Capital	3.19	4.40	-27.66
9	Net Profit Ratio	%	Profit after tax/Total Revenue	8.53	6.93	23.16
10	Return on Capital Employed	%	PAT+Deferred Tax Expense(Income)+Finance Cost-Other Income/Average Capital Employed	20.63	21.66	-4.77
11	Return on Investment	%	(Interest income,net fair value gain/ Average Investments)	7.34	12.32	-40.38



**PREMIER POLYFILM LIMITED**

All amounts in Lakhs, unless otherwise stated

**Explanations for variances exceeding 25%:**

<b>S.No</b>	<b>Explanation</b>
3	Reduction in interest expense & principal repayments of loan amount & increase in EBIT resulting a higher Debt Service Coverage Ratio.
5	Reduction in COGS & increase in average inventory resulting a lower Inventory Ratio..
8	Increase in Average Working Capital resulting a lower Net Capital Turnover ratio.
11	Increase in Average Investments & lower return resulting a lower Return on Investment..

**44 -During the year the company transferred ₹ 4,15,157/-relating to unpaid dividend for the FY 2016-17 to "Investor's Education Protection Fund".**

**45 -Previous year figures have been regrouped, reclassified , and/or rearranged, wherever necessary to make them comparable with current period's classification.**

As per our report of even date attached

For M A R S & Associates  
Chartered Accountants  
Firm Registration No. 010484N

for and on behalf of the Board of Directors of Premier Polyfilm Limited

Vipul Kumar Gupta  
Partner  
Membership No. 522310  
E-15/144-145, Second  
Floor, Sector-8, Rohini,  
Delhi-110085  
The 17<sup>th</sup> day of May, 2025

Heena Soni  
Company Secretary  
Membership No.A70248  
Address: B 51, Jain Mandir  
Gali Near RAMG Samosa,  
Veer Savarkar Block, Block B,  
Mandawali, Delhi-110092

Amitaabh Goenka  
Managing Director & CEO  
DIN No. 00061027  
Address: Vrindavan Farm  
No. 1, Green Avenue  
Behind Sector D-3,  
VasantKunj, Kishangarh,  
New Delhi-110070

Bhupinder Kaur Marwah  
Director  
DIN No. 08399222  
Address: Spring House  
No 3, Green Avenue  
Behind Sector D-3,  
Vasant Kunj, Kishangarh  
New Delhi-110070

P.Mishra  
CFO  
PAN No. AMEPM7378R  
Address: Flat No.2,  
F-Block Alaknanda-  
Apartment  
Rampuri - Ghaziabad(U.P)  
201011



**PREMIER POLYFILM LIMITED**

**“Annexure-XI”**

**PREMIER POLYFILM LIMITED**

Regd. Office: 305, III Floor, Elite House, 36 Community Centre,  
Kailash Colony Extn., Zamroodpur, New Delhi -110048.  
CIN: L25209DL1992PLC049590, Phone : 011-45537559  
Email : compliance.officer@premierpoly.com Website : www.premierpoly.com

**BEETAL FINANCIAL & COMPUTER SERVICES (P) LTD.**

**(UNIT : PREMIER POLYFILM LIMITED)**  
**BEETAL HOUSE, 99, MADANGIR,**  
**BEHIND LOCAL SHOPPING CENTRE,**  
**NEAR DADA HARSUKH DAS MANDIR**  
**NEW DELHI - 110062**

Dear Sir,

**FORM FOR NATIONAL ELECTRONIC CLEARING SERVICE FOR PAYMENT OF DIVIDEND**

Please fill-in the information in Capital Letters in English only, Please ✓ whichever is applicable

**For shares held in physical form**

FOR OFFICE USE ONLY  
Ref No.

**Master Folio No.**

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**Name of the First Holder:** \_\_\_\_\_

**Bank Name:** \_\_\_\_\_

**Branch Name:** \_\_\_\_\_

**Bank Address:** \_\_\_\_\_

**Branch Code:** \_\_\_\_\_

(9 Digits Code Number appearing on the MICR Band of the cheque supplied by the Bank) Please attach a xerox copy of a cheque or a blank cheque of your bank duly cancelled for ensuring accuracy of the banks name, branch name and code number.

Account Type:                                      Saving                                      Current                                      Cash Credit

**A/c No. (as appearing in the cheque book:**

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I hereby declare that the particulars given above are correct and complete. If any transaction is delayed or not effected at all for reasons of incompleteness or incorrectness of information furnished as above, BEETAL FINANCIAL & COMPUTER SERVICES (P) LTD will not be held responsible. I agree to avail the NECS facility provided by RBI, as and when implemented by RBI / Premier Polyfilm Limited.

I further undertake to inform the Company any change in my Bank / branch and account number.

Date : \_\_\_\_\_ Signature of Shareholder

Note:

- 1 Shareholders holding shares in Demat form and wish to avail NECS facility are requested to contact their Depository Participants.
- 2 In case the Scheme does not meet the desired response or due to any other operational reasons it is found to be unviable, the Company reserves the right to pay dividend by issue of Warrants.



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**PREMIER POLYFILM LIMITED**

**Annexure - "XII"**

**PREMIER POLYFILM LIMITED**

Regd. Office: 305, III Floor, Elite House, 36 Community Centre,  
Kailash Colony Extn., Zamroodpur, New Delhi -110048.  
CIN: L25209DL1992PLC049590, Phone : 011-45537559  
Email : [compliance.officer@premierpoly.com](mailto:compliance.officer@premierpoly.com) Website : [www.premierpoly.com](http://www.premierpoly.com)

**E-MAIL ADDRESS REGISTRATION FORM**

**BEETAL FINANCIAL & COMPUTER SERVICES (P) LTD.**  
**(UNIT : PREMIER POLYFILM LIMITED)**  
**BEETAL HOUSE, 99, MADANGIR,**  
**BEHIND LOCAL SHOPPING CENTRE,**  
**NEAR DADA HARSUKH DAS MANDIR**  
**NEW DELHI - 110062**

Dear Sirs,

**FORM FOR REGISTRATION OF E-MAIL ADDRESS FOR SERVING THE DOCUMENTS**

**(For shares held in physical form only)**

Please fill-in the information in capital Letters in English only.

FOR OFFICE USE ONLY  
Ref No.

**Master Folio No.**

--	--	--	--	--

Name of the First Holder: \_\_\_\_\_

Name of Joint Holder(s): \_\_\_\_\_

Email Id: \_\_\_\_\_

I hereby declare that the particulars given above are correct and complete. If any transaction is delayed or not effected at all for reasons of incompleteness or incorrectness of information furnished as above, Company will not be held responsible.

I further undertake to inform the Company any change in my e-mail address

Date :

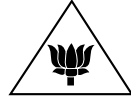
Signature of First Holder

Note:

- 1 Shareholders holding shares in physical form are requested to inform to the Registrar and Share Transfer agents i.e., BEETAL FINANCIAL & COMPUTER SERVICES (P) LTD their e-mail address / change in their email address.
- 2 Shareholders holding their shares in demat form are requested to update their e-mail address with their re



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*If undelivered, please return to:.*

**PREMIER POLYFILM LIMITED**

305, 'Elite House', III Floor,  
36, Community Centre,  
Kailash Colony Extension (Zamroodpur)  
New Delhi - 110 048