



mysore petro chemicals limited

SECT/306

16.8.2017

To,

BSE Limited
Corporate Relationship Department
1st Floor, P J Towers
Dalal Street
Mumbai – 400 001

Dear Sirs,

Sub: Annual General Meeting and intimation of Book closure under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations, 2015)

We refer to our letter No. SECT/306 dt. 14.8.2017 informing you about the date of Annual General Meeting (AGM) and the closure of Share Transfer Books.

In this connection we wish to inform you that due to inadvertent error the date of e-voting period and the name of the Scrutinizer was erroneously omitted.

A copy of the revised AGM Notice is attached herewith for your information and records.

Thanking you.

Yours faithfully,
For **Mysore Petro Chemicals Limited**

Anand Kadkol
Company Secretary



Encl: as above

CIN : L24221KA1969PLC001799

Mysore Petro Chemicals Limited

BOARD OF DIRECTORS

Shri M M Dhanuka – Chairman & Managing Director

Shri Nikunj Dhanuka

Shri M M Jayakar

Shri Anil Kochar

Shri S N Maheshwari

Shri Shrikant Somani

Smt Uma Acharya

COMPANY SECRETARY

Shri Anand Kadkol

AUDITORS

M/s. Hariharan & Co.
Chartered Accountants
No.133, 26th Cross,
6th Block, Jayanagar,
Bengaluru - 560 082.

REGISTERED OFFICE

D/4, Jyothi Complex
134/1, Infantry Road,
Bengaluru - 560 001
Tel. : 080 - 22868372
Fax : 080 - 22868778
E-mail : mys_petro@rediffmail.com
Web : <http://mysorepetro.com>
CIN : L24221KA1969PLC001799

CORPORATE OFFICE

401-404, Raheja Centre
214, Nariman Point
Mumbai-400 021
Tel : 022-30286100/30286133
Fax : 022-22040747
Email: mpcl@mysorepetro.com

REGISTRAR & SHARE TRANSFER AGENTS

M/s. Bigshare Services Pvt. Ltd.
1st Floor, Bharat Tin Works Building,
Opp. Vasant Oasis, Makwana Road,
Andheri (East), Mumbai – 400 059
Tel No.: (91) 022-62638200
Fax No.: (91) 022-62638299
E-mail : investor@bigshareonline.com

AGM

47th Annual General Meeting
Thursday, 7th September, 2017
at 12.30 p.m.

Venue:

Woodlands Hotel,
5, Raja Rammohan Roy Road,
Bengaluru – 560 025

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Mysore Petro Chemicals Limited

NOTICE TO THE SHAREHOLDERS

NOTICE is hereby given that the Forty Seventh Annual General Meeting of the members of **MYSORE PETRO CHEMICALS LIMITED** (CIN: L24221KA1969PLC001799) will be held at Woodlands Hotel, 5, Raja Rammohan Roy Road, Bengaluru – 560 025 on **Thursday, 7th September, 2017 at 12.30 p.m.** to transact the following business :

As Ordinary Business

1. To consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March 2017 and the Report of the Board of Directors and the Auditors' Report thereon.
2. To declare dividend on Equity Shares.
3. To appoint a Director in place of Shri S N Maheshwari (DIN 00193540) who retires by rotation and being eligible offers himself for reappointment.

4. Appointment of Auditors

To appoint Auditors and fix their remuneration and for this purpose 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 provision of Section 139, 142 and all other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules, 2014, M/s. MSKA & Associates, Chartered Accountants, Mumbai (Firm's Registration No. 105047W), from whom written consent to act as Auditor along with certificate pursuant to Section 139(1) of the Companies Act, 2013, has been received, be and are hereby appointed as the auditors of the Company to hold office for five (5) consecutive years from the conclusion of this Annual General Meeting (AGM) until the conclusion of AGM to be held in the year 2022 on such remuneration as may be agreed upon by the Board of Directors and the Auditors in addition to applicable tax and re-imbursalment of out of pocket expenses incurred by them in connection with the audit of accounts of the Company.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.

By order of the Board
For **Mysore Petro Chemicals Limited**

Mumbai
25th July, 2017

Anand Kadkol
Company Secretary

Registered Office :

D - 4, Jyothi Complex
134/1, Infantry Road
Bengaluru – 560 001.

Mysore Petro Chemicals Limited

Notes :

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING OF THE COMPANY MAY APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY. Proxies in order to be effective must be received by the Company at its Registered Office not later than forty-eight hours before the commencement of the meeting. Proxies submitted on behalf of Companies, societies, etc. must be supported by an appropriate resolution/ authority, as applicable. A person shall not act as a Proxy for more than 50 members and holding in the aggregate not more than ten percent of the total voting share capital of the Company. However, a single person may act as a Proxy for a member holding more than ten percent of the total voting share capital of the Company provided that such person shall not act as a Proxy for any other person.**
2. The register of members and share transfer books of the Company will remain closed on **Friday, 1st September, 2017 and Saturday, 2nd September, 2017** (both days inclusive), for the purpose of Annual General Meeting and payment of Dividend, if declared.
3. Corporate members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of the Board Resolution to the Company, authorizing their representative to attend and vote on their behalf at the meeting.
4. A statement giving the relevant details of the Director seeking appointment/re-appointment under item No.3 of the accompanying Notice, as required under Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 entered into with the Stock Exchange is annexed hereto. The Director has furnished the requisite declaration for his appointment/ re-appointment.
5. After the declaration of Dividend as recommended by the Board of Directors, payment of such dividend will be made on or after **14th September, 2017** as under:
 - a) To all Beneficial Owners in respect of shares held in dematerialized form as per the data made available by the National Securities Depository Limited (NSDL) and the Central Depository Services (India) Limited (CDSL) as of the close of business hours on **31st August, 2017**;
 - b) To all Members holding shares in physical form, whose names stand on the Register of Members of the Company on **31st August, 2017**.
6. Members are requested to immediately intimate change of address, if any, to the Company/Registrar & Share Transfer Agents.
7. In terms of Section 124 of the Companies Act, 2013, the amount of dividend remaining unpaid or unclaimed for a period of seven years from the date of transfer to the unpaid dividend account is required to be transferred to the Investor Education and Protection Fund (IEPF). The Dividend for the years 2013-2014, 2014-2015 and 2015-2016 shall be transferred to the IEPF after seven years of the respective dates of declaration. Shareholders are therefore requested to claim the same if not claimed earlier.
8. Members holding shares in single name or in physical form are advised to make nomination in respect of their shareholding in the Company. The nomination forms can be downloaded from the company's website i.e. **www.mysorepetro.com**.
9. Electronic copy of the Annual Report is being sent to the members whose email ID's are registered with the Company/Depository Participants for communication purposes unless any member has requested for a physical copy of the same. For members who have not registered their email address, physical copies of the Annual Report 2017 is being sent in the permitted mode. Shareholders may note that even after registering their e-mail address, they shall always have a right to ask for a physical copy of the annual report.

Mysore Petro Chemicals Limited

10. Members are requested to bring their personal copy of the Annual Report to the Meeting. Corporate members are requested to forward a certified copy of the Board Resolution authorizing their representatives to attend and vote on their behalf at the Annual General Meeting.
11. Members may also note that the Notice of the 47th Annual General Meeting and the Annual Report will also be available on the Company's website www.mysorepetro.com for download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office for inspection during normal business hours on working days.
12. All documents referred to in the accompanying Notice shall be open for inspection at the Registered Office of the Company during normal working days, up to and including the date of the Annual General Meeting of the Company.
13. Members seeking any information with regard to the Accounts, are requested to write to the Company at an early date, so as to enable the Management to keep the information ready at the meeting.
14. The Company is providing the facility to the Members to cast their vote by electronic means i.e. through the e-voting services provided by Central Depository Services (India) Limited (CDSL) on all resolutions set forth in this Notice and the Members may cast their vote on resolutions through such e-voting.
15. The facility for voting, either through e-voting or ballot or polling paper shall also be made available to the Members at the meeting and the Members attending the meeting who have not already cast their vote by remote e-voting shall be able to vote either through ballot or polling at the meeting. However, the Members who have cast their vote by remote e-voting prior to the meeting may attend the meeting but they shall not be able to cast their vote again at the meeting.

PROCESS FOR MEMBERS OPTING FOR E-VOTING

For Members whose e-mail addresses are registered with the Company/Depositories

The instructions for members for voting electronically are as under:-

In case of members receiving e-mail:

- (i) The voting period begins on **Monday, 4th September, 2017 at 10.00 a.m.** and ends on **Wednesday, 6th September, 2017 at 5.00 p.m.** During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of **Thursday, 31st August, 2017** 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) The shareholders should log on to the e-voting website www.evotingindia.com.
- (iv) Click on Shareholders.
- (v) 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. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (vi) Next enter the Image Verification as displayed and Click on Login.
- (vii) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.

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(viii) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	<p>Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field. In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
Dividend Bank Details OR Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).

- (ix) After entering these details appropriately, click on "SUBMIT" tab.
- (x) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xii) Click on the EVSN for the relevant <Mysore Petro Chemicals Limited> on which you choose to vote.
- (xiii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xvi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xviii) 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.
- (xix) **Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. iPhone and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.**

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(xx) Note for Non – Individual Shareholders and Custodians

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be emailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com

OTHER INSTRUCTIONS:

- i. Any person who becomes a member of the Company after despatch of the notice of the meeting and holding shares as on the cut off date i.e. 31st August, 2017 shall follow the process as mentioned at sr. no. (ii) to (v) above.
- ii. The voting rights of Members shall be in proportion to the shares held by them on the paid up equity share capital of the Company.
- iii. Shri Martinho Ferrao, Practicing Company Secretary [Membership No. 6221] or failing him Shri Shiv Kumar Vaishy [Membership No. 45528] has been appointed as the Scrutinizer to scrutinise the e-voting process (including the Ballot Form received from the Members who do not have access to the e-voting process) in a fair and transparent manner.
- iv. The Scrutinizer shall, immediately after the conclusion of voting at the general meeting, count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and make, not later than 9th September, 2017 a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, forthwith to the Chairman of the Company.
- v. A Member can opt for only one mode of voting i.e. either through e-voting or in physical form. If a Member casts his/ her vote by both modes, then voting done through e-voting shall prevail and the vote by ballot shall be treated as invalid.

The results declared along with the Scrutinizer's Report shall be placed on the Company's website www.mysorepetro.com and on the website of CDSL www.evotingindia.com immediately after the result is declared by the Chairman. The Company shall also simultaneously forward the results to BSE where its shares are listed.

By order of the Board
For **Mysore Petro Chemicals Limited**

Mumbai
25th July, 2017

Anand Kadkol
Company Secretary

Registered Office:
D-4, Jyothi Complex
134/1, Infantry Road
Bengaluru – 560 001.

Mysore Petro Chemicals Limited

Details of Director seeking Re-appointment as required under SEBI (Listing Regulations and Disclosure Requirements) Regulations, 2015

Name of the Director	Shri S N Maheshwari
Directors Identification Number (DIN)	00193540
Date of Birth	19.10.1956
Date of Appointment on the Board	19.11.2001
Qualifications	B.Com; F.C.A.
Expertise	He has extensive knowledge and experience in finance, accounts and taxation areas.
Directorship held in listed companies	Nil
Chairmanships/Memberships of Committees in other listed companies	Nil
Shareholding of Directors	700 shares
Relationship between directors inter-se	Nil