

**Tuesday, October 15, 2024**

To,

<b>BSE Limited</b> 1 <sup>st</sup> Floor, New Trading Ring, Rotunda Building, P.J. Towers, Dalal Street, Fort, Mumbai-400001  Scrip Code: 500418	<b>National Stock Exchange Of India Limited</b> Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai - 400 051  NSE Symbol: TOKYOPLAST
---	---

**Sub: Minutes of 31<sup>st</sup> Annual General Meeting of the Company**

Dear Sir/Madam,

Please find enclosed herewith copy of minutes of 31<sup>st</sup> Annual General Meeting for the financial year 2023-24 as circulated to the shareholders through electronic mode today. The said minutes of 31<sup>st</sup> Annual General Meeting are placed on the Company's website i.e. [www.tokyoplastint.in](http://www.tokyoplastint.in)

The 31<sup>st</sup> Annual General Meeting of the Company was held on Monday 30th October, 2024 at 11.00 AM. (IST) through Video Conferencing (VC) or other Audio Visual Means (OVAM), to transact the business as enumerated in the attached Notice.

Thanking You,

**For Tokyo Plast International Limited**

**Company Secretary**  
**Swagata Indulkar**

**TOKYO PLAST** *International Ltd.*

## MINUTES OF THE 31<sup>st</sup> ANNUAL GENERAL MEETING

**MINUTES OF THE 31<sup>st</sup> ANNUAL GENERAL MEETING OF THE SHAREHOLDERS OF TOKYO PLAST INTERNATIONAL LIMITED HELD THROUGH VIDEO CONFERENCING AND OTHER AUDIO VISUAL MEANS ON MONDAY, 30<sup>TH</sup> DAY OF SEPTEMBER, 2024 COMMENCED AT 11:00 AM AND ENDED AT 11:17 AM**

### **PRESENT**

Mr. Haresh Velji Shah : Chairman and Executive Director  
Mr. Priyaj Haresh Shah : Executive Director  
Mr. Viraj Devang Vora : Independent Director  
Mrs. Kinnari Sunny Charla : Independent Director

### **IN ATTENDANCE**

Mrs. Swagata Vinayak Indulkar : Company Secretary

**PRESENT BY INVITATION:** Mr. Virendra Bhatt, Scrutinizer & Secretarial Auditor.  
Mr. Gaurav Parekh, Statutory Auditor

**MEMBERS** : 34 Members were present through video conferencing at meeting.

The 30<sup>th</sup> AGM was convened and conducted through Video Conferencing ("VC)/Other Audio-Visual Means ("OAVMH) pursuant to General Circular numbers No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020, General Circular No. 02/2021 dated 13th January, 2021, General Circular No. 19/2021 dated 8th December, 2021, General Circular No. 21/2021 dated 14th December, 2021 and General Circular No. 02/2022 dated 5th May, 2022 issued by the Ministry of Corporate Affairs (MCA)(hereinafter collectively referred to as 'Circulars'), which allowed the companies to hold AGMs through VC/ OAVM.

There were no proxies present as this AGM was conducted through VC/OAVM means.

The representative of the Company welcomed the shareholders at the 30<sup>th</sup> Annual General Meeting and informed the Members of the Company that pursuant to the provisions of the Companies Act, 2013 & SEBI (L.O.D.R) Regulations, 2015, an E-voting facility was provided to all the members of the Company through E-voting platform CDSL. Further, the facility for e-voting is also made available during the Meeting for Members who had not cast their vote through remote e-voting and present at the AGM. The Company Secretary further stated that members entitled to vote may seek clarifications and/or offer comments on items of business.

All necessary registers, documents, the Auditor's Report and Secretarial Audit Report, as prescribed under the Act were available for inspection.

Shri. Velji Lakhadhir Shah, Chairman of the Company, Mrs. Jagruti Mayurbhai Sanghavi, Non-Executive Independent Director and Mr. Chimanlal Andrijibhai Kutchhi Non-Executive Independent Director has sent their inability to attend the Annual General Meeting due to some unavoidable reason. Therefore Shri. Haresh Velji Shah, Executive Director was unanimously elected as chairman of the meeting and took the Chair.

After ascertaining the requisite quorum for the meeting, at 11: 00 AM the Chairman welcomed the shareholders at the 31<sup>st</sup> Annual General Meeting.

The chairman in his speech gave a brief outlook on the Company's past, present & future outlook, profit of the Company, varieties of products, etc.

With the permission of the members, the notice convening the meeting, the Auditors' Report and the Directors' Report having been already circulated to the members, were taken as read by the representative of the Company as requested by the Chairman.

The Company Secretary informed that there were no qualifications, observations or comments or other remarks on the financial transactions or matters which have any adverse effect on the functioning of the Company in the Independent Auditors' Report issued by M/s. U B G & Co. & there were some observations in the Secretarial audit report issued by Mr. Virendra G. Bhatt to which the management has replied in the Board's report.

The Resolutions for the Ordinary businesses as set out in the Notice of the Annual General Meeting, duly approved by the Members with requisite majority are recorded hereunder as part of the proceedings of the Annual General Meeting of the Members held on September 30<sup>th</sup>, 2024:

## MINUTES OF THE 31<sup>st</sup> ANNUAL GENERAL MEETING

**Resolution No. 1: Ordinary Resolution- Adoption of a) the Audited Standalone Financial Statement for the year ended 31<sup>st</sup> March, 2024 and the Report of the Board of Directors and Auditors thereon;**

"RESOLVED THAT the Audited Standalone Financial Statement for the year ended 31st March, 2024 and the Report of the Board of Directors and Auditors ; and

**Resolution No. 2: Ordinary Resolution- Re-appointment of Mr. Haresh V. Shah as Director, who retires by rotation and being eligible, offers himself for re-appointment.**

"RESOLVED THAT Mr. Haresh V. Shah, Director of the Company, who retires by rotation at this Meeting and being eligible, offers himself for re-appointment, be & is hereby re-appointed as a Director of the Company."

**Resolution No. 3: Ordinary Resolution- Re-appointment of Mr. Priyaj H. Shah as Director, who retires by rotation and being eligible, offers himself for re-appointment.**

"RESOLVED THAT Mr. Priyaj H. Shah, Director of the Company, who retires by rotation at this Meeting and being eligible, offers himself for re-appointment, be & is hereby re-appointed as a Director of the Company."

**Resolution No. 4: Special Resolution -To approve and regularized the appointment of Mrs. Kinnari Sunny Charla (DIN:10748676)**

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

"RESOLVED THAT Mrs. Kinnari Sunny Charla (DIN: 10748676) who is appointed by the Board as an Additional Director of the Company with effect from 2nd September 2024 and who holds office up to the date of ensuing Annual General Meeting of the Company in terms of Section 161(1) of the Companies Act, 2013 ("Act") and Article of the Articles of Association of the Company, be and is hereby appointed as Independent Director (Non- Executive) of the Company.

**RESOLVED FURTHER THAT** that pursuant to the provisions of Section 149, 152 and other applicable provisions, if any, of the Act, the Companies (Appointment and Qualifications of Directors) Rules, 2014 read with Schedule IV to the Act and Regulation 17 and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation 2015 "(SEBI Listing Regulations), as amended from time to time, the appointment of Mrs. Kinnari Sunny Charla (DIN: 10748676) who meets the criteria for independence as provided in Section 149(6) of the Act along with the rules framed thereunder, and the regulation 16(1)(b) of SEBI Listing Regulations and who has submitted a declaration to that effect, and who is eligible for appointment as an Independent Director of the Company, not liable to retire by rotation, for a term of five years commencing 30th September 2024 to 29<sup>th</sup> September, 2029.

"The chairman then informed the Members that all the items of today's AGM have been transacted.

With this, the Chairman thanked all the Members for their participation in the 31<sup>st</sup> AGM of the Company. The meeting concluded at 11:17 AM with the E-voting platform continue to be available for next 15 min.

\*\*\*\*\*

### ANNEXURE- 1

#### Declaration of Results of e-voting & poll

As per the Provisions of the Companies Act, 2013 and the SEBI(Listing obligation and Disclosure Regulation) Regulation, 2016, the Company had provided the facility of E-voting to the Shareholder to enable them to cast their vote electronically on the resolution proposed in the Notice of the 31<sup>st</sup> Annual General Meeting (AGM). The e-voting commenced at 09.00 a.m. on 27th September, 2024 and ended at 05.00 p.m. on 29<sup>th</sup> September, 2024. Further, the facility for e-voting was also made available during the Meeting for Members who had not cast their vote through remote e-voting and present at the AGM. Mr. Virendra G. Bhatt, Practicing Company Secretary was appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

*[Signature]*

## MINUTES OF THE 31<sup>st</sup> ANNUAL GENERAL MEETING

The Consolidated results of the Remote E-voting and E-voting at the AGM were declared by the Company to the stock exchange, in which shares of the Company are listed and the same was placed on the website of the Company and CDSL as summarized hereunder:

### 1. To receive, consider and adopt the Audited Financial Statement for the year ended 31st March 2024 and the Report of the Board of Directors and Auditors thereon.

The Result of the Remote E - Voting and E- Voting during the AGM is as under:

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against and not voted	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\{[2]/[1]\} * 100$	[4]	[5]	$[6]=\{[4]/[2]\} * 100$	$[7]=\{[5]/[2]\} * 100$
Promoter & Promoter Group	Remote E-Voting	5252786	5071080	96.05408	5071080	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>5071080</b>	<b>96.05408</b>	<b>5071080</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	Remote E-Voting	0	0	0	0	0	0.0000	0.0000
	E-Voting at AGM		0	0	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non-Institutions	Remote E-Voting	4248614	712344	16.7665	712307	37	99.9948	0.0052
	E-Voting at AGM		0	0.0000	0	0	0	0
	<b>Total</b>		<b>712344</b>	<b>16.7665</b>	<b>712307</b>	<b>37</b>	<b>99.9948</b>	<b>0.0052</b>
<b>Total</b>		<b>9501400</b>	<b>5783424</b>	<b>60.8692</b>	<b>5783387</b>	<b>37</b>	<b>99.9994</b>	<b>0.0006</b>

### 2. To appoint a Director in place of Mr. Haresh Velji Shah Director, who retires by rotation and being eligible, offers himself for re-appointment.

The Result of the Remote E - Voting and E- Voting during the AGM is as under:

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against and not voted	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\{[2]/[1]\} * 100$	[4]	[5]	$[6]=\{[4]/[2]\} * 100$	$[7]=\{[5]/[2]\} * 100$
Promoter & Promoter Group	Remote E-Voting	5252786	5071080	96.05408	5071080	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>5071080</b>	<b>96.05408</b>	<b>5071080</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	Remote E-Voting	0	0	0	0	0	0.0000	0.0000
	E-Voting at AGM		0	0	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non-Institutions	Remote E-Voting	4248614	712344	16.7665	712307	37	99.9948	0.0052
	E-Voting at AGM		0	0.0000	0	0	0	0
	<b>Total</b>		<b>712344</b>	<b>16.7665</b>	<b>712307</b>	<b>37</b>	<b>99.9948</b>	<b>0.0052</b>
<b>Total</b>		<b>9501400</b>	<b>5783424</b>	<b>60.8692</b>	<b>5783387</b>	<b>37</b>	<b>99.9994</b>	<b>0.0006</b>

**MINUTES OF THE 31<sup>st</sup> ANNUAL GENERAL MEETING**

3. To appoint a Director in place of Mr. Priyaj Haresh Shah Director, who retires by rotation and being eligible, offers himself for re-appointment.

The Result of the Remote E - Voting and E- Voting during the AGM is as under:


Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against and not voted	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter & Promoter Group	Remote E-Voting	5252786	5071080	96.05408	5071080	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>5071080</b>	<b>96.05408</b>	<b>5071080</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	Remote E-Voting	0	0	0	0	0	0.0000	0.0000
	E-Voting at AGM		0	0	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non-Institutions	Remote E-Voting	4248614	712344	16.7665	712307	37	99.9948	0.0052
	E-Voting at AGM		0	0.0000	0	0	0	0
	<b>Total</b>		<b>712344</b>	<b>16.7665</b>	<b>712307</b>	<b>37</b>	<b>99.9948</b>	<b>0.0052</b>
<b>Total</b>		<b>9501400</b>	<b>5783424</b>	<b>60.8692</b>	<b>5783387</b>	<b>37</b>	<b>99.9994</b>	<b>0.0006</b>

4. To approve and regularized the appointment of Mrs. Kinnari Sunny Charla (DIN: 10748676) as an independent Director (Non- Executive) of the Company:

The Result of the Remote E - Voting and E- Voting during the AGM is as under:

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against and not voted	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter & Promoter Group	Remote E-Voting	5252786	5071080	96.05408	5071080	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>5071080</b>	<b>96.05408</b>	<b>5071080</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	Remote E-Voting	0	0	0	0	0	0.0000	0.0000
	E-Voting at AGM		0	0	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non-Institutions	Remote E-Voting	4248614	712344	16.7665	712307	37	99.9948	0.0052
	E-Voting at AGM		0	0.0000	0	0	0	0
	<b>Total</b>		<b>712344</b>	<b>16.7665</b>	<b>712307</b>	<b>37</b>	<b>99.9948</b>	<b>0.0052</b>
<b>Total</b>		<b>9501400</b>	<b>5783424</b>	<b>60.8692</b>	<b>5783387</b>	<b>37</b>	<b>99.9994</b>	<b>0.0006</b>

Place: Mumbai  
Date: 15/10/2024

  
Haresh Velji Shah  
Chairman