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| <b>BSE Limited</b><br>1 <sup>st</sup> Floor, New Trading Ring<br>Rotunda Building<br>P.J. Towers,<br>Dalal StreetFort,<br>Mumbai -400 001<br><b>Scrip Code:</b> 532856 | <b>National Stock Exchange of India Limited</b><br>Exchange Plaza,<br>C- 1, Block G,<br>Bandra – Kurla Complex<br>Bandra (East)<br>Mumbai – 400 051<br><b>Symbol:</b> TIMETECHNO |
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**Sub: Notice of 31<sup>st</sup> Annual General Meeting of Time Technoplast Ltd.**

Dear Sir/Madam,

This is further to our letter dated August 13, 2021, wherein the Company had informed that the 31<sup>st</sup> AGM of the Company is scheduled to be held on September 29, 2021 at 12.30 P.M.

Please find attached herewith Notice of 31<sup>st</sup> Annual General Meeting of the Company scheduled to be held on **Wednesday, 29<sup>th</sup> September, 2021 at 12.30 PM** through Video Conferencing (VC) / Other Audio Visual Means (OAVM).

Brief details of the 31<sup>st</sup> AGM of the Company are as under:

|                                |                               |
|--------------------------------|-------------------------------|
| Benpos Date for Sending Notice | Friday, August 27, 2021       |
| Cut off date for e-voting      | Wednesday, September 22, 2021 |
| E-voting service provider:     | Link Intime (Instavote)       |
| Remote e-voting start date     | Saturday, September 25, 2021  |
| Remote e-voting start time     | 09.00 A.M.                    |
| Remote e-voting end date       | Tuesday, September 28, 2021   |
| Remote e-voting end time       | 05.00 P.M.                    |
| Date of AGM                    | Wednesday, September 29, 2021 |
| AGM Time                       | 12.30 P.M.                    |

The said Notice is also placed on the Company's website at [www.timetechnoplast.com](http://www.timetechnoplast.com).

You are requested to kindly take the above information on your record.

Thanking You,

For TIME TECHNOPLAST LIMITED

  
  
**Manoj Kumar Mewara**  
**Sr. VP Finance & Company Secretary**  
Encl: As above

**TIME TECHNOPLAST LTD.**

Bringing Polymers To Life

CIN : L27203DD1989PLC003240

Regd. Office : 101, 1st Floor, Centre Point, Somnath Daman Road, Somnath, Dabhel, Nani Daman, Daman - 396210

Corp. Off. : 55, Corporate Avenue, 2nd Floor, Saki Vihar Road, Andheri (East), Mumbai - 400 072 INDIA Tel. : 91-22-7111 9999 / 4211 9999 Fax : 91-22-2857 5672 E-mail : [tti@timetechnoplast.com](mailto:tti@timetechnoplast.com) Website : [www.timetechnoplast.com](http://www.timetechnoplast.com)  
Bangalore : (080) 26608056/61 Baroda : (0265) 2320668 Chandigarh : (0172) 2646542 Chennai (044) 4501 0019 / 29 Delhi : (0120) 4393820/21 Hyderabad : (040) 23410003



## TIME TECHNOPLAST LIMITED

**Registered Office:** 101, 1<sup>st</sup> Floor, Centre Point, Somnath Daman Road, Somnath, Dabhel, Nani Daman, Dadra and Nagar Haveli and Daman and Diu, (U.T.) – 396 210

**Corporate Office:** 55, Corporate Avenue, Saki Vihar Road, Andheri (East), Mumbai 400 072  
Tel No: +91 22-7111-9999 Fax: +91 22-28575672

**E-mail:** [investors@timetechnoplast.com](mailto:investors@timetechnoplast.com) **Website:** [www.timetechnoplast.com](http://www.timetechnoplast.com)

**CIN:** L27203DD1989PLC003240

### NOTICE

**NOTICE** is hereby given that the **31<sup>st</sup> Annual General Meeting** of the Members of **TIME TECHNOPLAST LIMITED** will be held on Wednesday, 29<sup>th</sup> September, 2021 at 12.30 p.m. (IST) through Video Conferencing (VC)/ Other Audio Visual Means (OAVM). The venue of the meeting shall be deemed to be the registered office of the Company at 101, 1<sup>st</sup> floor, Centre Point, Somnath Daman Road, Somnath, Dabhel, Nani Daman, Dadra and Nagar Haveli and Daman and Diu, (U.T.) - 396210 to transact the following businesses:

#### ORDINARY BUSINESS:

##### 1. Adoption of Financial Statements:

To receive, consider and adopt the Audited Financial Statements (both - Standalone and Consolidated) of the Company for the financial year ended 31<sup>st</sup> March 2021, including the Audited Balance Sheet as at 31<sup>st</sup> March 2021, the Statement of Profit & loss and Cash Flow Statement for the year ended on that date and the Report of the Board of Directors and Auditors thereon.

##### 2. Declaration of Dividend:

To declare a dividend on the Equity Shares of the Company for the financial year ended 31<sup>st</sup> March, 2021 and in this regard, pass the following resolution as an **Ordinary Resolution**:

**“RESOLVED THAT** a dividend at the rate of ₹ 0.70 per equity share on the face value of ₹ 1/- each be and is hereby declared for the financial year ended 31<sup>st</sup> March, 2021 and the same be paid as recommended by the Board of Directors of the Company, out of the profits of the Company for the financial year ended 31<sup>st</sup> March, 2021.”

##### 3. To appoint Mr. Naveen Jain (DIN: 00183948), who retires by rotation and being eligible, offers himself for re-appointment as a Director and in this regard, pass the following resolution as an **Ordinary Resolution**:

**“RESOLVED THAT** pursuant to the provisions of Section 152 of the Companies Act, 2013, Mr. Naveen Jain (DIN: 00183948), who retires by rotation at this meeting and being eligible has offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.”

#### SPECIAL BUSINESS:

##### 4. To ratify the remuneration of Cost Auditors for the financial year ending 31<sup>st</sup> March, 2022 and in this regard, pass the following resolution as an **Ordinary Resolution**:

**“RESOLVED THAT** pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or amendment(s) or re-enactments thereof for the time being in force), consent of the members be and is hereby accorded for the payment of ₹ 2,50,000 (Rupees Two Lakhs Fifty Thousand Only) plus applicable taxes and reimbursement of out of pocket expenses to the Company's Cost Auditors, M/s. Darshan Vora & Co, Cost Accountants (Firm Registration No. 103886), appointed by the Board of Directors of the Company, for auditing the cost records maintained for the FY 2021-22.”

##### 5. Re-appointment of Mr. Praveen Kumar Agarwal (DIN 07294581) as an Independent Director of the Company for the second term:

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 149, 150, 152 read with Schedule IV and any other applicable

provisions, if any, of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred as “Listing Regulations”) (including any statutory modification(s) or re-enactment thereof for the time being in force) and based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, the approval of the Members of the Company be and is hereby accorded for re-appointment of Mr. Praveen Kumar Agarwal (DIN 07294581) aged about 70 years, (Date of Birth: 05th July, 1951), whose current period of office is expiring on September 27, 2021 and who has submitted a declaration confirming the criteria of Independence under Section 149(6) of the Companies Act, 2013 read with the Listing Regulations, as amended from time to time, and who is eligible for re-appointment for a second term under the provisions of the Companies Act, 2013 read with rules made thereunder and Listing Regulations, whose term shall not be subject to retirement by rotation, to hold office for a term of 5 (five) consecutive years on the Board of the Company from September 28, 2021 to September 27, 2026.

**RESOLVED FURTHER THAT** the Board of Directors and Key Managerial Personnel be and are hereby severally authorized to do all such acts, deeds or things, as may be necessary and expedient, to give effect to the aforesaid resolution.”

**6. Re-appointment of Ms. Triveni Makhijani (DIN 07284192) as an Independent Director of the Company for the second term:**

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 149, 150, 152 read with Schedule IV and any other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred as “Listing Regulations”) (including any statutory modification(s) or re-enactment thereof for the time being in force) and based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, the approval of the Members of the Company be and is hereby accorded for re-appointment of Ms. Triveni Makhijani (DIN 07284192), whose current period of office is expiring on September 27, 2021 and who has submitted a declaration confirming the criteria of Independence under Section 149(6) of the Companies Act, 2013 read with the Listing Regulations, as amended from time to time, and who is eligible for re-appointment for a second term under the provisions of the Companies Act, 2013 read with rules made thereunder and Listing Regulations, whose term shall not be subject to retirement by rotation, to hold office for a term of 5 (five) consecutive years on the Board of the Company from September 28, 2021 to September 27, 2026.

**RESOLVED FURTHER THAT** the Board of Directors and Key Managerial Personnel be and are hereby severally authorized to do all such acts, deeds or things, as may be necessary and expedient, to give effect to the aforesaid resolution.”

**7. Increase in Authorized Capital of the Company and consequential amendment to Memorandum of Association of the Company:**

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 61 and other applicable provisions, if any, of the Companies Act, 2013, including rules notified thereunder, as may be amended from time to time (including any statutory modification or re-enactment thereof for the time being in force) the consent of the members of the Company be and is hereby accorded to increase the Authorized Share Capital of the Company from ₹ 32,50,00,000 (Rupees Thirty Two Crores Fifty Lakhs only) to ₹ 52,50,00,000 (Rupees Fifty Two Crores Fifty Lakhs Only) by creation of additional 20,00,00,000 (Twenty Crores) equity shares of ₹ 1/- (Rupee One only) each, ranking pari – passu with the existing shares.

**RESOLVED FURTHER THAT** pursuant to the provisions of Section 13 and any other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modifications or re-enactment thereof for the time being in force) and rules framed thereunder, the consent of the members of the Company be and is hereby accorded for alteration of Clause 'V' of the Memorandum of Association of the Company by substituting in its place and stead the following:-

**V. The Authorised Share Capital of the Company is Rs. 52,50,00,000 (Rupees Fifty Two Crores Fifty Lakhs only) divided into 50,00,00,000 (Fifty Crore) Equity Shares of ₹1/- each and 25,00,000 (Twenty Five Lakhs) Redeemable Preference Shares of ₹ 10/- each with power to increase or reduce the capital and to divide and sub-divide shares into several classes and to attach thereto respectively such preferential, qualified or deferred or special rights, privileges or conditions as may be determined by or in accordance with the Articles of Association of the Company for the time being and to vary, modify or abrogate any such rights, privileges or conditions in such manner as may be permitted by the Companies Act, 2013 or as provided by the Articles of Association of the Company for the time being.”**

## TIME TECHNOPLAST LIMITED

**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Board be and is hereby authorised to do all such acts, deeds, matters and things and to give such directions as may be necessary, proper, expedient or desirable and to settle any question, difficulty or doubt that may arise in this regard as the Board in its absolute discretion may deem necessary or desirable and its decision shall be final and binding.

**By Order of the Board  
For TIME TECHNOPLAST LIMITED**

**Manoj Kumar Mewara  
Sr. VP Finance & Company Secretary**

**Registered Office:**

101, 1<sup>st</sup> Floor, Centre Point,  
Somnath Daman Road,  
Somnath, Dabhel,  
Nani Daman,  
Dadra and Nagar Haveli and Daman and Diu,  
(U.T.) – 396210

Date: August 13, 2021

**NOTES:-**

1. In view of the continuing COVID-19 pandemic, the Ministry of Corporate Affairs (“MCA”) has allowed the Companies to conduct Annual General Meeting through video conferencing (“VC”) or other audio-visual means (“OAVM”). In this regard, MCA issued Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020, Circular No.20/2020 dated May 5, 2020 and Circular No.02/2021 dated January 13, 2021 (“MCA Circulars”), prescribing the procedure and manner of conducting the Annual General Meeting through VC/ OAVM. Further, the Securities and Exchange Board of India (“SEBI”) also vide its Circular No. SEBI/ HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 (“SEBI Circulars”) has provided certain relaxations from compliance with certain provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) due to the COVID-19 pandemic. In compliance with the applicable provisions of the Companies Act 2013 (“Act”), MCA Circulars and SEBI Circulars/Listing Regulations and keeping in view with Government advisories on COVID-19, the Board of Directors has approved conducting of the 31<sup>st</sup> Annual General Meeting (AGM) of the Company through VC/OAVM.
2. An Explanatory Statement pursuant to Section 102 (1) of the Companies Act, 2013 (hereinafter referred to as the “Act”), in respect of businesses to be transacted at the Annual General Meeting (hereinafter referred to as “AGM”), as set out under Item No(s). 4 to 7 above and the relevant details of the Directors as mentioned under Item No(s). 5 and 6 above as required by Regulations 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015(hereinafter referred to as “Listing Regulations”) and as required under Secretarial Standards – 2 on General Meetings issued by the Institute of Company Secretaries of India, is annexed thereto.
3. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Attendance Slip and Proxy Form are not annexed to this Notice.
4. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
5. Members under the category of Institutional Investors are encouraged to attend and vote at the AGM through VC/OAVM. Corporate members intending to authorize their representatives to participate and vote at the meeting are requested to send mail to [investors@timetechnoplast.com](mailto:investors@timetechnoplast.com), a scanned copy (PDF/JPEG format) of the Board Resolution authorizing





their representatives to attend and vote at the AGM, pursuant to Section 113 of the Act.

6. The Register of Members of the Company will remain closed from September 23, 2021 to September 29, 2021 (both the days inclusive) for the purpose of payment of dividend.
7. If dividend on Equity Shares, as recommended by the Board, is approved at the Annual General Meeting, the payment of such dividend will be made on or after September 30, 2021, to the Members whose names appear on the Company's Register of Members as on the Cut-off Date, and in respect of the shares held in dematerialized mode, to the Members whose names are furnished by National Securities Depository Limited and Central Depository Services (India) Limited as beneficial owners as on that date.
8. As per Regulation 40 of Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from April 1, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company's Registrar and Transfer Agents – M/s. Link Intime India Private Limited for assistance in this regard.
9. To support the "Green Initiative", Members who have not registered their email addresses are requested to register the same with the Company's Registrar and Share Transfer Agent/their Depository Participants, in respect of shares held in physical/electronic mode, respectively.
10. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their Depository Participant in case the shares are held in electronic form or to M/s. Link Intime India Private Limited, in case the shares are held in physical form.
11. Members are requested to note that dividends not encashed or remaining unclaimed for a period of 7 (seven) years from the date of transfer to the Company's Unpaid Dividend Account, shall be transferred to the Investor Education and Protection Fund ("IEPF") established by the Central Government. Further, pursuant to the provisions of Section 124 of the Act read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("IEPF Rules") as amended to date, all shares on which dividend has not been paid or claimed for seven consecutive years or more shall be transferred to IEPF Authority as notified by the Ministry of Corporate Affairs.

The Members/Claimants whose shares, unclaimed dividend amount have been transferred to IEPF may claim the shares or apply for refund by making an application to IEPF Authority in Form IEPF 5 (available on [www.iepf.gov.in](http://www.iepf.gov.in)). The Member/Claimant can file only one consolidated claim in a Financial Year as per the IEPF Rules.

It is in the Members' interest to claim any un-encashed dividends and for future, opt for Electronic Clearing Service, so that dividends paid by the Company are credited to the Members' account on time.

Members who have not yet encashed the dividend warrants, from the Financial Year ended March 31, 2014 onwards are requested to forward their claims to the Company's Registrar and Share Transfer Agents. Members are requested to contact the Company's Registrar and Share Transfer Agent to claim the unclaimed/ unpaid dividends at the following address:

M/s. Link Intime India Private Limited  
Unit: TimeTechnoplast Limited  
C - 101, 247 Park, L.B.S Marg,  
Vikhroli (West), Mumbai – 400083

12. As per the provisions of Section 72 of the Act and Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014, as amended, Members holding shares in physical form may file nomination in the prescribed Form SH-13 with the Company's Registrar and Share Transfer Agent. In respect of shares held in dematerialized form, the nomination form may be filed with the respective Depository Participant.
13. Register of Directors and Key Managerial Personnel and their shareholdings and Register of Contracts or Arrangements in which Directors are interested, maintained under Sections 170 and 189 of the Act will be available electronically for

## TIME TECHNOPLAST LIMITED

inspection by the Members.

All documents referred to in the Notice will also be available for electronic inspection by the Members without payment of any fee from the date of circulation of this Notice up to the date of AGM, i.e. 29<sup>th</sup> September, 2021.

Members seeking to inspect such documents are requested to send an email to [investors@timetechnoplast.com](mailto:investors@timetechnoplast.com). Inspection shall be provided at a mutually convenient time.

14. Members are requested to register their E-mail address with the Company/Registrar & Transfer Agents so as to receive Annual Report and other communication electronically.
15. In compliance with the aforesaid MCA Circulars and SEBI Circular dated January 15, 2021, Notice of the AGM along with Annual Report 2020-21 is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/Depository Participants. Members may note that the Notice and Annual Report 2020-21 will also be available on the Company's website [www.timetechnoplast.com](http://www.timetechnoplast.com), websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively.

The Company will also be publishing an advertisement in newspaper containing the details about the AGM i.e. the conduct of AGM through VC/ OAVM, date and time of AGM, availability of notice of AGM at the Company's website, manner of registering the email IDs of those shareholders who have not registered their email addresses with the Company/RTA, manner of providing mandate for dividends, and other matters as may be required.

16. Pursuant to Finance Act 2020, dividend income will be taxable in the hands of shareholders w.e.f. April 1, 2020 and the Company is required to deduct tax at source from dividend paid to shareholders at the prescribed rates, if the amount of dividend exceeds ₹ 5,000. For the prescribed rates for various categories, the shareholders are requested to refer to the Finance Act, 2020 and amendments thereof. The shareholders are requested to update their PAN with the Link Intime (in case of shares held in physical mode) and depositories (in case of shares held in demat mode).

A Resident individual shareholder with PAN and who is not liable to pay income tax can submit a yearly declaration in Form No. 15G/15H or Lower Withholding Certificate (if obtained from the Tax department), to avail the benefit of non-deduction/ lower deduction of tax at source by writing an email to [timetechnodivtax@linkintime.co.in](mailto:timetechnodivtax@linkintime.co.in) on or before 11:59 p.m. IST on Wednesday, September 22, 2021. The shareholders are requested to note that in case their PAN is not registered/ updated, the tax will be deducted at a higher rate of 20% (plus Surcharge and Cess as applicable).

Non-resident shareholders can avail beneficial rates under tax treaty between India and their country of residence, subject to providing necessary documents i.e. No Permanent Establishment (PE) and Beneficial Ownership Declaration, Tax Residency Certificate (TRC), Form 10F, any other document which may be required to avail the tax treaty benefits by sending an email to [timetechnodivtax@linkintime.co.in](mailto:timetechnodivtax@linkintime.co.in). The aforesaid declarations and documents need to be submitted by the shareholders by 11:59 p.m. IST on Wednesday, September 22, 2021. The formats of No PE Declaration (including beneficial ownership) and Form 10F are available on Link Intime's website at <https://www.linkintime.co.in/client-downloads.html>. TRC needs to be obtained by the shareholder from the Tax Department of their country of residence. Non-resident shareholders shall also furnish the lower/nil withholding certificate, if obtained from the Tax Department.

17. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.
18. Any person who is not a Member on the cut-off date should treat this notice for information purposes only.
19. Members desirous of obtaining any information concerning accounts and operations of the Company are requested to address their communications to [investors@timetechnoplast.com](mailto:investors@timetechnoplast.com) at least seven days before the date of the meeting. The same will be suitably replied to by the Company.
20. **Remote e-Voting Instructions for shareholders post change in the Login mechanism for Individual shareholders holding securities in demat mode, pursuant to SEBI circular dated December 9, 2020:**
  - a. In terms of SEBI circular 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.

b. Login method for Individual shareholders holding securities in demat mode/ physical mode is given below:

| Type of shareholders  | Login Method  |
|---|---|
| <b>Individual Shareholders holding securities in demat mode with NSDL</b>   | <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.nsd.com">https://eservices.nsd.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.</li> <li>2. 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>3. If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.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> |
| <b>Individual Shareholders holding securities in demat mode with CDSL</b>   | <ol style="list-style-type: none"> <li>1. Existing user of who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on New System Myeasi.</li> <li>2. After successful login of Easi / Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL, KARVY, LINK INTIME, CDSL. Click on e-Voting service provider name to cast your vote.</li> <li>3. If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi./Registration/EasiRegistration">https://web.cdslindia.com/myeasi./Registration/EasiRegistration</a></li> <li>4. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in <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 provided links for the respective ESP where the E Voting is in progress.</li> </ol>  |
| <b>Individual Shareholders (holding securities in demat mode) &amp; login through their depository participants</b> | <ol style="list-style-type: none"> <li>1. You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility.</li> <li>2. Once 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 &amp; voting during the meeting.</li> </ol>   |

## TIME TECHNOPLAST LIMITED

| Type of shareholders  | Login Method   |
|---|--|
| <p><b>Individual Shareholders holding securities in Physical mode &amp; evoting service Provider is LINKINTIME.</b></p> | <ol style="list-style-type: none"> <li>1. Open the internet browser and launch the URL: <a href="https://instavote.linkintime.co.in">https://instavote.linkintime.co.in</a> <ul style="list-style-type: none"> <li>➤ Click on “Sign Up” under ‘SHARE HOLDER’ tab and register with your following details:-               <ol style="list-style-type: none"> <li>A. User ID: Shareholders/ members holding shares in physical form shall provide Event No + Folio Number registered with the Company.</li> <li>B. PAN: Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.</li> <li>C. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format).</li> </ol> </li> <li>D. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company.</li> <li>E. Shareholders/ members holding shares in physical form but have not recorded ‘C’ and ‘D’, shall provide their Folio number in ‘D’ above               <ul style="list-style-type: none"> <li>➤ Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (@!#\$%&amp;*), at least one numeral, at least one alphabet and at least one capital letter).</li> <li>➤ Click “confirm” (Your password is now generated).</li> </ul> </li> </ul> </li> <li>2. Click on ‘Login’ under ‘SHARE HOLDER’ tab.</li> <li>3. Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on ‘Submit’.</li> <li>4. After successful login, you will be able to see the notification for e-voting. Select ‘View’ icon.</li> <li>5. E-voting page will appear.</li> <li>6. Refer the Resolution description and cast your vote by selecting your desired option ‘Favour / Against’ (If you wish to view the entire Resolution details, click on the ‘View Resolution’ file link).</li> <li>7. After selecting the desired option i.e. Favour / Against, click on ‘Submit’. A confirmation box will be displayed. If you wish to confirm your vote, click on ‘Yes’, else to change your vote, click on ‘No’ and accordingly modify your vote.</li> </ol> |

### c. Institutional shareholders:

Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on the e-voting system of LIPL at <https://instavote.linkintime.co.in> and register themselves as ‘Custodian / Mutual Fund / Corporate Body’. They are also required to upload a scanned certified true copy of the board resolution /authority letter/power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the ‘Custodian / Mutual Fund / Corporate Body’ login for the Scrutinizer to verify the same.

### d. Individual Shareholders holding securities in Physical mode & evoting service Provider is LINKINTIME, have forgotten the password:

- Click on ‘Login’ under ‘SHARE HOLDER’ tab and further Click ‘forgot password?’
- Enter User ID, select Mode and Enter Image Verification (CAPTCHA) Code and Click on ‘Submit’.
- In case shareholders/ members is having valid email address, Password will be sent to his / her registered e-mail address.
- Shareholders/ members can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above.
- The password should contain minimum 8 characters, at least one special character (@!#\$%&\*), at least one numeral, at least one alphabet and at least one capital letter.



- e. Individual Shareholders holding securities in demat mode with NSDL/ CDSL have forgotten the password:  
Shareholders/ members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned depository/ depository participants website.  
It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- f. For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- g. During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular “Event”.
- h. Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

| Login type   | Helpdesk details  |
|--|---|
| Individual Shareholders holding securities in demat mode with NSDL | 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 toll free no.: 1800 1020 990 and 1800 22 44 30              |
| Individual Shareholders holding securities in demat mode with CDSL | 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 022- 23058738 or 22-23058542-43. |

Helpdesk for Individual Shareholders holding securities in physical mode/ Institutional shareholders & evoting service Provider is LINKINTIME.

In case shareholders/ members holding securities in physical mode/ Institutional shareholders have any queries regarding e-voting, they may refer the **Frequently Asked Questions (‘FAQs’)** and **InstaVote e-Voting manual** available at <https://instavote.linkintime.co.in>, under Help section or send an email to [enotices@linkintime.co.in](mailto:enotices@linkintime.co.in) or contact on: - Tel: 022 -4918 6000.

#### GENERAL INSTRUCTIONS

- The voting period begins on Saturday, September 25, 2021 (09:00 a.m.) to Tuesday, September 28, 2021 (05:00 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 (record date) Wednesday, September 22, 2021 may cast their vote electronically. The e-voting module shall be disabled by Link Intime for voting thereafter.
- The facility for e-voting shall also be available at the AGM. Members who have already cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote at the AGM. Only those Members who attend the AGM and have not cast their votes through remote e-voting and are otherwise not barred from doing so will be allowed to vote through the e-voting facility available at the AGM.
- Any person, who acquires shares of the Company and becomes its Member after the sending of Notice of the AGM and holds shares as on the cutoff date for voting i.e. Wednesday, September 22, 2021, may obtain the login ID and password by sending a request to [enotices@linkintime.co.in](mailto:enotices@linkintime.co.in). However, if he/she is already registered with Link Intime for remote e-voting then he/she can use his/her existing User ID and password for casting the vote.
- Mr. Arun Dash, Practicing Company Secretary (FCS No. 9765 CP No. 9309) has been appointed as the Scrutinizer to scrutinize the remote e-voting and ensure that the voting process at the AGM is conducted in a fair and transparent manner.
- The Scrutinizer shall after the conclusion of voting at the AGM, unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than forty eight hours of the conclusion of the AGM, a consolidated Scrutinizer’s Report of the total votes cast in favor/against, if any, to the Chairperson or a person authorized in writing, who shall countersign the same and declare the result of the voting forthwith.
- The Results declared along with the Report of the Scrutinizer shall be placed on the website of the Company [www.timetechnoplast.com](http://www.timetechnoplast.com) and on the Link Intime website and shall also be forwarded to BSE Limited (BSE) and National Stock Exchange of India Ltd (NSE).

## TIME TECHNOPLAST LIMITED

### PROCESS AND MANNER FOR ATTENDING THE THIRTY FIRST AGM THROUGH INSTAMEET

Open the internet browser and launch the URL: <https://instameet.linkintime.co.in>

➤ Select the "Company" and 'Event Date' and register with your following details: -

**A. Demat Account No. or Folio No.:** Enter your 16-digit Demat Account No. or Folio No

- Shareholders/Members holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID
- Shareholders/Members holding shares in NSDL demat account shall provide 8 character DP ID followed by 8 Digit Client ID
- Shareholders/Members holding shares in physical form shall provide Folio Number registered with the Company

**B. PAN:** Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.

**C. Mobile No.:** Enter your mobile number.

**D. Email ID:** Enter your email id, as recorded with your DP/Company.

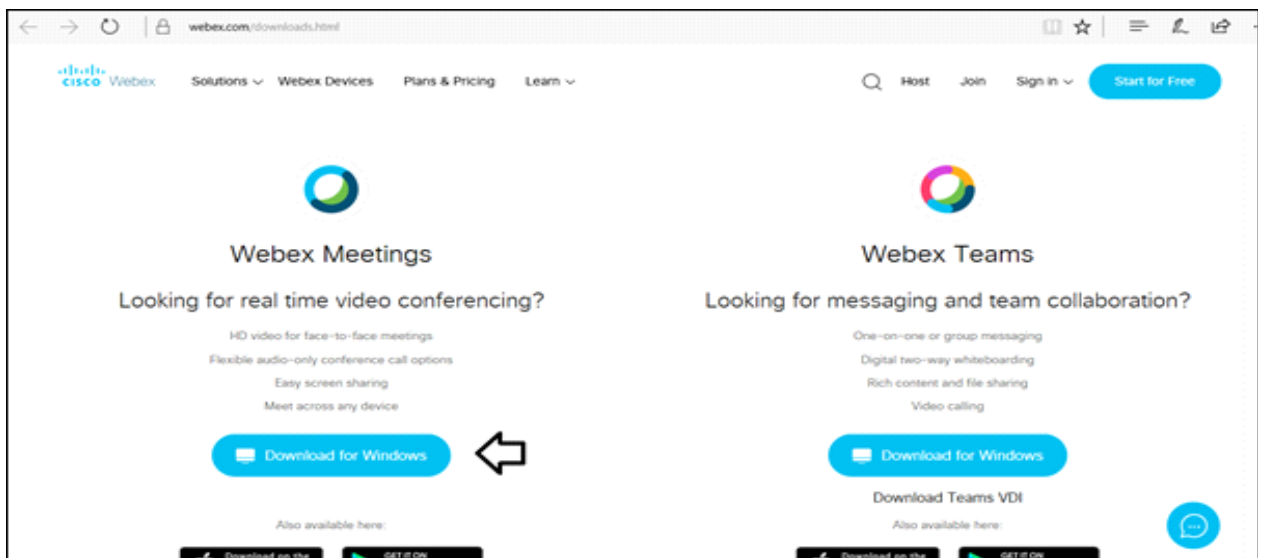
Click 'Go to Meeting' (You are now registered for InstaMeet and your attendance is marked for the meeting).

Members can log in and join 30 minutes prior to the schedule time of the AGM and window for joining the Meeting shall be kept open till the expiry of 15 minutes after the scheduled time. The Company shall provide VC/OAVM facility to Members to attend the AGM. The said facility will be available for 1000 Members on first come first served basis. This will not include large Members (i.e. Members with 2% or more shareholding), promoters, institutional investors, directors, key managerial personnel, chairpersons of the audit committee, nomination & remuneration committee and stakeholders' relationship committee, auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

**A. Guidelines to attend the AGM through InstaMeet**

For a smooth experience of viewing the AGM through InstaMeet, shareholders/members who are registered as speakers for the event are requested to download and install the Webex application in advance by following the instructions as under:

1. Please download and install the Webex application by clicking on the link <https://www.webex.com/downloads.html/>



**Step 1**  
Double-click the webexapp.msi file you downloaded

**Step 2**  
The Webex Meetings setup wizard will launch, Follow the instructions to set up.

**Step 3**  
Once installed the app will launch automatically.

To open the app double-click the Webex Meetings icon on your desktop.

What do you want to do with webexapp.msi (88.1 MB)?  
From: akamaicdn.webex.com

Run Save ^ Cancel X

**Step 1**  
Double-click the webexapp.msi file downloaded

**Step 3**  
Once installed app will launch automatically.

To open the app double-click the Webex Meetings icon on your

Cisco Webex Meetings - InstallShield Wizard

Welcome to the InstallShield Wizard for Cisco Webex Meetings

The InstallShield® Wizard will install Cisco Webex Meetings on your computer. To continue, click Next.

WARNING: This program is protected by copyright law and international treaties.

< Back Next > Cancel

**Step 1**  
Double-click the webexapp.msi file downloaded

**Step 3**  
Once installed app will launch automatically.

Cisco Webex Meetings - InstallShield Wizard

License Agreement

Please read the following license agreement carefully.

CISCO WEBEX LLC LICENSE AGREEMENT (AS APPLICABLE TO THE PARTICULAR DOWNLOAD)

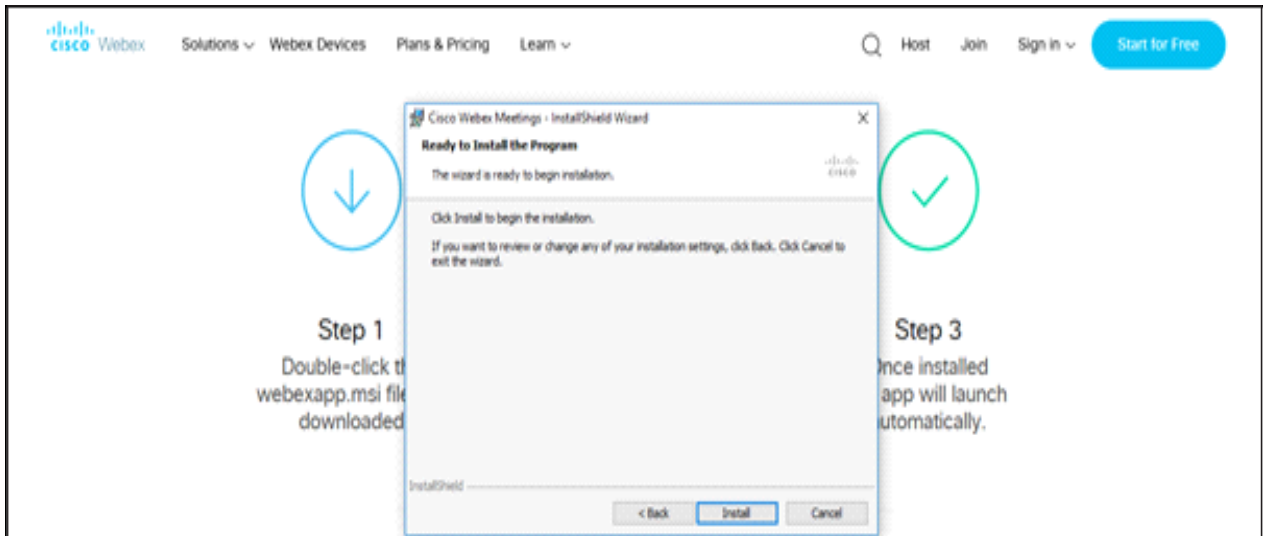
IMPORTANT NOTICE—PLEASE READ PRIOR TO USING THIS SOFTWARE. This license agreement ("License Agreement") is a legal agreement between you (either an individual or an entity) and Cisco Webex LLC ("Webex") for the use of Webex software you may be required to download and install to use certain Webex services (such software, together with the underlying documentation if made available to you, the "Software"). By clicking on the buttons containing the "I accept" language, by installing the Software or by otherwise using the Software, you agree to be bound by the terms of this License Agreement. IF YOU DO NOT AGREE TO THE TERMS OF THIS LICENSE AGREEMENT, CLICK ON THE BUTTON

I accept the terms in the license agreement  
 I do not accept the terms in the license agreement

InstallShield

< Back Next > Cancel

# TIME TECHNOPLAST LIMITED



Or

- If you do not want to download and install the Webex application, you may join the Meeting by following the process mentioned as under:
  - Enter your First Name, Last Name and Email ID and click on Join Now
  - If you have already installed the Webex application on your device, join the Meeting by clicking on Join Now
  - If Webex application is not installed, a new page will appear giving you an option to either **Add Webex to chrome** or **Run a temporary application**. Click on 'Run a temporary application', an exe file will be downloaded. Click on this exe file to run the application and join the meeting by clicking on 'Join Now'.



## B. Instructions for Shareholders/Members to Speak during the AGM through InstaMeet:

- Shareholders who would like to speak during the meeting must register their request mentioning their name, demat account number/folio number, email id, mobile number at [investors@timetechnoplast.com](mailto:investors@timetechnoplast.com) latest by Wednesday September 22, 2021.

2. Shareholders will get confirmation on first cum first basis depending upon the provision made by the client.
3. Shareholders will receive “speaking serial number” once they mark attendance for the meeting.
4. Other shareholder may ask questions to the panellist, via active chat-board during the meeting.
5. Please remember speaking serial number and start your conversation with panellist by switching on video mode and audio of your device.

Shareholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.

**C. Instructions for Shareholders to Vote during the AGM through InstaMeet:**

Once the electronic voting is activated by the Scrutinizer/Moderator during the meeting, shareholders who have not exercised their vote through the remote e-voting can cast the vote as under: -

1. On the shareholders VC page, click on the link for e-Voting ‘Cast your vote’.
2. Enter Demat Account No./Folio No. and OTP (received on the registered mobile number/ registered Email ID) received during registration for InstaMeet and click on ‘Submit’.
3. After successful login, you will see ‘Resolution Description’ and against the same the option ‘Favour/Against’ for voting.
4. Cast your vote by selecting appropriate option i.e. ‘Favour/Against’ as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under ‘Favour/Against’.
5. After selecting the appropriate option i.e. ‘Favour/Against’ as desired and you have decided to vote, click on ‘Save’. A confirmation box will be displayed. If you wish to confirm your vote, click on ‘Confirm’, else to change your vote, click on ‘Back’ and accordingly modify your vote.
6. Once you confirm your vote on the Resolution, you will not be allowed to modify or change your vote subsequently.

Note: Shareholders, who will be present in the Annual General Meeting through InstaMeet facility and have not cast 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 facility during the meeting. Shareholders who have voted through Remote e-Voting prior to the Annual General Meeting will be eligible to attend/ participate in the Annual General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.

Shareholders are encouraged to join the Meeting through Tablets/Laptops connected through broadband for better experience.

Shareholders are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

Please note that Shareholders connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

In case shareholders have any queries regarding login/e-voting, they may send an email to [instameet@linkintime.co.in](mailto:instameet@linkintime.co.in) or contact on: - Tel: 022-4918 6175.



## TIME TECHNOPLAST LIMITED

### Details of Directors seeking Appointment/Re-appointment at the 31st Annual General Meeting (Pursuant to Regulations 36 of the Listing Regulations and Secretarial Standards – 2 on General Meetings)

| Name of the Director   | Mr. Naveen Jain   | Mr. Praveen Kumar Agarwal   | Ms. Triveni Makhijani  |
|--|---|---|--|
| DIN  | 00183948  | 07294581  | 07284192   |
| Date of Birth  | 19/01/1966  | 05/07/1951  | 12/11/1966   |
| Age  | 54 years  | 70 years  | 54 years   |
| Date of First appointment  | 20/12/1989  | 13/02/2016  | 13/02/2016   |
| Qualifications   | Engineering from IIT Delhi  | Science graduate from Meerut University, B.E (Hons) from NIIT, Allahabad and Post Graduate in Business Administration from Delhi University.                            | Bachelor of Arts in English Literature graduate from Ramnarayan Ruia College, Mumbai   |
| Brief Resume of the Director   | Mr. Naveen Jain has a degree in Engineering with over 30 years of experience in production, quality management and projects management.                                   | Over 40 years of industrial experience in Power Sector with country's largest manufacturing organisation Bharat Heavy Electrical Ltd and Jaiprakash Power Ventures Ltd. | Business Leader and Independent Consultant with over 25 years of experience across various Media Organisations like Bennett Coleman and Co. Ltd (Times Group), Zee Network, HT Media (Hindustan Times) and Wizcraft International Entertainment. |
| Expertise in specific functional Areas   | Whole Time Director-Technical; responsible for operations of all the plants, technical developments, technology up gradation, product development and quality management. | Marketing, Business Development & Contract Management of large Projects   | Business Development & Planning  |
| Directorships in other Public Limited Companies (excluding foreign companies, private companies & Section 8 companies) | Ace Mouldings Ltd.  | No  | No   |
| Membership of Committees/ Chairmanship in other Public Limited Companies   | No  | No  | No   |
| No. of Board meetings attended during the year   | 4   | 4   | 4  |
| No. of shares held:<br>i. Own<br>ii. For other persons on a beneficial basis   | 45,63,750<br>-  | 300   | Nil  |
| Inter-se relationship with other Directors and Key Managerial Personnel  | No  | No  | No   |

**Note:** Pursuant to Regulation 26 of the Listing Regulations, only two Committees viz. Audit Committee and Stakeholders Relationship Committee have been considered.



## **EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 IN RESPECT OF THE SPECIAL BUSINESS**

The following Explanatory Statement sets out all material facts relating to the special businesses mentioned under Item Nos. 4 to 7 of the accompanying Notice.

### **Item No. 4**

The Company is required under the provisions of Section 148(3) of the Act, read with the Companies (Cost Records and Audit) Rules, 2014 ('the Rules'), as amended from time to time, to have the audit of its cost records conducted by a cost accountant in practice.

The Board of Directors at their meeting held on 28th May, 2021, on the recommendation of the Audit Committee, has approved the appointment of M/s. Darshan Vora & Co, Cost Accountants (Firm Registration No. 103886), as the Cost Auditors for the financial year ending 31<sup>st</sup> March, 2022 at a remuneration of ₹ 2,50,000 (Rupees Two Lakhs Fifty Thousand Only) plus applicable taxes and reimbursement of out of pocket expenses

In accordance with the provisions of Section 148(3) of the Act, read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors as recommended by the Audit Committee and approved by the Board of Directors, has to be ratified by the members of the Company. Accordingly, consent of the members is sought for passing an Ordinary Resolution as set out at Item No. 4 of the Notice for approval of the remuneration payable to the Cost Auditors, for the financial year ending 31<sup>st</sup> March, 2022.

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

None of the Directors and Key Managerial Personnel of the Company or their respective relatives is, in any way, concerned or interested, in the Resolution set out at Item No. 4 of the Notice.

### **Item No. 5 & 6**

Mr. Praveen Kumar Agarwal (DIN 07294581) and Ms. Triveni Makhijani (DIN 07284192) were appointed as Independent Directors on the Board of the Company pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions of the Companies Act, 2013 ("the Act") read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. They hold office as Independent Directors of the Company upto September 27, 2021 ("first term" in line with the explanation to Sections 149(10) and 149(11) of the Act).

The Nomination and Remuneration Committee (the "NRC Committee") of the Board of Directors, on the basis of the report of performance evaluation of Independent Directors, have recommended the re-appointment of Mr. Praveen Kumar Agarwal and Ms. Triveni Makhijani as Independent Directors for a second term of 5 (five) consecutive years on the Board of the Company in accordance with the provisions of the Act and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

The Board, based on the performance evaluation of Independent Directors and as per the recommendation of the Nomination and Remuneration Committee considers that, given their background and experience and contributions made by them during their tenure, the continued association of Mr. Praveen Kumar Agarwal and Ms. Triveni Makhijani would be beneficial to the Company and it is desirable to continue to avail their services as Independent Directors. Accordingly, it is proposed to re-appoint Mr. Praveen Kumar Agarwal and Ms. Triveni Makhijani as Independent Directors of the Company, not liable to retire by rotation and to hold office for a second term of 5 (five) consecutive years on the Board of the Company.

The above mentioned Directors are not disqualified from being appointed as Directors in terms of Section 164 of the Act and have given their consent to act as Directors. The Company has received declarations from each of them that they meet the criteria of independence as prescribed under Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations.

In the opinion of the Board, Mr. Praveen Kumar Agarwal and Ms. Triveni Makhijani fulfil the conditions for their re-appointment as Independent Directors as specified in the Act, the Rules made thereunder and the Listing Regulations. All of them are independent of the management.

A copy of their draft letters of appointment as Independent Directors setting out the terms and conditions are available for inspection by the Members at the corporate office of the Company on all working days (except Saturdays, Sundays and Public Holidays) between 01:00 pm to 04:00 pm up to the date of AGM.

## TIME TECHNOPLAST LIMITED

A Brief profile of the Independent Directors to be re-appointed is given below:

- A) Mr. Agarwal is a Science graduate from Meerut University, B.E ( Hons ) from NIIT, Allahabad and Post Graduate in Business Administration from Delhi University with over 40 years of industrial experience in Power Sector with country's largest manufacturing organization Bharat Heavy Electrical Ltd and Jaiprakash Power Ventures Ltd.
- B) Ms. Triveni Makhijani is a Bachelor of Arts in English Literature graduate from Ramnarayan Ruia College, Mumbai. She is a Leader and Independent Consultant with over 25 years of experience across various Media Organisations like Bennett Coleman and Co. Ltd (Times Group), Zee Network, HT Media (Hindustan Times) and Wizcraft International Entertainment.

None of the Directors, Key Managerial Personnel and their relatives other than Mr. Praveen Kumar Agarwal and Ms. Triveni Makhijani are concerned or interested in the respective resolutions for their appointment.

The Board accordingly recommends the special resolutions as set out at item nos. 5 and 6 of this Notice for your approval.

### Item No. 7

At present the Authorized share capital of the company is ₹32,50,00,000 (Rupees Thirty Two Crores Fifty Lakhs only) divided into 30,00,00,000 (Thirty Crores) Equity Shares of ₹1/- each and 25,00,000 (Twenty Five Lakhs) Redeemable Preference Shares of ₹10/- each out of which paid up share capital of the company is Rs. 22,61,46,750 (Rupees Twenty Two Crore Sixty One Lacs Forty Six Thousand Seven Hundred Fifty Only) divided into 22,61,46,750 (Twenty Two Crore Sixty One Lakhs Forty Six Thousand Seven Hundred Fifty Only) equity shares of ₹1/- each.

Considering the future growth plans of the Company, the Board of Directors of the company in its meeting held on Friday, August 13, 2021 have accorded its approval to increase the Authorised Share Capital from ₹32,50,00,000 (Rupees Thirty Two Crores Fifty Lakhs only) to ₹52,50,00,000 (Rupees Fifty Two Crores Fifty Lakhs Only) subject to approval of members.

It is therefore proposed to increase the Authorised Share Capital of the Company from ₹32,50,00,000 (Rupees Thirty Two Crores Fifty Lakhs only) to ₹52,50,00,000 (Rupees Fifty Two Crores Fifty Lakhs Only) by creation of 20,00,00,000 (Twenty Crores) additional equity share of ₹1/- each, ranking pari passu with the existing Equity Shares in all respects as per the Memorandum and Articles of Association of the Company.

Consequently, Clause 'V' of the Memorandum of Association would also require alteration so as to reflect the changed Authorised Share Capital.

The proposal for increase in Authorised Share Capital and amendment of Memorandum of Association of the Company requires approval of members at a general meeting.

The Board recommends the Ordinary Resolution set out at Item No. 7 of the Notice for approval by the members.

None of the Directors and Key Managerial Personnel of the Company or their relatives is, in any way, concerned or interested, in the Resolution set out at Item No. 7 of the Notice.

**By Order of the Board**

**Manoj Kumar Mewara**  
**Sr. VP Finance & Company Secretary**

### Registered Office:

101, 1<sup>st</sup> Floor, Centre Point,  
Somnath Daman Road,  
Somnath, Dabhel,  
Nani Daman,  
Dadra and Nagar Haveli and Daman and Diu,  
(U.T.) – 396210

Date: August 13, 2021

Place: Mumbai