

MINUTES BOOK

MOLD-TEK PACKAGING LIMITED,
Registered office: Plot # 700, Road No 36, Jubilee Hills,
Hyderabad - 500 033.

MINUTES OF THE 23RD ANNUAL GENERAL MEETING OF THE MEMBERS OF THE COMPANY HELD ON WEDNESDAY, 30TH SEPTEMBER, 2020, THROUGH VIDEO CONFERENCING ("VC")/ OTHER AUDIO VISUAL MEANS ("OAVM") COMMENCED AT 11.00 A.M. AND CONCLUDED AT 11.30 A.M.

DIRECTORS PRESENT PHYSICALLY

Mr. J. Lakshmana Rao - Chairman & Managing Director
Mr. A. Subramanyam - Deputy Managing Director
Mr. P. Venkateswara Rao - Deputy Managing Director

DIRECTORS PRESENT THROUGH VIDEO CONFERENCING

Mrs. Madhuri VRV - Non-executive Independent Woman Director
Mr. I. Eswara Rao - Non-executive Independent Director
Mr. Srinivas Madireddy - Whole Time Director
Mr. T. Venkateswara Rao - Non-executive Independent Director
Mr. Dhanraj Tirumala - Non-executive Independent Director

COMPANY SECRETARY

Thakur Vishal Singh

CHIEF FINANCIAL OFFICER

Mrs. A. Seshu Kumar

STATUTORY AUDITORS

M. Anandam & Co, Chartered Accountants

SCRUTINIZER

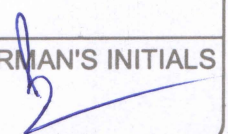
Ashish Kumar Gagar- Company Secretary in Practice

MEMBERS PRESENT:

65 Members were present through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM") in the 23rd Annual General Meeting of the Company.

Election of Chairman:

1. Mr. J. Lakshmana Rao, Chairman of the Board, presided as the chairman of the meeting.



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2. All the Statutory Registers, Secretarial Audit report, Auditors' report, Directors' report and Statutory Auditors' certificate on ESOP Scheme and ESOS Scheme were available for inspection.
3. Mr. I. Eswara Rao, Chairman of Audit committee, and Mr. T. Venkateswara Rao, Chairman of Stakeholder Relationship committee and members in Nomination and remuneration committee meeting was present in the meeting.
4. The quorum being present, the Company Secretary declared the meeting in order and extended welcome to the members at the 23rd Annual General Meeting.
5. Further, the Company Secretary informed the members that 23rd Annual General Meeting of Mold-Tek Packaging Limited is conducted through Video Conferencing /Other Audio Video Means in accordance with the relevant circulars issued by the Ministry of Corporate Affairs and SEBI.
6. The Notice along with other reports dated 2nd September, 2020, calling the Annual General Meeting, as circulated to all the members through e-mails, was taken as read.
7. The Directors' Report, as circulated to all the members was also taken as read.
8. Since there were no qualifications, observations or comments in the Auditors' Report and Secretarial Auditor Report except provided thereof, with the consent of the members the same were taken as read.

Chairman then delivered his speech to the members and highlighted various aspects such as performance of company for the year 2019-20. Then some of the members attending the meeting who were registered as speakers, raised few questions, and sought certain information and clarifications. Chairman provided all the clarifications/information as sought by the shareholders.

After concluding his Speech and after providing clarifications/information as sought by the shareholders, it was informed to the shareholders that pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules 2014, the Company has extended remote e-voting facility to the members of the Company in respect of businesses to be transacted at the Annual General Meeting. The remote e-voting commenced from 9.00 a.m. on 26th September, 2020 and ended at 5.00 p.m. on 29th September, 2020. Mr. Ashish Kumar Gaggar, Company Secretary in Practice had been appointed as Scrutinizer for remote e-voting for ensuing Annual General Meeting.

Chairman then announced that the results for e-Voting, which along with Scrutinizer's report will be placed on website of the company, e-voting agency - CDSL and will be intimated to the Stock exchange within 48 hours from the conclusion of the Annual General Meeting.

Chairman thanked the shareholders for their active support to the Company and declared the formal closure of 23rd Annual General Meeting of the Company.

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On 1st October, 2020, after counting & verification of votes through e-voting, Chairman noted the report on the results of e-voting submitted by the Scrutinizer on all the resolutions placed before the shareholders. The following results were also announced through the website of the company, remote e-voting agency - CDSL, Bombay Stock Exchange and National Stock Exchange.

ORDINARY BUSINESS:

ITEM NO. 1: RECEIVED, CONSIDERED AND ADOPTED THE AUDITED FINANCIAL STATEMENTS (INCLUDING AUDITED CONSOLIDATED FINANCIAL STATEMENTS) FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2020 AND THE REPORTS OF THE DIRECTORS AND AUDITORS THEREON.

“RESOLVED THAT audited financial statements (including consolidated financial statements) for the financial year ended 31st March, 2020, together with schedules and notes appended thereto and the report of Directors’ and Auditors’ of the Company be and is hereby received, considered, approved and adopted.”

(i) Voted in favour of the resolution

Particulars	No. of Members Voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	159	15015682	99.99
Voting at the AGM	3	1000	0.01
Total	162	15016682	100

(ii) Voted against the resolution

Particulars	No of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	5	16	Negligible
Voting at the AGM	0	0	0
Total	5	16	Negligible

Result: The ordinary resolution was passed as requisite majority of votes were cast in favour of the resolution.

ITEM NO. 2: CONFIRMED THE PAYMENT OF INTERIM DIVIDEND PAID DURING THE YEAR ON EQUITY SHARES FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2020:

“RESOLVED THAT pursuant to the provisions of Section 123 and other applicable provisions, if any, of the Companies Act, 2013, the members hereby confirm payment of interim dividend for the financial year 2019-20 at the rate of 100% on the paid-up value of each equity share of the Company be paid to the shareholders whose names appear in the register of members of the Company at the end of the Business Hours on 21st March, 2020, and in respect of shares held in electronic form to those “Deemed

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Members” whose names appear in the Statement of Beneficial Ownership furnished by National Securities Depository Limited (NSDL) and the Central Depository Services (India) Limited (CDSL).”

(i) Voted in favour of the resolution

Particulars	No. of Members Voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	157	15015639	99.99
Voting at the AGM	3	1000	0.01
Total	160	15016639	1000

(ii) Voted against the resolution

Particulars	No of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	7	59	Negligible
Voting at the AGM	0	0	0
Total	7	59	Negligible

Result: The ordinary resolution was passed as requisite majority of votes were cast in favour of the resolution.

ITEM NO. 3: APPOINTED A DIRECTOR IN PLACE OF MR. A SUBRAMANYAM, DEPUTY MANAGING DIRECTOR (DIN: 00654046) WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT:

"RESOLVED THAT Mr. A Subramanyam, Deputy Managing Director (DIN: 00654046) of the Company retiring by rotation at this Annual General Meeting be and is hereby re-appointed as Director of the Company".

(i) Voted in favour of the resolution

Particulars	No. of Members Voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	155	15014552	99.98
Voting at the AGM	3	1000	0.01
Total	158	15015552	99.99

(ii) Voted against the resolution

Particulars	No of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	9	1146	0.01
Voting at the AGM	0	0	0
Total	9	1146	0.01

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Result: The ordinary resolution was passed as requisite majority of votes were cast in favour of the resolution.

SPECIAL BUSINESS

ITEM NO. 4: APPOINTED MR. TOGARU DHANRAJ TIRUMALA NARASIMHA AS A NON-EXECUTIVE DIRECTOR, INDEPENDENT CATEGORY:

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Togaru Dhanraj Tirumala Narasimha (DIN: 01411541), who was appointed as an Additional Director, Independent category and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a Member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for five consecutive years from 27th January, 2020 to 26th January, 2025, whose period of office shall not be liable to retire by rotation.”

(i) Voted in favour of the resolution

Particulars	No. of Members Voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	157	15015512	99.99
Voting at the AGM	3	1000	0.01
Total	160	15016512	100

(ii) Voted against the resolution

Particulars	No of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	7	186	Negligible
Voting at the AGM	0	0	0
Total	7	186	Negligible

Result: The ordinary resolution was passed as requisite majority of votes were cast in favour of the resolution.

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ITEM NO. 5: APPOINTED MRS. MADHURI VENKATA RAMANI VISWANADHAM AS A NON-EXECUTIVE WOMAN DIRECTOR, INDEPENDENT CATEGORY:

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and 17 (1) (a) and the other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mrs. Madhuri Venkata Ramani Viswanadham (DIN: 08715322), who was appointed as an Additional Woman Director, Independent category and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a Member proposing her candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for five consecutive years from 11th March, 2020 to 10th March, 2025, whose period of office shall not be liable to retire by rotation.”

(i) Voted in favour of the resolution

Particulars	No. of Members Voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	155	15000502	99.99
Voting at the AGM	3	1000	0.01
Total	158	15001502	100

(ii) Voted against the resolution

Particulars	No of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	8	196	Negligible
Voting at the AGM	0	0	0
Total	8	196	Negligible


Result: The ordinary resolution was passed as requisite majority of votes were cast in favour of the resolution.

No votes were found invalid for all the resolutions in items No 1 to 5 of the notice of 23rd Annual General meeting.

The resolution on item No. 1,2,3,4,5, of the notice to the AGM, were passed with the requisite majority of the notice of 23rd Annual General meeting of the Company stood deemed to be passed on 30th September, 2020, being the date of the relevant Annual General Meeting of the members. There being no other business to transact, the meeting concluded with vote of thanks to the Chair.

Date: 8th October, 2020

Place: Hyderabad


CHAIRMAN