

BISIL

BISIL PLAST LIMITED

Registered Office: A-702, SHILP
AARON SINDHU BHAVAN
ROAD, BODAKDEV
AHMEDABAD-380059

Corporate Office: A-702, SHILP
AARON SINDHU BHAVAN
ROAD, BODAKDEV
AHMEDABAD-380059
CIN: L17119GJ1986PLC009009
EMAIL-ID: info@bisilplast.in

February 20, 2025

To

The Manager

**Listing Department:
Bombay Stock Exchange Ltd,
Mumbai.**

Reference :ISIN : INE214D01021 ; Symbol: BISIL ; Scrip Code: 531671

Dear Sir/Ma'am,

Subject: Intimation of Notice of Postal Ballot for E-voting of Bisil Plast Limited

We wish to inform you that the Company has on Thursday ,February, 20 2025 completed the dispatch of the Postal Ballot Notice to all the members whose name appears in the Register of Members/ List of Beneficial Owners as on Friday ,February, 14 2025 through (a) electronic mail to the members whose email IDs are registered in the records of depository participants for seeking approval of the members of the Company by e-voting by electronic means for

- **Appointment Of Mr. Kevinkumar Mansukhlal Saparia (Din: 06511140) as Managing Director of the Company.**
- **Increase in Authorized Share Capital of the Company and Consequent Alteration in Capital Clause of the Memorandum of Association of the company.**
- **To Consider And Approve The Appointment Of Mr. Jagdip Panachand Vora (Din: 09518891) As Non- Executive Non-Independent Director Of The Company.**
- **Alteration of the Object Clause of the Memorandum of Association of the Company.**
- **To approve appointment of Mr. Kaushal Dharmeshbhai Patel (Din:10723735) as Non-Executive Independent Director of the Company**
- **To Approve Appointment of Mr. Vatsal Sanjaybhai Patel (Din: 10732711) as Non-Executive Independent Director of the Company**

The Company has engaged with the services of Central Depository Services (India) Limited for providing the e-voting facility and the e-voting period will commence from Saturday ,February, 22nd 2025 (from 9.00 AM) and end on Sunday ,March 23rd, 2025 (till 5.00 p.m.)

The Postal Ballot Notice along with the statement as required under Section 102 of the Companies Act, 2013, instructions for e-voting are available on the website of the Company

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Kindly take the same on record.

Thank you,

Yours truly

Yours Faithfully

For Bisil Plast Limited

Saparia
Kevinkumar
Mansukhlal

Digitally signed by Saparia
Kevinkumar Mansukhlal
Date: 2025.02.20 15:40:10
+05'30'

Kevinkumar mansukhlal Saparia
Director
DIN : 06511140

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NOTICE OF POSTAL BALLOT

[Pursuant to Section 110 of the Companies Act, 2013 read with Rule 20 &22 of the Companies (Management and Administration) Rules, 2014]

Dear Member(s),

REMOTE E-VOTING STARTS ON	REMOTE E-VOTING ENDS ON
Saturday, February 22 nd 2025 (from 9.00 AM)	Sunday, March 23 rd , 2025 (till 5.00 p.m.)

Notice is hereby given pursuant to the provisions of Section 110, and other applicable provisions of the Companies Act, 2013, as amended (the “Act”), read together with the Companies (Management and Administration) Rules, 2014, as amended (the “Management Rules”), General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022, 11/2022 dated December 28, 2022 and 09/2023 dated September 25, 2023 issued by the Ministry of Corporate Affairs, Government of India (the “MCA Circulars”), Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India (“SS-2”) and any other applicable law, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), that the resolutions appended below is proposed to be passed by the members of the Company , through postal ballot (the “Postal Ballot”) only by way of remote e-voting (“e-voting”) process. An Explanatory Statement pertaining to the said resolutions setting out the material facts and the reasons/rationale thereof form part of this Postal Ballot notice (“the Notice” or “the Postal Ballot Notice”).

In compliance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the “LODR Regulations”) and pursuant to the provisions of Sections 108 and 110 of the Act read with the rules framed thereunder and the MCA Circulars, the manner of voting on the proposed resolution is restricted only to e-voting i.e., by casting votes electronically instead of submitting postal ballot forms. Accordingly, the postal ballot notice and instructions for e-voting are being sent only through electronic mode to those Members whose email address is registered with the Company / depository participant(s). The details of the procedure to cast the vote forms part of the ‘Notes’ to this Notice.

The Board of Directors has appointed Mrs. Vishakha Agrawal, Practicing Company Secretaries as scrutinizer for conducting the Postal Ballot by remote e-voting process in a fair and transparent manner.

In compliance with the provisions of Section 108 and 110 of the Act(s), read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the

SEBI (Listing Obligation and Disclosure Requirements), 2015 ("Listing Regulations") the Company is providing e-voting facility to its members for voting on the resolution contained in this Postal Ballot Notice through Central Depository Services (India) Limited (CDSL). The members can vote on the resolutions through remote e-voting facility only. Assent or dissent of the members on the resolution mentioned in Postal Ballot Notice would only be taken through the remote e-voting system as per the MCA Circulars. During the e-voting period, members of the company, holding shares either in physical form or in dematerialized form, as February ,14 Friday 2025 can cast their vote electronically. The remote e-voting facility will be available from 9:00 Hours (IST) on Saturday, February 22nd,2025 up to 17:00 Hours (IST) on Sunday, March 23rd, 2025 (till 5.00 p.m) failing which it will be considered that no vote has been received from the shareholder. The e-voting facility will be disabled by CDSL immediately thereafter and will not be allowed beyond the said date and time.

The Statement pursuant to Section 102(1) and other applicable provisions of the Act read with the Rules setting out all material facts relating to the resolutions mentioned in this Postal Ballot Notice is annexed hereto.

The Scrutinizer will submit his report to the Chairman of the Company (the "Chairman") or any other person authorized by the Chairman, and the result of the voting by Postal Ballot will be announced not later than 2 working days from the conclusion of the e-voting. The result declared along with the Scrutinizer's report shall be communicated to www.bseindia.com and also be displayed on the Company's website [https:// www.bisilplast.com](https://www.bisilplast.com),

The last date of e-voting, i.e. Sunday, March 23rd, 2025 (till 5.00 p.m.) shall be the date on which the resolution would be deemed to have been passed, if approved by the requisite majority.

SPECIAL BUSINESS:

ITEM NO. 1: TO CONSIDER AND APPROVE THE APPOINTMENT OF MR. KEVINKUMAR MANSUKHLAL SAPARIA (DIN 06511140) AS MANAGING DIRECTOR OF THE COMPANY.

To consider and pass, the following resolution, as a **Ordinary Resolution:**

RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions of the Companies Act, 2013 ("the Act") read with Schedule 'V' thereof and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force) and the Articles of Association of the Company and based on the recommendations of the Nomination and Remuneration Committee and the Board of Directors of the Company and subject to such other sanctions/approvals, as may be necessary or required, consent of the members be and is hereby accorded for appointment of Mr. Kevinkumar

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Mansukhlal Saparia (DIN 10823080) Managing Director, for a period of 5 (Five) years effective from 10th January 2025 upto 10th January 2030, on such terms and conditions including remuneration as set out in the Explanatory Statement annexed to the Notice, with the power to the Board of Directors (hereinafter referred to as “the Board” which term shall include the sNomination and Remuneration Committee of the Board) to alter and vary the terms and conditions of the said appointment and/or remuneration as it may deem fit, within the maximum limits of remuneration approved by the Members of the Company.

RESOLVED FURTHER THAT notwithstanding anything contained herein, where in any financial year during the currency of the tenure of Mr. Kevinkumar mansukhlal Saparia , the Company has no profits or inadequate profit, Mr. Kevinkumar mansukhlal Saparia will be paid remuneration by way of salary and perquisites as set out in the Explanatory Statement annexed to the Notice, subject to requisite approval, if any, as may be required under the Act or rules made thereunder (including any modification or reenactment thereof).

RESOLVED FURTHER THAT the Board of Directors be and are hereby authorized to take such steps and do all such acts, deeds, matters and things as may be considered necessary, proper and expedient to give effect to this Resolution.

ITEM NO. 2 INCREASE IN AUTHORIZED SHARE CAPITAL OF THE COMPANY AND CONSEQUENT ALTERATION IN CAPITAL CLAUSE OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY

To consider and pass, the following resolution, as a **Ordinary Resolution**:

“**RESOLVED THAT** in accordance with the provisions of Sections 13, 61 and all other applicable provisions of the Companies Act, 2013 and rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the Articles of Association of the Company, approval of the members be and is hereby accorded to increase the Authorised Share Capital of the Company from ₹6,00,00,000/- (Rupees Six Crore only) divided into 6,00,00,000 (Six Crore only) equity shares of ₹ 1/- (Rupees One) each to ₹ 56,00,00,000 /- (Rupees Fifty Six Crore Only) divided into 56,00,00,000 /- (Fifty Six Crore Only) equity shares of face value of Rs. 1/- (One Rupee) each. By creation of additional 50,00,00,000/- (Fifty Crore) equity shares of ₹ 1/- (Rupees One) each and consequently, the existing Clause V of the Memorandum of Association of the Company be and is hereby altered and substituted by the following as new Clause V:

“**V.** The Authorised Share Capital of the Company is ₹ 56,00,00,000/- (Rupees Fifty six Crore) consisting of 56,00,00,000 (Fifty Six Crore only) equity shares of ₹ 1/- (Rupees One) each, with power to the Board to divide the shares in the capital for the time being into several classes and to attach thereto respectively such preferential, deferred, qualified or special rights, privileges or conditions as may be determined by or in accordance with the Articles of Association of the Company and to vary, modify, amalgamate or abrogate any such rights, privileges or conditions in such manner as may be for the time being provided by the Articles of Association of the Company.”

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as 'Board' which term shall include any duly constituted committee empowered by the Board to exercise its powers including powers conferred under this resolution) be and is hereby authorised to do all such acts, deeds, matters and things as it may deem fit in its absolute discretion, to delegate all or any of its powers conferred under this resolution to any Director or Key Managerial Personnel or any officer / executive of the Company and to resolve all such issues, questions, difficulties or doubts whatsoever that may arise in this regard and all action(s) taken by the Company in connection with any matter referred to or contemplated in this resolution, be and are hereby approved, ratified and confirmed in all respects.

ITEM NO. 3 TO CONSIDER AND APPROVE THE APPOINTMENT OF MR. JAGDIP PANACHAND VORA (DIN: 09518891) AS NON- EXECUTIVE NON-INDEPENDENT DIRECTOR OF THE COMPANY.

To consider and pass, the following resolution, as an **Ordinary Resolution:**

“RESOLVED THAT Mr. Jagdip Panachand Vora (DIN: 09518891) who was appointed as the Additional Non Executive -Non Independent Director of the Company by the board of directors in their meeting held on 04th September, 2024, under section 161(1) of the Companies act 2013 and the Rules made thereunder Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') be and here is by appointed as the Non-Executive Non Independent Director of the company,

RESOLVED FURTHER THAT the Board (including any Committee duly constituted by the Board of Directors or any authority as approved by the Board of Directors) or any Director of the Company be and is hereby authorized to do all such acts, deeds and things and to sign and execute all such deed, documents and instruments as may be necessary, expedient and incidental thereto to give effect to this resolution.”

ITEM NO. 4 ALTERATION OF THE OBJECT CLAUSE OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY.

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

RESOLVED THAT pursuant to the provisions of Sections 4, 13 and other applicable provisions, if any, of the Companies Act, 2013 (the “Act”) read with applicable rules made thereunder, including any statutory modification(s) or re-enactment(s) thereto for the time being in force, and subject to the approval of the Registrar of Companies, the consent of the Members be and is hereby accorded for effecting the alteration in the existing Object Clause of the Memorandum of Association (the “MoA”) of the Company by adding the following as sub-clause 4,5,6 in Clause III (a) of the MoA

4. To carry on the business of cultivation, farming, and production of crops, fruits, vegetables, grains, and other agricultural products. To engage in the breeding, raising, and management of livestock, poultry, and aquaculture for the production of meat, dairy, eggs, and other animal-

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related products. To process, package, and market agricultural products, including but not limited to milling, grinding, canning, and preserving. To manufacture, import, export, buy, sell, trade, and deal in fertilizers, pesticides, seeds, and other agricultural inputs. To provide agricultural services, including crop advisory, soil testing, pest control, and farm management. To establish and operate agricultural research and development facilities for the improvement and innovation of farming techniques, crop varieties, and animal husbandry practices. To set up and manage farms, orchards, plantations, and nurseries for the cultivation and propagation of agricultural and horticultural products. To engage in the development and promotion of organic and sustainable farming practices. To establish and manage retail and wholesale outlets for the sale of agricultural products, equipment, and inputs. To enter into collaborations, joint ventures, and partnerships with other entities for the development of agriculture-related projects. To invest in and acquire shares or interests in other companies engaged in agriculture-related activities. To undertake any other business activities that are incidental or conducive to the attainment of the above objects

5. To carry on all or any of the business of goldsmiths, silver smiths, jewellers, gem and diamond merchants and Trading and of manufacturing and dealing in clocks, watches, jewellery, cutlery and their components and accessories and of producing acquiring and trading in metals, bullion, gold ornaments, silver utensils, diamond, precious stones, paintings, manuscripts, antiques and objects of art and importers and exporters of bullion and other refined and smelted metals. To carry on in India or abroad the business to manufacture, produce .design, develop, modify, refine, repair, process, alter, exchange. set. convert. finish, polish, cut, fit, trim. contract, subcontract, supply, buy, sell, import ,export .wholesale, retail and to act as agent, broker, adiatas. job worker, consignor, contractor, vendor, collaborator, stockiest, distributor or otherwise to deal in all shapes, size, varieties, design, applications, combinations and use of apparels, ornaments, gems, jewellery(s). goods, , antiques, articles and things, their parts. Accessories ,fillings, components. ingredients and materials thereof made partly or wholly of gold. silver, platinum or other precious metals and alloys, thereof together with precious, semiprecious, imitation, synthetic, natural or other varieties 'of stones and materials whatsoever

6. To carry on business of plastic recycling and as dealers in plastic raw materials, resins, goods and articles connected with the plastic manufacturing industry and importers, exporters, manufacturers, agents and representatives and dealers in all kinds of plastic raw materials and products and to carry on in India or elsewhere the business to provide, commercialize, control, develop, establish, handle, operate, hold, pack, organise, promote, service, supervise, represent and to act as agent, concessionaires, consultants, booking agents or deal in all types reusable materials through recycling operations, remediation services for decontaminating buildings, mine sites, soil, or groundwater, and dispose of garbage and other waste materials.

RESOLVED FURTHER THAT for the purpose of giving effect to these resolutions, and to settle any queries, difficulties or doubt that may arise in this regard, the Board of Directors of the Company be and are hereby authorized to do all such acts, deeds and things and to execute all such applications, affidavits, undertakings, documents, deeds and writings as they may in their absolute discretion deem fit, necessary, desirable or expedient, including but not limited to accept any modification or alteration suggested by the competent authorities.

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ITEM NO. 5 TO APPROVE APPOINTMENT OF MR. KAUSHAL DHARMESHBHAI PATEL (DIN: 10723735) AS NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, Schedule IV and any other applicable provisions of the Companies Act, 2013 (“Act”) read with the Rules made thereunder, and applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“SEBI Listing Regulations”) (including any statutory modification(s) or re-enactment thereof for the time being in force), the Articles of Association of the Company and pursuant to the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors, Mr. Kaushal Dharmeshbhai Patel (DIN: 10723735), who was appointed as an Additional Director to be designated as Independent Director with effect from 10th January 2025, and has submitted a declaration that he meets the criteria of independence under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations, be and is hereby appointed as a Non-Executive Independent Director of the Company to hold office for a term of five (5) consecutive years with effect from 10th January 2025 to 10th January, 2030, not subject to retirement by rotation, upon such remuneration as detailed in the explanatory statement hereto and as may be determined by the Board of Directors of the Company from time to time within the overall limits

“RESOLVED FURTHER THAT any Director and/or the Company Secretary of the Company be and is hereby authorized to do all acts, deeds and things including filings and take steps as may be deemed necessary, proper or expedient to give effect to this Resolution and matters incidental thereto

ITEM NO.6 TO APPROVE APPOINTMENT OF MR. VATSAL SANJAYBHAI PATEL (DIN: 10732711) AS NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, Schedule IV and any other applicable provisions of the Companies Act, 2013 (“Act”) read with the Rules made thereunder, and applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“SEBI Listing Regulations”) (including any statutory modification(s) or re-enactment thereof for the time being in force), the Articles of Association of the Company and pursuant to the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors, Mr. Vatsal Sanjaybhai Patel, (DIN: 10732711) who was appointed as an Additional Director to be designated as Independent Director with effect from 10th January 2025, and has submitted a declaration that he meets the criteria of independence under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations, be and is hereby appointed as a Non-Executive Independent Director of the Company to hold office for a term of five (5) consecutive years with effect from 10th January 2025 to 10th January 2030, not subject to retirement by rotation, upon such

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remuneration as detailed in the explanatory statement hereto and as may be determined by the Board of Directors of the Company from time to time within the overall limits

“RESOLVED FURTHER THAT any Director and/or the Company Secretary of the Company be and is hereby authorized to do all acts, deeds and things including filings and take steps as may be deemed necessary, proper or expedient to give effect to this Resolution and matters incidental thereto

Registered office :
Office No. 702/3 7th Floor Shilp Aaron
Sindhu Bhavan Road Thaltej Ahmedabad
380059

By order of the Board
Bisil Plast Limited

Place: Ahmedabad
Date 14th February 2025

Mr. Kaushal Dharmeshbhai Patel
Director
DIN: 10723735

Notes:

1. The explanatory statement pursuant to Sections 102 and 110 of the Act stating all material facts and the reasons for the proposal is annexed herewith. It also contains all the disclosures as specified in the Act, Listing Regulations and MCA Circulars.
2. The Postal Ballot Notice is being sent to all the Members of the Company whose names appear on the Register of Members/ List of Beneficial Owners as received from National Securities Depository Limited (“NSDL”) and Central Depository Services (India) Limited (“CDSL”), (NSDL together with CDSL, (the “Depositories”) and is available with the Company as on February, 20 Thursday 2025. A copy of this Postal Ballot Notice will also be available on the website of the Company the relevant section of the websites of the Stock Exchange on which the Equity Shares of the Company are listed and the website of Central Depository Services (India) Limited (“CDSL”)
3. Voting rights shall be reckoned on the paid-up value of equity shares registered in the name of the members as on February 14 Friday ,2025. A person who is not a shareholder on this date should treat this notice for information purpose only.
4. The Company is sending Postal Ballot Notice in electronic form only. To facilitate such members to receive this notice electronically and cast their vote electronically, the Company has made special arrangement with its Registrar & Share Transfer Agent for registration of email addresses in terms of the MCA Circulars.

5. In compliance with Sections 108 and 110 of the Act and the Rules made thereunder and Regulation 44 of "Listing Regulations". The Company has provided the facility to the members to vote on the resolution through the e-voting facility arranged by Central Depository Services (India) Limited ("CDSL"). The instructions for e-voting are annexed to this Postal Ballot Notice. All the members are requested to cast their votes only through remote e-voting. A member cannot exercise vote by sending physical Postal Ballot.
6. The Scrutinizer will submit his report to the Chairman of the Company (the "Chairman") or any other person authorized by the Chairman, and the result of the voting by Postal Ballot will be announced not later than 2 working days from the conclusion of the e-voting. The result declared along with the Scrutinizer's report shall be communicated to BSE Limited ("BSE"), and also be displayed on the Company's website www.bisilplast.com. The last date of e-voting, i.e. March 23th, Sunday 2025 (till 5.00 p.m.) shall be the date on which the resolution would be deemed to have been passed, if approved by the requisite majority.
7. All the material documents referred to in the explanatory statement will be available or inspection electronically and at the registered office of the Company, during office hours on all working days from the date of dispatch of the Postal Ballot Notice until the last date for receipt of votes by remote e-voting. Members seeking electronic inspection of such documents can send an email to [https:// bisilplast.com](https://bisilplast.com),

8. General information and instructions relating to e-voting

Pursuant to the provisions of Section 108 of the Act read with the Rules thereunder and Regulation 44 of Listing Regulations, the Company is offering e-voting facility to its members in respect of the resolution proposed to be passed in terms of Postal Ballot Notice. The Company has engaged the services of Central Depository Services (India) Limited ("CDSL") as the Authorized Agency to provide e-voting facilities. The e-voting facility will be available during the following voting period:

- a) Commencement of e-voting: Saturday, February, 22th 2025 (from 9.00 AM)
- b) End of e-voting: ,Sunday March 23th, 2025 (till 5.00 p.m.)
- c) The cut-off date for the purpose of e-voting is Friday, February ,14 2025
- d) This communication forms an integral part of the Postal Ballot Notice, which is enclose herewith and is also made available on the website of the Company www.bisilplast.com
- e) Please read the instructions for e-voting given below before exercising the vote

CDSL e-Voting System – For Remote e-voting or postal ballot

THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING ARE AS UNDER:

- (i) The voting period begins on Saturday ,February, 22th 2025 (from 9.00 AM)) and end Sunday, March 23th 2025 (till 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 (record date February ,14 Friday 2025)may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

- (ii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

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

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

- (iii) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility. Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

Type of Shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none">1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be madeavailable to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest arehttps://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi.2. After successful login the Easi / Easiest user will be able to see the e- Voting option for eligible companies where the evoting is in progress as per the information provided by company. On

	<p>clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e- Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e- Voting Service Providers i.e.CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly.</p> <p>3. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration.</p> <p>4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page or click on https://evoting.cdslindia.com/Evoting/EvotingLogin The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers. Individual</p>
Individual Shareholders holding securities in demat mode with NSDL	<p>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: https://eservices.nsd.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e- Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p> <p>2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ 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</p>

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 & voting during the meeting. You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e- Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use ForgetUser ID and Forget Password option available at abovementioned website. Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL.

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 and 22-23058542-43.
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 evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

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

- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
- 2) Click on “Shareholders” module.
- 3) Now enter your User ID

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

For Physical shareholders and other than individual shareholders holding shares in Demat.	
PAN	Department (Applicable for both demat shareholders as well as physical shareholders) *Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	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. *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.

- (v) After entering these details appropriately, click on “SUBMIT” tab.
- (vi) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (vii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (viii) Click on the EVSN for the relevant <Company Name> on which you choose to vote.

- (ix) 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.
- (x) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xi) 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.
- (xii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiii) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xiv) 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.
- (xv) Additional Facility for Non – Individual Shareholders and Custodians –For Remot Voting only.

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- 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 mailed 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 favor of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

Alternatively, Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; www.aaplustradelink.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same

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

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested

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scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to Company/RTA email id.

2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e- Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at 022-23058738 and 022-23058542/43.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on 022-23058542/43

ANNEXURE TO NOTICE

EXPLANATORY STATEMENT U/S 102 OF THE COMPANIES ACT, 2013

ITEM NO. 1

The Board, based on the recommendations of the Nomination and Remuneration Committee, subject to the approval of the Members of the Company, also approved appointed Mr. Kevinkumar Mansukhlal Saparia (DIN 06511140) as the Managing Director, for a term of 5 (Five) years effective From 10th January 2025, subject to the approval of the Members of the Company.

Mr. Kevinkumar Mansukhlal Saparia (DIN 06511140) has given his consent to act as the Managing Director of the Company. Also, as per the confirmations received from him, he is not disqualified from being appointed as a Director in terms of Section 164 of the Act and satisfies all the conditions as set out under Part I of Schedule V and Section 196(3) of the Act for his appointment as Managing Director. The Company has received a notice in writing from a Member under Section 160 of the Act proposing the candidature of Mr. Kevinkumar Mansukhlal Saparia (DIN 06511140) for the office of a Director of the Company. The remuneration proposed to be paid to Mr. Kevinkumar Mansukhlal Saparia is Rs.6,00,000 /- per annum including all perquisites.

MINIMUM REMUNERATION

In any financial year, if the Company has no profits or its profits are inadequate, the Company shall pay the remuneration to the Director in accordance with the provisions of Section 197 read with Schedule V of the Act and rules framed thereunder and any other applicable

provisions of the Act or any statutory modification or re-enactment thereof.

As required by Regulation 30 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, the particulars of Directors who are proposed to be appointed are given below:

S.No	Particulars	Details
1	Reason for change viz. Appointment	Appointment as Managing Director Of the company .
2.	Date of Appointment/ cessation (as applicable) and term of appointment	23/09/2024 (Appointment as Director) For a period of five years subject to the approval of shareholders
3.	Brief Profile (In case of appointment)	Mr. Kevinkumar Mansukhlal Saparia have vast experience in the field of Finance and Management. As a Managing Director of the Company, he shall be responsible for the performance of the company, as directed by the board's overall strategy. He shall also be responsible for putting in place adequate operational planning and financial control systems and monitoring the Company's overall growth
4.	Disclosure of Relationship between Directors {in case of appointment of Director)	He is not related to any Directors of the company
5.	Declaration pursuant to BSE Circular No. LIST/COMP/14/2018- 19 dated June 20, 2018,	Mr. Kevinkumar Mansukhlal Saparia is not debarred from holding office of the Managing Director by virtue of any order passed by the Securities and Exchange Board of India or any other such authority

The Board of Directors recommends the resolution at item no. 1 to be passed as **Ordinary Resolution**

None of the Directors/Key Managerial Personnel and their relatives is concerned or interested in the passing of the aforesaid resolution(s) as mentioned at item no. 1 above, except to the extent of their shareholding, if any.

ITEM NO.2

In order to broad base the Capital Structure and to meet funding requirements of the Company and to enable the Company to issue further shares, It is proposed Increase in authorised share capital of the company from present 6,00,00,000/- (Rupees Six Crores Only) divided into 6,00,00,000 (Rupees Six Crores Only) equity shares of face value of Rs. 1/- (One Rupee) each to 56,00,00,000 /- (Rupees Fifty Six Crore Only) divided into 56,00,00,000 /- (Fifty Six Crore)

equity shares of face value of Rs. 1/- (One Rupees) each and that clause V of Memorandum of Association be altered accordingly

As a consequence of increase of Authorised Share Capital of the Company, the existing Authorised Share Capital Clause in Memorandum of Association of the Company be altered accordingly. The proposed increase of Authorised Share Capital requires the approval of members in general meeting u/s 13 and 61 of the Companies Act, 2013

Details required under regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P /CIR/2023/123 dated July 13, 2023:

AMENDMENT TO MEMORANDUM OF ASSOCIATION PERTAINING TO INCREASE IN AUTHORISED SHARE CAPITAL:

Amendment in Capital Clause of the Memorandum of Association (“MOA”) of Company:

Clause No.	Existing Clause	Proposed Clause
V	The Authorized Share Capital of the Company is 6,00,00,000/- (Rupees Six Crores Only) divided into 6,00,00,000/- (Six Crores Only) equity shares of face value of Rs. 1/- (One Rupee).	The Authorized Share Capital of the Company is Rs. 56,00,00,000 /- (Rupees Fifty Six Crores Only) divided into 56,00,00,000 (Fifty Six Crores) Fully paid up equity shares of face value of Rs. 1/- (One Rupees) each.

The Board of Directors recommends the resolution at item no. 3 to be passed as **Ordinary Resolution**

ITEM NO.3

The approval of members for appointment of Mr. Jagdip Panachand Vora (DIN: 09518891) as Non- Executive Non Independent Director of the Company, as approved by the Board & Nomination & Remuneration Committee in there meeting held on 4th September, 2024

The present proposal is to seek the Shareholders' approval for the Mr. Jagdip Panachand Vora (DIN: 09518891) as Non- Executive Non Independent Director in terms of the applicable provisions of the Companies Act, 2013and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘Listing Regulations’). The remuneration payable to him shall remain the same as recommended by the Nomination and remuneration committee.

Brief profile of Mr. Jagdip Panachand Vora (DIN: 09518891) is given below:

Sr. No.	Disclosure Requirement	Details
1	Reason for change viz. Appointment	Mr. Jagdip Panachand Vora (DIN: 09518891)) has been appointed as an Additional Non Executive Non Independent Director director to be designated as an Non Executive Non Independent Director of the Company with effect from September 04, 2024, subject to approval of Shareholders.
2	Date of Appointment	04 th September, 2024
3	Brief Profile (In case of appointment)	Mr. Jagdip Panachand Vora (DIN: 09518891) has experience in the field of Management.
4	Disclosure of Relationship between Directors {in case of appointment of Director)	He is not related to any Directors of the company
5	Declaration pursuant to BSE Circular No. LIST/COMP/14/2018- 19 dated June 20, 2018,	Mr. Jagdip Panachand Vora (DIN: 09518891) is not debarred from holding office of the Director by virtue of any order passed by the Securities and Exchange Board of India or any other such authority

The Board of Directors recommends the resolution at item no. 3 to be passed as **Ordinary Resolution**

None of the Directors/Key Managerial Personnel and their relatives is concerned or interested in the passing of the aforesaid resolution(s) as mentioned at item no. 3 above, except to the extent of their shareholding, if any.

ITEM NO. 4 Your Company intends to expand its present scope of business and is proposing to enter into "Precious metals, Gold, Diamond ,Recycling of Plastic and agriculture activities". Since the activity of "Precious metals, Gold, Diamond ,Recycling of Plastic and agriculture activities". to be included in the Main Objects Clause of the Memorandum of Association ("MOA"), Memorandum of Association of the Company is required to be altered. The Board of Directors of the Company in their meeting held on 14th February ,2025 has approved the alteration of Objects Clause of MOA, subject to approval of the members of the Company by way of **Special Resolution**.

By insertion of new object clause in the MOA, the company will be in position to carry out new line of business activity mainly activities relating to Gold Diamond & Agriculture sector . Further, the directors of the company are also having exposure in this line of business, the board of the company is of the view that it would be beneficial and in the interest of the company and its stakeholders to carry this activity. This will also result into increase in revenue and profit of the company.

The Board of Directors recommends the resolution at item no. 4 to be passed as **Special Resolution**

None of the Directors/Key Managerial Personnel and their relatives is concerned or interested in the passing of the aforesaid resolution(s) as mentioned at item no. 4 above, except to the extent of their shareholding, if any.

ITEM NO.5 The approval of members for appointment of Mr. Kaushal Dharmeshbhai Patel (DIN 10723735) as Non- Executive Independent Director of the Company, as approved by the Board of Directors & Nomination & Remuneration Committee in there meeting held on 10th January, 2024

The present proposal is to seek the Shareholders' approval for the appointment of Mr. Kaushal Dharmeshbhai Patel (DIN 10723735) as Non- Executive Independent Director in terms of the applicable provisions of the Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'). The remuneration payable to him shall remain the same as recommended by the Nomination and remuneration committee.

Brief profile of Mr. Kaushal Dharmeshbhai Patel is Given Below

Sr. No.	Disclosure Requirement	Details
1	Reason for change viz. Appointment	Mr. Kaushal Dharmeshbhai Patel (DIN: 10723735) has been appointed as an Additional director to be designated as an Independent Director of the Company with effect from 10 th January , 2025 subject to approval of Shareholders.
2	Date of Appointment	10 th January, 2025
4	Brief Profile (In case of appointment)	Mr. Kaushal Dharmeshbhai Patel have vast experience in the field of Finance and Management,
5	Disclosure of Relationship between Directors {in case of appointment of Director)	He is not related to any Directors of the company
6	Declaration pursuant to BSE Circular No. LIST/COMP/14/2018- 19 dated June 20, 2018,	Mr. Kaushal Dharmeshbhai Patel is not debarred from

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holding office of the Director by virtue of any order passed by the Securities and Exchange Board of India or any other such authority

The Board of Directors recommends the resolution at item no. 5 to be passed as **Special Resolution**

None of the Directors/Key Managerial Personnel and their relatives is concerned or interested in the passing of the aforesaid resolution(s) as mentioned at item no. 5 above, except to the extent of their shareholding, if any.

ITEM NO.6 The approval of members for appointment of Mr. Vatsal Sanjaybhai Patel (DIN: 10732711) as Non- Executive Independent Director of the Company, as approved by the Board of Directors & Nomination & Remuneration Committee in there meeting held on 10th January, 2024

The present proposal is to seek the Shareholders' approval for the appointment of Mr. Vatsal Sanjaybhai Patel (DIN: 10732711) as Non- Executive Independent Director in terms of the applicable provisions of the Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'). The remuneration payable to him shall remain the same as recommended by the Nomination and remuneration committee.

Brief Profile of Mr.Vatsal Sanjaybhai Patel is Given Below

Sr. No.	Disclosure Requirement	Details
1	Reason for change viz. Appointment	Mr. Vatsal Sanjaybhai Patel (DIN: 10732711) has been appointed as an Additional director to be designated as an Independent Director of the Company with effect from January 10 th 2025, subject to approval of Shareholders.
2	Date of Appointment	10 th January, 2025
4	Brief Profile (In case of appointment)	Mr. Vatsal Sanjaybhai Patel have vast experience in the field of Finance and Management,
5	Disclosure of Relationship between Directors {in case of appointment of Director}	He is not related to any Directors of the company
6	Declaration pursuant to BSE Circular No. LIST/COMP/14/2018- 19 dated June 20, 2018,	Mr. Vatsal Sanjaybhai Patel is not debarred from holding

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		office of the Director by virtue of any order passed by the Securities and Exchange Board of India or any other such authority
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The Board of Directors recommends the resolution at item no. 1 to be passed as **Special Resolution**

None of the Directors, Key Managerial Personnel and their relatives are concerned or interested, financially or otherwise, in the resolutions as mentioned in Item no. 6 of this Notice except to the extent of their shareholdings in the Company, if any.

Accordingly, Your Board recommend the Resolution at item nos. 1,2and 3 of this Notice, for your approval as **Ordinay Resolution**.and **Special Resolution** for item nos.4,5and 6.

None of the Directors/Key Managerial Personnel and their relatives is concerned or interested in the passing of the aforesaid resolution(s) as mentioned above.

Registered office :
Office No. 702/3 7th Floor Shilp Aaron Sindhu Bhavan Road Thaltej Ahmedabad 380059

By order of the Board
Bisil Plast Limited

Saparia
Kevinkumar
Mansukhlal

Digitally signed by
Saparia Kevinkumar
Mansukhlal
Date: 2025.02.20
15:37:27 +05'30'

Place: Ahmedabad
Date 14th February 2025

Kevinkumar Mansukhlal Saparia
Director
DIN : 06511140