
Regd. Office : National Highway No.8, Water Works Cross Road, Abrama-Valsad 396002, Gujarat.

CIN- L25200GJ1981PLC004375

Tuesday, July 16, 2024

To
BSE Limited
P. J. Towers, Dalal Street,
Fort, Mumbai 400001

Scrip code: 526703

Sub.: Notice of the 42nd Annual General Meeting (AGM)

Dear Sir,

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith a copy of Notice of 42nd Annual General Meeting scheduled to be held on Friday, August 16, 2024 at 3.30 P.M. at 'Shantivan Resort', Atul-Valsad Road, Vashiyar, Valsad- 396001, Gujarat.

We request you to take the same on record.

Thanking you

Yours faithfully
For Ecoplast Limited

Rakesh Kumar Kumawat
Company Secretary & Compliance Officer

Encl: As above

NOTICE

Notice is hereby given that the **42nd Annual General Meeting** of the members of Ecoplast Limited will be held on Friday, August 16, 2024 at 3.30 P.M. at 'Shantivan Resort', Atul-Valsad Road, Vashiyar, Valsad-396001 Gujarat, to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt:
 - a. the Audited Financial Statements of the Company for the financial year ended 31st March 2024, together with the Reports of the Board of Directors and the Auditors thereon; and
 - b. the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March 2024, together with the Report of the Auditors thereon.
2. To declare dividend on equity shares for the financial year ended 31st March, 2024.
3. To appoint a director in place of Mr. Atul Bajjal (DIN: 09046341) who retires by rotation and, being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

4. To consider the appointment of Mr. Aditya Nitinkumar Patel (DIN: 09220379) as a Director.

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

“RESOLVED THAT Mr. Aditya Nitinkumar Patel (DIN: 09220379) who was appointed as an Additional Director of the Company with effect from June 01, 2024 and who holds office upto the date of this Annual General Meeting under Section 161 of the Companies Act, 2013, but who is eligible for appointment and has consented to act as a Director of the Company and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company and whose office shall be subject to retirement by rotation.”

5. To consider the appointment of Mr. Aditya Nitinkumar Patel (DIN: 09220379) as a Whole-time Director and payment of remuneration to him.

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

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, 203 and any other applicable provisions of the Companies Act, 2013 and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), read with Schedule V to the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements)

Regulations, 2015 as amended up to date and subject to such other approvals as may be necessary, the approval of the Company be and is hereby accorded to the appointment of Mr. Aditya Nitinkumar Patel (DIN: 09220379) as Whole-time Director of the Company for a period of three years with effect from June 01, 2024 to May 31, 2027 on the terms and conditions including remuneration, as recommended by the Nomination and Remuneration Committee and Audit Committee, as set out in the Statement setting out material facts annexed to this notice, with liberty and power to the Board of Directors (hereinafter referred to as 'the Board' which expression shall also include the Nomination and Remuneration Committee and Audit Committee of the Board), in the exercise of its discretion, to grant increments and to alter and vary from time to time the terms and conditions of the said appointment and, whose office shall be subject to retirement by rotation.

RESOLVED FURTHER THAT where in any financial year during the currency of the tenure of Mr. Aditya Nitinkumar Patel as Whole-time Director, the Company has made no profits or its profits are inadequate, the Company shall pay to Mr. Aditya Nitinkumar Patel the said remuneration as minimum remuneration subject to the ceiling limit prescribed in Schedule V to the Companies Act, 2013.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, proper, expedient or desirable to give effect to this resolution and/or to make any modification as may be deemed to be in the best interest of the Company."

6. To consider the re-appointment of Mr. Jaymin Desai (DIN: 00156221) as Managing Director of the company and payment of remuneration to him.

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

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, 203 and any other applicable provisions of the Companies Act, 2013 and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), read with Schedule V to the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended up to date and subject to such other approvals as may be necessary, the approval of the Company be and is hereby accorded to the re-appointment of Mr. Jaymin Desai (DIN: 00156221) as Managing Director of the Company for a period of three years with effect from October 01, 2024 to September 30, 2027 on the terms and conditions including remuneration, as recommended by the Nomination and Remuneration Committee and Audit Committee, and as set out in the Statement setting out material facts annexed to this notice, with liberty and power to the Board of Directors (hereinafter referred to as 'the Board' which expression shall also include the Nomination and Remuneration Committee and Audit Committee of the Board), in the exercise of its discretion, to grant increments and to alter and vary from time to time the terms and conditions of the said appointment.

RESOLVED FURTHER THAT where in any financial year during the currency of the tenure of Mr. Jaymin B. Desai as Managing Director, the Company has made no profits or its profits are inadequate, the Company shall pay to Mr. Jaymin B. Desai the said

remuneration as minimum remuneration subject to the ceiling limit prescribed in Schedule V to the Companies Act, 2013.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, proper, expedient or desirable to give effect to this resolution and/or to make any modification as may be deemed to be in the best interest of the Company.”

7. To consider the appointment of Mr. Ravi Amulbhai Mehta (DIN: 09220091) as a Director.

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

“RESOLVED THAT Mr. Ravi Amulbhai Mehta (DIN: 09220091) who was appointed as an Additional Director of the Company with effect from June 01, 2024 and who holds office upto the date of this Annual General Meeting under Section 161 of the Companies Act, 2013, but who is eligible for appointment and has consented to act as a Director of the Company and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company and whose office shall be subject to retirement by rotation.”

8. To consider the appointment of Mr. Ravi Amulbhai Mehta (DIN: 09220091) as a Whole-time Director and payment of remuneration to him.

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

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, 203 and any other applicable provisions of the Companies Act, 2013 and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), read with Schedule V to the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended up to date and subject to such other approvals as may be necessary, the approval of the Company be and is hereby accorded to the appointment of Mr. Ravi Amulbhai Mehta (DIN: 09220091) as Whole-time Director of the Company for a period of three years with effect from June 01, 2024 to May 31, 2027 on the terms and conditions including remuneration, as recommended by the Nomination and Remuneration Committee and Audit Committee, as set out in the Statement setting out material facts annexed to this notice, with liberty and power to the Board of Directors (hereinafter referred to as ‘the Board’ which expression shall also include the Nomination and Remuneration Committee and Audit Committee of the Board), in the exercise of its discretion, to grant increments and to alter and vary from time to time the terms and conditions of the said appointment and, whose office shall be subject to retirement by rotation.

RESOLVED FURTHER THAT where in any financial year during the currency of the tenure of Mr. Ravi Amulbhai Mehta as Whole-time Director, the Company has made

no profits or its profits are inadequate, the Company shall pay to Mr. Ravi Amulbhai Mehta the said remuneration as minimum remuneration subject to the ceiling limit prescribed in Schedule V to the Companies Act, 2013.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, proper, expedient or desirable to give effect to this resolution and/or to make any modification as may be deemed to be in the best interest of the Company.”

9. To consider the appointment of Mr. Jay Ketan Shroff (DIN: 07712312) as a Non-Executive Director.

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

“RESOLVED THAT Mr. Jay Ketan Shroff (DIN: 07712312) who was appointed as an Additional Director of the Company with effect from June 01, 2024 and who holds office upto the date of this Annual General Meeting under Section 161 of the Companies Act, 2013, but who is eligible for appointment and has consented to act as a Director of the Company and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director, be and is hereby appointed as a Non-Executive Director of the Company with effect from the date of this Annual General Meeting and whose office shall be subject to retirement by rotation.”

10. To consider the appointment of Mr. Bikash Ranjan Tarafdar (DIN: 01690748) as an Independent Director.

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

“RESOLVED THAT Mr. Bikash Ranjan Tarafdar (DIN: 01690748) who was appointed as an Additional Director of the Company with effect from June 01,2024 and who holds office up to the date of this Annual General Meeting under Section 161 of the Companies Act, 2013 (“the Act”) and who is eligible for appointment and in respect of whom the Company has received a notice in writing pursuant to Section 160 of the Act from a Member proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”) and the rules framed there under, read with Schedule IV to the Act, Regulation 17 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), as amended from time to time, Mr. Bikash Ranjan Tarafdar, who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations be and is hereby appointed as an Independent Director of the Company,

not liable to retire by rotation, to hold office for a period of five consecutive years from June 01, 2024 up to May 31, 2029.”

11. To consider the appointment of Mr. Monil Vijay Shah (DIN: 10619958) as an Independent Director.

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

“RESOLVED THAT Mr. Monil Vijay Shah (DIN: 10619958) who was appointed as an Additional Director of the Company with effect from June 01,2024 and who holds office up to the date of this Annual General Meeting under Section 161 of the Companies Act, 2013 (“the Act”) and who is eligible for appointment and in respect of whom the Company has received a notice in writing pursuant to Section 160 of the Act from a Member proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”) and the rules framed there under, read with Schedule IV to the Act, Regulation 17 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘SEBI Listing Regulations’), as amended from time to time, Mr. Monil Vijay Shah, who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a period of five consecutive years from June 01, 2024 up to May 31, 2029.”

12. To consider the ratification of Remuneration of Cost Auditors.

To consider and, if thought fit, to pass the following Resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 148(3) and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, the Company hereby ratifies the remuneration of Rs. 1,80,000 (Rupees one lac eighty thousand only) plus applicable taxes and reimbursement of out-of-pocket expenses payable to M/s Kishore Bhatia & Associates, Cost Accountants (Firm Registration Number: 000294), who have been appointed by the Board of Directors on the recommendation of the Audit Committee, as the Cost Auditors of the Company, to conduct the audit of the cost records maintained by the Company for the financial year ending March 31, 2025.

RESOLVED FURTHER THAT the Board of Directors and/or any person authorised by the Board, be and is hereby severally authorized to settle any question, difficulty or doubt, that may arise in giving effect to this Resolution and to do all such acts, deeds

and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution.”

13. To consider the payment of Commission to Non-Executive Directors of the Company.

To consider and, if thought fit, to pass the following Resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 197 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”), as amended from time to time, a sum not exceeding one percent per annum of the net profits of the Company calculated in accordance with the provisions of Section 198 of the Act, be paid to and distributed amongst the Directors of the Company or some or any of them (other than the Managing Director and Whole-time Directors) in such amounts or proportions and in such manner and in all respects as may be directed by the Board of Directors and such payments shall be made in respect of the profits of the Company for each year, for a period of five years, commencing April 1, 2024.”

Registered Office:
National Highway No. 8,
Water Works Cross Road,
Abrama, Valsad- 396002, Gujarat
CIN: L25200GJ1981PLC004375
Tel: 9879554138
E-mail: investor@ecoplastindia.com
Website: www.ecoplastindia.com

By Order of the Board

Rakesh Kumar Kumawat
Company Secretary &
Compliance Officer
ICSI M. No. A37556

Date: 22nd May, 2024
Place: Valsad

Notes:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT PROXY/ PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/ HERSELF. PROXY/ PROXIES NEED NOT BE A MEMBER OF THE COMPANY. A PERSON CAN ACT AS PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY (50) AND IN HOLDING NOT MORE THAN TEN PERCENT (10%) OF THE TOTAL SHARE CAPITAL OF THE COMPANY. IN CASE A PROXY IS PROPOSED TO BE APPOINTED BY A MEMBER HOLDING MORE THAN 10% OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS, THEN SUCH PROXY SHALL NOT ACT AS A PROXY FOR ANY OTHER PERSON OR SHAREHOLDER. PROXIES IN ORDER TO BE EFFECTIVE MUST BE RECEIVED BY THE COMPANY AT ITS REGISTERED OFFICE NOT LATER THAN FORTY-EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING. A PROXY FORM IS SENT HEREWITH. PROXIES/ AUTHORISED REPRESENTATIONS SUBMITTED ON BEHALF OF THE COMPANIES, SOCIETIES ETC., MUST BE SUPPORTED BY AN APPROPRIATE RESOLUTION/ AUTHORITY, AS APPLICABLE.

2. The explanatory statement pursuant to Section 102 of the Companies Act, 2013 ('Act') setting out material facts concerning the business under item number 4 to 13 set out above is annexed hereto. The brief Details of the director, who are seeking appointment/ re-appointment, are provided in the Notice as provided under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Listing Regulations') and Secretarial Standard- 2 on General Meetings issued by the Institute of Company Secretaries of India.
3. The Register of Members and the Share Transfer books of the Company will remain closed from Friday, August 9, 2024 to Friday, August 16, 2024 (both days inclusive), for the purpose of payment of dividend to those members whose names stand on the Register of Members as on Thursday, August 8, 2024. The dividend in respect of ordinary shares held in electronic form will be payable to the beneficial owners of the shares as at the end of business hours on Thursday, August 8, 2024 as per the details furnished by the Depositories for this purpose.
4. The dividend, if any, declared at the Annual General Meeting will be payable on or after September 5, 2024.
5. Members seeking any information with regard to the Accounts are requested to write to the Company at least seven days prior to the meeting, so as to enable the Management to keep the information ready at the Meeting.
6. All correspondence relating to change of address, dividend mandates etc. should be sent to the Registrar & Share Transfer agents quoting their folio numbers only at the following address:

M/s Link Intime India Private Limited (RTA), C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli West, Mumbai 400083, Maharashtra.
7. In terms of Section 124 of the Companies Act, 2013 dividends remaining unpaid or unclaimed for a period of seven years from the date of transfer to the unpaid dividend account of the Company shall be transferred by the Company to the Investor Education and Protection Fund Authority established by the Central Government pursuant to sub-section (1) of Section 125 of the Companies Act, 2013. In terms of Section 124(6) of the Companies Act, 2013, all shares in respect of which dividend has not been claimed for seven consecutive years or more shall also be transferred by the company to the demat account of Investor Education and Protection Fund Authority. Any claimant of shares transferred as above shall be entitled to claim the transfer of shares from Investor Education and Protection Fund Authority in accordance with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2017. The Members, whose unclaimed dividends/ shares have been transferred to IEPF may claim the same by making an application to the IEPF Authority in web Form No. IEPF-5 (available on www.iepf.gov.in).
8. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in security market.

Shareholders holding shares in electronic form are, therefore requested to submit the PAN to their Depository Participant with whom they are maintaining their demat accounts. Shareholders holding share in physical form can submit their PAN details to the Company.

9. 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. 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 Company's Registrars and Transfer Agents, Link Intime India Private Limited (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, to avail the benefit of non-deduction of tax at source by email to csgexemptforms2425@linkintime.co.in by 11:59 p.m. IST on August 8, 2024. Shareholders are requested to note that in case their PAN is not registered, the tax will be deducted at a higher rate of 20%. 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 and Beneficial Ownership Declaration, Tax Residency Certificate, Form 10F, any other document which may be required to avail the tax treaty benefits by sending an email to csgexemptforms2425@linkintime.co.in. The aforesaid declarations and documents need to be submitted by the shareholders by 11:59 p.m. IST on August 8, 2024.

10. In view of Regulation 40 of the Listing Regulations, as amended with effect from April 1, 2019, securities of listed companies can now be transferred only in the dematerialized form, except in case of request received for transmission or transposition of securities.

Pursuant to SEBI circular dated 25th January 2022, securities of the Company shall be issued in dematerialized form only while processing service requests in relation to issue of duplicate securities certificate, renewal / exchange of securities certificate, endorsement, sub-division / splitting of securities certificate, consolidation of securities certificates/folios, transmission and transposition.

Members holding shares in physical form are therefore requested to convert their holdings into the dematerialized mode to avoid loss of shares and fraudulent transactions and better investor servicing.

11. The Notice of the AGM along with the Annual Report for the FY 2023-24 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories, unless the Member has requested for a physical copy of the same. To support the 'Green Initiative' the Members who have not registered their e-mail addresses are requested to register the same with RTA/Depositories.

12. Members may also note that this Notice of the Annual General meeting and the Annual Report for the year 2023-24 will be also available on the Company's Website: www.ecoplastindia.com for download.
13. All documents referred to in the notice of the Meeting and other statutory registers shall be available for inspection by the Members at the registered office of the Company during office hours on all working days between 11.00 A.M. and 1.00 P.M. except Saturdays, Sundays and public holidays, from the date hereof up to the date of the Annual General Meeting.
14. A route map giving directions to reach the venue of the 42nd Annual General Meeting is given at the end of the Notice.
15. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 (as amended), and the MCA Circulars and the SEBI Circular, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-voting system will be provided by CDSL.
16. Pursuant to Section 72 of the Companies Act, 2013 read with the Companies (Share Capital and Debentures) Rules, 2014, members are entitled to make a nomination in respect of shares held by them in physical form. Shareholders desirous of making a nomination are requested to send their requests in Form No. SH-13 (which will be made available on request) to the Registrar and Share Transfer Agent of the Company.
17. Process and manner for remote e-voting are as under:

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

- Step 1** : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.
- Step 2** : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.
 - (i) The voting period begins on Tuesday, August 13, 2024 (9.00 AM) and ends on Thursday August 15, 2024 (5.00 PM). 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) of August 9, 2024 may cast their vote

electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

- (ii) Voting at the AGM Shall be through physical ballot paper. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue on such resolutions.
- (iii) 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.

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 e-voting process.

Step 1: Access through Depositories CDSL/ NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

- (iv) 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 abovesaid SEBI Circular, Login method for e-voting **for Individual shareholders holding securities in Demat mode** is given below:

Type of shareholders	Login Method
<p>Individual Shareholders holding securities in Demat mode with CDSL</p>	<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 made available to reach e-voting page without any further authentication. The URL for users to login to Easi/ Easiest are https://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 e-voting is in progress as per the information provided by company. On clicking the e-voting 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. Additionally, there is also links provided to access the system of all e-voting Service Providers, so that the user can visit the e-voting service providers' website directly. 3. If the user is not registered for Easi/ Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration and click on login & new system myeasi tab and then click on registration option. 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. 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 e-voting is in progress and also able to directly access the system of all e-voting Service Providers.
<p>Individual Shareholders holding securities in demat mode with NSDL</p>	<ol style="list-style-type: none"> 1) If you are already registered for NSDL Ide-AS facility, please visit the e-services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.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

	<p>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.</p> <p>2) If the user is not registered for Ide-AS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.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.nsdl.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 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.</p>
<p>Individual Shareholders (holding securities in demat mode) login through their Depository Participants</p>	<p>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.</p>

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at above mentioned 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 toll free No. 1800 22 55 33.
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 022-48867000 and 022-24997000.

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(v) Login method for e-voting 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 other than individual holding shares in Demat form
PAN	Enter your 10-digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> • 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. <ul style="list-style-type: none"> • If both the details are not recorded with the depository or company, please enter the member id/ folio number in the Dividend Bank details field.

(vi) After entering these details appropriately, click on “SUBMIT” tab.

- (vii) 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.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for Ecoplast Limited.
- (x) 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.
- (xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xii) 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.
- (xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xv) 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 and enter the details as prompted by the system.
- (xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvii) **Additional Facility for Non - Individual Shareholders and Custodians - Remote 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 will be mapped automatically & can be delink in case of any wrong mapping.
- It is mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- 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; eco.scrutinizer@gmail.com with a copy marked to helpdesk.evoting@cdslindia.com, if they have voted from individual tab and 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 scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to RTA's i.e. csg-unit@tcplindia.co.in
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.

If you have any queries or issues regarding e-voting from the CDSL e-voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33.

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 at toll free no. 1800 22 55 33.

18. The voting rights of shareholders shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date of August 9, 2024.

19. If a Member cast votes by remote e-voting and at the AGM through Ballot, then vote cast through remote e-voting shall prevail and vote cast through Ballot at the AGM shall be treated as invalid. The members who have cast their vote by remote e-voting may also attend the meeting but shall not be entitled to cast their vote again on such resolutions.
20. Members holding shares in dematerialized mode are requested to intimate all changes pertaining to their bank details, change of address etc. to their Depository Participants only and not to the Company's Registrar and Transfer Agent. Changes intimated to the Depository Participants will be automatically reflected in the Company's records. The Members holding securities in physical form are requested to send a written request duly signed by the member to the Registrar and Transfer Agent i.e. TSR Consultants Private Limited or the Company Secretary of the Company, which will help the Company and its Registrar and Transfer Agent to provide efficient and better service to the members.
21. Members, who are holding shares in identical order of names in more than one folio, are requested to write to the Company/Share transfer agent enclosing their certificates to enable the Company to consolidate their holdings in one folio
22. Members are requested to bring their copies of Annual Report at the meeting along with attendance slip.
23. In case of joint holders attending the meeting, the joint holder who is higher in the order of name will be entitled to vote at the meeting.
24. Corporate Members intending to send their Authorised Representative to attend the Annual General Meeting are requested to send a certified copy of the Board Resolution to the Company, authorizing them to attend and vote on their behalf at the Annual General Meeting.
25. Any person, who acquires shares of the Company and becomes member of the Company after dispatch of the notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at helpdesk.evoting@cdslindia.com. However, if you are already registered with CDSL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/ Password" option available on www.evotingindia.com.
26. Mr. P.N. Parikh (Membership No FCS: 327 CP: 1228) and failing him Mr. Mitesh Dhabliwala (Membership No FCS: 8331, CP: 9511) and failing him Ms. Sarvari Shah (Membership No FCS: 9697, CP: 11717) of Parikh & Associates., Practicing Company Secretaries, (Address : 111, 11th Floor, Sai Dwar CHS Ltd., Sab TV Lane, Opp. Laxmi Industrial Estate, Off Link Road, Andheri (West), Mumbai - 400053.) has been appointed as the Scrutinizer to scrutinize the remote e-voting process and votes cast at the AGM in a fair and transparent manner.

27. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, unblock the votes cast through remote e-voting, scrutinize the vote casted through remote e-voting and voting at the meeting and make not later than two working days of conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing, who shall countersign the same.
28. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website www.ecoplastindia.com and on the website of CDSL www.evotingindia.com within two working days of conclusion of the AGM of the Company and communicated to BSE Limited. The results shall also be placed on the notice board at the Registered Office of the Company.
29. SEBI vide circular nos. SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/131 dated July 31, 2023, and SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/135 dated August 4, 2023, read with master circular no. SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/145 dated July 31, 2023 (updated as on August 11, 2023), has established a common Online Dispute Resolution Portal ("ODR Portal") for resolution of disputes arising in the Indian Securities Market. Pursuant to above-mentioned circulars, post exhausting the option to resolve their grievance with the RTA/Company directly and through existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal (<https://smartodr.in/login>) and the same can also be accessed through the Company's website.

Registered Office:
National Highway No. 8,
Water Works Cross Road, Abrama,
Valsad- 396002, Gujarat
CIN: L25200GJ1981PLC004375
Tel: 9879554138
E-mail : investor@ecoplastindia.com,
Website : www.ecoplastindia.com

By Order of the Board
For Ecoplast Limited

Rakesh Kumar Kumawat
Company Secretary &
Compliance Officer
ICSI M. No. A37556

Place: Valsad
Date: 22nd May, 2024

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 4 & 5

Pursuant to Section 161(1) of the Companies Act, 2013 Mr. Aditya Nitinkumar Patel was appointed as an Additional Director with effect from June 1, 2024 at the Board Meeting held on May 22, 2024. In terms of Section 161(1) of the Companies Act, 2013 Mr. Aditya Nitinkumar Patel would hold office up to the date of the ensuing Annual General Meeting and is eligible for appointment as Director.

Mr. Aditya Patel, aged approximately 29 years, has completed a BSc in Industrial & Systems Engineering from the Georgia Institute of Technology, Atlanta, USA. He joined Ecoplast Ltd in the Sales & Marketing function in 2019 after working at Larsen & Toubro in the Operational Excellence (OpEx) team, fulfilling a Management Consulting role. He is a young, dynamic, and passionate executive adept at directing marketing strategies, managing customer accounts, and implementing various efficiency improvement and cost reduction programs.

The Company has received notice under Section 160 of the Companies Act, 2013 from a member signifying his intention to propose the candidature of Mr. Aditya Nitinkumar Patel for the office of Director of the Company.

The Company has received from Mr. Aditya Nitinkumar Patel (i) consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules, 2014, (ii) intimation in Form DIR 8 in terms of Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that he is not disqualified under Section 164 of the Companies Act, 2013. He has also submitted a Declaration pursuant to BSE Circular No. LIST/ COMP/14/2018-19 dated June 20, 2018 that he has not been debarred from holding office of a Director by virtue of any Order passed by the Securities and Exchange Board of India or any other such authority.

On the recommendations of the Nomination and Remuneration Committee and Audit Committee the Board of Directors of the Company at its meeting held on May 22, 2024 recommended the appointment and terms and conditions including payment of remuneration of Mr. Aditya Nitinkumar Patel as Whole-time Director of the Company, for a period of 3 (three) years with effect from June 1, 2024 to May 31, 2027.

The terms of remuneration payable to Mr. Aditya Nitinkumar Patel, Whole-time Director are set out below:

1. Basic Salary of Rs. 1,20,000/- per month with such increments, effective 1st April every year, as may be decided by the Board of Directors of the company within the scale of 7% to 15% per year, during the tenure of his appointment.
2. Perquisites: In addition to the aforesaid salary Mr. Aditya Patel shall also be entitled to the following perquisites:
 - i. House Rent Allowance of Rs. 28,000/- per month with such increments, effective 1st April every year, as may be decided by the Board of Directors of the company within the scale of 7% to 15% per year, during the tenure of his appointment.
 - ii. Conveyance Allowance of Rs. 7,700/- per month with such increments, effective 1st April every year, as may be decided by the Board of Directors of the company within the scale of 7% to 15% per year, during the tenure of his appointment.

- iii. Leave Travel Allowance of Rs. 7,800/- per month with such increments, effective 1st April every year, as may be decided by the Board of Directors of the company within the scale of 7% to 15% per year, during the tenure of his appointment
- iv. Medical Allowance of Rs. 3,000/- per month with such increments, effective 1st April every year, as may be decided by the Board of Directors of the company within the scale of 7% to 15% per year, during the tenure of his appointment.
- v. Company's contribution to Provident fund 12% of the monthly basic salary.
- vi. Company's contribution to Super Annuation Fund 15% of the monthly basic salary.
- vii. Bonus as per Company rules.
- viii. Reimbursement of car fuel and driver's salary as actual.
- ix. Mediclaim and Personal Accident Policy as per Company's rules.
- x. Reimbursement of entertainment, traveling and other expenses actually and properly incurred in the course of business of the Company.

The value of the perquisites shall be evaluated as per Income-tax Rules, 1962, wherever applicable and at cost in the absence of any such Rules.

Notwithstanding anything to the contrary here in contained, where, in any financial year during the currency of the tenure of Mr. Aditya Nitinkumar Patel as the Whole-time Director, the Company has made no profits or its profits are inadequate, the Company shall pay to the Whole-time Director, the above salary and perquisites, as Minimum Remuneration including time-to-time increments subject to the ceiling limits provided in Schedule V of the Companies Act, 2013.

The Whole-time Director shall also be entitled to the following perquisites which shall not be included in the computation of the ceiling on remuneration specified herein above:

- i. Gratuity payable at the rate not exceeding half a month's salary for each completed year of service.
- ii. Encashment of un-enjoyed leaves as per the Company's rules at the end of his tenure as Whole-time Director.

All income tax and other impositions, if any, in respect of Mr. Aditya Nitinkumar Patel's remuneration shall be calculated by the Company and deducted in accordance with the applicable provisions of the Income-tax law for the time being in force.

Pursuant to Regulation 17 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 requires the listed entities to avail approval of shareholders by way of Special Resolution for payment of annual remuneration to promoter executive Director which exceeds Rs. 5 crore or 2.5 per cent of the net profits of the listed entity, whichever is higher; or where there is more than one such Director, the aggregate annual remuneration to such Directors exceeds 5 per cent of the net profits of the listed entity.

Further Pursuant to the provisions of section 196, 197, 203 of the Act read with rules made thereunder and Schedule V of the Act, and other applicable provisions of SEBI Listing Regulations, the appointment and payment of remuneration to Mr. Aditya Nitinkumar Patel is subject to the approval of shareholders by way of special resolution.

Copy of draft agreement for the appointment of Mr. Aditya Nitinkumar Patel as the Whole-time Director of the company is being made available for inspection, by the members.

Mr. Aditya Nitinkumar Patel is interested in resolution at Item no 4 and 5 which pertains to his appointment and remuneration payable to him. Mrs. Charulata Patel, Non-Executive Director of the company may be deemed to be interested in the said resolutions as she is relative of Mr. Aditya Nitinkumar Patel.

Save and except the above, none of the other Directors, KMPs, and their relatives are in any way concerned or interested, financially or otherwise in the above resolutions.

The Board recommends the Ordinary Resolution set out at Item No. 4 and the Special Resolution set out at Item No. 5 of the Notice for approval by the members.

STATEMENT OF INFORMATION FOR THE MEMBERS PURSUANT TO SECTION II OF PART II OF SCHEDULE V TO THE COMPANIES ACT, 2013:

Further following additional information as required under Section II of Part II of Schedule V to the Companies Act, 2013 is given below.:

I. General Information:

- 1) Nature of Industry:** Manufacturing Industry- Plastics
- 2) Date or expected date of Commencement of Commercial production:**
The Company has been in the business since 1982.
- 3) In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus:** Not Applicable

4) Financial performance based on given indicators:

(Rs. in 000')

Particulars	2022-23	2023-24
Turnover	9,60,138	11,34,414
Net profit / (loss)	44,454	94,670
Amount of Dividend paid	4,500	9,000
Rate of Dividend declared	15%	30%

5) Foreign investments or collaborations, if any:

The Company has not entered into any foreign collaborations. The Company has not made any foreign investments.

II. Information about the appointee: Mr. Aditya Nitinkumar Patel, Whole-time Director**1) Background details:**

Name: Mr. Aditya Nitinkumar Patel

Designation: Whole-time Director

Father's name: Mr. Nitinkumar M. Patel

Nationality: Indian

Date of Birth: 17/11/1994

Qualifications: B.sc

2) Experience: 7 years.**3) Past remuneration:** The remuneration paid to him as the Whole-time Director of the Company in the year 2023-24 was Rs. nil.**4) Recognition or awards:** Nil**5) Job profile and his suitability:** The Whole-time Director shall be responsible for sales and business development of the Company and to do all acts and things under the supervision and guidance of Managing Director of the Company, which in the ordinary course of business, he considers necessary or proper or in the interest of the Company. Considering the above and having regard to age, qualifications, ability and experience and looking to the business requirement the proposed remuneration is in the interest of the Company.**6) Remuneration proposed:** As mentioned above.**7) Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin):**

Taking into consideration the size of the Company, the profile of Mr. Aditya Nitinkumar Patel, his Responsibilities and the industry benchmarks, the remuneration proposed to be paid is commensurate with the remuneration packages paid to similar senior level counterpart(s) in other companies.

8) Pecuniary relationship directly or indirectly with the company or relationship with the managerial personnel, if any:

In addition to the remuneration proposed to be paid to Mr. Aditya Nitinkumar Patel, Whole-time Director, he is also member of promoter group and a relative of Mrs. Charulata Patel, Non-executive Director of the company.

III. Other Information:

1) Reasons of loss or Inadequate profits:

The Company has earned profits in last year. However, the profitability of the Company may be adversely impacted in future due to unfavorable business environment and hence the payment of minimum remuneration as per Schedule V of the Companies Act, 2013 is proposed in case of inadequate profit in any one year.

2) Steps taken or proposed to be taken for improvement:

Not Applicable.

3) Expected increase in productivity and profits in measurable terms etc: It is unable to predict the increase in productivity and profits in measurable terms.

IV. Disclosure:

The details required to be given under this head have been disclosed in the Corporate Governance Report of the Company for the financial year 2023-24. The Company has not granted any stock options to its Directors.

Item No. 6

At the 39th Annual General Meeting (“AGM”) held on 28th August, 2021, the Members of the Company re-appointed Mr. Jaymin B. Desai as Managing Director of the Company for a period of 3 years with effect from October 1, 2021 to September 30, 2024, on the terms and conditions of appointment and payment of remuneration as approved by them. The Term of appointment of Mr. Jaymin B. Desai as Managing Director would expire on September 30, 2024.

Mr. Jaymin B. Desai aged 63 years is a graduate Chemical Engineer from Karnataka University. He joined the company as a works manager in 1985, and soon after was promoted as Director for his commendable efforts and achievements in not only improving productivity, but for his leadership in developing personnel and a dedicated work culture. He was then promoted as Managing Director of the company in October 2007.

Base on the recommendations of the Nomination and Remuneration Committee and Audit Committee and considering significant activities and responsibilities borne by the Managing Director and the industry standards, the Board of Directors of the Company at its meeting held on May 22, 2024, recommended the re-appointment and terms and conditions including payment of remuneration of Mr. Jaymin B. Desai as Managing of the Company, for a further period of 3 (three) years with effect from October 1, 2024 to September 30, 2027.

The terms of remuneration payable to Mr. Jaymin B. Desai, Managing Director are set out below:

1. Basic Salary of Rs. 8,23,000/- per month with such increments, effective 1st October every year, as may be decided by the Board of Directors of the company within the scale of 7% to 10% per year, during the tenure of his appointment.
2. Perquisites: In addition to the aforesaid salary Mr. Jaymin B. Desai shall also be entitled to the following perquisites:
 - i. Leave Travel Allowance of Rs. 13,800/- per month with such increments, effective 1st October every year, as may be decided by the Board of Directors of the company within the scale of 7% to 10% per year, during the tenure of his appointment.
 - ii. Medical Allowance of Rs. 22,900/- per month with such increments, effective 1st October every year, as may be decided by the Board of Directors of the company within the scale of 7% to 10% per year, during the tenure of his appointment.
 - iii. Reimbursement of Medical Insurance premium not exceeding Rs. 25,000 per annum.
 - iv. Personal Accident Insurance policy to cover the risk up to an annual premium not exceeding a sum of Rs. 10,000/-.
 - v. Provision for car including driver's salary and telephone at the residence of the Managing Director and mobile phone for the business of the Company shall not be treated as perquisites.
 - vi. Reimbursement of entertainment, traveling and other expenses actually and properly incurred in the course of business of the Company.
 - vii. Company's contribution to Provident Fund 12% of the monthly basic salary.
 - viii. Company's contribution to Super Annuation Fund 15% of the monthly basic salary.

The value of the perquisites shall be evaluated as per Income-tax Rules, 1962, wherever applicable and at cost in the absence of any such Rules.

Wherein any financial year during the currency of the tenure of Mr. Jaymin B. Desai, Managing Director, the Company has made no profits or its profits are inadequate,

the Company shall pay to Mr. Jaymin B. Desai the above remuneration as minimum remuneration subject to the ceiling limit prescribed in Schedule V to the Companies Act, 2013.

Mr. Jaymin B. Desai shall also be entitled to the following perquisites which shall not be included in the computation of the ceiling on remuneration specified herein above:

- i. Gratuity payable at the rate not exceeding half a month's Salary for each completed year of service.
- ii. Encashment of un-enjoyed leaves as per the Company's rules at the end of his tenure as Managing Director.

All income tax and other impositions, if any, in respect of Mr. Jaymin B. Desai's remuneration shall be calculated by the Company and deducted in accordance with the applicable provisions of the Income tax law for the time being in force.

Pursuant to Regulation 17 of Securities and Exchange Board of India (Listing Obligations and Disclosures Requirement) Regulations, 2015 requires the listed entities to avail approval of shareholders by way of Special Resolution for payment of annual remuneration to promoter executive Director which exceeds Rs. 5 crore or 2.5 per cent of the net profits of the listed entity, whichever is higher; or where there is more than one such Director, the aggregate annual remuneration to such Directors exceeds 5 per cent of the net profits of the listed entity.

Further Pursuant to the provisions of section 196, 197, 203 of the Act read with rules made thereunder and Schedule V of the Act, and other applicable provisions of SEBI Listing Regulations, the re-appointment and payment of remuneration to Mr. Jaymin B. Desai is subject to the approval of shareholders by way of special resolution.

Copy of draft agreement for the re-appointment of Mr. Jaymin B. Desai as the Managing Director of the company is being made available for inspection, by the members.

The Board of Directors recommends Resolution at item No. 6 as a Special Resolution for approval of the members.

None of the Directors, KMPs, and their relatives except Mr. Jaymin B. Desai are in any way concerned or interested, financially or otherwise in the above resolution.

STATEMENT OF INFORMATION FOR THE MEMBERS PURSUANT TO SECTION II OF PART II OF SCHEDULE V TO THE COMPANIES ACT, 2013:

Further following additional information as required under Section II of Part II of Schedule V to the Companies Act, 2013 is given below.:

V. General Information:

- 1) **Nature of Industry:** Manufacturing Industry- Plastics

2) Date or expected date of Commencement of Commercial production:

The Company has been in the business since 1982.

3) In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus: Not Applicable

4) Financial performance based on given indicators:

(Rs. in 000')

Particulars	2022-23	2023-24
Turnover	9,60,138	11,34,414
Net profit / (loss)	44,454	94,670
Amount of Dividend paid	4,500	9,000
Rate of Dividend declared	15%	30%

5) Foreign investments or collaborations, if any:

The Company has not entered into any foreign collaborations. The Company has not made any foreign investments.

VI. Information about the appointee: Mr. Jaymin B. Desai, Managing Director

1) Background details:

Name: Mr. Jaymin B. Desai

Designation: Managing Director

Father's name: Mr. Balwantraj Desai

Nationality: Indian

Date of Birth: 30/09/1960

Qualifications: B.E. (Chemical)

2) Experience: 39 years.

3) Past remuneration: The gross remuneration paid to him as the Whole-time Director of the Company in the year 2023-24 was Rs. 111.52 lacs.

4) Recognition or awards: Nil

5) Job profile and his suitability: The Managing Director shall be responsible for the management of the whole of the affairs of the Company and to do all acts and things, which in the ordinary course of business, he considers necessary or proper or in the interest of the Company. Considering the above and having regard to age, qualifications, ability and experience and looking to the business requirement the proposed remuneration is in the interest of the Company.

6) Remuneration proposed: As mentioned above.

7) Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin):

Taking into consideration the size of the Company, the profile of Mr. Jaymin B. Desai, his Responsibilities and the industry benchmarks, the remuneration proposed to be paid is commensurate with the remuneration packages paid to similar senior level counterpart(s) in other companies.

8) Pecuniary relationship directly or indirectly with the company or relationship with the managerial personnel, if any:

Besides the remuneration proposed to be paid to him, Mr. Jaymin B. Desai or any of his relatives do not have any other pecuniary relationship with the Company or relationship with the managerial personnel.

VII. Other Information:

4) Reasons of loss or Inadequate profits:

The Company has earned profits in last year. However, the profitability of the Company may be adversely impacted in future due to unfavorable business environment and hence the payment of minimum remuneration as per Schedule V of the Companies Act, 2013 is proposed in case of inadequate profit in any one year.

5) Steps taken or proposed to be taken for improvement:

Not Applicable.

6) Expected increase in productivity and profits in measurable terms etc: It is unable to predict the increase in productivity and profits in measurable terms.

VIII. Disclosure:

The details required to be given under this head shall be disclosed in Corporate Governance Report of the Company in the forthcoming Annual Report of 2023-24. The Company has not granted any stock options to its Directors.

Item No. 7 & 8

Pursuant to Section 161(1) of the Companies Act, 2013 Mr. Ravi Amulbhai Mehta was appointed as an Additional Director with effect from June 1, 2024 at the Board Meeting held on May 22, 2024. In terms of Section 161(1) of the Companies Act, 2013 Mr. Ravi Amulbhai Mehta would hold office up to the date of the ensuing Annual General Meeting and is eligible for appointment as Director.

Mr. Ravi Amulbhai Mehta, aged about 43 years, has completed his B.E. from South Gujarat University and PGDBM from Som-Lalit Institute of Management Studies (Deemed). He has around 19 years of rich experience in the field of Sales & Marketing, Pricing Strategies, Metric & Quota Attainment, Operations Management, Corporate Account Development, among other areas. He is associated with Ecoplast Ltd as a sales and marketing consultant since last seven years.

The Company has received notice under Section 160 of the Companies Act, 2013 from a member signifying his intention to propose the candidature of Mr. Ravi Amulbhai Mehta for the office of Director of the Company.

The Company has received from Mr. Ravi Amulbhai Mehta (i) consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules, 2014, (ii) intimation in Form DIR 8 in terms of Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that he is not disqualified under Section 164 of the Companies Act, 2013. He has also submitted a Declaration pursuant to BSE Circular No. LIST/ COMP/14/2018-19 dated June 20, 2018 that he has not been debarred from holding office of a Director by virtue of any Order passed by the Securities and Exchange Board of India or any other such authority.

On the recommendations of the Nomination and Remuneration Committee and Audit Committee the Board of Directors of the Company at its meeting held on May 22, 2024 recommended the appointment and terms and conditions including payment of remuneration of Mr. Ravi Amulbhai Mehta as Whole-time Director of the Company, for a period of 3 (three) years with effect from June 1, 2024 to May 31, 2027.

The terms of remuneration payable to Mr. Ravi Amulbhai Mehta, Whole-time Director are set out below:

1. Basic Salary of Rs. 1,42,200/- per month with such increments, effective 1st April every year, as may be decided by the Board of Directors of the company within the scale of 7% to 15% per year, during the tenure of his appointment.
2. Perquisites: In addition to the aforesaid salary Mr. Ravi Amulbhai Mehta shall also be entitled to the following perquisites:
 - i. House Rent Allowance of Rs. 56,880/- per month with such increments, effective 1st April every year, as may be decided by the Board of Directors of the company within the scale of 7% to 15% per year, during the tenure of his appointment.
 - ii. Conveyance Allowance of Rs. 1,850/- per month with such increments, effective 1st April every year, as may be decided by the Board of Directors of the company within the scale of 7% to 15% per year, during the tenure of his appointment.
 - iii. Leave Travel Allowance of Rs. 8,500/- per month with such increments, effective 1st April every year, as may be decided by the Board of Directors of the company within the scale of 7% to 15% per year, during the tenure of his appointment
 - iv. Medical Allowance of Rs. 1,450/- per month with such increments, effective 1st April every year, as may be decided by the Board of Directors of the company within the scale of 7% to 15% per year, during the tenure of his appointment.
 - v. Education Allowance of Rs. 250/- per month with such increments, effective 1st April every year, as may be decided by the Board of Directors

of the company within the scale of 7% to 15% per year, during the tenure of his appointment.

- vi. Company's contribution to Provident Fund 12% of the monthly basic salary.
- vii. Company's contribution to Super Annuation Fund 15% of the monthly basic salary.
- viii. Company's contribution to National Pension Scheme (NPS) 10% of the basic salary.
- ix. Bonus as per Company rules.
- x. Reimbursement of car fuel and driver's salary as actual.
- xi. Mediclaim and Personal Accident Policy as per Company's rules.
- xii. Reimbursement of entertainment, traveling and other expenses actually and properly incurred in the course of business of the Company.

The value of the perquisites shall be evaluated as per Income-tax Rules, 1962, wherever applicable and at cost in the absence of any such Rules.

Notwithstanding anything to the contrary here in contained, where, in any financial year during the currency of the tenure of Mr. Ravi Amulbhai Mehta as the Whole-time Director, the Company has made no profits or its profits are inadequate, the Company shall pay to the Whole-time Director, the above salary and perquisites, as Minimum Remuneration including time-to-time increments subject to the ceiling limits provided in Schedule V of the Companies Act, 2013.

The Whole-time Director shall also be entitled to the following perquisites which shall not be included in the computation of the ceiling on remuneration specified herein above:

- i. Gratuity payable at the rate not exceeding half a month's salary for each completed year of service.
- ii. Encashment of un-enjoyed leaves as per the Company's rules at the end of his tenure as Whole-time Director.

All income tax and other impositions, if any, in respect of Mr. Ravi Amulbhai Mehta's remuneration shall be calculated by the Company and deducted in accordance with the applicable provisions of the Income-tax law for the time being in force.

Pursuant to the provisions of section 196, 197, 203 of the Act read with rules made thereunder and Schedule V of the Act, and SEBI Listing Regulations, the appointment and payment of remuneration to Mr. Ravi Amulbhai Mehta is subject to the approval of shareholders by way of special resolution.

Copy of draft agreement for the appointment of Mr. Ravi Amulbhai Mehta as the Whole-time Director of the company is being made available for inspection, by the members.

The Board recommends the Ordinary Resolution set out at Item No. 7 and the Special Resolution set out at Item No. 8 of the Notice for approval by the members.

None of the Directors, KMPs, and their relatives except Mr. Ravi Amulbhai Mehta are in any way concerned or interested, financially or otherwise in the above resolution.

STATEMENT OF INFORMATION FOR THE MEMBERS PURSUANT TO SECTION II OF PART II OF SCHEDULE V TO THE COMPANIES ACT, 2013:

Further following additional information as required under Section II of Part II of Schedule V to the Companies Act, 2013 is given below.:

IX. General Information:

6) **Nature of Industry:** Manufacturing Industry- Plastics

7) **Date or expected date of Commencement of Commercial production:**

The Company has been in the business since 1982.

8) **In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus:** Not Applicable

9) **Financial performance based on given indicators:**

(Rs. in 000')

Particulars	2022-23	2023-24
Turnover	9,60,138	11,34,414
Net profit / (loss)	44,454	94,670
Amount of Dividend paid	4,500	9,000
Rate of Dividend declared	15%	30%

10) **Foreign investments or collaborations, if any:**

The Company has not entered into any foreign collaborations. The Company has not made any foreign investments.

X. Information about the appointee: Mr. Ravi Amulbhai Mehta, Whole-time Director

1) **Background details:**

Name: Mr. Ravi Amulbhai Mehta

Designation: Whole-time Director

Father's name: Mr. Amulbhai Mehta

Nationality: Indian

Date of Birth: 27/04/1981

Qualifications: Bachelor of Engineering, PGDBM from Som-Lalit Institute of Management Studies (Deemed)

2) **Experience:** 19 years.

3) Past remuneration: The remuneration paid to him as the Whole-time Director of the Company in the year 2023-24 was Rs. nil.

4) Recognition or awards: Nil

5) Job profile and his suitability: The Whole-time Director shall be responsible for sales and business development of the Company and to do all acts and things under the supervision and guidance of Managing Director of the Company, which in the ordinary course of business, he considers necessary or proper or in the interest of the Company. Considering the above and having regard to age, qualifications, ability and experience and looking to the business requirement the proposed remuneration is in the interest of the Company.

6) Remuneration proposed: As mentioned above.

7) Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin):

Taking into consideration the size of the Company, the profile of Mr. Ravi Amulbhai Mehta, his Responsibilities and the industry benchmarks, the remuneration proposed to be paid is commensurate with the remuneration packages paid to similar senior level counterpart(s) in other companies.

8) Pecuniary relationship directly or indirectly with the company or relationship with the managerial personnel, if any:

Besides the remuneration proposed to be paid to him, Mr. Ravi Amulbhai Mehta or any of his relatives do not have any other pecuniary relationship with the Company or relationship with the managerial personnel.

XI. Other Information:

7) Reasons of loss or Inadequate profits:

The Company has earned profits in last year. However, the profitability of the Company may be adversely impacted in future due to unfavorable business environment and hence the payment of minimum remuneration as per Schedule V of the Companies Act, 2013 is proposed in case of inadequate profit in any one year.

8) Steps taken or proposed to be taken for improvement:

Not Applicable.

9) Expected increase in productivity and profits in measurable terms etc: It is unable to predict the increase in productivity and profits in measurable terms.

XII. Disclosure:

The details required to be given under this head have been disclosed in the Corporate Governance Report of the Company for the financial year 2023-24. The Company has not granted any stock options to its Directors.

Item No. 9

Based on the recommendation of the Nomination and Remuneration Committee and Audit Committee, the Board of Directors of the Company at its meeting held on May 22, 2024, appointed Mr. Jay Ketan Shroff as an Additional Director of the Company w.e.f. June 1, 2024. Mr. Jay Ketan Shroff would hold office up to the date of the ensuing Annual General Meeting and is eligible for appointment as Director.

The Company has received notice under Section 160 of the Companies Act, 2013 from a member signifying his intention to propose the candidature of Mr. Jay Ketan Shrof for the office of Director of the Company.

The Company has received from Mr. Jay Ketan Shroff (i) consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules, 2014, (ii) intimation in Form DIR 8 in terms of Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that he is not disqualified under Section 164 of the Companies Act, 2013. He has also submitted a Declaration pursuant to BSE Circular No. LIST/ COMP/14/2018-19 dated June 20, 2018 that he has not been debarred from holding office of a director by virtue of any Order passed by the Securities and Exchange Board of India or any other such authority.

Jay Ketan Shroff, aged 36, holds a Master of Commerce degree from Mumbai University. He is a Chartered Financial Analyst from the CFA Institute, USA, and a Chartered Accountant from the ICAI. He is a dynamic professional with over 15 years of diverse experience spanning Banking, Finance, Taxation, Strategy, and Investments. Mr. Jay Ketan Shroff has worked in various roles in the financial sector and has a strong background in investment banking, mergers & acquisitions, and public market operations. He is currently active in the capital markets and runs his own investment firm.

Mr. Jay Ketan Shroff is interested in resolution at Item no. 9 which pertains to his appointment. Mr. Jaymin B. Desai, Managing Director of the company may be deemed to be interested in the said resolutions as he is a relative of Mr. Jay Ketan Shroff.

Save and except the above, none of the other Directors, KMPs, and their relatives are in any way concerned or interested, financially or otherwise in the above resolutions.

The Board recommends the ordinary resolution set forth at Item No. 9 for the approval of the Members.

Item No. 10

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company at its meeting held on May 22, 2024 appointed Mr. Bikash Ranjan Tarafdar as an additional Director of the company w.e.f. June 1, 2024.

Further, Based on the recommendation of the Nomination and Remuneration Committee and Subject to approval of the Shareholders, the Board of Directors of the Company appointed Mr. Bikash Ranjan Tarafdar as an Independent Director of the Company for a term of 5 years w.e.f. June 1, 2024.

Mr. Bikash Ranjan Tarafdar, aged about 66 years, has completed BSc and LLB from Kolkata University. He is a Fellow member of the Institute of Company Secretaries of India and Associate member of the Institute of Cost Accountants of India, bringing with him over 35 years of rich experience in Banking, Finance, Cost Management, Product pricing strategy and corporate compliance, among other areas. He has worked with numerous CPSU and listed companies throughout his career.

The Company has received a declaration from Mr. Bikash Ranjan Tarafdar, that he meets the criteria of independence under the Companies Act, 2013 and Listing Regulations. Further, the Company has also received Mr. Bikash Ranjan Tarafdar consent to act as a Director in terms of Section 152 of the Companies Act, 2013 and a declaration that he is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013. He has also submitted a Declaration pursuant to BSE Circular No. LIST/COMP/14/2018-19 dated June 20, 2018 that he has not been debarred from holding office of a director by virtue of any Order passed by the Securities and Exchange Board of India or any other such authority.

The Company has received notice under Section 160 of the Companies Act, 2013 from a member signifying his intention to propose the candidature of Mr. Bikash Ranjan Tarafdar for the office of Director of the Company.

In the opinion of the Board, Mr. Bikash Ranjan Tarafdar fulfils the conditions specified in the Companies Act, 2013 and rules made thereunder and Listing Regulations, for his appointment as an Independent Director of the Company and he is Independent of the management.

Copy of draft letter of appointment of Mr. Bikash Ranjan Tarafdar setting out the terms and conditions of appointment is being made available for inspection, by the members.

None of the Directors, KMPs, and their relatives except Mr. Bikash Ranjan Tarafdar are in any way concerned or interested, financially or otherwise in the above resolution.

In compliance with the provisions of Section 149 read with Schedule IV to the Act and Regulation 17 of the Listing Regulations, the approval of the Members is sought for the appointment of Mr. Bikash Ranjan Tarafdar as an Independent Director on the Board of the Company, as a Special Resolution as set out above.

The Board recommends the special resolution set forth at Item No. 10 for the approval of the Members.

Item No. 11

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company at its meeting held on May 22, 2024 appointed Mr. Monil Vijay Shah as an additional Director of the company w.e.f. June 1, 2024.

Further, Based on the recommendation of the Nomination and Remuneration Committee and Subject to approval of the Shareholders, the Board of Directors of the Company

appointed Mr. Monil Vijay Shah as an Independent Director of the Company for a term of 5 years w.e.f. June 1, 2024.

Mr. Monil Vijay Shah, aged about 35 years, has completed M.com from Mumbai University. He is an associate member of The Institute of Chartered Accountants of India, bringing with him over 12 years of rich experience in Finance, Cost Management, Pricing strategy, and compliance consultancy, among other areas.

The Company has received a declaration from Mr. Monil Vijay Shah, that he meets the criteria of independence under the Companies Act, 2013 and Listing Regulations. Further, the Company has also received Mr. Monil Vijay Shah consent to act as a Director in terms of Section 152 of the Companies Act, 2013 and a declaration that he is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013. He has also submitted a Declaration pursuant to BSE Circular No. LIST/COMP/14/2018-19 dated June 20, 2018 that he has not been debarred from holding office of a director by virtue of any Order passed by the Securities and Exchange Board of India or any other such authority.

The Company has received notice under Section 160 of the Companies Act, 2013 from a member signifying his intention to propose the candidature of Mr. Monil Vijay Shah for the office of Director of the Company.

In the opinion of the Board, Mr. Monil Vijay Shah fulfils the conditions specified in the Companies Act, 2013 and rules made thereunder and Listing Regulations, for his appointment as an Independent Director of the Company and he is Independent of the management.

Copy of draft letter of appointment of Mr. Monil Vijay Shah setting out the terms and conditions of appointment is being made available for inspection, by the members.

None of the Directors, KMPs, and their relatives except Mr. Monil Vijay Shah are in any way concerned or interested, financially or otherwise in the above resolution.

In compliance with the provisions of Section 149 read with Schedule IV to the Act and Regulation 17 of the Listing Regulations, the approval of the Members is sought for the appointment of Mr. Monil Vijay Shah as an Independent Director on the Board of the Company, as a Special Resolution as set out above.

The Board recommends the special resolution set forth at Item No. 11 for the approval of the Members.

Item No 12

In accordance with the provisions of Section 148 of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 ('the Rules'), the Company is required to appoint a Cost Auditor to audit the cost records of the Company.

On the recommendation of the Audit Committee, the Board of Directors of the Company had approved the appointment of M/s Kishore Bhatia & Associates, Cost Accountants

(Firm Registration Number: 000294), as the Cost Auditor of the Company for the financial year 2024-25 at a remuneration of Rs. 1,80,000/- per annum plus out of pocket expenses and applicable taxes. The remuneration payable to Cost Auditors is required to be ratified by the Shareholders in accordance to the provisions of the Act and Rule 14 of the Rules.

None of the Directors or Key Managerial Personnel of the Company (including relatives of the Directors and Key Managerial Personnel) is concerned or interested, financially or otherwise, in the above resolution.

The Board recommends the Ordinary Resolution at Item No. 12 of this Notice for approval by the shareholders.

Item No 13

At the Annual General Meeting of the Company held on September 6, 2019, the Members had approved of the payment of commission to Non-executive Directors of the Company not exceeding one percent per annum of the net profits of the Company for a period of five years commencing from April 1, 2019.

It is proposed to continue with the payment of commission to Non-Executive Directors of the Company. Accordingly, it is proposed that in terms of Section 197 of the Act, the Directors (apart from the Managing Director and Whole-time Directors) be paid, for each of the five consecutive financial years of the Company commencing April 1, 2024, remuneration not exceeding one percent per annum of the net profits of the Company computed in accordance with the provisions of the Act. This remuneration will be distributed amongst all or some of the Directors in accordance with the directions given by the Board.

None of the Directors or Key Managerial Personnel of the Company (including relatives of the Directors and Key Managerial Personnel) is concerned or interested, financially or otherwise, in the above resolution.

The Board recommends the Ordinary Resolution at item no. 13 of this Notice for approval by the shareholders.

Details of Directors being appointed/ re-appointed as required under Secretarial Standards-2 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

Particulars	Details		
Name	Mr. Atul Baijal	Mr. Aditya Nitinkumar Patel	Mr. Jaymin Desai
DIN	09046341	09220379	00156221
Date of Birth, Age, Nationality	06/08/1965, 58 years, Indian	17/11/1994, 29 years, Indian	30/09/1960, 63 years, Indian

Date of Appointment/ First Appointment in the Board	February 11, 2021	June 1, 2024	June 23, 1990
Qualification	B.sc, Post Graduate Diploma in Plastics Testing and Quality Control from CIPET, MBA from ITM	B.sc	B.E (Chemical)
Experience (including expertise in specific functional area)	Close to four decades of experience in Paper Industry Packaging Industry.	Business Development, Client Relationship Management, Product Development, Data Analysis, Market Research.	Business Management
Brief Resume	He is a plastic technologist with a rich techno commercial background with close to four decades of experience spanning right from Quality control, Quality Assurance, Technical Services, Technical Development, Operations, Sales and Global procurement the in the Indian Flexible Packaging Industry.	Disclosed in explanatory statement	Disclosed in explanatory statement
Directorship held in other Public Companies	Synergy Films Private Limited (Deemed Public Company)	-	1. Gourock Plastics & Packaging Ltd. 2. Total Packaging Limited
Membership/ Chairmanships of Committees of other public Companies (Includes only Audit and Stakeholders)	-	-	-

Relationship Committee)			
Names of listed entities in which the person also holds the directorship and the membership of Committees of the board including the listed entities from which the person has resigned in the past three years	-	-	-
Terms and conditions of appointment	He has been appointed as a Director of the Company and is liable to retire by rotation.	Appointment as Whole-time Director for 3 years effective from June 1, 2024.	Re-appointment as Managing Director for 3 years effective from October 1, 2024.
Details of remuneration sought to be paid and the remuneration last drawn by such person	Remuneration drawn in financial year 2023-24 was Rs. 59.41 lacs and the Remuneration in financial year 2024-25 will be paid as per Special Resolution passed by the members.	Details disclosed in Item No. 4 & 5 of the explanatory statement to the notice.	Details disclosed in Item No. 6 of the explanatory statement to the notice.
Number of Shares held in the Company	-	31,962	1,22,335
Relationship between Directors inter se	No relation with other Director and KMPs of the company.	Mr. Aditya Nitinkumar Patel is relative of Mrs. Charulata Patel, non-executive Director of the company.	No Relations with other Directors, Manager or KMP of the Company.
Justification for choosing the appointee for appointment as Independent Director	Not Applicable	Not Applicable	Not Applicable
In case of independent	Not Applicable	Not Applicable	Not Applicable

Ecoplast Ltd

directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements			
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Particulars	Details			
Name	Mr. Ravi Amulbhai Mehta	Mr. Jay Ketan Shroff	Mr. Bikash Ranjan Tarafdar	Mr. Monil Vijay Shah
DIN	09220091	07712312	01690748	10619958
Date of Birth, Age, Nationality	27/04/1981, 43 years, Indian	08/05/1988, 36 years, Indian	02/01/1958, 66 years, Indian	17/07/1988, 35 years, Indian
Date of Appointment/ First Appointment in the Board	June 1, 2024	June 1, 2024	June 1, 2024	June 1, 2024
Qualification	Bachelor of Engineering & PGDBM	B.com, M.com, Chartered Accountant & CFA.	Bsc, LLB, Company Secretary & Cost and Works Accountant	B.com, M.com, Chartered Accountant.
Experience (including expertise in specific functional area)	Expert in sales and marketing.	Business Strategy and Finance	Cost Management and Corporate Compliance	Finance and Cost Management, Pricing Strategy and Corporate accounting.
Brief Resume	Disclosed in explanatory statement	Disclosed in explanatory statement	Disclosed in explanatory statement	Disclosed in explanatory statement
Directorship held in other Public Companies	-	-	-	-
Membership/ Chairmanships of Committees of	-	-	-	-

Ecoplast Ltd

other public Companies (Includes only Audit and Stakeholders Relationship Committee)				
Names of listed entities in which the person also holds the directorship and the membership of Committees of the board including the listed entities from which the person has resigned in the past three years	-	-	-	-
Terms and conditions of appointment	Appointment as Whole-time Director for 3 years effective from June 1, 2024.	Appointment as Non-Executive Director effective from June 1, 2024.	Appointment as Independent Director for a term of 5 (five) years commencing from June 1, 2024.	Appointment as Independent Director for a term of 5 (five) years commencing from June 1, 2024.
Details of remuneration sought to be paid and the remuneration last drawn by such person	Details disclosed in Item No. 7 & 8 of the explanatory statement to the notice.	Sitting fees is payable for attending Board Meetings / Committee Meetings. Payment of Commission as per the provisions of the Companies Act, 2013, if appointed.	Sitting fees is payable for attending Board Meetings / Committee Meetings. Payment of Commission as per the provisions of the Companies Act, 2013, if appointed.	Sitting fees is payable for attending Board Meetings / Committee Meetings. Payment of Commission as per the provisions of the Companies Act, 2013, if appointed.
Number of Shares held in the Company.	-	76,040	-	-
Relationship between Directors inter se	No relation with other Director and	Mr. Jay Ketan Shroff is relative of Mr. Jaymin B.	No relation with other Director and	No relation with other Director and

	KMPs of the company.	Desai, Managing Director of the company.	KMPs of the company.	KMPs of the company.
Justification for choosing the appointee for appointment as Independent Director	Not Applicable	Not Applicable	His association would be immense benefit to the Company.	his association would be immense benefit to the Company.
In case of independent directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements	Not Applicable	Not Applicable	He has the requisite skills and capabilities as required for business requirements of the Company.	He has the requisite skills and capabilities as required for business requirements of the Company.

For other details such as number of meetings of the Board attended during the year, remuneration drawn, please refer to the corporate governance report which is a part of this Annual Report.

Registered Office:
National Highway No. 8,
Water Works Cross Road, Abrama,
Valsad- 396002, Gujarat
CIN: L25200GJ1981PLC004375
Tel: 9879554138
E-mail : investor@ecoplastindia.com,
Website : www.ecoplastindia.com

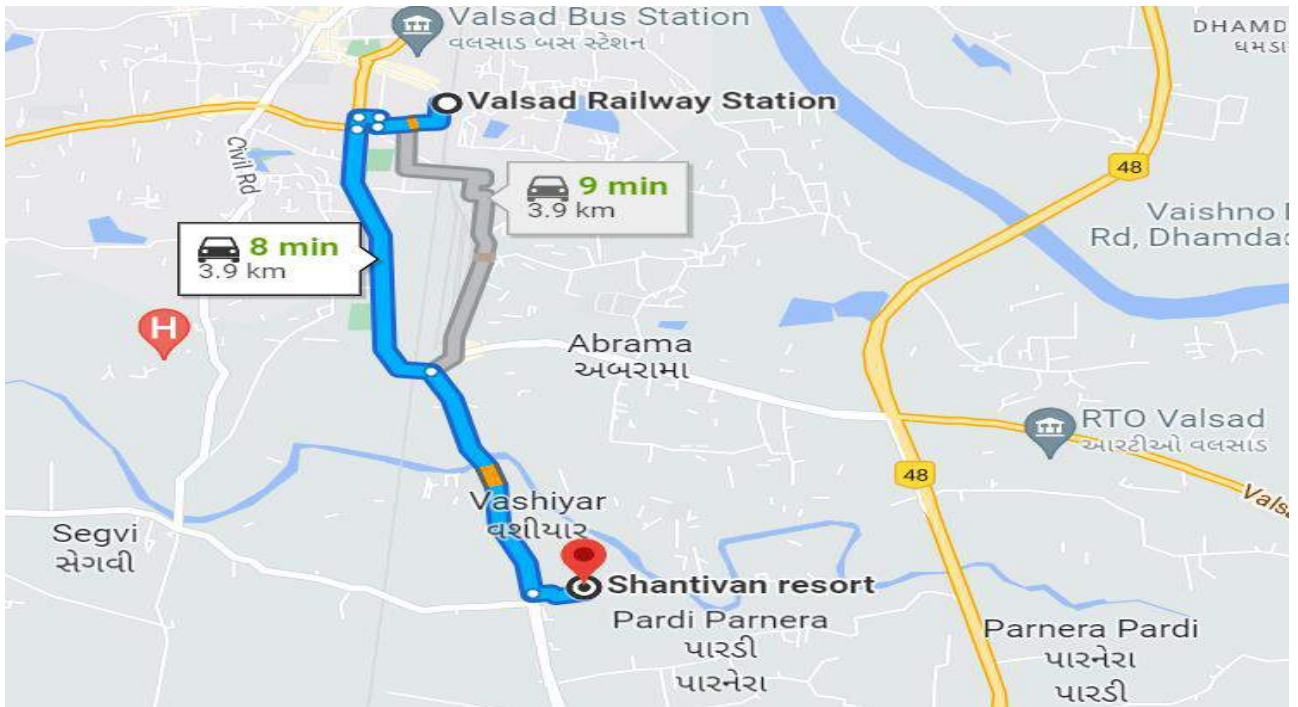
By Order of the Board
For Ecoplast Limited

Rakesh Kumar Kumawat
Company Secretary &
Compliance Officer
ICSI M. No. A37556

Place: Valsad
Date: 22nd May, 2024

ROUTE MAP TO THE VENUE OF AGM: 'SHANTIVAN RESORT', ATUL-VALSAD ROAD, VASHIYAR, VALSAD- 396001, GUJARAT.

Route from Valsad Railway Station



Route from Dharmpur Valsad Chowkadi

