

MINUTES OF THE 29th ANNUAL GENERAL MEETING

MINUTES OF THE 29th ANNUAL GENERAL MEETING OF THE SHAREHOLDERS OF M/S. TOKYO PLAST INTERNATIONAL LIMITED HELD THROUGH VIDEO CONFERENCING AND OTHER AUDIO VISUAL MEANS ON FRIDAY, 30TH DAY OF SEPTEMBER, 2022 COMMENCED AT 11:07 A.M AND ENDED AT 11:21 A.M.

PRESENT

Mr. Haresh Velji Shah : Chairman
Mr. Priyaj Haresh Shah : Executive Director
Mr. Viraj Devang Vora : Independent Director

PRESENT BY INVITATION

: Mr. Virendra Bhatt, Scrutinizer & Secretarial Auditor

MEMBERS

: 32 Members were present through video conferencing at meeting.

The 29th AGM was convened and conducted through Video Conferencing ("VC)/Other Audio-Visual Means ("OAVMH) pursuant to General Circular numbers No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020, General Circular No. 02/2021 dated 13th January, 2021, General Circular No. 19/2021 dated 8th December, 2021, General Circular No. 21/2021 dated 14th December, 2021 and General Circular No. 02/2022 dated 5th May, 2022 issued by the Ministry of Corporate Affairs (MCA) (hereinafter collectively referred to as 'Circulars'), which allowed the companies to hold AGMs through VC/ OAVM.

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

The representative of the Company welcomed the shareholders at the 29th Annual General Meeting and informed the Members of the Company that pursuant to the provisions of the Companies Act, 2013 & SEBI (LODR) Regulations, 2015, an E-voting facility was provided to all the members of the Company through E-voting platform CDSL. Further, the facility for e-voting is also made available during the Meeting for Members who had not cast their vote through remote e-voting and present at the AGM. The Company Secretary further stated that members entitled to vote may seek clarifications and/or offer comments on items of business.

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

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

After ascertaining the requisite quorum for the meeting, at 11:07 a.m. the Chairman welcomed the shareholders at the 29th Annual General Meeting.

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

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

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

The Resolutions for the Ordinary businesses as set out in the Notice of the Annual General Meeting, duly approved by the Members with requisite majority are recorded hereunder as part of the proceedings of the Annual General Meeting of the Members held on September 30th, 2022:

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Resolution No. 1: Ordinary Resolution- Adoption of a) the Audited Standalone Financial Statement for the year ended 31st March, 2022 and the Report of the Board of Directors and Auditors thereon; and b) the Audited Consolidated Financial Statement for the year ended 31st March, 2022 and the Report of the Auditors thereon.

"RESOLVED THAT

- (i) the Audited Standalone Financial Statement for the year ended 31st March, 2022 and the Report of the Board of Directors and Auditors ; and
- (ii) the Audited Consolidated Financial Statement for the year ended 31st March, 2022 and the Report of the Auditors thereon

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

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

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

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

Resolution No. 4: Ordinary Resolution - Appointment of Statutory Auditor to fill casual vacancy:

To appoint Statutory Auditors of the Company and to fix their remuneration and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT subject to the provisions of Section 139, 142 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and other applicable provisions, if any M/s. U B G & Company, Chartered Accountants (Registration No.141076W), be and are hereby appointed as Statutory Auditors of the Company, to fill the casual vacancy caused by the resignation of M/s U. V. Shah & Co, Chartered Accountants".

"RESOLVED FURTHER THAT M/s. U B G & Company, Chartered Accountants, be and are hereby appointed as Statutory Auditors of the Company to hold the office from September 1, 2022 until the conclusion of the 29th Annual General Meeting of the Company, at such remuneration plus applicable taxes, and out of pocket expenses, as may be determined and recommended by the Audit Committee in consultation with the Auditors and duly approved by the Board of Directors of the Company."

Resolution No. 5: Ordinary Resolution -Appointment of Statutory Auditor for the term of 5 years:

To appoint Statutory Auditors of the Company and to fix their remuneration and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT subject to the provisions of Section 139, 142 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and other applicable provisions, if any, M/s. U B G & Company, Chartered Accountants (Registration No.141076W), be and are hereby appointed as the Statutory Auditor of the Company, to hold the office from the conclusion of 29th Annual General Meeting, for a single term of 5 (five) years i.e. until the conclusion of 34th Annual General Meeting, at such remuneration plus applicable taxes, and out of pocket expenses, as may be determined and recommended by the Audit Committee in consultation with the Auditors and duly approved by the Board of Directors of the Company."

"RESOLVED FURTHER THAT any of the Director or Company Secretary of the Company, be and are hereby authorized to do such act, deeds and things and to file necessary e-forms with the concerned Registrar of Companies, to give effect to the aforementioned resolution."

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

With this, the Chairman thanked all the Members for their participation in the 29th AGM of the Company. The meeting concluded at 11:21 a.m. with the E-voting platform continue to be available for next 15 min.

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ANNEXURE- 1

Declaration of Results of e-voting & poll

As per the Provisions of the Companies Act, 2013 and the SEBI (Listing obligation and Disclosure Regulation) Regulation, 2016, the Company had provided the facility of E-voting to the Shareholder to enable them to cast their vote electronically on the resolution proposed in the Notice of the 29th Annual General Meeting (AGM). The e-voting commenced at 09.00 a.m. on 27th September, 2022 and ended at 05.00 p.m. on 29th September, 2022. Further, the facility for e-voting was also made available during the Meeting for Members who had not cast their vote through remote e-voting and present at the AGM. Mr. Virendra G. Bhatt, Practicing Company Secretary was appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

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

1. Adoption of:

- i) the Audited Standalone Financial Statement for the year ended 31st March, 2022 and the Report of the Board of Directors and Auditors thereon.**
- ii) the Audited Consolidated Financial Statement for the year ended 31st March, 2022 and the Report of the Auditors thereon.**

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against and not voted	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
Promoter & Promoter Group	Remote E-Voting	5234168	5234168	100.0000	5234168	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		5234168	100.0000	5234168	0	100.0000	0.0000
Public Institutions	Remote E-Voting	0	0	0	0	0	0.0000	0.0000
	E-Voting at AGM		0	0	0	0	0.0000	0.0000
	Total		0	0	0	0	0.0000	0.0000
Public Non-Institutions	Remote E-Voting	4267232	1297629	30.4092	1297628	1	99.9999	0.0001
	E-Voting at AGM		0	0.0000	0	0	0	0
	Total		1297629	30.4092	1297628	1	99.9999	0.0001
Total		9501400	6531797	68.7456	6531796	1	100.0000	0.0000

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

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against and not voted	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter & Promoter Group	Remote E-Voting	5234168	5234168	100.0000	5234168	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		5234168	100.0000	5234168	0	100.0000	0.0000
Public Institutions	Remote E-Voting	0	0	0	0	0	0.0000	0.0000
	E-Voting at AGM		0	0	0	0	0.0000	0.0000
	Total		0	0	0	0	0.0000	0.0000
Public Non-Institutions	Remote E-Voting	4267232	1297629	30.4092	1297628	1	99.9999	0.0001
	E-Voting at AGM		0	0.0000	0	0	0	0
	Total		1297629	30.4092	1297628	1	99.9999	0.0001
Total		9501400	6531797	68.7456	6531796	1	100.0000	0.0000

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

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against and not voted	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter & Promoter Group	Remote E-Voting	5234168	5234168	100.0000	5234168	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		5234168	100.0000	5234168	0	100.0000	0.0000
Public Institutions	Remote E-Voting	0	0	0	0	0	0.0000	0.0000
	E-Voting at AGM		0	0	0	0	0.0000	0.0000
	Total		0	0	0	0	0.0000	0.0000
Public Non-Institutions	Remote E-Voting	4267232	1297629	30.4092	1297628	1	99.9999	0.0001
	E-Voting at AGM		0	0.0000	0	0	0	0
	Total		1297629	30.4092	1297628	1	99.9999	0.0001
Total		9501400	6531797	68.7456	6531796	1	100.0000	0.0000

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4. Appointment of Statutory Auditor to fill casual vacancy:

To appoint Statutory Auditors of the Company and to fix their remuneration and if thought fit, to pass with or without modification(s):

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against and not voted	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter & Promoter Group	Remote E-Voting	5234168	5234168	100.0000	5234168	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		5234168	100.0000	5234168	0	100.0000	0.0000
Public Institutions	Remote E-Voting	0	0	0	0	0	0.0000	0.0000
	E-Voting at AGM		0	0	0	0	0.0000	0.0000
	Total		0	0	0	0	0.0000	0.0000
Public Non-Institutions	Remote E-Voting	4267232	1297629	30.4092	1297628	1	99.9999	0.0001
	E-Voting at AGM		0	0.0000	0	0	0	0
	Total		1297629	30.4092	1297628	1	99.9999	0.0001
Total		9501400	6531797	68.7456	6531796	1	100.0000	0.0000

5. Appointment of Statutory Auditor:

To appoint Statutory Auditors of the Company and to fix their remuneration and if thought fit, to pass with or without modification(s):

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against and not voted	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter & Promoter Group	Remote E-Voting	5234168	5234168	100.0000	5234168	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		5234168	100.0000	5234168	0	100.0000	0.0000
Public Institutions	Remote E-Voting	0	0	0	0	0	0.0000	0.0000
	E-Voting at AGM		0	0	0	0	0.0000	0.0000
	Total		0	0	0	0	0.0000	0.0000
Public Non-Institutions	Remote E-Voting	4267232	1297629	30.4092	1297628	1	99.9999	0.0001
	E-Voting at AGM		0	0.0000	0	0	0	0
	Total		1297629	30.4092	1297628	1	99.9999	0.0001
Total		9501400	6531797	68.7456	6531796	1	100.0000	0.0000

Place: Mumbai
Date: 21/10/2022



Haresh Velji Shah
Chairman