



## TIME TECHNOPLAST LTD.

Leading through Innovations and Technology

**Registered Office:** 213 Sabari, Kachigam, Daman (U.T.) 396 210

**Corporate Office:** 55, Corporate Avenue, Saki Vihar Road, Andheri (E), Mumbai - 400 072. Tel.: 022 - 7111 9999/2803 9999. Fax: 022 - 2857 5672  
E-mail: investors@timetechnoplast.com. Website: www.timetechnoplast.com

### NOTICE

**NOTICE** is hereby given that the **23rd Annual General Meeting** of the Members of **TIME TECHNOPLAST LIMITED** will be held on Wednesday, 25th September, 2013 at 12.30 pm at Hotel Mirasol, Kadaiya Village, Daman – 396210 to transact the following business:

#### ORDINARY BUSINESS:

1. To receive, consider and adopt the Balance Sheet as at 31st March, 2013 and the Profit and Loss Account of the Company for the year ended on that date and the Reports of Directors, and the Auditors thereon.
2. To declare dividend on Equity Shares.
3. To appoint a Director in place of Mr. Raghupathy Thyagarajan, who retires by rotation and being eligible, offers himself for reappointment.
4. To appoint a Director in place of Mr. Kartik Parija, who retires by rotation and being eligible, offers himself for reappointment.
5. To appoint a Director in place of Mr. M.K.Wadhwa, who retires by rotation and being eligible, offers himself for reappointment.
6. To appoint the Statutory Auditors of the Company to hold office from the conclusion of this meeting until the conclusion of the next Annual General Meeting, and to authorize the Board of Directors to fix their remuneration.

**By Order of the Board of Directors**

**Niklank Jain**  
**VP-Legal & Company Secretary**

Place : Mumbai

Date : 9th August 2013

#### NOTES :-

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.** The proxy form duly completed and signed should be deposited at the Registered office of the Company not later than 48 hours before the commencement of the meeting.
2. The Ministry of Corporate Affairs has vide its General Circular no 2/2011 dtd 08.02.2011 granted general exemption to all companies under the provisions of Section 212 of the Companies Act 1956 (whereby the Companies have been granted general exemption from attaching the Balance Sheet of its subsidiaries to the Annual accounts ), subject to the consent of the Board .

The Board of Directors of the Company have in their Board meeting held on 28.05.2013 given their consent for not attaching the balance sheet of the subsidiary companies to the Audited Annual Accounts 2012-13 of Time Technoplast Limited, being circulated to the members of the Company.

A statement containing brief financial details of the Company's subsidiaries is included in the Annual Report. The annual accounts of these subsidiaries and the related detailed information will be made available to any Member of the Company/ its subsidiaries seeking such information at any point of time.

3. Corporate members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of the Board resolution authorizing their representative to attend and vote at the meeting.
4. The Register of Members and the Share Transfer Books of the Company will remain closed from Thursday, 19th September 2013 to Wednesday, 25th September 2013 (both days inclusive) for the purpose of determining the eligibility of the Members entitled to Dividend.
5. Information in respect of unclaimed Dividend when due for transfer to the Investors Education & Protection Fund (IEPF) with reference to dividend for the financial year is given below:

Financial Year Ended	Date of Declaration of Dividend	Last date for claiming unpaid Dividend	Due date for transfer to IEPF
31.03.2008	29.09.2008	28.09.2015	27.10.2015
31.03.2009	19.09.2009	18.09.2016	17.10.2016
31.03.2010	25.09.2010	24.09.2017	23.10.2017
31.03.2011	24.09.2011	23.09.2018	22.10.2018
31.3.2012	29.09.2012	28.09.2019	27.10.2019

Shareholders who have not so far encashed the Dividend Warrant(s) are requested to seek issue of duplicate warrant(s) by writing to the Company. Also note that no claim shall lie against the said fund or the Company in respect of any amounts which were unclaimed and unpaid after a period of 7 (Seven) years from the date that they first become due for payment and no payment shall be made in respect of any such claim.

6. The payment of Dividend, upon declaration by the shareholder at the forth coming Annual General Meeting, will be made on or after 25th September, 2013 as under:
  - i. To all those beneficial owner(s) holding shares in electronic form as per the beneficial ownership data as may be made available to the Company by NSDL and CDSL as of the end of the day on 18th September, 2013.
  - ii. To all those shareholders holding shares in physical form after giving effect to all the valid share transfer lodged with the Company/Registrar and Share Transfer Agents before the Closing hour of 18th September, 2013.
7. The Company has appointed Link Intime India Pvt Ltd. having their address at C-13 Pannalal Silk Mills Compound, LBS Road, Bhandup (West), Mumbai- 400 078 as the Company's Registrar and Share Transfer Agents. Members are requested to notify the registrar quoting their folio no. for any change in their registered address along with the pin code number, bank particulars, ECS details etc.
8. The Company's ISIN. No. is INE508G01029.
9. In order to avail the facility of Electronic Clearing System (ECS) for receiving direct credit of dividend to his / their respective account with Bank(s), the members holding shares in physical form are requested to provide their Bank Account details to the Company's Registrar and Transfer Agent - Link Intime India Pvt Ltd. In the absence of ECS facilities, the Company will print the bank account details, if available, on the payment instrument for distribution of dividend.
10. Members attending the meeting are requested to complete the enclosed attendance slip and to deliver the same at the entrance of the meeting hall.
11. As a measure of economy, copies of the Annual Report will not be distributed at the Annual General Meeting. Members are therefore requested to bring their copies of the Annual Report at the time of attending the Meeting.

12. Members desirous of obtaining any information, concerning the accounts and operations of the Company are requested to address their queries to the Company Secretary so as to reach the Company, at least 10 days before the date of the Annual General Meeting, in order to enable the management to keep the information ready at the meeting.
13. All documents referred to in the accompanying Notice open for inspection at the Registered Office of the Company between 2 pm to 4 pm, on any working day.
14. Section 109A of the Companies Act, 1956 has extended the Nomination facility to individuals holding shares in Companies. Shareholders holding shares in the physical mode and desirous of availing this facility may please write to the Company for the prescribed nomination form.
15. Members holding shares in dematerialized form are requested to bring their Client ID and DP-ID nos. for easier identification of attendance at the meeting.

**DETAILS OF THE DIRECTORS SEEKING RE-APPOINTMENT AT THE FORTHCOMING ANNUAL GENERAL MEETING**

**Item No 3.**

**Mr. Raghupathy Thyagarajan (Agenda for re-appointment upon retiring by rotation as Whole Time Director)**

Mr. Raghupathy Thyagarajan (48 years) is a Science graduate from Mumbai University and a Post Graduate in Business Administration from Mumbai University with over 24 years of industrial experience. He began his career as Manager – Marketing at Prestige HM-Polycontainers Ltd. and was responsible for sales and marketing activities of the company. He left Prestige HM-Polycontainers Ltd. in 1991 and became Promoter Director of our Company together with other Promoter Directors and working as a Director-Marketing of our Company.

As a Director – Marketing of the Company he is overseeing the marketing and sales functions, regional operations, systems and commercial functions of the Company at the corporate level.

Mr. Raghupathy Thyagarajan is liable to retire by rotation.

Mr. Raghupathy Thyagarajan holds 4,020,000 equity shares in the company.

<b>Details of other Directorships held in other Public Companies (excluding Foreign Companies)</b>	<b>Membership of Committee</b>	<b>Status (Chairman/Member)</b>
Schoellar Arca Time Materials Handling Solutions Ltd.	-	-

The Directors commend the resolution at item no. 3 for the approval of the members.

None of the Directors, except Mr. Raghupathy Thyagarajan is concerned or interested in the said resolution.

**Item no. 4**

**Kartik Parija (Agenda for re-appointment upon retiring by rotation)**

Mr Kartik Parija, aged 37 years, is a graduate in Computer Science and Mathematics from Drake University, and a Post graduate in Computer and Electrical Engineering from the University of Maryland at College Park.

He was the Managing Director of Zephyr Peacock India Fund. He was also a senior investment officer of an early stage Indian venture capital company, Ventureast Fund Advisors, which managed the Ventureast TeNet Fund, APIDC Venture Fund and the Biotechnology Fund. Prior to that, he was part of the investment team of a Washington, D.C. based early stage venture capital fund with over U.S. \$ 180 Million under management. He co-founded one of India’s first e-commerce transaction processing companies targeted at small businesses, and began his career in technology as a member of NASA’s Jet Propulsion Laboratory (JPL). He has experience in venture capital funding and management.

Mr. Kartik Parija had been associated as Nominee Director of Zephyr Peacock India I upto 10.6.2010. Thereafter considering his wide experience and background and his association with the Company, he was appointed as an Independent Non Executive Director of the Company in 2010.

Mr. Kartik Parija is liable to retire by rotation.

Mr. Kartik Parija does not hold any directorship in any other public limited company.

Mr. Kartik Parija does not hold any shares (as own or on behalf of any other person on beneficial basis) in the company.

The Directors commend the resolution at item no. 4 for the approval of the members.

None of the Directors, except Mr. Kartik Parija is concerned or interested in the said resolution.

**Item no 5**

**Mr. M.K.Wadhwa (Agenda for re-appointment upon retiring by rotation)**

Mr. Wadhwa, aged 60 years is a Science Graduate and a member of the Institute of Chartered Accountants of India. He has rich experience in Corporate Finance, Accounting Systems, Personnel Management, Corporate Taxation and Management Consultancy.

<b>Details of other Directorships held in other Public Companies (excluding Foreign Companies)</b>	<b>Membership of Committees of the Board of other Committees (Audit Comm / Shareholder)</b>	<b>Status (Chairman/Member)</b>
TPL Plastech Limited	Audit Committee	Member
	Shareholder/ Investors Committee	Chairman

Mr. M.K.Wadhwa is liable to retire by rotation.

Mr. M.K.Wadhwa does not hold any shares (as own or on behalf of any other person on beneficial basis) in the company.

The Directors commend the resolution at item no. 5 for the approval of the members.

None of the Directors, except Mr. M.K.Wadhwa is concerned or interested in the said resolution.

**Invitation to participate in the Green Initiative launched by the Ministry of Corporate Affairs**

The Ministry of Corporate Affairs (MCA) has permitted paperless compliances by the Companies; vide its circular No.17/2011 and No.18/2011 dated April 21, 2011 and April 29,2011 respectively. MCA has clarified that services of documents on Members by e-mail will constitute sufficient compliances with Section 53 of the Companies Act, 1956, provided the Members are given an advance opportunity to register their Email address or changes, if any, therein with the Company.

Pursuant thereto, we once again invite those members who have not registered their e-mail address to participate in the Green Initiative by registering their e-mail address with the Company for the purpose of service of service of documents namely Annual Report, Notice of General Meetings, etc. by e-mail at [investors@timetechnoplast.com](mailto:investors@timetechnoplast.com)



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**ATTENDANCE SLIP**

(to be filled in and handed over at the entrance of the meeting hall)

Full Name of the attending Member \_\_\_\_\_

Reg. Folio No. / Client ID or DP ID: \_\_\_\_\_

No. of Shares held \_\_\_\_\_

Full Name of Proxy/ies (in BLOCK LETTERS) \_\_\_\_\_

I hereby record my presence at the 23rd Annual General Meeting of the Company held on Wednesday, 25th September, 2013 at 12.30 pm. at Hotel Mirasol, Kadaiya Village, Daman (U.T.) 396 210.

SIGNATURE OF THE MEMBER(S) OR PROXY PRESENT \_\_\_\_\_



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**PROXY FORM**

I/We \_\_\_\_\_ of \_\_\_\_\_

being a Member / Members of TIME TECHNOPLAST LIMITED hereby appoint \_\_\_\_\_

\_\_\_\_\_ of \_\_\_\_\_

\_\_\_\_\_ or failing him/her \_\_\_\_\_

of \_\_\_\_\_ as my/our Proxy in my/our absence to attend and vote for me/us, and on my/our behalf at the 23rd Annual General Meeting of the Company held on Wednesday, 25th September, 2013 at 12.30 pm, at Hotel Mirasol, Kadaiya Village, Daman (U.T.) 396 210 or at any adjournment thereof.

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2013

Signature of Proxy/ies \_\_\_\_\_



For OFFICE USE ONLY

Proxy No

Folio No / Client ID or DP ID: \_\_\_\_\_ / No. of Shares \_\_\_\_\_

Address : \_\_\_\_\_

Signature  
Affix One Rupee  
Revenue Stamp

- Note:
- a) The form should be signed across the stamp as per specimen signature.
  - b) The Proxy form duly completed must be deposited at the Registered Office of the Company not later than 48 hours before the commencement of the meeting

