



Exotech Plastics Private Limited

(Formerly Known as Exotech Zanini Industries Private Limited)

Plot No F-27 C, MIDC Ranjangaon, Village - Karegaon, Taluka - Shirur, District - Pune 412220
Phone: 02138-613300, email: hr@exotechplastics.com, CIN No: U25206MH1996PTC101162

NOTICE OF TWENTY SIXTH ANNUAL GENERAL MEETING

Notice is given that the 26th Annual General Meeting of the Members of Exotech Plastics Private Limited (Formerly known as Exotech Zanini Industries Private Limited) will be held on 07th day of September 2022 through VC at 11.00 AM (IST) to transact the following business:

ORDINARY BUSINESS:

1. To consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2022 along with the Reports of the Directors and Auditors thereon:

To consider and if thought fit, to pass with or without modification(s), the following resolution as an ORDINARY RESOLUTION:

RESOLVED THAT the Audited Financial Statements of the Company for the Financial Year ended March 31, 2022 including Balance Sheet as at March 31, 2022, Statement of Profit and Loss Account as at March 31, 2022 and Cash Flow Statement for the year ended as on that date together with Notes forming part of Accounts as audited and reported by the Auditors of the Company and the Directors' Report, as circulated to the Members be and are hereby approved.

2. Appointment of a Director in place of Mr K A Joseph (DIN: 00784084), who retires by rotation and being eligible, offers himself for re-appointment:

To consider and if thought fit, to pass with or without modification(s), the following resolution as an ORDINARY RESOLUTION:

“RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013, Mr. K A Joseph, Director (DIN: 00784084) of the Company, who retires by rotation at the 26th Annual General Meeting and being eligible offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company.

Date: 30.08.2022
Place: Pune

By Order of the Board
For Exotech Plastics Private Limited

Thabraz Hushain. W

Address: Plot No F-27 C, MIDC Ranjangaon,
Village - Karegaon, Taluka - Shirur,
District - Pune 412220

NOTES:

1. Pursuant to Section 20(2) of the Companies Act, 2013 read with Rule 35 of the Companies (Incorporation) Rules, 2014, as amended, companies are permitted to send official documents to their shareholders electronically.
2. In view of the global outbreak and continuing Covid-19 pandemic, the Ministry of Corporate Affairs (MCA), has vide its General Circular No. 14/ 2020 dated 8th April, 2020, General Circular No. 17/ 2020 dated 13th April, 2020, General Circular No. 20/ 2020 dated 5th May, 2020, General Circular No. 02/2021 dated 13th January, 2021, General Circular No. 2/2022 dated 05th May, 2022 and General Circular No. 3/2022 dated 05th May, 2022 (collectively referred to as "MCA Circulars") and Circular No. SEBI / HO / CFD / CMD1 / CIR / P / 2020 / 79 dated 12th May, 2020, SEBI / HO / CFD / CMD2 / CIR / P / 2021 / 11 dated 15th January, 2021 and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13th May, 2022 issued by the Securities and Exchange Board of India ('SEBI Circulars') permitted the holding of the Annual General Meeting ("AGM") through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM"), without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013, MCA and SEBI Circulars, the AGM of the Company is being held through VC/OAVM. (Please see instruction below).
3. The deemed venue for Annual General Meeting shall be the Registered Office of the Company i.e. *Plot No F-27 C, MIDC Ranjangaon, Village - Karegaon, Taluka - Shirur, District - Pune 412220* and the proceedings of the Annual General Meeting shall be deemed to be made thereat.
4. In terms of Section 152 of the Act, Mr. K A Joseph (DIN 00784084), retires by rotation at this Meeting and being eligible, offers himself for re-appointment. The Board of Directors of the Company recommends his re-appointment. Details of the Director proposed to be re-appointed as required Secretarial Standards on General Meetings (SS - 2) issued by The Institute of Company Secretaries of India, is provided in "Annexure - A"
5. This meeting is being called at a shorter notice than the statutory required minimum of 21 clear days. Pursuant to the provisions of Section 101 of the Companies Act, 2013, a general meeting may be called after giving a shorter notice if consent is given in writing or by electronic mode by not less than ninety-five per cent. of the members entitled to vote thereat. The members have accordingly given their consents to hold the meeting at a shorter notice.
6. The members can join the Annual General Meeting through VC mode 15 minutes before the scheduled time of the commencement of the meeting by following the procedure mentioned in the Notice.
7. The attendance of the members attending the Annual General Meeting through VC will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act.
8. Pursuant to the provisions of the Companies Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice. However, Institutional / Corporate Shareholders are entitled to appoint authorized representatives to attend the AGM through VC.
9. In compliance with the aforesaid MCA Circulars, Notice of the AGM and Annual Report as well as the weblink for joining the meeting is being sent only through electronic mode to those members whose email addresses are registered with the Company.

10. Those shareholders whose email IDs are not registered, are requested to register their email ID with the Company, by providing their Name, Address, email ID, PAN, DPID/Client ID or Folio Number and Number of shares held by them by sending an email to thabraz.hushain@sjsindia.com
11. All documents referred to in the Notice will be open for inspection through electronic mode during the AGM.
12. Since the AGM will be held through VC, the Route Map is not annexed in this Notice. The scheduled venue of the meeting as set forth in the notice convening the meeting, shall be deemed to be the place of the said meeting and all recordings of the proceedings at the meeting shall be deemed to be made at such place.
13. The Members will be allowed to pose questions during the course of the Meeting. The queries can also be given in advance at thabraz.hushain@sjsindia.com

Instructions for Members for attending the AGM through VC are as under:

- a) An invitation to join the AGM will be sent to the members on their latest registered email IDs by thabraz.hushain@sjsindia.com.
- b) Members may attend the AGM, by following the invitation link sent to their registered email ID. Members will be able to locate Meeting ID/ Password/ and *Join Meeting* tab. By clicking on *Join Meeting* they will be redirected to Meeting Room via browser or by running Temporary Application. To join the Meeting, follow the step and Join the Meeting. Members are encouraged to join the Meeting through laptops for better experience.
- c) In case of Android / iPhone connection, Participants will be required to download and Install the appropriate application as given in the mail to them. Application may be downloaded from Google Play Store / App Store.
- d) Further, members will be required to allow camera and use Internet audio settings as and when asked while setting up the meeting on mobile application.
- e) Please note that participants connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio / Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- f) The helpline number for joining the meeting through electronic mode will be provided in the meeting invitation which will be sent to the eligible applicants.

Annexure – A

Details of Directors to be appointed/ re-appointed at the Annual General Meeting to be held on 15th day of September, 2022 at 11:00 am in terms of Secretarial Standard on General Meetings (SS-2).

Agenda Item No	2
Name of the Directors	K A Joseph
Category	Director
Director Identification Number (DIN)	00784084
Date of Birth and Age	18-05-1962, 60 years
Nationality	Indian
Residential Address (along with Phone, Fax and Email)	No. 514, 1 st Cross, 12 th Main, 4 th Block, Koramangala, Bangalore 560 034, Karnataka, India
Educational/ Professional Qualifications	Bachelor's degree in science from the Bangalore University and a post graduate diploma in business administration from the St. Joseph's College of Business Administration
Expertise in specific functional area	He has more than 34 years of experience in the aesthetics printing business
First appointment on the Board	05 th April, 2021
Terms and Conditions of Appointment	Liabile to retire by rotation
Remuneration details	Nil
Number of shares held in the Company as at a) 31st March, 2021 b) 19th July, 2021	Nil
Relationship with other Directors/Manager/Key Managerial Personnel	Not Applicable
Number of Board Meetings attended during the I. Financial Year 2021-22 II. Financial Year 2022-23	I. 6 II. 2
Directorships held in other Companies in India	S.J.S. Enterprises Limited
Directorships held in other Listed Companies in India	Nil
Name(s) of other organizations or entities or associations or Unincorporated entities in which the person has held the post of Chairman or Managing Director or Director or Chief Executive Officer or associated with the above entities in any other capacity. Indicating the activity of the Company and regulators, if any	Nil
Chairmanships/Memberships of the Committees of other public limited companies as on March 31, 2021	
a. Audit Committee	NA

b. Stakeholders' Relationship Committee	NA
c. Nomination and Remuneration Committee	NA
d. CSR Committee	NA
e. Other Committee(s)	NA
Brief Resume of Director	<p>He holds a bachelor's degree in science from the Bangalore University and a post graduate diploma in business administration from the St. Joseph's College of Business Administration, Bangalore. He is one of the Promoters and co-founders of our Company. He has more than 34 years of experience in the aesthetics printing business. He leads the plant and manufacturing operations for our Company and has spearheaded our Company's technological and product innovation over the years. He has also helped design the new manufacturing facility into which our Company shifted its operations in 2018. He is also a director on the board of Exotech Plastics Private Limited.</p>