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

CIN- L25200GJ1981PLC004375

Friday, December 1, 2023

To  
BSE Limited  
P. J. Towers, Dalal Street,  
Fort, Mumbai 400 001

**Scrip code: 526703**

**Sub: Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015- Notice of Postal Ballot**

Dear Sir,

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith a copy of Notice of Postal Ballot which is being circulated to all the shareholders of the Company whose names appear in the register of members / list of beneficial owners as on Friday, 1<sup>st</sup> December, 2023.

With reference to the above, please note that the e-voting will commence on Sunday 10th December, 2023 at 9:00 am and ends on Monday, 8th January, 2024 at 5:00 pm.

A copy of the Postal Ballot Notice is also uploaded on the website of the Company.

Kindly take the same on your record.

Thanking you

Yours faithfully  
**For Ecoplast Limited**

Rakesh Kumar Kumawat  
Company Secretary and Compliance Officer

Encl.: As above

## **ECOPLAST LIMITED**

Regd. Office: National Highway No.8, Water Works Cross Road,  
Abrama-Valsad 396002, Gujarat, Email: info@ecoplastindia.com,  
Website: www.ecoplastindia.com, Contact No: 9879554138  
CIN: L25200GJ1981PLC004375

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### **POSTAL BALLOT NOTICE**

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

Dear Member(s),

**Notice** is hereby given that the resolution set out below is proposed to be passed by the members of Ecoplast Limited (“the Company”) by means of Postal Ballot, only by way of remote e-voting process (“e-voting”), pursuant to Section 110 of the Companies Act, 2013 (the “**Act**”), read together with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (the “**Management Rules**”), (including any statutory modification or re-enactment thereof for the time being in force) and any other applicable provisions of the Act and the rules made thereunder, read with the General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020 read with other relevant circulars including General Circular 09/2023 dated September 25, 2023 issued by the Ministry of Corporate Affairs (the “**MCA Circulars**”), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“**Listing Regulations**”), Secretarial Standard on General Meetings (“**SS-2**”) issued by the Institute of Company Secretaries of India, and other applicable laws, rules and regulations (including any statutory modification or re-enactment thereof for the time being in force and as amended from time to time).

The Statement pursuant to Section 102(1) and other applicable provisions of the Act read with the Rules setting out all material facts relating to the resolution mentioned in this Postal Ballot Notice and additional information as required under the listing regulations is also enclosed hereto.

The Board of Directors has appointed 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 Dwarf CHS Ltd, Sab TV Lane, Opp. Laxmi Ind. Estate, Off Link Road, Andheri (West), Mumbai - 400053) as Scrutinizer for conducting the Postal Ballot through Remote e-Voting process in a fair and transparent manner and they have communicated their willingness to be appointed and will be available for the said purpose. The Scrutinizer's decision on the validity of the Postal Ballot shall be final.

The Company has engaged the services of Central Depository Services (India) Limited (“**CDSL**”) as the agency to provide e-voting facility.

In compliance with the provisions of Section 108 and other applicable provisions of the Act, read with Rule 20 of the said Rules and Regulation 44 of the SEBI Listing Regulations and the MCA Circulars, members can vote only through the remote e-Voting process. Accordingly, the Company is pleased to offer a remote e-Voting facility to all its members to cast their votes electronically. Members are requested to read the instructions in the Notes in this Postal Ballot Notice so as to cast their vote electronically.

Members desiring to exercise their vote through the e-voting process are requested to carefully read the instructions indicated in this Notice and record their assent (FOR) or dissent (AGAINST) by following the procedure as stated in the Notes forming part of the Notice not later than 5:00 p.m. (IST) on Monday, 8<sup>th</sup> January, 2024. The e-voting facility will be disabled by CDSL immediately thereafter and will not be allowed beyond the said date and time.

The Scrutinizer will submit his report after the completion of scrutiny to the Chairman/ Director / company secretary. The results of voting conducted through Postal Ballot (through Remote e-voting process) along with the Scrutinizer's Report shall be announced on or before Wednesday 10<sup>th</sup> January, 2024 and shall be communicated to BSE Limited ("BSE") and Central Depository Services (India) Limited ("CDSL") and will also be displayed on the Company's website: [www.ecoplastindia.com](http://www.ecoplastindia.com) and on the notice board at the registered office of the Company.

**RESOLUTION NO. 1:**

**TO CONSIDER THE RE-APPOINTMENT OF MR. ATUL BAIJAL (DIN: 09046341) AS WHOLE-TIME 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 Disclosures Requirement) Regulation, 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. Atul Baijal (DIN: 09046341) as Whole-time Director of the Company for a period of three years with effect from 11<sup>th</sup> February, 2024 to 10<sup>th</sup> February, 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 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. Atul Baijal as Whole-time Director, the Company has made no profits or its profits are inadequate, the Company shall pay to Mr. Atul Baijal 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."

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

Date: 3rd November, 2023  
Place: Mumbai

By Order of the Board

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

**NOTES:**

- 1) The Statement setting out material facts pursuant to Sections 102 and 110 of the Act, stating all material facts and the reasons for the proposals set out in Resolution at Item No. 1 is annexed hereto.
- 2) In accordance with the MCA Circulars, this Postal Ballot Notice is being sent by electronic mode to those members of the Company whose names appear on the Register of Members/ List of Beneficial Owners as on Friday, 1<sup>st</sup> December, 2023 (“Cut-off Date”) maintained by Company/Depositories and whose e-mail address is registered with the Company / Depositories. Physical copies of the Postal Ballot Notice along with postal ballot forms and pre-paid business reply envelopes are not being sent to members for this Postal Ballot.
- 3) This Postal Ballot Notice will also be available on the Company’s website at [www.ecoplastindia.com](http://www.ecoplastindia.com), website of the Stock Exchange i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com) respectively and on the website of Central Depository Services (India) Limited (agency for providing the Remote e-voting Facility) at [www.evotingindia.com](http://www.evotingindia.com).
- 4) Members who have not registered their e-Mail address, are requested to register the same with the Depository through their Depository Participant(s) if the shares are held in electronic form and in respect of shares held in physical form by writing to the Company’s Registrar and Share Transfer Agents, M/s TSR Consultants Private Limited, C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (W), Mumbai - 4000 083, Tel: 022 66568484, email id: [csg-unit@tcplindia.co.in](mailto:csg-unit@tcplindia.co.in). Request can also be sent to the Company at [investor@ecoplastindia.com](mailto:investor@ecoplastindia.com)
- 5) Resolution passed by the members through Postal Ballot are deemed to have been passed as if they have been passed at General Meeting of the members.
- 6) Voting rights of a Member / Beneficial Owner (in case of electronic shareholding) shall be in proportion to his/her/its shareholding in the paid-up equity share capital of the Company as on the Cut-Off Date.
- 7) Pursuant to Sections 108 and 110 of the Act and the rules made there under, the MCA Circulars and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has provided the facility to the Shareholders to exercise their votes electronically and vote on the resolution through the e-voting service facility arranged by Central Depository Services (India) Limited (CDSL). The instructions for e-voting are provided as part of this Postal Ballot Notice which the members are requested to read carefully before casting their vote.
- 8) Members desiring to exercise their vote through the Remote e-voting process are requested to read the instructions in the Notes under the section “General Information and Instructions relating to e-voting” in this Postal Ballot Notice.
- 9) Remote e-Voting period shall commence at 9:00 a.m. (IST) on Sunday 10<sup>th</sup> December, 2023 and shall end at 5:00 p.m. (IST) on Monday, 8<sup>th</sup> January, 2024. Members are requested to cast their vote through the e-voting process during the e-voting period but not later than 5:00 p.m. (IST) on Monday, 8<sup>th</sup> January, 2024 to be eligible for being considered, failing which it will be strictly considered that no vote has been cast by the member.
- 10) The Scrutinizer will submit his/ her report to the Chairman/ Director/ company secretary after the completion of scrutiny, and the result of voting by Postal Ballot through the e-Voting process along with Scrutinizer report will be announced by the Chairman or any such person authorized by the Board on or before Wednesday, 10<sup>th</sup> January, 2024 and will also be displayed on the website of the Company at [www.ecoplastindia.com](http://www.ecoplastindia.com), besides being communicated to the Stock Exchange and CDSL.

- 11) The resolution, if passed by the requisite majority, shall be deemed to have been passed on Monday, 8<sup>th</sup> January, 2024 i.e. the last date specified for receipt of votes through the e-voting process in the Postal Ballot.
- 12) All the material documents referred to in the explanatory statement will be available for inspection electronically until the last date for receipt of votes through the e-Voting process. Members seeking to inspect such documents can send an email to: investor@ecoplastindia.com

## **E-VOTING INSTRUCTIONS:**

### **The instructions to 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 09:00 a.m. (IST). on Sunday, 10<sup>th</sup> December, 2023 and ends at 05.00 p.m. (IST) on Monday, 8<sup>th</sup> January, 2024. During this period Shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. Friday, 1<sup>st</sup> December, 2023 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

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

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

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

- (iii) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-voting facility provided by listed companies, individual Shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email id in their demat account(s) in order to access e-voting facility.

Pursuant to above said SEBI Circular, Log-in method for e-voting for Individual Shareholders holding securities in Demat mode is given below:

<b>Type of shareholders</b>	<b>Login Method</b>
Individual Shareholders holding securities in Demat mode with CDSL Depository	<ol style="list-style-type: none"> <li>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 users to login to Easi / Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab.</li> <li>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.</li> <li>3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</li> <li>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 <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; 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.</li> </ol>
Individual Shareholders holding securities in demat mode with NSDL Depository	<ol style="list-style-type: none"> <li>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period.</li> </ol>

	<p>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nSDL.com">https://eservices.nSDL.com</a>. Select “Register Online for IDeAS “Portal or click at <a href="https://eservices.nSDL.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nSDL.com/SecureWeb/IdeasDirectReg.jsp</a></p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nSDL.com/">https://www.evoting.nSDL.com/</a> 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>
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	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.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned websites.

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 <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022-23058738 and 22-23058542-43.
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 18001020990 and 1800224430.

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

- (iv) 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](http://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](http://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:

Particular	For Shareholders holding shares in Demat Form other than individual and Physical Form
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat Shareholders as well as physical Shareholders).  Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.  If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

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



- (viii) Click on the EVSN for ECOPLAST LIMITED.
- (ix) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (x) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xi) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiii) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xiv) If a demat account holder has forgotten the login password, then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xv) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvi) **Additional Facility for Non – Individual Shareholders and Custodians – Remote Voting**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://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](mailto: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 mandatory 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; [investor@ecoplastindia.com](mailto:investor@ecoplastindia.com), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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

1. For Physical Shareholders - please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to Company/RTA email id.
2. For Demat Shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP).
3. For Individual Demat Shareholders- Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting through Depository.

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](mailto:helpdesk.evoting@cdslindia.com) or contact at toll free no. 1800225533.

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 Futorex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call at toll free no. 1800 22 55 33

**STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 READ WITH RULE 22 OF THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014 AND ADDITIONAL INFORMATION AS REQUIRED UNDER THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

**Item No. 1 :**

At the 39<sup>th</sup> Annual General Meeting (“AGM”) held on 28<sup>th</sup> August, 2021, the Members of the Company appointed Mr. Atul Baijal as Whole-time Director of the Company for a period of 3 years with effect from 11<sup>th</sup> February, 2021 to 10<sup>th</sup> February, 2024, on the terms and conditions of appointment and payment of remuneration as approved by them. The terms and conditions of his appointment and amount of remuneration was revised by the Members at the 40<sup>th</sup> AGM held on 24<sup>th</sup> September, 2022. The Term of appointment of Mr. Atul Baijal as whole-time Director would expire on 10<sup>th</sup> February, 2024.

Base on the recommendations of the Nomination and Remuneration Committee and considering significant activities and responsibilities borne by the Whole-time Director and the industry standards, the Board of Directors of the Company at its meeting held on 3<sup>rd</sup> November, 2023, recommended the re-appointment and terms and conditions including payment of remuneration of Mr. Atul Baijal as Whole-time Director of the Company, for a further period of 3 (three) years with effect from 11<sup>th</sup> February, 2024 to 10<sup>th</sup> February, 2027.

The terms of remuneration payable to Mr. Atul Baijal, Whole-time Director are set out below:

1. Basic Salary: Rs. 3,48,700/- per month per month with such increments, effective 1<sup>st</sup> April every year & commencing from April 2024, as may be decided by the Board of Directors of the company within the scale of Rs. 3,48,700/- to Rs. 4,65,000/- per month during the tenure of his appointment.

2. Perquisites: In addition to the aforesaid salary the Whole-time Director shall be entitled to the following perquisites:
  - i. Leave Travel Allowance of Rs. 10,791/- per month with such increments, effective 1st April every year & commencing from April 2024, as may be decided by the Board of Directors of the company within the scale of Rs. 10,791/- to Rs. 15,000/- per month during the tenure of his appointment.
  - ii. Medical Allowance of Rs. 3,024/- per month with such increments, effective 1st April every year & commencing from April 2024, as may be decided by the Board of Directors of the company within the scale of Rs. 3,024/- to Rs. 4,200/- per month during the tenure of his appointment.
  - iii. Company contribution to National Pension Scheme of Rs. 34,870/- per month with such increments, effective 1st April every year & commencing from April 2024, as may be decided by the Board of Directors of the company within the scale of Rs. 34,870/- to Rs. 46,500/- per month during the tenure of his appointment.
  - iv. Bonus as per the Company's Rules.
  - v. Provision for a car including driver's salary.
  - vi. Medclaim and Personal Accident insurance Policy as per the Company's Rules.

The above perquisites shall be evaluated as per the Income tax Rules wherever applicable. In the absence of such rules, perquisites will be evaluated at actual costs.

Notwithstanding anything to the contrary here in contained, where, in any financial year during the currency of the tenure of Mr. Atul Bajjal 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.

3. 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. Contribution to Provident Fund, Superannuation Fund or Annuity Fund to the extent these either singly or put together are not taxable under the Income tax Act, 1961.
  - ii. Gratuity payable at the rate not exceeding half a month's Salary for each completed year of service.
  - iii. 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. Atul Baijal'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.

The Board of Directors recommends Resolution at item No. 1 as a Special Resolution for approval of the members.

None of the Directors, KMPs, and their relatives except Mr. Atul Baijal 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.:

### **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:**

<b>Particulars</b>	<b>(Rs. in 000')</b>	
	<b>2021-22</b>	<b>2022-23</b>
Turnover	9,41,143	9,60,138
Net profit / (loss)	(17,616)	44,454
Amount of Dividend paid	-	4,500
Rate of Dividend declared	-	15%

- 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. Atul Baijal, Whole-time Director**

##### **1) Background details:**

**Name:** Mr. Atul Baijal

**Designation:** Whole-time Director

**Father's name:** Jai Kishandas Baijal

**Nationality:** Indian

**Date of Birth:** 06/08/1965

**Qualifications:** BSC, Post Graduate Diploma in Plastics Testing and Quality Control from CIPET, MBA from ITM.

- 2) **Experience:** 37 years.
- 3) **Past remuneration:** The gross remuneration paid to him as the Whole-time Director of the Company in the year 2022-23 was Rs. 57.20 lacs.
- 4) **Recognition or awards:** Nil
- 5) **Job profile and his suitability:** The Whole-time Director shall be responsible for the whole operations 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. Atul Baijal, 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. Atul Baijal or any of his relatives do not have any other pecuniary relationship with the Company or relationship with the managerial personnel.

### 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 shall be disclosed in Corporate Governance Report of the Company in the forthcoming Annual Report of 2023-24.

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: 3rd November, 2023

Place: Mumbai

#### **ADDITIONAL INFORMATION OF DIRECTOR SEEKING APPOINTMENT PURSUANT TO REGULATION 36(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARD - 2 ON GENERAL MEETINGS:**

<b>Particulars</b>	
Name	Mr. Atul Baijal
DIN	09046341
Date of Birth/ Age	06/08/1965/ 58 years
Date of First Appointment in the Board	11 <sup>th</sup> February, 2021
Qualification	BSC, Post Graduate Diploma in Plastics Testing and Quality Control from CIPET, MBA from ITM
Experience (including expertise in specific functional area) / 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.
Directorship held in other Public Companies	Synergy Films Private Limited (Deemed Public Company)
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	Appointment as Whole-time Director of the company, detailed terms and conditions has been disclosed in Item No. 1 explanatory statement to the Notice.
Number of Shares held in the Company	-
Relationship between Directors inter se	No relation with other Director and KMPs of the company.
Number of Board Meetings attended during the year (FY 2023-24)	4

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E-mail: investor@ecoplastindia.com  
Website: www.ecoplastindia.com  
Date: 3<sup>rd</sup> November, 2023  
Place: Mumbai

By Order of the Board

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