

# MPL PLASTICS LIMITED

CIN NO. L25209MH1992PLC066635

Regd. office : 2, Ashish Warehouse Corporation, Punjab Foundry Industrial Estate,  
Near Classic Studio, Mira Bhayander Road, Kashimira,  
Mira Road (East), Dist. Thane. Pin - 401 104

Tel. 28455460, 28458967, Email Id.: [mplho@mplindia.in](mailto:mplho@mplindia.in), Website: [www.mplindia.in](http://www.mplindia.in),

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Date: 1<sup>st</sup> September, 2017

Central Depository Services (India) Limited (CDSL)

Unit – E Voting

17<sup>th</sup> floor, Phiroze Jeejeebhoy Towers,

Dalal Street, Fort, Mumbai 400 001

Scrip code – 526143

Subject: Update notice of 25th Annual General Meeting for Evoting.

Under Ref: EVSN – 170725007 MPL Plastics Limited

In reference to above EVSN for e voting Notice of 25th Annual General Meeting of the Company to be held on 25th September, 2017 enclosed herewith. Request you to update the below mentioned link of our Company AGM Notice on your website [www.evotingindia.com](http://www.evotingindia.com) under EVSN - 170725007 for e voting to begin on Friday, 22nd September, 2017 at 9.00 a.m. and end on Sunday, 24th September, 2017 at 5.00 p.m.

Below is the link to be updated in Section of "Live e-Voting Instances & Results" on your e-Voting website:- <https://www.cdslindia.com/evoting/EvotingInstanceAndResults.aspx>

Please take on record & acknowledge the receipt.

Thanking you,

Yours faithfully,

For MPL Plastics Limited



Pankaj Bhaya  
Compliance Officer

## NOTICE

Notice is hereby given that the 25th Annual General Meeting of the Shareholders of MPL PLASTICS LIMITED will be held on Monday, 25<sup>th</sup> September, 2017, at 2, Ashish Warehouse Corporation, Punjab Foundry Industrial Estate, Near Classic Studio, Mira Bhayander Road, Kashimira, Mira Road (East), Dist. Thane – 401104 at 9.30 a.m. to transact the following business :-

### ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements of the Company for the year ended 31<sup>st</sup> March, 2017 together with the Report of the Directors and the Auditors thereon.
2. To appoint a Director in place of Mr. Bansilal I. Vaghani (DIN: 00067088), who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint a Director in place of Mr. Madhup B. Vaghani (DIN: 00067115), who retires by rotation and being eligible, offers himself for re-appointment.
4. To appoint Auditors of the Company and to fix their remuneration.

"To pass the following resolution as an Ordinary Resolution

"RESOLVED THAT pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 and Rules framed thereunder (including any statutory modification(s) or re-enactments thereof for the time being in force) Messers Bastawala and Associates, Chartered Accountants registered with the Institute of Chartered Accountants of India (ICAI) vide registration number 121789W, be and are hereby appointed as Statutory Auditors of the Company (in place of Messers Mehta Chokshi and Shah, Chartered Accountants, the retiring Auditors) for a term of five years commencing from the Company's financial year ending March 31, 2018 to hold office from the conclusion of the 25th Annual General Meeting of the Company till the conclusion of the 30th Annual General Meeting (subject to ratification of their appointment by the Members at every intervening Annual General Meeting held after this Annual General Meeting) on such remuneration plus tax, out-of-pocket expenses, as may be mutually agreed upon by the Board of Directors and the Statutory Auditors;

RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof) and / or Shri Bansilal I. Vaghani, Director be and are hereby severally authorized to do all such acts and take all such steps as may be considered necessary, proper or expedient to give effect to this Resolution."

### SPECIAL BUSINESS

5. To pass the following resolution as Special Resolution for reappointment of Mr. Viren Bhimani (DIN No – 05310527) as Independent Director of the Company:

"RESOLVED THAT pursuant to the provisions of Sections 149 and 152 read with Schedule IV and any other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors), Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) Mr. Viren Bhimani (DIN No – 05310527), Independent Director of the Company, who has submitted a declaration that he meets the criteria of independence under Section 149(6) of the Companies Act, 2013 and who is eligible for re-appointment for a second term under the provisions of the Companies Act, 2013, Rules made there under and SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director pursuant to Section 160 of the Companies Act, 2013, be and is hereby re-appointed as an Independent Director of the Company to hold office for a period of 5 years i.e. from the conclusion of this Annual General Meeting to the conclusion of 30th Annual General Meeting of the Company to be held in the year 2022 and he shall not be liable to retirement by rotation.

RESOLVED FURTHER THAT Shri Bansilal I. Vaghani, Director of the Company be and is hereby severally authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

6. To pass the following resolution as Special Resolution for reappointment of Mr. Devendra Negi (DIN No – 00727105) as Independent Director of the company:

"RESOLVED THAT pursuant to the provisions of Sections 149 and 152 read with Schedule IV and any other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors), Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) Mr. Devendra Negi (DIN No – 00727105), Independent Director of the Company, who has submitted a declaration that he meets the criteria of independence under Section 149(6) of the Companies Act, 2013 and who is eligible for re-appointment for a second term under the provisions of the Companies Act, 2013, Rules made there under and SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director pursuant to Section 160 of the Companies Act, 2013, be and is hereby re-appointed as an Independent Director of the Company to hold office for a period of 5 years i.e. from the conclusion of this Annual General Meeting to the conclusion of 30th Annual General Meeting of the Company to be held in the year 2022 and he shall not be liable to retirement by rotation.

## MPL PLASTICS LIMITED

RESOLVED FURTHER THAT Shri Bansital I. Vaghani, Director of the Company be and is hereby severally authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

BY ORDER OF THE BOARD  
For MPL PLASTICS LIMITED

**B.I.VAGHANI**  
CHAIRMAN  
(DIN: 00067088)

CIN: L25209MH1992PLC066635  
Website :www.mplindia.in  
E-mail : mplho@mplindia.in

**Registered Office:**

2, Ashish Warehouse Corporation,  
Punjab Foundry Industrial Estate,  
Near Classic Studio, Mira Bhayander Road,  
Kashimira, Mira Road (East), Dist. Thane – 401104  
Tel.No. 022-28455450

Date: 11th August, 2017  
Place: Thane.

**NOTES**

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (THE "MEETING") IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY.

The instrument appointing the Proxy should, however, be deposited at the Registered Office of the Company not less than 48 hours before the commencement of the Meeting.

A person can act as a proxy on behalf of Members not exceeding fifty in number and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A Member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as a proxy and such person shall not act as proxy for any other person or shareholder.

2. Members holding shares in 'Electronic form' are requested to intimate immediately any change in their address or bank mandates to their Depository Participants with whom they are maintaining their demat accounts.  
Members holding shares in 'Physical form' are requested to advise any change in their address or bank mandates immediately to the Company or M/s. Link Intime India Private Limited, C-101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai 400083. (RTA) by a request letter quoting the Folio no. of the Member.
3. Queries on accounts and operations of the Company, if any, may please be sent to the Company at least seven days in advance of the meeting so that the answers may be made available at the meeting.
4. Members are requested to bring their copy of this Annual Report to the Meetings.
5. Members / Proxies should bring the 'Attendance Slip' duly filled in for attending the Meeting.
6. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market.  
Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts.
7. Members holding shares in physical form can submit their PAN to the Company / Link Intime India Private Limited.  
Members holding shares in single name and physical form are advised to make nomination in respect of their shareholding in the Company. The nomination form can be obtained by a letter communicated to the Company / Link Intime India Private Limited (RTA).
8. Non-Resident Indian Members are requested to inform RTA immediately of (In case of shares held in physical form)
  - (a) Change in their residential status on return to India for permanent settlement.
  - (b) Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code number, if not furnished earlier.

9. Members who have not registered their email address so far, are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, and other from the Company electronically.
10. The Explanatory Statement setting out material facts, pursuant to Section 102 of the Companies Act, 2013, in respect of the Special Businesses under Item Nos.5 and 6 of the accompanying Notice is annexed hereto.
11. A brief resume of each of the directors proposed to be appointed / re-appointed, nature of their expertise in specific functional areas, names of companies in which they hold directorships and memberships / chairmanships of Board Committees, shareholding and relationships between directors inter se as stipulated under Regulation 36 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, and Clause 1.2.5 of Secretarial Standards-2 on General Meetings, are provided in Details of Directors seeking Appointment/ Reappointment at the Annual General Meeting is annexed herewith. Relevant documents referred to in the accompanying Notice and in the Explanatory Statement are open for inspection by the Members at the Company's Registered Office 2, Ashish Warehouse Corporation, Punjab Foundry Industrial Estate, Near Classic Studio, Mira Bhayander Road, Kashimira, Mira Road (East), dist. Thane - 401 104 on all working days (except Saturdays, Sundays and Public Holidays) between during normal business hours on working days up to the date of this Annual General Meeting ("AGM") and also at the AGM.
12. Electronic copy of the Annual Report for FY 2016-17 is being sent to all the members whose email IDs are registered with the Company/Depository Participant(s) for communication purposes, unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Annual Report for FY 2016-17 are being sent in the permitted mode. Members are requested to support Green initiative by registering/ updating their e-mail addresses with the Depository participant (in case of shares in dematerialized form) or with Link Intime India Private Limited (in case of Shares held in physical form).
13. Electronic copy of the Notice of the 25th Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent to all the members whose email IDs are registered with the Company/Depository Participants for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Notice of the 25th Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent in the permitted mode.
14. Members may also note that the Notice of the 25th Annual General Meeting and the Annual Report for FY 2016-17 will be available on the Company's website [www.mplindia.in](http://www.mplindia.in) for their download and also on the website of Central Depository Services (India) Limited viz. [www.evotingindia.com](http://www.evotingindia.com). The physical copies of the aforesaid documents will also be available at the Company's Registered Office for inspection during normal business hours on working days. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same by post free of cost. For any communication, the shareholders may also send requests to the Company's investor email id: [mplho@mplindia.in](mailto:mplho@mplindia.in).
15. Share transfer documents and all correspondence relating thereto, should be addressed to the Registrar and Share Transfer Agent of the Company M/s. Link Intime India Private Limited, C-101, 247 Park, L.B.S Marg, Vikhroli (West), Mumbai - 400 083, Tel : 022-49186270, Fax: 022-49186060 e-mail : [mt.helpdesk@linkintime.co.in](mailto:mt.helpdesk@linkintime.co.in)
- A route map showing directions to reach the venue of the 25th Annual General Meeting is given at the end of this Notice as per the requirement of the Secretarial Standards-2 on "General Meetings".
16. Information and other instructions relating to e-voting are as under: -
- (i) Pursuant to the provisions of Section 108 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014, as amended and regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide to its members facility to exercise their right to vote on resolutions proposed to be passed in the Meeting by electronic means. The members may cast their votes using an electronic voting system from a place other than the venue of the Meeting ('remote e-voting').
  - (ii) The Chairman shall, at the venue of Annual General Meeting, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of "Ballot Paper" for all those members who are present at the venue but have not cast their votes by availing the remote e-voting facility.
  - (iii) 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.
  - (iv) The Company has engaged the services of M/s. Central Depository Services Limited as the Agency to provide e-voting facility.

## MPL PLASTICS LIMITED

- (v) The Board of Directors of the Company has appointed Shri Shailesh Kachalia, a Practicing Company Secretary, Mumbai as Scrutinizer to scrutinise the Ballot Paper Voting and remote e-voting process in a fair and transparent manner and he has communicated his willingness to be appointed and will be available for said purpose.
- (vi) Voting rights shall be reckoned on the paid up value of shares registered in the name of the member / beneficial owner (in case of electronic shareholding) as on the cut-off date i.e. 18<sup>th</sup> September, 2017
- (vii) A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date, i.e. 18<sup>th</sup> September, 2017 only shall be entitled to avail the facility of remote e-voting / Ballot Paper Voting.
- (viii) Any person who becomes a member of the Company after dispatch of the Notice of the Meeting and holding shares as on the cut-off date i.e. 18<sup>th</sup> September, 2017 may obtain the User ID and password in the manner as mentioned at point no 14 of the Notice or write an email to helpdesk.evoting@cdslindia.com :-
- (ix) The remote e-voting facility will be available during the following period:  
The voting period begins on 22<sup>nd</sup> September, 2017 at 9.00 a.m. and ends on 24<sup>th</sup> September, 2017 at 5.00 p.m. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (x) The Scrutinizer, after scrutinising the votes cast at the meeting through Ballot Paper Voting and through remote e-voting, will, not later than three days of conclusion of the Meeting, make a consolidated scrutinizer's report and submit the same to the Chairman. The results declared along with the consolidated scrutinizer's report shall be placed on the website of the Company "www.mplindia.in" and on the website of M/s. Central Depository Services Limited "www.evotingindia.com". The results shall simultaneously be communicated to BSE Limited.
- (xi) Subject to receipt of requisite number of votes, the Resolutions shall be deemed to be passed on the date of the Annual General Meeting, i.e. 25<sup>th</sup> September, 2017.

### 17. The instructions for shareholders voting electronically are as under :-

- (i) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com)
- (ii) Click on "SHAREHOLDERS" TAB.
- (iii) Now Enter your User ID.
- For CDSL: 16 digits beneficiary ID,
  - For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (iv) Next enter the Image Verification as displayed and Click on Login.
- (v) 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 voting of any Company, then your existing password is to be used.
- (vi) If you are a first time user follow the steps given below:

For Members holding shares in ' Demat Form ' 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) <ul style="list-style-type: none"> <li>Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number which is printed on Postal Ballot / Attendance Slip indicated in the PAN field.</li> </ul>
DOB	Enter the Date of Birth as recorded in your demat account or in the Company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details	Enter the Dividend Bank Details as recorded in your demat account or in the Company records for the said demat account or folio. <ul style="list-style-type: none"> <li>Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or Company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).</li> </ul>

(vii) After entering these details appropriately, click on "SUBMIT" tab.

(viii) Members holding shares in physical form will then reach directly the Company selection screen. However, members 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.

For Members 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 the relevant <Company Name> on which you choose to vote.

(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 out print of the voting done by you by clicking on "Click here to print" option on the Voting page.

(xv) If Demat account holder has forgotten the same password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xvi) Shareholders can also cast their vote using CDSL's mobile app "m-Voting". The m-Voting app can be downloaded from Google Play Store for android based mobile. Apple and Windows phone users can download the app from the App Store and Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.

**(xvii) NOTE FOR NON – INDIVIDUAL SHAREHOLDERS AND CUSTODIANS**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporates.
- 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 should be mailed to "helpdesk.evoting@cdslindia.com" and on approval of the accounts they would be able to cast their vote.
- 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.

(xviii) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com), under help section or write an email to "helpdesk.evoting@cdslindia.com."

**18. Details of Directors seeking re-appointment at the forthcoming Annual General Meeting**

(In pursuance of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

Name of the Director	Shri Bansilal, I. Vaghani	Shri Madhup B. Vaghani	Shri Viren Bhimani	Shri Devendra Negi
DIN	00067088	00067115	05310527	00727105
Date of Birth	13 <sup>th</sup> January, 1937	3 <sup>rd</sup> November, 1961	5 <sup>th</sup> August, 1980	26 <sup>th</sup> May, 1958
Date of first appointment on the Board	1 <sup>st</sup> May, 1992	1 <sup>st</sup> May, 1992	31 <sup>st</sup> March, 2012	23 <sup>rd</sup> December, 2005
Qualification	Graduate in Commerce	Graduate in Commerce	Graduate in Commerce	Graduate in Commerce
Expertise	Over 44 years of experience in the field of trading and manufacturing of plastic goods.	Over 29 years of experience in the field of marketing.	---	---
Number of meeting of board attended during the year	All 5 meetings held during the year had been attended by him	All 5 meetings held during the year had been attended by him	All 5 meetings held during the year had been attended by him	All 5 meetings held during the year had been attended by him
List of Directorship / Membership / Chairmanship of the Committees of other Board	---	---	---	---
Shareholding in MPL Plastics Limited	59,190 equity shares	7,56,985 equity shares	Nil	Nil
Relationship between directors inter-se	Father	Son	---	---
Justification for choosing the appointees for appointment as Independent Director	---	---	Over 10 years rich experience in the field of banking and finance.	Over 26 years career with nationalized bank having rich experience in the field of banking and finance.

BY ORDER OF THE BOARD  
For MPL PLASTICS LIMITED

**B.I.VAGHANI**  
CHAIRMAN  
(DIN: 00067088)

CIN: L25209MH1992PLC066635  
Website : [www.mplindia.in](http://www.mplindia.in)  
E-mail : [mplho@mplindia.in](mailto:mplho@mplindia.in)

**Registered Office:-**  
2, Ashish Warehouse Corporation,  
Punjab Foundry Industrial Estate,  
Near Classic Studio, Mira Bhayander Road,  
Kashimira, Mira Road (East), Dist. Thane – 401104  
Tel.No. 022-28455450

Date: 11<sup>th</sup> August, 2017  
Place: Thane.

**STATEMENT OF MATERIAL FACTS PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 ("the Act"):** -

The following statement sets out all material facts relating to the Special Business mentioned in the accompanying Notice: -

**Item No. 5: -**

Shri Viren Bhimani, Independent Director of the Company, appointed pursuant to approval of the Members under the provisions of the Companies Act, 2013 through resolution passed at the Extra Ordinary General Meeting held on 31st March, 2015. As per the said resolution, the current term of appointment will expire on the date of this Annual General Meeting i.e. 25th September, 2017.

The Board of Directors of the Company passed a resolution in their meeting held on 11th August, 2017 approving appointment of Shri Viren Bhimani, as Independent Director for a second term up to Conclusion of 30th Annual General Meeting of the Company to be held in the year 2022 based on skills, experience, knowledge and performance evaluation. The re-appointment is subject to the approval of the shareholders at this Annual General Meeting by way of Special Resolution.

As per Section 149(10) of the Companies Act, 2013, an Independent Director shall hold office for a term of upto five consecutive years on the Board of a Company, but shall be eligible for re-appointment on passing a special resolution by the Company. As per Section 149(11) of Companies Act, 2013, no independent Director shall hold office for more than two consecutive terms, but shall be eligible for appointment after the expiration of three years of ceasing to become an independent Director.

In line with the aforesaid provisions of the Companies Act, 2013 and in view of long, rich experience, continued valuable guidance to the management and strong Board performance of Shri Viren Bhimani, it is proposed to re-appoint him as an independent Director on the Board of MPL Plastics Limited for a period of five years commencing from the conclusion of this Annual General Meeting.

The Board recommends passing of the Resolution at Item No. 5 of the Notice as a Special Resolution.

In terms of Section 160 of the Companies Act, 2013, the Company has received notice in writing from member along with a refundable security deposit of Rs. 1 Lakh proposing the candidature of Shri Viren Bhimani to be re-appointed as Independent Director as per the provisions of the Companies Act, 2013.

Save and except the proposed appointee, none of the other Directors / and his relatives, to the extent of their shareholding interest, if any, in the Company, Key Managerial Personnel (KMP)/ their relatives are in any way concerned or interested financially or otherwise in the resolution set-out at Item no. 5 of the notice of the meeting.

**Item No. 6: -**

Shri Devendra Negi, Independent Director of the Company, appointed pursuant to approval of the Members under the provisions of the Companies Act, 2013 through resolution passed at the Extra Ordinary General Meeting held on 31st March, 2015. As per the said resolution, the current term of appointment will expire on the date of this Annual General Meeting i.e. 25th September, 2017.

The Board of Directors of the Company passed a resolution in their meeting held on 11th August, 2017 approving appointment of Shri Devendra Negi, as Independent Director for a second term up to Conclusion of 30th Annual General Meeting of the Company to be held in the year 2022 based on skills, experience, knowledge and performance evaluation. The re-appointment is subject to the approval of the shareholders at this Annual General Meeting by way of Special Resolution.

As per Section 149(10) of the Companies Act, 2013, an Independent Director shall hold office for a term of upto five consecutive years on the Board of a Company, but shall be eligible for re-appointment on passing a special resolution by the Company. As per Section 149(11) of Companies Act, 2013, no independent Director shall hold office for more than two consecutive terms, but shall be eligible for appointment after the expiration of three years of ceasing to become an independent Director.

In line with the aforesaid provisions of the Companies Act, 2013 and in view of long, rich experience, continued valuable guidance to the management and strong Board performance of Shri Devendra Negi, it is proposed to re-appoint him as an independent Director on the Board of MPL Plastics Limited for a period of five years commencing from the conclusion of this Annual General Meeting.

The Board recommends passing of the Resolution at Item No. 6 of the Notice as a Special Resolution.

In terms of Section 160 of the Companies Act, 2013, the Company has received notice in writing from member along with a refundable security deposit of Rs. 1 Lakh proposing the candidature of Shri Devendra Negi to be re-appointed as Independent Director as per the provisions of the Companies Act, 2013.



## MPL PLASTICS LIMITED

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Save and except the proposed appointee, none of the other Directors / and his relatives, to the extent of their shareholding interest, if any, in the Company, Key Managerial Personnel (KMP)/ their relatives are in any way concerned or interested financially or otherwise in the resolution set-out at Item no. 6 of the notice of the meeting.

BY ORDER OF THE BOARD  
For MPL PLASTICS LIMITED

**B.I.VAGHANI**  
CHAIRMAN  
(DIN: 00067088)

CIN: L25209MH1992PLC066635  
Website : [www.mplindia.in](http://www.mplindia.in)  
E-mail : [mplho@mplindia.in](mailto:mplho@mplindia.in)

**Registered Office:**  
2, Ashish Warehouse Corporation,  
Punjab Foundry Industrial Estate,  
Near Classic Studio, Mira Bhayander Road,  
Kashimira, Mira Road (East), Dist. Thane – 401104  
Tel.No. 022-28455450

Date: 11<sup>th</sup> August, 2017  
Place: Thane.