

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. 28455450, 28458967, Email Id.: vishakhaj@mplindia.in, pankaj@mplindia.in, Website: www.mplindia.in,

POSTAL BALLOT NOTICE (“PBN”)

Notice is hereby given that pursuant to Section 110 of the Companies Act, 2013, (‘the Act’) read with Rule 22 of Companies (Management and Administration) Rules, 2014, (including any statutory modification or re-enactment thereof for the time being in force) and Secretarial Standard-2 (SS-2) to transact the following special business by the members of MPL Plastics Limited (‘the Company’) by passing a Special Resolution through Postal Ballot / remote e-voting.

SPECIAL BUSINESS

1. To Pass the following resolution as Special Resolution for re-appointment Shri Madhup B. Vaghani (DIN : 00067115) as a Whole Time Director of the Company

“RESOLVED THAT pursuant to the provisions of Article 139 and 140 of Articles of Association of the Company, Section 196, 197, 198, 203 and Schedule V of the Companies Act, 2013 and Companies (Appointment and Remuneration of managerial personnel, Rules), 2014 and Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) 2015 as amended upto date and other applicable provisions if any of any law for the time being in force as per recommendation of Board of Directors and Nomination and Remuneration Committee and subject to other approvals, if any, the consent of the shareholders be and is hereby accorded to the Company for the reappointment of Shri Madhup B.Vaghani (DIN No.0067115) as Whole Time Director of the Company on remuneration of Rs.Nil for a period of five years effective from 13th February, 2023”

RESOLVED FURTHER THAT Mr. Madhup Bansilal Vaghani, Whole Time Director shall be liable to retire by rotation in terms of the provisions of the Companies Act, 2013.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to do all such acts and deeds as may be considered necessary or desirable to implement this resolution.”

Place: Thane
Date: 10th April, 2023

BY ORDER OF THE BOARD OF DIRECTORS
FOR MPL Plastics Limited

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

VISHAKHA JAIN
Company Secretary and
Compliance officer

Notes:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, stating all material facts is annexed hereto. A postal ballot form is also enclosed.
2. All documents required to be kept open for inspection, if any, shall be open for inspection at the Registered office of the Company between 2.00 p.m. to 5.00 p.m. on all working days (except Saturdays, Sundays and Holidays). Such documents shall also be made available on the company’s website i.e. www.mplindia.in to facilitate online inspection till the date of announcement of the results of this postal ballot.
3. In terms of Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 read with the MCA circulars and the Listing Regulations, the advertisement pertaining to this Postal Ballot is being published in one English national daily newspaper circulating throughout India (in English language) and one Marathi daily newspaper circulating in Maharashtra (in vernacular language i.e. Marathi).
4. In accordance with the guidelines prescribed by the Ministry of Corporate Affairs (‘MCA’) for holding general meetings / conducting postal ballot process vide General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021 and 03/22 dated 5th May, 2022, in view of the COVID-19 pandemic (collectively the ‘MCA Circulars’), the Company is sending this Notice in electronic form only.
5. A member can update / register its email id by visiting https://web.linkintime.co.in/EmailReg/Email_Register.html . Once the said link is accessed the process and manner to update the email id is very simple and self-explanatory.
6. The Postal Ballot Notice is being sent by email to the Members whose names appear in the Register of Members of the Company as on Friday, 7th April, 2023 (‘Cut-off date’) (‘Eligible Members’) and who have already registered their email IDs, for receipt of documents in electronic form, with their Depository Participants or the Company’s Registrar and Share Transfer Agent viz Link Intime India Private Limited (RTA). A person who is not a member as on the Cut-off date should treat this Postal Ballot Notice for information purpose only.

7. The remote e-Voting period commences on Wednesday, 12th April, 2023 (9:00 am) and ends on Friday, 12th May, 2023 (5:00 pm). During this period members of the Company holding shares as on the cut-off date may cast their vote electronically. The remote e-Voting module shall be disabled thereafter. Once the vote on the resolution is cast by a member, the same will not be allowed to be changed subsequently. The voting rights of the Members shall be in proportion to their share of the paid-up equity share capital of the Company as on the Cut-Off Date i.e. Friday, 7th April, 2023.
8. The Board of Directors has appointed Mr Shailesh Kachalia (PCS - CP No.3888), Practising Company Secretary as Scrutinizer for conducting the Postal Ballot and e-voting process in a fair and transparent manner.
9. Eligible Members can cast their vote either by way of Postal Ballot form or electronically through remote e-Voting. The Postal Ballot form is enclosed herewith for use of members. Procedure for remote e-Voting appears here below. Those eligible members who wish to vote through Ballot form may fill the Postal Ballot Form appended to this Notice and return the scanned copy of the duly completed form with assent (FOR) or dissent (AGAINST) from their registered e-mail IDs, to the Scrutinizer at shaileshmay@gmail.com on or before Friday, 12th May, 2023 at 5.00 p.m. (IST)
10. Members who have not registered their e-mail addresses are requested to register the same with the Company's RTA / Depository Participant(s) for sending future communication(s) in electronic form.
11. Members can opt for only one mode of voting i.e. either by postal ballot form or remote e-Voting. If a member opts for remote e-Voting he / she cannot vote by postal ballot form and vice versa. However in case a member casts vote by both then vote casted through remote e-Voting shall prevail and voting done through postal ballot form shall be treated as invalid.
12. (A). Instructions for members using remote e-voting are as under:-

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> 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 URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by Company. On clicking the evoting 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 i.e. CDSL/NSDL/LINKINTIME, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at https:// web.cdslindia.com/myeasi/Registration/EasiRegistration 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 www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with NSDL	<ol style="list-style-type: none"> 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: https://eservices.nsd.com 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. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select "Register Online for IDeAS "Portal or click at https:// eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ 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.

Type of shareholders	Login Method
Individual Shareholders (holding securities in demat mode) Login through their Depository Participants.	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 website.

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 helpdesk.evoting@cdslindia.com or contact at 022- 23058738 and 022-23058542-43.
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 evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

(B) Login method for e-Voting other than individual shareholders holding in Demat form & physical shareholders:

The shareholders should log on to the e-voting website www.evotingindia.com

Click on "SHAREHOLDERS" Module.

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,
 - (i) Members holding shares in Physical Form should enter Folio Number registered with the Company.

Next enter the Image Verification as displayed and Click on Login.

If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any Company, then your existing password is to be used.

- (ii) If you are a first time user follow the steps given below:

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 :- Members who have not updated their PAN with the Company / Depository Participant are requested to use the sequence number indicated in the PAN Field which is printed on Postal Ballot/Attendance Slip.
DOB Or Dividend Bank Details	Please enter the Date of Birth (in dd/mm/yyyy format) or Dividend Bank Details 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 as mentioned in instruction (iii).

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

- (iv) 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.

- (v) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (vi) 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.

- (vii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (viii) 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.
- (ix) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (x) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- (xi) 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.
- (xii) 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 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.

Alternatively, Non-Individual shareholders are required 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. vishakhaj@mplindia.in, 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.

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 or contact at 022- 23058738 and 022-23058542/43.

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 Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on 022-23058542/43.

13. Members may download the Postal Ballot Notice along with the Postal Ballot Form from the Company’s website at www.mplindia.in or from CDSL’s website at www.evoting.cdsl.com.
14. In case of any queries, you may refer the FAQs and remote e-voting user manual for members available at the downloads section of www.evoting.cdslindia.com or call on 022-23058542/43 or send a request at evoting@cdslindia.com. Members may also contact Mr. Rakesh Dalvi, Sr. Manager, (CDSL), who will also address grievances pertaining to remote e-voting.
15. The Results of voting shall be declared within stipulated time and the same alongwith the Scrutinizer’s Report shall be placed on the Company’s website www.mplindia.com and on the website of CDSL www.evoting.cdsl.com and also be communicated to the BSE Ltd.

Place: Thane
Date: 10th April, 2023

BY ORDER OF THE BOARD OF DIRECTORS

FOR MPL Plastics Limited

VISHAKHA JAIN
COMPANY SECRETARY AND
COMPLIANCE OFFICER

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 (“the Act”)

The Board of Directors of the Company has re-appointed Shri Madhup B. Vaghani as a Whole Time Director of the Company for a period of five years on a remuneration of Rs. NIL at their board meeting held on 13th February, 2023 subject to your approval by way of passing Special Resolution. The Clause 17 of SEBI (Listing Obligations and Disclosure Requirements) 2015 requires the Company to obtain the approval of the shareholders for appointment of Shri Madhup B Vaghani as Whole Time Director of the Company within three months of his appointment by the Board of Directors at their meeting held on 13th February, 2023.

Shri Madhup B. Vaghani has over 35 years of experience in the field of marketing. His association will be helpful for developing the business of the Company. The Nomination and Remuneration committee and the Board of Directors has also recommended the re-appointment of Shri Madhup B. Vaghani as Whole Time Director of the Company.

The Board of Directors therefore recommend your approval by way of passing Special Resolution for re-appointment of Shri Madhup B. Vaghani as Whole Time Director of the Company.

Except Shri Madhup B. Vaghani, none of the other Directors and or their 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 the Postal Ballot Notice of the meeting.

The details of Shri Madhup B. Vaghani are given below:

Sr. No.	Particulars	Details of Director
1.	Name of Director	Madhup Bansilal Vaghani (DIN : 00067115)
2.	Age	61
3.	Qualifications	B.Com
4.	Experience	35 years of experience in the field of marketing
5.	Details of remuneration to be paid, if any	NIL
6.	Date of first appointment to the Board	01.05.1992
7.	Shareholding of the Company	2883274
8.	Relationship with other Directors	No
9.	No of meetings attended during the year	5 (Five)
10.	In case of independent director, justification for choosing the appointee	Not applicable
11.	Directorships, memberships / Chairmanship of Committees in which he is a Director	NIL

The Board of Directors recommends the passing of resolution as set out above as a Special Resolution.

Place: Thane
Date: 10th April, 2023

BY ORDER OF THE BOARD OF DIRECTORS

FOR MPL Plastics Limited

VISHAKHA JAIN
COMPANY SECRETARY AND
COMPLIANCE OFFICER

POSTAL BALLOT FORM

Pursuant to Section 110 of the Companies Act, 2013

1. Name and Registered Address :
of the sole / first named Shareholder
2. Name(s) of Joint Holders, if any :
3. DP Id No. & Client Id No. / :
Ledger Folio No.
4. Number of shares held :

I / We hereby exercise my / our vote in respect of the following Special Resolutions to be passed through Postal Ballot in respect of the Special Business stated in the Postal Ballot Notice dated Monday, 10th April, 2023 by sending my / our assent or dissent by placing a tick (✓) mark in the appropriate box given below:

Description of Resolution	I/We assent to the resolution ['FOR']	I/We dissent to the resolution ['AGAINST']
1. Re-appointment Shri Madhup B. Vaghani (DIN : 00067115) as a Whole Time Director of the Company		

Place: _____

Date: _____

Signature of the Member

Notes:

1. The voting period for Postal Ballot shall commence on Wednesday, 12th April, 2023 at 9:00 a.m. (IST) and shall end on Friday, 12th May, 2023 at 5:00 p.m. (IST). The Members are requested to return the scanned copy (PDF/JPEG format) of the duly completed Form to the Company at shaileshmay@gmail.com from their registered e-mail address, on or before 5.00 p.m. (IST) on Friday, 12th May, 2023.
2. The Notice alongwith this Postal Ballot Form is being sent to all the Members whose names appear in the Register of Members of the Company as on Friday, 7th April, 2023 ('Cut-Off Date'), in electronic mode. The voting rights of the Members shall be in proportion to their share of the paid-up equity share capital of the Company as on the Cut-Off Date i.e. Friday, 7th April, 2023
3. Please note that Members can opt for only one mode for voting i.e. by sending the scanned copy of the filled in Form or through remote e-voting. In case Members cast their vote via both modes then voting done through remote e-voting mode shall prevail. The Scrutinizer's decision on the validity of the votes cast shall be final.
4. If the Postal Ballot Form is received after 5.00 p.m. (IST) on Friday, 12th May, 2023, it will be considered that no reply from the Member has been received.
5. No other form of the Postal Ballot Form is permitted other than as specified above.
