



## TIME TECHNOPLAST LIMITED

**Registered Office:** 101, 1<sup>st</sup> Floor, Centre Point, Somnath Daman Road, Somnath, Dabhel,  
Nani Daman, Dadra and Nagar Haveli and Daman and Diu (U.T.) – 396 210  
**Corporate Office:** 55, Corporate Avenue, Saki Vihar Road, Andheri (East), Mumbai – 400 072  
**Tel No:** +91 22-7111-9999  
**E-mail:** investors@timetechnoplast.com **Website:** www.timetechnoplast.com  
**CIN:** L27203DD1989PLC003240

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### NOTICE

**NOTICE** is hereby given that the 35th Annual General Meeting of the Members of **TIME TECHNOPLAST LIMITED** will be held on Thursday, 11th September, 2025 at 04:00 p.m. (IST) through Video Conferencing (VC)/Other Audio Visual Means (OAVM) to transact the following businesses:

#### **ORDINARY BUSINESS:**

##### **1. Adoption of Audited Financial Statements**

- (a) To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March 2025, including the Audited Balance Sheet as at 31st March 2025, the Statement of Profit & Loss and Cash Flow Statement for the year ended on that date and the Report of the Board of Directors and Auditors thereon and, in this regard, to consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

**“RESOLVED THAT** the Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March 2025, including the Audited Balance Sheet as at 31st March 2025, the Statement of Profit & Loss and Cash Flow Statement for the year ended on that date and the Report of the Board of Directors and Auditors thereon, as circulated to the Members, be and are hereby considered and adopted.”

- (b) To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March 2025, including the Audited Balance Sheet as at 31st March 2025, the Statement of Profit & Loss and Cash Flow Statement for the year ended on that date and the Report of the Board of Directors and Auditors thereon and, in this regard, to consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

**“RESOLVED THAT** the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March 2025, including the Audited Balance Sheet as at 31st March 2025, the Statement of Profit & Loss and Cash Flow Statement for the year ended on that date and the Report of the Board of Directors and Auditors thereon, as circulated to the Members, be and are hereby considered and adopted.”

##### **2. Declaration of Dividend**

To declare dividend on equity shares for the financial year ended 31st March, 2025 and, in this regard, to consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

**“RESOLVED THAT** dividend at the rate of ₹ 2.50/- (Rupees Two and Fifty Paise only) per equity share having face value of ₹ 1/- (Rupee One only) each fully paidup of the Company, as recommended by the Board of Directors, be and is hereby declared for the financial year ended 31st March, 2025 and the same be paid out of the profits of the Company.”

##### **3. Re-appointment of Director**

To re-appoint Mr. Bharat Kumar Vageria (DIN: 00183629), who retires by rotation as a Director and being eligible, offers himself for reappointment, and in this regard, to consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

**“RESOLVED THAT** in accordance with the provisions of Section 152 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable provisions of the Companies Act, 2013, Mr. Bharat Kumar Vageria (DIN: 00183629), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment, be and is hereby appointed as a Director of the Company, liable to retire by rotation.”

**4. Re-appointment of Director**

To re-appoint Mr. Vishal Jain (DIN: 03137163), who retires by rotation as a Director and being eligible, offers himself for re-appointment, and in this regard, to consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

**“RESOLVED THAT** in accordance with the provisions of Section 152 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable provisions of the Companies Act, 2013, Mr. Vishal Jain (DIN: 03137163), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment, be and is hereby appointed as a Director of the Company, liable to retire by rotation.”

**5. Appointment of Joint Statutory Auditor**

To appoint M/s. Raman S Shah & Co., Chartered Accountants, as one of the Joint Statutory Auditors of the Company to hold office for a period of 5 (five) consecutive years, commencing from the conclusion of the 35th Annual General Meeting until the conclusion of the 40th Annual General Meeting of the Company to be held in the year 2030 on such remuneration as recommended by the Audit Committee and as may be mutually agreed between the Board of Directors of the Company and the Statutory Auditors and, in this regard, to consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

**“RESOLVED THAT** pursuant to the provisions of Sections 139, 141, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification, amendment or enactment thereof, for the time being in force) and pursuant to the recommendation of the Audit Committee and the Board of Directors, M/s. Raman S Shah & Co., Chartered Accountants (Firm Registration Number: 111919W) be and is hereby appointed as the Joint Statutory Auditor of the Company to hold the office from the conclusion of this Annual General Meeting until the conclusion of the 40th Annual General Meeting of the Company to be held in the year 2030, at such remuneration plus applicable taxes and reimbursement of out-of-pocket expenses in connection with the Audit, as recommended by the Audit Committee and as may be mutually agreed between the Board of Directors of the Company and the Statutory Auditors from time to time.

**RESOLVED FURTHER THAT** the Board of Directors be and are hereby severally authorized to do all such acts, deeds, matters and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution.”

**SPECIAL BUSINESS:**

**6. Appointment of Secretarial Auditor**

To appoint M/s. Dash Dwivedi & Associates LLP, Company Secretaries as Secretarial Auditor and in this regard, to consider and, if thought fit, to pass with or without modifications(s), the following Resolution, as an **Ordinary Resolution**:

**“RESOLVED THAT** pursuant to the provisions of Section 204 and other applicable provisions of Companies Act, 2013, if any and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 read with Regulation 24A(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force), based on the recommendations of Audit Committee and approval of Board, consent of the members of the Company be and is hereby accorded to appoint M/s. Dash Dwivedi & Associates LLP, Company Secretaries (Firm Registration No. L2025MH018300) as the Secretarial Auditors of the Company for a first term of 5 (Five) consecutive Financial Years commencing from April 1, 2025 to March 31, 2030 at such remuneration including terms of appointment as may be determined by the Board of Directors of the Company in consultation with the Secretarial Auditors, from time to time.

**RESOLVED FURTHER THAT** the Board of the Company be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution.”

**7. Ratification of Remuneration of Cost Auditors**

To ratify the remuneration of Cost Auditors for the financial year 2025-2026 and in this regard, to consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

**“RESOLVED THAT** pursuant to the provisions of Section 148(3) and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s) or re-enactment thereof for the time being in force), the remuneration payable to M/s. Darshan Vora & Co, Cost Accountants (Firm Registration No. 103886), appointed by the Board of Directors on the recommendation of the Audit Committee, as the Cost Auditors of the Company to conduct the audit of the cost records of the Company for the financial year ending 31st March, 2026, amounting to ₹ 2,50,000 (Rupees Two Lakhs Fifty Thousand Only) plus applicable taxes and the reimbursement of out-of-pocket expenses incurred in connection with the aforesaid audit, be and is hereby ratified.

**RESOLVED FURTHER THAT** the Board of Directors be and are hereby authorised to take such steps and do all such acts, deeds, matters, and things as may be considered necessary, proper and expedient to give effect to this Resolution.”

**8. Re-appointment of Mr. Naveen Kumar Jain (DIN: 00183948) as a Whole Time Director for a term of five years**

To consider and, if thought fit, to pass with or without modifications(s), the following Resolution, as an **Ordinary Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 203 and other applicable provisions, if any, read with Schedule V of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including statutory amendment(s), modification(s), enactment(s), re-enactment(s) thereof for the time being in force) and pursuant to Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, consent of the members be and is hereby accorded for re-appointment and terms of remuneration of Mr. Naveen Kumar Jain (DIN: 00183948) as a Whole Time Director of the Company for a period of five years with effect from December 01, 2025 to November 30, 2030, liable to retire by rotation, upon the below terms and conditions as recommended by Nomination and Remuneration Committee and approved by the Board of Directors including the remuneration to be paid in the event of loss or inadequacy of profits in any financial year during his said tenure within the overall limits of section 197 of the Act with liberty to the Board (which term shall include a duly constituted Committee of the Board) to alter and vary the terms and conditions of the said re-appointment as it may deem fit and in such manner as may be agreed to between the Board and Mr. Naveen Kumar Jain.

**Terms and Conditions:**

- i. **Term of Appointment:** For a period of 5 (Five) years with effect from December 01, 2025 to November 30, 2030.
- ii. **Designation:** Whole Time Director.
- iii. **Total Remuneration:** ₹ 120 Lakhs (Rupees One Crore Twenty Lakhs) per annum including the components of allowances, ex-gratia, incentives, reimbursement or expenses and other entitlements and benefits as per the Company’s policy with the authority to the Board (which term includes Committee of Directors constituted by the Board in this behalf) to revise/increase the same from time to time.
- iv. **Perquisites:** He shall be entitled to perquisites and allowances like accommodation (furnished or otherwise) or house rent allowance in lieu thereof; house maintenance allowance, together with reimbursement of expenses or allowances for utilities such as gas, electricity, water, furnishing, repairs, servants’ salaries, society charges and property tax; medical reimbursement, medical/accident insurance, leave travel concession for himself and his family; club fees and such other perquisites and allowances in accordance with the rules of the Company or as may be agreed to by the Board of Directors. Provision for use of the Company’s car for official duties and telephone at residence shall not be included in the computation of perquisites and allowances for the purpose of calculating the said ceiling.  
  
Loan and Other Schemes: Benefits under loan and other schemes in accordance with the practices, rules and regulations in force in the Company from time to time subject to applicable laws.  
  
Company’s contribution to Provident Fund and Superannuation Fund or Annuity Fund, to the extent these either singly or together are not taxable under the Income-Tax Act, Gratuity payable as per the rules of the Company and encashment of leave at the end of the tenure shall not be included in the computation of limits for the remuneration or perquisites aforesaid.
- v. **Commission:** Commission is based on the net profits of the Company, subject to the ceiling prescribed in that behalf under the Companies Act, 2013.
- vi. **Inadequate Profits:** If the Company has made no profits or its profits are inadequate in any financial year, he will be entitled to remuneration by way of salary and perquisites not exceeding the limits specified in the Schedule V to the Companies Act, 2013, by way of minimum remuneration.
- vii. **Sitting Fees:** Mr. Naveen Kumar Jain will not be entitled for sitting fees for attending meetings of the Board of Directors or Committee thereof.

**RESOLVED FURTHER THAT** the annual remuneration payable to Mr. Naveen Kumar Jain, shall be within the overall ceiling of the total managerial remuneration as provided under Section 197 and Schedule V of the Companies Act, 2013, and the limits as prescribed under Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to take all such steps as may be necessary, proper and expedient to give effect to this resolution.”

**9. Re-appointment of Mr. Raghupathy Thyagarajan (DIN: 00183305) as a Whole Time Director for a term of five years**

To consider and, if thought fit, to pass with or without modifications(s), the following Resolution, as an **Ordinary Resolution**:

**“RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 203 and other applicable provisions, if any, read with Schedule V of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including statutory amendment(s), modification(s), enactment(s), re-enactment(s) thereof for the time being in force) and pursuant to Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, consent of the members be and is hereby accorded for re-appointment and terms of remuneration of Mr. Raghupathy Thyagarajan (DIN: 00183305) as a Whole Time Director of the Company for a period of five years with effect from December 01, 2025 to November 30, 2030, liable to retire by rotation, upon the below terms and conditions as recommended by Nomination and Remuneration Committee and approved by the Board of Directors including the remuneration to be paid in the event of loss or inadequacy of profits in any financial year during his said tenure within the overall limits of section 197 of the Act with liberty to the Board (which term shall include a duly constituted Committee of the Board) to alter and vary the terms and conditions of the said re-appointment as it may deem fit and in such manner as may be agreed to between the Board and Mr. Raghupathy Thyagarajan.

**Terms and Conditions:**

- i. **Term of Appointment:** For a period of 5 (Five) years with effect from December 01, 2025 to November 30, 2030.
- ii. **Designation:** Whole Time Director.
- iii. **Total Remuneration:** ₹ 120 Lakhs (Rupees One Crore Twenty Lakhs) per annum including the components of allowances, ex-gratia, incentives, reimbursement or expenses and other entitlements and benefits as per the Company’s policy with the authority to the Board (which term includes Committee of Directors constituted by the Board in this behalf) to revise/increase the same from time to time.
- iv. **Perquisites:** He shall be entitled to perquisites and allowances like accommodation (furnished or otherwise) or house rent allowance in lieu thereof; house maintenance allowance, together with reimbursement of expenses or allowances for utilities such as gas, electricity, water, furnishing, repairs, servants’ salaries, society charges and property tax; medical reimbursement, medical/accident insurance, leave travel concession for himself and his family; club fees and such other perquisites and allowances in accordance with the rules of the Company or as may be agreed to by the Board of Directors. Provision for use of the Company’s car for official duties and telephone at residence shall not be included in the computation of perquisites and allowances for the purpose of calculating the said ceiling.

Loan and Other Schemes: Benefits under loan and other schemes in accordance with the practices, rules and regulations in force in the Company from time to time subject to applicable laws.

Company’s contribution to Provident Fund and Superannuation Fund or Annuity Fund, to the extent these either singly or together are not taxable under the Income-Tax Act, Gratuity payable as per the rules of the Company and encashment of leave at the end of the tenure shall not be included in the computation of limits for the remuneration or perquisites aforesaid.

- v. **Commission:** Commission is based on the net profits of the Company, subject to the ceiling prescribed in that behalf under the Companies Act, 2013.
- vi. **Inadequate Profits:** If the Company has made no profits or its profits are inadequate in any financial year, he will be entitled to remuneration by way of salary and perquisites not exceeding the limits specified in the Schedule V to the Companies Act, 2013, by way of minimum remuneration.
- vii. **Sitting Fees:** Mr. Raghupathy Thyagarajan will not be entitled for sitting fees for attending meetings of the Board of Directors or Committee thereof.

**RESOLVED FURTHER THAT** the annual remuneration payable to Mr. Raghupathy Thyagarajan, shall be within the overall ceiling of the total managerial remuneration as provided under Section 197 and Schedule V of the Companies Act, 2013, and the limits as prescribed under Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to take all such steps as may be necessary, proper and expedient to give effect to this resolution.”

**10. Re-appointment of Mr. Sanjeev Sharma (DIN: 08312517) as a Whole Time Director for a term of three years**

To consider and, if thought fit, to pass with or without modifications(s), the following Resolution, as an **Ordinary Resolution**:

**“RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 203 and other applicable provisions, if any, read with Schedule V of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including statutory amendment(s), modification(s), enactment(s), re-enactment(s) thereof for the time being in force) and pursuant to Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, consent of the members be and is hereby accorded for re-appointment and terms of remuneration of Mr. Sanjeev Sharma (DIN: 08312517) as a Whole Time Director of the Company for a period of three years with effect from November 12, 2025 to November 11, 2028, liable to retire by rotation, upon the below terms and conditions as recommended by Nomination and Remuneration Committee and approved by the Board of Directors including the remuneration to be paid in the event of loss or inadequacy of profits in any financial year during his said tenure within the overall limits of section 197 of the Act with liberty to the Board (which term shall include a duly constituted Committee of the Board) to alter and vary the terms and conditions of the said re-appointment as it may deem fit and in such manner as may be agreed to between the Board and Mr. Sanjeev Sharma.

**Terms and Conditions:**

- i. **Term of Appointment:** For a period of 3 (Three) years with effect from November 12, 2025 to November 11, 2030.
- ii. **Designation:** Whole Time Director.
- iii. **Total Remuneration:** ₹ 60 Lakhs (Rupees Sixty Lakhs only) per annum including the components of allowances, ex-gratia, incentives, reimbursement or expenses and other entitlements and benefits such as medical insurance, personal accident insurance and perquisites, if any, etc. as per the Company's policy with the authority to the Board (which term includes Committee of Directors constituted by the Board in this behalf) to revise/increase the same from time to time.
- iv. **Inadequate Profits:** If the Company has made no profits or its profits are inadequate in any financial year, he will be entitled to remuneration by way of salary and perquisites not exceeding the limits specified in the Schedule V to the Companies Act, 2013, by way of minimum remuneration.
- v. **Sitting Fees:** Mr. Sanjeev Sharma will not be entitled for sitting fees for attending meetings of the Board of Directors or Committee thereof.

**RESOLVED FURTHER THAT** the annual remuneration payable to Mr. Sanjeev Sharma, shall be within the overall ceiling of the total managerial remuneration as provided under Section 197 and Schedule V of the Companies Act, 2013, and the limits as prescribed under Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to take all such steps as may be necessary, proper and expedient to give effect to this resolution.”

**11. Increase in Authorized Capital of the Company and consequential amendment to Memorandum of Association of the Company**

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

**“RESOLVED THAT** pursuant to the provisions of Section 61 and other applicable provisions, if any, of the Companies Act, 2013, including rules notified thereunder, as may be amended from time to time (including any statutory modification or re-enactment thereof for the time being in force) the consent of the members of the Company be and is hereby accorded to increase the Authorized Share Capital of the Company from ₹ 52,50,00,000 (Rupees Fifty Two Crores Fifty Lakhs Only) to ₹ 100,00,00,000 (Rupees One Hundred Crores Only) by creation of additional 47,50,00,000 (Forty Seven Crores Fifty Lakhs) equity shares of ₹ 1/- (Rupee One only) each, ranking pari – passu with the existing shares.

**RESOLVED FURTHER THAT** pursuant to the provisions of Section 13 and any other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modifications or re-enactment thereof for the time being in force) and rules framed thereunder, the consent of the members of the Company be and is hereby accorded for alteration of **Clause ‘V’** of the Memorandum of Association of the Company by substituting in its place and stead the following:

- V. The Authorised Share Capital of the Company is ₹ 100,00,00,000 (Rupees One Hundred Crores only) divided into 97,50,00,000 (Ninety Seven Crores Fifty Lakhs) Equity Shares of ₹ 1/- each and 25,00,000 (Twenty Five Lakhs Redeemable Preference Shares of ₹ 10/- each with power to increase or reduce the capital and to divide and sub-divide shares into several classes and to attach thereto respectively such preferential, qualified or deferred or special rights, privileges or conditions as may be determined by or in accordance with the Articles of Association of the Company for the time being and to vary, modify or abrogate any such rights, privileges or conditions in such manner as may be permitted by the Companies Act, 2013 or as provided by the Articles of Association of the Company for the time being.

**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Board be and is hereby authorised to do all such acts, deeds, matters and things and to give such directions as may be necessary, proper, expedient or desirable and to settle any question, difficulty or doubt that may arise in this regard as the Board in its absolute discretion may deem necessary or desirable and its decision shall be final and binding.”

## 12. Issue of Bonus Shares

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

**“RESOLVED THAT** in accordance with the provisions of Section 63 and all other applicable provisions of the Companies Act, 2013 read with the Companies (Share Capital and Debentures) Rules, 2014, the Securities and Exchange Board of India (“SEBI”) (Issue of Capital and Disclosure Requirements) Regulations, 2018 (“the ICDR Regulations”), the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and other applicable regulations, rules and guidelines issued by SEBI and the Reserve Bank of India (“RBI”) from time to time, the enabling provisions of the Articles of Association of the Company and subject to such approvals, consents, permissions, conditions and sanctions as may be necessary from appropriate authorities and subject to such terms and modifications, if any, as may be specified while according such approvals and subject to acceptance of such conditions or modifications by the Board of Directors, consent of the members be and is hereby accorded to the Board of Directors of the Company (‘the Board’, which term shall include Committee of Directors authorised by the Board to exercise its powers including powers conferred on the Board by this resolution) for capitalisation of a sum not exceeding ₹ 22,69,29,066 (Rupees Twenty Two Crores Sixty Nine Lakhs Twenty Nine Thousand and Sixty Six only) from and out of the securities premium account for the purpose of issue of bonus equity shares of ₹ 1/- (Rupee One only) each, credited as fully paid to eligible members of the Company holding equity shares of ₹ 1/- (Rupee One only) each of the Company whose names appear in the Register of Members on a ‘Record Date’ to be determined by the Board for this purpose, in the proportion of 1 (One) new fully paid-up equity share of ₹ 1/- (Rupee One only) each for every 1 (One) existing fully paid-up equity share of ₹ 1/- (Rupee One only) each held by them and that the new bonus equity shares so issued and allotted shall, for all purposes, be treated as an increase in the paid-up capital of the Company held by each such member;

**RESOLVED FURTHER THAT** the bonus equity shares so allotted shall rank pari passu in all respects with the fully paid-up equity shares of the Company as existing on the Record Date and shall be subject to the terms and conditions contained in the Memorandum and Articles of Association of the Company;

**RESOLVED FURTHER THAT** no letter of allotment shall be issued in respect of the aforesaid bonus equity shares.

**RESOLVED FURTHER THAT** the bonus equity shares so allotted shall be credited only in dematerialised form to the beneficiary accounts of the members with their respective Depository Participant(s), and in the case of members who hold equity shares in physical form, the bonus equity shares so allotted shall be credited to a separate suspense escrow demat account until such bonus equity shares are credited by the Company in dematerialised form to the beneficiary accounts of such members with their respective Depository Participant(s), subject to the Act, SEBI LODR, SEBI ICDR or any other applicable laws, regulations, rules and guidelines as may be issued by MCA, SEBI or any other authority in this regard, and the voting rights of such bonus equity shares held in the suspense escrow demat account shall remain frozen.

**RESOLVED FURTHER THAT** the issue and allotment of the bonus equity shares to the extent that they relate to Non-Resident Indians (“NRIs”), Overseas Corporate Bodies (“OCBs”), Foreign Institutional Investors (“FIIs”) and other Foreign Investors, shall be subject to the approval of RBI or any other regulatory authority, if any.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to take necessary steps for listing of such bonus equity shares on the Stock Exchanges where the securities of the Company are presently listed as per the provisions of the Listing Regulations and other applicable regulations, rules and guidelines and to do all such acts, deeds, matters and things and to give such directions as may be necessary, proper, expedient or desirable and to settle any question, difficulty or doubt that may arise in this regard as the





Board in its absolute discretion may deem necessary or desirable and its decision shall be final and binding.”

**By Order of the Board  
For Time Technoplast Limited**

**Date: 13th August, 2025  
Place: Mumbai**

**Manoj Kumar Mewara  
Sr. VP Finance & Company Secretary**

**Registered Office:**

101, 1st Floor, Centre Point,  
Somnath Daman Road,  
Somnath, Dabhel,  
Nani Daman, Dadra and Nagar Haveli and Daman and Diu (U.T.) – 396210  
CIN: L27203DD1989PLC003240  
Email: [investors@timetechnoplast.com](mailto:investors@timetechnoplast.com)  
Website: [www.timetechnoplast.com](http://www.timetechnoplast.com)

**Notes:**

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (“the Act”), setting out all material facts concerning the ordinary and special business under Item Nos. 5 to 12 of the accompanying Notice of the 35th Annual General Meeting (“Notice”), is annexed hereto and forms part of this Notice.
2. The Ministry of Corporate Affairs (“MCA”), Government of India has, vide its circular No. 9/2024 dated September 19, 2024 and other circulars issued in this respect (“MCA Circulars”), allowed inter-alia the conducting of AGMs through Video Conferencing/Other Audio-Visual Means (“VC/OAVM”) facilities on or before September 30, 2025, in accordance with the requirements provided in paragraphs 3 and 4 of the MCA General Circular dated May 5, 2020. The Securities and Exchange Board of India (“SEBI”) has also, vide its Circular No. SEBI/HO/CFD/CFDPoD-2/P/CIR/2024/133 dated October 3, 2024 (“SEBI Circular”), provided certain relaxations from compliance with certain provisions of the SEBI Listing Regulations.
3. In compliance with these Circulars, the provisions of the Act and SEBI Listing Regulations, the 35th AGM of the Company is being conducted through the VC/OAVM facility without the physical presence of members at a common venue. The deemed venue for the 35th AGM shall be the registered office of the Company. As the AGM is conducted through VC/OAVM, the facility for the appointment of a proxy by the members is not available for this AGM and hence the Proxy Form and Attendance Slip including the Route Map are not annexed to this Notice.
4. Pursuant to Section 113 of the Act, institutional/corporate members are requested to send a duly certified copy of the board resolution authorizing their representative to attend and vote at the AGM before e-voting or attending the AGM to [investors@timetechnoplast.com](mailto:investors@timetechnoplast.com)
5. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.
6. Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013 (“Act”).
7. As per Regulation 40 of SEBI Listing Regulations, securities of listed companies can be transferred only in dematerialized form with effect from, April 01, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, Members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or Company’s Registrars and Transfer Agents, MUFG Intime India Private Limited (“MUFG”) for updating their KYC or any other assistance to enable dematerialization of their shares.
8. SEBI vide its Circular No. SEBI/HO/ MIRSD/POD-1/P/ CIR/2024/37 dated May 7, 2024, has prescribed common and simplified norms for processing investor service requests by RTAs and norms for furnishing PAN, KYC (contact details, bank details and specimen signature), and nomination details. As per the said Circular, it is mandatory for the members holding securities in physical form to, inter alia, furnish PAN, KYC, and nomination details. Physical folios wherein the said details are not available would be eligible for lodging grievance or any service request only after registering the required details. Any payments including dividend in

respect of such folios shall only be made electronically with effect from April 01, 2024 upon registering the required details. Accordingly, the members are advised to register/update their details with the RTA or DPs, in compliance with the aforesaid SEBI guidelines for smooth processing of their service requests and trading without any hindrance.

9. As per the provisions of Section 72 of the Act and Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014, as amended, Members holding shares in physical form may file nomination in the prescribed Form SH13 with the Company's Registrar and Share Transfer Agent. In respect of shares held in dematerialized form, the nomination form may be filed with the respective Depository Participant. If a Member desires to opt out or cancel the earlier nomination and record a fresh nomination, the Member may submit the same in Form ISR3 or Form SH14, as the case may be.

10. Register of Directors and Key Managerial Personnel and their shareholdings and Register of Contracts or Arrangements in which Directors are interested, maintained under Sections 170 and 189 of the Act will be available electronically for inspection by the Members.

All documents referred to in the Notice will also be available for electronic inspection by the Members without payment of any fee from the date of circulation of this Notice up to the date of AGM, i.e. 11th September, 2025.

Members seeking to inspect such documents are requested to send an email to [investors@timetechnoplast.com](mailto:investors@timetechnoplast.com) shall be provided at a mutually convenient time.

11. Members are requested to register their Email address with the Company/Registrar & Transfer Agents so as to receive Annual Report and other communication electronically.
12. In compliance with the aforesaid MCA Circulars and SEBI Circulars, Notice of the AGM along with Annual Report 2024–25 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/Depository Participants. Members may note that the Notice and Annual Report 2024–25 will also be available on the Company's website [www.timetechnoplast.com](http://www.timetechnoplast.com), websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively.

13. The Company will also be publishing an advertisement in newspaper containing the details about the AGM i.e. the conduct of AGM through VC/OAVM, date and time of AGM, availability of notice of AGM at the Company's website, manner of registering the email IDs of those shareholders who have not registered their email addresses with the Company/RTA, manner of providing mandate for dividends, and other matters as may be required.

14. The dividend on equity shares for the year ended 31st March, 2025, as recommended by the Board of Directors and if declared at the AGM, will be paid by the Company, through permitted modes, on or after Friday, 12th September, 2025 to those shareholders or their mandates:

The final dividend, if declared at the AGM, will be paid to those shareholders whose eligibility is determined as per the Record Date, fixed as Thursday, 04th September, 2025, as detailed below:

- (a) whose names appear as Beneficial Owners as at the end of the business hours on Thursday, 04th September, 2025 in the list of Beneficial Owners to be furnished by National Securities Depository Limited and Central Depository Services (India) Limited in respect of the shares held in dematerialised form; and
- (b) whose names appear as Members in the Register of Members of the Company as at the end of the business hours on Thursday, 04th September, 2025 in respect of the shares held in physical form, after giving effect to valid request(s) received for transmission/transposition of shares and lodged with the Company or Registrar and Transfer Agent on or before Thursday, 04th September, 2025.

15. Members are requested to note that dividends not encashed or remaining unclaimed for a period of 7 (seven) years from the date of transfer to the Company's Unpaid Dividend Account, shall be transferred to the Investor Education and Protection Fund ("IEPF") established by the Central Government. Further, pursuant to the provisions of Section 124 of the Act read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("IEPF Rules") as amended to date, all shares on which dividend has not been paid or claimed for seven consecutive years or more shall be transferred to IEPF Authority as notified by the Ministry of Corporate Affairs.

The Members/Claimants whose shares, unclaimed dividend amount have been transferred to IEPF may claim the shares or apply for refund by making an application to IEPF Authority in Form IEPF 5 (available on [www.iepf.gov.in](http://www.iepf.gov.in)). The Member/Claimant can file only one consolidated claim in a Financial Year as per the IEPF Rules.





It is in the Members' interest to claim any unencashed dividends and for future, opt for Electronic Clearing Service, so that dividends paid by the Company are credited to the Members' account on time.

Members who have not yet encashed the dividend warrants, from the Financial Year ended 31st March, 2018 onwards are requested to forward their claims to the Company's Registrar and Share Transfer Agents. Members are requested to contact the Company's Registrar and Share Transfer Agent to claim the unclaimed/unpaid dividends at the following address:

**MUFG Intime India Private Limited**

Unit: Time Technoplast Limited  
C 101, 247 Park, L.B.S Marg,  
Vikhroli (West), Mumbai – 400083

16. Pursuant to Finance Act 2025, dividend income will be taxable in the hands of shareholders w.e.f. April 1, 2025 and the Company is required to deduct tax at source from dividend paid to shareholders at the prescribed rates, if the amount of dividend exceeds ₹ 10,000. For the prescribed rates for various categories, the shareholders are requested to refer to the Finance Act, 2025 and amendments thereof. The shareholders are requested to update their PAN with the Company/MUFG Intime (in case of shares held in physical mode) and depositories (in case of shares held in demat mode).

A Resident individual shareholder with PAN and who is not liable to pay income tax can submit a yearly declaration in Form No. 15G / 15H or Lower Withholding Certificate (if obtained from the Tax department), to avail the benefit of non-deduction / lower deduction of tax at source. The required documents can be uploaded via the link: <https://web.in.mpms.mufg.com/formsreg/submissionofform15g15h.html>. Submissions must be completed on or before 11:59 p.m. IST on September 03, 2025. The shareholders are requested to note that in case their PAN is not registered/updated, the tax will be deducted at a higher rate of 20% (plus Surcharge and Cess as applicable).

Non-resident shareholders can avail beneficial rates under tax treaty between India and their country of residence, subject to providing necessary documents i.e. No Permanent Establishment (PE) and Beneficial Ownership Declaration, Tax Residency Certificate (TRC), Form 10F, any other document which may be required to avail the tax treaty benefits. All relevant documents can be uploaded through the following link: <https://web.in.mpms.mufg.com/formsreg/submissionofform15g15h.html>. The aforesaid declarations and documents need to be submitted by the shareholders by 11:59 p.m. IST on September 03, 2025.

17. Any person who is not a Member on the cut-off date should treat this notice for information purposes only.
18. Members desirous of obtaining any information concerning accounts and operations of the Company are requested to address their communications to [investors@timetechnoplast.com](mailto:investors@timetechnoplast.com) at least seven days before the date of the Meeting. The same will be suitably replied to by the Company.

**19. REMOTE EVOTING INSTRUCTIONS:**

In terms of SEBI circular no. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023, 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 correctly in their demat accounts to access remote e-Voting facility.*

**Login method for Individual shareholders holding securities in demat mode:**

**Individual Shareholders holding securities in demat mode with NSDL**

**METHOD 1 - NSDL IDeAS facility**

**Shareholders registered for IDeAS facility:**

- Visit URL: <https://eservices.nsdl.com> and click on "Beneficial Owner" icon under "IDeAS Login Section".
- Click on "Beneficial Owner" icon under "IDeAS Login Section".
- Post successful authentication, you will be able to see e-Voting services under Value added services section. Click on "Access to e-Voting" under e-Voting services.
- Click on "MUFG Intime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

**Shareholders not registered for IDeAS facility:**

- To register, visit URL: <https://eservices.nsdl.com> and select "Register Online for IDeAS Portal" or click on <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>
- Enter 8-character DP ID, 8-digit Client ID, Mobile no, Verification code & click on "Submit".
- Enter the last 4 digits of your bank account / generate 'OTP'
- Post successful registration, user will be provided with Login ID and password. Follow steps given above in points (a-d).

Shareholders/ Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.



**METHOD 2 - NSDL e-voting website**

- Visit URL: <https://www.evoting.nsdl.com>
- Click on the "Login" tab available under 'Shareholder/Member' section.
- Enter User ID (i.e., your 16-digit demat account no. held with NSDL), Password/OTP and a Verification Code as shown on the screen.
- Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.
- Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

**METHOD 3 - NSDL OTP based login**

- Visit URL: <https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp>
- Enter your 8-character DP ID, 8-digit Client Id, PAN, Verification code and generate OTP.
- Enter the OTP received on your registered email ID/ mobile number and click on login.
- Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.
- Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

**Individual Shareholders registered with CDSL Easi/ Easiest facility**

**METHOD 1 - CDSL Easi/ Easiest facility:**

**Shareholders registered for Easi/ Easiest facility:**

- Visit URL: <https://web.cdslindia.com/myeasitoken/Home/Login> or [www.cdslindia.com](https://www.cdslindia.com) & click on New System Myeasi Tab.
- Enter existing username, Password & click on "Login".
- Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

**Shareholders not registered for Easi/ Easiest facility:**

- To register, visit URL: [https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration /](https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration/) <https://web.cdslindia.com/myeasitoken/Registration/EasiestRegistration>
- Proceed with updating the required fields for registration.
- Post successful registration, user will be provided username and password. Follow steps given above in points (a-c).

**METHOD 2 - CDSL e-voting page**

- Visit URL: <https://www.cdslindia.com>
- Go to e-voting tab.
- Enter 16-digit Demat Account Number (BO ID) and PAN No. and click on "Submit".

- d) System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account
- e) Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

## Individual Shareholders holding securities in demat mode with Depository Participant

Individual shareholders can also login using the login credentials of your demat account through your depository participant registered with NSDL / CDSL for e-voting facility.

- a) Login to DP website
- b) After Successful login, user shall navigate through “e-voting” option.
- c) Click on e-voting option, user will be redirected to NSDL / CDSL Depository website after successful authentication, wherein user can see e-voting feature.
- d) Post successful authentication, click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

## Login method for shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode.

Shareholders holding shares in physical mode / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register and vote on InstaVote as under:

### STEP 1: LOGIN / SIGNUP to InstaVote

#### Shareholders registered for INSTAVOTE facility:

- a) Visit URL: <https://instavote.linkintime.co.in> & click on “Login” under ‘SHARE HOLDER’ tab.
- b) Enter details as under:
  1. User ID: Enter User ID
  2. Password: Enter existing Password
  3. Enter Image Verification (CAPTCHA) Code
  4. Click “Submit”.

InstaVote USER ID	NSDL	User ID is 8 Character DP ID followed by 8 Digit Client ID (e.g.IN123456) and 8 digit Client ID (eg.12345678).
	CDSL	User ID is 16 Digit Beneficiary ID.
	Shares held in physical form	User ID is Event No. + Folio no., registered with the Company

(Home page of e-voting will open. Follow the process given under “Steps to cast vote for Resolutions”)

#### Shareholders not registered for INSTAVOTE facility:

- a) Visit URL: <https://instavote.linkintime.co.in> & click on “Sign Up” under ‘SHARE HOLDER’ tab & register with details as under:
  1. User ID: Enter User ID
  2. PAN: Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.
  3. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP/Company - in DD/MM/YYYY format)
  4. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company.
    - o Shareholders holding shares in **NSDL** form, shall provide ‘D’ above
    - o Shareholders holding shares in **physical form** but have not recorded ‘C’ and ‘D’, shall provide their Folio number in ‘D’ above

InstaVote USER ID	NSDL	User ID is 8 Character DP ID followed by 8 Digit Client ID (e.g.IN123456) and 8 digit Client ID (eg.12345678).
	CDSL	User ID is 16 Digit Beneficiary ID.
	Shares held in physical form	User ID is Event No. + Folio no., registered with the Company

5. Set the password of your choice.  
(The password should contain minimum 8 characters, at least one special Character (!#\$%&\*), at least one numeral, at least one alphabet and at least one capital letter).
6. Enter Image Verification (CAPTCHA) Code.
7. Click "Submit" (You have now registered on InstaVote).

Post successful registration, click on "**Login**" under 'SHARE HOLDER' tab & follow steps given above in points (a-b).

#### **STEP 2: Steps to cast vote for Resolutions through InstaVote**

- A. Post successful authentication and redirection to InstaVote inbox page, you will be able to see the "Notification for e-voting".
- B. Select 'View' icon. E-voting page will appear.
- C. Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link).
- D. After selecting the desired option i.e. Favour / Against, click on 'Submit'.
- E. A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

**NOTE:** Shareholders may click on "Vote as per Proxy Advisor's Recommendation" option and view proxy advisor recommendations for each resolution before casting vote. "Vote as per Proxy Advisor's Recommendation" option provides access to expert insights during the e-Voting process. Shareholders may modify their vote before final submission.

Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently.

#### **Guidelines for Institutional shareholders ("Custodian / Corporate Body/ Mutual Fund")**

##### **STEP 1 – Custodian / Corporate Body/ Mutual Fund Registration**

- A. Visit URL: <https://instavote.linkintime.co.in>
- B. Click on "Sign Up" under "Custodian / Corporate Body/ Mutual Fund"
- C. Fill up your entity details and submit the form.
- D. A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up). The said form is to be signed by the Authorised Signatory, Director, Company Secretary of the entity & stamped and sent to [insta.vote@linkintime.co.in](mailto:insta.vote@linkintime.co.in).
- E. Thereafter, Login credentials (User ID; Organisation ID; Password) is sent to Primary contact person's email ID. (You have now registered on InstaVote)

##### **STEP 2 – Investor Mapping**

- A. Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- B. Click on "Investor Mapping" tab under the Menu Section
- C. Map the Investor with the following details:
  - 1) 'Investor ID' – Investor ID for NSDL demat account is 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678; Investor ID for CDSL demat account is 16 Digit Beneficiary ID.
  - 2) 'Investor's Name' - Enter Investor's Name as updated with DP.
  - 3) 'Investor PAN' - Enter your 10-digit PAN.
  - 4) 'Power of Attorney' - Attach Board resolution or Power of Attorney.

**NOTE:** File Name for the Board resolution/ Power of Attorney shall be – DP ID and Client ID or 16 Digit Beneficiary ID.

Further, Custodians and Mutual Funds shall also upload specimen signatures.



- D. Click on Submit button. (The investor is now mapped with the Custodian / Corporate Body/ Mutual Fund Entity). The same can be viewed under the “Report Section”.

### STEP 3 – Steps to cast vote for Resolutions through InstaVote

The corporate shareholder can vote by two methods, during the remote e-voting period.

#### METHOD 1 - VOTES ENTRY

- Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- Click on “Votes Entry” tab under the Menu section.
- Enter the “Event No.” for which you want to cast vote.  
Event No. can be viewed on the home page of InstaVote under “On-going Events”.
- Enter “16-digit Demat Account No.”.
- Refer the Resolution description and cast your vote by selecting your desired option ‘Favour / Against’ (If you wish to view the entire Resolution details, click on the ‘View Resolution’ file link). After selecting the desired option i.e. Favour / Against, click on ‘Submit’.
- A confirmation box will be displayed. If you wish to confirm your vote, click on ‘Yes’, else to change your vote, click on ‘No’ and accordingly modify your vote.  
(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

#### METHOD 2 - VOTES UPLOAD

- Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- After successful login, you will see “Notification for e-voting”.
- Select “View” icon for “Company’s Name / Event number”.
- E-voting page will appear.
- Download sample vote file from “Download Sample Vote File” tab.
- Cast your vote by selecting your desired option ‘Favour / Against’ in the sample vote file and upload the same under “Upload Vote File” option.
- Click on ‘Submit’. ‘Data uploaded successfully’ message will be displayed.  
(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

#### Helpdesk:

##### Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode facing any technical issue in login may contact INSTAVOTE helpdesk by sending a request at [enotices@in.mpms.mufg.com](mailto:enotices@in.mpms.mufg.com) or contact on: - Tel: 022 – 4918 6000.

##### Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e., NSDL and CDSL.

Login type	Helpdesk details
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 : 022 - 4886 7000 and 022 - 2499 7000
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 toll free no. 1800 22 55 33

**Forgot Password:**

**Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:**

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on: <https://instavote.linkintime.co.in>

- Click on "Login" under 'SHARE HOLDER' tab.
- Click "forgot password?"
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA).
- Click on "SUBMIT".

In case Custodian / Corporate Body/ Mutual Fund has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on: <https://instavote.linkintime.co.in>

- Click on 'Login' under "Custodian / Corporate Body/ Mutual Fund" tab
- Click "forgot password?"
- Enter User ID, Organization ID and Enter Image Verification code (CAPTCHA).
- Click on "SUBMIT".

*In case shareholders have a valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing information about the particulars of the Security Question and Answer, PAN, DOB/DOI etc. The password should contain a minimum of 8 characters, at least one special character (!#\$%&\*), at least one numeral, at least one alphabet and at least one capital letter.*

**Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:**

Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both, then the Shareholders are advised to use Forget User ID and Forget Password option available at above mentioned depository/ depository participants website.

**General Instructions - Shareholders**

- ❖ It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- ❖ For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- ❖ During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".

**GENERAL INSTRUCTIONS**

1. The voting period begins on Saturday, 06th September, 2025 (09:00 a.m.) and ends on Wednesday, 10th September, 2025 (05:00 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 (record date) Thursday, 04th September, 2025 may cast their vote electronically. The e-voting module shall be disabled by MUFG Intime for voting thereafter.
2. The facility for e-voting shall also be available at the AGM. Members who have already cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote at the AGM. Only those Members who attend the





AGM and have not cast their votes through remote e-voting and are otherwise not barred from doing so will be allowed to vote through the e-voting facility available at the AGM.

3. Any person, who acquires shares of the Company and becomes its Member after the sending of Notice of the AGM and holds shares as on the cut-off date for voting i.e. Thursday, 04th September, 2025, may obtain the login ID and password by sending a request to [enotices@in.mpms.mufig.com](mailto:enotices@in.mpms.mufig.com). However, if he/she is already registered with MUFG Intime for remote e-voting then he/she can use his/her existing User ID and password for casting the vote.
4. Mr. Arun Dash, Practicing Company Secretary (FCS No. 9765 CP No. 9309) has been appointed as the Scrutinizer to scrutinize the remote e-voting and ensure that the voting process at the AGM is conducted in a fair and transparent manner.
5. The Scrutinizer shall after the conclusion of voting at the AGM, unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, within two working days of the conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favor/against, if any, to the Chairperson or a person authorized in writing, who shall countersign the same and declare the result of the voting forthwith.
6. The Results declared along with the Report of the Scrutinizer shall be placed on the website of the Company [www.timetechnoplast.com](http://www.timetechnoplast.com) and on the MUFG Intime website and shall also be forwarded to BSE Limited (BSE) and National Stock Exchange of India Ltd (NSE).

#### PROCESS AND MANNER FOR ATTENDING THE THIRTY-FIFTH AGM THROUGH INSTAMEET

In terms of Ministry of Corporate Affairs (MCA) General Circular No. 09/2024 dated 19.09.2024, the Companies can conduct their AGMs/ EGMs on or before September 30, 2025 by means of Video Conference (VC) or other audio-visual means (OAVM).

*Shareholders are advised to update their mobile number and email Id correctly in their demat accounts to access InstaMeet facility.*

#### Login method for shareholders to attend the General Meeting through InstaMeet:

- a) Visit URL: <https://instameet.in.mpms.mufg.com> & click on “Login”.
- b) Select the “Company Name” and register with your following details:
- c) Select Check Box - Demat Account No. / Folio No. / PAN
  - Shareholders holding shares in NSDL/ CDSL demat account shall select check box - Demat Account No. and enter the 16-digit demat account number.
  - Shareholders holding shares in physical form shall select check box – Folio No. and enter the Folio Number registered with the company.
  - Shareholders shall select check box – PAN and enter 10-digit Permanent Account Number (PAN). Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided by MUFG Intime, if applicable.
  - Mobile No: Mobile No. as updated with DP is displayed automatically. Shareholders who have not updated their Mobile No with the DP shall enter the mobile no.
  - Email ID: Email Id as updated with DP is displayed automatically. Shareholders who have not updated their Mobile No with the DP shall enter the mobile no.
- d) Click “Go to Meeting”

You are now registered for InstaMeet, and your attendance is marked for the meeting.

#### Instructions for shareholders to Speak during the General Meeting through InstaMeet:

- a) Shareholders who would like to speak during the meeting must register their request with the company.
- b) Shareholders will get confirmation on first cum first basis depending upon the provision made by the company.
- c) Shareholders will receive “speaking serial number” once they mark attendance for the meeting. Please remember speaking serial number and start your conversation with panellist by switching on video mode and audio of your device.
- d) Other shareholder who has not registered as “Speaker Shareholder” may still ask questions to the panellist via active chat-board during the meeting.

*\*Shareholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.*

#### Instructions for Shareholders to Vote during the General Meeting through InstaMeet:

Once the electronic voting is activated during the meeting, shareholders who have not exercised their vote through the remote e-voting can cast the vote as under:

- a) On the Shareholders VC page, click on the link for e-Voting “Cast your vote”
- b) Enter your 16-digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMEET



- c) Click on 'Submit'.
- d) After successful login, you will see "Resolution Description" and against the same the option "Favour/ Against" for voting.
- e) Cast your vote by selecting appropriate option i.e. "Favour/Against" as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under 'Favour/Against'.
- f) After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on "Save". A confirmation box will be displayed. If you wish to confirm your vote, click on "Confirm", else to change your vote, click on "Back" and accordingly modify your vote. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

**Note:**

*Shareholders/ Members, who will be present in the General Meeting through InstaMeet facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting facility during the meeting.*

*Shareholders/ Members who have voted through Remote e-Voting prior to the General Meeting will be eligible to attend/ participate in the General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.*

*Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.*

*Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.*

*Please note that Shareholders/ Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.*

**Helpdesk:**

Shareholders facing any technical issue in login may contact INSTAMEET helpdesk by sending a request at [instameet@in.mpms.mufg.com](mailto:instameet@in.mpms.mufg.com) or contact on: - Tel: 022 – 4918 6000 / 4918 6175.

**EXPLANATORY STATEMENT PURSUANT TO PROVISIONS OF SECTION 102 OF THE COMPANIES ACT, 2013 ("THE ACT"):**

The following Explanatory Statement sets out all material facts relating to the businesses mentioned under Item No(s). 5 to 12 of the accompanying Notice.

**Item No. 5**

The Members of the Company at the 34th Annual General Meeting held on September 27, 2024, appointed M/s. K P M R & Co. and M/s. Khandelwal Jain & Co. as Joint Statutory Auditors of the Company for a period of five (5) years to hold office from the conclusion of 34th Annual General Meeting till the conclusion of 39th Annual General Meeting. As per the agreed allocation of work between the Joint Auditors i.e. M/s. Khandelwal Jain & Co., one of the Auditor had been assigned responsibility of auditing and verifying more than 23 factories on a quarterly and annual basis, which includes visits to multiple locations across India.

M/s. Khandelwal Jain & Co., resigned on August 12, 2025 stating that they are required to visit 23-24 plants of the company during the audit within a short timeframe. This significantly strained their resources heavily and, considering their other client commitments, they expressed their inability to plan, design, perform, and complete the audit procedures within the available time frame.

The Audit Committee and the Board of Directors at their respective meetings held on 13th August, 2025 had taken note of the resignation, recorded that there were no other reasons for the resignation other than those stated by the Auditor, and placed on record their appreciation for the professional services rendered by M/s. Khandelwal Jain & Co., during their tenure as Joint Statutory Auditors of the Company.

Further, on the recommendation of the Audit Committee, the Board of Directors, at their meeting held on 13th August, 2025, has recommended the appointment of M/s. Raman S Shah & Co., Chartered Accountants (Firm Registration No. 111919W), to hold office from the conclusion of this Annual General Meeting till the conclusion of the 40th Annual General Meeting, on such remuneration as may be fixed by the Board of Directors in consultation with the Statutory Auditors.

**Brief Profile of Joint Statutory Auditors:**

M/s. Raman S. Shah & Co., established in 1982 by Mr. Raman S. Shah, a Commerce graduate and seasoned Chartered Accountant with over four decades of post-qualification experience is a reputed audit and advisory firm based in Mumbai. The firm offers a comprehensive suite of services, including internal and statutory audits, GST annual return filing and compliance, tax audits, and tax advisory. It also has specialized expertise in corporate and labour law compliances, drafting expert legal and tax opinions, and representing clients in income tax assessments and appellate proceedings.

With a strong and huge team of Chartered Accountants, the firm serves a diverse clientele across various manufacturing sectors such as pharmaceuticals, chemicals, polymers, textiles, logistics, and real estate. Committed to ensuring regulatory compliance, optimizing tax efficiency, and strengthening financial controls, Raman S. Shah & Co. delivers reliable, high-quality professional services tailored to client needs across India.

Mr. Raman S. Shah also serves as Statutory Auditor and/or Internal Auditor for several reputed companies, including Aarti Drugs Ltd., Aarti Surfactants Ltd., Vaishali Pharma Limited, Valiant Laboratories Ltd., Valiant Advanced Sciences Ltd., and Synoptics Technology Ltd. etc.

**Information pursuant to Regulation 36(5) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI LODR)**

Proposed fees payable to the statutory auditor(s) along with terms of appointment.	Proposed fee: ₹ 70 Lakhs for FY 2025-26 plus out of pocket expenses jointly to M/s. K P M R & Co. and M/s. Raman S Shah & Co.  The fee paid to M/s. K P M R & Co. and M/s. Khandelwal Jain & Co for FY 2024-25 was ₹ 60 Lakhs plus out of pocket expenses.
Basis of recommendation for appointment including the details in relation to and credentials of the statutory auditor(s) proposed to be appointed.	Based on the recommendations of the Audit Committee, the Board of Directors of the Company has recommended the appointment of M/s. Raman S Shah & Co., Chartered Accountants as one of the Joint Statutory Auditors of the Company, to hold office for the period of five years commencing from the conclusion of this Annual General Meeting till the conclusion of 40th Annual General Meeting of the Company. The Audit Committee while proposing the appointment, have taken into consideration, among other things, the credentials of the firm and partners, track record and eligibility criteria prescribed under the Act.



None of the Directors and/or Key Managerial Personnel of the Company and/or their relatives is in any way concerned or interested financially or otherwise, in the proposed Ordinary Resolution.

The Board recommends the appointment of Joint Statutory Auditor by passing of the proposed resolution set out at Item No. 5 as an Ordinary Resolution.

#### **Item No. 6**

In accordance with the provisions of Section 204 and other applicable provisions of the Companies Act, 2013, read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) ("the Act"), every listed company and certain other prescribed categories of companies are required to annex a Secretarial Audit Report, issued by a Practicing Company Secretary, to their Board's report, prepared under Section 134(3) of the Act.

SEBI vide its notification dated December 12, 2024, amended the SEBI Listing Regulations, 2015. The amended regulations require companies to obtain shareholders' approval for appointment of Secretarial Auditors, in addition to recommendation and approval by the Audit Committee and Board of Directors. Further, such a Secretarial Auditor must be a peer reviewed Practicing Company Secretary firm and should not have incurred any of the disqualifications as specified by SEBI. An individual can serve as a Secretarial Auditor for a maximum of one consecutive term of five years, while a Secretarial Audit firm may be appointed for up to two consecutive terms of five years each.

In light of the aforesaid, the Board of Directors of the Company, pursuant to the recommendations of the Audit Committee, has further recommended the appointment of M/s. Dash Dwivedi & Associates LLP (LLPIN: ACM-9451), a firm of Practicing Company Secretaries, as the Secretarial Auditors of the Company to the shareholders of the Company for their approval for a first term of five consecutive Financial Years commencing from April 1, 2025 till March 31, 2030.

While recommending M/s. Dash Dwivedi & Associates LLP for appointment, the Board and the Audit Committee evaluated various factors, including the firm's capability to handle a diverse and complex business environment, its existing experience in the Company's business segments, its industry standing, the clientele it serves, and its technical expertise. M/s. Dash Dwivedi & Associates LLP was found to be well-equipped to manage the scale, diversity, and complexity associated with the Secretarial Audit of the Company.

M/s. Dash Dwivedi & Associates LLP is a peer reviewed and a well-established firm of Practicing Company Secretaries, registered with the Institute of Company Secretaries of India, Mumbai. The firm is led by experienced partners, all of whom are distinguished professionals in the field of corporate governance and compliance. Their collective expertise spans secretarial audit, corporate advisory, transactional services, litigation, advocacy, and legal due diligence. The firm also has associate partners with strong professional credentials who align with its core values of character, competence, and commitment. M/s. Dash Dwivedi & Associates LLP specializes in compliance audit and assurance services, advisory and representation services, and transactional services.

The terms and conditions of M/s. Dash Dwivedi & Associates LLP appointment include tenure of five years, from April 1, 2025, to March 31, 2030. The fixed remuneration for the Secretarial Audit for the year 2025 is set at ₹ 1,50,000/- (Rupees One Lakh Fifty Thousand only), plus applicable taxes and other out-of-pocket costs incurred in connection with the audit. The proposed fees are determined based on the scope of work, team size, industry experience, and the time and expertise required by M/s. Dash Dwivedi & Associates LLP to conduct the audit effectively.

Additional fees for statutory certifications and other professional services will be determined separately by the management, in consultation with M/s. Dash Dwivedi & Associates LLP, and will be subject to approval by the Board of Directors and/or the Audit Committee. The remuneration for the subsequent years from 2026 to 2030 will also be approved by the Board and/ or the Audit Committee.

The requirement for a Secretarial Audit became applicable to the Company from the financial year 2025-2026, during which M/s. Dash Dwivedi & Associates LLP was appointed as the Secretarial Auditor. This appointment took place before the implementation of the five-year term requirement, as described above. There is no material change in the fee payable to M/s. Dash Dwivedi & Associates LLP compared to that of the outgoing auditor, making the requirement to disclose such a change not applicable.

M/s. Dash Dwivedi & Associates LLP has provided its consent to act as the Secretarial Auditors of the Company and has confirmed that the proposed appointment, if made, will be in compliance with the provisions of the Act and the SEBI Listing Regulations. Accordingly, the consent of the shareholders is sought for the appointment of M/s. Dash Dwivedi & Associates LLP as the Secretarial Auditors of the Company.

None of the Directors and/or Key Managerial Personnel of the Company and/or their relatives is in any way concerned or interested financially or otherwise, in the proposed Ordinary Resolution.

The Board recommends the appointment of M/s. Dash Dwivedi & Associates LLP as the Secretarial Auditor for conducting the secretarial audit by passing of the proposed resolution set out at Item No. 6 as an Ordinary Resolution.

**Item No. 7**

The Board of Directors, on the recommendation of the Audit Committee, has approved the appointment of M/s. Darshan Vora & Co., Cost Accountants, as Cost Auditors to conduct the audit of the cost accounts maintained by the Company for the financial year 2025-2026.

In accordance with the provisions of Section 148 of the Act, read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors must be ratified by the members of the Company. Accordingly, consent of the members is sought for approval of the remuneration payable to the Cost Auditors for the financial year ending 31st March, 2026.

None of the Directors and/or Key Managerial Personnel of the Company and/or their relatives is in any way concerned or interested financially or otherwise, in the proposed Ordinary Resolution.

The Board recommends the approval of remuneration payable to M/s. Darshan Vora & Co., Cost Accountant for conducting the cost audit by passing of the proposed resolution set out at Item No. 7 as an Ordinary Resolution.

**Item No. 8**

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors, at its meeting held on 11th August, 2025, re-appointed Mr. Naveen Kumar Jain, Promoter and Co-founder as the Whole Time Director of the Company for a period of five years with effective from December 01, 2025 to November 30, 2030, subject to approval of the members.

The Board, while appointing Mr. Naveen Kumar Jain, Promoter and Co-founder, considered his background, experience and contributions to the Company during his tenure in Company.

Further, on the recommendation of the Nomination and Remuneration Committee, the Board at its meeting held on 11th August, 2025, approved the terms and conditions of re-appointment of Mr. Naveen Kumar Jain as a Whole Time Director, subject to approval of the members. The main terms and conditions relating to the appointment forms part of the resolution.

Mr. Naveen Kumar Jain, Co-founder and Promoter of the Company, is an IIT Delhi graduate in Electrical Engineering with over three decades of comprehensive experience in production, quality management, and project management. He has played a pivotal role in the Company's growth and technological advancements. As Director – Technical, he is responsible for overseeing operations across all plants, driving technical developments and implementing technology upgradation at the corporate level.

His portfolio includes key functions such as product development and integration of advanced technologies. Mr. Jain has been instrumental in establishing international technology partnerships, enabling the Company to enhance its product offerings and launch upgraded and innovative product lines. He continues to be actively involved in the development of composite cylinders for diverse applications and is a valued advisor to statutory authorities engaged in evolving new technologies for composite cylinders.

Given his strategic importance and continuous contributions, the Board recommends his re-appointment as Whole-Time Director, which is crucial for the Company's sustained growth and innovation.

The Company has received consent of Mr. Naveen Kumar Jain to act as Director of the Company along with a declaration to the effect that he is not disqualified from being appointed as a Director in terms of Section 164(2) of the Companies Act, 2013 and has not been debarred or disqualified from being appointed or continuing as Director of a Company by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority. Mr. Naveen Kumar Jain satisfies all the conditions set out in Part-I of Schedule 'V' to the Act as also conditions set out under sub-section (3) of Section 196 of the Act for being eligible for this appointment. The draft contract for appointment of Mr. Naveen Kumar Jain is available for inspection.

The Board recommends the Ordinary Resolution set out at Item No. 8 of the Notice for approval of the members.

In compliance with the provisions of Section 196, 197 and other applicable provisions of the Act, read with Schedule V of the Act and Regulation 17 (1C) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the approval of members is sought for the appointment and terms of remuneration of Mr. Naveen Kumar Jain as Whole Time Director as set out in the resolution.





None of the Directors and Key Managerial Personnel of the Company except Mr. Naveen Kumar Jain, to whom the resolution relates, is concerned or interested in the resolution mentioned at Item No. 8 of the Notice.

#### **Item No. 9**

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors, at its meeting held on 11th August, 2025, re-appointed Mr. Raghupathy Thyagarajan, Promoter and Co-founder as the Whole Time Director of the Company for a period of five years with effective from December 01, 2025 to November 30, 2030, subject to approval of the members.

The Board, while appointing Mr. Raghupathy Thyagarajan, Promoter and Co-founder, considered his background, experience and contributions to the Company during his tenure in Company.

Further, on the recommendation of the Nomination and Remuneration Committee, the Board at its meeting held on 11th August, 2025, approved the terms and conditions of re-appointment of Mr. Raghupathy Thyagarajan as a Whole Time Director, subject to approval of the members. The main terms and conditions relating to the appointment forms part of the resolution.

Mr. Raghupathy Thyagarajan, Co-Founder and Promoter of Time Technoplast, holds a degree in Science and a postgraduate qualification in Management, bringing over 35 years of industrial expertise. Since inception, he has played a pivotal role in shaping the Company's strategic direction, market expansion, and client relationships across domestic and international markets.

As a senior management board member, his responsibilities span strategic planning, operations review, HR management, and profitability enhancement. He has been instrumental in developing and executing growth strategies, entering emerging sectors, and strengthening the Company's brand presence globally.

A strong proponent of innovation, Mr. Thyagarajan spearheads new business initiatives in composites and other high-value product segments, driving diversification and long-term growth. His vision and leadership continue to deliver sustained revenue growth and enhanced shareholder value, reinforcing Time Technoplast as a market leader in its industry.

Considering his continued contributions to business growth and strategic direction, the Board recommends his re-appointment as Whole-Time Director, subject to members approval at the Annual General Meeting.

The Company has received consent of Mr. Raghupathy Thyagarajan to act as Director of the Company along with a declaration to the effect that he is not disqualified from being appointed as a Director in terms of Section 164(2) of the Companies Act, 2013 and has not been debarred or disqualified from being appointed or continuing as Director of a Company by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority. Mr. Raghupathy Thyagarajan satisfies all the conditions set out in Part-I of Schedule 'V' to the Act as also conditions set out under sub-section (3) of Section 196 of the Act for being eligible for this appointment. The draft contract for appointment of Mr. Raghupathy Thyagarajan is available for inspection.

The Board recommends the Ordinary Resolution set out at Item No. 9 of the Notice for approval of the members.

In compliance with the provisions of Section 196, 197 and other applicable provisions of the Act, read with Schedule V of the Act and Regulation 17 (1C) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the approval of members is sought for the appointment and terms of remuneration of Mr. Raghupathy Thyagarajan as Whole Time Director as set out in the resolution.

None of the Directors and Key Managerial Personnel of the Company except Mr. Raghupathy Thyagarajan, to whom the resolution relates, is concerned or interested in the resolution mentioned at Item No. 9 of the Notice.

#### **Item No. 10**

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors, at its meeting held on 11th August, 2025, re-appointed Mr. Sanjeev Sharma, President – International Operations as the Whole Time Director of the Company for a period of three years with effective from November 12, 2025 to November 11, 2028, subject to approval of the members.

The Board, while re-appointing Mr. Sanjeev Sharma, President – International Operations, considered his background, experience and contributions to the Company during his tenure in Company.

Mr. Sanjeev Sharma, a B.Tech (Electrical) graduate, holds a Management Development Programme (MDP) credential from IIM Indore and is a Certified AI Professional in Leadership with AI from the Indian School of Business (ISB). He has been associated with the Company for over 28 years, currently overseeing five key locations in North-Eastern India and managing international operations across 10

countries.

A cornerstone of the Company's global expansion, Mr. Sharma brings deep expertise in operations, marketing, and strategic execution, including direct-to-consumer (DTC) initiatives and brand licensing arrangements. Under his leadership, the Company's overseas units—operating in highly competitive markets—have consistently achieved growth in both revenue and profitability.

He has successfully built a strong international network and manages the global business with exceptional professionalism, strategic foresight, and systematic control. His contributions have been pivotal in strengthening the Company's international footprint and embedding sustainable, growth-oriented business practices across global markets.

In view of his exceptional performance and critical role in managing and expanding the Company's foreign operations, the Board recommends his re-appointment as Whole-Time Director, subject to approval of the members at the Annual General Meeting.

Further, on the recommendation of the Nomination and Remuneration Committee, the Board at its meeting held on 11th August, 2025, approved the terms and conditions of appointment of Mr. Sanjeev Sharma as a Whole Time Director, subject to approval of the members. The main terms and conditions relating to the appointment forms part of the resolution.

The Profile and specific areas of expertise of Mr. Sanjeev Sharma and other relevant information as required under Secretarial Standards are provided as annexure to this Notice.

The Company has received consent of Mr. Sanjeev Sharma to act as Director of the Company along with a declaration to the effect that he is not disqualified from being appointed as a Director in terms of Section 164(2) of the Companies Act, 2013 and has not been debarred or disqualified from being appointed or continuing as Director of a Company by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority. Mr. Sanjeev Sharma satisfies all the conditions set out in Part-I of Schedule 'V' to the Act as also conditions set out under sub-section (3) of Section 196 of the Act for being eligible for this appointment. The draft contract for appointment of Mr. Sanjeev Sharma is available for inspection.

The Board recommends the Ordinary Resolution set out at Item No. 10 of the Notice for approval of the members.

In compliance with the provisions of Section 196, 197 and other applicable provisions of the Act, read with Schedule V of the Act and Regulation 17 (1C) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the approval of members is sought for the appointment and terms of remuneration of Mr. Sanjeev Sharma as Whole Time Director as set out in the resolution.

None of the Directors and Key Managerial Personnel of the Company except Mr. Sanjeev Sharma, to whom the resolution relates, is concerned or interested in the resolution mentioned at Item No. 10 of the Notice.

#### **Item No. 11**

At present the Authorized share capital of the company is ₹ 52,50,00,000 (Rupees Fifty Two Crores Fifty Lakhs only) divided into 50,00,00,000 (Fifty Crores) Equity Shares of ₹ 1/- each and 25,00,000 (Twenty Five Lakhs) Redeemable Preference Shares of ₹ 10/- each out of which paid up share capital of the company is ₹ 22,69,29,066 (Rupees Twenty Two Crore Sixty Nine Lakhs Twenty Nine Thousand Sixty Six Only) divided into 22,69,29,066 (Twenty Two Crore Sixty Nine Lakhs Twenty Nine Thousand Sixty Six Only) equity shares of ₹ 1/- each.

Considering the future growth plans of the Company, the Board of Directors of the company in its meeting held on Monday, August 11, 2025 have accorded its approval to increase the Authorised Share Capital from ₹ 52,50,00,000 (Rupees Fifty Two Crores Fifty Lakhs Only) to ₹ 100,00,00,000 (Rupees One Hundred Crores) subject to approval of members.

It is therefore proposed to increase the Authorised Share Capital of the Company from ₹ 52,50,00,000 (Rupees Fifty Two Crores Fifty Lakhs Only) to ₹ 100,00,00,000 (Rupees One Hundred Crores) by creation of 47,50,00,000 (Forty Seven Crores Fifty Lakhs) additional equity share of ₹ 1/- each, ranking pari passu with the existing Equity Shares in all respects as per the Memorandum and Articles of Association of the Company.

Consequently, Clause 'V' of the Memorandum of Association would also require alteration so as to reflect the changed Authorised Share Capital.

The proposal for increase in Authorised Share Capital and amendment of Memorandum of Association of the Company requires approval of members at a general meeting.



The Board recommends the Ordinary Resolution set out at Item No. 11 of the Notice for approval by the members.

None of the Directors and Key Managerial Personnel of the Company or their respective relatives is, in any way, concerned or interested, in the Resolution set out at Item No. 11 of the Notice.

#### **Item No. 12**

The equity shares of the Company are listed and actively traded on the BSE Limited and National Stock Exchange of India Limited. The members are aware that the operations and performance of the Company has grown significantly over the past few years, which has generated considerable interest in the Company's equity shares in the market. In appreciation of continuing support from shareholders of the Company and to improve the liquidity of the Company's shares in the stock market, The Board of Directors at its meeting held on August 11, 2025, subject to consent of the members of the Company, approved and recommended issue of bonus equity shares of ₹ 1/- (Rupee One only) each credited as fully paid-up to eligible members of the Company in the proportion of 1 (one) new fully paid-up equity share of ₹ 1/- (Rupee One only) each for every 1 (one) existing fully paid-up equity share of ₹ 1/- (Rupee One only) each by capitalising a sum not exceeding ₹ 22,69,29,066 (Rupees Twenty Two Crores Sixty Nine Lakhs Twenty Nine Thousand Sixty Six only) out of securities premium account, as may be considered appropriate.

Article 141 of the Articles of Association of the Company permits capitalization of any part of the amount for the time being standing to the credit of any of the Company's reserve accounts (including securities premium account and capital redemption reserve account), or to the credit of the profit and loss account, or otherwise available for distribution by applying the same towards payment of unissued shares to be issued to the Members as fully paid bonus shares.

The Board recommends the Ordinary Resolution set out at Item No. 12 of the Notice for approval by the members.

None of the Directors and Key Managerial Personnel of the Company or their respective relatives is, in any way, concerned or interested, in the Resolution set out at Item No. 12 of the Notice.

**By Order of the Board**

**For Time Technoplast Limited**

**Date: 13th August, 2025**

**Place: Mumbai**

**Manoj Kumar Mewara**

**Sr. VP Finance & Company Secretary**

#### **Registered Office:**

101, 1st Floor, Centre Point,

Somnath Daman Road,

Somnath, Dabhel,

Nani Daman, Dadra and Nagar Haveli and Daman and Diu (U.T.) – 396210

CIN: L27203DD1989PLC003240

Email: investors@timetechnoplast.com

Website: www.timetechnoplast.com

## TIME TECHNOPLAST LIMITED

### Annexure to the Notice of AGM

Pursuant to Regulation 36(3) of Listing Regulations and SS-2, the following information is furnished about the Director(s) proposed to be appointed/re-appointed at the AGM:

<b>Mr. Bharat Kumar Vageria</b>	
DIN	00183629
Age	65 years
Qualification	Chartered Accountant
Brief profile and nature of expertise in specific functional areas	Mr. Bharat Kumar Vageria, Co Founder and Promoter of the Company, is a Chartered Accountant by profession with nearly 37 years of rich experience in the polymer product industry. Throughout his career, he has successfully led teams of skilled professionals, implementing robust controls and streamlined systems to efficiently manage the Company's multi location, multi product operations. His strategic leadership and operational expertise have been instrumental in driving the Company's sustained growth and success. His transparent and ethical approach has earned him strong relationships with key stakeholders in banking, industry, and regulatory sectors. Mr. Vageria's ongoing leadership continues to position Time Technoplast as a global leader in the polymer and composite manufacturing industry, committed to long-term value creation and responsible business practices.
Terms and conditions of appointment/re-appointment	Liable to retire by rotation
Remuneration last drawn (per annum)	₹ 96.48 Lakhs
Date of first appointment on the Board	21/03/1990
Shareholding in the Company	45,64,750 (2.01%)
Relationship with other Directors, Manager and Key Managerial Personnel of the Company	None
Number of meetings of the Board attended	5
Other Directorship (excludes private, foreign companies and Section 8 Companies)	1. Time Intercontinental Limited 2. Schoeller Allibert Time Material Handling Solutions Limited 3. ACE Mouldings Limited
Chairmanship/Membership of the Committees of Companies in which position of Director is held	-
Resignations, if any, from listed entities (in India) in past three years	-

Mr. Vishal Jain	
DIN	03137163
Age	39 years
Qualification	Bachelors in Engineering (Mechanical) from MIT, Pune and an executive finance course from IIM, Bangalore
Brief profile and nature of expertise in specific functional areas	Mr. Vishal Jain holds a Bachelor's degree in Mechanical Engineering from MIT, Pune, and has completed an executive finance program at IIM Bangalore. A dynamic entrepreneur with over 15 years of diverse experience, he has held leadership roles across multiple functions, successfully managing and scaling technology-driven businesses. Leveraging his strong foundation in engineering and finance, Mr. Jain combines technical expertise with strategic vision to foster innovation and deliver impactful solutions. His entrepreneurial mindset and versatile skill set have enabled him to navigate the ever-evolving business landscape, driving sustained growth and success.
Terms and conditions of appointment/re-appointment	Liable to retire by rotation
Remuneration last drawn (per annum)	-
Date of first appointment on the Board	12/02/2022
Shareholding in the Company	2,99,940 (0.13%)
Relationship with other Directors, Manager and Key Managerial Personnel of the Company	None
Number of meetings of the Board attended	5
Other Directorship (excludes private, foreign companies and Section 8 Companies)	1. Time Intercontinental Limited
Chairmanship/Membership of the Committees of Companies in which position of Director is held	-
Resignations, if any, from listed entities (in India) in past three years	-

**TIME TECHNOPLAST LIMITED**

<b>Mr. Naveen Kumar Jain</b>	
DIN	00183948
Age	59 years
Qualification	Engineer
Brief profile and nature of expertise in specific functional areas	<p>Mr. Naveen Kumar Jain, Co founder and Promoter of the Company, is an IIT Delhi graduate in Electrical Engineering with over three decades of comprehensive experience in production, quality management, and project management. He has played a pivotal role in the Company's growth and technological advancements. As Director – Technical, he is responsible for overseeing operations across all plants, driving technical developments and implementing technology upgradation at the corporate level.</p> <p>His portfolio includes key functions such as product development and integration of advanced technologies. Mr. Jain has been instrumental in establishing international technology partnerships, enabling the Company to enhance its product offerings and launch upgraded and innovative product lines. He continues to be actively involved in the development of composite cylinders for diverse applications and is a valued advisor to statutory authorities engaged in evolving new technologies for composite cylinders.</p>
Terms and conditions of appointment/re-appointment	Re-appointment as a Whole Time Director, Liable to retire by rotation
Remuneration last drawn (per annum)	₹ 96.48 Lakh
Date of first appointment on the Board	20/12/1989
Shareholding in the Company	44,98,750 (1.98%)
Relationship with other Directors, Manager and Key Managerial Personnel of the Company	None
Number of meetings of the Board attended	5
Other Directorship (excludes private, foreign companies and Section 8 Companies)	<ol style="list-style-type: none"> <li>1. Time Intercontinental Limited</li> <li>2. Schoeller Allibert Time Material Handling Solutions Limited</li> <li>3. ACE Mouldings Limited</li> </ol>
Chairmanship/Membership of the Committees of Companies in which position of Director is held	-
Resignations, if any, from listed entities (in India) in past three years	-



<b>Mr. Raghupathy Thyagarajan</b>	
DIN	00183305
Age	60 years
Qualification	B.Sc and Post Graduate in Business Administration
Brief profile and nature of expertise in specific functional areas	<p>Mr. Raghupathy Thyagarajan, Co-Founder and Promoter of Time Technoplast, holds a degree in Science and a postgraduate qualification in Management, bringing over 35 years of industrial expertise. Since inception, he has played a pivotal role in shaping the Company's strategic direction, market expansion, and client relationships across domestic and international markets.</p> <p>As a senior management board member, his responsibilities span strategic planning, operations review, HR management, and profitability enhancement. He has been instrumental in developing and executing growth strategies, entering emerging sectors, and strengthening the Company's brand presence globally.</p> <p>A strong proponent of innovation, Mr. Thyagarajan spearheads new business initiatives in composites and other high-value product segments, driving diversification and long-term growth. His vision and leadership continue to deliver sustained revenue growth and enhanced shareholder value, reinforcing Time Technoplast as a market leader in its industry.</p>
Terms and conditions of appointment/re-appointment	Re-appointment as a Whole Time Director, Liable to retire by rotation
Remuneration last drawn (per annum)	₹ 96.48 Lakhs
Date of first appointment on the Board	21/03/1990
Shareholding in the Company	45,38,750 (2.00%)
Relationship with other Directors, Manager and Key Managerial Personnel of the Company	None
Number of meetings of the Board attended	5
Other Directorship (excludes private, foreign companies and Section 8 Companies)	<ol style="list-style-type: none"> <li>1. Time Intercontinental Limited</li> <li>2. Schoeller Allibert Time Material Handling Solutions Limited</li> <li>3. ACE Mouldings Limited</li> </ol>
Chairmanship/Membership of the Committees of Companies in which position of Director is held	-
Resignations, if any, from listed entities (in India) in past three years	-

**TIME TECHNOPLAST LIMITED**

<b>Mr. Sanjeev Sharma</b>	
DIN	08312517
Age	52 years
Qualification	B.Tech and MBA
Brief profile and nature of expertise in specific functional areas	<p>Mr. Sanjeev Sharma, a B.Tech (Electrical) graduate, holds a Management Development Programme (MDP) credential from IIM Indore and is a Certified AI Professional in Leadership with AI from the Indian School of Business (ISB). He has been associated with the Company for over 28 years, currently overseeing five key locations in North-Eastern India and managing international operations across 10 countries.</p> <p>A cornerstone of the Company's global expansion, Mr. Sharma brings deep expertise in operations, marketing, and strategic execution, including direct-to-consumer (DTC) initiatives and brand licensing arrangements. Under his leadership, the Company's overseas units—operating in highly competitive markets—have consistently achieved growth in both revenue and profitability.</p> <p>He has successfully built a strong international network and manages the global business with exceptional professionalism, strategic foresight, and systematic control. His contributions have been pivotal in strengthening the Company's international footprint and embedding sustainable, growth-oriented business practices across global markets.</p>
Terms and conditions of appointment/re-appointment	Re-appointment as a Whole Time Director, Liable to retire by rotation
Remuneration last drawn (per annum)	₹ 37.41 Lakhs
Date of first appointment on the Board	12/11/2022
Shareholding in the Company	3,000 (0.00%)
Relationship with other Directors, Manager and Key Managerial Personnel of the Company	None
Number of meetings of the Board attended	4
Other Directorship (excludes private, foreign companies and Section 8 Companies)	1. Time Intercontinental Limited
Chairmanship/Membership of the Committees of Companies in which position of Director is held	-
Resignations, if any, from listed entities (in India) in past three years	-