TAiNWALA

Date: 10th August, 2026

To,
The Corporate Relations Department
BSE Limited
1st Floor, New Trading Wing,
P. J. Tower, Dalal Street, Fort,
Mumbai – 400 001

To,
Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Plot No. C/1, G Block
Bandra Kurla Complex, Bandra (East),
Mumbai- 400 051

BSE Scrip Code: 507785

NSE Symbol: TAINWALCHM

Sub: Notice of 41st Annual General Meeting of the Company.

Dear Sir/ Madam,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby enclose the **Notice of the 41st Annual General Meeting** of the Company scheduled to be held on **Thursday, 3rd September, 2026** at **2:00 p.m.** (IST) through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM") in accordance with the relevant circulars issued by the Ministry of Corporate Affairs ("MCA") and Securities and Exchange Board of India ("SEBI").

The Notice of the 41st AGM and the Annual Report for the financial year 2025-26 are also available on the website of the Company at:
AGM Notice: https://www.tainwala.in/agm_bm_notice.html
Annual Report: https://www.tainwala.in/financial_result.html

Kindly take the same on record.

Thanking you.

Yours faithfully,
For Tainwala Chemicals and Plastics (India) Limited

DIVYA
SABOO

Digitally signed by DIVYA SABOO
DN: c=IN, o=Personal, title=5275,
2.5.4.20=b56f8d2d42d8b7abc3ee7b630be53c57f6fce8509dc9243368c43a5fcbdff809,
postalCode=452002, st=Madhya Pradesh,
serialNumber=7099e33c447f9c979f6ce40024787710a72df74901ebe06fb2d089341a98c092, cn=DIVYA SABOO
Date: 2026.08.10 15:34:54 +05'30'

Divya Saboo
Company Secretary & Compliance Officer
Membership No. A72994

Encl.: As stated above

NOTICE OF 41ST ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE FORTY-FIRST ANNUAL GENERAL MEETING (AGM) OF THE MEMBERS OF TAINWALA CHEMICALS AND PLASTICS (INDIA) LIMITED WILL BE HELD ON THURSDAY, SEPTEMBER 3, 2026 AT 2:00 P.M. (IST) THROUGH VIDEO-CONFERENCING ("VC")/ OTHER AUDIO VISUAL MEANS ("OAVM"), TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2026 together with the Reports of the Board of Directors and Auditors thereon.

2. To appoint a Director in place of Mr. Rakesh Dungarmal Tainwala (DIN: 00237671), who retires by rotation and, being eligible, offers himself for re-appointment.

3. To appoint M/s. SDBA & Co., Chartered Accountants (FRN: 142004W), as Statutory Auditor of the Company in place of M/s. GMJ & Co, Chartered Accounts the retiring Statutory Auditors.

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 139, 142 and all other relevant provisions of the Companies Act, 2013 and the rules made there under, (including any statutory modification (s) or re-enactment (s) thereof for the time being in force) M/s. SDBA & Co, Chartered Accountants (FRN 142004W), be and are hereby appointed as Statutory Auditors of the Company from the conclusion of this Annual General meeting until the conclusion of the Forty Sixth Annual General Meeting of the Company on such terms and remuneration as may be mutually agreed upon between the said Auditors and Board of Directors of the Company;

RESOLVED FURTHER THAT any director of the Company be and is hereby authorized to do all such acts, things and deeds as may be deemed necessary to give effect to the above stated resolution."

SPECIAL BUSINESS:

4. To consider and approve the appointment of Mr. Alpesh Jagdishbhai Nayak (DIN: 11848319) as a Non-Executive Independent Director.

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

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), the Companies (Appointment and Qualification of Directors) Rules, 2014, and Regulations 16(1)(b), 25(2A), and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") [including any statutory modification(s), amendment(s), or re-enactment(s) thereof for the time being in force], and the Articles of Association of the Company, and based on the recommendation of the Nomination and Remuneration Committee ("NRC") and approval of the Board of Directors of the Company, **Mr. Alpesh Jagdishbhai Nayak (DIN: 11848319)**, in respect of whom the Company has received a notice in writing under Section 160(1) of the Act proposing his candidature for the office of Director, and who has submitted:

1. A declaration confirming that he meets the criteria of independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations,
2. Consent in Form DIR-2 to act as a Director pursuant to Section 152(5) of the Act, and
3. Intimation in Form DIR-8 confirming that he is not disqualified from being appointed as a Director in terms of Section 164(2) of the Act,

BE AND IS HEREBY APPOINTED as a Non-Executive Independent Director of the Company, not liable to retire by rotation, to hold office for a first term of [5 (five)] consecutive years with immediate effect from 3rd September, 2026 up to 2nd September, 2031;

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof authorized in this behalf) be and is hereby authorized to do all such acts, deeds, matters, and things, including filing necessary statutory forms (DIR-12, MGT-14, etc.) with the Registrar of Companies, making requisite disclosures to the Stock Exchanges, and executing all such documents as may be necessary, expedient, or desirable to give full effect to this resolution."

5. **To consider and approve re-appointment of Mr. Ramesh Tainwala (DIN: 00234109) as Chairman and Managing Director.**

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

   RESOLVED THAT pursuant to the provisions of Sections 196, 203, and other applicable provisions, if any, of the Companies Act, 2013 ("Act") read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), consent of the members of the Company be and is hereby accorded for the re-appointment of Mr. Ramesh Tainwala (DIN: 00234109) as the Chairman and Managing Director of the Company, in an unsalaried capacity without any remuneration, for a further period of 5 (five) years with effect from August 9, 2027 to August 8, 2032, not liable to retire by rotation, and who shall exercise such powers and perform such duties as may be entrusted to him by the Board from time to time, subject to the superintendence, control, and direction of the Board of Directors.

   RESOLVED FURTHER THAT pursuant to the provisions of Section 196(3) and other applicable provisions, if any, of the Act, the approval of the members of the Company be and is hereby accorded by way of a Special Resolution for the continuation of Mr. Ramesh Tainwala as the Chairman and Managing Director of the Company after attaining the age of 70 (Seventy) years on September 8, 2029, for the remainder of his aforesaid tenure of re-appointment.

   RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as "the Board", which term shall be deemed to include any Committee of the Board) be and is hereby authorized to do all such acts, deeds, matters, and things, and to sign and execute all such documents, forms, and papers as may be necessary, proper, or expedient to give effect to this resolution."

6. **To consider and approve re-appointment of Mr. Devendra Saligram Anand (DIN: 09686031) as a Non-Executive Independent Director.**

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

"RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") [including any statutory modification(s) or re-enactment(s) thereof for the time being in force], the Companies (Appointment and Qualifications of Directors) Rules, 2014 ("the Rules") and Regulation 17 and any other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as amended from time to time, Mr. Devendra Saligram Anand (DIN: 09686031), who was appointed as an Independent Director of the Company for a term of 5 (five) consecutive years commencing from 8th August, 2022 upto 7th August, 2027 (both days inclusive) and who being eligible for re-appointment as an Independent Director has given his consent along with a declaration that he meets the criteria for independence under Section 149(6) of the Act and the Rules framed thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations and based on the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors of the Company, be and is hereby re-appointed as a Non-Executive Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of 5 (five) consecutive years on the Board of the Company commencing from 8th August, 2027 upto 7th August, 2032 (both days inclusive);

RESOLVED FURTHER THAT any Director or Company Secretary of the Company be and are hereby severally authorized to do all acts, deeds and things as may be necessary, proper or expedient to give effect to this resolution."

7. **To consider and approve re-appointment of Mr. Uday Ramniklal Mehta (DIN: 00569577) as a Non-Executive Independent Director.**

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

"RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") [including any statutory modification(s) or re-enactment(s) thereof for the time being in force], the Companies (Appointment and Qualifications of Directors) Rules, 2014 ("the Rules") and Regulation 17 and any other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as amended from time to time, Mr. Uday Ramniklal Mehta (DIN: 00569577), who was appointed as an Independent Director of the Company for a term of 5 (five) consecutive years commencing from 8th August, 2022 upto 7th August, 2027 (both days inclusive) and who being eligible for re-appointment as an Independent Director has given his consent along with a declaration that he meets the criteria for independence under Section 149(6) of the Act and the Rules framed thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations and in respect of whom the Company has received a Notice in writing from a Member under Section 160(1) of the Act proposing his candidature for the office of Director and based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, be and is hereby re-appointed as a Non-Executive Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of 5 (five) consecutive years on the Board of the Company commencing from 8th August, 2027 upto 7th August, 2032 (both days inclusive);

RESOLVED FURTHER THAT any Director or Company Secretary of the Company be and are hereby severally authorized to do all acts, deeds and things as may be necessary, proper or expedient to give effect to this resolution."

8. **To approve material related party transaction(s) with Abhishri Packaging Private Limited.**

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 Regulations 2(1)(zc), 23(4) and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as amended from time to time, the applicable provisions of the Companies Act, 2013 ("Act") read with Rules made thereunder, other applicable laws/statutory provisions, if any [including any statutory modification(s) or amendment(s) or re-enactment(s) thereof, for the time being in force], the Company's Policy on Related Party Transactions and subject to such approval(s), consent(s), permission(s) as may be necessary from time to time and basis the approval and recommendation of the Audit Committee and the Board of Directors of the Company, approval of the Members of the Company be and is hereby accorded to the Board of Directors of the Company to enter/continue to enter into Material Related Party Transaction(s)/Contract(s)/Arrangement(s)/Agreement(s) (whether by way of an individual transaction or transactions taken together or series of transactions or otherwise) with Abhishri Packaging Private Limited, a related party, pursuant to Section 2(76) of the Act and Regulation 2(1)(zb) of the SEBI Listing Regulations, during financial year 2026-27, for an aggregate value not exceeding INR 5 Crores, on such material terms and conditions as detailed in the explanatory statement to this resolution and as may be mutually agreed between the related party and the Company, provided that the said Transaction(s)/ Contract(s)/Arrangement(s)/Agreement(s) shall be carried out in the ordinary course of business and at arm's length basis;

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as 'Board' which term shall be deemed to include the Audit Committee of the Company and any duly constituted/to be constituted Committee of Directors thereof to exercise its powers including powers conferred under this resolution) be and is hereby authorized to do all such acts, deeds, matters and things as it may deem fit at its absolute discretion and to take all such steps as may be required in this connection including finalizing and executing necessary contract(s), scheme(s), agreement(s) and such other documents as may be required, seeking all necessary approvals to give effect to this resolution, for and on behalf of the Company and settling all such issues, questions, difficulties or doubts whatsoever that may arise and to take all such decisions from powers herein conferred to, without being required to seek further consent or approval of the Members and that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution;

RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any of the powers herein conferred to any Director(s) or Chief Financial Officer or Company Secretary or any other Officer(s)/Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution(s);

RESOLVED FURTHER THAT all actions taken by the Board in connection with any matter referred to or contemplated in this resolution, be and are hereby approved, ratified and confirmed in all respects."

9. **To contribute to bona fide and charitable funds in terms of section 181 of the Companies Act, 2013.**

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

"**RESOLVED THAT** pursuant to the provisions of Section 181 of the Companies Act, 2013 ('Act') and other applicable provisions (including any statutory amendment(s), modification(s), clarification(s), substitution(s), enactment(s) or re-enactment(s) thereof for the time being in force) and other rules, regulations, guidelines, statutory notifications made by any statutory authorities and modifications thereof, consent of the Members of the Company be and is hereby accorded to contribute, donate or otherwise provide assistance from time to time to any bona fide charitable, social, benevolent and other funds, body, society, trust, etc., as would be approved by the Board of Directors of the Company (hereinafter referred to as the 'Board', which term shall include any duly constituted committee(s) thereof or such other person(s) authorised by the Board), in any financial year, in one or more tranches, from time to time, notwithstanding that such amount in the financial year may exceed the limit of 5% of the average net profits for the three immediately preceding financial years of the Company;

RESOLVED FURTHER THAT the shareholders of the Company be and hereby approve the contribution of INR 50,00,000/- (Rupees Fifty Lakh only) proposed to be made to Central Hindu Military Education Society, a bona fide charitable society, for the purpose of promoting girls education in the financial year 2026-27;

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, matters and things as may be deemed necessary, desirable, proper or expedient for the purpose of giving effect to the aforesaid resolution and to authorise any of the directors and/or key managerial personnel and/or officers of the Company to take necessary actions on behalf of the Company in this regard."

By Order of the Board of Directors of
Tainwala Chemicals and Plastics (India) Limited

Divya Saboo
Company Secretary & Compliance Officer
Membership No. A72994

Place: Mumbai
Date: 05.08.2026

Registered Office:
"Tainwala House", Road No. 18, M.I.D.C., Marol,
Andheri (East), Mumbai - 400 093
CIN: L24100MH1985PLC037387
Tel: +91 22 6716 6100
Email: cs@tainwala.in
Website: www.tainwala.in

NOTES:

1. The Ministry of Corporate Affairs ("MCA") permitted holding of the AGM through VC/OAVM, without physical presence of the Members at a common venue. Accordingly, in compliance with the MCA Circulars, AGM of the Company is being held through VC/OAVM. The Registered Office of the Company shall be deemed to be the venue for the AGM. [General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013", General Circular Nos. 20/2020 dated May 5, 2020 and subsequent circulars issued in this regard, the latest being 03/2025 dated September 22, 2025, collectively referred to as "MCA Circulars"]

2. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("Act") setting out material facts concerning the business under Item No. 4 to 9 of the notice, is annexed hereto. Further, the relevant details with respect to Item No. 2, 4, 5, 6 and 7 pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of Director seeking appointment/re-appointment at this AGM are also annexed.

3. Notice of the AGM along with the Annual Report for FY 2025-26 is being sent by electronic mode to those members whose e-mail addresses are registered with the Company/ Depositories. Additionally, the Company will also send a letter to shareholders providing the web-link, including the exact path, where complete details of the Annual Report is available for accessing the Annual Report to those Members who have not registered their email address with the Company or RTA or Depositories. [Regulation 36(1) of the SEBI Listing Regulations].

4. Members whose e-mail address is not registered with the Company/ Depositories, can register the same by submitting a duly filled in 'E-Communication Registration Form', available on the website of the Company www.tainwala.in.

5. Members may note that the notice and Annual Report 2025-26 will also be available on the Company's website www.tainwala.in, websites of the Stock Exchanges i.e., BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, and on the website of MUFG Intime https://instavote.MUFG Intime.co.in.

6. Members attending the AGM through VC/OAVM shall be counted for the purpose of determining the quorum. [Section 103 of the Companies Act, 2013 ("Act")] 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 as on Friday, August 28, 2026 ("cut-off date") will be entitled to vote during the AGM.

7. Pursuant to the provisions of the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held through VC/OAVM, physical attendance of Members has been dispensed with.

Accordingly, the facility for appointment of proxy(ies) by the Members will not be available for this AGM and hence, the proxy form, attendance slip and route map of AGM are not annexed to this Notice.

8. Institutional shareholders/ corporate shareholders (i.e. other than individuals, HUFs, NRIs, etc.) are required to send a scanned copy (PDF/ JPG Format) of their respective Board or governing body Resolution/Authorization etc., authorizing their representative to attend the AGM through VC/OAVM on their behalf and to vote through remote e-voting. The said Resolution/Authorization shall be sent to the Company by e-mail on its registered e-mail address to cs@tainwala.in.

9. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/ mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, Bank details such as, name of the Bank and branch details, Bank Account Number, MICR code, IFSC code, etc.

a. **For shares held in electronic form:** to their Depository Participants (DPs);
b. **For shares held in physical form:** to the Company/RTA in prescribed Form ISR-1 and other forms pursuant to SEBI Master Circular No. SEBI/HO/MIRSD/SECFATF/P/ CIR/2023/169 dated October 12, 2023. To mitigate unintended challenges on account of freezing of folios, SEBI vide its Circular No. SEBI/HO/MIRSD/POD-1/P/ CIR/2023/181 dated November 17, 2023, has done away with the provision regarding freezing of folios not having PAN, KYC, and Nomination details.

10. Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022 had mandated the Listed Companies to issue securities in dematerialized form only while processing service requests viz. Issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/ exchange of securities certificate; endorsement; sub-division/ splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR – 4, the format of which is available on the website of the Company's RTA, MUFG Intime India Private Limited ("MUFG Intime") at MUFG Intime India Pvt Ltd. It may be noted that any service request can be processed only after the folio is KYC Compliant.

With effect from April 2, 2026, SEBI has dispensed with the requirement of issuance of a Letter of Confirmation (LOC) by the Company/RTA while processing service request. Accordingly, securities will be credited directly to the shareholder's demat account upon submission of valid demat account details along with the latest Client Master List. [SEBI Master Circular No. HO/38/13/(4)2026-MIRSD-POD/I/4298/2026 dated February 6, 2026]

SEBI has simplified the process and reduced the documentation requirements for issuance of duplicate share certificate. [SEBI Master Circular No. HO/38/13/(4)2026-MIRSD-POD/I/4298/2026 dated February 6, 2026]

Documents* for issuance of Duplicate Share Certificate		
Value up to ₹10,000	Value above ₹10,000 and up to ₹10 lakh	Value above ₹10 lakh
Undertaking on plain paper (no notarisation required)	Affidavit-cum-Indemnity bond on a non-judicial stamp paper of appropriate value	• Affidavit-cum-Indemnity bond on a non-judicial stamp paper of appropriate value • FIR/Police Complaint

*In addition to the aforesaid documents, please refer website of RTA at MUFG Intime for the requirement of other relevant documents

11. In terms of Regulation 40(1) of SEBI Listing Regulations, as amended from time to time, transfer, transmission and transposition of securities shall be affected only in dematerialized form. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialization, Members are advised to dematerialize the shares held by them in physical form. Members can contact the Company or MUFG Intime, for assistance in this regard.

12. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company or MUFG Intime, the details of such folios together with the share certificates along with the requisite KYC Documents for consolidating their holdings in one folio. Requests for consolidation of share certificates shall be processed in dematerialized form.

13. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. If a member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/ she may submit the same in Form ISR-3 or SH-14 as the case may be. The said forms can be downloaded from the website of the Company's RTA, MUFG Intime India Private Limited ("MUFG Intime") at www.in.mpms.mufg.com. Members are requested to submit the said details to their DP in case the shares are held by them in dematerialized form and to MUFG Intime in case the shares are held in physical form.

14. SEBI vide Circular Nos. SEBI/HO/OIAE/OIAE_IAD-1/P/ CIR/2023/131 dated July 31, 2023, and SEBI/HO/OIAE/ OIAE_IAD-1/P/CIR/2023/135 dated August 4, 2023, read with Master Circular No. SEBI/HO/ OIAE/OIAE_IAD-1/P/ CIR/2023/145 dated July 31, 2023 (updated as on August 11, 2023), has established a common Online Dispute Resolution Portal ("ODR Portal") for resolution of disputes arising in the Indian Securities Market.

Pursuant to above-mentioned circulars, post exhausting the option to resolve their grievances with the RTA/Company directly and through existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal (https://smartodr.in/login).

15. Members seeking any information/ having any questions with regard to the financial statements or any matter to be placed at the AGM, are requested to write to the Company on or before August 26, 2026 through e-mail on cs@tainwala.in. The same will be replied by the Company suitably.

16. Members attending the meeting through VC/OAVM shall be counted for the purpose of determining the quorum under Section 103 of the Act.

17. **Re-Lodgement of Physical Share Transfers:** Pursuant to the SEBI Circular dated January 30, 2026, the Company has enabled a special window to facilitate lodgement of transfer requests executed before April 1, 2019 but were either not lodged for transfer or were lodged and subsequently rejected, returned or not attended due to deficiency in the documents. Eligible Shareholders are encouraged to submit the requisite documents to the Company/RTA before February 4, 2027. Securities transferred through this mechanism shall be credited only in demat form and will remain under a one-year lock in, during which they cannot be transferred, lien marked or pledged. Shareholders eligible under this category are advised to take necessary action within the prescribed period. For further assistance, you may contact the **Company** on +91-7710013780/cs@tainwala.in or its **Registrar and Transfer Agent** on +91-2249186000/investor.helpdesk@in.mpms.mufg.com**.** The above information is also available on company website at: https://www.tainwala.in/investors_complaints.html

The Company has communicated this special window through newspaper advertisements which are available at https://www.tainwala.in/corporate_announcements.html

18. INSTRUCTIONS FOR E-VOTING AND JOINING THE AGM:

Voting Instructions to all the shareholders who desires to vote through remote E-voting & are eligible to vote are as follows:

i. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI Listing Regulations (as amended), and the Circulars issued by the MCA, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the ensuing 41st Annual General Meeting. For this purpose, the Company has entered into an agreement with MUFG Intime for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a Shareholder using remote e-voting system as well as e-voting on the day of the AGM will be provided by MUFG Intime.

ii. The remote e-voting period commences on Monday, August 31, 2026 at 9.00 a.m. (IST) and ends on Wednesday, September 2, 2026 at 5.00 p.m. (IST). The Members, whose names appear in the Register of Members/ Beneficial Owners as on the record date (cut-off date), i.e., Friday, August 28, 2026 may cast their vote electronically.

iii. The remote e-voting module shall be disabled by MUFG Intime for voting thereafter. Members have the option to cast their vote on any of the resolutions using the remote e-voting facility, either during the period commencing from Monday, August 31, 2026 to Wednesday, September 2, 2026, or e-voting during the AGM. Members who have voted on some of the resolutions during the said voting period are also eligible to vote on the remaining resolutions during the AGM.

iv. The Members who have cast their vote by remote e-voting prior to the AGM may also attend/ participate in the AGM through VC/OAVM but shall not be entitled to cast their vote on such resolution again.
    a. The Board of Directors has appointed Mr. Malay M. Shah (FCS 10867) of M/s. Malay Shah & Associates, Practicing Company Secretary (CP No. 12820), as a Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

v. The voting rights of members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date.

REMOTE E-VOTING INSTRUCTIONS FOR SHAREHOLDERS:

In terms of SEBI circular no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, 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 IS GIVEN BELOW:

1. INDIVIDUAL SHAREHOLDERS HOLDING SECURITIES IN DEMAT MODE WITH NSDL:

METHOD 1 - If registered with NSDL IDeAS facility

Users who have registered for NSDL IDeAS facility:

a) Visit URL: https://eservices.nsdl.com and click on “Beneficial Owner” icon under “IDeAS Login Section”.
b) Enter IDeAS User ID, Password, Verification code & click on “Log-in”.
c) 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.
d) 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.

OR

User not registered for IDeAS facility:

a) 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
b) Enter 8-character DP ID, 8-digit Client ID, Mobile no, Verification code & click on “Submit”.
c) Enter the last 4 digits of your bank account / generate ‘OTP’

d) Post successful registration, user will be provided with Login ID and password.

e) 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.

Google Play App Store

METHOD 2 - By directly visiting the e-voting website of NSDL:

a) Visit URL: https://www.evoting.nsdl.com/

b) Click on the "Login" tab available under 'Shareholder/Member' section.

c) Enter User ID (i.e., your sixteen-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen.

d) Post successful authentication, you will be re-directed to NSDL depository website wherein you can see "Access to e-voting".

e) Click on "MUFG INTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to MUFG Intime InstaVote website for casting the vote during the remote e-voting period.

METHOD 3 - NSDL OTP based login

a) Visit URL: https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp

b) Enter your 8-character DP ID, 8-digit Client Id, PAN, Verification code and generate OTP.

c) Enter the OTP received on your registered email ID/ mobile number and click on login.

d) 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.

e) 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.

2. INDIVIDUAL SHAREHOLDERS HOLDING SECURITIES IN DEMAT MODE WITH CDSL:

METHOD 1 – From Easi/Easiest

Users registered/ opted for Easi/Easiest

a) Visit URL: https://web.cdslindia.com/myeasitoken/Home/Login or www.cdslindia.com.

b) Click on "Login" and select "My Easi New (Token)".

c) Login with user id and password
d) After successful login, user will be able to see e-voting menu. The menu will have links of e-voting service providers i.e., MUFG INTIME, for voting during the remote e-voting period.
e) Click on "MUFG INTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to MUFG Intime InstaVote website for casting the vote during the remote e-voting period.

OR

Users not registered for Easi/Easiest

a) To register, visit URL:
https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration/
https://web.cdslindia.com/myeasitoken/Registration/EasiestRegistration
b) Proceed with updating the required fields.
c) Post registration, user will be provided Login ID and password.
d) After successful login, user able to see e-voting menu.
e) Click on "MUFG INTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to MUFG Intime InstaVote website for casting the vote during the remote e-voting period.

METHOD 2 - By directly visiting the e-voting website of CDSL.

a) Visit URL: https://www.cdslindia.com/
b) Go to e-voting tab.
c) 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, click on "MUFG INTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to MUFG Intime InstaVote website for casting the vote during the remote e-voting period.

3. 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, members shall navigate through "e-voting" tab under Stocks option.

c) Click on e-voting option, members will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-voting menu.

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.

4. LOGIN METHOD FOR INDIVIDUAL SHAREHOLDERS HOLDING SECURITIES IN PHYSICAL FORM/ NON-INDIVIDUAL SHAREHOLDERS HOLDING SECURITIES IN DEMAT MODE IS GIVEN BELOW:

Individual Shareholders of the company, holding shares in physical form / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register for e-Voting facility of MUFG Intime as under:

STEP 1: LOGIN / SIGNUP on InstaVote

Shareholders registered for INSTAVOTE facility:

1. Visit URL: https://instavote.linkintime.co.in & click on "Login" under 'SHARE HOLDER' tab.
2. Enter details as under:
   a. User ID: Enter User ID
   b. Password: Enter existing Password
   c. Enter Image Verification (CAPTCHA) Code
   d. Click "Submit".

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

Shareholders not registered for INSTAVOTE facility:

1. Visit URL: https://instavote.MUFG Intime.co.in

2. Click on **"Login"** under '**SHARE HOLDER'** tab and register with your following details:

   A. User ID:

   Shareholders holding shares in physical form shall provide Event No + Folio Number registered with the Company. Shareholders holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID; Shareholders holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID.

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

- **B.** **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.
- **C.** **DOB/DOI:** Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format)
- **D.** **Bank Account Number:** Enter your Bank Account Number (last four digits), as recorded with your DP/Company.

** Shareholders holding shares in **physical form** but have not recorded 'C' and 'D', shall provide their Folio number in 'D' above*

** Shareholders holding shares in **NSDL form**, shall provide 'D' above*

- **E.** 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).
- **F.** Click "confirm" (Your password is now generated).
- **G.** Click on 'Login' under '**SHARE HOLDER'** tab.
- **H.** Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on **'Submit'**

STEP 2: Steps to cast vote for Resolutions through InstaVote

1. After successful login, you will be able to see the notification for e-voting. Select **'View'** icon**.**
2. E-voting page will appear.
3. 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).
4. 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.

5. GUIDELINES FOR INSTITUTIONAL SHAREHOLDERS ("CORPORATE BODY/ CUSTODIAN/MUTUAL FUND"):

STEP 1 – Registration

a) Visit URL: https://instavote.linkintime.co.in
b) Click on Sign up under "Corporate Body/ Custodian/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.
e) Thereafter, Login credentials (User ID; Organisation ID; Password) will be sent to Primary contact person's email ID.
f) While first login, entity will be directed to change the password and login process is completed.

STEP 2 – Investor Mapping

a) Visit URL: https://instavote.linkintime.co.in and login with credentials.
b) Click on "Investor Mapping" tab under the Menu Section
c) Map the Investor with the following details:
   a. 'Investor ID' –
      i. *Members holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678*
      ii. *Members holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID.*
   b. Investor's Name - Enter full name of the entity.
   c. 'Investor PAN' - Enter your 10-digit PAN issued by Income Tax Department.
   d. 'Power of Attorney' - Attach Board resolution or Power of Attorney. File Name for the Board resolution/Power of Attorney shall be – DP ID and Client ID. Further, Custodians and Mutual Funds shall also upload specimen signature card.
d) Click on Submit button and investor will be mapped now.
e) 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, once remote e-voting is activated:

METHOD 1 - VOTES ENTRY

a) Visit URL: https://instavote.linkintime.co.in and login with credentials.
b) Click on 'Votes Entry' tab under the Menu section.
c) Enter Event No. for which you want to cast vote. Event No. will be available on the home page of Instavote before the start of remote evoting.
d) Enter "16-digit Demat Account No." for which you want to cast vote.
e) 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).
f) After selecting the desired option i.e., Favour / Against, click on 'Submit'.
g) 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).

OR

METHOD 2 - VOTES UPLOAD:

a) Visit URL: https://instavote.linkintime.co.in and login with credentials.
b) You will be able to see the notification for e-voting in inbox.
c) Select **'View'** icon for '**Company's Name / Event number '.** E-voting page will appear.
d) Download sample vote file from 'Download Sample Vote File' option.
e) Cast your vote by selecting your desired option 'Favour / Against' in excel and upload the same under 'Upload Vote File' option.
f) 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).

NOTE: **Non-Individual Body corporate shareholders** shall send a scanned copy of the board resolution authorising its representative to vote, to the scrutinizer at csmalayshah@gmail.com with a copy marked to RTA at enotices@in.mpms.mufg.com and the company at cs@tainwala.in.

6. HELPDESK:

Helpdesk for Individual shareholders holding securities in physical form/ Non-Individual Shareholders holding securities in demat mode:

Shareholders facing any technical issue in login may contact INSTAVOTE helpdesk by sending a request at enotices@MUFG Intime.co.in or contact on: - Tel: 022 – 4918 6000.

Helpdesk for 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 evoting@nsdl.co.in or call at : 022 - 4886 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 helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

7. FORGOT PASSWORD:

Individual shareholders holding securities in physical form has forgotten the password:

If an Individual shareholders holding securities in physical form has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on the e-Voting website of MUFG Intime: https://instavote.linkintime.co.in

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

In case shareholders is having 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 the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above. 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.*

User ID for Shareholders holding shares in Physical Form (i.e. Share Certificate): Your User ID is Event No + Folio Number registered with the Company

User ID for Shareholders holding shares in NSDL demat account is 8 Character DP ID followed by 8 Digit Client ID

User ID for Shareholders holding shares in CDSL demat account is 16 Digit Beneficiary ID.

Institutional shareholders ("Corporate Body/ Custodian/Mutual Fund") has forgotten the password:

If a Non-Individual Shareholders holding securities in demat mode has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on the e-Voting website of MUFG Intime: https://instavote.MUFG Intime.co.in

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

In case shareholders is having 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 the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above. 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:

Shareholders who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned 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".

19. PROCESS AND MANNER FOR ATTENDING THE ANNUAL GENERAL MEETING THROUGH INSTAMEET:

1. Open the internet browser and launch the URL: https://instameet.in.mpms.mufg.com/ & Click on **"Login".**

➢ Select the **"Company"** and **'Event Date'** and register with your following details: -

A. Demat Account No. or Folio No: Enter your 16 digit Demat Account No. or Folio No

- o Shareholders/ members holding shares in **CDSL demat account shall provide 16 Digit Beneficiary ID**
- o Shareholders/ members holding shares in **NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID**
- o Shareholders/ members holding shares in **physical form shall provide** Folio Number registered with the Company

B. PAN: Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.

C. **Mobile No.:** Enter your mobile number.

D. **Email ID:** Enter your email id, as recorded with your DP/Company.

➢ Click "Go to Meeting" (You are now registered for InstaMeet and your attendance is marked for the meeting).

Instructions for Shareholders/ Members to Speak during the General Meeting through InstaMeet:

1. Shareholders who would like to speak during the meeting must register their request with the company as a speaker by sending their request from their Registered Email address mentioning their Name, DP ID and client ID/ Folio Number, PAN, Mobile Number at cs@tainwala.in in advance on or before Wednesday, August 26, 2026.
2. Shareholders will get confirmation on first cum first basis depending upon the provision made by the Company.
3. Shareholders will receive "speaking serial number" once they mark attendance for the meeting.
4. Other shareholder may ask questions to the panelist, via active chat-board during the meeting.
5. Please remember speaking serial number and start your conversation with panelist by switching on video mode and audio of your device.

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

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

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

1. On the Shareholders VC page, click on the link for e-Voting "Cast your vote"
2. 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 and click on 'Submit'.
3. After successful login, you will see "Resolution Description" and against the same the option "Favour/ Against" for voting.
4. 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'.

5. 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.
6. 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.
- In case shareholders/ members have any queries regarding login/ e-voting, they may send an email to instameet@in.mpms.mufg.com or contact on: - Tel: 022-49186175.

By Order of the Board of Directors of
Tainwala Chemicals and Plastics (India) Limited

Divya Saboo
Company Secretary & Compliance Officer
Membership No. A72994

Place: Mumbai
Date: 05.08.2026

Registered Office:
"Tainwala House", Road No. 18, M.I.D.C., Marol,
Andheri (East), Mumbai - 400 093
CIN: L24100MH1985PLC037387
Tel: +91 22 6716 6100
Email: cs@tainwala.in
Website: www.tainwala.in

EXPLANATORY STATEMENT

(Pursuant to section 102 of the Companies Act, 2013)

As required under Section 102 of the Companies Act, 2013 (“Act”), the following explanatory statement sets out all material facts relating to the business mentioned under Item no. 3 to 9 of the accompanying Notice:

Item No. 3: To appoint Statutory Auditors of the Company

M/s. GMJ & Co, Chartered Accountants, Mumbai (FRN 103429W) were appointed as the Auditors of the Company at the Thirty Sixth Annual General Meeting (AGM) of the Company held on September 28, 2021 for the second term of five years to hold office till the conclusion of this AGM.

As per the provisions of Section 139 of the Act, no listed Company can appoint or re-appoint an audit firm as auditor for more than two terms of five consecutive years. In view of the above, GMJ & Co having completed their term as per the provisions of Section 139 of the Act.

After evaluating and considering various factors such as industry experience, competency of the audit team, efficiency in conduct of audit, independence, etc., the Board of Directors of the Company has, based on the recommendation of the Audit Committee, at its meeting held on August 5, 2026, proposed the Appointment of M/s. **SDBA & Co., Chartered Accountants**, (Firm Registration No.: 142004W), as the Statutory Auditors of the Company, for a term of five consecutive years from the conclusion of forty-first AGM till the conclusion of forty-sixth AGM of the Company to be held in the year 2031, at a remuneration as may be mutually agreed between the Board of Directors and Statutory Auditors.

M/s. SDBA & Co. is a partnership formed in the year 2016. Currently, it has its head office at Mumbai and has one branch at Udaipur. SDBA & Co. comprises of dedicated professionals possessing expertise across a wide spectrum of business needs. Having vast experience in the field of International Taxation, Accounting services, Tax Management, Auditing and Assurance, Financial Advisory, Corporate Laws and Corporate Advisory Services among others, they are committed to ensuring that their services are provided objectively, maintaining the highest ethical & professional standard with paramount emphasis on the interest of their clients. The firm believes in achieving stakeholders’ goals while ensuring strict compliance with the law as well as providing timely advice which helps businesses adapt to the dynamically changing regulatory environment.

M/s. SDBA & Co., Chartered Accountants have consented to their appointment as Statutory Auditors and have confirmed that if appointed, their appointment will be in accordance with Section 139 read with Section 141 of the Act.

The Board recommends the **Ordinary Resolution** as set out in Item No. 3 of this Notice for approval of the Members.

None of the Directors and/or Key Managerial Personnel of the Company and/or their relatives are concerned or interested, in the Resolution set out in Item No. 3 of this Notice.

Item No. 4: To consider and approve the appointment of Mr. Alpesh Jagdishbhai Nayak (DIN: 11848319) as a Non-Executive Independent Director:

The Nomination and Remuneration Committee ("NRC") and the Board of Directors of the Company at their respective meetings held on 5th August, 2026, evaluated the profile, qualifications, skills, and expertise of Mr. Alpesh Jagdishbhai Nayak (DIN: 11848319) and recommended his appointment directly as a Non-Executive Independent Director of the Company for approval by the Members at the Annual General Meeting, pursuant to the provisions of Sections Sections 149, 150 and 152 of the Act, read with the applicable rules made thereunder and Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), for a term of 5 (Five) consecutive years commencing from 3rd September, 2026 up to 2nd September, 2031, and he shall not be liable to retire by rotation.

Mr. Alpesh Jagdishbhai Nayak is not disqualified from being appointed as a Director in terms of Section 164 of the Act. The Company has received the requisite consent to act as a Director and a notice in writing from Mr. Alpesh Jagdishbhai Nayak proposing his candidature for the office of Director of the Company pursuant to Section 160 of the Act. The Company has also received a declaration from Mr. Alpesh Jagdishbhai Nayak confirming that he meets the criteria of independence as prescribed under Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations.

In the opinion of the Board, Mr. Alpesh Jagdishbhai Nayak fulfils the conditions specified under the Act, the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 16(1)(b) of the Listing Regulations for his appointment as an Independent Director.

Accordingly, The Board recommends the **Special Resolution** as set out in Item No. 4 of this Notice for approval of the Members.

Except Mr. Alpesh Jagdishbhai Nayak and his relatives, none of the Directors and/or Key Managerial Personnel of the Company and/or their relatives, are concerned or interested, financially or otherwise, in the Resolution set out in Item No. 4 of this Notice.

Item No. 5: To consider and approve Re-appointment of Mr. Ramesh Tainwala (DIN: 00234109) as Chairman and Managing Director:

Mr. Ramesh Tainwala (DIN: 00234109) was appointed as the Chairman and Managing Director of the Company for a period of five (5) years with effect from 9th August, 2022 to 8th August, 2027.

Considering the extensive experience, leadership qualities, industry expertise and significant contribution made by Mr. Ramesh Tainwala towards the growth and development of the Company, the Nomination and Remuneration Committee and the Board of Directors are of the view that his continued association as the Chairman and Managing Director would be of immense value to the Company.

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company, at its meeting held on 5th August, 2026, approved the re-appointment of Mr. Ramesh Tainwala (DIN: 00234109) as the Chairman and Managing Director of the Company for a further period of five (5) years, with effect from 9th August, 2027 up to 8th August, 2032 (both days inclusive), without any remuneration, subject to the approval of the Members and such other approvals, permissions and sanctions as may be required under applicable laws.

Pursuant to the provisions of Sections 196, 197, 203 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule V thereto and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, approval of the Members is being sought by way of a **Special Resolution** for the re-appointment of Mr. Ramesh Tainwala as the Chairman and Managing Director of the Company for the aforesaid term.

Mr. Ramesh Tainwala will attain the age of **70 (Seventy) years** on **8th September, 2029**, during the proposed tenure of his re-appointment. Accordingly, in terms of **Part I of Schedule V** to the Companies Act, 2013, approval of the Members by way of a Special Resolution is also being sought for his continuation as the Chairman and Managing Director of the Company after attaining the age of 70 years.

Justification for Continuation after Attaining 70 Years:

Mr. Ramesh Tainwala is a visionary leader with decades of rich, global experience in corporate management, strategic planning, and business development. His profound understanding of the industry, exceptional leadership qualities, and institutional knowledge has been instrumental in steering the growth trajectory of the Company. The Board is of the firm opinion that his continued guidance, mentorship, and active involvement as the Chairman and Managing Director are invaluable to the Company’s future strategic objectives. Therefore, it is in the best interest of the Company to continue his services for the full remainder of his 5-year tenure after he attains the age of 70 years.

Brief particulars of Mr. Ramesh Tainwala, as required under the Companies Act, 2013 and Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, are provided in the Annexure forming part of this Notice.

Except Mr. Ramesh Tainwala and Mr. Rakesh Dungarmal Tainwala, and their respective relatives to the extent of their shareholding interest, if any, none of the Directors, Key Managerial Personnel of the Company or their relatives is concerned or interested, financially or otherwise, in the Resolution set out at Item No. 5 of the accompanying Notice.

The Board recommends the Special Resolution set out at Item No. 5 of the Notice for approval of the Members.

Item No. 6: To consider and approve Re-appointment of Mr. Devendra Saligram Anand (DIN: 09686031) as an Independent Non-Executive Director

Mr. Devendra Saligram Anand (DIN: 09686031) was appointed as an Independent Director of the Company for a term of five (5) consecutive years commencing from 8th August, 2022 up to 7th August, 2027 (both days inclusive).

Considering his integrity, expertise, rich experience and valuable contribution to the deliberations and decision-making process of the Board and its Committees, the Nomination and Remuneration Committee and the Board of Directors are of the view that his continued association would be beneficial to the Company.

The Board is satisfied that Mr. Devendra Saligram Anand possesses the requisite skills, experience, expertise and knowledge and that his continued association as an Independent Director would be of immense benefit to the Company.

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company, at its meeting held on 5th August, 2026, approved the re-appointment of Mr. Devendra Saligram Anand as an Independent Director of the Company for a second term of five (5) consecutive years commencing from 8th August, 2027 up to 7th August, 2032 (both days inclusive), not liable to retire by rotation, subject to the approval of the Members by way of a Special Resolution.

Mr. Devendra Saligram Anand has furnished his consent to act as a Director of the Company and has confirmed that he is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013. The Company has also received a declaration from him confirming that he meets the criteria of independence as prescribed under Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In the opinion of the Board, Mr. Devendra Saligram Anand fulfils the conditions specified under the Companies Act, 2013, the Rules made thereunder and the SEBI Listing Regulations for re-appointment as an Independent Director of the Company and is independent of the management.

Brief particulars of Mr. Devendra Saligram Anand, as required under the Companies Act, 2013 and Regulation 36(3) of the SEBI Listing Regulations, are provided in the Annexure forming part of this Notice.

Except Mr. Devendra Saligram Anand and his relatives, none of the Directors, Key Managerial Personnel of the Company or their relatives is concerned or interested, financially or otherwise, in the Resolution set out at Item No. 6 of the accompanying Notice.

The Board recommends the Special Resolution set out at Item No. 6 of the Notice for approval of the Members.

Item No. 7: To consider and approve Re-appointment of Mr. Uday Ramniklal Mehta (DIN: 00569577) as an Independent Non-Executive Director.

Mr. Uday Ramniklal Mehta (DIN: 00569577) was appointed as an Independent Director of the Company for a term of five (5) consecutive years commencing from 8th August, 2022 up to 7th August, 2027 (both days inclusive).

Considering his integrity, expertise, rich experience and valuable contribution to the deliberations and decision-making process of the Board and its Committees, the Nomination and Remuneration Committee and the Board of Directors are of the view that his continued association would be beneficial to the Company.

The Board is satisfied that Mr. Uday Ramniklal Mehta possesses the requisite skills, experience, expertise and knowledge and that his continued association would contribute significantly to the governance and long-term growth of the Company.

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company, at its meeting held on 5th August, 2026, approved the re-appointment of Mr. Uday Ramniklal Mehta as an Independent Director of the Company for a second term of five (5) consecutive years commencing from 8th August, 2027 up to 7th August, 2032 (both days inclusive), not liable to retire by rotation, subject to the approval of the Members by way of a Special Resolution.

Mr. Uday Ramniklal Mehta has furnished his consent to act as a Director of the Company and has confirmed that he is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013. The Company has also received a declaration from him confirming that he meets the criteria of independence as prescribed under Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In the opinion of the Board, Mr. Uday Ramniklal Mehta fulfils the conditions specified under the Companies Act, 2013, the Rules made thereunder and the SEBI Listing Regulations for re-appointment as an Independent Director of the Company and is independent of the management.

Brief particulars of Mr. Uday Ramniklal Mehta, as required under the Companies Act, 2013 and Regulation 36(3) of the SEBI Listing Regulations, are provided in the Annexure forming part of this Notice.

Except Mr. Uday Ramniklal Mehta and his relatives, none of the Directors, Key Managerial Personnel of the Company or their relatives is concerned or interested, financially or otherwise, in the Resolution set out at Item No. 7 of the accompanying Notice.

The Board recommends the Special Resolution set out at Item No. 7 of the Notice for approval of the Members.

Item No. 8: To approve material related party transaction(s) with Abhishri Packaging Private Limited

Pursuant to Regulation 23 of SEBI Listing Regulations, the threshold limit for determination of material related party transactions is the lower of INR 1,000 crore (Rupees One thousand crore) or 10% (ten percent) of the annual consolidated turnover of the listed entity as per the last audited financial statements of the listed entity and such material related party transactions exceeding the limits, would require prior approval of Members by means of an Ordinary Resolution.

Abhishri Packaging Private Limited (APPL) is a Related Party of the Company within the meaning of Section 2(76) of the Companies Act, 2013 and Regulation 2(1)(zb) of the Listing Regulations.

The Company is proposing to enter into certain business transactions with APPL during financial year 2026-27. The nature of transactions will be in the form of Purchase and Sale of Goods and Services and Leasing of Property from/ to APPL.

In view of the changes in the threshold for determining the related party transactions that require prior shareholder approval and to facilitate seamless contracting and rendering/ availing of product and services between the Company and "related parties", the Company seeks the approval of the shareholders to approve entering into contracts/ arrangements within the thresholds and conditions mentioned in the resolution.

Details of Material RPTs provided in line with requirements of the Companies Act, 2013 and the SEBI (LODR) Regulations, 2015 are as follows:

S. No.	Particulars	Details
a.	Type, material terms and particulars of the proposed transaction;	Purchase and Sale of Goods & Services; Leasing of Property in the ordinary course of business and at arm's length basis.
b.	Name of the related party and its relationship with the listed entity or its subsidiary, including nature of its concern or interest (financial or otherwise);	Abhishri Packaging Private Limited Relationship: A Private Company in which a Director and his relatives are Director and/ or Member

		Name of the Director or KMP who is related, if any, and the nature of their relationship: Mr. Rakesh Dungarmal Tainwala Mr. Ramesh Tainwala
c.	Tenure of the proposed transaction (particular tenure shall be specified);	1 (One) year
d.	Value of the proposed transaction;	Transactions in the normal course of business with terms and conditions that are generally prevalent in the industry segments that the Company operates in Monetary value of transactions with a single related party subject to a maximum of ***INR 5 Crores*** per annum through contracts/ arrangements which are entered
e.	The percentage of the listed entity's annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction (and for a RPT involving a subsidiary, such percentage calculated on the basis of the subsidiary's annual turnover on a standalone basis shall be additionally provided);	28.03%
f.	If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary: i. details of the source of funds in connection with the proposed transaction; ii. where any financial indebtedness is incurred to make or give loans, interoperate deposits, advances or investments, nature of indebtedness; cost of funds; and tenure; iii. applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security; and iv. the purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT.	Not Applicable

g.	Justification as to why the RPT is in the interest of the listed entity;	During the course of purchase/ selling of Goods, obtaining/ rendering services, the Company also leverages niche skills, capabilities and resources of entities within the group. These transactions aim at providing enhanced level of user experience to the end-consumers of products and provide the entities within the group cutting edge technologies to sustain and grow their business
h.	A copy of the valuation or other external party report, if any such report has been relied Upon;	Not Applicable
i.	Percentage of the counter-party's annual consolidated turnover that is represented by the value of the proposed RPT on a voluntary basis;	Not Applicable
j.	Any other information that may be relevant.	All important information forms part of the statement setting out material facts, pursuant to Section 102(1) of the Act, forming part of this Notice.

The material related party transactions as set out in Item No. 8 of this Notice have been unanimously approved by the Independent Directors in the Audit Committee Meeting.

Approval of Members sought for the material related party transactions as given in Item Nos. 8, shall be valid up to the date of next AGM. Basis the consideration and approval of the Audit Committee, the Board recommends the **Ordinary Resolution** as set out in Item No. 8 of this Notice for approval of the Members.

Except Mr. Ramesh Tainwala, Rakesh Dungarmal Tainwala and their relatives, none of the Directors, Key Managerial Personnel of the Company or their relatives is concerned or interested, financially or otherwise, in the Resolution set out at Item No. 8 of the accompanying Notice.

The Members may note that as per the provisions of the SEBI Listing Regulations, all related parties (whether such related party is a party to the above-mentioned transactions or not), shall not vote to approve the Resolutions as set out in Item Nos. 8.

Item No. 9: To contribute to bona fide and charitable funds in terms of section 181 of the Companies Act, 2013

In terms of the provisions of Section 181 of the Companies Act, 2013, any amount contributed to any charitable and other funds in excess of 5% of the Company's average net profits during the three immediately preceding financial years requires prior approval of the Members of the Company. Therefore, approval of the Members of the Company is sought as an enabling authorization, for making donation/contribution to charitable, social, benevolent and other funds, body, society, trust, etc., pursuant to Section 181 of the Companies Act, 2013, enabling the Board of Directors (including any committee thereof) to contribute, donate, subscribe or otherwise provide assistance from time to time to any bona fide charitable, social, benevolent and other funds, body, university, institute, society, trust, etc. for charitable and other purposes for the welfare of the society at large including its employees and other stakeholders, notwithstanding that such amount in any financial year may exceed the limit of 5% of the average net profits for the three immediately preceding financial years of the Company.

As per the provisions of Section 181 of the Companies Act 2013, Shareholders permission is required in general meeting for the purpose of compliance and therefore, the amount INR 50,00,000/- (Rupees Fifty Lakhs only) is proposed to be contributed to Central Hindu Military Education Society, C/o Bhonsala Bhawan, Dr. Moonje Marg, Rambhoomi, Nashik - 422005, to be approved by the Shareholders of the Company and compliance.

The Board at its meeting held on 5th August 2026, based on recommendation of the Audit Committee decided to contribute an amount not exceeding INR 50,00,000/- (Rupees Fifty Lakhs only) to Central Hindu Military Education Society, a bona fide charitable society, during the financial year 2026-27.

The Board recommends the **Special Resolution** as set out in Item No. 9 of this Notice for approval of the Members.

None of the Directors and/or Key Managerial Personnel of the Company and/or their relatives are concerned or interested, in the Resolution set out in Item No. 9 of this Notice.

By Order of the Board of Directors of
Tainwala Chemicals and Plastics (India) Limited

Divya Saboo
Company Secretary & Compliance Officer
Membership No. A72994

Place: Mumbai
Date: 05.08.2026

Registered Office:
"Tainwala House", Road No. 18, M.I.D.C., Marol,
Andheri (East), Mumbai - 400 093
CIN: L24100MH1985PLC037387
Tel: +91 22 6716 6100
Email: cs@tainwala.in
Website: www.tainwala.in

Details of Directors seeking appointment/re-appointment at the Annual General Meeting for Item Nos.: 2, 4, 5, 6 and 7

(In pursuance of Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard - 2 on General Meetings)

Name of the Director	**Mr. Rakesh Dungarmal Tainwala**	**Mr. Ramesh Tainwala**
DIN	00237671	00234109
Date of Birth and Age	May 5, 1968 (58 years)	September 8, 1959 (67 years)
Date of Appointment on the Board	June 20, 1992	August 9, 2022
Qualifications	B. Tech in Computer Engineering from Manipal Institute of Technology (MIT).	Graduated from BITS Pilani
Brief Profile and Expertise	Possesses extensive experience in the plastics processing and manufacturing industry and has been associated with the Tainwala Group for several decades. He has significant expertise in business management, strategic planning and operational administration.	Possesses rich experience in business management, entrepreneurship, strategic leadership and corporate administration. He has been associated with various business ventures across diverse sectors and has been serving as the Chairman & Managing Director of the Company since August 9, 2022.
Terms and Conditions of appointment/ re-appointment	Re-appointment in terms of section 152 (6) of the Companies Act, 2013. He was appointed as a Non-Executive Non-Independent Director with effect from August 8, 2022.	Proposed to be re-appointed as Chairman & Managing Director pursuant to Sections 196, 197, 198, 203 and other applicable provisions of the Companies Act, 2013 read with Schedule V thereto.
Number of Board meeting attended during the year (FY 2025-26)	4 (Four) of 4	4 (Four) of 4

Directorships held in other Companies (excluding Foreign Companies)	1. Abhishri Techno Plast Private Limited 2. Geotech Industries Private Limited 3. Abhishri Packaging Private Limited 4. Instape Synergies Private Limited 5. JVPD One Private Limited 6. Eruna Technologies India Private Limited	1. Keystone Realtors Limited 2. Planet Retail Holdings Private Limited 3. Samsonite South Asia Private Limited 4. Wacoal India Private Limited 5. Tainwala Holdings Private Limited 6. EERGIC Foundation 7. Periwinkle Fashions Private Limited 8. OCM Private Limited 9. Real Gem Buildtech Private Limited
Listed Entities from which he has resigned as Director in past 3 years	Nil	Nil
Memberships/ Chairmanships in Audit/ Stakeholder Committee of other Companies	Nil	**Keystone Realtors Limited** **Member** Audit Committee Member and Risk Management Committee **Chairperson** Stakeholders Relationship Committee and Nomination and Remuneration Committee
Number of Equity Shares held in the Company	5,86,464 (Inter-Se Transfer from Mr. Rajkumar Dungarmal Tainwala on June 3, 2026)	29,31,961
Disclosure of relationship Between Directors and Key Managerial Personnel, inter-se	Brother of Mr. Ramesh Tainwala, Chairman & Managing Director of the Company	Brother of Mr. Rakesh Dungarmal Tainwala, Non-Executive Non-Independent Director of the Company
Details of Remuneration last drawn	Nil	Nil
Details of Remuneration sought to be Paid	Nil	Nil

Name of the Director	**Mr. Alpesh Jagdishbhai Nayak**	**Mr. Devendra Saligram Anand**	**Mr. Uday Ramniklal Mehta**
DIN	11848319	09686031	00569577
Date of Birth and Age	June 3, 1978 (48 years)	May 22, 1960 (66 years)	July 2, 1959 (67 years)
Date of Appointment on the Board	--	August 8, 2022	August 8, 2022
Qualifications	Diploma	B. Com	B. Com
Brief Profile and Expertise	He is a Plastic Engineer with experience in the plastic and stationery industry. His areas of expertise include business operations, management and industry-related functions.	Possesses over 40 years of experience in the writing instruments industry. His expertise includes manufacturing, international business development, strategic management and export operations.	Possesses over four decades of experience in business management and commercial operations with expertise in finance, administration and strategic business planning.
Terms and Conditions of appointment/ re-appointment	Appointment as an Independent Director pursuant to Sections 149, 150, 152 and other applicable provisions of the Companies Act, 2013 read with Schedule IV thereto and the SEBI Listing Regulations, not liable to retire by rotation.	Re-appointment as an Independent Director pursuant to Sections 149, 150, 152 and other applicable provisions of the Companies Act, 2013 read with Schedule IV thereto and the SEBI Listing Regulations, not liable to retire by rotation.	Re-appointment as an Independent Director pursuant to Sections 149, 150, 152 and other applicable provisions of the Companies Act, 2013 read with Schedule IV thereto and the SEBI Listing Regulations, not liable to retire by rotation.

Number of Board meeting attended during the year (FY 2025-26)	Not Applicable	4 (Four) of 4	3 (Three) of 4
Directorships held in other Companies (excluding Foreign Companies)	Nil	Digno Pens and Stationery Private Limited	1. Ebullient Packaging Private Limited 2. Landmark Industrial Constructions Private Limited 3. Unovel Industries Private Limited
Listed Entities from which he/ ~~she~~ has resigned as Director in past 3 years	Nil	Nil	Nil
Memberships/ Chairmanships of committees of other Companies	Nil	Nil	Nil
Number of Equity Shares held in the Company	Nil	Nil	Nil
Disclosure of relationship Between Directors and Key Managerial Personnel, inter-se	Not related to any Director/KMP.	Not related to any Director/KMP.	Not related to any Director/KMP.
Details of Remuneration last drawn (FY 2025-26)	Nil	Nil	Nil
Details of Remuneration sought to be Paid	Sitting fees as approved by the Board from time to time.	Sitting fees as approved by the Board from time to time.	Sitting fees as approved by the Board from time to time.