August 29, 2026

To,

National Stock Exchange of India Ltd.
Exchange Plaza, 5th Floor,
Plot No. C-1, Block G,
Bandra – Kurla Complex,
Bandra (East), Mumbai – 400 051
Symbol: TPLPLASTEH

BSE Limited
1st Floor, New Trading Ring,
Rotunda Building,
P.J. Towers, Dalal Street,
Fort, Mumbai – 400 001
Scrip Code: 526582

Dear Sir/Madam,

Sub: Notice of the 33rd Annual General Meeting

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith Notice of the 33rd Annual General Meeting of the Company to be held on **Tuesday, September 22, 2026 at 12:00 Noon** through Video Conferencing (VC)/Other Audio Visual Means (OAVM), which is being dispatched to the shareholders of the Company.

Brief details of the 33rd Annual General Meeting of the Company is as under:

Benpos date for Sending Notice	Friday, August 14, 2026
Cut-off date for e-voting	Tuesday, September 15, 2026
Record date for Dividend	Tuesday, September 15, 2026
E-voting service provider	MUFG Intime India Private Limited (InstaVote)
Remote e-voting start date	Thursday, September 17, 2026
Remote e-voting start time	09:00 a.m.
Remote e-voting end date	Monday, September 21, 2026
Remote e-voting end time	05:00 p.m.
Date of AGM	Tuesday, September 22, 2026
AGM Time	12:00 Noon

The Notice of the AGM is also available on the Company's website and can be accessed at https://www.tplplastech.in/annual-general-meeting.html

You are requested to kindly take the above information on your record.

Thanking You,

For TPL Plastech Limited

HEMANT KUMAR SONI

Digitally signed by HEMANT KUMAR SONI
Date: 2026.08.29 18:45:37 +05'30'

Hemant Soni
VP-Legal & Company Secretary & Compliance Officer

TPL Plastech Ltd.

Registered Office : 102, 1st Floor, Centre Point, Somnath Daman Road, Somnath, Dabhel, Nani Daman, Daman - 396 210 • **CIN :** L25209DD1992PLC004656

Corporate Office : 203, Centre Point, J. B. Nagar, Andheri - Kurla Road, Near J. B. Nagar Chakala Metro Station, Andheri East, Mumbai - 400 059 • Tel : 022- 6852 4200 • E-mail : info@tplplastech.in • Website : www.tplplastech.in

NOTICE

NOTICE is hereby given that the **Thirty-Third Annual General Meeting of the Members** of **TPL PLASTECH LIMITED** will be held on Tuesday, 22nd September, 2026 at 12:00 Noon, through Video Conferencing (VC)/Other Audio Visual Means (OAVM) to transact the following businesses:

ORDINARY BUSINESS:

1. **Adoption of Audited Financial Statements**

   To receive, consider and adopt the Audited (Standalone and Consolidated) Financial Statements of the Company for the financial year ended 31st March 2026, including the Audited Balance Sheet as of 31st March, 2026, the Statement of Profit & loss and Cash Flow Statement for the year ended as on that date and the Report of the Board of Directors and Auditors thereon.

2. **Declaration of Dividend**

   To declare a dividend on the Equity Shares of the Company for the financial year ended 31st March, 2026 and in this regard, pass the following resolution as an **Ordinary Resolution:**

   "RESOLVED THAT a dividend at the rate of ₹ 1.30/- (65%) per equity share on the face value of ₹ 2/- each be and is hereby declared for the financial year ended 31st March, 2026 and the same be paid as recommended by the Board of Directors of the Company, out of the profits of the Company for the financial year ended 31st March, 2026."

3. **Appointment of Director retiring by rotation**

   To appoint a Director in place of Mr. Mangesh Sarfare (DIN: 07793543), who retires by rotation 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. Mangesh Sarfare (DIN: 07793543), who retires by rotation at this meeting and being eligible, offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company."

SPECIAL BUSINESS:

4. **Appointment of Mr. Pradip Kumar Das (DIN: 06593113) as an Independent Director of the Company**

   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 all other applicable provisions, if any, of the Companies Act, 2013 ("Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 ("Rules") (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as amended and the Articles of Association of the Company, the appointment of Mr. Pradip Kumar Das (DIN: 06593113), who was appointed as an Additional Director designated as Non-Executive, Independent Director of the Company w.e.f. 04th August, 2026 by the Board of Directors of the Company on the recommendation of Nomination and Remuneration Committee, pursuant to Section 161(1) of the Companies Act, 2013 and being eligible for appointment has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act read with the rules framed thereunder and Regulation 16(1)(b) of SEBI Listing Regulations and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for the first term of 5 (five) consecutive years with effect from 04th August, 2026 to 03rd August, 2031, be and is hereby approved.

   RESOLVED FURTHER THAT the Board of Directors be and are hereby authorised to take all such steps as may be necessary and to do all such acts, deeds, matters and things, which are necessary, proper, expedient and incidental for giving effect to this resolution."

5. **To approve Material Related Party Transaction(s) with Time Technoplast Limited, the Holding Company**

To consider and, if thought fit, to pass the following Resolution as an **Ordinary Resolution:**

"RESOLVED THAT pursuant to regulation(s) 23(4), 2(1)(zc) and other applicable regulation, if any of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'SEBI Listing Regulations'), Section 188 and other applicable provisions of the Companies Act, 2013 (the 'Act'), read with relevant rules made thereunder (including any amendments, statutory modifications and/or re-enactments thereof for the time being in force) read with the Company's Policy on Related Party Transaction(s), and on the basis of the approval of the Audit Committee and the Board of Directors of the Company, the consent of the Members be and is hereby accorded to enter into and/or continue the 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 Time Technoplast Limited, a Listed Holding Company and accordingly a Related Party of the Company under Regulation 2(1)(zb) of SEBI Listing Regulations, as per the details as specifically set out in item no. 5 of the explanatory statement annexed to this notice, subject to such contract(s)/arrangement(s)/transaction(s) being carried out at arm's length basis and in the ordinary course of business.

RESOLVED FURTHER THAT the Board, be and is hereby authorised, to do and perform all such acts, deeds, matters and things, as may be necessary, including finalising the terms and conditions, methods and modes in respect thereof and finalising and executing necessary documents, including contract(s), scheme(s), agreement(s) and such other documents, as applicable, in this regard and deal with any matters, take necessary steps as the Board may, in its absolute discretion deem necessary, desirable or expedient, to give effect to this resolution and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the Members or otherwise to the end and intent 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 Company Secretary or any other Officer(s), as 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, or any person so authorized by the Board, in connection with any matter referred to or contemplated in any of the foregoing resolutions, be and are hereby approved, ratified and confirmed in all respects."

6. **To approve Material Related Party Transaction(s) with Avion Exim Private Limited, the Related Party**

To consider and, if thought fit, to pass the following Resolution as an **Ordinary Resolution:**

"RESOLVED THAT pursuant to regulation(s) 23(4), 2(1)(zc) and other applicable regulation, if any of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'SEBI Listing Regulations'), Section 188 and other applicable provisions of the Companies Act, 2013 (the 'Act'), read with relevant rules made thereunder (including any amendments, statutory modifications and/or re-enactments thereof for the time being in force) read with the Company's Policy on Related Party Transaction(s), and on the basis of the approval of the Audit Committee and the Board of Directors of the Company, the approval of the Members be and is hereby accorded to enter into and/or continue the 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 Avion Exim Private Limited, a Related Party of the Company under Regulation 2(1)(zb) of SEBI Listing Regulations, as as per the details as specifically set out in item no. 6 of the explanatory statement annexed to this notice, subject to such contract(s)/arrangement(s)/transaction(s) being carried out at arm's length basis and in the ordinary course of business.

RESOLVED FURTHER THAT the Board, be and is hereby authorised, to do and perform all such acts, deeds, matters and things, as may be necessary, including finalising the terms and conditions, methods and modes in respect thereof and finalising and executing necessary documents, including contract(s), scheme(s), agreement(s) and such other documents, as applicable, in this regard and deal with any matters, take necessary steps as the Board may, in its absolute discretion deem necessary, desirable or expedient, to give effect to this resolution and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the Members or otherwise to the end and intent 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 Company Secretary or any other Officer(s), as 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, or any person so authorized by the Board, in connection with any matter referred to or contemplated in any of the foregoing resolutions, be and are hereby approved, ratified and confirmed in all respects."

By Order of the Board
For TPL Plastech Limited

Hemant Soni
VP-Legal & Company Secretary & Compliance Officer

Registered Office:
102, 1st Floor, Centre Point,
Somnath Daman Road,
Somnath, Dabhel, Nani Daman,
Dadra and Nagar Haveli and Daman and Diu,
(U.T.) – 396210
CIN: L25209DD1992PLC004656

Place: Mumbai
Date: 04th August, 2026

Notes

1. The Ministry of Corporate Affairs (MCA), vide its General Circular No. 20/2020 dated 5th May, 2020 read with the subsequent circulars issued from time to time, the latest one being General Circular No. 03/2025 dated 22nd September, 2025 (MCA Circulars), has allowed the Companies to conduct the Annual General Meeting (AGM) through Video Conferencing (VC) or Other Audio-Visual Means (OAVM) until further notice. In compliance with the provisions of the Companies Act, 2013 (the Act), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, (SEBI Listing Regulations) and MCA Circulars, the Thirty-Third AGM of the Company shall be conducted through VC/OAVM, which does not require the physical presence of members at a common venue.

2. Pursuant to the provisions of the Act, 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 the AGM shall be conducted through VC/OAVM physical attendance of Members has been dispensed with. Accordingly the facility for appointment of Proxies by the Members will not be available for this AGM and hence the Proxy Form, Attendance Slip and Route Map for the AGM are not annexed to this Notice.

3. Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

4. Members under the category of Institutional Investors are encouraged to attend and vote at the AGM through VC/OAVM. Corporate members intending to authorize their representatives to participate and vote at the Meeting are requested to mail to investors@tnpl.net.in, a scanned copy (PDF/JPEG format) of the Board Resolution authorizing their representatives to attend and vote at the AGM, pursuant to Section 113 of the Act.

5. The Board of Directors has recommended a dividend on the equity shares for the financial year ended 31st March, 2026. If the dividend is approved by the Members at the ensuing Thirty-Third Annual General Meeting (AGM), it will be paid or dispatched by the Company through the permitted modes on or after Wednesday, 23rd September, 2026.

   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 Tuesday, 15th September, 2026, as detailed below:

   (a) In respect of shares held in dematerialised form – To all Beneficial Owners whose names appear in the list furnished by National Securities Depository Limited and Central Depository Services (India) Limited, as at the close of business hours on Tuesday, 15th September, 2026.

   (b) In respect of shares held in physical form – To all Members whose names appear in the Register of Members of the Company as at the close of business hours on Tuesday, 15th September, 2026, after giving effect to any valid transmission or transposition requests lodged with the Company or its Registrar and Transfer Agent on or before the said date.

6. In accordance with Regulation 40 of the SEBI Listing Regulations, as amended, any new transfer, transmission or transposition requests for securities shall be processed in demat/electronic form only. Members holding shares of the Company in physical form are requested to kindly get their shares converted into demat/electronic form to get inherent benefits of dematerialisation.

7. The Registrar and Transfer Agent of the Company is MUFG Intime India Private Limited (formerly known as Link Intime India Private Limited). The e-mail address of the RTA is investor.helpdesk@in.mpms.mufg.com.

8. Members may please note that listed companies are mandated to issue securities in dematerialised form only while processing any 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/ISR-5 (for transmission), the format of which is available on the Company's website at https://www.tplplastech.in/others.html. It may be noted that any service request or complaint can be processed only after the folio is KYC compliant. Members holding shares in physical form may raise a service request at investor.helpdesk@in.mpms.mufg.com for any assistance relating to the shares of the Company.

9. To support the **"Green Initiative",** Members who have not registered their email addresses are requested to register the same with the Company's Registrar and Share Transfer Agent/their Depository Participants, in respect of shares held in physical/electronic mode, respectively.

10. 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., to their Depository Participant in case the shares are held in electronic form or to MUFG Intime India Private Limited, in case the shares are held in physical form.

11. Pursuant to SEBI Master Circular No. HO/38/13/(4)2026-MIRSD-POD/I/4298/2026 dated 6th February, 2026 issued to the Registrar and Transfer Agents, read with other related SEBI Circulars and Regulation 12 of the SEBI Listing Regulations, SEBI has mandated that dividend to the shareholders holding shares in physical mode shall be paid only through electronic mode. Such payment to the eligible shareholders holding physical shares shall be made only after they have furnished their PAN, Contact Details (Postal Address with PIN and Mobile Number), Bank Account Details, Specimen Signature, etc., for their corresponding physical folios with the Company or its RTA.

    To receive the dividend on time, Members holding shares in physical form should be KYC compliant and receive the dividends directly in their bank accounts through Electronic Clearing Service or any other means. Members are requested to refer to detailed process by accessing the link on https://in.mpms.mufg.com/home-KYC.html and proceed accordingly. The Investor Service Request Forms (ISR) are available at RTA's website at https://in.mpms.mufg.com/ →**Resources** →**Downloads** →**KYC Formats for KYC.**

    Communication in this regard has been sent to all physical holders whose folios are not KYC compliant at the latest available address. Members are once again requested to update their KYC details by submitting the Investor Service Request (ISR) Forms, viz. ISR-1, ISR-2, ISR-3/SH-13, as applicable, duly complete and signed by the registered holder(s) to the Company's RTA, on or before Monday, 31st August, 2026 so that the KYC details can be updated in the folios before the cut-off date of Monday, 14th September, 2026. ISR Forms can be accessed from our website at http://www.tplplastech.in

12. Members are requested to note that dividends, if not encashed for a period of 7 (seven) years from the date of transfer of unclaimed dividend to the Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection Fund ('IEPF') established by the Central Government 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. The shares in respect of which dividend remains unclaimed for 7 (seven) consecutive years are also liable to be transferred to the demat account of the IEPF Authority. In view of this, Members/Claimants are requested to claim their unclaimed dividends from the Company within the stipulated timeline.

    The Members whose unclaimed dividends and/or shares have been transferred to IEPF may write to the Company/RTA and submit the required documents for issue of Entitlement Letter. The Members may then make an application to the IEPF Authority in web Form IEPF-5 (available on www.iepf.gov.in) by attaching the Entitlement Letter and other documents.

    The attention of Members is particularly drawn to the Corporate Governance Report forming part of the Annual Report, in respect of unclaimed dividends and transfer of dividends/shares to the IEPF. Further, the Company is sending request letters to eligible shareholders whose dividend remains unclaimed and whose shares are eligible for transfer to IEPF Authority during Financial Year 2025-26, requesting them to claim their dividends from the Company. Members who have not yet encashed the dividend warrants, from the Financial Year ended 31st March, 2019 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: TPL Plastech Limited
C-101, 247 Park, L.B.S Marg,
Vikhroli (West), Mumbai – 400083

13. As per the provisions of Section 72 of the Act, read with SEBI Master Circular dated 06th February, 2026 issued to the Registrar and Transfer Agents, the facility for making nomination is available to the Members in respect of the shares held by them. Members who have not yet registered their nominations 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, the Member may submit the requisite application in Form ISR-3 or Form SH-14, as the case may be. The said forms can be downloaded from the Company's website at https://www.tplplastech.in/others.html. Members are requested to submit the said form to their Depository Participants in case the shares are held in electronic form and to the RTA at investor.helpdesk@in.mpms.mufg.com in case the shares are held in physical form, quoting their folio no(s).

14. 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. Tuesday 22nd, September, 2026.

    Members seeking to inspect such documents are requested to send an email to investors@tnpl.net.in. Inspection shall be provided at a mutually convenient time.

15. Members are requested to register their e-mail address with the Company/Registrar & Transfer Agents so as to receive Annual Report and other communication electronically.

16. In accordance with the aforesaid MCA Circulars and the SEBI Listing Regulations, the Notice of the AGM along with the Annual Report for FY 2025-26 are being sent ONLY through electronic mode to those Members whose e-mail addresses are registered with the Company/ Registrar and Transfer Agent ('RTA')/Depositories/ Depository Participants and a letter will be sent by the Company providing the web-link, including the exact path where complete details of the Annual Report is available, to those shareholder(s) who have not so registered their e-mail addresses. The Company shall send physical copy of the Annual Report to those Members who request for the same at investors@tnpl.net.in. The Notice convening the 33rd AGM along with the Annual Report is also available on the website of the Company at www.tplplastech.in/ and websites of the Stock Exchanges where the securities of the Company are listed, i.e. BSE Limited and the National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively.

    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.

17. The Company is required to deduct TDS from dividend paid to the Members at rates prescribed in the Income Tax Act, 2025 ('IT Act'). The Members are requested to update their Residential Status, PAN and Category with the Depository Participants ('DPs') (if shares held in dematerialised form) and the Company/ RTA (if shares are held in physical form).

    A Resident individual shareholder with PAN and who is not liable to pay income tax can submit a yearly declaration in Form No. 121 (which has replaced the earlier Forms 15G and 15H) or Lower Withholding Certificate (if obtained from the Tax department), to avail the benefit of non-deduction/lower deduction of tax at source by writing an email to investor.helpdesk@in.mpms.mufg.com on or before 11:59 p.m. IST on Monday 14th September, 2026. 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 the 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 41 (erstwhile Form 10F), and any other document which may be required to avail the tax treaty benefits, by sending an email to investor.helpdesk@in.mpms.mufg.com. The aforesaid declarations and documents need to be submitted by the shareholders by 11:59 p.m. IST on Monday, 14th September, 2026.

TRC needs to be obtained by the shareholder from the Tax Department of their country of residence. Non-resident shareholders shall also furnish the lower/nil withholding certificate, if obtained from the Tax Department.

18. RTA has implemented below investor initiatives as part of their continuous endeavour to enhance investor servicing:

    'SWAYAM' is a secure, user-friendly web-based application, that empowers investors to effortlessly access various services. Investors are requested to get registered on this application which can be accessed at https://swayam.in.mpms.mufg.com/

    'iDIA' is a Chatbot that utilizes conversational technology to provide investors with a round-theclock intuitive platform to ask questions and get information about queries. Investors may talk to iDIA by visiting RTA's website at https://in.mpms.mufg.com/home-KYC.html

    FAQs –The FAQ section on the RTA's website has very detailed answers to probable investor queries. Please visit . to find answers to your queries related to securities.

    Tax Exemption Form submission – You can submit your tax exemption forms (Form No. 121 / Form 41) through online services on RTA's website. Please visit https://web.in.mpms.mufg.com/formsreg/submission-of-Form-121-41.html

19. Special window for re-lodgement of physical share transfer requests: Pursuant to SEBI Circulars dated 2nd July, 2025 and 6th January, 2026 read with SEBI Master Circular issued to RTAs dated February 6, 2026, Members who had submitted transfer deeds for physical shares before April 1, 2019, and whose requests were rejected, returned, or remained unprocessed due to deficiencies, have been provided a special re-lodgement window till February 4, 2027, to re-lodge the transfer requests.

    Transfers would be approved if all the requisite documents are in place. Transfer of shares under this window will be credited only in dematerialised form and will carry a one-year lock in period from the date of transfer registration. Members are requested to contact the Company or the RTA for assistance in this regard.

20. Simplification of Procedure for Issuance of Duplicate Share Certificates the SEBI Circular dated 24th December, 2025 has simplified the framework for issuance of duplicate share certificates and related procedures. The documentation requirements have been standardized as below:

    i) Value Up to ₹ 10,000: Undertaking on plain paper (no notarization required)

    ii) Value Above ₹ 10,000 and up to ₹ 10 lakh: Single Affidavit-cum-Indemnity Bond

    iii) Value Above ₹ 10 lakh: Affidavit-cum-Indemnity Bond along with FIR/Police Complaint and Newspaper Advertisement

    Further, Letter of Confirmation ('LOC') will not be issued effective 02nd April, 2026 and shares will be credited directly to the shareholder's demat account by the Company/RTA, subject to due diligence. Shareholders are requested to provide a Client Master List not older than two months, duly attested by their DPs. Any LOC issued before 02nd April, 2026, may be submitted by the shareholders to DP for dematerialisation within 120 days from the date of issuance of LOC.

    Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company or RTA, 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 dematerialised form only.

    To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised to not leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified from time to time.

21. SEBI has established a common Online Dispute Resolution Portal ('ODR Portal') for resolution of disputes arising in the Indian Securities Market. Post exhausting the option to resolve their grievance with the RTA/Company directly and/or through the SEBI SCORES platform, the investors can initiate dispute resolution through the ODR Portal https://smartodr.in/login.

22. Any person who is not a Member on the cut-off date should treat this notice for information purposes only.

23. Members desirous of obtaining any information concerning accounts and operations of the Company are requested to address their communications to investors@tnpl.net.in at least seven days before the date of the Meeting. The same will be suitably replied to by the Company.

24. Remote e-Voting Instructions for shareholders post change in the Login mechanism for Individual shareholders holding securities in demat mode, pursuant to SEBI circular dated 9th December, 2020:

    a. In terms of SEBI circular dated 9th December, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

    b. Login method for Individual shareholders holding securities in demat mode is given below:

    Login method for Individual shareholders holding securities in demat mode:

    Individual Shareholders holding securities in demat mode with NSDL

METHOD 1 - 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.

METHOD 2 - NSDL IDeAS facility

Shareholders registered for 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.

Shareholders 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 3 - NSDL e-voting website

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 16-digit demat account no. held with NSDL), Password/OTP and a Verification Code as shown on the screen & 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.

Individual Shareholders holding securities in demat mode with CDSL

METHOD 1 - CDSL e-voting page

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, 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.

METHOD 2 - CDSL Easi/ Easiest facility:

Shareholders registered for Easi/ Easiest facility:

a) Visit URL: https://web.cdslindia.com/myeasitoken/Home/Login or Visit URL: www.cdslindia.com, click on "Login" and select "My Easi New (Token)".

b) Enter existing username, Password & click on "Login".

c) 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:

a) To register, visit URL: https://web.cdslindia.com/myeasitoken/Home/EasiRegistration / https://web.cdslindia.com/myeasitoken/Home/EasiestRegistration.

b) Proceed with updating the required fields for registration.

c) Post successful registration, user will be provided username and password on the registered email id. Follow steps given above in points (a-c).

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 on 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:

A. User ID: Enter User ID

B. Password: Enter existing Password

C. Enter Image Verification (CAPTCHA) Code

D. 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:

A. User ID: Enter User 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 NSDL form, shall provide 'point 4' above.
- Shareholders, holding shares in CDSL form, shall provide 'point 3' or 'point 4' above.
- Shareholders, holding shares in physical form but have not recorded 'point 3' and 'point 4', shall provide their Folio number in 'point 4' 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. Enter Image Verification (CAPTCHA) Code.

G. 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.

Non-Individual Body corporate shareholders shall send a scanned copy of the board resolution authorising its representative to vote, to the scrutinizer at registered email address with a copy marked to RTA at enotices@in.mpms.mufg.com and the company at registered email address.

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.

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

a) Visit URL: https://instavote.linkintime.co.in and login with InstaVote Login credentials.

b) Click on "Votes Entry" tab under the Menu section.

c) 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".

d) Enter "16-digit Demat Account No.".

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). After selecting the desired option i.e. Favour / Against, click on 'Submit'.

f) 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

a) Visit URL: https://instavote.linkintime.co.in and login with InstaVote Login credentials.

b) After successful login, you will see "Notification for e-voting".

c) Select "View" icon for "Company's Name / Event number".

d) E-voting page will appear.

e) Download sample vote file from "Download Sample Vote File" tab.

f) Cast your vote by selecting your desired option 'Favour / Against' in the sample vote file and upload the same under "Upload Vote File" option.

g) 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 registered email address with a copy marked to RTA at **enotices@in.mpms.mufg.com** and the company at registered email address.

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** 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 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 request at **helpdesk.evoting@cdslindia.com** or contact at toll free no. 1800 22 55 33

Forgot Password:

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

Individual 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.
- Further Click on **"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
- Further Click on "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 Thursday, 17th September, 2026 (09:00 a.m.) and ends on Monday, 21st September, 2026 (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 Tuesday, 15th September, 2026 may cast their vote electronically. The e-Voting module shall be disabled by MUFG Intime India Private Limited 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 cutoff date for voting i.e. Tuesday, 15th September, 2026, may obtain the login ID and password by sending a request to **enotices@linkintime.co.in.** However, if he/she is already registered with MUFG Intime India Private Limited 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 2 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.tplplastech.in and on the MUFG Intime India Private Limited (Formerly known as Link Intime India Private Limited) 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 - THIRD AGM THROUGH INSTAMEET

In terms of Ministry of Corporate Affairs (MCA) General Circular No. 03/2025 dated 22nd September, 2025, the companies can continue to conduct AGMs by VC or OAVM, as per the existing procedural requirements. Till further orders, the relaxations will remain in force.

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:

b) Visit URL: https://instameet.in.mpms.mufg.com & click on "Login".

c) Select the "Company Name" and register with your following details:

d) 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 Email Id with the DP shall enter the Email Id.

e) 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 at company's registered email address.

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 link "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 or contact on: - Tel: 022 – 4918 6000 / 4918 6175.

25. An Explanatory Statement pursuant to Section 102 (1) of the Companies Act, 2013 (hereinafter referred to as the "Act"), in respect of businesses to be transacted at the Annual General Meeting (hereinafter referred to as "AGM"), as set out under Item No (s). 4, 5 and 6 above and the relevant details of the Directors seeking appointment/re-appointment as required by Regulations 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015 (hereinafter referred to as "Listing Regulations") and as required under Secretarial Standards – 2 on General Meetings issued by the Institute of Company Secretaries of India, is annexed hereto.

Details of Director seeking Appointment/Re-appointment at the 33rd Annual General Meeting (Pursuant to Regulations 26 and 36 of the Listing Regulations and Secretarial Standards – 2 on General Meetings)

Name of Director	**Mr. Mangesh Sarfare**	**Mr. Pradip Kumar Das**
Type	Non - Executive Director	Non - Executive & Independent Director
DIN	07793543	06593113
Date of Birth	03/03/1969	15/03/1962
Age	57 Years	64 Years
Date of First Appointment	19/04/2017	04/08/2026
Qualification	B.E. from University of Mumbai and MBA in Operations Management	MBA in finance and a Bachelor of Agricultural Science.
Brief Resume and Expertise in Specific Functional area	Diverse Experience across several different industries and areas such as project management, procurement/ supply chain management and general administration control.	A veteran commercial banker and management professional with 41 years of extensive experience in the public and private Sector in the banking industry.
Directorships in other Public Limited Companies (excluding foreign companies, private companies & Section 8 companies)	Nil	1. **Time Technoplast Limited -** Independent Director 2. **Birla Cotsyn (India) Limited -** Independent Director 3. **Ambium Finserve Limited -** Independent Director
Membership of Committees / Chairmanship in other Public Limited Companies	Nil	1. **Time Technoplast Limited –** Chairman of Stakeholders Relationship Committee 2. **Birla Cotsyn (India) Limited -** Chairman of Audit Committee 3. **Birla Cotsyn (India) Limited –** Member of Stakeholder Relationship Committee 4. **Ambium Finserve Limited –** Member of Audit Committee
Listed entities from which the director has resigned in the past three years.	None	1. **Star Housing Finance Limited** – Independent Director 2. **Gee Limited-** Nominee Director
No. of Board Meetings attended during the year	4	Nil
No. of Equity Shares held	Nil	300
Inter-se relationship with other Directors and Key Managerial Personnel	None	None
Skills and capabilities required for the role of Independent Director	NA	Details mentioned in the Corporate Governance Report.

Note: Pursuant to Regulation 26 of the Listing Regulations, only two Committees viz. Audit Committee and Stakeholders Relationship Committee have been considered.

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

The following Explanatory Statement sets out all material facts relating to the businesses mentioned under Item No. 4, 5 and 6 of the accompanying Notice.

Item No. 4

Appointment of Mr. Pradip Kumar Das (DIN: 06593113) as an Independent Director of the Company

Based on the recommendation and approval of Nomination and Remuneration Committee, the Board of Directors at its meeting held on 04th August, 2026, approved the appointment of Mr. Pradip Kumar Das (DIN: 06593113) as an Additional Director in the capacity of **an Independent Director** of the Company for the first term of 5 years commencing from 04th August, 2026 to 03rd August, 2031, subject to the approval of members at the ensuing Annual General Meeting and he shall not be liable to retire by rotation.

In accordance with the provisions of Section 161 of the Companies Act, 2013 and Regulation 17(1C) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the Company is required to obtain approval of members within a period of three months from the date of his appointment.

Brief Profile of Mr. Pradip Kumar Das is as under:

Mr. Pradip Kumar Das (DIN: 06593113), aged 64, is a veteran commercial banker and management professional with 41 years of experience across the public and private sectors of the banking industry. He has dedicated over 21 years to IDBI Bank Limited, where he rose to the position of Executive Director, and over 14 years to the Central Bank of India. Mr. Das brings robust expertise in business growth, strategic planning, sales, revenue generation, business process reengineering, operational excellence, strategic decision-making, compliance, and relationship building.

He has a proven track record of delivering on all business metrics while strengthening organisational brand presence, with domain expertise spanning syndication, stress asset resolution, lending, and analytics, and is well versed in engaging with diverse stakeholders and regulators.

Mr. Das holds an MBA in Finance and a Bachelor's degree in Agricultural Science. He has also attended executive development programmes at several reputed institutions, including a course on Retail Banking at the Euromoney Institute, Istanbul; a course on Excellence in Leadership in Banking & Finance at the Frankfurt School of Finance; a Leadership Programme for Senior Management conducted by IIM Bangalore; and a Certificate Course in IT and Cyber Security at IDRBT, Hyderabad.

Mr. Pradip Kumar Das is qualified to be appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director. The Company has also received a declaration from Mr. Pradip Kumar Das that he meets the criteria of independence as prescribed, both, under Section 149(6) of the Act and the SEBI Listing Regulations and that he is not debarred from holding the office of director by virtue of any order passed by the Securities and Exchange Board of India / Ministry of Corporate Affairs or any such statutory authority.

In the opinion of the Board of Directors, Mr. Pradip Kumar Das fulfills the conditions for appointment as an Independent Director as specified in the Act and the Listing Regulations. Mr. Pradip Kumar Das is independent of the management and possesses appropriate skills, experience, knowledge and capabilities, required for the role of Independent Director. Mr. Pradip Kumar Das's vast industry experience and a strong understanding of the business environment will immensely benefit the Company. He also possesses rich board level experience.

Details of Mr. Pradip Kumar Das pursuant to the provisions of (i) SEBI Listing Regulations; and (ii) Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India.

He shall be paid remuneration by way of sitting fee for attending meetings of the Board or Committees thereof or for any other meetings as may be decided by the Board of Directors, reimbursement of expenses for participating in the Board and other meetings.

In accordance with the provisions of Sections 149, 150, 152 read with Schedule IV of the Act and in terms of Regulation 25(2A) of the Listing Regulations, appointment of Mr. Pradip Kumar Das as an Independent Director requires approval of members of the Company by passing a special resolution.

Given his experience, the Board considers it desirable and in the interest of the Company to have Mr. Pradip Kumar Das on the Board of the Company and accordingly recommends the appointment of Mr. Pradip Kumar Das as an Independent Director as stated in the Item No. 4 for approval by the members as a Special Resolution.

None of the Directors and Key Managerial Personnel of the Company except Mr. Pradip Kumar Das, to whom the resolution relates, is concerned or interested in the resolution mentioned at Item No. 4 of the Notice.

Item No. 5 & 6

In terms of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), as amended by the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Sixth Amendment) Regulations, 2021, effective 1st April, 2022, prior approval of the Members by means of an ordinary resolution is required for all material related party transactions and subsequent material modifications thereto, as defined by the Audit Committee, even if such transactions are in the ordinary course of business of the Company and at an arm's length basis.

Further, the definition of Related Party Transaction ('RPT') under Regulation 2(1)(zc) of the SEBI Listing Regulations includes a transaction involving a transfer of resources, services or obligations between a listed entity or any of its subsidiaries on one hand and a related party of the listed entity or any of its subsidiaries on the other hand.

With effect from 19th December, 2025, a transaction with a related party shall be considered material if the transaction(s) to be entered into, either individually or taken together with previous transactions during a financial year, whether directly and/or through its subsidiary(ies), exceed(s) the thresholds specified based on the consolidated turnover of the listed entity, as set out in Schedule XII of the SEBI Listing Regulations. Based on the applicable threshold, the materiality threshold for seeking shareholders' approval for related party transactions of the Company is ₹ 42.26 crore. The said limit is applicable even if the transactions are in the ordinary course of business of the Company and at an arm's length basis.

Further, SEBI vide its circular SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/93 dated 26th June, 2025 has notified the Industry Standards on "Minimum Information to be provided to the Audit Committee and Shareholders for Approval of Related Party Transactions" ("RPT Industry Standards"), which, inter alia, require a listed entity to provide minimum information, in the specified format, relating to the proposed RPTs, including material modifications, to the Audit Committee and to the Members while seeking approval.

It is in the above context that Resolution No(s). 5 & 6 are placed for the approval of the Members of TPL Plastech Limited along with the necessary details on the proposed RPTs provided in this Statement.

Background & details of the transaction(s):

The Company's growth strategy continues to be anchored in the Industrial Packaging segment, an area that the Board views as offering substantial long-term value. Towards this end, the Company operates a manufacturing facility at Dahej, Gujarat, which is the principal production base for Intermediate Bulk Containers (IBCs) and other industrial packaging products. Output from this facility supports diverse end-user industries such as Chemicals, Pharmaceuticals, FMCG, Specialty Chemicals, and Food Products.

In response to growing market demand for IBCs, the Company has experienced a notable increase in production volumes. To support this rising demand and optimise capacity utilisation at the Dahej facility, the Company has an existing arrangement with its Holding Company, Time Technoplast Limited ("TTL"), under which the Company manufactures and sells IBCs and inner containers to TTL, for onward sale under TTL's 'GNX' brand. TTL, in turn, supplies the Company with raw materials, plastic accessories, and other components required for production. This arrangement allows the Company to scale output in line with market demand while strengthening its competitive standing in the industrial packaging space.

To sustain this expansion and ensure a continuous flow of critical components, the Company also proposes to engage in a related party transaction with Avion Exim Private Limited ("Avion"), a group entity within the Time Group. This proposed arrangement is aimed at facilitating the purchase and sale of essential raw materials, metal accessories, and other key items required for IBC production. These transactions are expected to be pivotal in maintaining seamless operations, ensuring timely procurement, and enhancing overall operational efficiency, and the collaboration with Avion is in line with the Company's broader strategy to strengthen its supply chain, optimise procurement practices, and effectively address the rising demand.

During the financial year 2026-27 and 2027-2028, the Company, TTL, and Avion propose to enter into certain related party transaction(s) on mutually agreed terms and conditions, and the aggregate of such transaction(s) is expected to cross the applicable materiality threshold as mentioned above. Accordingly, as per the SEBI Listing Regulations, prior approval of the Members is being sought for all such arrangements/transactions proposed to be undertaken by the Company with TTL and Avion, as detailed below. All the said transactions shall be in the ordinary course of business and on an arm's length basis.

The Audit Committee of the Company, on the basis of relevant details provided by the management, as required under the SEBI Circular dated 13th October, 2025, read with SEBI Circular dated 26th June, 2025 and Section III-B of the SEBI Master Circular dated 11th November, 2024, and the revised RPT Industry Standards on "Minimum Information to be provided to the Audit Committee and Shareholders for Approval of Related Party Transactions", has reviewed and approved the said transaction(s), subject to approval of the Members, while noting that such transactions shall be on an arm's length basis and in the ordinary course of business and are in accordance with the Related Party Policy of the Company.

The Audit Committee has also reviewed the certificate provided by the Chief Executive Officer and the Chief Financial Officer of the Company, as required under the aforesaid RPT Industry Standards, and has granted its approval for the related party transactions to be entered into by the Company with the above-mentioned related parties. Such approval, along with the approval of the Members sought herein, shall be valid up to the date of the next Annual General Meeting of the Company.

a) **Information as placed before the Audit Committee in the format as specified in the RPT Industry Standards, to the extent applicable**

PART A - MINIMUM INFORMATION FOR THE PROPOSED RPT

Sr.No.	**Particulars of the information**		
A(1)	**Basic details of the related party**		
1	**Name of the related party**	**Time Technoplast Limited**	**Avion Exim Private Limited**
2	Country of incorporation of the related party	India	India
3	Nature of business of the related party	Time Technoplast Limited is involved in manufacturing of technically driven innovative products catering to growing industry segments like, Industrial Packaging Solutions, Lifestyle Products, Automotive Components, Infrastructure / Construction related products, Material Handling Solutions & Composite Cylinders.	Avion Exim Private Limited is an industrial engineering and manufacturing company that specializes in providing comprehensive warehousing, storage, and material handling solutions. As a part of the Time Technoplast Group, the company designs, manufactures, and installs heavy-duty industrial racking systems, structural mezzanines, commercial retail display shelving, and specialised metal tubes used for IBCs.
A(2)	Relationship and ownership of the related party		
1	Relationship between the listed entity/ subsidiary1 (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:	Company is a Holding Company	Company under common control
	Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.	Nil	Nil
	Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital,	Body Corporate	Body Corporate
	Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary). Explanation: Indirect shareholding shall mean shareholding held through any person, over which the listed entity/ Subsidiary/related party has control. While calculating indirect shareholding, shareholding held by relatives shall also be considered.	5,83,96,260 (74.86%) Equity Shares held by the Holding Company	Nil

A(3)	Details of previous transactions with related party		
	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year.	1) Purchase - ₹ 3,709.98 lakhs 2) Sales - ₹ 20,554.40 lakhs	1) Purchase - ₹ 6,619.42 lakhs 2) Sales - ₹ 37.69 lakhs
2	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	1) Purchase - ₹ 1,531.42 lakhs 2) Sales - ₹ 7,459.14 lakhs **Note:** Approval for related party transactions for FY 2026-27 has already been obtained at the previous Annual General Meeting held on 9th September, 2025.	1) Purchase - ₹ 2,203.83 lakhs 2) Sales - ₹ 0.85 lakhs **Note:** Approval for related party transactions for FY 2026-27 has already been obtained at the previous Annual General Meeting held on 9th September, 2025.
3	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	NA	NA
A(4)	**Amount of the proposed transaction(s)**		
1	Amount of the proposed transactions being placed for approval in the meeting of the shareholders.	2026-2027 - ₹ 425 Crores 2027-2028 - ₹ 500 Crores	2026-2027 - ₹ 110 Crores 2027-2028 - ₹ 150 Crores
2	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes	Yes
3	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	2026-2027 - 100.58% 2027-2028 - 118.33%	2026-2027 - 26.03% 2027-2028 - 35.50%
4	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	NA	NA
5	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	2026-2027 - 6.96% 2027-2028 - 8.19%	2026-2027 - 34.01% 2027-2028 - 46.37%

6	Financial performance of the related party for the immediately preceding Financial year: (As on 31/03/2026) Turnover	₹ 2,88,041.50 lakhs	₹ 16,130.98 lakhs
	Profit After Tax	₹ 21,806.90 lakhs	₹ 278.52 lakhs
	Net worth The above information is to be given on standalone basis. If standalone is not available, provide on consolidated basis.	₹ 2,84,087.13 lakhs	₹ 3,806.83 lakhs
A(5)	**Basic details of the proposed transaction**		
1	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods / services, giving loan, borrowing etc.)	Purchase of Goods/ Consumables/ Raw Materials, Sale of Finished Goods, Purchase/Sale of Fixed Assets and Lease of Property.	Purchase and Sale of Goods, Components, Parts & Accessories.
2	Details of each type of the proposed transaction	The Company has an arrangement with Time Technoplast Limited for Sale of Intermediate Bulk Containers (IBCs), Purchase of Raw Material Components, Plastic Accessories, Inner Containers, etc	Purchase of raw materials for manufacturing of IBCs
3	Tenure of the proposed transaction (tenure in number of years or months to be specified)	FY 2026-2027 and FY 2027-2028	FY 2026-2027 and FY 2027-2028
4	Whether omnibus approval is being sought?	Yes	Yes
5	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	The proposed transaction is sought from the conclusion of 33rd Annual General Meeting till the conclusion of 34th Annual General Meeting of the Company for an amount of up to ₹ 925 Crores as set out below: **In the financial year 2026-27: ₹ 425 Crores.** **In the financial year 2027-28: ₹ 500 Crores.** Provided that the aforementioned year wise estimated limits shall be fungible and can be utilised flexibly between the two financial years, provided that the total amount does not exceed ₹ 925 crores in aggregate.	The proposed transaction is sought from the conclusion of 33rd Annual General Meeting till the conclusion of 34th Annual General Meeting of the Company for an amount of up to ₹ 260 Crores as set out below: **In the financial year 2026-27: ₹ 110 Crores.** **In the financial year 2027-28: ₹ 150 Crores.** Provided that the aforementioned year wise estimated limits shall be fungible and can be utilised flexibly between the two financial years, provided that the total amount does not exceed ₹ 260 crores in aggregate.

6	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	The Company's growth strategy remains anchored in the Industrial Packaging segment, with its Dahej, Gujarat facility manufacturing Intermediate Bulk Containers (IBCs) and other industrial packaging products for the Chemicals, Pharmaceuticals, FMCG, Specialty Chemicals, and Food Products industries. To meet growing IBC demand and optimise capacity utilisation at Dahej, the Company continues its arrangement with its Holding Company, Time Technoplast Limited ("TTL"), whereby it manufactures and sells IBCs and inner containers to TTL for onward sale under the 'GNX' brand, while TTL supplies the requisite raw materials, plastic accessories, and components. This arrangement enables the Company to scale output in line with market demand and strengthen its position in the industrial packaging space. The transaction is beneficial to the Company as it ensures optimal utilisation of installed capacity, assured offtake through TTL's established brand and distribution network, and steady revenue generation on arm's length terms.	To sustain this expansion and ensure a continuous flow of critical components, the Company proposes to engage in a related party transaction with Avion Exim Private Limited, a Company under common control within the Time Group, for the purchase and sale of essential raw materials, metal accessories, and other key items required for IBC production. This arrangement supports the Company's broader strategy to strengthen its supply chain, optimise procurement practices, and address rising demand. The transaction is beneficial to the Company as it secures uninterrupted access to critical raw materials and components, ensuring timely procurement, cost optimisation, and consistent quality supply, thereby supporting the Company's strategic growth in the IBC segment.
7	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. Explanation: Indirect interest shall mean interest held through any person over which an individual has control. a) Name of the director / KMP b) Shareholding of the director / KMP, whether direct or indirect, in the related party	NA	NA
8	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	NA	NA
9	Other information relevant for decision making.	Nil	Nil

PART B - DISCLOSURE ONLY IN CASE OF TRANSACTIONS RELATING TO SALE, PURCHASE OR SUPPLY OF GOODS OR SERVICES, ANY OTHER SIMILAR BUSINESS TRANSACTION, OR TRADE ADVANCES.

Sr. No	Particulars of the information	Information provided by the management Time Technoplast Limited	Information provided by the management Avion Exim Private Limited
1	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	The long-standing strategic partnership between the Company and TTL its Holding Company reflects inherent synergies built up over several years of continuous engagement, and continues to deliver operational and commercial benefits to the Company. The Audit Committee observed that the transaction(s) are conducted in the ordinary course of business and on an arm's length basis. It concurred with management's assessment that, given the unique structure of this arrangement between the Company and the Holding Company. On this basis, the Committee concluded that these related party transactions are in the best interests of the Company and its shareholders.	The long-standing strategic partnership between the Company and Avion Exim Private Limited reflects inherent synergies built up over several years of continuous engagement, and continues to deliver operational and commercial benefits to the Company. The Audit Committee observed that the transaction(s) are conducted in the ordinary course of business and on an arm's length basis. It concurred with management's assessment that, given the unique structure of this arrangement between the Company and the related party. On this basis, the Committee concluded that these related party transactions are in the best interests of the Company and its shareholders.
2	Basis of determination of price	At arm's length and in ordinary course of business	At arm's length and in ordinary course of business
3	In case of Trade advance (of upto 365 days or such period for which such advances are extended as per normal trade practice) , if any, proposed to be extended to the related party in relation to the transaction, specify the following:	NA	NA
	a. Amount of Trade advance	-	-
	b. Tenure	-	-
	c. Whether same is self-liquidating?	-	-

Note: Point B(2) to B(7) and C(1) to C(6) is not applicable.

b) Justification as to why the proposed transactions are in the interest of the listed entity, basis for determination of price and other material terms and conditions of RPT.

As stated above in point A5 - 6.

c) Whether the Audit Committee has reviewed the certificates provided by the CEO/ Managing Director/ Whole-time Director/ Manager and CFO of the Listed Entity as required under the RPT Industry Standards.

The Audit Committee has reviewed the certificate provided by the Chief Executive Officer and Chief Financial Officer as required under the RPT Industry Standards.

d) Whether the material RPT or any material modification thereto, has been approved by the Audit Committee and the Board of Directors recommends the proposed transaction to the Shareholders for approval.

The Material Related Party Transactions with Time Technoplast Limited and Avion Exim Private Limited has been approved by the Audit Committee, and the Board of Directors recommend the proposed transaction for the approval of the Shareholders.

e) Web-link and QR Code, through which Shareholders can access the valuation report or other reports of external party, if any, considered by Audit Committee while approving the RPT.

Not applicable, as no such valuation report or other reports by external parties have been relied upon by the Audit Committee while approving the transaction.

f) Affirmation that, in its assessment, the redacted disclosures still provides all the necessary information to the public Shareholders for informed decision-making.

Not applicable, as there is no information which has been redacted by the Audit Committee and the Board of Directors.

g) Any other information that may be relevant.

Nil.

By Order of the Board
For TPL Plastech Limited

Hemant Soni
VP-Legal & Company Secretary & Compliance Officer

Place: Mumbai
Date: 04th August, 2026

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