

MINUTES OF THE 28th ANNUAL GENERAL MEETING

MINUTES OF THE 28th ANNUAL GENERAL MEETING OF THE SHAREHOLDERS OF M/S. TOKYO PLAST INTERNATIONAL LIMITED HELD THROUGH VIDEO CONFERENCING AND OTHER AUDIO VISUAL MEANS ON WEDNESDAY, 01st DAY OF SEPTEMBER, 2021 COMMENCED AT 11:10 A.M AND ENDED AT 11:30 A.M.

PRESENT

Mr. Priyaj Haresh Shah : Chairman
Mr. Haresh V. Shah : Executive Director

IN ATTENDANCE

: Mrs. Rekha Bagda, Company Secretary

PRESENT BY INVITATION

: Mr. Virendra Bhatt, Scrutinizer & Secretarial Auditor
: Representative of Statutory Auditor

MEMBERS

: 37 Members were present through video conferencing at meeting.

Due to Covid 19 (Second Wave) pandemic, the 28th AGM was convened and conducted through Video Conferencing ("VC)/Other Audio-Visual Means ("OAVMH) pursuant to General Circular numbers 14/2020, 17/2020 and 20/2020, dated April 8, 2020, April 13, 2020 and May 5, 2020 and Circular no. 02/2021 dated 13th January 2021 respectively, issued by the Ministry of Corporate Affairs (MCA) and Circular number SEBI/HO/CFD/CMD1/CIR/P/2020/119 dated May 12, 2020 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 issued by the Securities and Exchange Board of India (SEBI (hereinafter collectively referred to as 'Circulars'), which allowed the companies to hold AGMs through VC/ OAVM.

There were no proxies present as this AGM was conducted through VC/OAVM means.

The Company Secretary welcomed the shareholders at the 28th Annual General Meeting and informed the Members of the Company that pursuant to the provisions of the Companies Act, 2013 & SEBI (LODR) Regulations, 2015, an E-voting facility was provided to all the members of the Company through E-voting platform CDSL. Further, the facility for e-voting is also made available during the Meeting for Members who had not cast their vote through remote e-voting and present at the AGM. The Company Secretary further stated that members entitled to vote may seek clarifications and/or offer comments on items of business.

All necessary registers, documents, the Auditor's Report and Secretarial Audit Report, as prescribed under the Act were available for inspection.

Shri Velji L. Shah, Chairman of the Company Mrs. Jagruti Mayurbhai Sanghavi and Mr. Chimanlal Andrijibhai Kutchhi and Mr. Viraj Vora has sent their inability to attend the Annual General Meeting due to some unavoidable reason. Therefore, Shri Priyaj H. Shah, Director was unanimously elected as chairman of the meeting and took the Chair.

After ascertaining the requisite quorum for the meeting, at 11:10 a.m the Chairman welcomed the shareholders at the 28th Annual General Meeting.

The chairman in his speech gave a brief outlook on the Company's past, present & future outlook, profit of the Company, varieties of products, etc.

With the permission of the members, the notice convening the meeting, the Auditors' Report and the Directors' Report having been already circulated to the members, were taken as read by the Company Secretary as requested by the Chairman.

The Company Secretary informed that there were no qualifications, observations or comments or other remarks on the financial transactions or matters which have any adverse effect on the functioning of the Company in the Independent Auditors' Report issued by M/s. Vinodchandra R Shah & Co & There were some observations in the Secretarial audit report issued by Mr. Virendra G. Bhatt to which the management has replied in the Board's report.

The Resolutions for the Ordinary and Special businesses as set out in the Notice of the Annual General Meeting, duly approved by the Members with requisite majority are recorded hereunder as part of the proceedings of the Annual General Meeting of the Members held on September 01, 2021:

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Resolution No. 1: Ordinary Resolution- Adoption of a) the Audited Standalone Financial Statement for the year ended 31st March, 2021 and the Report of the Board of Directors and Auditors thereon; and b) the Audited Consolidated Financial Statement for the year ended 31st March, 2021 and the Report of the Auditors thereon.

"RESOLVED THAT

- (i) the Audited Standalone Financial Statement for the year ended 31st March, 2021 and the Report of the Board of Directors and Auditors thereon and
- (ii) the Audited Consolidated Financial Statement for the year ended 31st March, 2021 and the Report of the Auditors thereon

Resolution No. 2: Ordinary Resolution- Re-appointment of Mr. Haresh V. Shah as Director, who retires by rotation and being eligible, offers himself for re-appointment.

"RESOLVED THAT Mr. Haresh V. Shah, Director of the Company, who retires by rotation at this Meeting and being eligible, offers himself for re-appointment, be & is hereby re-appointed as a Director of the Company."

Resolution No. 3: Ordinary Resolution- Re-appointment of Mr. Priyaj H. Shah as Director, who retires by rotation and being eligible, offers himself for re-appointment.

"RESOLVED THAT Mr. Priyaj H. Shah, Director of the Company, who retires by rotation at this Meeting and being eligible, offers himself for re-appointment, be & is hereby re-appointed as a Director of the Company."

Resolution No. 4: Special Resolution- Reclassification of Promoters of the Company as Public Shareholders.

"RESOLVED THAT pursuant to Regulation 31A and all other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR") including any amendment(s) or modification(s) made thereto from time to time and any other laws and regulations as may be applicable from time to time and subject to the approval of concerned Stock Exchange and other appropriate statutory authorities as may be necessary, the requests received from following identified members of the Promoter/ Promoter Group of the Company seeking re-classification of their status as public, be and is hereby taken note of and based on facts & declaration stated under said request letters that conditions specified under Regulation 31A(3) of LODR are satisfied, consent of the Board and shareholders be and is hereby accorded to approved such requests and concerned Stock Exchange for seeking their approvals in accordance with the applicable provisions of Regulation 31A(3) of the LODR.

Name of Promoter along with person acting in concert	No. of Shares held	Percentage
Ankur Rayshi Shah	19000	0.20
Chirag Rayshi Shah	25500	0.27
Pushpa Pravin Shah	142866	1.50
Heena Bharat Shah	170885	1.80
Bharat Malshibhai Shah	0	0
Pravin Malshi Shah	0	0
Malshi Lakhdar Shah	0	0
Rayshi Lakhdar Shah	20	0.02
Maniben Rayshi Shah	144980	1.53
Total	503251	5.32

RESOLVED FURTHER THAT the Board of Directors and Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things as may be necessary or expedient and to settle any questions, difficulties or doubts that may arise in this regard and to submit all the requisite applications, representations, filings etc. with the Stock Exchanges and other regulatory authorities as may be required in this regard"

The chairman then informed the Members that all the items of today's AGM have been transacted.

With this, the Chairman thanked all the Members for their participation in the 28th AGM of the Company. The meeting concluded at 11:30 a.m. with the E-voting platform continue to be available for next 15 min.

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ANNEXURE- 1

Declaration of Results of e-voting & poll

As per the Provisions of the Companies Act, 2013 and the SEBI (Listing obligation and Disclosure Regulation) Regulation, 2016, the Company had provided the facility of E-voting to the Shareholder to enable them to cast their vote electronically on the resolution proposed in the Notice of the 28th Annual General Meeting (AGM). The e-voting commenced at 09.00 a.m. on 29th August, 2021 and ended at 05.00 p.m. on 31st August, 2021. Further, the facility for e-voting was also made available during the Meeting for Members who had not cast their vote through remote e-voting and present at the AGM. Mr. Virendra G. Bhatt, Practicing Company Secretary was appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

The Consolidated results of the Remote E-voting and E-voting at the AGM were declared by the Company to the stock exchange, in which shares of the Company are listed and the same was placed on the website of the Company and CDSL as summarized hereunder:

1. Adoption of :

a) the Audited Standalone Financial Statement for the year ended 31st March, 2021 and the Report of the Board of Directors and Auditors thereon; and

b) the Audited Consolidated Financial Statement for the year ended 31st March, 2021 and the Report of the Auditors thereon

The Result of the Remote E - Voting and E- Voting during the AGM is as under:

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter & Promoter Group	Remote E-Voting	6173423	6173403	99.9997	6173403	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		6173403	99.9997	6173403	0	100.0000	0.0000
Public Institutions	Remote E-Voting	65	0	0.0000	0	0	0.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non-Institutions	Remote E-Voting	3327912	328648	9.8755	328638	10	99.9970	0.0030
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		328648	9.8755	328638	10	99.9970	0.0030
Total		9501400	6502051	68.4326	6502041	10	99.9998	0.0002

2. Re-appointment of Mr. Haresh V. Shah as Director, who retires by rotation and being eligible, offers himself for re-appointment.



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The Result of the Remote E - Voting and E - Voting during the AGM is as under:

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]= $\frac{[2]}{[1]} \times 100$	[4]	[5]	[6]= $\frac{[4]}{[2]} \times 100$	[7]= $\frac{[5]}{[2]} \times 100$
Promoter & Promoter Group	Remote E-Voting	6173423	6173403	99.9997	6173403	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		6173403	99.9997	6173403	0	100.0000	0.0000
Public Institutions	Remote E-Voting	65	0	0.0000	0	0	0.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non-Institutions	Remote E-Voting	3327912	328648	9.8755	328281	367	99.8883	0.1117
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		328648	9.8755	328281	367	99.8883	0.1117
Total		9501400	6502051	68.4326	6501684	367	99.9944	0.0056

3. Re-appointment of Mr. Priyaj H. Shah as Director, who retires by rotation and being eligible, offers himself for re-appointment.

The Result of the Remote E - Voting and E - Voting during the AGM is as under:

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]= $\frac{[2]}{[1]} \times 100$	[4]	[5]	[6]= $\frac{[4]}{[2]} \times 100$	[7]= $\frac{[5]}{[2]} \times 100$
Promoter & Promoter Group	Remote E-Voting	6173423	6173403	99.9997	6173403	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		6173403	99.9997	6173403	0	100.0000	0.0000
Public Institutions	Remote E-Voting	65	0	0.0000	0	0	0.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non-Institutions	Remote E-Voting	3327912	328648	9.8755	328176	472	99.8564	0.1436
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		328648	9.8755	328176	472	99.8564	0.1436
Total		9501400	6502051	68.4326	6501579	472	99.9927	0.0073

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4. To Reclassification of Promoters of the Company as Public Shareholders.

The Result of the Remote E - Voting and E- Voting during the AGM is as under:

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
Promoter & Promoter Group*	Remote E-Voting	6173423	0	0.0000	0	0	0.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Institutions	Remote E-Voting	65	0	0.0000	0	0	0.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non-Institutions	Remote E-Voting	3327912	328648	9.8755	328471	177	99.9461	0.0539
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		328648	9.8755	328471	177	99.9461	0.0539
Total		9501400	328648	3.4589	328471	177	99.9461	0.0539

Place: Mumbai
Date: 20/09/2021



Priyaj H. Shah

Priyaj H. Shah
Chairman