

## **NATIONAL PLASTIC TECHNOLOGIES LIMITED**

Registered Office: Thiru Complex, 44, Pantheon Road, Egmore, Chennai- 600008.

CIN: L25209TN1989PLC017413; Website: [www.nationalplasticsgroup.com](http://www.nationalplasticsgroup.com)

Email: [contact@nationalgroup.in](mailto:contact@nationalgroup.in) Phone: 044 - 4340 4340

### **POSTAL BALLOT NOTICE**

#### **(Pursuant to Section 110 of the Companies Act, 2013)**

Dear Member(s)

NOTICE is hereby given pursuant to Section 110 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 (the Rules) under the Companies Act, 2013 (the Act 2013), for obtaining approval of the Members, by way of Special Resolution(s), through postal ballot including electronic means (evoting) for the businesses as set out in the postal ballot notice.

The draft of the resolutions to be passed, together with the Explanatory Statement, pursuant to Section 102(1) of the Companies Act 2013, setting out the material facts and reasons thereto, for this purpose are being sent to the members, along with Postal Ballot Form, so as to enable members for sending their assent or dissent in writing by postal ballot means.

The Company is pleased to provide the facility for voting through 'electronic means' to enable members for casting their votes for e-voting by selecting appropriate options of the Resolutions, in accordance with the provisions of the Companies Act, 2013 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI (LODR) Regulations, 2015).

In accordance with Regulation 44 of SEBI (LODR) Regulations, 2015 and in terms of Section 110 of the Companies Act, 2013 and the Rules made thereunder, the Company for this purpose, has engaged National Securities Depository Limited (NSDL), an agency authorized by the Ministry of Corporate Affairs (MCA), for facilitating the members to communicate their assent or dissent through "electronic means" in respect of the resolutions.

The detailed procedures for voting through "electronic means" are given below the Explanatory Statement attached therewith.

The voting rights of the Shareholders shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date, 13th April, 2018. A person who is not a member as on the cut-off date should treat this notice for information purposes only.

The Board of Directors (Board) has appointed Mr. C. Prabhakar, Partner of BP Associates, Practicing Company Secretaries, Chennai, as Scrutinizer, at its meeting held on 06th April 2018, for conducting the voting by "post" and through "electronic means" in a fair and transparent manner.

Members are, therefore, requested to carefully read the instructions printed for voting by "post" or through "electronic means", namely by-

(i) Returning the postal ballot form duly completed, as per the instructions contained in the postal ballot form, in the attached self-addressed postage pre-paid envelope, so as to reach the Scrutinizer not later than 5.00 p.m. on 30th May 2018; or

(ii) Casting their votes electronically from Tuesday, 1st May 2018 (9.00 a.m.) to Wednesday, 30th May 2018 (5.00 p.m.) by following the procedures as explained in the Explanatory Statement.

The Scrutinizer will submit his report on the results of voting by means of “post” and through “electronic means” to the Chairman of the Board, after completion of the scrutiny of postal ballot forms and voting by “electronic means”.

The results will be announced by Mr. Sudershan Parakh, Managing Director or in his absence, any one of the Directors of the Company, at the registered office at Thiru Complex, 44, Pantheon Road, Egmore, Chennai 600 008, Tamil Nadu on Friday, the 1st June 2018 at 4.00 P.M.

The last date of voting, i.e., Wednesday, the 30th May, 2018 will be taken to be the date of passing of the said Resolutions by the Members of the Company.

Members requiring any clarification may contact Mr. S Abishek, Designated Officer or Mr. Vivekanandaa M, Assistant Company Secretary at the registered office of the Company at the address or through e-mail given below.

National Plastic Technologies Ltd.

Thiru Complex,

44, Pantheon Road,

Egmore, Chennai-600008.

Email id: [shares@nationalgroup.in](mailto:shares@nationalgroup.in) or [contact@nationalgroup.in](mailto:contact@nationalgroup.in)

All documents, referred to in this Notice and in the Explanatory Statement referred to under Section 102(1) of the Act 2013, are open for inspection at the Registered Office of the Company at Thiru Complex, 44, Pantheon Road, Egmore, Chennai, Tamilnadu, during office hours on all working days between 10.00 A.M. and 12.00 Noon upto Wednesday, the 30th May 2018.

The said Notice of Postal Ballot and Ballot Form have also been placed on the Company's website viz., [www.nationalplasticsgroup.com](http://www.nationalplasticsgroup.com)

### **Special Businesses:**

Item No. 1

To fix the limits as per Sec 180(1)(c) as Rs. 50 crores.

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

“RESOLVED THAT pursuant to provisions of the section 180(1)(c) and all other applicable provisions if any of the Companies Act, 2013 read with relevant Rules thereof, (including any amendment thereto or re-enactment thereof) for the time being in force, the consent of the members be and is hereby accorded to the Board of Directors of the Company including any committee thereof (hereinafter referred to as 'the Board') to borrow from time to time in one or more tranches, any sum or sums of money together with the money already borrowed by the Company (apart from temporary loans obtained or to be obtained from the Banks in the ordinary course of the business), for the purpose of the business of the Company and on such terms and conditions as to interest, repayment, security or otherwise as they may, in their absolute discretion, think fit and proper, notwithstanding that the monies to be borrowed together with monies already borrowed by the Company and its free reserves, provided that the total amount so borrowed by the Board of Directors and remaining outstanding at any time, shall not at any time exceed the limit of Rs. 50 Crores (Rupees Fifty Crores only).”

“RESOLVED FURTHER THAT the Board of Directors or any person authorized by the Board, be and is hereby authorized to negotiate and settle the terms and conditions with the concerned Bank(s)/Financial Institution(s)/Lender(s), finalize the applicable instruments/agreements, deeds or any other document for borrowing the monies for the purpose of business of the Company and creating the mortgage, hypothecation or charge on the assets of the Company in relation to borrowings of monies and to do all such other acts, deeds and things necessary and incidental to give effect to this resolution.”

Item No. 2

To fix the limits as per Sec 180(1)(a) as Rs. 50 crores

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

“RESOLVED THAT pursuant to the provisions of Section 180(1)(a) and all other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification or re-enactment thereof for the time being in force), and the enabling provisions in Memorandum and Articles of Association of the Company and subject to such approvals, consents, sanctions and permissions, as may be necessary and all other provisions of applicable laws, consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as 'the Board'), which term shall include any Committee constituted by the Board or any person(s) authorized by the Board to exercise the powers conferred on the Board by this Resolution) to create charges, mortgages and/or hypothecations in addition to the existing charges, mortgages and hypothecations created by the Company, in such form and manner and with such ranking, whether exclusive, pari-passu, subservient or otherwise and at such time and on such terms as the Board may determine, on all or any of the moveable and/or immoveable fixed assets including properties of the Company, both present and future and/or on the whole or any part of the undertaking(s) of the Company, in favour of the banks, Financial institutions for securing the borrowings of the Company availed/ to be availed by way of loans from time to time upto a maximum limit of Rs.50 Crores (Rupees Fifty Crores only).”

“RESOLVED FURTHER THAT the Board of Directors or any person authorized by the Board, be and is hereby authorized to negotiate and settle the terms and conditions with the concerned Bank(s)/Financial

Institution(s)/Lender(s), finalize the applicable instruments/agreements, deeds or any other document for borrowing the monies for the purpose of business of the Company and creating the mortgage, hypothecation or charge on the assets of the Company in relation to borrowings of monies and to do all such other acts, deeds and things necessary and incidental to give effect to this resolution.”

Item No.3

Approving the appointment and terms of remuneration of Mr. Arihant Parakh as Wholetime Director

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

“RESOLVED THAT subject to the provisions of sections 196, 197, 203 and all other applicable provisions, if any of the Companies Act, 2013 (“the Act”) read with the Schedule V of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, including any statutory modification thereof for the time being in force and such other approvals, as may be required and subject to such conditions and modifications, as may be prescribed or imposed by any of the authorities while granting such approval, approval of the Members of the Company be and is hereby accorded to the appointment of Mr. Arihant Parakh (DIN: 07933966 ) as the Wholetime Director of the Company for the period of three years with effect from September 25, 2017 upto September 24, 2020 (both days inclusive), on the terms and conditions including remuneration as set out in the Explanatory Statement annexed to the Notice (including remuneration to be paid in the event of loss or inadequacy of profits in any financial year during the tenure of his appointment) with liberty to the Board of Directors (hereinafter referred to as “Board”) to alter and vary the terms and conditions of the said appointment and/or remuneration as it may deem fit and as may be acceptable to Mr. Arihant Parakh.

RESOLVED FURTHER THAT the Board or a Committee thereof, be and is hereby authorized to take all such steps as may be required for obtaining necessary approvals statutory, contractual or otherwise in relation to the above and to settle all matters arising out of and incidental thereto and to sign and execute deeds, applications, documents and writings that may be required on behalf of the Company and generally to do all such acts, deeds , matters and things as may be necessary, proper, expedient or incidental for giving effects to this resolution without being required to seek any further consent or approval of the Members or otherwise to the end and intent that it shall be deemed to have their approval thereto expressly by the authority of this resolution.”

Place: Chennai  
Date: 06.04.2018

By Order of the Board  
For National Plastic Technologies Limited

Managing Director

Encl:

1. Explanatory Statement in terms of Section 102 (1) of the Companies Act, 2013 and the procedures for voting through “electronic means” and “post”.
2. Postal ballot form & self-addressed postage pre-paid envelope.

## **Annexure to the Notice of Postal Ballot dated 6th April 2018**

### **EXPLANATORY STATEMENT**

(PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013)

As required under Section 102 of the Companies Act, 2013 (Act), the following explanatory statement sets out all the material facts relating to the business mentioned under item Nos.1 to 3 of the accompanying notice:

#### **Item No. 1 & 2:**

Pursuant to Section 180(1)(c) of the Companies Act, 2013, the Board of Directors cannot borrow more than the aggregate amount of the paid-up capital of the Company and its free reserves at any point except with the consent of the members of the Company in a general meeting.

Keeping in view the Company's financial requirements to support its existing and future business operations, the company needs additional funds. For this purpose, the Company is desirous of raising finance from the various Banks and/or Financial Institutions and or any other lending institutions and/or Bodies Corporate and/or such other persons/individuals as may be considered fit, which together with the monies already borrowed by the Company (apart from temporary loans obtained from the Company's bankers in the ordinary course of business) may exceed the aggregate of the paid-up capital and the free reserves of the company. Hence it is proposed to increase the borrowing limits maximum of upto Rs.50 Crores (Rupees Fifty Crores Only).

Further, in order to facilitate the borrowings, assets are secured/charged for the borrowings. The Company would be required to mortgage, pledge or create a charge on the assets the whole whole of the undertaking of the Company. Section 180(1)(a) of the Companies Act, 2013 provides for the power to sell, lease or otherwise dispose of the whole or substantially the whole of the undertaking of the Company only with the approval of members in general meeting. Hence, resolution under Section 180(1)(a) of the Companies Act, 2013 is proposed for the approval of the shareholders.

The Board recommends these resolutions for the approval of the Members as Special Resolutions.

None of the Directors or the Key Managerial Personnel of the Company including their relatives are in any ways concerned or interested in the above resolutions.

#### **Item No.3:**

At the meeting held on 25th September 2017, the Board of directors of the Company had, based on recommendation of Nomination Committee of the Board of Directors, approved the appointment of Mr. Arihant Parakh as additional Director of the Company. Pursuant to Section 161(1) of the Companies Act, 2013, Mr. Arihant Parakh holds office till the date of this Annual General Meeting and appropriate notice has been received from a member proposing appointment of Mr. Arihant Parakh as Director of the Company. Requisite consent have been received from Mr. Arihant Parakh pursuant to provisions of Section 152 and from other relevant Sections of the Companies Act, 2013.

Further, at the same meeting held on 25th September, 2017 subject to approval of the Members, the Board have approved appointment of Mr. Arihant Parakh as a Whole time Director of the Company on such terms and at remuneration detailed herein. The said appointment and remuneration was based on the recommendations of the Nomination and Remuneration Committee.

Mr. Arihant Parakh has rich experience in the industry and has been involved in the operations and financial management of the Company. It would be in the interests of the Company to approve the employment of Mr. Arihant Parakh as Wholetime Director of the Company.

Mr. Arihant Parakh joined National Plastic Technologies Limited on 25th September 2017 and was looking after the management of the Company. He is the Head-Operations of National Polyplast (India) Private Limited which is into beverages packaging and is a leading manufacturer of PET Preforms and holds good experience in the field of financial management and operations.

In terms of SEBI (LODR) Regulations and pursuant to the recommendation of Nomination and Remuneration Committee, the Board of Directors of the Company passed a resolution on April 6, 2018 recommending the approval of Mr. Arihant Parakh as Wholetime Director of the Company for a period of three years with effect from 25th September 2017 to 24th September 2020. This is subject to the approval of shareholders through this Postal Ballot.

This explanatory statement may also be read and treated as disclosure in compliance with the requirements of Section 190 of the Companies Act, 2013.

The details of remuneration payable to Mr. Arihant Parakh and terms and conditions of the appointment are given below:

Remuneration payable:

Salary: Maximum Monthly remuneration of Rs. 1,50,000 and annual increase in monthly salary of not more than Rs.25,000.

Perquisites:

Reimbursement of actual travelling expenses reasonably incurred by the Wholetime Director in connection with the business of the Company.

Eligibility for usage of a motor car of the Company in connection with business of the Company and all the expenses for the maintenance and running of the motor car including salary of the driver as per rules subject to the above limit.

Eligibility for usage of Company's telephone at his residence, the charges of which shall be borne by the Company. However, any personal calls made by the Wholetime Director shall be logged separately and paid for by him to the Company.

Eligibility to participate in the Provident Fund Scheme, Super Annuation Scheme, encashment of earned leave at the end of the tenure as per the rules of the Company which shall not be included in the computation of the perquisites

Period of Appointment : 3 Years.

General Information:

Nature of Industry: Plastic Manufacturing

Date or expected date of commencement of commercial production: Not Applicable

Financial Performance based on given indicators : The Company's Gross sales during 2016-17 was Rs.77.40 Crs as compared to Rs. 80.84 Crs in the previous year. The profit before tax during 2016-17 was Rs.0.77 Crs as against Rs. 2.09 Crs during the previous year.

Foreign investments or collaborators, if any: Not Applicable

Information about the appointee and other information:

Background Detail:

Mr. Arihant Parakh is a Business Management graduate in Finance from Indian School of Business (ISB), Hyderabad and holds a graduation degree in Commerce from Loyola College, Chennai. He has vast experience about the industry and hold expertise in financial management and operations of plastic industry.

Past Remuneration: Mr. Arihant Parakh was drawing monthly remuneration of Rs. 3,00,000.

Recognition or awards: Not Applicable

Job profile and suitability:

Mr. Arihant Parakh will be managing the operations of the Company on wholetime basis. His deep knowledge and expertise in financial management and operations will help the company achieve its desired growth.

Current & proposed remuneration:

Maximum Monthly remuneration of Rs. 1,50,000 and annual increase in monthly salary of not more than Rs. 25,000.

Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person:

Keeping in view the type of the industry, size of the Company, the responsibilities and challenges given to Mr. Arihant Parakh, the proposed remuneration is comparable with the remuneration paid by other companies in similar line of business to such managerial personnel.

Pecuniary relationship with the Company or relationship with the managerial personnel

Mr. Arihant Parakh is the promoter of the Company. Mr. Sudershan Parakh, Ms. Manju Parakh and Mr. Alok Parakh are deemed to be interested in the resolutions pertaining to appointment of and/or remuneration to each other, as they are related to each other.

Other Information:

Reasons for inadequate profits: Tough economic conditions and severe competition has affected the turnover & margins of the Company.

Steps taken/to be taken for improvement: The Company continues its efforts for cost reduction, change in product mix and increase in turnover, thus improving profitability.

Expected increase in productivity and profits: With increase in business sentiment, addition of new customers and likely improvement in growth rates, the Company expects decent growth and better profits. Also, the Company is simultaneously engaged in cost cutting to increase profitability.

Disclosures:

The detail required to be furnished under the Disclosure are already provided wherever applicable under explanatory statement.

Mr. Arihant Parakh, being the appointee of the Company is interested in the proposed resolution to the extent of the remuneration payable to him.

Mr. Alok Parakh, Ms. Manju Parakh and Mr. Alok Parakh may also be deemed to be interested in the resolution pertaining to appointment of and/or remuneration, as they are related to each other. Save and except the above, none of the Directors of the Company are, in any way, concerned or interested in the resolution.

The Wholetime Director, so long as he functions as such, shall not be paid any sitting fees for attending the meetings of Board of directors.

The Wholetime Director shall not be liable to retire by rotation.

The perquisites as listed above shall be valued as per the Income Tax Rules, 1962 as may be applicable.

The terms and conditions set out for reappointment and payment of enhanced remuneration in the agreement may be altered and varied from time to time by the Board of Directors of the Company as it may at its discretion deem fit so as not to exceed the limits specified in Schedule V of the Companies Act, 2013

(including any statutory modification or re-enactment thereof, for the time being in force) or any amendments made thereto.

This explanation together with the accompanying Notice is and should be treated as an abstract of the terms of appointment of Wholetime Director under the Companies Act, 2013.

The agreement entered between the Company and Mr. Arihant Parakh will be available for Inspection at the registered office of the Company on any working day upto the date of 30th May, 2018.

Place: Chennai  
Date: 06.04.2018

By Order of the Board  
For National Plastic Technologies Limited

Managing Director

Notes:

1. The Company is pleased to provide members a facility to exercise their right to vote on the Postal ballot resolution by 'electronic means' and the special businesses may be transacted through e-voting services provided by National Securities Depository Limited (NSDL). In compliance with the provisions of Section 110 of the Act 2013 read with Rule 22 of the Companies (Management and Administration) Rules 2014 and Regulation 44 of SEBI (LODR) Regulations, 2015.
2. A statement pursuant to Section 102(1) of the Act 2013 setting out the material facts concerning the item of business to be transacted is annexed hereto.
3. Notice along with the Postal Ballot Form is being sent to the members whose names appear on the register of members/list of beneficial owners as received from NSDL and Central Depository Services (India) Limited (CDSL) as on 13th April 2018.
4. The Notice along with the Postal Ballot Form is being sent to the members in electronic form to the e-mail addresses registered with their Depository Participants (in case of electronic shareholding)/ the Company's share Transfer Agents (in case of physical shareholding). For members whose e-mail addresses are not registered, physical copies of the Notice are being sent by permitted mode along with a self addressed postage pre-paid envelope.
5. Members, who have received the Notice by e-mail and who wish to vote through physical form may download the Postal Ballot Form attached to the e-mail or from the Company's website [www.nationalplasticsgroup.com](http://www.nationalplasticsgroup.com), where the Postal Ballot Notice is displayed and send the duly completed and signed Postal ballot Form, So as to reach the Scrutinizer on or before Wednesday, 30th May 2018 (05.00 p.m.).
6. Resolution passed by the members through postal ballot including voting by electronic means shall be deemed to have been passed as if it has been passed at a general meeting of the members convened in that behalf.

7. Pursuant to the provisions of Section 110 of the Act 2013 read with the Companies (Management and Administration) Rules, 2014 and in terms of Regulation 44 of SEBI (LODR) Regulations, 2015, the Company has provided facility to members to exercise their votes through electronic means and have engaged the services of NSDL as the authorized agency to provide e-voting facility. Instructions for the process to be followed for voting through “electronic means” are annexed to the Notice.

8. The members can opt for only one mode of voting, i.e. either by postal ballot or e-voting. In case members cast their votes through both the modes, voting done by e-voting shall prevail and voting done through postal ballot forms will be treated as invalid.

9. Voting rights shall be reckoned on the paid-up value of shares registered in the name of the member / beneficial owner (in case of electronic shareholding) as on the cut-off date i.e., 13th April 2018, being the date fixed for determining the voting rights of members entitled to participate in the e-voting process through e-voting platform provided by NSDL by typing the URL: <https://www.evoting.nsdl.com>.

10. A member cannot exercise his vote by proxy on postal ballot.

11. The Board of Directors has appointed Mr. C Prabhakar, Practicing Company Secretary (CP No. 11033) as Scrutinizer to conduct the postal ballot voting process including voting through electronic means, in a fair and transparent manner.

12. The Scrutinizer will submit his report to the Chairman after the completion of scrutiny, and the results of voting by postal ballot (including voting through electronic means) will be declared by placing it along with the Scrutinizer's report on the Company's website [www.nationalplasticsgroup.com](http://www.nationalplasticsgroup.com) and communicated to the Stock Exchanges.

13. The resolution, if approved by the requisite majority shall be deemed to have been passed on the last date of voting, i.e., Wednesday, 30th May 2018.

14. In case of any query, members may refer to the frequently Asked Questions (FAQs) for members and e-voting user manual for members available at downloads section [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or contact NSDL at the following telephone no. 022- 24994600

15. Members who have not registered their e-mail addresses are requested to register the same with the Company's Share Transfer Agent/Depository Participant(s) for sending future communication(s) in electronic form.

Instructions for process to be followed by members opting to vote through electronic means

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:

Step 1 : Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com/>

Step 2 : Cast your vote electronically on NSDL e-Voting system.

Details on Step 1 is mentioned below:

How to Log-into NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL:

<https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.

2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholders' section.

3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Your password details are given below:

a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.

b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need enter the 'initial password' and the system will force you to change your password.

c) How to retrieve your 'initial password'?

(i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

(ii) If your email ID is not registered, your 'initial password' is communicated to you on your postal address.

6. If you are unable to retrieve or have not received the “ Initial password” or have forgotten your password:

a) Click on “Forgot User Details/Password?”(If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

Physical User Reset Password?

b) (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address.

7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.

8. Now, you will have to click on “Login” button.

9. After you click on the “Login” button, Home page of e-Voting will open.

Details on Step 2 is given below :

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.

2. After click on Active Voting Cycles, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle is in active status.

3. Select “EVEN” of company for which you wish to cast your vote.

4. Now you are ready for e-Voting as the Voting page opens.

5. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
6. Upon confirmation, the message “Vote cast successfully” will be displayed.
7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

#### General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [secretarial@bpcorpadvisors.com](mailto:secretarial@bpcorpadvisors.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.

In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800-222-990 or send a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)

## **Postal ballot notes/instructions:**

1. A member desiring to exercise his/her vote by postal ballot may complete this postal ballot form (no other form of photocopy thereof is permitted to be used for the purpose) and send it to the Scrutinizer at the address of the Company in the attached postage pre-paid self-addressed envelope. The postage will be borne and paid by the Company. The Company shall, also accept envelopes containing postal ballot forms, if deposited with the Company in person or if sent by courier at the expenses of the member. Members residing outside India should stamp the envelopes appropriately.

2. Notice is being dispatched to the members by post (electronically by e-mail to those members who have registered their e-mail IDs with the Company), whose names appear in the Register of Members / Record of Depositories as on the date, namely Friday, the 13th April 2018.

3. The Company has appointed Mr. C. Prabhakar, Partner of BP & Associates, Practicing Company Secretaries, as the Scrutinizer for conducting the postal ballot process in a fair and transparent manner. The name and address of the Scrutinizer to whom the Postal Ballot papers are to be sent are given below:

Address:

Mr. C. Prabhakar,  
Practicing Company Secretary,  
BP & Associates,  
New No. 74, (Old No.62), Third Floor,  
Akshaya Flats,  
12th Avenue,  
Ashok Nagar, Chennai-600083.

Email id: [secretarial@bpcorpadvisors.com](mailto:secretarial@bpcorpadvisors.com) or [contact@nationalgroup.in](mailto:contact@nationalgroup.in)

4. This form should be completed and signed (as per specimen signature recorded with the Company / Depositories) by the members. In case of joint shareholding, this form should be completed and signed by the first named member and in his/her absence, by the next named member. In case, holders of power of attorney sign the Postal ballot form, reference to the Power of attorney registration by the Company should be mentioned in the Postal Ballot Form.

5. Duly completed postal ballot forms should reach to the Scrutinizer not later than by the close of working hours at 5.00 p.m. the Wednesday, 30th May 2018. Postal ballot forms received, after this date, will be strictly treated as if the reply from such members has not been received.

6. In the case of shares held by bodies corporate, the duly completed postal ballot form should be accompanied by a certified true copy of the relevant resolution/authorization.

7. Voting rights shall be reckoned on the paid-up value of the shares registered in the name of the members as of 13th April, 2018.

8. Members are requested not to send any other paper along with the postal ballot such as enveloped to the Scrutinizer and the Scrutinizer would destroy any extraneous paper found in such envelope.

9. Votes will be considered invalid on the following grounds:

(a) A form other than one issued by the Company has been used;

(b) It has been signed by or on behalf of the members;

(c) Signatories on the postal ballot form does not match with the specimen signature with the Company /Depositories;

(d) It is not possible to determine without any doubt the assent or dissent of the member;

(e) Neither assent or dissent is mentioned;

(f) Any competent authority has given directions in writing to the Company to freeze the Voting Rights of the member;

(g) The envelope containing the postal ballot form is received after last date prescribed;

(h) The postal ballot form, signed in a representative capacity, is not accompanied by a certified copy of the relevant specific authority;

(i) It is defaced or mutilated in a such way that its identity as a genuine form cannot be established;

(j) Member has made any amendment to the Resolution or imposed any condition, while exercising his/her vote ; and

(k) On such other grounds, which in the opinion of the Scrutinizer makes the votes invalid.

A postal ballot form, which is otherwise complete in all respects and is lodged within the prescribed time limit but is undated shall be considered valid.

10. The Scrutinizer's decision on the validity of a Postal Ballot form will be final.

11. The results of the Postal Ballot will be announced by Mr. Sudershan Parakh, Managing Director or in his absence, any one of the Director of the Company, at the Registered office of the Company at Thiru Complex, 44, Pantheon Road, Egmore, Chennai on 1st June 2018 at 4.00 p.m. However the special resolution(s), if passed by requisite majority, shall be deemed to have been passed on the last date specified by the Company for receipt of the duly completed Postal Ballot forms or e-voting, namely 30th May 2018.

12. The results will thereafter be published in the website of the Company, [www.nationalplasticsgroup.com](http://www.nationalplasticsgroup.com) and sent to the Stock Exchange.

## NATIONAL PLASTIC TECHNOLOGIES LIMITED

Registered Office: Thiru Complex, 44, Pantheon Road, Egmore, Chennai- 600008.

CIN: L25209TN1989PLC017413; Website: www.nationalplasticsgroup.com

Email: contact@nationalgroup.in Phone: 044 - 4340 4340

### POSTAL BALLOT FORM

1. Name(s) of Member(s) :  
[including joint holders, if any]

2. Registered address of the sole :  
/first named member

3. Registered Folio No./Client ID No.\* :  
(\*Applicable to Member(s)  
Holding shares in dematerialized  
Form)

4. Number of shares held :

I/We hereby exercise my/our vote in respect of the special resolutions to be passed through postal ballot for the business stated in the notice of the Company. I/we have marked my/our assent or dissent to the said resolution by placing the tick mark (✓) at the appropriate box below:

S.No.	Item	No. of shares	I/We assent to the resolution (FOR )	I/We dissent to the resolution (AGAINST)
1	To fix the limits as per Sec 180(1)(c) as Rs. 50 Crores.			
2	To fix the limits as per Sec 180(1)(a) as Rs. 50 Crores			
3	Approving the appointment and terms of remuneration of Mr. Arihant Parakh as Wholetime Director			

Place :

Date :

Signature of the Member