TAiNWALA

Date: 1st September, 2023

To,
The Corporate Relation Department,
Bombay Stock Exchange Limited,
1st Floor, New Trading Wing,
P. J. Tower, Dalal Street, Fort,
Mumbai – 400 001

To,
The Listing Department,
National Stock Exchange of India Limited
Exchange Plaza, Plot C/1, G Block,
Bandra Kurla Complex, Bandra (East),
Mumbai - 400 051

BSE Scrip Code: 507785

NSE Symbol: TAINWALCHM

Sub: Notice of 38th Annual General Meeting of the Company

Dear Sir/ Madam,

Pursuant to the Regulations 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the Notice of the 38th Annual General Meeting of the Company scheduled to be held on Tuesday, 26th September, 2023 at 2:00 p.m. (IST) through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM").

Kindly take the same on record.

Thanking you.

Yours faithfully,

For Tainwala Chemicals & Plastics (India) Limited

AARTI NANJI PARMAR
Digitally signed by AARTI NANJI PARMAR
Date: 2023.09.01 17:15:47 +05'30'

Aarti Parmar
Company Secretary & Compliance Officer
Membership No. A51702

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NOTICE

NOTICE IS HEREBY GIVEN THAT THE THIRTY EIGHTH ANNUAL GENERAL MEETING OF THE MEMBERS OF TAINWALA CHEMICALS AND PLASTICS (INDIA) LIMITED WILL BE HELD ON TUESDAY, SEPTEMBER 26, 2023 AT 2:00 P.M. (IST) THROUGH VIDEO-CONFERENCING ("VC")/ OTHER AUDIO VISUAL MEANS ("OAVM"), TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2023 together with the Reports of the Board of Directors and Auditors thereon.

2. To appoint a Director in place of Mrs. Simran Mansukhani (DIN: 06500475), who retires by rotation and, being eligible, offers herself for re-appointment.

SPECIAL BUSINESS:

3. To approve material Related Party Transaction(s) with Abhishri Packaging Private Limited.

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

"RESOLVED THAT pursuant to the provisions of Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") as amended from time to time, Section 188 of the Companies Act, 2023 and Rule 15 of Companies (Meeting of Board and its Powers) and other the applicable provisions of the Companies Act, 2013 ("Act"), read with Rules made thereunder, other applicable laws/ statutory provisions, if any, (including any statutory modification(s) or amendment(s) or re- enactment(s) thereof, for the time being in force), the Company's Policy on Related Party Transactions, and subject to such approval(s), consent(s), permission(s) as may be necessary from time to time and basis the approval and recommendation of the Audit Committee and the Board of Directors of the Company, the approval of the Members of the Company be and is hereby accorded to the Company to enter/ continue to enter into Material Related Party Transaction(s)/ Contract(s)/ Arrangement(s)/ Agreement(s) (whether by way of an individual transaction or transaction taken together or series of transactions or otherwise) with Abhishri Packaging Private Limited, the entity falling within the

definition of 'Related Party' under Section 2(76) of the Act and Regulation 2(1)(zb) of the SEBI Listing Regulations, for each of the financial years ("FY") in the course of (a) sale, purchase or supply of any goods or materials; (b) selling or otherwise disposing of, or buying, property of any kind; (c) leasing of property of any kind; (d) availing or rendering of any services ("Related Party Transactions") on such material terms and conditions as may be mutually agreed between related parties and the Company, such that the maximum value of the Related Party Transactions with such parties, in aggregate, does not exceed value of Rs. 5 Crores per financial year for a duration upto 5 years i.e. upto financial year 2027-28., provided that the said Transaction(s)/ Contract(s)/ Arrangement(s)/ Agreement(s) shall be carried out at in the ordinary course of business and in respect of transactions with related parties under Section 2(76) of the Act, are at arm's length basis.

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

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

4. To approve ratification of appointment of Mr. Devendra Anand (DIN: 09686031) as an Independent Non-Executive Director.

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

"RESOLVED THAT in accordance with the provisions of Sections 149, 150 and 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualifications of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mr. Devendra Anand (DIN: 09686031) who was appointed as an Additional Independent Director of the Company by the Board of Directors at their meeting held on August 8, 2022, and approved by members at Extra Ordinary General Meeting held on October 28, 2022 by passing ordinary resolution, be and is hereby ratified by the members to hold office for a term of 5 (Five) consecutive years upto August 7, 2027, not liable to retire by rotation.

RESOLVED FURTHER THAT in order to give effect to the above resolution, any Director of the Company be and are hereby severally authorized to do all such acts, deeds and things including filing of necessary forms with the Registrar of Companies to give effect to the above resolution."

5. To approve ratification of appointment of Mr. Uday Mehta (DIN: 00569577) as an Independent Non-Executive Director.

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

"RESOLVED THAT in accordance with the provisions of Sections 149, 150 and 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualifications of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mr. Uday Mehta (DIN: 00569577) who was appointed as an Additional Independent Director of the Company by the Board of Directors at their meeting held on August 8, 2022, and approved by members at Extra Ordinary General Meeting held on October 28, 2022 by passing ordinary resolution, be and is hereby ratified by the members to hold office for a term of 5 (Five) consecutive years upto August 7, 2027, not liable to retire by rotation.

RESOLVED FURTHER THAT in order to give effect to the above resolution, any Director of the Company be and are hereby severally authorized to do all such acts, deeds and things including filing of necessary forms with the Registrar of Companies to give effect to the above resolution."

By Order of the Board of Directors of
TAINWALA CHEMICALS AND PLASTIC (INDIA) LIMITED

Sd/-
Aarti Parmar
Company Secretary
Membership No. A51702

Place: Mumbai
Date: August 31, 2023

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

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Explanatory Statement

As required by Section 102 of the Companies Act, 2013 ("Act"), the following explanatory statement sets out all material facts relating to the business mentioned under Item Nos. 3, 4 & 5 accompanying Notice:

Item No. 3:

Approval of Material Related Party Transaction(s) with Abhishri Packaging Private Limited

Pursuant to the amended Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (''SEBI Listing Regulations''), the threshold limit for determination of material Related Party Transactions is the lower of Rs. 1,000 crores (Rupees One thousand crores) or 10% (Ten Percent) of the annual consolidated turnover of the listed entity as per the last audited financial statements of the listed entity and such material related party transactions exceeding the limits, would require prior approval of Members by means of an ordinary resolution.

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

The Company is proposing to enter into certain business transactions with APPL for the Financial Year 2023-24 and further years. The nature of transactions will be in the form of Purchase and Sale of Goods and Services from/ to APPL.

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

All contracts/ arrangements/transaction(s) to be entered into by the Company with APPL are/ will be in the ordinary course of business and are/ will be on arm's length basis and reviewed and recommended by the Audit Committee/ Board for placing it for approval of the shareholders in compliance with of the provisions of the Act/ Listing Regulations.

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

S. No.	Particulars	Details
1	Name of Related Party	Abhishri Packaging Private Limited
2	Nature of Relationship with the Company	A Private Company in which a Director and his relatives are Director and/ or Member
3	Name of the Director or Key Managerial Personnel who is related	Mr. Rakesh Tainwala, Mr. Ramesh Tainwala
4	Type of the proposed transaction	a. Purchase and Sale of Goods & Services b. Leasing of Property
5	Nature, duration/ tenure, material terms, monetary value and particulars of contract/ arrangement	Transactions in the normal course of business with terms and conditions that are generally prevalent in the industry segments that the Company operates in. Monetary value of transactions with a single related party subject to a maximum of Rs. 5 Crores per annum through contracts/ arrangements which are entered for a duration upto 5 years i.e., upto financial year 2027-28.
6	Particulars of the proposed transaction	Same as S. No. 4 and 5
7	Tenure of the transaction	Contracts/arrangements with a duration upto 5 years
8	Value of the proposed transaction	Upto Rs. 5 Crores per annum
9	The percentage of the listed entity's annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction	64.77%
10	Justification of the proposed transaction	During the course of purchase/ selling of Goods, obtaining/ rendering services, the Company also leverages niche skills, capabilities and resources of entities within the group. These transactions aim at providing enhanced level of user experience to the

		end-consumers of products and provide the entities within the group cutting edge technologies to sustain and grow their business.
11	Following additional disclosures to be made in case of loans, inter-corporate deposits, advances or investments made or given	
a.	Source of funds	Not Applicable
b.	In case any financial indebtedness is incurred to make or give loans, intercorporate deposits, advances or investment: • Nature of indebtedness; • cost of funds; and • tenure of the indebtedness	Not Applicable
c.	Terms of the loan, inter-corporate deposits, advances or investment made or given *(including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security)*	Not Applicable
d.	the purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT	Not Applicable
e.	Any other relevant information	All important information forms part of the statement setting out material facts, pursuant to Section 102(1) of the Act, forming part of this Notice

None of the Directors or Key Managerial Personnel of the Company or its respective relatives, other than as mentioned above, is concerned or interested, in the resolution.

It is pertinent to note that no related party shall vote to approve this Resolution whether the entity is a related party to the particular transaction or not.

Approval of the Members of the Company is therefore required in terms of Regulation 23 of the Listing Regulations, by way of passing of an Ordinary Resolution to the aforesaid Material Related Party Transactions to be entered for Financial Year 2023-24 and upto 5 years i.e., upto financial year 2027-28.

Item No. 4:

To approve ratification of appointment of Mr. Devendra Anand (DIN: 09686031) as an Independent Non-Executive Director.

Mr. Devendra Anand (DIN: 09686031) was appointed as an Additional Independent Director of the Company with effect from August 8, 2022. Your Board proposed and members approved to regularize his appointment and appointed him as an Independent Non-Executive Director of the Company under Section 149 and 161(1) of the Act for a term of 5 (Five) Years, commencing from August 8, 2022 upto August 7, 2027, not liable to retire by rotation, at the Extra Ordinary General Meeting of the Company held on October 28, 2022 by way of an Ordinary Resolution.

Mr. Devendra Anand is not disqualified from being appointed as a Director in terms of Section 164 of the Act. The company had received notice in writing from Mr. Devendra Anand proposing his candidature for the office of Director of the Company and declaration that he meets with the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Act and Regulation 16(1)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 at the time of his regularization in the Extra Ordinary General meeting held on October 28, 2022.

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

However, pursuant to Regulation 25(2A) of the SEBI (LODR) Regulations, 2015 appointment of an Independent Director of a listed entity shall be subject to the approval of shareholders by way of a Special Resolution. Accordingly, your Board recommends to the members, the ratification of appointment of Mr. Devendra Anand (DIN: 09686031) as a Special Resolution set out at item no. 4 for approval of the members.

Except Mr. Devendra Anand and his relatives, none of the Directors or Key Managerial Personnel of the Company and their relatives, are concerned or interested, financially or otherwise, in the resolution set out at item no. 4 of the accompanying notice of the Annual General Meeting.

Item No. 5:

To approve ratification of appointment of Mr. Uday Mehta (DIN: 00569577) as an Independent Non-Executive Director.

Mr. Uday Mehta (DIN: 00569577) was appointed as an Additional Independent Director of the Company with effect from August 8, 2022. Your Board proposed and members approved to regularize his appointment and appointed him as an Independent Non-Executive Director of the Company under Section 149 and 161(1) of the Act for a term of 5 (Five) Years, commencing from August 8, 2022 upto August 7, 2027, not liable to retire by rotation at the Extra Ordinary General Meeting of the Company held on October 28, 2022 by way of an Ordinary Resolution.

Mr. Uday Mehta is not disqualified from being appointed as a Director in terms of Section 164 of the Act. The Company had received notice in writing from Mr. Uday Mehta proposing his candidature for the office of Director of the Company and declaration that he meets with the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Act and Regulation 16(1)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 at the time of his regularization in the Extra Ordinary General meeting held on October 28, 2022.

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

However, pursuant to Regulation 25(2A) of the SEBI (LODR) Regulations, 2015 appointment of an Independent Director of a listed entity shall be subject to the approval of shareholders by way of a Special Resolution. Accordingly, your Board recommends to the members, the ratification of appointment of Mr. Uday Mehta as a Special Resolution set out at item no. 5 for approval of the members.

Except Mr. Uday Mehta (DIN: 00569577) and his relatives, none of the Directors or Key Managerial Personnel of the Company and their relatives, are concerned or interested, financially or otherwise, in the resolution set out at item no. 5 of the accompanying notice of the Annual General Meeting.

NOTES:

1. The Ministry of Corporate Affairs ("MCA") has vide its General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by Covid -19", General Circular Nos. 20/2020 dated May 5, 2020, and subsequent circulars issued in this regard, the latest being 10/2022 dated December 28, 2022 in relation to "Clarification on holding of Annual General Meeting (AGM) through Video Conferencing (VC) or Other Audio Visual Means (OAVM)", (collectively referred to as "MCA Circulars") permitted the holding of the Annual General Meeting ("AGM") through VC/OAVM, without the physical presence of the Members at a common venue. In compliance with the MCA Circulars, the AGM of the Company is being held through VC/ OAVM. The registered office of the Company shall be deemed to be the venue for the AGM.

2. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("Act") setting out material facts concerning the business under Item Nos. 4 to 6 of the notice, is annexed hereto.

3. In accordance with the aforesaid MCA Circulars and Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 issued by Securities Exchange Board of India (collectively referred to as "SEBI Circulars"), the Notice of the AGM along with the Integrated Annual Report for FY 2022-23 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company/ Depositories.

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

5. Members may note that the Notice and Annual Report 2022-23 will also be available on the Company's website www.tainwala.in, websites of the Stock Exchanges i.e., BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, and on the website of Linkintime https://instavote.linkintime.co.in

6. 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 this AGM is being held pursuant to the MCA Circulars 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 the AGM and hence the Proxy Form, Attendance Slip and route map of AGM are not annexed to this Notice.

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

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

a. **For shares held in electronic form:** to their Depository Participants (DPs)
b. **For shares held in physical form:** to the Company/ Registrar and Transfer Agents (RTA) in prescribed Form ISR-1 and other forms pursuant to SEBI Circular No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated March 16, 2023. In the absence of any of the required documents in a folio, on or after October 1, 2023, the folio shall be frozen by the RTA. Intimation letters along with Business Reply Envelopes for furnishing the required details are being sent by the Company.

9. Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022 has mandated the Listed Companies to issue securities in dematerialized form only while processing service requests viz. Issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/ exchange

of securities certificate; endorsement; sub-division/ splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR – 4, the format of which is available on the website of the Company's RTA, Link Intime India Private Limited ("Linkintime") at Link Intime India Pvt Ltd. It may be noted that any service request can be processed only after the folio is KYC Compliant.

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

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

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

13. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company as on the cut-off date will be entitled to vote during the AGM.

14. Members seeking any information/ having any questions with regard to the financial statements or any matter to be placed at the AGM, are requested to write to the Company on or before September 15, 2023 through e-mail on cs@tainwala.in. The same will be replied by the Company suitably.

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

16. The Register of Members and the Share Transfer Books of the Company will remain closed from September 20, 2023 to September 26, 2023 (both days inclusive).

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

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

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI Listing Regulations (as amended), and the Circulars issued by the MCA, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the ensuing 38th Annual General Meeting. For this purpose, the Company has entered into an agreement with Linkintime for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a Shareholder using remote e-voting system as well as e-voting on the day of the AGM will be provided by Linkintime.

The remote e-voting period commences on Friday, September 22, 2023 at 9.00 a.m. (IST) and ends on Monday, September 25, 2023 at 5.00 p.m. (IST). The remote e-voting module shall be disabled by Linkintime for voting thereafter. The Members, whose names appear in the Register of Members/ Beneficial Owners as on the record date (cut-off date), i.e., September 18, 2023 may cast their vote electronically.

REMOTE E-VOTING INSTRUCTIONS FOR SHAREHOLDERS:

As per the SEBI circular dated December 9, 2020, individual shareholders holding securities in demat mode can register directly with the depository or will have the option of accessing various ESP portals directly from their demat accounts.

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

1. Individual Shareholders holding securities in demat mode with NSDL

1. Existing IDeAS user can visit the e-Services website of NSDL viz... https://eservices.nsdl.com either on a personal computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login"" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name i.e. LINKINTIME and you will be re-directed to "InstaVote" website for casting your vote during the remote e-Voting period.
2. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com Select "Register Online for IDeAS Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp
3. 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. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/ Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number hold with NSDL), Password/ OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name i.e. LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period.

2. Individual Shareholders holding securities in demat mode with CDSL

1. Users who have opted for CDSL Easi/ Easiest facility, can login through their existing user id and password. The option will be made available to reach e-Voting page without any further authentication. The users to login Easi/ Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password.
2. After successful login the Easi/ Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by the company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider i.e. LINKINTIME for casting your vote during the remote e-Voting period. Additionally,

there are also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.

3. If the user is not registered for Easi/ Easiest, the option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.
4. Alternatively, the user can directly access the e-Voting page by providing Demat Account Number and PAN No. from an e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, the user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.

3. Individual Shareholders (holding securities in demat mode) login through their depository participants

You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/ CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/ CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on the Company name or e-Voting service provider name i.e. LinkIntime and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

4. Login method for Individual shareholders holding securities in physical form/ Non-Individual Shareholders holding securities in demat mode is given below:

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

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1. Open the internet browser and launch the URL: https://instavote.linkintime.co.in

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

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

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

   C. DOB/ DOI: Enter the Date of Birth (DOB)/ Date of Incorporation (DOI) (As recorded with your DP/ Company - in DD/MM/YYYY format)

   D. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/ Company.

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

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

   ▶ 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).

   ▶ Click "confirm" (Your password is now generated).

3. Click on 'Login' under **'SHARE HOLDER'** tab.

4. Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on **'Submit'.**

Cast your vote electronically:

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

TAINWALA CHEMICALS AND PLASTICS (INDIA) LIMITED

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Works: Plot No.87, Govt. Indl. Estate, Khadoli Village, Silvassa - 396230. Tel: 9574073331/ 957407332
E-Mail: simran@tainwala.in/ cs@tainwala.in
CIN: L24100MH1985PLC037387
Website: www.tainwala.in

3. Refer the Resolution description and cast your vote by selecting your desired option **'Favour/ Against'** (If you wish to view the entire Resolution details, click on the **'View Resolution'** file link).

4. After selecting the desired option i.e. Favour/ Against, click on **'Submit'.** A confirmation box will be displayed. If you wish to confirm your vote, click on **'Yes',** else to change your vote, click on 'No' and accordingly modify your vote.

Guidelines for Institutional shareholders:

Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on the e-voting system of LIIPL at https://instavote.linkintime.co.in and register themselves as **'Custodian/ Mutual Fund/ Corporate Body'**. They are also required to upload a scanned certified true copy of the Board Resolution/ Authority Letter/ Power of Attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the **'Custodian/ Mutual Fund/ Corporate Body'** login for the Scrutinizer to verify the same.

Helpdesk for Individual Shareholders holding securities in physical mode/ Institutional shareholders:

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

Helpdesk for Individual Shareholders holding securities in Demat mode:

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at : 022 - 4886 7000 and 022 - 2499 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

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Individual Shareholders holding securities in Physical mode has forgotten the password:

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

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

In case shareholders is having valid email address, Password will be sent to his/ her registered e-mail address. Shareholders can set the password of his/ her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/ DOI, Bank Account Number (last four digits) etc. as mentioned above. The password should contain minimum 8 characters, at least one special character (@!#$&), at least one numeral, at least one alphabet and at least one capital letter.*

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

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

Shareholders who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at above mentioned depository/ depository participants website.

- 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".

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

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

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

A. **Demat Account No. or Folio No:** Enter your 16 digit Demat Account No. or Folio No
  - Shareholders/ members holding shares in **CDSL demat account shall provide 16 Digit Beneficiary ID**
  - Shareholders/ members holding shares in **NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID**
  - Shareholders/ members holding shares in **physical form shall provide** Folio Number registered with the Company

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

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

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

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

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

1. Shareholders who would like to speak during the meeting must register themselves as a speaker by sending their request from their Registered Email address mentioning their Name, DP ID and client ID/ folio number, PAN, Mobile Number at cs@tainwala.in in advance on or before September 21, 2023.

2. Shareholders will get confirmation on first cum first basis depending upon the provision made by the company.

3. Shareholders will receive “speaking serial number” once they mark attendance for the meeting.

4. Other shareholder may ask questions to the panellist, via active chat-board during the meeting.

5. Please remember speaking serial number and start your conversation with panellist by switching on video mode and audio of your device.

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

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

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

1. On the Shareholders VC page, click on the link for e-Voting “Cast your vote”
2. Enter your 16 digit Demat Account No./ Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMEET and click on 'Submit'.
3. After successful login, you will see “Resolution Description” and against the same the option “Favour/ Against” for voting.
4. Cast your vote by selecting appropriate option i.e. “Favour/ Against” as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under ‘Favour/ Against'.
5. After selecting the appropriate option i.e. Favour/ Against as desired and you have decided to vote, click on “Save”. A confirmation box will be displayed. If you wish to confirm your vote, click on “Confirm”, else to change your vote, click on “Back” and accordingly modify your vote.
6. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

Note: Shareholders/ Members, who will be present in the Annual 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 Annual General Meeting will be eligible to attend/ participate in the Annual General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.

- Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.
- Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.
- Please note that Shareholders/ Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-FI or LAN connection to mitigate any kind of aforesaid glitches.
-

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

By Order of the Board of Directors of
TAINWALA CHEMICALS AND PLASTIC (INDIA) LIMITED

Sd/-
Aarti Parmar
Company Secretary
Membership No. A51702

Place: Mumbai
Date: August 31, 2023

Registered Office:
"Tainwala House ", Road No. 18, M.I.D.C., Marol,
Andheri (East), Mumbai - 400 093
CIN: L24100MH1985PLC037387
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Details of Directors seeking appointment/re-appointment at the Annual General Meeting

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

Particulars	**Details**
Name	Mrs. Simran Mansukhani
DIN	06500475
Date of Birth and Age	August 14, 1969 (53 years)
Date of Appointment	September 24, 2014
Qualifications	Chartered Accountant
Expertise in specific functional areas	Accounts, Taxation and Finance
Terms and Conditions of appointment/ re-appointment	Appointed as an Executive Director w.e.f. September 24, 2014 and appointed as a Chief Financial Officer w.e.f. October 29, 2015
Details of Remuneration sought to be Paid	Rs. 30.72 Lakhs p.a.
Number of Board meeting attended during the year (Financial Year 2022-23)	7 (Seven)
Directorships held in other companies (excluding Foreign Companies)	Instape Synergies Private Limited Eruna Technologies India Private Limited
Listed Entities from which he/ she has resigned as Director in past 3 years	Nil
Memberships/ Chairmanships of committees of other companies	Nil
Number of Equity Shares held in the Company	25

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