TAiNWALA

TRANSCRIPT OF 41ST ANNUAL GENERAL MEETING OF TAINWALA CHEMICALS AND PLASTICS (INDIA) LIMTIED HELD ON THURSDAY, 3RD SEPTEMBER, 2026

Moderator: Vinuthna

Good Afternoon, everyone. A very warm welcome to all the panel members and the shareholders for the 41st Annual General Meeting of Tainwala Chemicals and Plastic (India) Limited. We have the requisite quorum in place and currently there are 60 members present for the meeting. This meeting is being held through audio visual means in accordance with various circular issued by MCA and SEBI. The company has made all the necessary arrangements to enable the shareholders to participate and vote on items being considered in this meeting. We sincerly appreciate your presence and participation in this meeting.
Now I hand over the proceedings to the Company Secretary and Compliance Officer Ms. Divya Saboo.

Over to you Madam.

Company Secretary: Divya Saboo

Thank you, moderator.

A very good afternoon to all the Shareholders, Members of the Board of Directors, Auditors, and the Scrutinizer. I, Divya Saboo, Company Secretary & Compliance Officer of Tainwala Chemicals and Plastics (India) Limited, extend a warm welcome to each one of you. It is my honor and privilege to welcome you all to the **41st Annual General Meeting of Tainwala Chemicals and Plastics (India) Limited** for the Financial Year 2025-26, which is being conducted through **Video Conferencing (VC) mode.**

This 41st Annual General Meeting (AGM) of the Company is being conducted through video conferencing as per the notifications/circulars issued by Ministry of Corporate Affairs and Securities and Exchange Board of India from time to time. Video Conferencing facility of this meeting is being provided by MUFG Intime India Private Limited (MUFG Intime), Formerly known as Link Intime India Private Limited.

The Company had dispatched the Annual Report for financial year 2025-26, including the Notice of the AGM, electronically to the Members on 10th August, 2026 whose e-mail addresses were registered with the Company or RTA. For members without registered email address, Inland Letters were dispatched, containing the web link to access the Notice and Annual Report. The deemed venue of this meeting is the Registered Office of the Company.

The Company has taken all feasible steps to ensure that the Members are provided with an opportunity to participate in the AGM and exercise their voting rights. Detailed instructions for participation as speakers and for e-voting were provided in the Notice of the AGM. As per the MCA Circulars the facility of appointing a proxy at the meeting is not available.

Please note that the proceedings of this meeting are being recorded for compliance purpose.
All the members are informed that they will be kept on mute by the moderator in order to avoid any disturbance. Once Question and Answer session starts, the moderator will unmute respective speaker shareholder after announcing his or her name who have registered themselves before the date of Annual General Meeting.

For a smooth interaction, speaker shareholders are requested to keep the following points in mind:

i) Kindly use earphones for better clarity;
ii) Ensure strong internet connectivity;
iii) Enable their video, or otherwise raise queries through audio;
iv) Note that if connectivity is lost, the next speaker will be invited, and their query will be taken up later;
v) Contact the helpline number (as mentioned in the AGM Notice) in case of any technical difficulties faced by them.

With this, I now request Mr. Ramesh Tainwala, Chairman & Managing Director of the Company, to take charge of the proceedings of the Annual General Meeting**.**

Chairman: Mr. Ramesh Tainwala

Good afternoon, everyone.

The requisite quorum being present, I call this 41st Annual General Meeting in order.

It gives me pleasure to introduce the Directors attending this Annual General Meeting through Video Conferencing:

- Mr. Rakesh Tainwala, Non-Executive Director;
- Ms. Upasana Babel, Director, Chief Financial Officer and Member of Audit Committee;
- Mr. Ketan Barai, Independent Director and Chairman of the Audit, Nomination & Remuneration, and Stakeholders Relationship Committees;
- Mr. Uday Mehta Independent Director and Member of the Audit, Nomination & Remuneration and Stakeholders Relationship Committees;

We are also joined by: Mr. Amit Kumar Guglia, Representative of M/s. R. Mohnot & Co. LLP, Internal Auditors; Mr. Haridas Bhat, Partner of M/s. GMJ & Co., Statutory Auditors; Mr. Avinash A. Mehta, Partner of M/s. SDBA & Co., Proposed Statutory Auditors; Mr. Alpesh Jagdishbhai Nayak, Proposed Independent Director; Mr. Nirmal Gupta, Partner of M/s. GMJ & Associates, Secretarial Auditors; Mr. Malay Shah, Scrutinizer from M/s. Malay Shah & Associates, Company Secretaries.

I would also like to convey the inability of Mr. D S Anand, Director of the Company to attend the meeting due to his other preoccupation.

The Notice convening the 41st AGM along with the Annual Report for financial year 2025–26 has been circulated to all members. With the consent of the Members, I take the notice convening the meeting as read.

I would like to inform the members that the Statutory Auditors & Secretarial Auditors have not made any qualifications, reservations, or adverse remarks in their report for the financial year ended 31st March 2026. Therefore, with your permission, Auditors' report is also taken as read.

The statutory registers and other documents, as required under the Companies Act, 2013, are available for inspection upon request made to the Company Secretary at the Registered Office.

HIGHLIGHTING BUSINESS PREFORMANCE DURING THE FINANCIAL YEAR 2025-26:

Yeah, now coming to the **business performance during the financial year 2025-26,** It gives me pleasure to share that the Company has witnessed improvement in the company's performance during the year under review. The Company had achieved total revenue of ₹17.83 Crores as against ₹16.42 Crores in the previous year. The profit after tax for the year stood at ₹10.78 Crores as against ₹4.92 Crores in the previous year.

The Company continues to focus on maintaining tighter cost control and managing its operational capacity more efficiently. The Management remains committed to increasing revenue by identifying new markets and exploring emerging new business opportunities.

Future Outlook: The company remains committed to identifying and pursuing opportunities that align with the strategic objective while maintaining financial discipline and effective risk management practices.

Dividend: During the financial year under review, the Board of Directors declared an interim dividend of ₹3/- per equity share on 5th August 2025, which was duly paid to the shareholders on 22nd August 2025.

Subsequent to the close of the financial year, the Board of Directors again declared an Interim dividend for FY 2026-27 of ₹3/- per equity share on 5th August 2026, which was duly paid to the shareholders on 20th August 2026.

Members are requested to ensure that their KYC details are duly completed and updated with the Registrar & Transfer Agent (RTA) to enable timely communication and seamless receipt of benefits from the Company.

Corporate Governance: We remain deeply committed to the principles of good governance, transparency, and accountability in all our operations. The Annual Report provides detailed disclosures to help our Members evaluate the Company's performance and prospects.

Thank you.

I now request Ms. Divya Saboo, to take up the agenda items.

Company Secretary: Divya Saboo

Thank you, Sir.

Proceeding further, I would like to inform the Members that pursuant to the provisions of Section 108 of the Companies Act, 2013, the Rules framed thereunder, and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has provided its Members with the facility to cast their votes electronically, both through remote e-voting as well as e-voting during this Annual General Meeting.

The remote e-voting facility was made available from Monday, August 31, 2026 at 9:00 a.m. (IST) and concluded on Wednesday, September 2, 2026 at 5:00 p.m. (IST). Members who have not cast their vote through remote e-voting may exercise their vote during the AGM. The e-voting facility will remain open for 15 minutes after the conclusion of this meeting.

Since this AGM is being conducted through video conferencing, the resolutions have already been circulated and put to vote through remote e-voting. Accordingly, the requirement of proposing and seconding resolutions at this meeting is not applicable.

We shall now take up the items of business as set out in the Notice of the AGM.

The first three items relate to **Ordinary Business**:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2026 together with the Reports of the Board of Directors and Auditors thereon.
   Resolution – The resolution is to be passed as an Ordinary Resolution.

2. To appoint a Director in place of Mr. Rakesh Dungarmal Tainwala (DIN: 00237671), who retires by rotation and, being eligible, offers himself for re-appointment.
   Resolution – The resolution is to be passed as an Ordinary Resolution.

3. To appoint M/s. SDBA & Co., Chartered Accountants (FRN: 142004W), as Statutory Auditor of the Company in place of M/s. GMJ & Co, Chartered Accountants the retiring Statutory Auditors.
   Resolution – The resolution is to be passed as an Ordinary Resolution.

The remaining six items relate to the **Special Business, i.e.,**

4. To consider and approve the appointment of Mr. Alpesh Jagdishbhai Nayak (DIN: 11848319) as a Non-Executive Independent Director for a period of five years from 3rd September, 2026 to 2nd September, 2031.
   Resolution – To be passed as a Special Resolution.

5. To consider and approve re-appointment of Mr. Ramesh Tainwala (DIN: 00234109) as Chairman and Managing Director of the Company for a period of five years from 9th August, 2027 to 8th August, 2032.
   Resolution – To be passed as a Special Resolution.

6. To consider and approve the re-appointment of Mr. Devendra Saligram Anand (DIN: 09686031) as a Non-Executive Independent Director for a period of five years from 8th August, 2027 to 7th August, 2032.
   Resolution – To be passed as a Special Resolution.

7. To consider and approve the re-appointment of Mr. Uday Ramniklal Mehta (DIN: 00569577) as a Non-Executive Independent Director for a period of five years from 8th August, 2027 to 7th August, 2032.
   Resolution – To be passed as a Special Resolution.

8. To approve material related party transaction(s) with Abhishri Packaging Private Limited.
   Resolution – To be passed as an Ordinary Resolution.

9. To contribute to bona fide and charitable funds in terms of Section 181 of the Companies Act, 2013.
   Resolution – To be passed as a Special Resolution.

The text of the resolutions along with respective explanatory statements, has been provided in the Notice circulated to the Members.

With this, I now invite the registered shareholders to participate in Question-and-Answer session. The moderator will take the session forward.

Over to you Ma'am.

Moderator: Vinuthna

Thank you Madam.

We will now begin the question answer session. I request our speaker shareholders to unmute themselves and switch on their camera and ask their question upon announcement of their name.

Our speaker number one Mr. Bimal Kumar Agarwal, our speaker number two Mr. Manjit Singh, our speaker number three Dharmesh Pravinbhai Gosalia our speaker number four Yusuf Yunus Rangwala are currently and not present in the panel.

So now I invite our speaker number five Mrs. Lekha Satish Shah. Ma'am, you're now in the panel. You may start your camera and ask your question.

Speaker Shareholder: Lekha Satish Shah:

Hello, am I Audible?

Moderator: Vinuthna

Yes, ma'am, you're audible.

Speaker Shareholder: Lekha Shah

Thank you, Vinuthna mam. Respected Chairman sir, Board of Directors, and my Fellow Members.
Good afternoon and regards to everyone. Myself, Lekha Shah, and I'm joining this meeting from Mumbai. As I would say, I would like to sincerely thank our company secretary, Divya ma'am, for sending the AGM report well in advance. I found the AGM report. I'm delighted to say it's so beautiful, full of colours, informative, comprehensive, and enriched with valuable facts. Once again, thank you so much, my company secretary.

Thank you, chairman sir, for insightful and well-present addresses. Chairman sir, I'm confident that with your vision and determination, you will lead our company to greater heights. And also, I pray to God our company should progress more and more under you and your team's work.

I congratulate chairman sir, the board of directors, and all the employees for the effective dedication during the year. I appreciate the company performance and wish the management continued success and growth. Best wishes for all the festivals happening right now.

May God bless the Tainwala company to perform better in the coming days. Chairman sir, I would like to ask you questions. My first question is; what steps are being taken to improve operating margins? And my second question is, what steps are being taken to improve ROE and ROCE? Chairman sir, I hope the company will continue video conference meetings in the future.

So, I would like to say I strongly appreciate my support all the resolutions before the meeting today. Thank you, sir.

Ms. Divya Saboo: Thank you ma'am.

Moderator: Vinuthna

Thank you, ma'am. Now I invite our speaker number six Ms. Shiny Shaji.
Ma'am, you're now in the panel. You may start your camera and ask your question.

Speaker Shareholder: Shiny Shaji Kurian

Hello, am I Audible?

Ms. Divya Saboo: Yes, ma'am, you're audible.

Speaker Shareholder: Shiny Shaji Kurian: Thank you, ma'am.

Good afternoon, Respected Chairman Sir, Board of Directors, and Member of Board, and my fellow Shareholders. I am Shiny Shaji from Mumbai. I would like to thank the company for giving me the opportunity to speak.

First, I would like to thank the company secretary, Divya Ma'am, for sending the annual report well in advance. It was informative, detailed, and full of useful facts and figures, which helped to understand the company's performance and future plans better.

I have a few questions to ask.
First question is, what step is the company taking to develop new product and use new technology in the plastic business? Second question is, what are the company plans for the next three to five years, especially regarding expansion and growth?

I would like to once again thank the company and the entire team for the hard work and commitment. I would also like to extend my warm wishes to everyone for all the upcoming festivals. I congratulate the management on their efforts and wish the company continued growth, success, and bright future.

With these words, I support all the resolutions placed before the meeting. Thank you.

Ms. Divya Saboo: Thank you.

Moderator: Vinuthna

Thank you, madam.

Now I invite our speaker number seven Mr. Satish Jayantilal Shah.
Sir, you're now in the panel, you may start your camera and ask your question.

Speaker Shareholder: Mr. Satish Jayantilal Shah

Hello, can you hear me?

Moderator: Vinuthna: Yes sir, you're audible.

Mr. Satish Shah: Thank you. Mere naam Satish Shah hai. Aapne chairman speech mein company k baaare mein bohot aacha se samjha diya hai. Sir, is saal company ka performance bhi aacha raha hain or humein dividend bhi aacha mila hai. So, I would like to know what is the dividend policy of the company. Sir, can you tell me about the capex of the company or aapne jo bhi resolution rakha hai usme mera full support hai. Wish you all the best. Thank you.

Ms. Divya Saboo: Thank you, sir.

Moderator: Vinuthna

Thank you, sir. Our speaker number eight, Mr. Jehangir Rohinton Batiwala and our speaker number nine, Ms. Jaya Bharathi Tumuluri is currently not present in the panel. So now I invite our speaker number ten Mr. Bharat Shah.
Sir, you are now in the panel. You may start your camera and ask your question.

Speaker Shareholder: Bharat Shah: Can you hear me, sir?

Ms. Divya Saboo: Yes sir, we can hear you.

Speaker Shareholder: Bharat Shah

Mr. Chairman, all directors, shareholders, my name is Bharat Shah. Sir, I read your statement and listened to your speech. You have been leading the company for a long time. I would like to thank you, sir. And, sir, I would like to thank the company secretary, Divya ji, and her entire CS team. The company is very well-organised. You have provided the best investor service, sir. If someone has a query, they always solve it. They respect the shareholder. You have provided the best investor service. I would like to thank your entire team, sir.

And, sir, I would like to wish you a happy Ganesh Chathurthu, happy Diwali. And your health is good, sir. The company is doing well, sir.

Sir, I have a request. It has been many years since I met you. Next year, if possible, please keep a physical meeting AGM, so that I get a chance to meet me. So, sir, please do it. And, sir, I have your full support in all the resolutions. Thank you very much, sir.

Jai Hind. Vande Mataram.

Sir, Mrs. Smita Shah also wants to say something.

Mrs. Smita Shah: Hello.

Ms. Divya Saboo: Yes, ma'am.

Mrs. Smita Shah:
Okay.
Thank you. I would like to thank the chairperson, Mr. Ramesh, and all the directors present here. I, Smita Bharat Shah, would like to thank you all.

First of all, I would like to thank the CS team. With very good and full information, the transfer of the balance sheet that you sent us, and the opportunity to talk to you through the link you sent us, I would like to take this opportunity to thank the hardworking company secretary, Ms. Divya from the bottom of my heart. I would also like to congratulate Divya on her good job.
Mr. Chairman, Mr. Ramesh, you also mentioned about the company in your speech. I would like to congratulate you on your good work, sab chote bade employees ki hardwork or mehnat ki sharana krte hai woh aapke good work k liye mein abhi-nandan deti hu or aapne jo Rs. 3 per share per equity share jo dividend diya hai uske liye bhi mein dhanywad krti hu or sir mein ye umeed krte hue aapko shubhkmanayein deti hu ki company humari dhero saari unnati k sath prakati kare aaghe badhe or aap future mein bhi or bhi badiya dividend de paao or bas aap humesha good health, wealth k saath bane rahe or humesha tarakki ki or badhe or humesha khush rahe prasann rahe or humesha company ko aaghe badhate rahe or aane wale shree ganesh ji aapki har manokamna puri kare, shree ganesh ji k charno mein, mein prathna krte hue mein heartly shubhkamna aapke saath hai or Navratri or dushera ki bhi subhkamnayein dete hue.

Dhanywaad Sir.

Ms. Divya Saboo: Thank you so much, ma'am, for your kind words.

Moderator: Vinuthna

Thank you, ma'am.
Now I invite our speaker number 11, Mr. Kishor Ratilal Kachalia. Sir you're now in the panel. You may start your camera and ask your question. Kishore sir, you may unmute yourself and ask your question.

There seems some connectivity issue.

So now I invite our speaker number 12, Mr. Naresh Ratilal Kachalia.

Sir you're now in the panel. You may start your camera and ask your question.

Speaker Shareholder: Mr. Naresh Ratilal Kachalia : Hello. Am I audible?

Moderator: Vinuthna Yes, sir. You're audible.

Speaker Shareholder: Mr. Naresh Ratilal Kachalia

Okay. Good afternoon, everybody. Respected Chairman, Board of Directors, fellow shareholders.

I am pleased to participate as a shareholder of Tainwala Chemicals and Plastics (India) Limited. I sincerely appreciate the management efforts toward the company growth and shareholder's value. I wish the company continuous success and request the management to keep the strengthening, profitable, transparency and long-term shareholder return.

I like to say, recently you have placed the name of Kishor Ratilal Kachalia. He is my elder brother sitting next to me. Actually, there is some technical errors from the site, I don't know why, what is there, but he tried to speak. But on behalf of my entire family, everyone is a shareholder of your company and a well-wisher of your company.

I wish you all the best and our presence is just to acknowledge you and appreciate you with a good beginning and the upcoming years. So wish you all the best. Thank you.

Ms. Divya Saboo: Thank you, sir.

Moderator: Vinuthna: Thank you, sir.

Our speaker number 13, Mrs. Rama Ratilal Kachalia, speaker number 14, Bhanumati Ratilal Kachalia, speaker number 15, Pragna Kishor Kachalia, speaker number 16, Parag Kishor Kachalia are currently not present in the panel.

With this, we complete our speaker shareholder queries. Now I hand over the proceedings to the Company Secretary and Compliance Officer, Ms. Divya.

Over to you, madam.

Company Secretary: Divya Saboo

Thank you to all the speaker shoulders. I hereby conclude the query session.

Now, I request members attending this AGM, who have not casted their vote by remote e-voting are entitled to exercise their right to vote by e-voting after the conclusion of the AGM within 15 minutes and thereafter the voting will be concluded.

The Board of Directors has appointed M/s. Malay Shah & Associates, Company Secretaries, as the scrutinizer for scrutiny of the votes cast through the remote e-voting platform and also for electronic voting at the AGM and they shall submit their Consolidated Report on remote e-voting and electronic voting at this meeting within the stipulated time.

The result along with scrutinizer report will be submitted to the stock exchanges, i.e. NSE and BSE and will also be placed on the website of the Company.

I now request the Chairman, to conclude the AGM.

Chairman: Mr. Ramesh Tainwala

Thank you, everybody, especially the shareholders like Lekhaji, Shiny shaji, Satishji, Bharat Shah and Mr. Kachalia who took out their time and attended the AGM. I am also very appreciative of the fact that Divya clearly seems to be the favourite of all the shareholders.

Good job, Divya. The rest of the team also, you know, Upasana is the Director and CFO of the company. She is also doing a good job. The entire team is doing what best they could possibly be doing.

There are some specific questions regarding the operating income, return on investment, return on capital and things like that. Those are the questions. Please send it to Divya, to our team. She will get a more specific reply for you and share it with you.

There were some questions were asked regarding, you know, what is our expansion plans and dividend policies and things like that. We would definitely endeavour that, you know, company maintains or betters the current dividend policy that we have in the company. Definitely part of the earnings of the company every year will be distributed back to the shareholders. But there are always ups and downs in business. So we try to maintain a somewhat uniform dividend policy unless until we have an outlook over next three to five years that the income would definitely be rising. In that case, we will look at increasing the dividend payout ratio as well.

With this, I would like to take opportunity to thanks my colleagues on the board, our employees, customers, suppliers, bankers, auditors, legal advisors, consultants and business partners, all of whom have contributed significantly to the company's journey.

With this, I declare that the 41st Annual General Meeting of the company stands concluded at the end of 15 minutes from now upon closure of the voting window. Thank you once again and wishing you all good health, happiness, prosperity and a pleasant upcoming festival season.

Moderator: Vinuthna:

Thank you, sir. On behalf of Tainwala Chemicals and Plastics (India) Limited, I thank you all for participating in the 41st Annual General Meeting. Please note that the e-voting facility will remain open for the next 15 min.
Thank you everyone.
You may now exit from the Webex Panel.

All the Panel Members: Thank You.

Moderator: Vinuthna: Thank you.