



# GANPATI PLASTFAB LIMITED

Registered Office: 334, ShekhawatMansingh Block, Nemi Sagar Colony, Queens Road, Vaishali Nagar Jaipur PH: 0141-4023650  
Administrative Office: C-58(B), Road No.2-D, Industrial Area, Bindayaka Jaipur – 302 012 Ph.0141-2240573, 2240721  
Email: mail@gpl.co.inCIN: - L25209RJ1984PLC003152 Website: [www.gpl.co.in](http://www.gpl.co.in)

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## NOTICE

Notice is hereby given that the Extraordinary General Meeting of the Members of the company will be held on Saturday, March 22, 2025 at 03.00 P.M. at Administrative Office of the Company situated at C-58 (B), Road No. 2-D, RIICO Industrial Area, Bindayaka, Jaipur-302012 (Raj.) to transact the following business:

### **Special Business:**

- 1. To appoint Mr. Naresh Kumar Soni (DIN: 10883897) as an Independent Non-Executive Director of the Company.**

To consider and, if thought fit, to pass with or without modification(s), the following as a **Special Resolution:**

**“RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, *(including any statutory modification(s) or re-enactment thereof, for the time being in force)*, and other applicable provisions of the Act, read with rules made there under and the Article of Association and pursuant to the recommendation of the Nomination and Remuneration Committee and approved by the Board of Directors, Mr. Naresh Kumar Soni (DIN: 10883897) who was appointed by the Board of Directors as an Additional Director (Independent) of the Company w.e.f. 24<sup>th</sup> December, 2024 and who has submitted a declaration that he meets the criteria for independence as provided in section 149(6) of the Act, rules made there under and Regulation 16(1)(b) (as amended) of the Listing Regulations and who is eligible, for appointment, and in respect of whom the Company has received a notice in writing under Section 160 of the Act have been received in the prescribed manner, be and is hereby appointed as a Non-Executive Independent Director of the Company, not liable to retire by rotation, for a period of 5 (five) consecutive years with effect from 24<sup>th</sup> December, 2024 to 23<sup>rd</sup> December, 2029.”

- 2. To appoint Mr. Samveg Arora (DIN: 00407334) as an Independent Non-Executive Director of the Company.**

To consider and, if thought fit, to pass with or without modification(s), the following as a **Special Resolution:**



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**“RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, *(including any statutory modification(s) or re-enactment thereof, for the time being in force)*, and other applicable provisions of the Act, read with rules made there under and the Article of Association and pursuant to the recommendation of the Nomination and Remuneration Committee and approved by the Board of Directors, Mr. Samveg Arora (DIN: 00407334) who was appointed by the Board of Directors as an Additional Director (Independent) of the Company w.e.f. 24<sup>th</sup> December, 2024 and who has submitted a declaration that he meets the criteria for independence as provided in section 149(6) of the Act, rules made there under and Regulation 16(1)(b) (as amended) of the Listing Regulations and who is eligible, for appointment, and in respect of whom the Company has received a notice in writing under Section 160 of the Act have been received in the prescribed manner, be and is hereby appointed as a Non-Executive Independent Director of the Company, not liable to retire by rotation, for a period of 5 (five) consecutive years with effect from 24<sup>th</sup> December, 2024 to 23<sup>rd</sup> December, 2029.”

**By Order of the Board of Directors**  
*for Ganpati Plastfab Limited*

**SD/-**  
**Vinita Kanwar**  
**Company Secretary and Compliance Officer**  
**M. No.: A61018**  
**Jaipur, February 24, 2025**

**Registered Office:**

334, Shekhawat Mansingh Block, Nemi Sagar Colony,  
Queens Road, Jaipur- 302016 Rajasthan  
Tel.: 0141-2361984; Email: secretarygpl84@gmail.com; Website: www.gpl.co.in;  
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## NOTES

1. A member entitled to attend and vote at the meeting is entitled to appoint one or more proxies to attend and vote instead of himself/herself and a proxy need not be a member of the company proxies in order to be effective must be duly filled, stamped, signed and should be deposited at the company's registered office not later than forty-eight hours before the commencement of the meeting. Proxies submitted on behalf of limited companies, societies, partnership firms, etc., must be supported by appropriate resolution / authority as applicable, issued on behalf of the appointing organization. a person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the company carrying voting rights, in case a proxy is proposed to be appointed by a member holding more than 10% of the total share capital of the company carrying voting rights, then such proxy shall not act as a proxy for any other person or member. the proxy-holder shall prove his identity at the time of attending the meeting.

In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.

For convenience of Members, route map of the venue of the EGM is enclosed in this Notice.

Members / Proxies / Representatives are requested to bring the attendance slip, annexed herewith, for attending the meeting, duly completed and signed mentioning therein details of their DP ID and Client ID / Folio No.

2. Members / Proxies / Representatives are requested to bring the attendance slip, for attending the meeting, duly completed and signed mentioning therein details of their DP ID and Client ID / Folio No.
3. The Notice OF Extra Ordinary General Meeting, process and manner of remote e-voting, Attendance Slip and Proxy form are being sent by e-mail to those Members who have registered their e-mail address with the Company or with their respective DP or Registrar and Share Transfer Agents of the Company.
4. Please note that except Members / Proxies / Representatives / Invitees of the Company, no other person shall be allowed to attend the Meeting at the Venue. Relatives and acquaintances accompanying Members will not be permitted to attend the Meeting at the venue.
5. In continuation with the MCA General Circulars No. 20/2020 dated May 5, 2020 & MCA General Circular No. 02/2022 dated May 5, 2022, SEBI Circular Nos. SEBI/



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HO/CFD/CMD2/CIR/P/2022/62 and SEBI/HO/DDHS/P/ CIR/2022/0063 dated May 13, 2022 and in accordance with the General Circular No. 10/2022 and General Circular No. 11/2022 dated 28.12.2022 & SEBI/HO/ CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023. In compliance with the provisions of the Companies Act, 2013 (“the Act”), the Notice of EGM are being sent only in electronic mode to those Members whose e-mail addresses are registered with the Company / niche or the Depository Participant(s).

6. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, which sets out details relating to Special Business at the meeting, has been annexed separately.
7. Pursuant to regulations 26(4) and 36(3) of the Listing Regulations and the Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, the relevant details of Directors seeking Appointments or Reappointment at this EGM are also annexed to this notice.
8. Members are requested to register/update their e-mail addresses, in respect of electronic holdings with the Depository through the concerned Depository Participants and in respect of physical holdings with the Company / Niche.
9. A copy of the Notice of this EGM is available on the website of the Company at [www.gpl.co.in](http://www.gpl.co.in), website of the Stock Exchanges where the shares of the Company are listed i.e. CSE Limited at [www.cse-india.com](http://www.cse-india.com).
10. Members are requested to
  - a. intimate to Niche/Company, changes, if any, pertaining to their postal address, e-mail address, telephone/ mobile numbers, Permanent Account Number (PAN), mandates, nominations, in prescribed Form ISR-1 and other forms pursuant to SEBI Circular No. SEBI HO /MIRSD/MIRSD\_RTAMB/P/ CIR/2021/655 dated November 3, 2021, in case of Shares held in physical form;
  - b. intimate to the respective Depository Participant, changes, if any, in their registered addresses at an early date, in case of Shares held in dematerialized form;
  - c. quote their folio numbers/Client ID/DP ID in all correspondence;
  - d. consolidate their holdings into one folio in case they hold Shares under multiple folios in the identical order of names; and
  - e. register their PAN with their Depository Participants, in case of Shares held in dematerialized form.



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- 11.** The members / investors may send their complaints/ queries, if any to the Company's Registrar and Share Transfer Agents' E-mail id: nichetechpl@nichetechpl.com or to the Company's designated/exclusive E-mail id:secretarygpl84@gmail.com
- 12.** Members can avail of the facility of nomination in respect of shares held by them in physical form pursuant to the provisions of Section 72 of the Act and Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014. Members desiring to avail of this facility may send their nomination in the prescribed Form No. SH-13 duly filled in to niche at the above-mentioned address. Members holding shares in electronic form may contact their respective Depository Participants for availing this facility.
- 13.** Members holding physical shares may kindly note that if they have any dispute against the Company or the registrar & share transfer agent (RTA) on delay or default in processing the request, they may file for arbitration with the stock exchanges in accordance with SEBI circular dated May 30, 2022
- 14.** As per Regulation 40 of the Listing Regulations as amended, securities of listed companies can be transferred only in dematerialized form with effect from April 1, 2019, except in case of transmission or transposition of securities. Further SEBI vide its Circular dated January 25, 2022, has mandated that securities shall be issued only in dematerialized mode while processing duplicate / unclaimed suspense / renewal / exchange / endorsement / sub-division / consolidation / transmission / transposition service requests received from physical securities holders. In view of the above and to eliminate risk associated with physical shares and to avail various benefits of dematerialization, Members are advised to dematerialize their shares held in physical form.

Members are accordingly requested to get in touch with any Depository Participant having registration with SEBI to open a Demat account or alternatively, contact niche to seek guidance in the demat procedure. Members may also visit website of depositories viz. National Securities Depository Limited at <https://nsdl.co.in/faqs/faq.php> or Central Depository Services (India) Limited at <https://www.cdslindia.com/Investors/open-demat.html> for further understanding the demat procedure.

- 15.** In compliance with the provisions of Section 108 of the Act, and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and the provisions of Regulation 44 of the Listing Regulations, the Members are provided with the facility to cast their vote electronically, through the remote e-voting services provided by CDSL on all resolutions set forth in this Notice.



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The remote e-voting period commences at 9.00 a.m. IST on Wednesday, March 19, 2025 and ends at 5.00 p.m. IST on Friday, March 21, 2025. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e., Saturday, March 15, 2025 may cast their vote electronically in the manner and process set out here in above. The remote e-voting module shall be disabled for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently.

## A. VOTING THROUGH ELECTRONIC MEANS

- (I) In compliance with the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of the SEBI Listing Regulations and in terms of SEBI Circular no. SEBI/HO/CFD/CMD/ CIR/P/2020/242 dated December 9, 2020 in relation to “e-voting Facility Provided by Listed Entities”, the Members are provided with the facility to cast their vote electronically, through the e-voting services provided by CDSL, on all the resolutions set forth in this Notice. The instructions for e-voting are given herein below.
- (II) The remote e-voting period commences on 9.00 a.m. IST on Wednesday, March 19, 2025 and ends at 5.00 p.m. IST on Friday, March 21, 2025. During this period, Members holding shares either in physical form or in dematerialized form, as on Saturday, March 15, 2025 i.e. cut-off date, may cast their vote electronically.
- (III) The e-voting module shall be disabled by CDSL for voting thereafter. Members have the option to cast their vote on any of the resolutions using the remote e-voting facility, either during the period commencing Wednesday, March 19, 2025 (9:00 A.M. IST) to Friday, March 21, 2025 (5:00 P.M. IST) or e-voting during the EGM. Members who have voted on some of the resolutions during the said voting period are also eligible to vote on the remaining resolutions during the EGM.
- (IV) The Members who have cast their vote by remote e-voting prior to the EGM may also attend/participate in the EGM but shall not be entitled to cast their vote on such resolution again.
- (V) The company has appointed Mr. Sandeep Kumar Jain, Designated Partner of M/s. ARMS & Associates LLP, Company Secretaries (Membership No. FCS 5398) as the scrutinizer to scrutinize the voting at the EGM and remote e-voting process, in a fair and transparent manner.



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(VI) The voting rights of Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date.

(VII) The details of the process and manner for remote e-voting are explained herein below:

## A. Login method for remote e-voting for individual shareholders holding securities in dematerialized mode:

Pursuant to SEBI Circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on “e-voting facility provided by Listed Companies”, e-voting process has been enabled to all the individual demat account holders, by way of single login credential, through their demat accounts/websites of Depositories/ DPs to increase the efficiency of the voting process. Individual demat account holders would be able to cast their vote without having to register again with the e-voting service provider (“ESP”) thereby not only facilitating seamless authentication but also ease and convenience of participating in e-voting process. Shareholders are advised to update their mobile number and e-mail ID with their DPs to access e-voting facility.

Login method for individual shareholders holding securities in dematerialized mode is given below:

Type of shareholders	Login method
Individual shareholders holding securities in dematerialized mode with CDSL	<ol style="list-style-type: none"><li>Existing Users who have opted for Easi/Easiest facility, they can login through their user ID and password. Option will be made available to reach e-voting page without any further authentication. The URL for users to login to Easi/ Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or visit <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on New System Myeasi.</li><li>After successful login of Easi/Easiest user will be able to see the e-voting menu. The menu will have links of e-voting service provider. Click to cast your vote.</li><li>If the user is not registered for Easi/ Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a>.</li><li>Alternatively, the user can directly access e-voting page by providing demat account number and PAN number from a link in <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered mobile &amp; email as recorded in the demat account. After successful authentication, user will be able to see the e-voting option where the e-voting is in progress and also able to directly access the system of all e-</li></ol>



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<p>Individual Shareholders holding securities in dematerialized mode with NSDL</p>	<p>voting service providers.</p> <p><b>1) NSDL IDeAS Facility</b></p> <p><b>If you are already registered for NSDL IDeAS facility,</b></p> <ol style="list-style-type: none"><li>1. Please visit the e-services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> either on a personal computer or on a mobile.</li><li>2. Once the home page of e-services is launched, click on the 'Beneficial Owner' icon under 'Login' which is available under 'IDeAS' section.</li><li>3. A new screen will open. You will have to enter your user ID and password. After successful authentication, you will be able to see e-voting services.</li><li>4. Click on 'Access to e-voting' under e-voting services and you will be able to see e-voting page.</li><li>5. Click on options available against company name or e-voting service provider – NSDL and you will be redirected to the NSDL e-voting website for casting your vote during the remote e-voting period or voting during the meeting.</li></ol> <p><b>If the user is not registered for IDeAS e-Services,</b></p> <ol style="list-style-type: none"><li>1. The option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>.</li><li>2. Select 'Register Online for IDeAS' or click on <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></li><li>3. Upon successful registration, please follow steps given in points 1-5 above.</li></ol> <p><b>2) E-voting website of NSDL</b></p> <ol style="list-style-type: none"><li>1. Visit the e-voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.com/</a> either on a personal computer or on a mobile.</li><li>2. Once the home page of e-voting system is launched, click on the 'Login' icon available under 'Shareholder/Member' section.</li><li>3. A new screen will open. You will have to enter your user ID (i.e. your 16-digit demat account number hold with NSDL), password/OTP and a verification code as shown on the screen.</li><li>4. After successful authentication, you will be redirected to NSDL depository site wherein you can see e-voting page. Click on options available against company name or e-voting service provider – NSDL and you will be redirected to the e-voting website of NSDL for casting your vote during the remote e-voting period or voting during the meeting.</li></ol>
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	5. Shareholders / members can also download NSDL Mobile App 'NSDL Speede' facility for seamless voting experience.
Individual shareholders (holding securities in dematerialized mode) login through their DPs	(I) You can also login using the login credentials of your demat account through your depository participant registered with NSDL/CDSL for e-voting facility. (II) Once logged in, 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. (III) Click on company name or e-voting service provider name and you will be redirected to e-voting service provider website for casting your vote during the remote e-voting period or joining virtual meeting & voting during the meeting.

**Important Note:** Members who are unable to retrieve User ID/Password are advised to use Forgot User details/Password option available at respective websites.

Helpdesk for individual shareholders holding securities in dematerialized mode for any technical issues related to login through Depository i.e. CDSL and NSDL.

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Please contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022-23058738 or 022-23058542/43
Individual Shareholders holding securities in Demat mode with NSDL	Please contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30

## **B. Login method for e-voting for shareholders (other than individual shareholders holding in dematerialized mode and shareholders holding securities in physical mode).**

1. Visit the e-voting website of CDSL [www.evotingindia.com](http://www.evotingindia.com) either on a personal computer or on a mobile phone.
2. Once the homepage of the e-voting system is launched, click on "Shareholders" module.
3. A new screen will open. You will have to enter your User ID, Password enter the Image Verification shown on the screen and Click on Login.
4. Your User ID details are given below:



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Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For members who hold shares in demat account with CDSL	16-digit Beneficiary ID
b) For members who hold shares in demat account with NSDL	8-character DP ID followed by 8-digit Client ID
c) For members holding shares in physical form	Folio Number registered with the Company.

5. Password details for shareholders other than individual shareholders are given below:

- i. If you are already registered for e-voting, then you can use your existing password to log in and cast your vote.
- ii. If you are using e-voting system for the first time, follow the steps given below:

	<b>For Physical shareholders and other than individual shareholders holding shares in Demat.</b>
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"><li>• Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.</li></ul>
Dividend Bank Details <b>OR</b> Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"><li>• If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.</li></ul>

- iii. After entering these details appropriately, click on “SUBMIT” tab.
- iv. Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to



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share your password with any other person and take utmost care to keep your password confidential.

- v. For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- vi. Click on the EVSN for the relevant < Ganpati Plastfab Limited> on which you choose to vote.
- vii. On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- viii. Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- ix. After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- x. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- xi. You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- xii. If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- xiii. Note for non-individual shareholders and custodians:**
  - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the “Corporate” module.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.



# GANPATI PLASTFAB LIMITED

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Email: mail@gpl.co.inCIN: - L25209RJ1984PLC003152 Website: [www.gpl.co.in](http://www.gpl.co.in)

- The list of accounts linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; [secretarygpl84@gmail.com](mailto:secretarygpl84@gmail.com), if they have voted from individual tab and not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

## **Process for those shareholders, whose email/ mobile number are not registered with the company/ depositories:**

- (I) If shares are held in physical mode: Please provide Folio Number, name of member, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhaar Card)
- (II) In case shares are held in demat mode: please provide DP ID and Client ID (16-digit DP ID + Client ID or 16-digit beneficiary ID), name of member, client master or copy of consolidated account statement, PAN (self-attested scanned copy of PAN card), Aadhaar (self attested scanned copy of Aadhaar Card).
- (III) If you are an individual shareholder holding securities in demat mode: Please update your email id and mobile number with your respective depository participant (DP), which is mandatory while e-voting.

If you have any queries or issues regarding attending EGM & e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at 022-23058738 and 022-23058542/43.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL, ) Central Depository Services (India) Limited, A Wing, 25<sup>th</sup> Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call on 022-23058542/43.

## **Other Instructions**

- (I) The Scrutinizer shall, immediately after the conclusion of voting at the EGM, unblock the votes cast through remote e-voting (votes cast during the EGM and votes cast through remote e-voting) and will submit a consolidated Scrutinizer's Report of the total votes cast in



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favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same. The results will be announced within the time stipulated under the applicable laws.

- (II) The result declared along with the Scrutinizer's Report shall be placed on the Company's website [www.gpl.co.in](http://www.gpl.co.in) and on the website of CDSL immediately. The Company shall simultaneously forward the results to Stock Exchanges, where the shares of the Company are listed.

**By Order of the Board of Directors**  
*for Ganpati Plastfab Limited*

**SD/-**  
**Vinita Kanwar**  
**Company Secretary and Compliance Officer**  
**M. No.: A61018**  
**Jaipur, February 24, 2025**

**Registered Office:**

334, Shekhawat Mansingh Block, Nemi Sagar Colony,  
Queens Road, Jaipur- 302016 Rajasthan  
Tel.: 0141-2361984; Email: secretarygpl84@gmail.com; Website: [www.gpl.co.in](http://www.gpl.co.in);  
CIN: L25209RJ1984PLC003152



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## EXPLANATORY STATEMENT

### [Pursuant to section 102(1) of the Companies Act, 2013 (“Act”)]

#### **Item No.1**

The Board of Directors, on the recommendation of the Nomination and Remuneration Committee, appointed Mr. Naresh Kumar Soni (DIN: 10883897), as an Additional Independent Director of the Company, not liable to retire by rotation, for a term of 5 (Five) consecutive years subject to approval of the Members. The Company has, in terms of Section 160 of the Act, received in writing a notice from a Member, proposing his candidature for the office of Director. The Company has received a declaration from Mr. Naresh Kumar Soni to the effect that he meets the criteria of independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations.

In the opinion of the Board, Mr. Naresh Kumar Soni fulfils the conditions specified in the Act and SEBI Listing Regulations for appointment as an Independent Director and is independent of the management of the Company.

In compliance with the provisions of Section 149 read with Schedule IV of the Act, the appointment of Mr. Naresh Kumar Soni as an Independent Director is now being placed before the Members for their approval.

The Board on the basis of the report of performance evaluation and that his continued association would be of immense benefit to the Company, has recommended re-appointment of Mr. Naresh Kumar Soni as an Independent Director for a term of 5 (Five) consecutive years.

Details of Mr. Naresh Kumar Soni, are provided in the “Annexure-A” to the Notice pursuant to the provisions of (i) the Listing Regulations and (ii) Secretarial Standard on General Meetings (“SS-2”), issued by the Institute of Company Secretaries of India (iii) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

The Board recommends the resolution as set out at agenda item no. 1 of the accompanying notice for the members’ consideration and approval.

Except Mr. Naresh Kumar Soni, None of the Directors, Key Managerial Personnel of the Company or their relatives or any of other officials of the Company as contemplated in the provisions of Section 102 of the Act is, in any way, financially or otherwise, concerned or interested in this resolution.

#### **Item No.2**

The Board of Directors, on the recommendation of the Nomination and Remuneration Committee, appointed Mr. Samveg Arora (DIN: 00407334), as an Additional Independent Director of the Company, not liable to retire by rotation, for a term of 5 (Five) consecutive years subject to approval of the Members. The Company has, in terms of Section 160 of the Act, received in writing a notice



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from a Member, proposing his candidature for the office of Director. The Company has received a declaration from Mr. Samveg Arora to the effect that he meets the criteria of independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations.

In the opinion of the Board, Mr. Samveg Arora fulfils the conditions specified in the Act and SEBI Listing Regulations for appointment as an Independent Director and is independent of the management of the Company.

In compliance with the provisions of Section 149 read with Schedule IV of the Act, the appointment of Mr. Samveg Arora as an Independent Director is now being placed before the Members for their approval.

The Board on the basis of the report of performance evaluation and that his continued association would be of immense benefit to the Company, has recommended re-appointment of Mr. Samveg Arora as an Independent Director for a term of 5 (Five) consecutive years.

Details of Mr. Samveg Arora, are provided in the “Annexure-A” to the Notice pursuant to the provisions of (i) the Listing Regulations and (ii) Secretarial Standard on General Meetings(“SS-2”), issued by the Institute of Company Secretaries of India (iii) SEBI (Listing Obligations and Disclosure Requirements)Regulations, 2015

The Board recommends the resolution as set out at agenda item no. 2 of the accompanying notice for the members’ consideration and approval.

Except Mr. Samveg Arora, None of the Directors, Key Managerial Personnel of the Company or their relatives or any of other officials of the Company as contemplated in the provisions of Section 102 of the Act is, in any way, financially or otherwise, concerned or interested in this resolution.

**By Order of the Board of Directors**  
*for Ganpati Plastfab Limited*

**SD/-**  
**Vinita Kanwar**  
**Company Secretary and Compliance Officer**  
**M. No.: A61018**  
**Jaipur, February 24, 2025**

**Registered Office:**

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## Annexure-A

Details/ brief profile of directors including directors retiring by rotation, seeking appointment/reappointment, etc., at the ensuing Extra Ordinary General Meeting are as follows:

Name	Mr. Naresh Kumar Soni	Mr. Samveg Arora
DIN	10883897	00407334
Age & DOB	60 years (04/11/1964)	50 years (23/07/1974)
Qualification	Commerce Graduate	Post Graduate Diploma in Business Analytics
Experience	He is Commerce Graduate and acting as Financial Advisors for many companies.	He is holding Post Graduate Diploma in Business Analytics and having comprehensive experience in Marketing Field.
Date Of Original Appointment(dd/mm/yyyy)	24/12/2024	24/12/2024
Relationship with other directors and Key Managerial Personnel of the company	Nil	Nil
Number of meetings of the Board attended during the year		
List of the directorships held in other companies as on March 31, 2024	NIL	NIL
Details of listed companies from which Director has resigned in the past three years	NIL	NIL
Past Remuneration	NIL	NIL
Proposed Remuneration	NIL	NIL
Shareholding in the company as on March 31, 2024	NIL	NIL



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## **Form No. MGT-11**

### **Proxy form**

*[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]*

CIN: L25209RJ1984PLC003152

Name of the Company: Ganpati Plastfab Limited

Registered office: 334, Shekhawat Mansingh Block, Nemi Sagar Colony, Queens Road, Jaipur-302016 Rajasthan

Name of the Member(s):	
Registered address:	
Email address:-	
No. of shares held:-	
Folio No:-	

I being the member of Ganpati Plastfab Limited holding \_\_\_\_\_ shares, hereby appoint

S. No.	Name	Address	E-Mail Address	
				Or failing him
				Or failing him

as my proxy to attend and vote (on a poll) for me and on my behalf at Extra Ordinary General Meeting of members of the Company, to be held on Saturday, March 22, 2025 at 03:00 P.M. at C-58(B), Road No.2-D, Industrial Area Bindayaka, Jaipur-302012 Rajasthan or any adjournment thereof in respect of such resolutions as are indicated below:

S. No.	Resolution
1	To appoint Mr. Naresh Kumar Soni (DIN: 10883897) as an Independent Non-Executive Director of the Company.



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2	To appoint Mr. Samveg Arora (DIN: 00407334) as an Independent Non-Executive Director of the Company.
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Signed this.....day of .....2025

Signature of shareholder.....

Signature of Proxy holder(s) (1).....

Affix Revenue Stamp
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**Notes: This form of proxy in order to be effective should be duly completed and deposited at the registered office of the company, not less than 48 hours before the commencement of the Meeting.**



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## Attendance Slip

### Extra Ordinary General Meeting on Saturday, March 22, 2025 at 03:00 P.M.

Registered Folio No	
No. of shares held	

I certify that I am a registered shareholder/proxy for the registered shareholder of the Company and hereby record my presence at the Extra Ordinary General Meeting of members of the Company, to be held on Saturday, March 22, 2025 at 03:00 P.M. at C-58(B), Road No.2-D, Industrial Area, Bindayaka Jaipur – 302012 Rajasthan.

**Member's/Proxy's name in Block Letters**

**Member's/Proxy's  
Signature**



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## Route Map



**Administrative Office: C-58(B), Road No.2-D, Industrial Area, Bindayaka Jaipur – 302012 Rajasthan**