

14th ANNUAL GENERAL MEETING
Saturday, 30th September 2023
1:30 P.M. (IST) to 02:05 P.M. (IST)

PARTICIPANTS

Mr. Bharat Kumar Baid
Managing Director

Mr. Vikram Baid
Whole time Director & Chief Financial Officer

Mrs. Samta Baid
Non-Executive Director

Mrs. Anima Bordia
Independent Director

Mr. Niraj Narendrakumar Nahata
Independent Director

Mr. Pawan Bijendrasingh Nahata
Independent Director

Mr. Mahendra Singh Bhandari
Additional Director (Non-Executive Independent)

Mr. Tarun Dugar
Additional Director (Non-Executive Independent)

Mr. Abhishek Laxmipat Nahata
Additional Director (Non-Executive Independent)

Ms. Shikha Natani
Company Secretary & Compliance Officer

Mr. Ashok Tambi
Partner Tambi & Associates
Statutory Auditors

Mr. Manoj Maheshwari (Scrutinizer)
Partner, M/s. V. M. & Associates
Secretarial Auditors

Shareholders

<p>WELCOME SPEECH by Company Secretary</p>	<p>Good afternoon Ladies and Gentlemen,</p> <p>I am Shikha Natani, Company Secretary & Compliance Officer of the Company.</p> <p>We hope you all are staying safe and healthy.</p> <p>I welcome to all on behalf of your company to 14th Annual General Meeting which is being held through video conference and other audio visual means in compliance with the circulars issued by the Ministry of Corporate Affairs and SEBI through the platform provided by NSDL. The Corporate office of the company situated at Jaipur shall be deemed as the venue for this AGM and proceedings of the AGM shall be deemed to be made here at.</p> <p>Before I hand over the proceedings to the Chairman to declare the meeting open, I would like to highlight that Members are encouraged to join the meeting through their laptops PC, Tablets with headphones attached for a better experience and use internet with good bandwidth to avoid any disturbance during the meeting. Members are requested to refer the Instruction provided in the notice for a seamless participation through video conference. In case members face any difficulty, they may reach out on the helpline numbers given in the notice.</p> <p>Please take note that the proceedings of the AGM are being recorded and the transcript of the meeting shall be uploaded on the website of the Company.</p> <p>Before commencing the official proceedings, I would like to inform all members who have joined this meeting are by default placed on mute mode to avoid any disturbance from background to ensure smooth conduct of the meeting.</p> <p>Now, I request all the Board- members, Mr. Bharat kumar Baid, Managing Director, Mr Vikram Baid, Executive director and CFO of the company, Mrs Samta Baid Non-Executive director of the company. Mr Pawan bijendrasingh Nahata, Mr Niraj Narendrakumar Nahata, Mrs. Anima bordia Independent director of the company, and, Mr. Mahendra singh Bhandari, Mr. Tarun Dugar, Mr. Abhishek Laxmipat Nahata Additional director in the capacity of non-executive independent director of the company to choose Chairman of the Meeting. I propose Mr. Bharat Kumar Baid' name for the Chairman of the meeting.</p> <p>Kindly give your assent or dessent.</p> <p>(Mr. Bharat kumar Baid declare as the chairman of the meeting)</p> <p>Now I would like to request all the Board Members to confirm their location.</p>
<p>Bharat Kumar Baid, Managing Director & Chairman</p>	<p>"Good afternoon everyone, I am CA Bharat Kumar Baid, Managing Director joining the AGM from factory at chennai." "I shall preside over this AGM as the chairman of the AGM."</p>
<p>Vikram Baid, Executive Director & CFO</p>	<p>"Good afternoon everyone, I am CA Vikram Baid, Executive Director & Chief Financial Officer, joining the AGM from Registered Office of the Company.</p>

Niraj Narendrakumar Nahata, Independent Director	"Good afternoon everyone, I am CA Niraj Nahata, Independent Director joining the AGM from my office in Surat. I am also member of the Audit Committee, Nomination & Remuneration Committee, Stakeholders Relationship Committee of the Board of the Company."
Anima Bordia, Independent Director	"Good afternoon everyone, I am Mrs. Anima Bordia, Independent Director joining the AGM from my home in Jaipur. I am also Chairman of Audit Committee, Nomination & Remuneration Committee and Stakeholders Relationship Committee of the Board of the company."
Pawan Bijendrasingh Nahata, Independent Director	"Good afternoon everyone, I am CA Pawan Nahata, Independent Director joining the AGM from my office in Surat. I am also member of the Audit Committee, Nomination & Remuneration Committee, Stakeholders Relationship Committee of the Board of the Company."
Samta Baid, Non-Executive Director	"Good afternoon everyone, I am Mrs. Samta Baid, Non-Executive Director joining the AGM from my home in Jaipur."
Mahendra Singh Bhandari, Additional non-executive independent director	"Good afternoon everyone, I am Mahendra Singh Bhandari, Additional Non-Executive Independent Director joining the AGM from my office in Jodhpur."
Tarun Dugar, Additional non-executive independent director	"Good afternoon everyone, I am Tarun Dugar, Additional Non-Executive Independent Director joining the AGM from my office in Gujrat."
Abhishek Laxmipat Nahata, Additional non-executive independent director	"Good afternoon everyone, I am Abhishek Laxmipat Nahata, Additional Non-Executive Independent Director joining the AGM from my office in Surat."
Ashok Kumar Tambi, Statutory Auditor	"Good afternoon everyone, I am CA Ashok Kumar Tambi, Partner of M/s Tambi Ashok & Associates, Statutory Auditors, joining the meeting from my office in Jaipur."
Manoj Maheshwari, Secretarial Auditor & Scrutinizer of the Meeting	"Good afternoon everyone, I am CS Manoj Maheshwari, Partner of M/s V.M. & Associates, Secretarial Auditors, joining the meeting from my office in Jaipur. I am also the Scrutinizer of the voting process of this meeting."
Shikha Natani	Thank you everyone. Now, I would like to request Mr. Bharat Kumar Baid, Chairman of the meeting to commence the proceedings of 14 th Annual General Meeting.
Bharat Kumar Baid	<p>I thank all the Shareholders, Directors and Auditors for joining this AGM through Video Conferencing. I hope all of you and your family members are safe and in good health.</p> <p>I welcome you all to the 14th Annual General Meeting of your company. It is always a pleasure to connect with you all, and - although virtual - it is a privilege to host you today. this AGM today has been convened through video</p>

conferencing in compliance with the Companies Act 2013 read with circulars issued by the Ministry of Corporate Affairs and SEBI.

Since the requisite quorum is present, I call the meeting to order. Register of Directors, KMP and their Shareholding and other Statutory Registers as required under Companies Act, 2013 are open for inspection and will be available for the Shareholders to view on request. The interested Shareholders are requested to send an email on investor@vinayakpolycon.com.

Notice of 14th Annual General Meeting, Auditors' Report, Audited financial statement for financial year 2022-23 and other reports have been circulated to all the members and also available on the websites of Company and Stock Exchanges. The Statutory Auditor's Report on the Accounts and other matters and the Secretarial Auditors' report do not contain any qualification, observations or adverse remarks therefore with your permission, I take the Notice and the Auditors' report as read.

Now I would like to present the developments of your Company during the financial year 2022-23.

Vinayak Polycon International Limited has successfully completed 13 years of journey and entering into another magnificent/ splendid year with the Mission and Vision of the Company. Vinayak Polycon believes in growth of Company as well as society with commitment to serve the customer and shareholders to their satisfaction and better experience. Vinayak Polycon International Limited ("VPIL") is being one of the market leaders of PET Products. Your Company has persistent thrive and work towards expansion of our business with its capacities, updated technology with modern innovations, development of new processes, widened its product range and expanding the marketing network and research & development.

Briefly, during the year under report, Financial Profit before depreciation and taxation was Rs 84.87/- Lakhs against Rs. 64.65/- Lakhs in the previous year. After providing for depreciation and taxation company earned net profit in this year of Rs. 11.70/- Lakhs against the Profit of Rs. 4.21/- Lakhs last year.

It gives me pleasure to inform you that not only the company back on growth track, it has started investing in new technologies and techniques that will improve its capabilities in capturing new markets and customers faster using in-house Mold making facility being set up.

Vinayak Polycon, continues to be optimistic for a sustainable growth in the forthcoming years to come and has extensive growth plan in place. Our aim is to acquire cost effectiveness, technical competence, understanding the evolving needs of customers and timely delivery of best quality products to them.

In view of the above, we are optimistic on future prospects and remain confident of improved performance going forward due to resilient demand environment from our partners.

Now I request Miss Shikha to give details of Agenda items and voting process.

Shikha Natani

Thank You Sir.

Dear Shareholders,

In terms of Companies Act, 2013 and the Listing Regulations, the Company had provided to shareholders remote e-voting facility through the system of NSDL. The remote e-voting period commenced on 09:00 A.M. on Tuesday, 26th September, 2023 and ended on Friday, 29th September, 2023 at 5:00 P.M.

Such members, who have not already cast their vote through remote e-voting, can cast their vote now during this meeting through e-voting facility by visiting the NSDL voting page. The voting is opened and shall remain open till 15 minutes after the conclusion of this AGM.

Mr. Manoj Maheshwari, Company Secretary in Practice has been appointed as the Scrutinizer to scrutinize the vote cast at remote e-voting and Voting at this AGM.

Since the meeting is being conducted through Video Conferencing and the resolutions stated in the Notice of AGM are already put to vote through remote e-voting, there will no proposing and seconding of the resolutions.

Scrutinizer shall immediately after the conclusion of voting at the AGM, unblock the votes cast through Remote e-voting and voting during AGM and make a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any. The results of the voting shall be declared within Two working days of the conclusion of this AGM.

The Results declared along with the Scrutinizer's Report shall be placed on the website of the Company and on the website of NSDL and Stock Exchanges.

In the Notice of this 14th AGM, 5 resolutions have been proposed for the approval by the members. There are 2 Ordinary Businesses and 3 Special Businesses.

1. To adopt the audited financial statement of the Company for the financial year ended March 31, 2023 and the reports of the Board of Directors and Auditors thereon.

2. To appoint a director in place of Mrs. Samta Baid (DIN 08104727), who is liable to retire by rotation and being eligible offers herself for re-appointment.

Resolution No. 1 & 2 have been proposed to be passed via Ordinary Resolutions

3. To approve the appointment of Mr. Tarun Dugar (DIN: 06615184) as an Independent (Non-Executive) Director of the Company

4. To approve the appointment of Mr. Mahendra Singh Bhandari (DIN: 03622017) as an Independent (Non-Executive) Director of the Company

	<p>5. To approve the appointment of Mr. Abhishek Laxmipat Nahata (DIN: 10286323) as an Independent (Non-Executive) Director of the Company</p> <p>Resolution No. 3 , 4, 5 have been proposed to be passed via Special Resolutions</p> <p>Now we will begin with interaction to shareholders. We have received desired from two shareholders to ask the question in our Annual General Meeting to speak.</p> <p>If such Shareholder is not able to join through video for any reason then that member can join through the audio mode only. The Shareholders are advised to use headphone for Clear Audio and switch off other background applications, if any, running.</p> <p>First is Mr. Ajay Kumar Jain (1203230004049043) Q/ A session</p>
<p>Vote of thanks by Chairman (Bharat Sir)</p>	<p>As all the questions have been answered, I authorize Miss Shikha to conduct the voting process. The results will be declared latest by 04th October, 2023. The results will be displayed on Company's website and the website of NSDL and stock exchange.</p> <p>As I conclude, I want to take this opportunity to express my sincere gratitude to the Board of Directors, to the employees, customers, shareholders and vendors. The trust and confidence displayed by you, our valued stakeholders, has always been a source of great strength to everyone in the company. We look forward to your continued support in the future as well.</p> <p>Thank you</p>
<p>Company Secretary</p>	<p>I Request to all shareholders please cast your vote who have not casted yet. If you have any difficulty to cast the vote please write in the Q & A box we will help you for the same Voting is open for 15 minute from now.</p>