



Notice of 31st Annual General Meeting

NOTICE is hereby given that the Thirty First Annual General Meeting ("AGM") of the members of Prima Plastics Limited ("Company") will be held on Tuesday, August 12, 2025 at 11:00 a.m. (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") facility to transact the following businesses:

ORDINARY BUSINESS:

Item No. 1 - Adoption of financial statements:

To consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2025, the Statement of Profit & Loss and Cash Flow Statement, for the year ended on that date and reports of the Board of Directors ("Board") and Auditors thereon.

Item No. 2 - Declaration of dividend:

To declare a final dividend on equity shares of the Company for the year ended March 31, 2025.

Item No. 3 - Appointment of Mr. Bhaskar Manharlal Parekh as a Director, liable to retire by rotation:

To appoint a Director in place of Mr. Bhaskar Manharlal Parekh (DIN: 00166520) who retires by rotation and being eligible, offers himself for re-appointment.

Explanation: Based on the terms of appointment, executive directors and the non-executive non-independent directors are subject to retirement by rotation. Mr. Bhaskar Manharlal Parekh, Whole-Time Director, whose office of directorship is liable to retire at the ensuing AGM, being eligible, seeks reappointment as a director. Based on the performance evaluation and the recommendation of the Nomination and Remuneration Committee, the Board recommends his re-appointment as a director.

To consider and if thought fit, to pass the following resolution as an ordinary resolution:

"**RESOLVED THAT** pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, the approval of Members of the Company, be and is hereby accorded to reappoint Mr. Bhaskar Manharlal Parekh (DIN: 00166520) as a director, who is liable to retire by rotation."

SPECIAL BUSINESS:

Item No. 4 - Appointment of M/s P. Diwan & Associates, Practising Company Secretaries as Secretarial Auditors of the Company for period of 5 consecutive financial years:

To consider and if, thought fit, to pass the following resolution as an ordinary resolution:

"**RESOLVED THAT** pursuant to the provisions of Section 204 of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 read with Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any statutory modification(s) or re-enactment(s) thereof for the time being in force and based on the recommendation of Audit Committee and approval of the Board of Directors of the Company; the consent of the Members of the Company be and is hereby accorded for appointment of M/s. P. Diwan & Associates, Practising Company Secretaries as the Secretarial Auditor of the Company for a period five(5) consecutive financial year commencing from April 01, 2025 till March 31, 2030 to carry out Secretarial Audit of the Company to issue Secretarial Audit Report (Form MR-3) and Secretarial Compliance Report on such remuneration as may be decided by the Board of Directors.

RESOLVED FURTHER THAT the Board of Directors of the Company be further authorized to do all such acts, deeds, matters and things as the case may be necessary for the aforesaid purpose."

Item No.5 - Re-appointment of Mr. Bhaskar M. Parekh as the Whole-time Director of the Company:

To consider and, if thought fit, to pass the following resolution as a Special Resolution:

"**RESOLVED THAT** pursuant to provisions of Sections 196, 197 and 203 read with Schedule V and other applicable



provisions, if any, of the Companies Act, 2013 ("Act"), the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other rules made thereunder (including any statutory modification or re-enactment thereof for the time being in force) and Regulation 17(6)(e) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and subject to such other approvals as may be necessary in this regard, approval of the Members of the Company be and is hereby accorded to the re-appointment and the terms of remuneration of Mr. Bhaskar M. Parekh (DIN: 00166520), as the Whole-time Director of the Company, for a further period of three years with effect from September 01, 2025 to August 31, 2028, and who shall continue to hold office after attaining the age of seventy years during the aforesaid tenure as under:

Salary: The salary of Mr. Bhaskar M. Parekh shall be same in line with the current terms with no change i.e. salary at the rate of ₹ 63.00 Lakhs per annum.

Accommodation and other benefits: Allowance including accommodation (furnished or otherwise) or house rent allowance in lieu thereof, house maintenance allowance, medical reimbursement and leave travel concession for self and family, club fees, medical and personal accident insurance and such other perquisites and / or allowances in accordance with the rules of the Company. The aforesaid perquisites may be in the form of reimbursement or allowance.

Provident Fund: The Whole-time Director shall be entitled to Company's contribution to Provident Fund up to the tax exemption limit, Pension Scheme, as per the rules of the Company.

Reimbursement: Reimbursement of entertainment, club fees, travelling and all other expenses incurred during the official business of the Company in accordance with the rules of the Company.

Use of Car and Telephone: Car for use on Company's business, telephone / cellular phone and other communication facilities at residence.

RESOLVED FURTHER THAT consent of the members be and is hereby accorded to pay the remuneration to Whole-time Director exceeding the limits mentioned in Section II of Part B of Schedule V of the Act.

RESOLVED FURTHER THAT the terms and conditions and the remuneration as mentioned above that forms part of the draft agreement to be entered into between Mr. Bhaskar M. Parekh and the Company placed during the meeting be and is hereby approved.

RESOLVED FURTHER THAT pursuant to Regulation 17(6)(e) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") consent of the members be and is hereby accorded for payment of remuneration to Mr. Bhaskar M. Parekh, notwithstanding the aggregate annual remuneration paid to all Executive Directors who are promoters exceeds 5 per cent of the net profits of the Company in year during the tenure of his appointment.

RESOLVED FURTHER THAT Mr. Bhaskar M. Parekh shall be designated as the "Executive Chairman" or such other designation as may be approved by the Board of Directors from time to time, the same not being inconsistent with the provisions of the Listing Regulations and shall be liable to retire by rotation."

Item No.6 - Re-appointment of Mr. Dilip M. Parekh as the Managing Director of the Company:

To consider and, if thought fit, to pass the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to provisions of Sections 196, 197 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other rules made thereunder (including any statutory modification or re-enactment thereof for the time being in force) and Regulation 17(6)(e) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and subject to such other approvals as may be necessary in this regard, approval of the Members of the Company be and is hereby accorded to the re-appointment and the terms of



remuneration of Mr. Dilip M. Parekh (DIN: 00166385) as Managing Director of the Company, for a further period of three (3) years with effect from September 01, 2025 to August 31, 2028, as under:

Salary: The salary of Mr. Dilip M. Parekh shall be same in line with the current terms with no change i.e. Salary at the rate of ₹91.00 Lakhs per annum.

Accommodation: and other benefits: Allowance including accommodation (furnished or otherwise) or house rent allowance in lieu thereof, house maintenance allowance, medical reimbursement and leave travel concession for self and family, club fees, medical and personal accident insurance and such other perquisites and / or allowances in accordance with the rules of the Company. The aforesaid perquisites may be in the form of reimbursement or allowance.

Provident Fund: The Whole-time Director shall be entitled to Company's contribution to Provident Fund up to the tax exemption limit, Pension Scheme, as per the rules of the Company.

Reimbursement: Reimbursement of entertainment, club fees, travelling and all other expenses incurred during the official business of the Company in accordance with the rules of the Company.

Use of Car and Telephone: Car for use on Company's business, telephone / cellular phone and other communication facilities at residence.

RESOLVED FURTHER THAT consent of the members be and is hereby accorded to pay the remuneration to Whole-time Director exceeding the limits mentioned in Section II of Part B of Schedule V of the Act.

RESOLVED FURTHER THAT the terms and conditions and the remuneration as mentioned above that forms part of the draft agreement to be entered into between Mr. Dilip M. Parekh and the Company placed during the meeting be and is hereby approved.

RESOLVED FURTHER THAT pursuant to Regulation 17(6)(e) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") consent of the members be and is hereby accorded for payment of remuneration to Mr. Dilip M. Parekh, notwithstanding the aggregate annual remuneration paid to all Executive Directors who are promoters exceeds 5 per cent of the net profits of the Company in year during the tenure of his appointment."

By Order of the Board of Directors
For Prima Plastics Limited

Prachi M. Mankame
Company Secretary and Compliance Officer
M. No. ACS : 67042

Place: Mumbai

Date: May 27, 2025

Registered Office:

98/4 Prima House, Daman Industrial Estate,
Kadaiya, Nani Daman, Daman (U.T.), Pin - 396210

Tel No.: +91 0260-2220445

Email id: investor@primoplastics.com

Website: www.primoplastics.com



IMPORTANT NOTES:

1. Pursuant to the General Circular No. 20/2020 dated May 05, 2020, subsequent circulars issued in this regard, the latest being, General Circular No. 09/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs (MCA) and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024 issued by SEBI (hereinafter collectively referred to as "the Circulars"), after due examination, it had been decided to allow companies to conduct their AGMs through VC or OAVM on or before 30th September, 2025 in accordance with the requirements laid down in Para 3 and Para 4 of the General Circular No. 20/2020 dated May 05, 2020 issued by Ministry of Corporate Affairs (MCA). Hence, in compliance with the Circulars, the AGM of the Company is being held through VC / OAVM. The proceedings of the AGM will be deemed to be conducted at the Registered Office of the Company at 98/4 Prima House, Daman Industrial Estate, Kadaiya, Nani Daman, Daman (U.T.), Pin – 396210.
2. In accordance with the aforesaid MCA Circulars, the Company is sending this AGM Notice along with the Annual Report-2024-25 in electronic form only to those Members whose e-mail addresses are registered with the Company/ Depositories/RTA. In accordance with Regulation 36(1)(b) of the Listing Regulations, the Company will send letters to the Members, who have not registered their email IDs, informing them that the Annual Report is available on the Company's website at <https://www.primaplastics.com/annual-report.php> and may also be accessed from the relevant section of the websites of the Stock Exchange i.e. BSE Limited ("BSE") at www.bseindia.com.
3. An Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 ("Act") in respect of item nos. 4 to 6 as mentioned in the above notice is annexed hereto.
4. Pursuant to the provisions of Regulation 36 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI (LODR) Regulations") and Secretarial Standards issued by the Institute of Company Secretaries of India, a brief note on the background and the functional expertise of the Directors of the Company seeking appointment/re-appointment along with the details of other Directorships, memberships, chairmanships of Board Committees, shareholding and relationships amongst directors inter-se is set out in the brief resume appended to this Notice as "**Annexure – A.**"
5. 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 INSTEAD OF HIMSELF / HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. SINCE THIS AGM IS BEING HELD PURSUANT TO THE CIRCULARS THROUGH VC / OAVM, THE REQUIREMENT OF PHYSICAL ATTENDANCE OF MEMBERS HAS BEEN DISPENSED WITH. ACCORDINGLY, THE FACILITY FOR APPOINTMENT OF PROXIES BY MEMBERS WILL NOT BE AVAILABLE FOR THIS AGM AND HENCE, THE PROXY FORM, ATTENDANCE SLIP AND ROUTE MAP OF AGM ARE NOT ANNEXED TO THIS NOTICE.
6. Institutional / Corporate Shareholders (i.e., other than Individuals, HUF, NRI, etc.) are required to send a scanned copy (PDF / JPG Format) of its respective Board or governing body's Resolution / Authorization letter/ Power of Attorney etc., authorizing its representative to attend the AGM through VC / OAVM on its behalf and/or to vote through e-voting process at AGM. The said Resolution / Authorization shall be sent by mail through its registered email address to the Company at investor@primaplastics.com.
7. The register of directors and key managerial personnel (KMP) and their shareholding, maintained under Section 170 of the Act, and the register of contracts or arrangements in which the directors are interested, maintained under Section 189 of the Act, will be available electronically for inspection by the members during the AGM. All documents referred to in the Notice will also be available for electronic inspection without any fee from the date of circulation of this Notice up to the date of AGM, i.e. August 12, 2025. Members seeking to inspect such documents can send an email to investor@primaplastics.com.
8. The Register of Members and the Share Transfer Books of the Company will remain closed from Wednesday, August 06, 2025 to Tuesday, August 12, 2025, both days inclusive for the purpose of AGM and for determining the entitlement of the Members for payment of final dividend for financial year 2024-25, if approved at the AGM.
9. Any persons, who acquires shares of the Company and becomes member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e., Tuesday, August 05, 2025, may obtain the login ID and password by sending a request at Issuer/RTA.



10. Members may note that the Board, at its meeting held on Tuesday, May 27, 2025, has recommended a final dividend of ₹2.00 (Rupee Two Only) per share. The record date ("cut-off date") for the purpose of final dividend is Tuesday, August 05, 2025. The final dividend, if approved by the members in the ensuing AGM, will be paid within 30 days from the date of approval subject to deduction of tax at source, electronically through various permissible online transfer modes to those members who have updated their bank account details. For members who have not updated their bank account details, dividend warrants / demand drafts / cheques will be sent to their registered addresses. To avoid delay in receiving dividend, members are requested to update their KYC with their Depository Participant ("DP") (where shares are held in dematerialized mode) and with the Company's Registrar and Transfer Agent ("RTA") (where shares are held in physical mode) to receive dividend directly into their bank account on the pay-out date.
11. Pursuant to Income-tax Act, 1961, as amended, and Finance Act, 2020, and amendments thereof, dividend income is taxable in the hands of the members and the Company is required to deduct TDS from dividend paid to the members at rates prescribed in the Income-tax Act, 1961. For Resident members, TDS shall be deducted under Section 194 of the Income-tax Act, 1961 @10% on the amount of Dividend declared and paid by the Company during the financial year 2025-26, provided PAN is provided by the member. If PAN is not submitted to the Company/RTA (in case shares are held in physical mode)/not updated in their demat account (in case shares are held in demat mode)/PAN is not linked with Aadhaar, TDS would be deducted at a rate of 20% as per Section 206AA of the Income-tax Act, 1961. However, no TDS shall be deducted on the Dividend payable to a resident Individual if the total dividend received/to be received during the financial year 2025-26 does not exceed ₹10,000. Non-resident members can avail beneficial rates under tax treaty between India and their country of residence, subject to providing necessary documents i.e. No Permanent Establishment and Beneficial Ownership Declaration, Tax Residency Certificate, Form 10F, any other document which may be required to avail the tax treaty benefits. Members may download and submit the aforementioned documents on the website of the RTA viz. <https://www.bigshareonline.com/index.aspx> and by sending an email to RTA at investor@bigshareonline.com on or before Tuesday, August 05, 2025 in order to enable the Company to determine and deduct appropriate tax. No communication on the tax determination/deduction shall be entertained post Tuesday, August 05, 2025. It may be further noted that in case the tax on said dividend is deducted at a higher rate in absence of receipt of the aforementioned details/documents from the members, there would still be an option available with the members to file the return of income and claim an appropriate refund, if eligible. TDS certificates in respect of tax deducted, if any, will be sent to the shareholders at their registered email addresses. Shareholders can also check their tax credit in Form 26AS from the e-filing account at <https://www.incometax.gov.in/iec/foportal> or "View Your Tax Credit" on <https://www.tdscpc.gov.in>.
12. Members are requested to address all correspondence to RTA, including dividend related matters, Bigshare Services Private Limited, Unit: Prima Plastics Limited, Office No S6-2, 6th floor Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri (East) Mumbai - 400093, India.
13. Members are requested to note that, dividends if not encashed for a period of 7 years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection Fund ("IEPF"). Further, all the shares in respect of which dividend has remained unclaimed for 7 consecutive years or more from the date of transfer to unpaid dividend account shall also transferred to IEPF demat account. In view of this, members are requested to claim their dividends from the Company, within the stipulated timeline. The Members, whose unclaimed dividends / shares have been transferred to IEPF, may claim the same by making an online application to the IEPF Authority in web based Form No. IEPF-5 available on www.iepf.gov.in. For instructions regarding the same, please refer to https://www.primaplastics.com/pdf/investor/iepf5helpkit_20220320.pdf.
14. In terms of Regulation 40 of the Listing Regulations, securities of listed companies can only be transferred in dematerialized form with effect from April 01, 2019. Accordingly, Members holding shares in physical form are advised to dematerialize their shares.
15. Members are requested to intimate changes, if any, pertaining to their name, address, e-mail address, telephone / mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, etc., to their DP if the shares are held by them in dematerialized form and to RTA if the shares are held by them in physical form.



16. The Securities and Exchange Board of India (SEBI) vide its circular No. SEBI/HO/MIRSD/DOP1/ CIR/P/2018/73 dated 20th April, 2018 has mandated registration of Permanent Account Number (PAN) and Bank Account details for all securities holders. Members holding shares in physical form are therefore, requested to submit their PAN and Bank Account details to company or its RTA by sending a duly signed letter along with self-attested copy of PAN Card and original cancelled cheque. The original cancelled cheque should bear the name of the Member. In the alternative, Members are requested to submit a copy of bank passbook / statement attested by the bank. Members holding shares in Demat form are requested to submit the aforesaid information to their respective Depository Participant. The shareholders holding shares in physical form can register their nomination by sending request to the RTA of the Company.
17. 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. The said form can be downloaded from the <https://www.primaplastics.com/information-for-shareholder.php>. Members are requested to submit the said details to their DP in case the shares are held by them in demat form and to RTA in case the shares are held in physical form.
18. The recorded transcript of the AGM shall be made available on the website of the Company at www.primaplastics.com as soon as possible after the conclusion of AGM.

PROCESS FOR DISPATCH OF ANNUAL REPORT AND REGISTRATION OF E-MAIL ID FOR OBTAINING COPY OF ANNUAL REPORT OF THE COMPANY:

19. The aforesaid Circulars have granted exemption to the companies from printing and dispatching physical copies of Annual Reports for events till September 30, 2025, thereby allowing the companies to send Annual Reports by e-mail. Accordingly, the Annual Report of the Company for the financial year 2024-25 is being sent only through e-mail to those Members whose e-mail addresses are registered with the Company / DPs.
20. In accordance with Regulation 36(1)(b) of the Listing Regulations, the Company will send letters to the Members, who have not registered their email IDs, informing them that the Annual Report is available on the Company's website at <https://www.primaplastics.com/annual-report.php>
21. Members may also note that the Notice of the 31st AGM and the Integrated Annual Report 2024-25 will also be available on the Company's website at www.primaplastics.com website of the Stock Exchange, i.e. BSE Limited at www.bseindia.com and on the website of CDSL at www.evotingindia.com.
22. Members who have not yet registered their e-mail address with the Company / RTA or with their respective DP are requested to register the same with their DPs in case the shares are held by them in demat form and with RTA in case the shares are held by them in physical form.

PROCEDURE TO RAISE QUESTIONS / SEEK CLARIFICATIONS AT THE ENSUING 31ST AGM

23. Members who would like to express their views / ask questions during the meeting may register themselves as a speaker by sending their request from their registered e-mail address mentioning their name, DP ID and Client ID / Folio No. and Mobile No. at investor@primaplastics.com from Friday, August 01, 2025 (09:00 a.m. IST) to Tuesday, August 05, 2025 (05:00 p.m. IST).
24. Members who do not wish to speak during the AGM, but have queries may send the same in advance 7 days prior to meeting mentioning their name, DP ID and Client ID / Folio No. and Mobile No. at investor@primaplastics.com. These queries will be replied by the Company suitably through e-mail.
25. Members seeking any information with regards to the financial statements or any other matter to be placed at the 31st AGM, are requested to write to the Company from their registered e-mail address, mentioning their name, DP ID and Client ID / Folio No. and Mobile No., at the Company's e-mail at investor@primaplastics.com on or before Tuesday, August 05, 2025, (05:00 p.m. IST). Such questions by the members shall be taken up during the AGM and replied by the Company suitability.
26. Those Members who have registered themselves as a speaker will only be allowed to express their views / ask questions during the AGM.
27. When a pre-registered speaker is invited to speak at the meeting, but he / she does not respond, the next speaker



will be invited to speak. Accordingly, all speakers are requested to get connected to a device with a video / camera along with good Internet speed.





28. The Company reserves the right to restrict the number of questions and number of speakers, as appropriate to ensure smooth conduct of the AGM.

THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING:

29. Members of the Company holding shares either in physical form or in electronic form as of the cut-off date of Tuesday, August 05, 2025, may cast their vote by remote e-voting.
30. The remote e-voting period commences on Saturday, August 09, 2025 (09.00 A.M. IST) to Monday, August 11, 2025 (05.00 P.M. IST). The remote e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently.
31. The voting rights of the Members (for voting through remote e-voting before the AGM and e-voting during the AGM) shall be in proportion to their share of the paid-up equity share capital of the Company as of the cut-off date of Tuesday, August 05, 2025.
32. In order to increase the efficiency of the voting process and in pursuance of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020, e-voting facility is being provided to all the demat account holders, by way of single login credential, through their demat accounts / websites of Depositories / Depository Participants. 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 email ID in their demat accounts in order to access e-voting facility.
33. Pursuant to abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode:

Type of Members	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	<ol style="list-style-type: none"> 1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & My Easi New (Token) Tab. 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 company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is 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, option to register is available at CDSL website www.cdslindia.com and click on login & My Easi New (Token) Tab and then click on registration option. 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a 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, 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.



Type of Members	Login Method
<p>Individual Shareholders holding securities in demat mode with NSDL Depository</p>	<p>I. NSDL IDeAS Facility If you are already registered for NSDL IDeAS facility,</p> <ol style="list-style-type: none"> 1. Visit the e-services website of NSDL. Open web browser by typing the URL: https://eservices.nSDL.com either on a Personal Computer or on a Mobile. 2. Once the home page of e-services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. 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. 4. Click on "Access to e-voting" under e-voting services and you will be able to see e-voting page. 5. Click on options available against company's name or e-voting service provider – CDSL and you will be redirected to the CDSL e-voting website for casting your vote during the remote e-voting period or e-voting during the meeting. <p>If the user is not registered for IDeAS e-services,</p> <ol style="list-style-type: none"> 1. Option to register is available at https://eservices.nSDL.com. 2. Select "Register Online for IDeAS" or click at https://eservices.nSDL.com/SecureWeb/IdeasDirectReg.jsp 3. Upon successful registration, please follow steps given in points 1-5 above <p>II. E-voting website of NSDL</p> <ol style="list-style-type: none"> 1. Visit the e-voting website of NSDL. Open web browser by typing the URL: https://www.evoting.nSDL.com/ either on a Personal Computer or Mobile phone. 2. Once the homepage of e-voting system is launched, click on the "Login" icon, available under the "Shareholder / Member" section. 3. A new screen will open. You will have to enter your User ID (i.e. your 16-digit demat account number held with NSDL), Password / OTP and a verification code as shown on the screen. 4. After successful authentication, you will be redirected to the NSDL Depository site wherein you can see the e-voting page. Click on options available against company's name or e-voting service provider – CDSL and you will be redirected to the e-voting website of CDSL for casting your vote during the remote e-voting period or e-voting during the meeting. 5. Shareholders / members can also download the NSDL mobile app 'NSDL SPEEDe' by scanning the QR code mentioned below for seamless voting experience. <p style="text-align: center;">NSDL Mobile App is available on</p> <div style="display: flex; justify-content: center; gap: 20px;"> <div style="text-align: center;">  App Store </div> <div style="text-align: center;">  Google Play </div> </div> <div style="display: flex; justify-content: center; gap: 20px; margin-top: 10px;">   </div>



Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)

1. You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility.
2. 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.
3. 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 ID" and / or "Forgot Password" options available on the above-mentioned website.

34. Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL.

Login type	Helpdesk details
Individual Members 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 21 09911.
Individual Members 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.

Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

35. **Login method for e-Voting and joining virtual meetings for Physical shareholders and shareholders other than individual holding in Demat form.**

- 1) The shareholders should log on to the e-voting website: www.evotingindia.com.
- 2) Click on "Shareholders" module.
- 3) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.



- 6) If you are a first-time user follow the steps given below:

For Physical shareholders and other than individual shareholders holding shares in Demat

PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> 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.
Dividend Bank Details OR Date of Birth (DOB)	<p>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.</p> <ul style="list-style-type: none"> 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.

- 7) After entering these details appropriately, click on "SUBMIT" tab.
- 8) 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 share your password with any other person and take utmost care to keep your password confidential.
- 9) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- 10) Click on the EVSN for the relevant <PRIMA PLASTICS LIMITED> on which you choose to vote.
- 11) 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.
- 12) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- 13) 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.
- 14) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- 15) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- 16) 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.
- 17) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- 18) Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates"



module.

- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to 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.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, 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 mandatory 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; investor@primaplastics.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM/EGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast seven (7) days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance seven (7) days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at Investor@primaplastics.com. These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM through VC/OAVM 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 system available during the AGM.

10. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to Company/RTA email id.
2. For Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP).
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911.

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, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call toll free no. 1800 21 09911.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

The following Explanatory Statements, as required under Section 102(1) of the Companies Act, 2013 ("Act") and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations"), set out all material facts relating to the business proposed to be transacted under Item Nos. 4, 5 & 6 of the accompanying Notice dated May 27, 2025.

Item No. 4: Appointment of M/s P. Diwan & Associates, Practising Company Secretaries as Secretarial Auditors of the Company for period of 5 consecutive financial years:

Pursuant to the provisions of Section 204 of the Companies Act, 2013, and relevant rules thereunder and Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), every listed company is required to obtain Secretarial Audit Report and Secretarial Compliance Report issued by a Practising Company Secretary.

SEBI vide its notification dated December 12, 2024, amended the SEBI Listing Regulations, 2015. The amended regulations require companies to obtain shareholders' approval for appointment of Secretarial Auditors, in addition to approval by the Board of Directors. Further, such Secretarial Auditor must be a peer reviewed company secretary and should not have incurred any of the disqualifications as specified by SEBI.

Brief profile / Credentials of the Secretarial Auditor:

M/s P. Diwan & Associates, Practising Company Secretaries has been established in the year 2015 as a Partnership Firm. CS Prashant Diwan is a senior Partner and has total working experience of more than 42 years. The other partners of P. Diwan & Associates are CS Nikunj Kiri and CS Aashit Doshi. Team of M/s P. Diwan & Associates includes qualified Company Secretaries with modern office at Mumbai. M/s P. Diwan & Associates has gradually expanded its resource team and services to provide professional services relating to corporate law, secretarial audit, scrutinizer, FDI/FEMA, due



diligence, M&A, winding-up and such other secretarial work.

M/s P. Diwan & Associates has successfully provided professional services to various corporate clients including Incorporation, day-to-day compliances, Govt approvals. Clients of P. Diwan & Associates include large Corporate Groups, Listed Entities, Foreign Corporates, Subsidiaries of Foreign Companies, Medium and Small Enterprises (SMEs), NGO/Trust, LLPs etc.

In view of above, the Audit Committee and the Board of Directors at their respective meetings after considering the experience, expert and independence of the Audit Firm has recommended the appointment of M/s. P. Diwan & Associates, Peer Reviewed Firm of Company Secretaries in Practice (Firm Registration Number: P2015MH041400) as Secretarial Auditors for a term of 5 (five) consecutive financial years commencing from April 01, 2025 till March 31, 2030 on a remuneration as may be decided by the Board.

The details required to be disclosed under provisions of Regulation 36(5) of the Listing Regulations are as under:

The proposed remuneration to be paid to M/s P. Diwan & Associates for the financial year ending March 31, 2026, is ₹90,000/- (Rupees Ninety Thousand only) plus applicable taxes and out-of-pocket expenses. Besides the audit services, the Company would also obtain certifications which are to be mandatorily received from the Secretarial Auditors under various statutory regulations from time to time, for which the auditors will be remunerated separately on mutually agreed terms. The Board of Directors and the Audit Committee shall approve revisions to the remuneration of the Secretarial Auditors, for the balance part of the tenure based on review and any additional efforts on account of changes in regulations, restructuring or other considerations. The Board of Directors in consultation with the Audit Committee may alter or vary the terms and conditions of appointment, including remuneration, in such manner and to such extent as may be mutually agreed with the Secretarial Auditors.

None of the Directors and 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.

The Board recommends Ordinary resolution under Item No. 4 of the accompanying Notice for approval of Members.

Item No.5 - Re-appointment of Mr. Bhaskar M. Parekh as the Whole-time Director of the Company:

The Members of the Company at the 28th AGM held on Wednesday, August 17, 2022, had approved the re-appointment of Mr. Bhaskar M. Parekh (DIN: 00166520) as the Whole-time Director, designated as "Executive Chairman" for a period of three years with effect from September 01, 2022 to August 31, 2025. The Board of Directors of the Company based on recommendation of Nomination and Remuneration Committee and Audit Committee on May 27, 2025 re-appointed Mr. Bhaskar M. Parekh as the Whole-time Director for a further period of three years with effect from September 01, 2025, subject to approval of the Members and such other approvals as may be required. Mr. Bhaskar M. Parekh is not disqualified from being re-appointed as a Director or Whole-time Director in terms of Section 164 of the Act. He has communicated his willingness to be re-appointed and has given the consent to act as Whole-time Director of the Company. He satisfies all the conditions set out in Section 196(3) and Part I of Schedule V of the Act and hence, is eligible for re-appointment.

A brief profile of Mr. Bhaskar M. Parekh, in terms of the Listing Regulations is provided as **Annexure A**, which forms part of this Notice.

The terms and conditions of re-appointment and remuneration payable to of Mr. Bhaskar M. Parekh are as follows:

Pursuant to the provisions of Sections 196, 197, and 203 read with Schedule V and other applicable provisions of the Companies Act, 2013, along with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and Regulation 16(d)(e) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, in case of no or inadequate profits, a company may—subject to compliance with prescribed conditions including the passing of a special resolution—pay remuneration to its managerial personnel in excess of the limits specified in Schedule V, as recommended by the Nomination and Remuneration Committee and approved by the Board of Directors.

- a. The Whole-time Director shall discharge his responsibilities under the superintendence, control, and direction of the Board of Directors.
- b. In consideration of the performance of his duties, the Whole-time Director shall be entitled to receive remuneration as approved and stated herein below.



During the financial year ended March 31, 2025, the Company have Inadequate profits due to increase in raw material prices, therefore the remuneration payable to the Whole-time Director would exceed the limits prescribed under the relevant provisions of the Act.

The details of remuneration payable to Mr. Bhaskar M. Parekh, Whole-time Director for the period September 01, 2025 to August 31, 2028 despite inadequate profits is as under:

1.	Salary	The salary of Mr. Bhaskar M. Parekh shall be same in line with the current terms with no change i.e. Salary at the rate of ₹63.00 Lakhs per annum.
2.	Accommodation	Allowance including accommodation (furnished or otherwise) or house rent allowance in lieu thereof, house maintenance allowance, medical reimbursement and leave travel concession for self and family, club fees, medical and personal accident insurance and such other perquisites and / or allowances in accordance with the rules of the Company. The aforesaid perquisites may be in the form of reimbursement or allowance.
3.	Provident Fund	The Whole-time Director shall be entitled to Company's contribution to Provident Fund up to the tax exemption limit, Pension Scheme, as per the rules of the Company.
4.	Reimbursement	Reimbursement of entertainment, club fees, travelling and all other expenses incurred during the official business of the Company in accordance with the rules of the Company.
5.	Use of Car and Telephone	Car for use on Company's business, telephone / cellular phone and other communication facilities at residence.

The draft agreement to be entered into between Mr. Bhaskar M. Parekh and the Company would be made available for inspection by the Members of the Company during the meeting.

It may be noted that the remuneration proposed to be paid to Mr. Bhaskar M. Parekh is same as was approved by the members of the Company at their 28th AGM.

Statement containing additional information as required in Schedule V of the Companies Act, 2013

General Information:

1.	Nature of industry	The Company is engaged in the business of manufacturing, marketing and selling of Plastic Moulded Articles.
2.	Date or expected date of commencement of commercial production	Existing Company in operation since 1993.
3.	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not Applicable
4.	Financial performance based on given indicators	For the financial year ended March 31, 2025, the Company made a turnover of ₹19,367.45 Lakhs and Profit after tax of ₹1823.95 Lakhs.
5.	Foreign Investments or collaborations, if any	The Company has one direct Subsidiary "Prima Union Plasticos S.A" in Guatemala and one Joint Venture "Prima Dee-Lite SARL" with 50 percent share in Cameroon.



Information about the appointee:

1. Background details	Mr. Bhaskar M. Parekh joined the Company's Board since incorporation and is presently holding the position of the Executive Chairman and Whole-time Director. He has experience of more than thirty-five years in plastic injection moulding, blow moulding and extrusion industry. He introduced numbers of innovative furniture items in attractive colours. He is in-charge of production and general administration and is committed to explore new profitable business avenues and diversified activities to add shareholders value.
2. Past remuneration	During the financial year ended March 31, 2025, ₹63.12 Lakhs was paid as remuneration to Mr. Bhaskar M. Parekh.
3. Recognition or awards	Not Applicable
4. Job profile and his suitability	Whole-time Director of the Company is entrusted with important decisions for the management, administration, diversification of the Company. He is also responsible for taking decisions related to Company's products and other related matters, subject to the superintendence, control and supervision of the Board of Directors of the Company. Mr. Bhaskar M. Parekh has actively led the stellar growth of the Company, due to which it attained new height in market share.
5. Remuneration proposed	As stated in the Explanatory Statement at Item No. 5 of this Notice.
6. Comparative remuneration profile with respect to industry, size of the company, profile of the position and person	The remuneration of Mr. Bhaskar M. Parekh, Whole-time Director is in tune with the remuneration in similar sized industries in same segment of business. The proposed remuneration compares favourably with that being offered to similarly qualified and experienced persons from the industry and the professionals with an entrepreneurial background. The remuneration is considered to be appropriate, having regard to factors such as past experience, position held, his contribution as Whole-time Director to the growth of the Company, its business and its profitability, age and merits of Mr. Bhaskar M. Parekh.
7. Pecuniary relationship directly or indirectly with the Company or relationship with the managerial personnel, if any	Mr. Bhaskar M. Parekh is the Promoter of the Company and related to Mr. Dilip M. Parekh and Mrs. Hina V. Mehta, Directors of the Company as Sibling.

Other Information:

1. Reasons of loss or inadequate profits	The ever changing domestic and international market conditions, high cost of materials and manpower expense.
2. Steps taken or proposed to be taken for improvement	To address these challenges, the Company is expanding its production capacities to cater to both domestic and overseas markets. This move is aimed at enhancing operational efficiency.
3. Expected increase in productivity and profits in measurable terms	As mentioned above, the above actions will increase the productivity and will improve the bottom line of the Company in the coming years.



In compliance with the requirement of Section 196 of the Act, since Mr. Bhaskar M. Parekh, shall attain the age of 70 years during the aforesaid term of appointment, the resolution set out at Item No. 5 of this Notice is recommended as a Special Resolution.

These resolutions, though related, do not constitute material related party transactions under the provisions of Section 188 of the Act read with the Companies (Meetings of Board and its Powers) Rules, 2014.

Mr. Bhaskar M. Parekh, Mr. Dilip M. Parekh, Mrs. Hina V. Mehta and their relatives are interested in this resolution. Save and except above, none of the other Directors, Key Managerial Personnel and their relatives are concerned or interested (financially or otherwise), in any way, in this resolution.

Item No.6 - Re-appointment of Mr. Dilip M. Parekh as the Managing Director of the Company:

The Members of the Company at the 28th AGM held on Wednesday, August 17, 2022, had approved the re-appointment of Mr. Dilip M. Parekh (DIN: 00166385) as the Managing Director, for a period of three years with effect from September 1, 2022 to August 31, 2025. The Board of Directors of the Company based on recommendation of Nomination and Remuneration Committee and Audit Committee on Tuesday, May 27, 2025 re-appointed Mr. Dilip M. Parekh as the Managing Director for a further period of three years with effect from September 01, 2025, subject to approval of the Members and such approvals as may be required.

Mr. Dilip M. Parekh is not disqualified from being re-appointed as a Director or Managing Director in terms of Section 164 of the Act. He has communicated his willingness to be re-appointed and has given the consent to act as Managing Director of the Company. He satisfies all the conditions set out in Section 196(3) and Part I of Schedule V of the Act and hence, is eligible for re-appointment.

A brief profile of Mr. Dilip M. Parekh, in terms of the Listing Regulations is provided as **Annexure A**, which forms part of this Notice.

The details of remuneration payable to Mr. Dilip M. Parekh, Managing Director for the period September 01, 2025 to August 31, 2028 despite inadequate profits is as under:

1.	Salary	The salary of Mr. Dilip M. Parekh shall be same in line with the current terms with no change i.e. Salary at the rate of ₹91.00 Lakhs per annum.
2.	Accommodation	Allowance including accommodation (furnished or otherwise) or house rent allowance in lieu thereof, house maintenance allowance, medical reimbursement and leave travel concession for self and family, club fees, medical and personal accident insurance and such other perquisites and / or allowances in accordance with the rules of the Company. The aforesaid perquisites may be in the form of reimbursement or allowance.
3.	Provident Fund	The Managing Director shall be entitled to Company's contribution to Provident Fund up to the tax exemption limit, Pension Scheme, as per the rules of the Company.
4.	Reimbursement	Reimbursement of entertainment, club fees, travelling and all other expenses incurred during the official business of the Company in accordance with the rules of the Company.
5.	Use of Car and Telephone	Car for use on Company's business, telephone / cellular phone and other communication facilities at residence.

The draft agreement to be entered into between Mr. Dilip M. Parekh and the Company would be made available for inspection by the Members of the Company during the meeting.

It may be noted that the remuneration proposed to be paid to Mr. Dilip M. Parekh is same as was approved by the members of the Company at their 28th AGM.



Statement containing additional information as required in Schedule V of the Companies Act, 2013

General Information:

1. Nature of industry	The Company is engaged in the business of manufacturing, marketing and selling of Plastic Moulded Articles.
2. Date or expected date of commencement of commercial production	Existing Company in operation since 1993.
3. In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not Applicable.
4. Financial performance based on given indicators	For the financial year ended March 31, 2025, the Company made a turnover of ₹19,367.45 Lakhs and Profit after tax of ₹1823.95 Lakhs.
5. Foreign Investments or collaborations, if any	The Company has one direct Subsidiary "Prima Union Plasticos S.A" in Guatemala and one Joint Venture "Prima Dee-Lite SARL" with 50 percent share in Cameroon.

Information about the appointee:

1. Background details	Mr. Dilip M. Parekh joined the Company's Board since inception and is looking after marketing and administration of the Company. His strong management skills, marketing ability and experience in plastic industry has benefited the Company. He is the person behind putting Prima on global chart by setting up a Joint Venture Company at Cameroon (West Africa) and incorporating a Subsidiary Company at Guatemala, Central America.
2. Past remuneration	During the financial year ended March 31, 2025, ₹91.17 Lakhs was paid as remuneration to Mr. Dilip M. Parekh.
3. Recognition or awards	Mr. Dilip M. Parekh is a Director of the "Organization of Plastics Processors of India"
4. Job profile and his suitability	Managing Director of the Company is entrusted with most of the substantial powers and decisions for the management. He is also responsible for the general conduct and business affairs of the Company, subject to the superintendence, control and supervision of the Board of Directors of the Company. Mr. Dilip M. Parekh has actively led the stellar growth of the Company which saw the Company, due to which it attained new height in market share.
5. Remuneration proposed	As stated in the Explanatory Statement at Item No. 6 of this Notice.



6. Comparative remuneration profile with respect to industry, size of the company, profile of the position and person	The remuneration of Mr. Dilip M. Parekh is comparable to that drawn by the peers in the similar capacity in the industry and is commensurate with the size of the Company and diverse nature of its business. The remuneration is considered to be appropriate, having regard to factors such as past experience, position held, his contribution as Managing Director to the growth of the Company, its business and its profitability, age and merits of Mr. Dilip M. Parekh.
7. Pecuniary relationship directly or indirectly with the Company or relationship with the managerial personnel, if any	Mr. Dilip M. Parekh is the Promoter of the Company and related to Mr. Bhaskar M. Parekh and Mrs. Hina V. Mehta, Directors of the Company as Sibling.

Other Information:

1. Reasons of loss or inadequate profits	The ever changing domestic and international market conditions, high cost of materials and manpower expense.
2. Steps taken or proposed to be taken for improvement	To address these challenges, the Company is expanding its production capacities to cater to both domestic and overseas markets. This move is aimed at enhancing operational efficiency.
3. Expected increase in productivity and profits in measurable terms	As mentioned above, the above actions will increase the productivity and will improve the bottom line of the Company in the coming years.

These resolutions, though related, do not constitute material related party transactions under the provisions of Section 188 of the Act read with the Companies (Meetings of Board and its Powers) Rules, 2014.

Mr. Dilip M. Parekh, Mr. Bhaskar M. Parekh, Mrs. Hina V. Mehta and their relatives are interested in this resolution. Save and except above, none of the other Directors, Key Managerial Personnel and their relatives are concerned or interested (financially or otherwise), in any way, in this resolution.



ANNEXURE – A

Details of Directors liable to retire by rotation and seeking re-appointment as Whole Time Director and Managing Director at the Annual General Meeting

Particulars	Mr. Bhaskar M. Parekh (Age: 69 Years)	Mr. Dilip M. Parekh (Age: 57 Years)
DIN	00166520	00166385
Date of Joining Board	November 17, 1993	November 17, 1993
Brief resume	Mr. Bhaskar M. Parekh, a Commerce graduate, joined the Company's Board since incorporation. He is in charge of production and general administration and is committed to explore new profitable business avenues and diversified activities to add shareholders value.	Mr. Dilip M. Parekh, a Commerce graduate, is a member of Company's Board since inception and is looking into marketing and administration of the Company. He has an experience of more than 35 years in the plastic Industry.
Nature of expertise in specific functional areas	Experience of more than 38 years in plastic injection moulding, blow moulding and extrusion industry. He introduced numbers of innovative furniture items in attractive colors.	He has an experience of more than 35 years in the plastic Industry. His strong management skill, marketing ability and experience in Plastic industry has benefited the Company.
Disclosure of relationships between directors inter-se	Mr. Bhaskar M. Parekh is the Promoter of the Company and related to Mr. Dilip M. Parekh and Mrs. Hina V. Mehta, Directors of the Company as siblings.	Mr. Dilip M. Parekh is the Promoter of the Company and related to Mr. Bhaskar M. Parekh and Mrs. Hina V. Mehta, Directors of the Company as siblings.
Directorship in other Companies	Director in Prima Innovation Limited which is wholly owned Subsidiary of Prima Plastics Limited.	Director in Prima Innovation Limited which is wholly owned Subsidiary of Prima Plastics Limited and in Organization of Plastic Processors of India.
Membership in Committees of other Companies	NA	NA
Listed entities from which the person has resigned in the past three years	NA	NA
Shareholding of non-executive directors in the Company	NA	NA
Number of Shares held in the Company	2685210	3083230



For other details in respect of the above Directors, such as the number of meetings of the Board attended during the year, remuneration drawn, etc. please refer the Corporate Governance Report which is a part of this Annual Report.

By Order of the Board of Directors
For Prima Plastics Limited

Prachi M. Mankame
Company Secretary and Compliance Officer
M. No. ACS : 67042

Place: Mumbai

Date: May 27, 2025

Registered Office:

98/4 Prima House, Daman Industrial Estate,
Kadaiya, Nani Daman, Daman (U.T.), Pin - 396210
Tel No.: +91 0260-2220445
Email id: investor@primaplastics.com
Website: www.primaplastics.com