

# MINUTES BOOK

**MOLD-TEK PACKAGING LIMITED,**  
Registered office: Plot # 700, Road No 36, Jubilee Hills,  
Hyderabad - 500 033.

**MINUTES OF THE EXTRA-ORDINARY GENERAL MEETING OF THE MEMBERS OF THE COMPANY HELD ON TUESDAY, 16<sup>TH</sup> FEBRUARY, 2021, THROUGH VIDEO CONFERENCING ("VC")/ OTHER AUDIO VISUAL MEANS ("OAVM") COMMENCED AT 11.00 A.M. AND CONCLUDED AT 11.30 A.M.**

## **DIRECTORS PRESENT PHYSICALLY:**

Mr. J. Lakshmana Rao - Chairman & Managing Director  
Mr. P. Venkateswara Rao - Deputy Managing Director

## **DIRECTORS PRESENT THROUGH VIDEO CONFERENCING (VC):**

Mr. M Srinivas - Whole Time Director  
Mrs. Mytraeyi J - Promoter Director  
Mr. A. Subramanyam - Deputy Managing Director  
Mrs. Madhuri VRV - Non-executive Independent Woman Director  
Mr. I. Eswara Rao - Non-executive Independent Director  
Mr. T. Venkateswara Rao - Non-executive Independent Director  
Mr. Dhanraj Tirumala - Non-executive Independent Director

## **COMPANY SECRETARY**

Thakur Vishal Singh

## **CHIEF FINANCIAL OFFICER**

Mrs. A. Seshu Kumar

## **SCRUTINIZER**

Ashish Kumar Gagar- Company Secretary in Practice (Through VC)

## **MEMBERS PRESENT:**

54 Members were present through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM") at the Extra-Ordinary General Meeting of the Company.

Election of Chairman:

1. Mr. J. Lakshmana Rao, Chairman of the Board, presided as the chairman of the meeting.

CHAIRMAN'S INITIALS

# MINUTES BOOK

2. Mr. I. Eswara Rao, Chairman of Audit committee, and Mr. T. Venkateswara Rao, Chairman of Stakeholder Relationship committee and members in Nomination and remuneration committee meeting was present in the meeting.
3. The quorum being present, the Company Secretary declared the meeting in order and extended warm welcome to the members at the Extra-Ordinary General Meeting.
4. Further, the Company Secretary informed the members that Extra-Ordinary General Meeting of Mold-Tek Packaging Limited is conducted through Video Conferencing /Other Audio Video Means in accordance with the relevant circulars issued by the Ministry of Corporate Affairs and SEBI.
5. The Notice dated 21<sup>st</sup> January, 2021, calling the Extra-Ordinary General Meeting, as circulated to all the members through e-mails, was taken as read.

Chairman then delivered his speech to the members. Then some of the members attending the meeting who were registered as speakers, raised few questions, and sought certain information and clarifications. The Chairman provided all the clarifications/information as sought by the shareholders.

After concluding his Speech and after providing clarifications/information as sought by the shareholders, it was informed to the shareholders that pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules 2014, the Company has extended remote e-voting facility to the members of the Company in respect of businesses to be transacted at the Extra-Ordinary General Meeting. The remote e-voting commenced from 9.00 a.m. on 12<sup>th</sup> February, 2021 and ended at 5.00 p.m. on 15<sup>th</sup> February, 2021. Mr. Ashish Kumar Gaggar, Company Secretary in Practice had been appointed as Scrutinizer for remote e-voting for ensuing Extra-Ordinary General Meeting.

Chairman then announced that the results for e-Voting, which along with Scrutinizer's report will be placed on website of the company, e-voting agency - CDSL and will be intimated to the Stock exchange within 48 hours from the conclusion of the Extra-Ordinary General Meeting.

The Chairman thanked the shareholders for their active support to the Company and declared the formal closure of Extra-Ordinary General Meeting of the Company.

On 16<sup>th</sup> February, 2021, after counting & verification of votes through e-voting, the Chairman noted the report on the results of e-voting submitted by the Scrutinizer on the resolution placed before the shareholders. The following results were also announced through the website of the company, remote e-voting agency - CDSL, Bombay Stock Exchange and National Stock Exchange.

CHAIRMAN'S INITIALS

# MINUTES BOOK

## SPECIAL BUSINESS

### ITEM NO. 1: Alteration of Article of Association of the Company:

**“RESOLVED THAT** pursuant to the provisions of Section 14 and other applicable provisions, if any, of the Companies Act, 2013, (including any statutory modification(s) and re-enactment(s) thereof for the time being in force) and the rules framed thereunder, consent of the Members be and is hereby accorded to alter the existing clause 25. a) of the Article of Association of the Company in the manner set out herein below:

The existing Article No 25. a) is replaced with the new Article as under and existing Article No. 25. a) shall be deleted from the Articles of Association of the Company.

Clause no. of Article of Association	Existing Article	New Article
25. a)	<p>a) The Board may, from time to time, make calls upon the members in respect of any monies unpaid on their shares (whether on account of the nominal value of the shares or by way of premium) and not by the conditions of allotment thereof made payable at fixed times:</p> <p>Provided that no call shall exceed one-fourth of the nominal value of the share or be payable at less than one month from the date fixed for the payment of the last preceding call.</p>	<p>a) The Board may, from time to time, by a resolution passed at a meeting of the Board (and not by circular resolution) make such calls as it thinks fit upon the members in respect of all or any portion of the monies unpaid on their shares (whether on account of the nominal value of the shares or by way of premium) and not by the conditions of allotment thereof made payable at fixed times.</p>

**FURTHER RESOLVED THAT** Mr. J Lakshamana Rao, Chairman & Managing Director or along with any other director or the Company secretary of the Company be and are hereby severally authorised to do all such act(s), deed(s) and things including all forms, documents filing with Registrar of Companies as may be necessary and incidental to give effect to the aforesaid Resolution.”

CHAIRMAN'S INITIALS

# MINUTES BOOK

## Resolution No. 1: SPECIAL RESOLUTION

### Alteration of Article of Association of the Company

Type of Equity Shares	Votes in favour of the resolution		Votes against the resolution		Invalid Votes
	No. of Votes	As a % of total number of valid votes cast (Favour and Against)	No. of Votes	As a % of total number of valid votes cast (Favour and Against)	
Fully Paid Up Equity Shares	1,48,00,428	100 %	400	Negligible	Nil
*Partly paid up Equity shares	95,532		Nil		
<b>Total</b>	<b>1,48,95,960</b>		<b>400</b>		

Result: The Special resolution was passed as requisite majority of votes were cast in favour of the resolution.

No votes were found invalid for the resolution in item No. 1 of the notice of Extra-Ordinary General meeting.

The resolution on item No. 1 of the notice to the EGM, was passed with the requisite majority at the Extra-Ordinary General meeting of the Company and stood deemed to be passed on 16<sup>th</sup> February, 2021, being the date of the relevant Extra-Ordinary General Meeting of the members. There being no other business to transact, the meeting concluded with vote of thanks to the Chair.

Date: 17/02/2021.  
Place: Hyderabad

  
CHAIRMAN

CHAIRMAN'S INITIALS