RAJSHREE POLYPACK LIMITED

NOTICE OF 15TH ANNUAL GENERAL MEETING

NOTICE is hereby given that the Fifteenth (15th) Annual General Meeting of **Rajshree Polypack Limited** will be held on **Tuesday, September 15, 2026 at 11:00 A.M. (IST)** through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") to transact the following business:

ORDINARY BUSINESS

1. To consider and adopt (a) the audited financial statement of the Company for the financial year ended March 31, 2026 and the reports of the Board of Directors and Auditors thereon; and (b) the audited consolidated financial statement of the Company for the financial year ended March 31, 2026 and the report of Auditors thereon and in this regard, to consider and if thought fit, to pass the following resolutions as **Ordinary Resolutions:**

   a) **"RESOLVED** THAT the audited financial statement of the Company for the financial year ended March 31, 2026 and the reports of the Board of Directors and Auditors thereon, as circulated to the members, be and are hereby considered and adopted."

   b) **"RESOLVED THAT** the audited consolidated financial statement of the Company for the financial year ended March 31, 2026 and the report of Auditors thereon, as circulated to the members, be and are hereby considered and adopted.

2. To appoint Mr. Naresh Radheshyam Thard (DIN: 03581790) who retires by rotation, as a Director and in this regard, to consider and if thought fit, to pass the following resolution as an **Ordinary Resolution:**

   "RESOLVED THAT in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Naresh Radheshyam Thard (DIN: 03581790), who retires by rotation at this meeting, be and is hereby appointed as a Director of the Company."

SPECIAL BUSINESS

3. To ratify the remuneration of Cost Auditors for the financial year ending March 31, 2027 and, in this regard, to consider and if thought fit, to pass the following resolution as an **Ordinary Resolution:**

   "RESOLVED THAT in accordance with the provisions of Section 148 and other applicable provisions of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the remuneration payable to M/s. V.J. Talati & Co, Cost Accountants, Mumbai (Firm Registration No. R00213), appointed by the Board of Directors of the Company on the recommendation of the Audit Committee, as Cost Auditors of the Company to conduct the audit of the cost records of the Company for the financial year ending March 31, 2027, amounting to ₹ 66,000/- (Rupees Sixty Six Thousand only) plus applicable taxes, and reimbursement of out of pocket expenses, travelling and other expenses incurred in performance of their duties, be and is hereby ratified."

4. To approve re-appointment of Mr. Praveen Bhatia (DIN: 00147498) as an Independent Director of the Company and in this regard, to consider and if thought fit, to pass the following resolution as a **Special Resolution:**

   "RESOLVED THAT in accordance with the provisions of Sections 149, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualifications of Directors) Rules, 2014, and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director, the consent of the Members be and is hereby accorded for the re-appointment of Mr. Praveen Bhatia (DIN: 00147498) as an Independent Director, not liable to retire by rotation, for a second term of five (5) consecutive years, i.e., from June 24, 2026 to June 23, 2031;

   RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

5. To grant approval for payment of professional fees to Mr. Praveen Bhatia (DIN: 00147498), Independent Director, for providing professional services, for the financial year 2026-27 and in this regard, to consider and if thought fit, to pass the following resolution as a **Special Resolution:**

   "RESOLVED THAT in accordance with the provisions of Sections 197, 198 read with Schedule V and other applicable provisions of the Companies Act, 2013, and the applicable provisions of the Securities and Exchange Board of India (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 the Nomination and Remuneration Committee and the Board of Directors, the consent of the Members be and is hereby accorded for the payment of professional fees amounting to Rs. 1,00,000/- (Rupees One Lakh only) per month to Mr. Praveen Bhatia (DIN: 00147498), Independent Director of the Company for professional services to be rendered by him to the Company, over and above the remuneration and the sitting fees to which he is entitled as an Independent Director, for the financial year 2026-27;

   RESOLVED FURTHER THAT the Board of Directors be and are hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

6. To approve the revision in remuneration payable to Mr. Ramswaroop Radheshyam Thard (DIN: 02835505), Chairman & Managing Director of the Company, for the remainder of his current term of office, and to re-appoint him as the Chairman & Managing Director of the Company for a further period of five years together with the remuneration payable to him for the said further term, and in this regard, to consider and if thought fit, to pass the following resolutions as **Special Resolutions:**

(a) **"RESOLVED THAT** pursuant to the provisions of Section 197 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors, the consent of the Members be and is hereby accorded to the revision in the remuneration payable to Mr. Ramswaroop Radheshyam Thard, Chairman & Managing Director of the Company, from Rs. 102.39 Lakhs (Rupees One Crore Two Lakhs Thirty-Nine Thousand Only) to Rs. 110.39 Lakhs (Rupees One Crore Ten Lakhs Thirty-Nine Thousand Only) per annum, with effect from April 1, 2026, for the remainder of his current term of office, i.e., up to October 14, 2026, notwithstanding that such remuneration may exceed the limits specified under Schedule V to the Act;

RESOLVED FURTHER THAT in the event of loss or inadequacy of profits during the aforesaid period, Mr. Ramswaroop Radheshyam Thard, Chairman & Managing Director of the Company, shall be paid the remuneration as set out above as minimum remuneration, subject to the restrictions, if any, set out in Section 197 and Schedule V to the Act, from time to time;

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

(b) **"RESOLVED THAT** in accordance with the provisions of Sections 196, 197 and 203 read with Schedule V and other applicable provisions of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the Articles of Association of the Company, the consent of the Members be and is hereby accorded to re-appoint Mr. Ramswaroop Radheshyam Thard (DIN: 02835505) as the Chairman & Managing Director of the Company, for a further period of 5 (five) years with effect from October 15, 2026 up to October 14, 2031, as recommended by the Nomination and Remuneration Committee and approved by the Board of Directors, on the terms and conditions as set out in this resolution and in the Explanatory Statement annexed to this Notice, with liberty to the Board of Directors (hereinafter referred to as "the Board", which term shall include any Committee thereof) to vary the terms and conditions of the said re-appointment and / or remuneration as it may deem fit;

RESOLVED FURTHER THAT pursuant to the provisions of Section 197 read with Schedule V and other applicable provisions, if any, of the Act, the SEBI Listing Regulations and based on the recommendation of the Nomination and Remuneration Committee and the Board, the consent of the Members be and is hereby accorded to the payment of remuneration to Mr. Ramswaroop Radheshyam Thard, Chairman & Managing Director of the Company, not exceeding Rs. 110.39 Lakhs (Rupees One Crore Ten Lakhs Thirty-Nine Thousand Only) per annum, with effect from October 15, 2026, for a period not exceeding three (3) years, i.e., up to October 14, 2029, notwithstanding that such remuneration may exceed the limits specified under Schedule V to the Act;

RESOLVED FURTHER THAT in the event of loss or inadequacy of profits in any financial year during the tenure of Mr. Ramswaroop Radheshyam Thard, Chairman & Managing Director of the Company, he shall be paid the remuneration as set out above, as minimum remuneration, for a period not exceeding three (3) years, i.e., up to October 14, 2029, subject to the restrictions, if any, set out in Section 197 and Schedule V to the Act, from time to time;

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

7. To approve the revision in remuneration payable to Mr. Naresh Radheshyam Thard (DIN: 03581790), Joint Managing Director of the Company, for the remainder of his current term of office, and to re-appoint him as the Joint Managing Director of the Company for a further period of five years together with the remuneration payable to him for the said further term, and in this regard, to consider and if thought fit, to pass the following resolutions as **Special Resolutions:**

(a) **"RESOLVED THAT** pursuant to the provisions of Section 197 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors, the consent of the Members be and is hereby accorded to the revision in the remuneration payable to Mr. Naresh Radheshyam Thard, Joint Managing Director of the Company, from Rs. 82.52 Lakhs (Rupees Eighty-Two Lakhs Fifty-Two Thousand Only) to Rs. 90.52 Lakhs (Rupees Ninety Lakhs Fifty-Two Thousand Only) per annum, with effect from April 1, 2026, for the remainder of his current term of office, i.e., up to January 31, 2027, notwithstanding that such remuneration may exceed the limits specified under Schedule V to the Act;

RESOLVED FURTHER THAT in the event of loss or inadequacy of profits during the aforesaid period, Mr. Naresh Radheshyam Thard, Joint Managing Director of the Company, shall be paid the remuneration as set out above as minimum remuneration, subject to the restrictions, if any, set out in Section 197 and Schedule V to the Act, from time to time;

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

(b) **"RESOLVED THAT** in accordance with the provisions of Sections 196, 197 and 203 read with Schedule V and other applicable provisions of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the Articles of Association of the Company, the consent of the Members be and is hereby accorded to re-appoint Mr. Naresh Radheshyam Thard (DIN: 03581790) as the Joint Managing Director of the Company, for a further period of 5 (five) years with effect from February 1, 2027 up to January 31, 2032, as recommended by the Nomination and Remuneration Committee and approved by the Board of Directors, on the terms and conditions as set out in this resolution and in the Explanatory Statement annexed to this Notice, with liberty to the Board of Directors (hereinafter referred to as "the Board", which term shall include any Committee thereof) to vary the terms and conditions of the said re-appointment and / or remuneration as it may deem fit;

RESOLVED FURTHER THAT pursuant to the provisions of Section 197 read with Schedule V and other applicable provisions, if any, of the Act, the SEBI Listing Regulations and based on the recommendation of the Nomination and Remuneration Committee and the Board, the consent of the Members be and is hereby accorded to the payment of remuneration to Mr. Naresh Radheshyam Thard, Joint Managing Director of the Company, not exceeding Rs. 90.52 Lakhs (Rupees Ninety Lakhs Fifty-Two Thousand Only) per annum, with effect from February 1, 2027, for a period not exceeding three (3) years, i.e., up to January 31, 2030, notwithstanding that such remuneration may exceed the limits specified under Schedule V to the Act;

RESOLVED FURTHER THAT in the event of loss or inadequacy of profits in any financial year during the tenure of Mr. Naresh Radheshyam Thard, Joint Managing Director of the Company, he shall be paid the remuneration as set out above, as minimum remuneration, for a period not exceeding three (3) years, i.e., up to January 31, 2030, subject to the restrictions, if any, set out in Section 197 and Schedule V to the Act, from time to time;

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

8. To increase the remuneration of Mr. Anand Sajjankumar Rungta (DIN: 02191149), Whole-time Director of the Company and in this regard, to consider and if thought fit, to pass the following resolution as a **Special Resolution:**

   "RESOLVED THAT pursuant to Sections 197,198 and other applicable provisions, if any, of the Companies Act, 2013, ("The Act") read with Schedule V of the Act and the Rules made thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and pursuant to the recommendation of the Nomination & Remuneration Committee and approval of the Board of Directors, consent of the Members of the Company be and is hereby accorded for increasing the remuneration to be paid to Mr. Anand Sajjankumar Rungta (DIN: 02191149), Whole-time Director ("WTD") of the Company from Rs. 38 lakhs per annum (Rupees Thirty Eight Lakhs) to Rs. 46 lakhs per annum (Rupees Forty Six Lakhs) w.e.f. April 1, 2026, during the currency of his tenure as WTD of the Company i.e., till June 23, 2027;

   RESOLVED FURTHER THAT in the event of absence or inadequacy of profits of the Company in any financial year during the currency of his tenure as WTD, Mr. Anand Sajjankumar Rungta shall be paid remuneration not exceeding the ceiling laid down under Schedule V of the Act, as may be decided by the Board;

   RESOLVED FURTHER THAT except for the aforesaid terms of remuneration, all other existing terms and conditions of his appointment as WTD of the Company shall remain unchanged;

   RESOLVED FURTHER THAT the Board be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

By Order of the Board of Directors

Sd/-
Shefali Mehto
Company Secretary &
Compliance Officer

Date: August 05, 2026
Place: Thane

Registered Office:
Lodha Supremus, Unit No. 503-504, 5th Flr,
Road No. 22, Kishan Nagar,
Nr New Passport Office,
Wagle Estate, Thane (West) 400 604.
CIN: L25209MH2011PLC223089
Website: www.rajshreepolypack.com
E-mail id: info@rajshreepolypack.com
Tel No.: +91-22 49578200

NOTES FOR MEMBERS' ATTENTION

1. A Statement pursuant to Section 102 of the Companies Act, 2013, ("the Act") setting out material facts concerning the business with respect to Item Nos. 3 to 8 forms part of this Notice. Additional information, pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("SEBI Listing Regulations") and Secretarial Standard - 2 on General Meetings, issued by the Institute of Company Secretaries of India, in respect of Director retiring by rotation seeking re-appointment at this Annual General Meeting ("Meeting" or "AGM") is furnished as an Annexure A to this Notice.

2. Ministry of Corporate Affairs ("MCA") vide its General Circulars Nos. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 05, 2020, and subsequent circulars issued in this regard, the latest being 03/2025 dated September 22, 2025, ('MCA Circulars') has permitted the holding of the annual general meeting through Video Conferencing ("VC") or through Other Audio-Visual Means ("OAVM"), without the physical presence of the Members at a common venue.

   In accordance with the MCA Circulars and applicable provisions of the Act read with the rules made thereunder, and the SEBI Listing Regulations, the AGM of the Company shall be conducted through VC/OAVM.

   In compliance with the provisions of the Act, SEBI Listing Regulations and Secretarial Standards on General Meeting and MCA Circulars, the AGM of the Company is being held through VC/ OAVM on Tuesday, September 15, 2026 at 11:00 A.M. (IST). The proceedings of the AGM are deemed to be conducted at the Registered Office of the Company situated at Lodha Supremus Unit No 503-504, 5th Floor, Road No. 22, Kishan Nagar, Near New Passport office, Wagle Estate Thane West-400604.

   National Securities Depositories Limited ("NSDL") will be providing facilities in respect of:

   (i) voting through remote e-voting;

   (ii) participation in the AGM through VC/OAVM facility;

   (iii) e- voting during the AGM.

3. 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 on his/her behalf and the proxy need not be a member of the Company. Since this AGM is being held pursuant to the MCA Circulars, and Regulation 44 of SEBI Listing Regulations through VC or OAVM, the requirement of physical attendance of members has been dispensed with. Accordingly, in terms of the MCA Circulars, the facility for appointment of proxies by the 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.

4. Corporates/Institutional Investors, who are Members of the Company, are encouraged to attend and vote at the AGM. Institutional / Corporate members (i.e., other than Individuals, HUFs, NRIs, etc.) are also required to send legible scanned certified true copy (in PDF Format) of the Board Resolution / Power of Attorney / Authority Letter, etc., together with attested specimen signature(s) of the duly authorised representative(s), to nishant.bajaj@koriandeadvisors.com with a copy marked to evoting@nsdl.com and cosec@rajshreepolypack.com. Such authorisation should contain necessary authority in favour of its authorised representative(s) to attend the AGM. Corporate Members / Institutional Investors (i.e., other than individuals, HUFs, NRIs etc.) can also upload their Board Resolution/ Power of Attorney/Authority Letter etc. by clicking on the "Upload Board Resolution/Authority Letter" displayed under the "e-voting" tab in their login.

5. In case of joint holders attending the AGM, only such joint holder who is higher in the order of the names as per the Register of Members of the Company, as of the cut-off date, will be entitled to vote at the Meeting.

6. As per Regulation 40 of the Listing Regulations, securities of listed companies can be transferred, transmitted or transposed only in dematerialized form. Further, SEBI, has clarified that listed companies, with immediate effect, shall issue the securities only in dematerialised mode while processing investor service requests pertaining to issue of duplicate securities certificate, claim from unclaimed suspense account, renewal/exchange of securities certificate, endorsement, sub-division/splitting of securities certificate, consolidation of securities certificates/ folios, transmission, transposition etc. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or Company's Registrar and Transfer Agents - M/s. MUFG Intime India Private Limited for assistance in this regard.

7. SEBI, vide its Circular No. HO/38/13/11(2)2026-MIRSD-POD/I/3750/2026 dated January 30, 2026, has opened a one year special window from February 5, 2026 to February 4, 2027 to facilitate transfer and dematerialisation of physical securities which were sold or purchased prior to April 1, 2019 but could not be transferred earlier due to documentation or procedural deficiencies. The window is also available for transfer requests earlier submitted and rejected, returned or not attended to. Fresh transfers of physical securities executed on or after April 1, 2019 are not permitted. All eligible requests processed under this window shall result in transfer cum dematerialisation only, and no physical share certificates will be issued. The securities shall be credited directly in dematerialised form to the transferee's demat account after due verification and shall be subject to a mandatory lock-in of one year from the date of registration of transfer, during which they cannot be transferred, pledged or lien marked. Any such transfer shall be lodged / re-lodged with the Company's RTA (Email:investor.helpdesk@in.mpms.mufg.com) (Telephone No. 8108116767).

8. In compliance with the MCA Circulars and Regulation 36(1)(a) of the SEBI Listing Regulations, Notice of the AGM along with the Annual Report for the financial year 2025-26 is being sent only through electronic mode to those members

whose e-mail address is registered with the Company / Registrar and Transfer Agent / Depository Participants / Depositories. Further, in compliance with Regulation 36(1) (b) of the SEBI Listing Regulations, a letter providing the web-link, including the exact path, where Annual Report for the financial year 2025-26 is available, is being sent to those members whose e-mail address is not registered with the Company / Registrar and Transfer Agent / Depository Participants / Depositories. Members may note that this Notice and Annual Report for the financial year 2025-26 will also be available on the Company's website at https://rajshreepolypack.com/, website of National Stock Exchange of India Limited at www.nseindia.com.

9. SEBI vide Circular Nos. SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/131 dated July 31, 2023, has established a common Online Dispute Resolution Portal ("ODR Portal") for resolution of disputes arising in the Indian Securities Market. Pursuant to above-mentioned circulars, post exhausting the option to resolve their grievances with the RTA / Company directly and through existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal (https://smartodr.in/login).

10. The Register of Members of the Company shall remain closed from Wednesday, September 09, 2026 to Tuesday, September 15, 2026 (both days inclusive).

11. Members may please note that SEBI vide its Circular dated January 25, 2022 has mandated the Listed Companies to issue securities in dematerialized form only while processing service requests viz. Issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/ exchange of securities certificate; endorsement; sub-division/splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR – 4, the format of which is available on the website of the Company's RTA, MUFG Intime India Private Limited at www.in.mpms.mufg.com. It may be noted that any service request received by member can be processed by RTA / the Company only after the folio is KYC Compliant.

    Member holding equity shares of the Company in physical form are requested to kindly get their equity shares converted into demat / electronic form to get inherent benefits of dematerialisation and also considering that physical transfer of equity shares / issuance of equity shares in physical form have been disallowed by SEBI.

12. Transfer of Unclaimed/Unpaid amounts to the Investor Education and Protection Fund (IEPF):

    Members are requested to note that dividends not encashed or remaining unclaimed for a period of 7 (seven) years from the date of transfer to the Company's Unpaid Dividend Account, shall be transferred to the Investor Education and Protection Fund ("IEPF") established by the Central Government. Further, pursuant to the provisions of Section 124 of the Act read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("IEPF Rules"), all shares on which dividend has not been paid or claimed for seven consecutive years or more shall be transferred to IEPF Authority as notified by the Ministry of Corporate Affairs.

    The Members/Claimants whose shares, unclaimed dividend, and debenture interest amount have been transferred to IEPF may claim the shares or apply for refund by making an application to IEPF Authority in Form IEPF 5 available on www.iepf.gov.in The Member/Claimant can file only one consolidated claim in a Financial Year as per the IEPF Rules. Members are requested to contact the Company's Registrar and Share Transfer Agent to claim the unclaimed/ unpaid dividends at the following address: M/s. MUFG Intime India Private Limited, C-101, Embassy 247, LBS Marg, Vikhroli (West), Mumbai – 400083.

13. Members are requested to intimate changes, if any, about their name, postal address, e-mail address, telephone/ mobile numbers, PAN, power of attorney registration, Bank Mandate details, etc. to their Depository Participant ("DP") in case the shares are held in electronic form and to the Registrar in case the shares are held in physical form, in prescribed Form No. ISR-1, quoting their folio number and enclosing the self-attested supporting document. Further, Members may note that SEBI has mandated the submission of PAN by every participant in the securities market.

14. The format of the Register of Members prescribed by the MCA under the Act requires the Company / Registrars and Share Transfer Agents to record additional details of Members, including their PAN details, e-mail address, bank details for payment of dividends, etc. Form No. ISR-1 for capturing additional details is available on the Company's website. Members holding shares in physical form are requested to submit the filled-in Form No. ISR- 1 to the RTA in physical mode. Members holding shares in electronic form are requested to submit the details to their respective DP only and not to the Company or RTA.

15. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised to not leave their Demat account(s) dormant for long. Periodic statements of holdings should be obtained from the concerned Depository Participant and holdings should be verified from time to time.

16. Members are requested to send all their documents and communications pertaining to shares to MUFG Intime India Private Limited, Registrar and Share Transfer Agent ("RTA") of the Company at their office situated at C-101, Embassy 247, Lal Bahadur Shastri Marg, Vikhroli (West), Mumbai, Maharashtra - 400083, Telephone No. 8108116767, investor.helpdesk@in.mpms.mufg.com, for both physical and demat segment of Equity Shares. Please quote on all such correspondence - "Unit – Rajshree Polypack Limited".

17. As per the provisions of Section 72 of the Act, facility for making nomination is available to individuals holding shares of the Company. Members holding shares in physical form who have not yet registered their nomination are requested to register the same by submitting Form No. SH-

13. Any change or cancellation of the nomination already made shall be effective by submitting Form No. SH-14. Members may download the Form No. SH-13 and Form No. SH-14 from the Company's website under the weblink at rajshreepolypack.com/investors. Members holding shares in demat mode should file their nomination with their DPs for availing this facility.

18. According to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of SEBI Listing Regulations, and the MCA Circulars, the Company is providing the facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with NSDL for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using a remote e-voting system as well as e-voting during the AGM will be provided by NSDL.

19. Members will be provided with the facility for voting through an electronic voting system during the video conferencing proceedings at the AGM and Members participating at the AGM, who have not already cast their vote by remote e-voting, will be eligible to exercise their right to vote during such proceedings of the AGM. Members who have cast their vote by remote e-voting prior to the AGM will also be eligible to participate at the AGM but shall not be entitled to cast their vote again on such resolutions for which the Member has already cast the vote through remote e-voting.

20. The Members who are present during the AGM through VC/OAVM and have not cast their votes through remote e-voting, would be allowed to cast their vote during the AGM through e-voting.

21. Members who would like to express their views / ask questions as a speaker at the Meeting may pre-register themselves by sending a request from their registered email address mentioning their names, DP ID and Client ID/folio number, PAN, and mobile number at cosec@rajshreepolypack.com between September 09, 2026 (09:00 A.M. IST) and September 12, 2026 (05:00 P.M. IST). Only those Members who have pre-registered themselves as a speaker on the dedicated email id cosec@rajshreepolypack.com will be allowed to express their views/ask questions during the AGM. 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. The Company reserves the right to restrict the number of questions and number of speakers, as appropriate, for smooth conduct of the AGM.

22. PROCEDURE FOR JOINING THE AGM THROUGH VC / OAVM

I. Members will be provided with a facility to attend the AGM through VC / OAVM through the NSDL e-Voting system. Members may access the same at https://www.evoting.nsdl.com under Members login by using the remote e-Voting credentials. The link for VC / OAVM will be available in Members login where the EVEN of Company will be displayed. Please note that Members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice. Further Members can also use the OTP based login for logging into the e-Voting system of NSDL.

II. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

III. 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.

IV. The attendance of Members attending the AGM through VC / OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.

23. The instructions and other information relating to voting through electronic means is given hereunder:

VOTING THROUGH ELECTRONIC MEANS

I. In compliance with provisions of Section 108 of the Act, Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI Listing Regulations, the Company is pleased to provide its Members with the facility to exercise their right to vote on resolutions proposed to be considered at the AGM by electronic means and the business may be transacted through e-voting. The Company has engaged the services of National Securities Depository Limited ("NSDL"), who will provide the e-voting facility to a member using remote e-voting system (e-voting from a place other than venue of the AGM) ("Remote e-voting") as well as e-voting during the proceeding of the AGM (e-voting at the AGM).

II. Members who have cast their vote by remote e-voting prior to the AGM can also attend the AGM but shall not be entitled to cast their vote again. Only those Members, who will be present at the AGM through VC / OAVM facility and who would not have cast their vote by remote e-voting prior to the AGM and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system at the AGM.

III. The remote e-Voting period commences on Friday, September 11, 2026 at 09:00 A.M. and ends on Monday, September 14, 2026 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. During this period, Members of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date i.e., Tuesday, September 08, 2026, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by a Member, the Member shall not be allowed to change it subsequently.

IV. The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

A. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e., NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the **"Beneficial Owner"** icon under **"Login"** which is available under **'IDeAS'** section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on **"Access to e-Voting"** under e-Voting services and you will be able to see e-Voting page. Click on company name or **e-Voting service provider i.e., NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 3. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select **"Register Online for IDeAS Portal"** or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e., your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e., NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 5. Shareholders/Members can also download NSDL Mobile App **"NSDL Speede"** facility by scanning the QR code mentioned below for seamless voting experience. **NSDL Mobile App is available on** App Store Google Play

Individual Shareholders holding securities in demat mode with CDSL	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 Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting 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 & New System Myeasi 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 the 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 e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e., NSDL and you will be redirected to e-Voting website of NSDL 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 Forget User ID and Forget Password option available at abovementioned website.

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL help-desk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL help-desk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911

A **Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/ Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

   Alternatively, if you are registered for NSDL eservices i.e., IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e., Cast your vote electronically

4. Your User ID details are given below:

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 NSDL.	8 Character DP ID followed by 8 Digit Client ID For example, if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example, if your Beneficiary ID is 12************** then your user ID is 12**************
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example, if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

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

   a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.

   b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

   c) How to retrieve your 'initial password'?

      (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the pdf file is your 8 digits client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

      (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

   a) Click on "**Forgot User Details/Password?**"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.

   b) **Physical User Reset Password?**" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.

   c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.

   d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

8. Now, you will have to click on "Login" button.

9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.

2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".

3. Now you are ready for e-Voting as the Voting page opens.

4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.

5. Upon confirmation, the message "Vote cast successfully" will be displayed.

6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.

7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to nishant.bajaj@korianderadvisors.com with a copy marked to evoting@nsdl.com and cosec@rajshreepolypack.com. Institutional shareholders (i.e., other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.

3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on.: 022 - 4886 7000 or send a request to Mr. Anubhav Saxena at evoting@nsdl.com

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e-mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., 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 Aadhar Card) by email to investor.helpdesk@in.mpms.mufg.com.

2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account Statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to investor.helpdesk@in.mpms.mufg.com.

   If you are an Individual Shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual Shareholders holding securities in demat mode.

3. Alternatively, Shareholders/Members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.

4. In terms of SEBI circular dated December 9, 2020, on e-Voting facility provided by Listed Companies, Individual Shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

   THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE EGM/AGM ARE AS UNDER:

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.

2. Only those Members/ Shareholders, who will be 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 in the AGM.

3. Members who have voted through remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for remote e-voting.

   INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC / OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for Access to NSDL e-Voting system. After successful login, you can see link of "VC/OAVM" placed under "Join meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

2. Members are encouraged to join the Meeting through Laptops for better experience.

3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

4. 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.

5. The voting rights of Members shall be in proportion to their share of the paid-up equity share capital of the Company as on the cut-off date Tuesday, September 08, 2026 ("Cut-off Date").

V. Mr. Nishant Bajaj of M/s. Nishant Bajaj & Associates (ACS 28341; COP 21538), Practicing Company Secretary has been appointed as the Scrutinizer to scrutinize the entire e-Voting process in a fair and transparent manner.

VI. The Scrutiniser will, after the conclusion of e-voting at the Meeting, scrutinise the votes cast at the Meeting and votes cast through remote e-voting, make a consolidated Scrutiniser's Report and submit the same to the Chairman and Managing Director of the Company or any person authorised by him. The results of e-voting will be announced on or before Thursday, September 17, 2026 and the same, along with the consolidated Scrutiniser's Report, will be placed on the website of the Company: https://rajshreepolypack.com/. The result will simultaneously be communicated to the Stock Exchange and will also be displayed at the registered office of the Company.

VII. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of Contracts or Arrangements in which the Directors are interested, maintained under Section 189 of the Act, a certificate from the Secretarial Auditor of the Company certifying that the Rajshree Polypack Limited Employee Stock Option Scheme - 2022 has been implemented in accordance with SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 and the relevant documents referred to in this Notice will be available, electronically, for inspection by the members during the AGM. All the documents referred to in this Notice will also be available for inspection electronically on all working days without any fee by the members from the date of circulation of this Notice upto the date of AGM. Members seeking to inspect such documents can send an e-mail to cosec@rajshreepolypack.com mentioning his / her / its folio number / DP ID and Client ID.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 ("ACT") AND THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 ("SEBI LISTING REGULATIONS")

As required by Section 102 of the Act, the following explanatory statement sets out all material facts relating to the businesses mentioned under Item Nos. 3 to 8 of the accompanying Notice.

Item No. 3: To ratify the remuneration of Cost Auditors for the financial year ending March 31, 2027:

The Board of Directors ("Board"), based on the recommendation of the Audit Committee, at their respective meetings held on May 29, 2026, has approved the re-appointment of M/s. V.J. Talati & Co, Cost Accountants, Mumbai (Firm Registration No. R00213), as the Cost Auditors of the Company, to conduct the audit of the cost records of the Company for the financial year ending March 31, 2027 at a remuneration of ₹ 66,000/- (Rupees Sixty Six Thousand Only) plus applicable taxes and reimbursement of out of pocket expenses, travelling and other expenses incurred by them for the purpose of audit for the financial year 2026-27. A Certificate issued by the above firm regarding their eligibility for re-appointment as Cost Auditors will be available for inspection by the members.

The appointment of M/s. V.J. Talati & Co. as Cost Auditors shall also extend to all such applicable unit(s) as may be owned by the Company during the said financial year; and shall be on such remuneration as may be mutually agreed upon, subject to the recommendation of the Audit Committee and approval of the Board and endorsed / ratified by the resolution of the Members in this behalf.

In accordance with the provisions of Section 148 of the Act read with Rule 3, 4 and 5 of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors, as recommended by the Audit Committee and approved by the Board, is required to be ratified by the members of the Company. Accordingly, the consent of the Members is sought for passing an Ordinary Resolution as set out at Item No. 3 of the Notice.

The Board commends passing of the Ordinary Resolution as set out in Item No. 3 of the Notice relating to ratification of remuneration payable to the Cost Auditors - M/s. V.J. Talati, Cost Accountants, for approval by the Members.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

Item No. 4: To approve re-appointment of Mr. Praveen Bhatia (DIN: 00147498) as an Independent Director of the Company:

Pursuant to the approval accorded by the members of the Company vide resolution dated September 24, 2021, Mr. Praveen Bhatia (DIN: 00147498) was holding the office of Independent Director of the Company and his first term ended on June 23, 2026.

The Nomination and Remuneration Committee of the Board of Directors (the "NRC"), on the basis of the report of performance evaluation, has recommended the reappointment of Mr. Praveen Bhatia as an Independent Director for a second term of 5 (five) consecutive years upto June 23, 2031, to the Board of Directors of the Company.

The Board of Directors, based on the performance evaluation and as per the recommendation of the NRC, considers that, given his professional background and experience and contributions made by him during his tenure, his continuance as an Independent Director would be beneficial to the Company. Accordingly, it is proposed to re-appoint Mr. Praveen Bhatia as an Independent Director of the Company, not liable to retire by rotation, for a second term of 5 (five) consecutive years.

Mr. Praveen Bhatia is qualified to be appointed as a Director in terms of Section 164 of the Companies Act, 2013 (the "Act") and has given his consent to act as a Director. The Company has also received a declaration from Mr. Praveen Bhatia that he meets the criteria of independence as prescribed, both, under Section 149(6) of the Act and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and that he is not debarred from holding the office of director by virtue of any order passed by the Securities and Exchange Board of India / Ministry of Corporate Affairs or any such statutory authority.

The Company has also received a notice under Section 160 of the Act from a member proposing the candidature of Mr. Praveen Bhatia for the office of Independent Director of the Company. In the opinion of the Board of Directors, Mr. Praveen Bhatia fulfils the conditions for re-appointment as an Independent Director as specified in the Act and the SEBI Listing Regulations. Mr. Praveen Bhatia is independent of the management and possesses appropriate skills, experience, knowledge and capabilities required for the role of Independent Director. Considering the extensive knowledge of packaging industry and experience of Mr. Praveen Bhatia in finance and other sectors, as well as his educational background, re-appointment of Mr. Praveen Bhatia as an Independent Director is in the interest of the Company.

Details of Mr. Praveen Bhatia pursuant to the provisions of (i) SEBI Listing Regulations; and (ii) Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India, are provided in the "Annexure A" to this Notice.

He shall be paid remuneration by way of fee for attending meetings of the Board or Committees thereof or for any other meetings as may be decided by the Board of Directors, reimbursement of expenses for participating in the Board and other meetings. He shall also be entitled to receive professional fees, as set out in Item No. 5 of the Notice.

In accordance with the provisions of Section 149 read with Schedule IV of the Act and other applicable provisions of the Act and in terms of Regulation 25(2A) of the SEBI Listing Regulations, reappointment of Mr. Praveen Bhatia as an Independent Director requires approval of members of the Company by passing a special resolution.

Accordingly, the approval of members is sought for reappointment of Mr. Praveen Bhatia as an Independent Director. Copy of draft letter of appointment to be issued to Mr. Praveen Bhatia setting out the terms and conditions of his re-appointment is available for inspection, by the members.

The Board of Directors commends the Special Resolution set out at Item No. 4 of this Notice for approval by the members.

Mr. Praveen Bhatia is interested in the resolution set out at Item No. 4 of this Notice with regard to his re-appointment. Relatives of Mr. Praveen Bhatia may be deemed to be interested in the resolution to the extent of their shareholding interest, if any, in the Company.

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

Item No. 5: To grant approval for payment of professional fees to Mr. Praveen Bhatia (DIN: 00147498), Independent Director, for providing professional services for financial year 2026-27:

As per Regulation 17(6)(a) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), all fees / compensation, if any, paid to (except sitting fees for attending meetings of the Board or any Committees thereof) to non-executive directors, including Independent Directors would require approval of the members in a general meeting.

Mr. Praveen Bhatia possesses over three decades of rich and diverse experience in the packaging industry. As a techno-commercial expert with a unique blend of technical, financial and commercial acumen, he has made significant contributions to the growth and development of the packaging sector. A qualified Chartered Accountant by profession, Mr. Bhatia possesses extensive knowledge of the packaging industry and has successfully assisted numerous entrepreneurs in establishing and developing businesses in this segment.

Given his experience and expertise, and based on the recommendation of the Nomination and Remuneration Committee ("NRC") by way of a resolution passed through circulation on June 20, 2026, the Board of Directors, by way of a resolution passed through circulation on June 22, 2026, approved the payment of professional fees to Mr. Praveen Bhatia, Independent Director, for providing professional services during the financial year 2026-27, subject to the approval of the Members.

The Board of Directors commends the Special Resolution set out at Item No. 5 of this Notice for approval by the members.

Mr. Praveen Bhatia is interested in the resolution set out at Item No. 5 of this Notice. Relatives of Mr. Praveen Bhatia may be deemed to be interested in this resolution to the extent of their shareholding interest, if any, in the Company.

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

Item No. 6: To re-appoint Mr. Ramswaroop Radheshyam Thard (DIN: 02835505) as the Chairman & Managing Director of the Company and to approve the remuneration payable to him:

Mr. Ramswaroop Radheshyam Thard (DIN: 02835505) was re-appointed as Chairman & Managing Director of the Company pursuant to the resolution passed by the Board of Directors at its meeting held on August 25, 2021, and by the Members at the Annual General Meeting held on September 24, 2021, for a period of 5 (five) years with effect from October 15, 2021. The Members, by way of a Special Resolution passed at the Annual General Meeting held on September 26, 2025, approved an increase in his remuneration from Rs. 94.39 lakhs per annum (Rupees Ninety-Four Lakhs Thirty-Nine Thousand Only) to Rs. 102.39 lakhs per annum (Rupees One Crore Two Lakhs Thirty-Nine Thousand Only), with effect from April 1, 2025, for the remaining period of his tenure.

Considering the substantial growth in the business and profits of the Company, the Nomination and Remuneration Committee and the Board of Directors, at their respective meetings held on August 4, 2026 and August 5, 2026, have recommended (i) a revision in the remuneration payable to Mr. Ramswaroop Radheshyam Thard, Chairman & Managing Director of the Company, from Rs. 102.39 lakhs per annum (Rupees One Crore Two Lakhs Thirty-Nine Thousand Only) to Rs. 110.39 lakhs per annum (Rupees One Crore Ten Lakhs Thirty-Nine Thousand Only), with effect from April 1, 2026, for the remainder of his current term of office, i.e., up to October 14, 2026; and (ii) the re-appointment of Mr. Ramswaroop Radheshyam Thard as Chairman & Managing Director of the Company for a further period of 5 (five) years with effect from October 15, 2026 up to October 14, 2031, together with the remuneration payable to him for the said further term, not exceeding Rs. 110.39 lakhs per annum (Rupees One Crore Ten Lakhs Thirty-Nine Thousand Only), with effect from October 15, 2026, for a period not exceeding three (3) years, i.e., up to October 14, 2029, pursuant to Sections 196, 197, 198 and 203 read with Schedule V of the Companies Act, 2013 (the "Act") and the rules made thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), subject to the approval of the Members of the Company. The remuneration payable to Mr. Ramswaroop Radheshyam Thard for the balance period of his proposed further term, i.e., from October 15, 2029 to October 14, 2031, shall be subject to a fresh resolution of the Members. It is clarified that the retrospective effective date of April 1, 2026 referred to in (i) above applies only to the revision in remuneration and not to the re-appointment referred to in (ii) above, which shall take effect only from October 15, 2026.

In terms of the provisions of Section 197 read with Schedule V of the Act, the Company is required to obtain approval of the members by way of Special Resolution for payment of remuneration to managerial personnel in case of no profit/ inadequacy of profit. Further, pursuant to the SEBI Listing Regulations, the fees or compensation payable to executive directors who are promoters or members of the promoter group, shall be subject to the approval of the shareholders by Special Resolution in a general meeting, if the annual remuneration payable to such Executive Director exceeds Rs. 5 Crores (Rupees Five Crores only) or 2.5% of the net profits of the Company - whichever is higher; or, where there is more than 1 (one) such director, the aggregate annual remuneration to such directors exceeds 5% of the net profits of the Company.

RAJSHREE POLYPACK LIMITED

The Statement containing the information to be given to the Members in terms of Schedule V to the Act is as under:

1. General Information:

Nature of Industry	:	The Company is one of the leaders in manufacturing of rigid plastic sheets and thermoformed packaging products. The Company manufactures customized thermoformed packaging products, as per the customers' requirements.
Date or expected date of Commencement of Commercial Production	:	The Company was originally formed as partnership firm on October 23, 2003 in the name of Rajshree Industries. The said partnership was thereafter converted into Company. The Company was incorporated on October 15, 2011 and its operating activities commenced thereafter.
Foreign Investments or Collaborations	:	The Company has no foreign collaborators. As on June 30, 2026, the aggregate foreign shareholding in the Company is as follows:

Sr. No	Particulars	Nos of shares	% of shareholding
1.	Foreign Company	53,00,398	7.14
2.	Non-Resident Indians (Non Repatriable)	3,54,352	0.48
3.	Non- Resident Indians	4,28,600	0.58

Financial performance based on given indicators: Financial performance of the Company for the last 3 (three) years is as under:

(Rs. in Lakhs)

Particulars	FY 2025-26	FY 2024-25	FY 2023-24
Operational and Other Income	33,861.47	33,469.67	27,794.54
Profit/(Loss) before Tax	2,286.41	1,941.33	1,278.49
Add/ Less: Net Current Tax	448.23	429.90	304.26
Add/Less: Deferred Tax Liability / (Assets) (net)	112.93	71.57	24.26
Profit/(Loss) after Taxation	1,725.25	1,439.86	949.97
Other Comprehensive Income (OCI)	(3.55)	6.02	(30.52)
Total Comprehensive Income	1,721.70	1,445.88	919.45

2. Information about the appointee:

1.	Background details	:	Mr. Ramswaroop Radheshyam Thard is the Promoter, Chairman and Managing Director of the Company. He has over 30 years of experience in the plastic packaging industry and has been serving as the Managing Director of the Company since its incorporation. He holds a Bachelor's degree in Engineering from the University of Pune.
2.	Recognition or awards	:	Nil
3.	Past Remuneration	:	Rs.102.39 lakhs per annum
4.	Job Profile and his Suitability	:	Mr. Ramswaroop Radheshyam Thard is the Founder, Chairman and Managing Director of the Company. He plays a pivotal role in providing strategic direction and leadership to the Company and is actively involved in various key functions, including design thinking and management, consumer research, strategic business transformation, new product and brand development, people management, business development, sales, administration and finance. He has been instrumental in the successful launch of new products and development of new brands and has significantly contributed towards achieving the overall vision and growth of the Company.
5.	Remuneration proposed	:	(a) Rs. 110.39 lakhs per annum, with effect from April 1, 2026, for the remainder of his current term of office, i.e., up to October 14, 2026. (b) Not exceeding Rs. 110.39 lakhs per annum, with effect from October 15, 2026, for his proposed further term of five (5) years, for a period not exceeding three (3) years, i.e., up to October 14, 2029. The remuneration payable for the balance period of his tenure, i.e., from October 15, 2029 to October 14, 2031, shall be subject to a fresh resolution of the Members.
6.	Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person	:	Considering the remuneration prevailing for persons holding similar positions in comparable companies in the industry, taking into account the size of the Company and the profile, experience and responsibilities of Mr. Ramswaroop Radheshyam Thard, the proposed remuneration is considered appropriate and commensurate with industry standards.
7.	Pecuniary relationship, directly or indirectly, with the Company or relationship with the Key managerial personnel or other Director, if any	:	Except for (i) receiving managerial remuneration, (ii) being the Promoter, Chairman and Managing Director of the Company and holding 1,18,34,048 equity shares, representing 15.93% of the total shareholding of the Company, and (iii) his relationship with Mr. Naresh Radheshyam Thard, his brother, who is a managerial personnel of the Company, Mr. Ramswaroop Radheshyam Thard does not have any other pecuniary relationship, directly or indirectly, with the Company or any other relationship with the Key Managerial Personnel or other Directors of the Company.

3. Other Information:

A. Reasons of loss or inadequate profits:

The Company earned net profit of Rs. 1,725.25 lakhs during the Financial Year 2025-26. Though the profit is higher than the previous year's profit, it is inadequate for the payment of managerial remuneration as per the limits prescribed in section 197 of the Companies Act, 2013. The Company has expanded its business operations in the financial year 2025-26 and enhanced its working capacity by employing manpower which resulted into inadequacy of profit.

B. Steps taken or proposed to be taken for improvement:

The Company has made a significant investment in expansion of its business operations, and in increasing its manpower to cater to the expansion's needs. Further, the Company has initiated various measures towards achieving organizational and operating efficiencies and strengthening core competencies such as technological improvement by modernization and consolidation of its units, which results to increase in capacity and hiring of senior management professionals.

C. Expected increase in productivity and profits in measurable terms:

In addition to steps proposed to be taken for improvement as detailed hereinabove, key focus areas would be profit maximization, conservation of cash, increasing operational efficiencies, cost and working capital containment. The Company has taken various initiatives to maintain its leadership, improve market share and financial performance. It has been aggressively pursuing and implementing its strategies to improve its financial performance. While it is difficult to give precise figures, the above initiatives are expected to improve further the productivity and profitability.

The Contract under Section 190 of the Act setting out the terms of payment of remuneration of Mr. Ramswaroop Radheshyam Thard, Chairman & Managing Director of the Company, is available for inspection by members.

Details of Mr. Ramswaroop Radheshyam Thard pursuant to the provisions of (i) the SEBI Listing Regulations and (ii) SS-2 is provided under "Annexure A" to this Notice.

The Board of Directors commends the Special Resolutions set out at Item No. 6 of this Notice for approval by the members.

Mr. Ramswaroop Radheshyam Thard is interested in the resolutions set out at Item No. 6 of this Notice, being the appointee referred to therein. Mr. Naresh Radheshyam Thard, Joint Managing Director of the Company, being the brother of Mr. Ramswaroop Radheshyam Thard, may also be deemed to be concerned or interested in the said resolutions to the extent of his relationship with Mr. Ramswaroop Radheshyam Thard.

Relatives of Mr. Ramswaroop Radheshyam Thard and Mr. Naresh Radheshyam Thard may be deemed to be interested in these resolutions to the extent of their shareholding interest, if any, in the Company.

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolutions.

Item No. 7: To re-appoint Mr. Naresh Radheshyam Thard (DIN: 03581790) as the Joint Managing Director of the Company and to approve the remuneration payable to him:

Mr. Naresh Radheshyam Thard (DIN: 03581790) was re-appointed as Joint Managing Director of the Company pursuant to the resolution passed by the Board of Directors at its meeting held on August 25, 2021, and by the Members at the Annual General Meeting held on September 24, 2021, for a period of 5 (five) years with effect from February 1, 2022. The Members, by way of a Special Resolution passed at the Annual General Meeting held on September 26, 2025, approved an increase in his remuneration from Rs. 74.52 lakhs per annum (Rupees Seventy-Four Lakhs Fifty-Two Thousand Only) to Rs. 82.52 lakhs per annum (Rupees Eighty-Two Lakhs Fifty-Two Thousand Only), with effect from April 1, 2025 for the remaining period of his tenure.

Considering the substantial growth in the business and profits of the Company, the Nomination and Remuneration Committee and the Board of Directors, at their respective meetings held on August 4, 2026 and August 5, 2026, have recommended (i) a revision in the remuneration payable to Mr. Naresh Radheshyam Thard, Joint Managing Director of the Company, from Rs. 82.52 lakhs per annum (Rupees Eighty-Two Lakhs Fifty-Two Thousand Only) to Rs. 90.52 lakhs per annum (Rupees Ninety Lakhs Fifty-Two Thousand Only), with effect from April 1, 2026, for the remainder of his current term of office, i.e., up to January 31, 2027; and (ii) the re-appointment of Mr. Naresh Radheshyam Thard as Joint Managing Director of the Company for a further period of five (5) years with effect from February 1, 2027 up to January 31, 2032, together with the remuneration payable to him for the said further term, not exceeding Rs. 90.52 lakhs per annum (Rupees Ninety Lakhs Fifty-Two Thousand Only), with effect from February 1, 2027, for a period not exceeding three (3) years, i.e., up to January 31, 2030, pursuant to Sections 196, 197, 198 and 203 read with Schedule V of the Companies Act, 2013 (the "Act") and the rules made thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), subject to the approval of the members of the Company. The remuneration payable to Mr. Naresh Radheshyam Thard for the balance period of his proposed further term, i.e., from February 1, 2030 to January 31, 2032, shall be subject to a fresh resolution of the members. It is clarified that the retrospective effective date of April 1, 2026 referred to in (i) above applies only to the revision in remuneration and not to the re-appointment referred to in (ii) above, which shall take effect only from February 1, 2027.

In terms of the provisions of Section 197 read with Schedule V of the Act, the Company is required to obtain approval of the members by way of Special Resolution for payment of remuneration to managerial personnel in case of no profit / inadequacy of profit. Further, pursuant to the SEBI Listing Regulations, the fees or compensation payable to executive directors who are promoters or members of the promoter group, shall be subject to the approval of the shareholders by Special Resolution in a general meeting, if the annual remuneration payable to such Executive Director exceeds Rs. 5 Crores (Rupees Five Crores Only) or 2.5% of the net profits of the company, whichever is higher; or where there is more than 1 (one) such director, the aggregate annual remuneration to such directors exceeds 5% of the net profits of the Company.

The Statement containing the information to be given to the Members in terms of Schedule V to the Act is as under:

1. General Information:

Nature of Industry	:	The Company is one of the leaders in manufacturing of rigid plastic sheets and thermoformed packaging products. The Company manufactures customized thermoformed packaging products, as per the customers' requirements.
Date or expected date of Commencement of Commercial Production	:	The Company was originally formed as partnership firm on October 23, 2003 in the name of Rajshree Industries. The said partnership was thereafter converted into Company. The Company was incorporated on October 15, 2011 and its operating activities commenced thereafter.
Foreign Investments or Collaborations	:	The Company has no foreign collaborators. As on June 30, 2026, the aggregate foreign shareholding in the Company is as follows:

Sr. No	Particulars	Nos of shares	% of shareholding
1.	Foreign Company	53,00,398	7.14
2.	Non-Resident Indians (Non Repatriable)	3,54,352	0.48
3.	Non- Resident Indians	4,28,600	0.58

Financial performance based on given indicators: Financial performance of the Company for the last 3 (three) years is as under:

(Rs. in Lakhs)

Particulars	FY 2025-26	FY 2024-25	FY 2023-24
Operational and Other Income	33,861.47	33,469.67	27,794.54
Profit/(Loss) before Tax	2,286.41	1,941.33	1,278.49
Add/ Less: Net Current Tax	448.23	429.90	304.26
Add/Less: Deferred Tax Liability / (Assets) (net)	112.93	71.57	24.26
Profit/(Loss) after Taxation	1,725.25	1,439.86	949.97
Other Comprehensive Income (OCI)	(3.55)	6.02	(30.52)
Total Comprehensive Income	1,721.70	1,445.88	919.45

2. Information about the appointee:

1.	Background details	:	Mr. Naresh Radheshyam Thard is the Promoter and Joint Managing Director of the Company. He is a specialist in plastic processing and packaging and has over 29 years of experience in the industry. Along with the Chairman and Managing Director, Mr. Ramswaroop Radheshyam Thard, he plays a key role in driving the growth and strategic development of the Company.
2.	Recognition or awards	:	Nil
3.	Past Remuneration	:	Rs. 82.52 lakhs per annum
4.	Job Profile and his Suitability	:	He is the Joint Managing Director and Co-founder of the Company. Along with Mr. Ramswaroop Radheshyam Thard, he has been instrumental in the establishment and growth of the Company. With his strong technical expertise in the plastic packaging domain, he continues to play a key role in the Company's operations and overall growth.
5.	Remuneration proposed	:	a) Rs. 90.52 lakhs per annum, with effect from April 1, 2026, for the remainder of his current term of office, i.e., up to January 31, 2027. (b) Not exceeding Rs. 90.52 lakhs per annum, with effect from February 1, 2027, for his proposed further term of five (5) years, for a period not exceeding three (3) years, i.e., up to January 31, 2030. The remuneration payable for the balance period of his tenure, i.e., from February 1, 2030 to January 31, 2032, shall be subject to a fresh resolution of the Members.
6.	Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person	:	Considering the remuneration prevailing for persons holding similar positions in comparable companies in the industry, taking into account the size of the Company and the profile, experience and responsibilities of Mr. Naresh Radheshyam Thard, the proposed remuneration is considered appropriate and commensurate with industry standards.
7.	Pecuniary relationship, directly or indirectly, with the Company or relationship with the Key managerial personnel or other Director, if any	:	Except for (i) receiving managerial remuneration, (ii) being the Promoter, Joint Managing Director of the Company and holding 98,99,243 equity shares, representing 13.32% of the total shareholding of the Company, and (iii) his relationship with Mr. Ramswaroop Radheshyam Thard, his brother, who is a managerial personnel of the Company, Mr. Naresh Radheshyam Thard does not have any other pecuniary relationship, directly or indirectly, with the Company or any other relationship with the Key Managerial Personnel or other Directors of the Company.

3. **Other Information:**

   A. **Reasons of loss or inadequate profits:**

   The Company earned net profit of Rs. 1,725.25 lakhs during the Financial Year 2025-26. Though the profit is higher than the previous year's profit, it is inadequate for the payment of managerial remuneration as per the limits prescribed in section 197 of the Companies Act, 2013. The Company has expanded its business operations in the financial year 2025-26 and enhanced its working capacity by employing manpower which resulted into inadequacy of profit.

   B. **Steps taken or proposed to be taken for improvement:**

   The Company has made a significant investment in expansion of its business operations, and in increasing its manpower to cater to the expansion's needs. Further, the Company has initiated various measures towards achieving organizational and operating efficiencies and strengthening core competencies such as technological improvement by modernization and consolidation of its units, which results to increase in capacity and hiring of senior management professionals.

   C. **Expected increase in productivity and profits in measurable terms:**

   In addition to steps proposed to be taken for improvement as detailed hereinabove, key focus areas would be profit maximization, conservation of cash, increasing operational efficiencies, cost and working capital containment. The Company has taken various initiatives to maintain its leadership, improve market share and financial performance. It has been aggressively pursuing and implementing its strategies to improve its financial performance. While it is difficult to give precise figures, the above initiatives are expected to improve further the productivity and profitability.

   The Contract under Section 190 of the Act setting out the terms of payment of remuneration of Mr. Naresh Radheshyam Thard, Joint Managing Director of the Company, is available for inspection by members.

   Details of Mr. Naresh Radheshyam Thard pursuant to the provisions of (i) the SEBI Listing Regulations and (ii) SS-2 is provided under "Annexure A" to this Notice.

   The Board of Directors commends the Special Resolutions set out at Item No. 7 of this Notice for approval by the members.

   Mr. Naresh Radheshyam Thard is interested in the resolutions set out at Item No. 7 of this Notice, being the appointee referred to therein. Mr. Ramswaroop Radheshyam Thard, Chairman & Managing Director of the Company, being the brother of Mr. Naresh Radheshyam Thard, may also be deemed to be concerned or interested in the said resolutions to the extent of his relationship with Mr. Naresh Radheshyam Thard.

   Relatives of Mr. Naresh Radheshyam Thard and Mr. Ramswaroop Radheshyam Thard may be deemed to be interested in these resolutions to the extent of their shareholding interest, if any, in the Company.

   Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolutions

Item No. 8: To increase the remuneration of Mr. Anand Sajjankumar Rungta (DIN: 02191149), Whole-time Director of the Company:

Mr. Anand Sajjankumar Rungta was re-appointed as the Whole-time Director ("WTD") of the Company pursuant to the resolution passed by the Board of Directors ("Board") at its meeting held on January 17, 2024, and by the Members through postal ballot on February 16, 2024, for a period of 3 (three) years commencing from June 24, 2024, or until such time as Mr. Rungta continues to be in the employment of the Company, whichever is earlier. At the time of the said re-appointment, it was resolved that there would be no change in his remuneration, and he continued to be entitled to remuneration as approved by the Members at the 12th Annual General Meeting of the Company held on August 31, 2023, at which the Members had, by way of a Special Resolution, approved an increase in his remuneration from Rs. 18 lakhs per annum (Rupees Eighteen Lakhs only) to Rs. 30 lakhs per annum (Rupees Thirty Lakhs only), with effect from April 1, 2023 up to June 23, 2024.

The Nomination and Remuneration Committee ("NRC") and the Board, at their respective meetings held on May 24, 2024 and May 28, 2024, approved the continuation of Mr. Rungta's remuneration at the same rate for the remainder of his tenure as WTD, in order to maintain consistency in the remuneration payable to him.

Subsequently, the NRC and the Board, at their respective meetings held on August 12, 2025 and August 13, 2025, approved an increase in the remuneration payable to Mr. Rungta from Rs. 30 lakhs per annum (Rupees Thirty Lakhs only) to Rs. 38 lakhs per annum (Rupees Thirty-Eight Lakhs only), with effect from April 1, 2025 and continuing during the currency of his tenure as WTD, i.e., up to June 23, 2027. This increase was approved by the Members by way of a Special Resolution passed at the 14th Annual General Meeting of the Company held on September 26, 2025.

Considering the substantial growth in the business and profitability of the Company, and in recognition of Mr. Rungta's leadership and contribution in leading the Company's Trade business, his continued involvement in the day-to-day affairs of the Company, and his role in achieving the targets set by the Company in relation thereto, the NRC and the Board, at their respective meetings held on August 4, 2026 and August 5, 2026, have approved a further increase in the remuneration payable to Mr. Rungta from Rs. 38 lakhs per annum (Rupees Thirty-Eight Lakhs only) to Rs. 46 lakhs per annum (Rupees Forty-Six Lakhs only), with effect from April 1, 2026, continuing during the currency of his tenure as WTD, i.e., up to June 23, 2027, pursuant to Sections 196, 197 and 198 read with Schedule V of the Companies Act, 2013 ("the Act") and the rules made thereunder, and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), subject to the approval of the Members of the Company.

In terms of the provisions of Section 197 read with Schedule V of the Act (as amended from time to time), the Company is required to obtain the approval of the Members by way of a Special Resolution for payment of remuneration to its managerial personnel in the event of no profit or inadequacy of profit in any financial year. Further, in terms of the SEBI Listing Regulations, the fees or compensation payable to an executive director who is a promoter or a member of the promoter group is required to be approved by the Members by way of a Special Resolution if the annual remuneration payable to such director exceeds Rs. 5

RAJSHREE POLYPACK LIMITED

crore (Rupees Five Crore only) or 2.5% of the net profits of the Company, whichever is higher, or, where there is more than one such director, if the aggregate annual remuneration payable to such directors exceeds 5% of the net profits of the Company. Accordingly, the resolution set out at Item No. 8 is being placed before the Members as a Special Resolution

The Statement containing the information to be given to the Members in terms of Schedule V to the Companies Act is stated as under:

1. General Information:

<table>
<tr><td>Nature of Industry</td><td>:</td><td>The Company is one of the leaders in manufacturing of rigid plastic sheets and thermo-formed packaging products. The Company manufactures customized thermoformed packaging products, as per the customers' requirements.</td></tr>
<tr><td>Date or expected date of Commencement of Commercial Production</td><td>:</td><td>The Company was originally formed as partnership firm on October 23, 2003 in the name of Rajshree Industries.
The said partnership was thereafter converted into Company.
The Company was incorporated on October 15, 2011 and its operating activities commenced thereafter.</td></tr>
<tr><td>Foreign Investments or Collaborations</td><td>:</td><td>The Company has no foreign collaborators.
As on June 30, 2026, the aggregate foreign shareholding in the Company is as follows:
<table>
<tr><th>Sr. No</th><th>Particulars</th><th>Nos of shares</th><th>% of shareholding</th></tr>
<tr><td>1.</td><td>Foreign Company</td><td>53,00,398</td><td>7.14</td></tr>
<tr><td>2.</td><td>Non-Resident Indians (Non Repatriable)</td><td>3,54,352</td><td>0.48</td></tr>
<tr><td>3.</td><td>Non- Resident Indians</td><td>4,28,600</td><td>0.58</td></tr>
</table></td></tr>
</table>

Financial performance based on given indicators: Financial performance of the Company for the last 3 (three) years is as under:

(Rs. in Lakhs)

Particulars	**FY 2025-26**	**FY 2024-25**	**FY 2023-24**
Operational and Other Income	33,861.47	33,469.67	27,794.54
Profit/(Loss) before Tax	2,286.41	1,941.33	1,278.49
Add/ Less: Net Current Tax	448.23	429.90	304.26
Add/Less: Deferred Tax Liability / (Assets) (net)	112.93	71.57	24.26
Profit/(Loss) after Taxation	1,725.25	1,439.86	949.97
Other Comprehensive Income (OCI)	(3.55)	6.02	(30.52)
Total Comprehensive Income	1,721.70	1,445.88	919.45

2. Information about the appointee:

1.	Background details	:	Mr. Anand Sajjankumar Rungta is the Whole-time Director of the Company and belongs to its Promoter Group. He has over 11 years of experience in various business activities, including manufacturing, trading, import and export, and commission agency business relating to plastic items and other products.
2.	Recognition or awards	:	Nil
3.	Past remuneration	:	Rs. 38.00 lakhs per annum
4.	Job profile and his suitability	:	Considering his skills, expertise and extensive experience, Mr. Anand Sajjankumar Rungta is responsible for leading the general marketing business of the Company and is actively associated with its day-to-day affairs.
5.	Remuneration proposed	:	Rs. 46 lakh per annum with effect from April 1, 2026, for the remaining tenure of his appointment as Whole-time Director, i.e., up to June 23, 2027.
6.	Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person	:	Considering the remuneration prevailing for persons holding similar positions in comparable companies in the industry, taking into account the size of the Company and the profile, experience and responsibilities of Mr. Anand Sajjankumar Rungta, the proposed remuneration is considered appropriate and commensurate with industry standards.
7.	Pecuniary relationship, directly or indirectly, with the Company or relationship with the Key managerial personnel or other Director, if any	:	Except for being a member of the Promoter Group, holding 60,160 equity shares in his individual capacity and 1,03,50,792 equity shares as Karta of Sajjan N. Rungta HUF, a Promoter of the Company, representing 0.08% and 13.93%, respectively, of the total shareholding of the Company, and receiving remuneration as Whole-time Director, Mr. Anand Sajjankumar Rungta does not have any other pecuniary relationship, directly or indirectly, with the Company. He is also not related to any Key Managerial Personnel or other Director of the Company.

3. Other Information:

A. Reasons of loss or inadequate profits:

The Company earned net profit of Rs. 1,725.25 lakhs during the Financial Year 2025-26. Though the profit is higher than the previous year's profit, it is inadequate for the payment of managerial remuneration as per the limits prescribed in section 197 of the Companies Act, 2013. The Company has expanded its business operations in the financial year 2025-26 and enhanced its working capacity by employing manpower which resulted into inadequacy of profit.

B. Steps taken or proposed to be taken for improvement:

The Company has made a significant investment in expansion of its business operations, and in increasing its manpower to cater to the expansion's needs. Further, the Company has initiated various measures towards achieving organizational and operating efficiencies and strengthening core competencies such as technological improvement by modernization and consolidation of its units, which results to increase in capacity and hiring of senior management professionals.

C. Expected increase in productivity and profits in measurable terms:

In addition to steps proposed to be taken for improvement as detailed hereinabove, key focus areas would be profit maximization, conservation of cash, increasing operational efficiencies, cost and working capital containment. The Company has taken various initiatives to maintain its leadership, improve market share and financial performance. It has been aggressively pursuing and implementing its strategies to improve its financial performance. While it is difficult to give precise figures, the above initiatives are expected to improve further the productivity and profitability.

The Contract under Section 190 of the Act setting out the terms of payment of remuneration of Mr. Anand Sajjankumar Rungta, WTD of the Company, is available for inspection by members.

Details of Mr. Anand Sajjankumar Rungta, WTD pursuant to the provisions of (i) the SEBI Listing Regulations and (ii) SS-2 is provided under "Annexure A" to this Notice.

The Board of Directors commends the Special Resolution set out at Item No. 8 of this Notice for approval by the members.

Mr. Anand Sajjankumar Rungta is interested in the resolution set out at Item No. 8 of this Notice. Relatives of Mr. Anand Sajjankumar Rungta may be deemed to be interested in this resolution to the extent of their shareholding interest, if any, in the Company.

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

By Order of the Board of Directors

Sd/-
Shefali Mehto
Company Secretary & Compliance Officer

Date: August 05, 2026
Place: Thane

Registered Office:
Lodha Supremus, Unit No. 503-504, 5th Flr,
Road No. 22, Kishan Nagar,
Nr New Passport Office,
Wagle Estate, Thane (West) 400 604.
CIN: L25209MH2011PLC223089
Website: www.rajshreepolypack.com
E-mail id: info@rajshreepolypack.com
Tel No.: +91-22 49578200

ANNEXURE - A

PROFILE OF DIRECTORS

(Details of Directors proposed to be reappointed and/or whose remuneration is proposed to be increased) As required by Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as required under Secretarial Standard - 2, the particulars of Directors who are proposed to be reappointed and/or whose remuneration is proposed to be increased at the 15th Annual General Meeting, are given below:

Name of Director	Mr. Praveen Bhatia	Mr. Ramswaroop Radheshyam Thard	Mr. Naresh Radheshyam Thard	Mr. Anand Sajjankumar Rungta
Age	66 Years	52 years	50 years	46 years
Date of first appointment on the Board	June 24, 2021	October 15, 2011	October 15, 2011	February 10, 2021
Qualifications	B.Com, Chartered Accountant (Fellow Member of ICAI)	Bachelors of Engineering	First Year B. Com	First year B. Com.
Experience (including expertise in specific functional area) / Brief Resume	Mr. Praveen Bhatia holds a Bachelor of Commerce degree from the University of Delhi. He is a qualified Chartered Accountant and a fellow member of ICAI. He has over thirty-three (33) years of experience in issue management, mergers & amalgamations, foreign collaborations, project consultation, loan syndication, audit & taxation and investment advisory services.	Mr. Ramswaroop Radheshyam Thard is the Promoter of the Company and has been associated with the Company in the capacity of Managing Director since its incorporation. He has over 30 years of experience in the plastic packaging industry. He commenced his entrepreneurial journey in 1996 by establishing a partnership firm, M/s. S. R. Plastics, in association with the Rungta family, which commenced operations in 1997. As the Founder of the Company, he has played a pivotal role in its growth and development and is responsible for driving the Company's business development and overseeing its sales, administration and finance functions.	Mr. Naresh Radheshyam Thard is the Promoter of the Company. He has been associated with the Company as a Director since its incorporation. He has over 29 years of experience in the plastic packaging industry. He is the Co-founder of the Company along with Mr. Ramswaroop Radheshyam Thard and has played a significant role in the growth and development of the Company. He possesses strong technical expertise and extensive knowledge of the plastic packaging industry.	He has over 11 years of experience in the textile and transportation industries. He is presently a Partner in Orbit Industries and Bobson Industries, which are engaged in various activities, including manufacturing, trading, import and export, and commission agency of plastic items and other products. Considering his skills and experience, he is currently leading the general marketing business and is actively involved in the day-to-day affairs of the Company.
Directorships of other Boards as on the date of the Notice	1. Chaitali Exports Private Limited 2. Provestment Forex Private Limited 3. Wifag-Polytype India Marketing Private Limited 4. Lami Tube Private Limited 5. Dus Education Private Limited 6. Saab Travel and Tours Limited 7. Pro-Amante Cosmetics Private Limited	Olive Ecopak Private Limited	Nil	Nil
Listed entities from which the person has resigned in the past three (3) years	Pro CLB Global Limited	Nil	Nil	Nil

Membership / Chairmanship of Committees of other Boards as on date of Notice	Nil	Nil	Nil	Nil
Shareholding in the Company (as on June 30, 2026)	Nil	1,18,34,048 Equity Shares	98,99,243 Equity Shares	60,160 Equity Shares
Inter-se relationships between Directors / Relationship with Key Managerial Personnel of the Company	Mr. Praveen Bhatia is not related to any Director or Key Managerial Personnel of the Company.	Brother of Mr. Naresh Radheshyam Thard, Joint Managing Director. Save and except the above, not related to any other Director or Key Managerial Personnel of the Company.	Brother of Mr. Ramswaroop Radheshyam Thard, Chairman and Managing Director. Save and except the above, not related to any other Director or Key Managerial Personnel of the Company.	Mr. Anand Sajjankumar Rungta is not related to any Director or Key Managerial Personnel of the Company.
No. of Board Meetings attended during the financial year 2025 – 26	04/06	06/06	06/06	06/06
Details of remuneration sought to be paid (₹)	Nil	(a) Rs. 110.39 lakhs per annum w.e.f. April 1, 2026, for the remainder of his current term of office, i.e., up to October 14, 2026. (b) Not exceeding Rs. 110.39 lakhs per annum w.e.f. October 15, 2026, for his proposed further term of five (5) years, for a period not exceeding three (3) years, i.e., up to October 14, 2029.	(a) Rs. 90.52 lakhs per annum w.e.f. April 1, 2026, for the remainder of his current term of office, i.e., up to January 31, 2027. (b) Not exceeding Rs. 90.52 lakhs per annum w.e.f. February 1, 2027, for his proposed further term of five (5) years, for a period not exceeding three (3) years, i.e., up to January 31, 2030.	Rs. 46.00 lakhs per annum w.e.f. April 1, 2026
Details of remuneration last drawn from the Company (₹) (FY2025-26)	Nil	Rs. 102.39 lakhs per annum	Rs. 82.52 lakhs per annum	Rs. 38.00 lakhs per annum
Terms and Conditions of appointment / re-appointment	As per the resolution set out at Item No. 4 of the Notice read with statement pursuant to Section 102 of the Companies Act, 2013 ("the Act").	As per the resolutions set out at Item No. 6(a) and 6(b) of the Notice read with statement pursuant to Section 102 of the Act.	As per the resolutions set out at Item No. 2, 7(a) and 7(b) of the Notice read with statement pursuant to Section 102 of the Act.	As per the postal ballot Notice dated January 17, 2024