

NOTICE

Notice is hereby given that the Twenty Seventh Annual General Meeting of the Members of National Plastic Industries Limited (CIN No. L25200MH1987PLC044707), will be held on Thursday, 11th September, 2014 at 11.00 a.m. at Hotel Suba Galaxy, N. S. Phadke Road, Off Western Express Highway, Andheri (East), Mumbai - 400 069 to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the audited financial statement of the Company for the year ended 31st March 2014, the reports of the Board of Directors and Auditors thereon.
2. To appoint Auditors who shall hold office from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting and to fix their remuneration. The retiring Auditors, M/s. Sheth Doctor & Associates, Chartered Accountants (Registration No. 124822W), are eligible for re-appointment and have given a written certificate as per Section 141 of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules 2014.

SPECIAL BUSINESS

3. To consider and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013 and Clause 49 of the Listing Agreement, Mr. Dhirajlal J. Shanghavi (holding DIN 02909798), who was appointed as a Director liable to retire by rotation and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for a term of five consecutive years with effect from 1st April, 2014 up to 31st March, 2019 and whose term of office shall not be liable to retirement by rotation.”

4. To consider and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013 and Clause 49 of the Listing Agreement, Mr. Ashwin J. Goradia (holding DIN 02972495), who was appointed as a Director liable to retire by rotation and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for a term of five consecutive years with effect from 1st April, 2014 up to 31st March, 2019 and whose term of office shall not be liable to retirement by rotation.”

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

“**RESOLVED THAT** in supersession of the Resolution passed by the shareholders of the Company in the 24th Annual General Meeting held on 26th September, 2011, consent of the shareholders be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as “the Board”) pursuant to the provisions of Section 180(1)(c) and (2) and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modifications, amendments or re-enactments thereto for the time being in force) for borrowing any sum or sums of monies from time to time for the purpose of the Company's business on such terms and conditions and with or without security from any bank, financial institution or any other lending institutions, firms, bodies corporate or persons, both in the national and international markets, as the Board may think fit, notwithstanding that the sum or sums of monies to be borrowed together with the monies already borrowed by the Company (apart from temporary loans obtained or to be obtained from the Company's bankers in the ordinary course of business), may exceed the aggregate of the paid-up capital of the Company and its free reserves, provided that the total amount so borrowed by the Board shall not at any time exceed the limit of ₹100 Crores (Rupees One Hundred Crores Only) over and above the paid up capital of the Company and its free reserves.”

“**RESOLVED FURTHER THAT** the Board be and is hereby authorized to do all such acts, deeds, matters and things as may be deemed necessary, expedient or incidental for the purpose of giving effect to the aforesaid Resolution.”

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

"RESOLVED THAT pursuant to Section 180(1)(a) of the Companies Act, 2013 and all other applicable provisions of the Companies Act, 2013, and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), the consent of the Company be and is hereby accorded to the Board of Directors of the Company to create charge, hypothecate, mortgage, pledge, any movable or immovable properties of the Company where so ever situated, both present and future and the whole or substantially the whole of the undertaking of the Company, for securing any loans/facilities/borrowing limits/LC limits obtained or as may be obtained from any banks, financial institutions, hire-purchase/lease companies, body corporate or any other persons together with interest, costs, charges, expenses and any other moneys payable, on such terms and conditions as the Board may think fit for the benefit of the Company and as agreed between the Board and lender towards security for the purpose of borrowing funds for the Company from time to time not exceeding ₹ 100 Crores (Rupees One Hundred Crores Only).

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to finalize the documents for creating mortgages, charges, hypothecations and to accept any alterations, changes, variations in terms and conditions and to do all such further acts and deeds and to take all such actions as required necessary to give effect to the above resolution."

**On behalf of the Board of Directors
For NATIONAL PLASTIC INDUSTRIES LIMITED**

Place: Mumbai
Date: 5th August, 2014

**PARESH V. PAREKH
MANAGING DIRECTOR**

NOTES

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING A PROXY, TO BE EFFECTIVE, MUST BE DULY FILLED, STAMPED AND SIGNED AND MUST BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.

A person can act as a proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent (10%) of the total share capital of the Company carrying voting rights. Further, a member holding more than ten percent (10%) of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholder.

2. Corporate Members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the meeting.
3. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of the Special Business to be transacted at the Meeting is annexed hereto.
4. The Annual Report will also be available on the website of the Company at www.nationalplastic.com in the Investors section.
5. The Register of Members and the Share Transfer Books shall remain closed from **Monday, 1st September, 2014 to Thursday, 11th September, 2014** (both days inclusive), for the purpose of Annual General Meeting.
6. All the Members are requested to:
 - i. bring their copies of the Annual Report and the duly filled in Attendance Slip for attending the Annual General Meeting.
 - ii. send their queries with respect to the accounts and operations of the Company at least 10 days in advance so that the required information can be made available at the meeting.
 - iii. direct all the correspondence relating to transfer and transmission of shares, change in their registered address to the Company's Registrar and Transfer Agents, **Sharex Dynamic (India) Pvt. Ltd.**, Unit 1, Luthra Industrial Premises, Safed Pool, Andheri Kurla Road, Andheri (East), Mumbai – 400072 and not to the Company.
Members holding shares in the electronic form are advised to inform change in address directly to their respective depository participants.
 - iv. quote their Folio No. / DP ID and Client ID No. in all their correspondence with the Registrar and Share Transfer Agents.
 - v. intimate Registrar and Share Transfer Agents M/s. Sharex Dynamic (India) Pvt. Ltd. for consolidation of their folios, in case they are having more than one folio.
 - vi. note that no gifts/coupons shall be distributed at the Annual General Meeting.
7. In case of Joint holders attending the meeting, only such joint holder whose name is higher in the order of names will be entitled to vote.

8. VOTING THROUGH ELECTRONIC MEANS:

In compliance with section 108 of the Companies Act, 2013, read with rule 20 of the Companies (Management and Administration) Rules, 2014, and Clause 35B of the Listing Agreement, the Company is pleased to provide e-voting facility to the members which will enable the members to cast their vote electronically. All business to be transacted at the annual general meeting can be transacted through the electronic voting system. Necessary arrangements have been made by the Company with Central Depository Services (India) Limited (CDSL) to facilitate e-voting.

The process and manner for voting by electronic means and the time schedule including the time period during which the votes may be casted is as under:-

- i. Log on to the e-voting website www.evotingindia.com
- ii. Click on "Shareholders" tab to cast your votes.
- iii. Now select "National Plastic Industries Limited" from the drop down menu and click on "SUBMIT".
- iv. Now enter your User ID [For CDSL: 16 digits beneficiary ID, For NSDL: 8 Character DP ID followed by 8 Digits Client ID], Members holding shares in Physical Form should enter Folio Number registered with the Company and then enter the Image Verification as displayed and Click on Login.

NATIONAL PLASTICS INDUSTRIES LIMITED

- v. If you are holding shares in Demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any Company, then your existing login id and password are to be used. If you are a first time user follow the steps given below.

Fill up the following details in the appropriate boxes:

	For Members holding shares in Demat Form / Physical Form
PAN*	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)
DOB#	Enter your Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details#	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio.

*Members who have not updated their PAN with the Company / Depository Participant are requested to use the first two letters of their name and the last 8 digits of the demat account/folio number in the PAN field.

In case the folio number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with folio number 100 then enter RA00000100 in the PAN field.

Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter **the number of shares held by you as on the cut off date i.e. 01/08/2014** in the Dividend Bank details field.

- vi. After entering these details appropriately, click on "SUBMIT" tab.
- vii. Members holding shares in physical form will then reach directly the EVSN selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- viii. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- ix. Click on "National Plastic Industries Limited" on which you choose to vote.
- x. On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- xi. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- xii. After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- xiii. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- xiv. You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- xv. If Demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- xvi. **In case of members receiving the physical copy:** Please follow all steps from sl. no. i to sl. no. xv above to cast vote.
- xvii. Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.co.in> and register themselves as Corporates. They should submit a scanned copy of the Registration Form bearing the stamp and sign of the entity to helpdesk.evoting@cdslindia.com. After receiving the login details they have to create a user who would be able to link the account(s) which they wish to vote on. The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote. They should upload a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, in PDF format in the system for the scrutinizer to verify the same.

- xviii. **The voting period begins on Thursday, 4th September, 2014 at 9.00 a.m. and ends on Saturday, 6th September, 2014 at 6.00 p.m., both days inclusive. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 1st August, 2014, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.**
- xix. In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com under "Help" section or write an email to helpdesk.evoting@cDSLindia.com.
- xx. Mrs. Jayshree A. Lalpuria, of Jayshree A. Lalpuria & Co., Practicing Company Secretary has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner. The Scrutinizer shall within a period not exceeding three (3) working days from the conclusion of the e-voting period, unblock the votes in the presence of at least two (2) witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Managing Director of the Company.
- xxi. The Results shall be declared on or after the AGM of the Company. The Results declared alongwith the Scrutinizer's Report shall be placed on the Company's website www.nationalplastic.com and on the website of CDSL within two (2) days of passing of the resolutions at the AGM of the Company.
9. For transfer of shares held in Physical mode the transferee should submit along with the transfer documents copy of PAN Card for registration of transfer request.
10. The Securities and Exchange Board of India (SEBI) and Reserve Bank of India (RBI) have advised all listed companies to mandatorily use the Electronic Clearing Services (ECS) mandate facility wherever possible for payment of dividend to the Members. In view of this stipulation, the Company has implemented the ECS facility. Members holding shares in physical form are requested to provide the Company with ECS details for crediting the future dividend payment directly to their respective bank accounts. The Company shall be able to co-ordinate with the bankers only on receipt of necessary information. The Members holding shares in electronic form may instruct their DP's accordingly.
11. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company / M/s. Sharex Dynamic (India) Private Limited.
12. Members holding shares in dematerialized form are requested to intimate all changes pertaining to their registered email id, bank details, NECS, Mandates, Nominations, power of attorney etc to their Depository Participants. Changes intimated to the Depository Participants will then be automatically reflected in the Company's records which will help the Company and its Registrar and Transfer Agents, M/s. Sharex Dynamic (India) Private Limited, to provide efficient and better service to the Members. Members holding shares in physical form are requested to advice such changes to the Company's Registrar and Transfer Agents, M/s. Sharex Dynamic (India) Private Limited.
13. Members holding shares in physical form are requested to consider converting their holding to dematerialized form to eliminate all risks associated with physical shares. Members can contact the Company's Registrar and Transfer Agents, M/s. Sharex Dynamic (India) Private Limited for assistance in this regard.
14. Pursuant to Section 205A of the Companies Act, 1956, dividend which remain unpaid or unclaimed for a period of 7 years, will be transferred to Investor Education and Protection Fund (IEPF) of the Central Government. Shareholders, who have not encashed the dividend warrant(s) so far for the Financial Years 2009-2010 onwards, are requested to make their claims to the Company's Registrar and Transfer Agents. It may be noted that once the unclaimed dividend is transferred, on the expiry of seven years from the date of declaration, to the IEPF, as stated herein, no claim shall lie in respect thereof. Pursuant to the provisions of Investor Education and Protection Fund (Uploading of information regarding unpaid and unclaimed amounts lying with companies) Rules, 2012, the Company has uploaded the details of unpaid and unclaimed amounts lying with the Company as on September 24, 2013 (date of last Annual General Meeting) on the website of the Company (www.nationalplastic.com), as also on the website of the Ministry of Corporate Affairs.
15. For receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically, the members, who have not registered/updated their e-mail address so far, are requested to register/update their e-mail addresses, in respect of electronic holdings with the Depository through their concerned Depository Participant. Members who hold their shares in physical form and who are desirous of receiving the communications/documents in electronic form are requested to promptly register their e-mail addresses with the Company.

Please note that as a valued shareholder of the Company, you are always entitled to receive, on request, a printed copy of the Annual Report and all other documents as stated above, free of cost.

DETAILS OF DIRECTOR SEEKING APPOINTMENT AT THE ENSUING ANNUAL GENERAL MEETING

(Pursuant to Clause 49 of the Listing Agreement)

Name of the Director	Mr. Dhirajlal Shanghavi	Mr. Ashwin Goradia
Date of Birth	05.09.1938	26.08.1948
Date of Appointment	01.04.2006	28.12.2005
Qualification	Graduate	Graduate
Expertise in specific area	Plastic Raw Materials & Chemical	Plastic Raw Materials & Chemical
Directorships in other Public Limited Companies	NIL	NIL
Membership of Committees in other Public Limited Companies	NIL	NIL
Number of Shares held	100	300

**On behalf of the Board of Directors
For NATIONAL PLASTIC INDUSTRIES LIMITED**

Place: Mumbai
Date: 5th August, 2014

**PARESH V. PAREKH
MANAGING DIRECTOR**

ANNEXURE TO THE NOTICE OF THE 27TH ANNUAL GENERAL MEETING

Explanatory Statement pursuant to Section 102 of the Companies Act, 2013

Item No. 3

Mr. Dhirajlal J. Shanghavi has joined the Board of Directors of the Company in April, 2006. He is a Non-Executive Independent Director of the Company and have held the position as such for more than 5 (five) years.

The Securities and Exchange Board of India (SEBI) has amended Clause 49 of the Listing Agreement *inter alia* stipulating the conditions for the appointment of independent directors by a listed company. Also, as per the provisions of Section 149 of the Companies Act, 2013 which has come into force with effect from 1st April, 2014, an Independent Director shall hold office for a term up to five consecutive years on the Board of a Company and is not liable to retire by rotation.

Mr. Dhirajlal J. Shanghavi is a Director in Shanghvi Dye-Chem Indus-tries Pvt Ltd in India.

Mr. Dhirajlal J. Shanghavi is Chairman of the Audit Committee of the Board of Directors of the Company. He holds 100 shares in the Company.

Mr. Dhirajlal J. Shanghavi is not disqualified from being appointed as Director in terms of Section 164 of the Act and have given his consent to act as a Director.

The Company has also received declaration from Mr. Dhirajlal J. Shanghavi that he meet with the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Act and under Clause 49 of the Listing Agreement.

In the opinion of the Board, Mr. Dhirajlal J. Shanghavi fulfils the conditions specified in the Companies Act, 2013 and rules made thereunder for his appointment as an Independent Director of the Company and is independent of the management. Copy of the draft letter for appointment of Mr. Dhirajlal J. Shanghavi as an Independent Director setting out the terms and conditions would be available for inspection without any fee by the members at the Registered Office of the Company during normal business hours on any working day, excluding Saturday.

The Board considers that his continued association would be of immense benefit to the Company and it is desirable to continue to avail services of Mr. Dhirajlal J. Shanghavi as an Independent Director. Accordingly, the Board recommends the resolution with respect to appointment of Mr. Dhirajlal J. Shanghavi as an Independent Director for a term of five consecutive years with effect from 1st April, 2014 up to 31st March, 2019, for the approval by the shareholders of the Company. A notice has been received from a member proposing Mr. Dhirajlal J. Shanghavi as a candidate for the office of Director of the Company.

Except Mr. Dhirajlal J. Shanghavi, being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out at Item No. 3. This Explanatory Statement may also be regarded as a disclosure under Clause 49 of the Listing agreement with the Stock Exchange.

The Board recommends the resolution for approval of the members as an Ordinary Resolution.

Item No. 4

Mr. Ashwin J. Goradia has joined the Board of Directors of the Company in December, 2005. He is a Non-Executive Independent Director of the Company and have held the position as such for more than 5 (five) years.

The Securities and Exchange Board of India (SEBI) has amended Clause 49 of the Listing Agreement *inter alia* stipulating the conditions for the appointment of independent directors by a listed company. Also, as per the provisions of Section 149 of the Companies Act, 2013 which has come into force with effect from 1st April, 2014, an Independent Director shall hold office for a term up to five consecutive years on the Board of a Company and is not liable to retire by rotation.

Mr. Ashwin J. Goradia is Chairman of the Share Transfer and Investor Grievance Committee and a member of the Audit Committee of the Board of Directors of the Company. He holds 300 shares in the Company.

Mr. Ashwin J. Goradia is not disqualified from being appointed as Director in terms of Section 164 of the Act and have given their consent to act as a Director.

The Company has also received declaration from Mr. Ashwin J. Goradia that he meet with the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Act and under Clause 49 of the Listing Agreement.

In the opinion of the Board, Mr. Ashwin J. Goradia fulfils the conditions specified in the Companies Act, 2013 and rules made thereunder for his appointment as an Independent Director of the Company and is independent of the management. Copy of the draft letter for appointment of Mr. Ashwin J. Goradia as an Independent Director setting out the terms and conditions would be available for inspection without any fee by the members at the Registered Office of the Company during normal business hours on any working day, excluding Saturday.

The Board considers that his continued association would be of immense benefit to the Company and it is desirable to continue to avail services of Mr. Ashwin J. Goradia as an Independent Director. Accordingly, the Board recommends the resolution with respect to appointment of Mr. Ashwin J. Goradia as an Independent Director for a term of five consecutive years with effect from 1st April, 2014 up to 31st March, 2019, for the approval by the shareholders of the Company. A notice has been received from a member proposing Mr. Ashwin J. Goradia as a candidate for the office of Director of the Company.

Except Mr. Ashwin J. Goradia, being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out at Item No. 4. This Explanatory Statement may also be regarded as a disclosure under Clause 49 of the Listing agreement with the Stock Exchange.

The Board recommends the resolution for approval of the members as an Ordinary Resolution.

Item No. 5 & 6

The shareholders of the Company had consented by passing an Ordinary Resolution in the 24th Annual General Meeting held on 26th September, 2011 authorizing the Board of Directors to borrow monies (apart from temporary loans obtained or to be obtained from the Company's bankers in the ordinary course of business) from time to time on behalf of the Company not exceeding ₹ 100 Crore over and above the paid up capital of the Company and its free reserves, for the business of the Company. However, Section 180(1) of the Companies Act, 2013 provides that the Board of Directors of a Company shall exercise the said power and to authorize creation of charge over the properties of the Companies for such borrowings only with the consent of the Company by a Special Resolution. Hence, the Special Resolutions as set out at Item Nos. 5 and 6 are intended for this purpose.

None of the Directors and Key Managerial Personnel of the Company and their relatives is, in any way, concerned or interested, financially or otherwise, in the proposed resolutions.

The Board recommends the Resolutions at Item No. 5 and 6 for approval of the members as Special Resolution.

**On behalf of the Board of Directors
For NATIONAL PLASTIC INDUSTRIES LIMITED**

Place: Mumbai
Date: 5th August, 2014

**PARESH V. PAREKH
MANAGING DIRECTOR**



NATIONAL PLASTICS INDUSTRIES LIMITED

CIN No.: L25200MH1987PLC044707

Registered Office: A-59, MIDC, Road No. 1, Marol, Andheri (East), Mumbai – 400 093.

Email: investor@nationalplastic.com, Website: www.nationalplastic.com

Phone No.: 022 - 67669999 Fax: 022 - 28360422

ATTENDANCE SLIP

(27th Annual General Meeting)

Folio No. / DP ID No. & Client ID No.....

No. of shares held.....

I hereby record my presence at the 27th Annual General Meeting held on 11th September, 2014 at 11.00 a.m. at Hotel Suba Galaxy, N. S. Phadke Road, Off Western Express Highway, Andheri (East), Mumbai – 400 069.

Member's Name:

Proxy's Name:

Member's/ Proxy's Signature

Note: Please fill this attendance slip and hand it over at the entrance of the Hall.



NATIONAL PLASTICS INDUSTRIES LIMITED

CIN No.: L25200MH1987PLC044707

Registered Office: A-59, MIDC, Road No. 1, Marol, Andheri (East), Mumbai – 400 093.

Email: investor@nationalplastic.com, Website: www.nationalplastic.com

Phone No.: 022 - 67669999 Fax: 022 - 28360422

PROXY FORM

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

Name of the Member(s): Registered Address:	E-mail Id: Folio No. / Client Id: DP Id:
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I/We, being the Member (s), holding Shares of the above named Company, hereby appoint:

1.Name:.....Email.....

Address:.....

.....Signature:....., or failing him/her

2.Name:.....Email.....

Address:.....

.....Signature:....., or failing him/her

3.Name:.....Email.....

Address:.....

.....Signature:....., or failing him/her

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 27th Annual General Meeting of the company, to be held on Thursday, 11th day of September, 2014 At 11.00 a.m. at Hotel Suba Galaxy, N. S. Phadke Road, Off Western Express Highway, Andheri (East), Mumbai – 400 069 and at any adjournment thereof in respect of such resolutions as are indicated below :

Resolution No.	Description of Resolution	Vote*	
		For	Against
1	Adoption of Financial Statements for the year ended 31 st March, 2014 together with the reports of the Director's and Auditor's thereon		
2	Appointment of M/s. Sheth Doctor & Associates, Chartered Accountants, as Statutory Auditors of the Company and fixing their remuneration		
3	Appointment of Mr. Dhirajlal J. Shanghavi as an Independent Director for a term of 5 years upto 31 st March, 2019		
4	Appointment of Mr. Ashwin J. Goradia as an Independent Director for a term of 5 years upto 31 st March, 2019		
5	Approval for Borrowing moneys upto ₹ 100 Crores over and above the aggregate of the paid-up share capital and free reserves of the Company		
6	Approval for creation of charge on Borrowings/ Financial Assistance availed		

*It is optional to indicate your preference. If you leave the 'for or against' column blank against any or all resolutions, your proxy will be entitled to vote in the manner as he/she may deem appropriate.

Signed this _____ day of _____ 2014

Signature of Shareholder

Signature of Proxy holder (s)

Rs. 1/-
Revenue
Stamp

Note:

- This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
- The form should be signed across the stamp as per specimen signature registered with the Company.
- A Proxy need not be a member of the Company.