

**BOSS** Packaging Solutions Ltd.  
(Formerly Known as Boss Packaging Solutions Pvt. Ltd.)

## NOTICE

Notice is hereby given that the 13<sup>th</sup> Annual General Meeting of the **BOSS PACKAGING SOLUTIONS LIMITED** will be held on **Monday, the 08<sup>th</sup> September, 2025 at 11:30 a.m.** through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”) to transact the following business:

### ORDINARY BUSINESS:

1. **To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended on March 31, 2025 together with the report of the Board of Directors & Auditors’ thereon:**

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

“**RESOLVED THAT** the audited financial statements of the Company together with accounting policies and notes forming part of the accounts for the year ended March 31, 2025 along with the Auditors’ Report and Directors’ Report, be and are hereby considered, adopted and approved.”

2. **To appoint a Director in place of Mr. Ketan Suryakantbhai Thakkar (DIN: 05154897), Executive Director, who retires by rotation in terms of Section 152 of the Companies Act, 2013 and being eligible, offers himself for re-appointment:**

*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 Section 152 and other applicable provisions, if any, of the Companies Act, 2013, Mr. Ketan Suryakantbhai Thakkar (DIN: 05154897), Executive Director, who retires by rotation at this Annual General Meeting, be and is hereby re-appointed as an Executive Director of the Company, liable to retire by rotation.”

### SPECIAL BUSINESS:

3. **To appoint the Secretarial Auditor and fix their remuneration:**

*To consider and, if thought fit, to pass, with or without modification, the following Resolution as an Ordinary Resolution:*

“**RESOLVED THAT** pursuant to the provisions of Regulation 24A & other applicable provisions of the SEBI(Listing Obligations and Disclosures Requirement) Regulations, 2015 (“SEBI Listing Regulations”) read with Circulars issued thereunder from time to time and Section 204 of the Companies Act, 2013 read with Rule 9 of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other applicable provisions, if any, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and based on the recommendation(s) of the Audit Committee and the Board of Directors of the Company (“Board”), consent of the members of the Company be and is hereby accorded to appoint M/s. Hardik Hudda & Associates, Practising Company Secretaries, Ahmedabad (ACS: 39621, COP No.:14697) as Secretarial Auditor of the Company for a period of five (5) consecutive years, commencing from Financial Year 2025-26 till Financial Year 2029-30 to conduct a Secretarial Audit of the Company, at such fees, plus applicable taxes and other out-of-pocket expenses as may be mutually agreed upon between the Board of Directors of the Company and the Secretarial Auditor.

**RESOLVED FURTHER THAT** any of the Directors/KMP of the Company (including its Committee thereof) be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, desirable, or expedient to give effect to this resolution.”

**4. To approve the Appointment of Mrs. Dhvani Jaspalsinh Solanki (DIN: 10299290) as Non-Executive Independent Director of the Company:**

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

“**RESOLVED THAT** pursuant to the provisions of Section 149, 150, 152, read with Schedule IV and any other applicable provisions if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended and subject to such other laws, rules and regulations as may be applicable in this regard, and Articles of Association of the Company and as recommended by Nomination and Remuneration Committee of the Company, Mrs. Dhvani Jaspalsinh Solanki (DIN: 10299290) who was appointed as an Additional Director in the capacity of Non-Executive Independent director by the Board of Directors of the Company, w.e.f. 01/07/2025 pursuant to the provisions of section 161 of the Companies Act, 2013, and who has submitted a declaration that she meets the criteria of independence under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations and is eligible for appointment under the provisions of the Act, the Rules made thereunder and the SEBI Listing Regulations, consent of the members of the Company be and is hereby accorded to appoint Mrs. Dhvani Jaspalsinh Solanki (DIN: 10299290) as Non-Executive Independent Director of the Company, not liable to retire by rotation, for a term of five (5) consecutive years starting from 01/07/2025 to 30/06/2030 (both days inclusive).

**RESOLVED FURTHER THAT** any of the Directors/KMP of the Company (including its Committee thereof) be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, desirable, or expedient to give effect to this resolution.”

**5. To approve the Appointment of Ms. Krishna Hareshbhai Bhatt (DIN: 11203423) as Non-Executive Independent Director of the Company:**

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

“**RESOLVED THAT** pursuant to the provisions of Section 149, 150, 152, read with Schedule IV and any other applicable provisions if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended and subject to such other laws, rules and regulations as may be applicable in this regard, and Articles of Association of the Company and as recommended by Nomination and Remuneration Committee of the Company, Ms. Krishna Hareshbhai Bhatt (DIN: 11203423) who was appointed as an Additional Director in the capacity of Non-Executive Independent director by the Board of Directors of the Company, with effect from 26/07/2025, pursuant to the provisions of section 161 of the Companies Act, 2013, and who has submitted a declaration that she meets the criteria of independence under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations and is eligible for appointment under the provisions of the Act, the Rules made thereunder and

the SEBI Listing Regulations, consent of the members of the Company be and is hereby accorded to appoint Ms. Krishna Hareshbhai Bhatt (DIN: 11203423) as Non-Executive Independent Director of the Company, not liable to retire by rotation, for a term of five (5) consecutive years starting from 26/07/2025 to 25/07/2030 (both days inclusive).

**RESOLVED FURTHER THAT** any of the Directors/KMP of the Company (including its Committee thereof) be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, desirable, or expedient to give effect to this resolution.”

**6. To Approve the increase in remuneration of Mr. Manishbhai Natvarbhai Brahmbhatt (DIN: 05154924), Chairman and Managing Director of the Company:**

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

“**RESOLVED THAT** pursuant to the provisions of Section 196, 197, 198 read with Part I and part II of Schedule V and other applicable provisions of the Companies Act, 2013, including any statutory modifications or re-enactment thereof) and other applicable provisions, if any, of the Companies Act 2013 (including any statutory modification or re-enactment thereof for the time being in force), applicable clauses of the Articles of Association of the Company and based on the recommendation of the Nomination and Remuneration Committee of the Company, consent of the members of the Company be and is hereby accorded for increase in the remuneration (including the perquisites) of Mr. Manishbhai Natvarbhai Brahmbhatt (DIN: 05154924), Chairman and Managing Director of the Company, up to Rs. 10 Lakhs (Rupees Ten Lakhs Only) per annum.

**RESOLVED FURTHER THAT** any of the Directors/KMP of the Company (including its Committee thereof) be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, desirable, or expedient to give effect to this resolution.”

**7. To Approve the increase in remuneration of Mr. Ketan Suryakantbhai Thakkar (DIN: 05154897), Executive Director of the Company:-**

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

“**RESOLVED THAT** pursuant to the provisions of Section 196, 197, 198 read with Part I and part II of Schedule V and other applicable provisions of the Companies Act, 2013, including any statutory modifications or re-enactment thereof) and other applicable provisions, if any, of the Companies Act 2013 (including any statutory modification or re-enactment thereof for the time being in force), applicable clauses of the Articles of Association of the Company and based on the recommendation of the Nomination and Remuneration Committee of the Company, consent of the members of the Company be and is hereby accorded for increase in the remuneration (including the perquisites) of Mr. Ketan Suryakantbhai Thakkar (DIN: 05154897), Executive Director of the Company, up to Rs. 10 Lakhs (Rupees Ten Lakhs Only) per annum.

**RESOLVED FURTHER THAT** any of the Directors/KMP of the Company (including its Committee thereof) be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, desirable, or expedient to give effect to this resolution.”

**8. To Approve the increase in remuneration of Mr. Kamleshkumar Hasmukhbhai Patel (DIN: 07684901), Executive Director of the Company:-**

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

**“RESOLVED THAT** pursuant to the provisions of Section 196, 197, 198 read with Part I and part II of Schedule V and other applicable provisions of the Companies Act, 2013, including any statutory modifications or re-enactment thereof) and other applicable provisions, if any, of the Companies Act 2013 (including any statutory modification or re-enactment thereof for the time being in force), applicable clauses of the Articles of Association of the Company and based on the recommendation of the Nomination and Remuneration Committee of the Company, consent of the members of the Company be and is hereby accorded for increase in the remuneration (including the perquisites) of Mr. Kamleshkumar Hasmukhbhai Patel (DIN: 07684901), Executive Director of the Company, up to Rs. 10 Lakhs (Rupees Ten Lakhs Only) per annum

**RESOLVED FURTHER THAT** any of the Directors/KMP of the Company (including its Committee thereof) be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, desirable, or expedient to give effect to this resolution.”

By Order of the Board of Directors  
**Boss Packaging Solutions Limited**

Place: Ahmedabad  
Date: 11/08/2025

**Sweta Prajapati**  
Company Secretary & Compliance Officer  
ACS No.: 66245



**NOTES:**

1. The explanatory statement pursuant to Section 102 of the Companies Act, 2013 ('the Act') setting out the material facts and reasons for the proposed resolutions is annexed to the Notice of the AGM. Further, the relevant details with respect to 'Director seeking appointment and re-appointment at this AGM' are also provided as Annexure. [Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India].
2. The Ministry of Corporate Affairs ("MCA") permitted holding of the AGM through VC/OAVM, without physical presence of the Members at a common venue. In compliance with the MCA Circulars, AGM of the Company is being held through VC/OAVM. The Registered Office of the Company shall be deemed to be the venue for the AGM. [General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013", General Circular Nos. 20/2020 dated May 5, 2020 and subsequent circulars issued in this regard, the latest being 09/2024 dated September 19, 2024 in relation to "Clarification on holding of AGM through VC/OAVM, collectively referred to as "MCA Circulars"]].
3. The attendance of the members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

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 through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxy(ies) 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. In compliance with the provisions of Section 108 of the Act and Rule 20 of the Companies (Management and Administration) Rules, 2014 and any amendments thereto, Secretarial Standard-2, Regulation 44 of the SEBI Listing Regulations and MCA Circulars, the facility for remote e-voting along with participating at the AGM through VC/OAVM and e-voting during the AGM is being provided by KFin Technologies Limited ('KFintech'), the Registrar and Transfer Agent ('RTA') of the Company.
5. The Register of Directors and Key Managerial Personnel and their Shareholding maintained under Section 170 of the Act, and the Register of Contracts or Arrangements in which the Directors are interested, maintained under Section 189 of the Act, and relevant documents referred to in this Notice or Explanatory Statement will be available electronically for inspection by the Members from the date of dispatch of this Notice up to the date of AGM before as well as during the AGM. Members seeking to inspect such documents can send an e-mail to [cs@bosspackaging.in](mailto:cs@bosspackaging.in) from their registered e-mail addresses mentioning their name, folio number/DP ID and Client ID and PAN.
6. The Company has appointed M/s. Hardik Hudda & Associates, Practising Company Secretaries, Ahmedabad (ACS:39621, COP No.:14697), as the Scrutinizer for scrutinizing the entire voting process i.e., remote e-voting and e-voting during the AGM to ensure that the process is carried out in a fair and transparent manner.
7. Corporates/Institutional members (i.e. other than Individuals, HUF, NRIs, etc.) are required to send scanned certified true copy (PDF/JPG Format) of the Board Resolution/Authority Letter, etc. authorizing its representative(s) to vote on its behalf, to the Scrutinizer at e-mail ID: [huddahardik@yahoo.com](mailto:huddahardik@yahoo.com) with a copy marked to [evoting@kfintech.com](mailto:evoting@kfintech.com) and to the Company at [cs@bosspackaging.in](mailto:cs@bosspackaging.in).

**Electronic Dispatch of Annual Report and Process for Registration of Email Id:**

8. Pursuant to the provisions of MCA circulars and SEBI circulars, this Notice along with the Annual Report of the Company are being sent through electronic mode to those members whose email addresses are registered

with the Company/KFintech/National Securities Depository Limited ('NSDL') and/or Central Depository Services (India) Limited ('CDSL') (collectively referred to as 'Depositories') and whose names appear in the Register of Members/List of Beneficial Owners as received from the Depositories.

Members can request for hard copy of the Annual Report & AGM notice by sending a request at [cs@bosspackaging.in](mailto:cs@bosspackaging.in) and [inward.ris@kfintech.com](mailto:inward.ris@kfintech.com).

9. Members may note that this Notice along with the Annual Report of the Company are available on the website of the Company at <https://bosspackaging.in/>, website of KFin at <https://evoting.kfintech.com> website of the stock exchange, the National Stock Exchange of India Limited at <https://www.nseindia.com/>.
10. To support the 'Green Initiative', members who have not yet registered their e-mail address are requested to register the same with their Depository Participants ('DP') in case the shares are held in dematerialized form and with the Company/KFintech in case the shares are held in physical form.

#### **Procedure for Remote E-Voting and E-Voting during the AGM:**

11. Members are requested to attend and participate at the ensuing AGM through VC / OAVM and cast their vote either through remote e-voting facility or through e-voting facility to be provided during AGM.
12. The remote e-Voting period commences on **Friday, 05<sup>th</sup> September, 2025 from 9.00 a.m. (IST) and ends on Sunday, 07<sup>th</sup> September, 2025 at 5.00 p.m. (IST)**. During this period, members of the Company holding shares either in physical form or in demat form, as on **Monday, 01<sup>st</sup> September, 2025 ('Cut-off date')** may cast their vote by remote e-voting. The remote e-voting module shall be disabled by KFintech for voting thereafter. Once the vote on a resolution is cast by a member, the member shall not be allowed to change it subsequently.
13. The facility of e-voting during the AGM will be available to those members who have not cast their vote by remote e-voting. Members, who cast their vote by remote e-voting, may attend the AGM through VC/OAVM, but will not be entitled to cast their vote once again on the resolutions. If a member cast votes by both modes i.e. voting at AGM and remote e-voting, voting done through remote e-voting shall prevail and vote at the AGM shall be treated as invalid.
14. In compliance with the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of the SEBI Listing Regulations and SEBI circular SEBI/HO/CFD/CMD/ CIR/P/2020/242 dated December 9, 2020, members are provided with the facility to cast their vote electronically, through the e-voting services provided by KFintech, on all the resolutions set forth in this Notice.
15. Individual demat account holders would be able to cast their vote without having to register again with the e-voting service provider ('ESP') thereby not only facilitating seamless authentication but also ease and convenience of participating in e-voting process. Members are advised to update their mobile number and e-mail ID with their DPs to access e-voting facility.
16. The voting rights of members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the Cut-off date i.e., Monday, 01<sup>st</sup> September, 2025.
17. Any person holding shares in physical form and non-individual shareholders, holding shares as on the Cut-off date, may obtain the login ID and password by sending a request at [evoting@kfintech.com](mailto:evoting@kfintech.com). In case they are already registered with KFintech for remote e-Voting, they can use their existing user ID and password for voting.

18. The process and manner for remote e-voting and joining and voting at the AGM are explained below:

- a. Access to Depositories e-voting system in case of individual members holding shares in demat mode;
- b. Access to KFintech e-voting system in case of members holding shares in physical mode and non-individual members in demat mode;
- c. Access to join the AGM on KFintech system to participate and vote during the AGM.

**a. Access to Depositories e-voting system in case of individual members holding shares in demat mode:**

Type of Members	Login Method
Individual members holding shares of the company in demat mode with NSDL	<b>1. User already registered under IDeAS facility:</b> <ol style="list-style-type: none"> <li>i. Visit the e-services website of NSDL at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a personal computer or on a mobile.</li> <li>ii. On the e-services home page click on the “Beneficial Owner” icon under ‘Login’ under IDeAS section.</li> <li>iii. On the new page, enter user ID and password. After successful authentication, please click on ‘Access to e-Voting’</li> <li>iv. Click on the Company name i.e., ‘Boss Packaging Solutions Limited’ or ESP, i.e., Kfin.</li> <li>v. Members will be re-directed to Kfin’s website for casting the vote during the remote e-voting period.</li> </ol>
	<b>2. User not registered under IDeAS facility:</b> <ol style="list-style-type: none"> <li>i. Visit <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> for registering.</li> <li>ii. Select ‘Register Online for IDeAS’ or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a> Proceed with completing the required fields.</li> <li>iii. After registration, visit <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a></li> <li>iv. Once the home page of e-voting is launched, click on the icon ‘Login’ which is available under ‘Shareholder/Member’ section. A new screen will open.</li> <li>v. Members will have to enter their user ID (i.e. sixteen-digit demat account number held with NSDL), password/OTP and a verification code as shown on the screen.</li> <li>vi. After successful authentication, members will be requested to select the name of the Company i.e., Boss Packaging Solutions Limited or ESP i.e., KFin after which the members will be redirected to Kfin’s website for casting the vote during the remote e-voting period.</li> <li>vii. Members can also download the NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</li> </ol>

NSDL Mobile App is available on

 App Store
  Google Play



Individual members holding shares of the company in demat mode with CDSL	<b>1. User who have already opted for Easi/Easiest:</b> <ol style="list-style-type: none"> <li>i. Members are requested to visit <a href="https://web.cdslindia.com/myeasitoken/home/login">https://web.cdslindia.com/myeasitoken/home/login</a> or <a href="http://www.cdslindia.com">www.cdslindia.com</a></li> <li>ii. Click on ‘New System Myeasi’.</li> <li>iii. Members are requested to login with their registered user ID and password.</li> <li>iv. Members will be able to view the e-voting menu. The menu will have links of KFin’s website, which will redirect them to e-voting page of KFin to cast their vote without any further authentication.</li> </ol>
	<b>2. User not registered under Easi/Easiest:</b> <ol style="list-style-type: none"> <li>i. Visit <a href="https://web.cdslindia.com/myeasitoken/home/login">https://web.cdslindia.com/myeasitoken/home/login</a> for registering.</li> <li>ii. Proceed to complete registration using the DP ID, Client ID (BO ID), etc.</li> </ol>



iii. After successful registration, please follow the steps given in point no. 1 above to cast your vote.

**3. Alternatively, by directly accessing the e-voting website of CDSL:**

- i. Visit [www.cdslindia.com](http://www.cdslindia.com)
- ii. Members are required to provide their demat account number and PAN number. System will authenticate user by sending OTP on their registered mobile & email ID as recorded in the demat account.
- iii. After successful authentication, members will be provided link for selecting the name of the Company i.e., Boss Packaging Solutions Limited' or for selecting ESP i.e., KFin.
- iv. Members will be re-directed to the e-voting page of KFin to cast their vote without any further authentication.

Individual members  
login through their  
demat  
accounts/website of  
Depository Participant

- i. Members can also login using the login credentials of their demat account through their DP registered with NSDL/CDSL for e-voting facility.
- ii. Once logged-in, members will be able to see e-voting option. After clicking on e-voting option, members will be redirected to NSDL/CDSL website after successful authentication, wherein members will be able to see e-voting feature.
- iii. Click on options available against the Company's name i.e., Boss Packaging Solutions Limited' or ESP i.e., KFin, and members will be redirected to e-voting website of KFin for casting vote during the remote e-voting period without any further authentication.

**Important note:** Members who are unable to retrieve user ID/password are advised to use 'Forgot user ID' and 'Forgot Password' option available at respective websites.

**Helpdesk for individual members holding shares of the Company in demat mode for any technical issues related to login through NSDL/CDSL:**

Login type	Helpdesk details
Securities held with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> or contact at 022-4886 7000
Securities held with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 1800 210 99 11

**b. Access to KFintech e-voting system in case of members holding shares in physical mode and non-individual members in demat mode:**

- 1) Members whose email IDs are registered with the Company/DP(s), will receive an email from KFintech which will include details of E-Voting Event Number (EVEN), user ID and password. The following process shall be followed:
  - i. Launch internet browser by typing the URL: <https://evoting.kfintech.com/>
  - ii. Enter the login credentials (i.e. user ID and password). Members holding shares in physical mode: user ID will be EVEN, followed by folio number. Members holding shares in demat account: user ID will be DP ID and Client ID. However, if members are already registered with KFintech for e-voting, they can use their existing user ID and password for voting purpose.
  - iii. After entering these details appropriately, click on 'LOGIN'.
  - iv. Members will be required to mandatorily change their password. The new password shall comprise of minimum 8 characters with at least one upper case (A- Z), one lower case (a-z), one numeric value (0-9) and a special character (@, #, \$, etc.,). The system will prompt to change the password and update the contact details like mobile number, email ID etc. on first login. Members may also enter a secret question and answer of their choice to retrieve the password (if required). It is strongly recommended that members should not share their password with any other person and take utmost care to keep their password confidential.
  - v. Members are required to login again with their new credentials.

- vi. On successful login, the system will prompt to select the 'EVEN' i.e., 'Boss Packaging Solutions Limited' and click on 'Submit'.
- vii. On the voting page, enter the number of shares (which represents the number of votes) as on the Cut-off date under 'FOR/AGAINST' or alternatively, members may partially enter any number in 'FOR' and partially 'AGAINST' but the total number in 'FOR/AGAINST' taken together shall not exceed the total shareholding as mentioned herein above. Members may also choose the option 'ABSTAIN'.

If the member does not indicate either 'FOR' or 'AGAINST' it will be treated as 'ABSTAIN' and the shares held will not be counted under either head.

- viii. Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/ demat accounts.
- ix. Voting has to be done for each item of the Notice separately. In case members do not desire to cast their vote on any specific item, it will be treated as abstained.
- x. Members may then cast their vote by selecting an appropriate option and click on 'Submit'.
- xi. A confirmation box will be displayed. Click 'OK' to confirm else 'CANCEL' to modify. Once members have voted on the resolution(s), they will not be allowed to modify their vote. During the voting period, members can login any number of times till they have voted on the resolution(s).
- xii. Corporates/Institutional members (i.e. other than Individuals, HUF, NRIs, etc.) are required to send scanned certified true copy (PDF/JPG Format) of the Board Resolution/Authority Letter, etc. authorizing its representative(s) to vote on its behalf, to the Scrutinizer at e-mail ID: [huddahardik@yahoo.com](mailto:huddahardik@yahoo.com) with a copy marked to [evoting@kfintech.com](mailto:evoting@kfintech.com) and to the Company at [cs@bosspackaging.in](mailto:cs@bosspackaging.in). They may also upload the same in the e-voting module in their login page. The scanned image of the above mentioned documents should be in the naming format 'Corporate Name\_EVEN'.
- xiii. If you have forgotten your password, you can reset your password by using 'Forgot Password' available on <https://evoting.kfintech.com> and following the password reset options provided therein or contact KFINTECH at toll free no.: 1800-309-4001.

2) Members whose email IDs are not registered with the Company/DP(s), and consequently the Annual Report, Notice of AGM and e-voting instructions cannot be serviced, will have to follow the following process:

- i. In case shares are held in demat mode, please provide DP Id.-Client Id. (DP Id + Client Id), name, client master or copy of Consolidated Account Statement, self-attested scan copy of PAN card and Aadhar to [evoting@kfintech.com](mailto:evoting@kfintech.com).

If you are an individual shareholder holding securities in demat mode, please refer to the login method explained at Note 18(A) i.e. Login method for e-Voting for individual shareholders holding shares in demat mode.

If you are a non-individual shareholder holding securities in demat mode, please refer to the login method explained at Note 18(B) i.e. Login method for e-Voting for non-individual shareholders holding shares in demat mode.

- ii. In case shares are held in physical mode, please provide Folio No., name of shareholder, scan copy of the share certificate (front and back), self- attested scanned copy of PAN card and Aadhar by email to [evoting@kfintech.com](mailto:evoting@kfintech.com).

If you are an individual shareholder holding securities in physical mode, please refer to the login method explained at Note 18(B) i.e. Login method for e-Voting for individual shareholders holding shares in physical mode.

- iii. Alternatively, shareholder may send a request to [evoting@kfintech.com](mailto:evoting@kfintech.com) for procuring user id and password for e-Voting by providing above mentioned documents. After receiving the e-voting instructions, please follow steps explained at Note 18 to cast your vote by electronic means.

**c. Access to join the AGM on KFintech system to participate and vote during the AGM:**

- 1) Member will be provided with a facility to attend the AGM through VC/OAVM platform provided by KFintech. Members may access the same at <https://emeetings.kfintech.com/> by using the e-voting login credentials provided in the email received from the Company/ KFintech. After logging in, click on the 'Video Conference' tab and select the 'EVEN' of the Company. Click on the video symbol and accept the meeting etiquettes to join the meeting. Please note that the members who do not have the user ID and password for e-voting or have forgotten their user ID and password may retrieve the same by following the remote e-voting instructions mentioned above.
- 2) Facility for joining this AGM through VC/OAVM shall be open at least 15 minutes before the commencement of the AGM.
- 3) Members are encouraged to join the AGM through their laptops/desktops with Google Chrome (preferred browser), Safari, Internet Explorer, Microsoft Edge, Mozilla Firefox 22.
- 4) Members will be required to grant access to the webcam to enable VC/OAVM. Further, members connecting from their mobile devices/tablets/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) Members who have not cast their vote through remote e-voting shall be eligible to cast their vote through e-voting system available during the AGM. E-voting during the AGM is integrated with the VC/OAVM platform. The members may click on the voting icon displayed on the screen to cast their votes.
- 6) Facility of joining the AGM through VC/OAVM shall be available for all members.
- 7) Institutional Members are encouraged to attend and vote at the AGM through VC/OAVM.

**General:**

19. A member can opt for only single mode of voting i.e., through remote e-voting or voting at the AGM. If a member cast votes by both modes, then voting done through remote e-voting shall prevail and vote at the AGM shall be treated as invalid.
20. Members holding shares as on the Cut-off date i.e., 01<sup>st</sup> September, 2025 and who would like to speak or express their views or ask questions during the AGM may register themselves as speakers at <https://emeetings.kfintech.com> by clicking on 'Speaker Registration' during the period from 05<sup>th</sup> September, 2025 (09:00 a.m. IST) up to 06<sup>th</sup> September, 2025 (05:00 p.m. IST). Those members who have registered themselves as a speaker will only be allowed to speak / express their views / ask questions

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

Alternatively, members holding shares as on the Cut-off date may also visit <https://emeetings.kfintech.com> and click on the tab 'Post Your Queries' and post their queries / views / questions in the window provided, by mentioning their name, demat account number / folio number, email ID and mobile number. The window will open from 05<sup>th</sup> September, 2025 (09:00 a.m. IST) up to 06<sup>th</sup> September, 2025 (05:00 p.m. IST).

21. Members whose names appear in the Register of Members / list of Beneficial Owners as on the Cut-off date, are entitled to vote on the resolutions set forth in this Notice. A person who is not a member as on the Cut-off date should treat this Notice for information purposes only. Once the vote on a resolution(s) is cast by the member, the member shall not be allowed to change it subsequently.
22. In case a person has become a member of the Company after dispatch of AGM Notice but on or before the Cut-off date for e-voting, they may obtain the user ID and password in the manner as mentioned below:
  - i) If the mobile number of the member is registered against Folio No./ DP ID Client ID, the member may send SMS: MYEPWD E-Voting Event Number + Folio No. or DP ID Client ID to 9212993399.  
  
Example for NSDL: MYEPWD <SPACE>  
IN12345612345678  
  
Example for CDSL: MYEPWD <SPACE>  
1402345612345678  
  
Example for Physical: MYEPWD <SPACE>  
XXXX1234567890
  - ii) If e-mail address or mobile number of the member is registered against Folio No. / DP ID Client ID, then on the home page of <https://evoting.kfintech.com/> the member may click 'Forgot Password' and enter Folio No. or DP ID Client ID and PAN to generate a password.
  - iii) Member may send an e-mail request to [evoting@kfintech.com](mailto:evoting@kfintech.com). After due verification of the request, User ID and password will be sent to the Member. Once the password is received/retrieved by the shareholder, you may kindly follow the instructions as mentioned under Note No. 18A above and cast vote by remote e-voting.
  - iv) In case e-mail ID of a Member is not registered with the Depository Participant(s)/ Company/ KFintech, then such Member is requested to register/update their e-mail addresses with the Depository Participant (in case of Shares held in dematerialised form) and with KFintech in case shares held in physical form.
23. Members who may require any technical assistance or support before or during the AGM are requested to contact KFintech at toll free number 1800-309-4001 or write to them at [evoting@kfintech.com](mailto:evoting@kfintech.com).
24. Members to intimate change in their details:

Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail ID, telephone/mobile no., PAN, mandates, choice of nominations, bank details viz., name of the bank and branch details, bank account, MICR code, IFSC code, etc.

- a. For shares held in electronic mode: to their DPs

- b. For shares held in physical mode: to the Company/RTA in prescribed Form ISR-1 and other forms. [SEBI Master Circular No. SEBI/HO/ MIRSD/SECFATF/P/CIR/2023/169 dated October 12, 2023]

The facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. [Section 72 of the Act].

If a Member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/she may submit the same in Form ISR-3 or SH-14 as the case may be. The said forms can be downloaded from the KFintech's website <https://ris.kfintech.com/#>. Members are requested to submit the said details to their DP in case the shares are held by them in dematerialized form and to RTA in case the shares are held in physical form.

#### **Declaration of Voting Results:**

25. The scrutinizer shall, immediately after the conclusion of voting at the AGM, first count the votes cast during the AGM, thereafter unblock the votes cast through remote e-voting and submit, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairperson of the Company or the person authorized by him, who shall countersign the same. The results will be announced within the time stipulated under the applicable laws.
26. The results declared along with the scrutinizer's report, will be hosted on the website of the Company at <https://bosspackaging.in/> and on the website of KFintech at <https://evoting.kfintech.com/> immediately after the declaration of the result by the Chairperson or a person authorised by him in writing. The Company shall simultaneously forward the results to National Stock Exchange of India Limited, where the shares of the Company are listed.

By Order of the Board of Directors  
**Boss Packaging Solutions Limited**

Place: Ahmedabad  
Date: 11/08/2025

**Sweta Prajapati**  
Company Secretary & Compliance Officer  
ACS No.: 66245



**ANNEXURES TO THE NOTICE****EXPLANATORY STATEMENTS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013****ITEM NO. 3:**

Pursuant to Regulation 24A(1) of the Listing Regulations read with provisions of Section 204 of the Act and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company may appoint an individual for not more than one term of five consecutive years and a Secretarial Audit Firm not more than two terms of five consecutive years as Secretarial Auditors of the Company with the approval of its shareholders in its Annual General Meeting.

In view of the same, the Board of Directors, on the recommendation of the Audit Committee at its meeting held on 11/08/2025 recommends to the members of the Company for appointment of M/s. Hardik Hudda & Associates, Practising Company Secretaries, Ahmedabad (ACS: 39621, COP No.: 14697), as the Secretarial Auditors of the Company, in accordance with the provisions of Section 204 of the Act and Regulation 24A of the Listing Regulations, for the first term of five consecutive years to carry out the Secretarial Audit of the Company from the financial year 2025-26 up to the financial year 2029-30 and to fix their remuneration subject to approval of the Members.

M/s. Hardik Hudda & Associates is a reputed Practising Company Secretaries firm registered with the Institute of Company Secretaries of India (ICSI). The firm has more than ten years of experience in the field of Company Law, SEBI (LODR), 2015 and Intellectual Property Rights (IPR) based in Ahmedabad.

The firm provides its services of entire spectrum of Secretarial work & Company Law matters to listed and unlisted Companies. They have given their consent to act as Secretarial Auditor and confirmed that they are not disqualified to be appointed as Secretarial Auditors in terms of provisions of the Act & Rules made thereunder and Listing Regulations. The Board believes that their experience of conducting Secretarial Audit of listed companies and large companies and knowledge of the legal and regulatory framework will be invaluable to the Company in ensuring continued adherence to compliance requirements under the applicable laws. The services to be rendered by M/s. Hardik Hudda & Associates as Secretarial Auditor is within the purview of the said regulation read with SEBI circular no. SEBI/ HO/CFD/CFD-PoD-2/CIR/P/2024/185 dated December 31, 2024.

The proposed fees in connection with the secretarial audit shall be Rs. 60,000/- (Rupees Sixty Thousand Only) per annum, mutually agreed upon between the Board of Directors of the Company and the Secretarial Auditor subject to annual increment as may be approved by the Board from time to time. In addition to the secretarial audit, M/s. Hardik Hudda & Associates shall provide such other services in the nature of certifications and other professional work, as approved by the Board of Directors. The relevant fees will be determined by the Board, as recommended by the Audit Committee in consultation with the Secretarial Auditor.

The Board recommends the Ordinary Resolution as set out in **Item No. 3** of this Notice for approval of the Members.

None of the Directors and/or Key Managerial Personnel of the Company and/or their relatives are concerned or interested in the above Resolution set out in **Item No. 3** of this Notice.

**ITEM NO. 4:**

Mrs. Dhvani Jaspalsinh Solanki (DIN: 10299290) has been appointed as an Additional Director in the Independent capacity with effect from 01/07/2025 under Section 161 of the Companies Act, 2013, pursuant to the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors in their respective meeting held on 30/06/2025 and she holds office up to the date of the ensuing Annual General Meeting.

On recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors of the Company, signifying intention to propose Mrs. Dhvani Jaspalsinh Solanki (DIN: 10299290) as a candidate for the office of an Independent Director of the Company to hold office for five consecutive years for a period from 01/07/2025 to 30/06/2030 and shall not retire by rotation.

Mrs. Dhvani Jaspalsinh Solanki (DIN: 10299290) is not disqualified from being appointed as an Independent Director in terms of Section 164 of the Companies Act, 2013 and has given her consent to act as a Director.

In terms of Regulation 17(1C) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 approval of Members for appointment of person on the Board of Directors should be taken at the next General Meeting or within a period of 3 months, whichever is earlier. Further, in accordance with Regulation 25(2A) of Listing Regulations, the appointment of an Independent Director ("ID") shall be subject to approval of Members by way of a special resolution. As per the Section 149 of the Act, an Independent Director can hold office for a term up to 5 (five) consecutive years on the Board of the Company and shall not be included in the total number of Directors for retirement by rotation.

The Company has also received a declaration from Mrs. Dhvani Jaspalsinh Solanki (DIN: 10299290) that she meets with the criteria of independence as prescribed under sub-section (6) of Section 149 of the Companies Act, 2013 and Regulation 16(1)(b) and Regulation 25 of the SEBI (LODR) Regulations, 2015. Mrs. Dhvani Jaspalsinh Solanki (DIN: 10299290) possesses appropriate skills, experience and knowledge; inter alia, in Secretarial, Drafting and Corporate Governance. In the opinion of the Board, Mrs. Dhvani Jaspalsinh Solanki (DIN: 10299290) fulfils the conditions for her appointment as an Independent Director as specified in the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Mrs. Dhvani Jaspalsinh Solanki (DIN: 10299290) is independent of the management.

Draft copy of appointment letter of Mrs. Dhvani Jaspalsinh Solanki (DIN: 10299290) as an Independent Director setting out the terms and conditions is available in physical mode for inspection by members at the Registered Office of the Company during the business hours on any working days between 10.00 a.m. to 05.00 p.m. up to the date of AGM.

She is not holding any Equity Shares of the Company and he is not related to any Director of the Company.

Accordingly, your Directors recommend the Special Resolution mentioned in **Item no. 4** for approval of the shareholders.

None of the Directors and/or Key Managerial Personnel of the Company or their relative except Mrs. Dhvani Jaspalsinh Solanki (DIN: 10299290) is in any way concerned or interested in the above resolution.

#### **ITEM NO. 5:**

Ms. Krishna Hareshbhai Bhatt (DIN: 11203423) has been appointed as an Additional Director in the Independent capacity with effect from 26/07/2025 under Section 161 of the Companies Act, 2013, pursuant to the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors in their respective meeting held on 25/07/2025 and she holds office up to the date of the ensuing Annual General Meeting.

On recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors of the Company, signifying intention to propose Ms. Krishna Hareshbhai Bhatt (DIN: 11203423) as a candidate for the office of an Independent Director of the Company to hold office for five consecutive years for a period from 26/07/2025 to 25/07/2030 and shall not retire by rotation.

Ms. Krishna Hareshbhai Bhatt (DIN: 11203423) is not disqualified from being appointed as an Independent Director in terms of Section 164 of the Companies Act, 2013 and has given her consent to act as a Director.

In terms of Regulation 17(1C) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 approval of Members for appointment of person on the Board of Directors should be taken at the next General Meeting or within a period of 3 months, whichever is earlier. Further, in accordance with Regulation 25(2A) of Listing Regulations, the appointment of an Independent Director (“ID”) shall be subject to approval of Members by way of a special resolution. As per the Section 149 of the Act, an Independent Director can hold office for a term up to 5 (five) consecutive years on the Board of the Company and shall not be included in the total number of Directors for retirement by rotation.

The Company has also received a declaration from Ms. Krishna Hareshbhai Bhatt (DIN: 11203423) that she meets with the criteria of independence as prescribed under sub-section (6) of Section 149 of the Companies Act, 2013 and Regulation 16(1)(b) and Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. of the SEBI (LODR) Regulations, 2015 possesses appropriate skills, experience and knowledge; inter alia, in Secretarial, Drafting and Corporate Governance. In the opinion of the Board, of the SEBI (LODR) Regulations, 2015 fulfils the conditions for her appointment as an Independent Director as specified in the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. (Listing Obligations and Disclosure Requirements) is independent of the management.

Draft copy of appointment letter of (Listing Obligations and Disclosure Requirements) as an Independent Director setting out the terms and conditions is available in physical mode for inspection by members at the Registered Office of the Company during the business hours on any working days between 10.00 a.m. to 05.00 p.m. up to the date of AGM.

She is not holding any Equity Shares of the Company and he is not related to any Director of the Company.

Accordingly, your Directors recommend the Special Resolution mentioned in **Item no. 5** for approval of the shareholders.

None of the Directors and/or Key Managerial Personnel of the Company or their relative except Ms. Krishna Hareshbhai Bhatt (DIN: 11203423) is in any way concerned or interested in the above resolution.

#### **ITEM NO. 6:**

The Board of Directors, on the recommendation of the Nomination and Remuneration Committee, after taking into consideration the skills, rich experience, knowledge, contribution and continued valuable guidance provided by him, has approved to increase in the remuneration payable to Mr. Manishbhai Natvarbhai Brahmbhatt (DIN: 05154924), Chairman and Managing Director of the Company, subject to the approval of the members at the ensuing Annual General Meeting.

Mr. Manishbhai Natvarbhai Brahmbhatt (DIN: 05154924) was appointed as Managing Director and Chairman of the Company for a period of three years with effect from 25/09/2023 to 24/09/2026, as approved by the members at the Extra-Ordinary General Meeting held on 25/09/2023. In view of the increased responsibilities, commendable performance, and in line with the industry benchmarks, it is proposed to increase the remuneration payable to him with effect from 01/10/2025, for the remaining period of his tenure, as detailed below:

#### **Revised Remuneration Structure:**

- **Basic Salary:** up to Rs. 90,000/- (Rupees Ninety Thousand only) per month.
- **Perquisites and Allowances:** Such as HRA, medical reimbursement, travel allowance, etc., as per the rules of the Company subject to an overall ceiling amount.

- **Commission/Performance Linked Incentives:** As may be decided by the Board of Directors/Nomination and Remuneration Committee based on performance evaluation.
- **Other Benefits:** Contribution to Provident Fund, Gratuity, Leave Encashment and other retirement benefits as per rules of the Company.

The total remuneration (including all perquisites and benefits) shall be in accordance with the provisions of Section 197, 198 read with Schedule V and other applicable provisions of the Companies Act, 2013, and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, if applicable.

The proposed remuneration is within the limits prescribed under Schedule V to the Companies Act, 2013. Accordingly, approval of the shareholders is sought by way of a Special Resolution for the increase in the remuneration payable to Mr. Manishbhai Natvarbhai Brahmbhatt (DIN: 05154924).

Mr. Manishbhai Natvarbhai Brahmbhatt (DIN: 05154924) is a Promoter, Managing Director and Chairman of our Company. He has completed his Diploma in Mechanical Engineering from Bhailalbhai & Bhikhabhai Polytechnic in the year 1996. He has been associated with our Company since incorporation. Prior to the incorporation of our Company, he had nearly twenty-eight years of experience in the area of business in which our Company operates. He oversees Marketing, operations and sourcing of materials of our Company.

Mr. Manishbhai Natvarbhai Brahmbhatt (DIN: 05154924) is concerned or interested in the resolution to the extent of his remuneration.

Except Mr. Manishbhai Natvarbhai Brahmbhatt (DIN: 05154924), Mrs. Jagrutiben Manishbhai Brahmbhatt (DIN: 05154890), and Mr. Premkumar Brahmbhatt, none of the other Directors, KMP or their Relatives are considered to be interested or concerned in the said resolution.

Accordingly, your Directors recommend the Special Resolution mentioned in **Item no. 6** for approval of the shareholders.

#### **ITEM NO. 7:**

The Board of Directors, on the recommendation of the Nomination and Remuneration Committee, after taking into consideration the skills, rich experience, knowledge, contribution and continued valuable guidance provided by him, has approved increase in the remuneration payable to Mr. Ketan Suryakantbhai Thakkar (DIN: 05154897), Executive Director of the Company, subject to the approval of the members at the ensuing Annual General Meeting.

Mr. Ketan Suryakantbhai Thakkar (DIN: 05154897) was appointed as Director of the Company since the Incorporation. In view of the increased responsibilities, commendable performance, and in line with the industry benchmarks, it is proposed to increase the remuneration payable to him with effect from 01/10/2025, for the remaining period of his tenure, as detailed below:

#### **Revised Remuneration Structure:**

- **Basic Salary:** up to Rs. 90,000/- (Rupees Ninety Thousand only) per month.
- **Perquisites and Allowances:** Such as HRA, medical reimbursement, travel allowance, etc., as per the rules of the Company subject to an overall ceiling amount.
- **Commission/Performance Linked Incentives:** As may be decided by the Board of Directors/Nomination and Remuneration Committee based on performance evaluation.
- **Other Benefits:** Contribution to Provident Fund, Gratuity, Leave Encashment and other retirement benefits as per rules of the Company.

The total remuneration (including all perquisites and benefits) shall be in accordance with the provisions of Section 197, 198 read with Schedule V and other applicable provisions of the Companies Act, 2013, and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, if applicable.

The proposed remuneration is within the limits prescribed under Schedule V to the Companies Act, 2013. Accordingly, approval of the shareholders is sought by way of a Special Resolution for the increase in remuneration payable to Mr. Ketan Suryakantbhai Thakkar (DIN: 05154897).

Mr. Ketan Suryakantbhai Thakkar (DIN: 05154897) is Executive Director and Promoter of the Company. He has completed Diploma in Mechanical Engineering from the Board of Technical Examination, Department of Technical Education, Government of Karnataka in the year 2000. He has been associated with our Company since incorporation. He had nearly twenty-four years of rich experience in the area of business in which our Company operates. He oversees financial and administrative affairs of our Company.

Mr. Ketan Suryakantbhai Thakkar (DIN: 05154897) is concerned or interested in the resolution to the extent of his remuneration.

Except Mr. Ketan Suryakantbhai Thakkar (DIN: 05154897) and Mrs. Bhavika Thakkar, Chief Financial Officer and Promoter of the Company, none of the other Directors, KMP or their Relatives are considered to be interested or concerned in the said resolution.

Accordingly, your Directors recommend the Special Resolution mentioned in **Item no. 7** for approval of the shareholders.

#### **ITEM NO. 8:**

The Board of Directors, on the recommendation of the Nomination and Remuneration Committee, after taking into consideration the skills, rich experience, knowledge, contribution and continued valuable guidance provided by him, has approved increase in the remuneration payable to Mr. Kamleshkumar Hasmukhbhai Patel (DIN: 07684901), Executive Director of the Company, subject to the approval of the members at the ensuing Annual General Meeting.

Mr. Kamleshkumar Hasmukhbhai Patel (DIN: 07684901) was appointed as Director of the Company on 20/12/2016. In view of the increased responsibilities, commendable performance, and in line with the industry benchmarks, it is proposed to increase the remuneration payable to him with effect from 01/10/2025, for the remaining period of his tenure, as detailed below:

#### **Revised Remuneration Structure:**

- **Basic Salary:** up to Rs. 90,000/- (Rupees Ninety Thousand only) per month.
- **Perquisites and Allowances:** Such as HRA, medical reimbursement, travel allowance, etc., as per the rules of the Company subject to an overall ceiling amount.
- **Commission/Performance Linked Incentives:** As may be decided by the Board of Directors/Nomination and Remuneration Committee based on performance evaluation.
- **Other Benefits:** Contribution to Provident Fund, Gratuity, Leave Encashment and other retirement benefits as per rules of the Company.

The total remuneration (including all perquisites and benefits) shall be in accordance with the provisions of Section 197, 198 read with Schedule V and other applicable provisions of the Companies Act, 2013, and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, if applicable.



The proposed remuneration is within the limits prescribed under Schedule V to the Companies Act, 2013. Accordingly, approval of the shareholders is sought by way of a Special Resolution for the increase in remuneration payable to Mr. Kamleshkumar Hasmukhbhai Patel (DIN: 07684901).

Mr. Kamleshkumar Hasmukhbhai Patel (DIN: 07684901) is Executive Director and Promoter of the Company. He has completed higher secondary Education from Gujarat Secondary Education Board, Gandhinagar. Further, he has completed his Diploma in Mechanical Engineering from Board of Technical Examination, Department of Technical Education, Government of Karnataka in the year 1998. He has been associated with our Company since 2016 and has an experience of over fifteen years in the area of business in which our Company operates. He oversees Production and customer relations of our Company.

Mr. Kamleshkumar Hasmukhbhai Patel (DIN: 07684901) is concerned or interested in the resolution to the extent of his remuneration.

Except Mr. Kamleshkumar Hasmukhbhai Patel (DIN: 07684901) and Mrs. Viralben k Thakkar, relative of the Director, none of the other Directors, KMP or their Relatives are considered to be interested or concerned in the said resolution.

Accordingly, your Directors recommend the Special Resolution mentioned in **Item no. 8** for approval of the shareholders.

### **ANNEXURE TO THE NOTICE:**

#### **DETAILS OF DIRECTORS SEEKING APPOINTMENT / RE-APPOINTMENT AT THE FORTHCOMING ANNUAL GENERAL MEETING PURSUANT TO REGULATION 36(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARD – 2 ON “GENERAL MEETING”:**

Name of the Director	Mr. Ketan Suryakantbhai Thakkar (DIN: 05154897)	Mrs. Dhvani Jaspalsinh Solanki (DIN: 10299290)	Ms. Krishna Hareeshbhai Bhatt (DIN: 11203423)
Designation/Category	Executive Director and Promoter	Additional Independent Director	Additional Independent Director
Date of Birth	12/05/1978	18/03/1982	21/02/1994
Age	47 Years	43 Years	31 Years
Nationality	Indian	Indian	Indian
Qualification	Diploma in Mechanical Engineering	Company Secretary and Bachelor of Computer Application	Company Secretary
Date of first appointment on the Board of the Company	10/01/2012	01/07/2025	26/07/2025
No. of Board Meetings attended during the year 2024-25	8 (Eight)	N.A.	N.A.
Expertise in specific functional area	Financial and Administrative area	Secretarial, Drafting and Corporate Governance	Secretarial, Drafting and Corporate Governance
Brief Profile	Mr. Ketan Thakkar aged about 47 years, He has completed Diploma in Mechanical Engineering	Mrs. Dhvani Jaspalsinh Solanki is an experienced professional with over 12 years of	Ms. Krishna Hareeshbhai Bhatt is a qualified Company Secretary with over 5 years of

	from the Board of Technical Examination, Department of Technical Education, Government of Karnataka in the year 2000. He has been associated with our Company since incorporation. He had nearly 24 years of rich experience in the area of business in which our Company operates. He oversees financial and administrative affairs of our Company.	expertise in the field of corporate secretarial functions.  She has extensive experience in handling all matters related to the Registrar of Companies and compliance under the Companies Act, SEBI (LODR) Regulations, and Various other secretarial and legal compliances.	experience in the field of Corporate Law, Secretarial Compliance and Governance.  She has worked with reputed corporate entities, advising on matters related to the Companies Act, SEBI regulations, listing compliances, and other allied corporate legal affairs. Her in-depth understanding of regulatory frameworks and corporate governance practices is expected to add significant value to the Board and the Company.
Terms and conditions of appointment or re-appointment	As per the resolution at Item No. 2 of the notice convening this meeting, Mr. Ketan Thakkar is liable to retire by rotation at the meeting and eligible for re-appointment.	She will not be liable to retire by rotation.	She will not be liable to retire by rotation.
Remuneration last drawn	Rs. 21,000/- per month	Nil	Nil
Shareholding in the Company	21.40%	Nil	Nil
Directorship in the other Companies (Other than Boss Packaging Solutions Limited)	Nil	Three. 1. Rachana Infrastructure Limited – Independent Director 2. Ishita Drugs and Industries Limited – Independent Director 3. Purohit Construction Limited – Additional Independent Director	Nil
Membership/Chairmanship in Committees (Other than Boss Packaging Solutions Limited)	Nil	1. Rachana Infrastructure Limited: Chairman of Audit Committee and Member of Nomination and Remuneration Committee,	Nil

		Stakeholders' Relationship Committee and Corporate Social Responsibility Committee 2. Ishita Drugs and Industries Limited: Member of Audit Committee, Nomination and Remuneration Committee and Stakeholders' Relationship Committee 3. Purohit Construction Limited: Member of Audit Committee, Nomination and Remuneration Committee and Stakeholders' Relationship Committee	
Listed entities from which the person has resigned in the past three years	Nil	One	Nil
Relationship with other Directors, Manager and KMP	He is husband of Mrs. Bhavikaben Thakkar, Promoter and Chief Financial Officer of the Company.	Mrs. Dhvani Jaspalsinh Solanki is not related to any of the Directors or Key Managerial Personnel or Promoters and Promoter group of the Company.	Ms. Krishna Hareeshbhai Bhatt is not related to any of the Directors or Key Managerial Personnel or Promoters and Promoter group of the Company.
Skills and capabilities required for the role and the manner in which the proposed person meets such requirements. (In case of independent directors)	N.A.	As given in Brief Profile of this Annexure.	As given in Brief Profile of this Annexure.

By Order of the Board of Directors  
**Boss Packaging Solutions Limited**

Place: Ahmedabad  
Date: 11/08/2025

**Sweta Prajapati**  
Company Secretary & Compliance Officer  
ACS No.: 66245