

Ref No: SEC/NSE/BSE/2019-20
August 2, 2019

**The Manager, Capital Market (Listing)
National Stock Exchange of India Ltd.**
Exchange Plaza, 5th Floor,
Plot No : C/1, G Block,
Bandra Kurla Complex,
Bandra (E), Mumbai-400 051

**The Corporate Relationship Dept.
BSE Limited**
1st Floor, New Trading Ring,
Rotunda Building, P.J. Towers,
Dalal Street, Mumbai-400 001

Stock Code: Equity – SPTL

Stock Code: Equity 540653

SUB: Notice of 4th Annual General Meeting of the Members of the Company

Dear Sir/Madam,

The Notice convening the 4th Annual General Meeting of the members of the Company scheduled to be held on Friday, the 30th August, 2019 at 10.30 a.m. at the Registered Office of the Company situated at In the premises of Sintex-BAPL Ltd., Near Seven Garnala, Kalol (N.G.) – 382 721, containing the businesses to be transacted thereat, is attached herewith.

As per Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and amendments thereto and Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, the Company is providing to its Members the facility to cast their vote by electronic means on all resolutions set forth in the Notice. The Instructions for e-voting are mentioned in the said Notice.

Kindly take the same on record.

Thanking you.

Yours faithfully,

For SINTEX PLASTICS TECHNOLOGY LIMITED


Manan Bhavsar
Company Secretary



Encl : As above

SINTEX PLASTICS TECHNOLOGY LIMITED

(Formerly known as Neev Educare Limited)

Regd. Office: In the premises of Sintex-BAPL Ltd., Near Seven Garnala, Kalol (N.G.) - 382721

Phone : +91-2764-253500 E-mail : info@sintex-plastics.com

CIN: U74120GJ2015PLC084071

www.sintex-plastics.com



SINTEX PLASTICS TECHNOLOGY LIMITED

CIN: L74120GJ2015PLC084071

Registered Office: In the premises of Sintex-BAPL Ltd., Near Seven Garnala, Kalol (N.G.) – 382 721.

Phone No.: +91 2764 253500,

E-mail: share@sintex-plastics.com, Web site: www.sintexplastics.com

Notice

NOTICE IS HEREBY GIVEN THAT THE 4TH ANNUAL GENERAL MEETING (AGM) OF THE MEMBERS OF SINTEX PLASTICS TECHNOLOGY LIMITED WILL BE HELD AS SCHEDULED BELOW:

DATE : 30th August, 2019
DAY : Friday
TIME : 10.30 a.m.
PLACE : In the premises of Sintex-BAPL Ltd., Near Seven Garnala, Kalol (N.G.) – 382 721.

to transact the following Businesses:-

ORDINARY BUSINESS:

- (1) To receive, consider and adopt;
 - (a) the audited financial statements of the Company for the financial year ended March 31, 2019 and the Reports of the Board of Directors and the Auditors of the Company thereon.
 - (b) the audited consolidated financial statements of the Company for the financial year ended March 31, 2019 and Report of the Auditors of the Company thereon.
- (2) To appoint a Director in place of Mr. Amit D. Patel, (DIN : 00171035), liable to retire by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.
- (3) To appoint Statutory Auditors of the Company and fix their remuneration and to pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to provisions of Section 139,142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory re-enactment(s) or modification(s) thereof for the time being in force), M/s. Chanda Ram & Associates, Chartered Accountants, Ahmedabad (FRN:150519W/M. No. 188368), be and are hereby appointed as the Statutory Auditors of the Company to fill the casual vacancy caused due to resignation of M/s. B S R & Associates LLP, Chartered Accountants, Ahmedabad (FRN: 116231W/W-100024) to hold the office for a term of 5(five) consecutive years from the conclusion of this Annual General Meeting till the conclusion of the Ninth Annual General Meeting of the Company to be held in the calendar year 2024, at an annual remuneration/ fees of Rs. 10,00,000/- (Rupees Ten Lakh Only) plus outlays and taxes as applicable from time to time ,for the purpose of audit of the Company's accounts, with the power to the Board/Audit Committee to alter and vary the terms and conditions of appointment,revision including upward revision in the remuneration during the tenure of appointment, in such manner and to such extent as may be mutually agreed with the Statutory Auditors."

SPECIAL BUSINESS:

- (4) Appointment of Mr. Amal D. Dhru (DIN:00165145) as an Independent Director of the Company

To consider and if thought fit, to give your assent / dissent to the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to provisions of Section 149 and 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013("the act") read with the Companies (Appointment and Qualifications of Directors)Rules,2014 and the applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations,2015 (including any statutory re-enactment(s) or modification(s) thereof for the time being in force) and subject to Memorandum and Articles of Association of the Company, Mr. Amal D. Dhru (DIN:00165145),who was appointed as an Additional Independent Director w.e.f. 29th March,2019 and who qualifies for being appointed as an independent Director and in respect of whom, the Company has received a notice in writing under Section 160 of the act from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation and to hold the office till the conclusion of 8th Annual General Meeting of the Company to be held in the Calendar Year 2023.

RESOLVED FURTHER THAT the Board of the Directors of the Company be and is hereby authorised to do all acts, deeds and things as necessary, proper and expedient to give effect to this Resolution."

(5) Appointment of Mr. Dinesh Khara (DIN:08384217) as an Independent Director of the Company

To consider and if thought fit, to give your assent / dissent to the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to provisions of Section 149 and 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013("the act") read with the Companies (Appointment and Qualifications of Directors)Rules,2014 and the applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations,2015 (including any statutory re-enactment(s) or modification(s) thereof for the time being in force) and subject to Memorandum and Articles of Association of the Company, Mr. Dinesh Khara (DIN:08384217),who was appointed as an Additional Independent Director w.e.f. 29th March,2019 and who qualifies for being appointed as an independent Director and in respect of whom, the Company has received a notice in writing under Section 160 of the act from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation and to hold the office till the conclusion of 8th Annual General Meeting of the Company to be held in the Calendar Year 2023.

RESOLVED FURTHER THAT the Board of the Directors of the Company be and is hereby authorised to do all acts, deeds and things as necessary, proper and expedient to give effect to this Resolution."

(6) Continuation of directorship of Mr. Pravin K. Laheri (DIN:00499080), Non-Executive Independent Director who is attaining the age of 75 years

To consider and if thought fit, to give your assent / dissent to the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations,2015,as amended and other applicable provisions, if any, of the Companies Act,2013 and rules made thereunder and subject to such other approvals as may be necessary in this regard, the consent of members of the Company be and is hereby accorded to continue the directorship of Mr. Pravin K. Laheri (DIN:00499080),as the Non-Executive Independent Director of the Company, who is attaining the age of 75 years, till the expiry of his current term of appointment i.e. upto the conclusion of the 5th Annual General Meeting of the Company to be held in the Calendar Year 2020.

RESOLVED FURTHER THAT the Board of the Directors of the Company be and is hereby authorised to do all acts, deeds and things as necessary, proper and expedient to give effect to this Resolution."

(7) To approve divestment of interest/stake in Sintex NP SAS, a Step Down Wholly Owned Material Subsidiary of the Company, by the Company and Sintex-BAPL Limited, the Wholly Owned Material subsidiary of the Company:

To consider and if thought fit, to give your assent / dissent to the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to provisions of Regulation 24 and other applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015("LODR Regulations") and other applicable SEBI regulations and applicable provisions of the Companies Act, 2013 read with the Rules made thereunder, (including any statutory modification(s) or re-enactment thereof, for the time being in force) and other applicable notifications, clarifications, circulars, rules and regulations issued by the Government of India, the Reserve Bank of India or other governmental or statutory authorities and subject to such other requisite approvals, consents, permissions and sanctions as may be required and the Memorandum and Articles of Association of the Company, the consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company and the Board of Sintex-BAPL Limited, the Wholly Owned Material Subsidiary of the Company (hereinafter referred to as the "Board", which term shall include any committee of directors constituted by the Board thereof) to divest by way of sale, transfer or otherwise dispose of, either in whole or part by the Company and/or Sintex-BAPL Limited, of their interests/stake in Sintex NP SAS, a Step Down Wholly Owned Material Subsidiary of the Company, to any prospective buyer/third party on mutually agreeable terms and conditions, including the consideration, as may be agreed by the Board with prospective buyer/third party, in their absolute discretion, which post such divestment may result in the Company ceasing to exercise its indirect sole control over Sintex NP SAS.

RESOLVED FURTHER THAT the Board be and is hereby authorised to finalize,settle and execute the required transactional documents including but not limited to Agreement(s) for sale, lease, license, transfer,indemnities,guarantees,declarations,undertaking,forms,letters and such other documents with such modification(s) as may be required form time to time and to do and perform all such acts, deeds, matters and things, as may be required or deemed necessary and in the best interest of the Company to give effect to the resolution for completion of the transaction , without being required to seek any further consent or approval of the shareholders of the Company and to delegate all or any of the powers or authorities herein conferred or to engage any advisor, consultant, agent or intermediary, as may be deemed necessary."

Registered Office:

In the premises of Sintex-BAPL Ltd.,
Near Seven Garnala, Kalol (N.G.) – 382 721

Date : 19th July, 2019
Place: Ahmedabad

By Order of the Board of Directors

Amit D. Patel
Chairman and Managing Director
(DIN:00171035)

Notes :

- a) A MEMBER entitled to attend and vote at the Annual General Meeting (the "Meeting") is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the Company. The instrument appointing the proxy should, however, be deposited at the registered office of the Company not less than forty-eight hours before the commencement of the Meeting.

A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent 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 a proxy for any other person or shareholder. The holder of proxy shall prove his identity at the time of attending the Meeting.

A Corporate Member intending to send its authorised representatives to attend the Meeting in terms of Section 113 of the Act is requested to send to the company a certified copy of the Board Resolution authorizing such representative to attend and vote on their behalf at the Meeting.

- b) The relative Explanatory Statement, pursuant to Section 102 of the Companies Act, 2013, in respect of special business under item No. 3 to 7 are annexed hereto.
- c) The Register of Members and Share Transfer Books will remain closed from 20.08.2019 to 30.08.2019 (both days inclusive).
- d) All documents referred to in the notice and the explanatory statement requiring the approval of the Members at the Meeting and other statutory registers shall be available for inspection by the Members and such documents shall be so made available for inspection in physical or in electronic form at the registered office of the Company on all working days during normal business hours up to the date of the Meeting. The aforesaid documents will be also available for inspection by Members at the Meeting.
- e) Members holding shares in physical form are requested to promptly notify in writing any changes in their address/bank account details to Company's Registrar & Share Transfer Agent, Link Intime India Pvt. Ltd., 506-508, Amarnath Business Centre-1 (ABC-1), Besides Gala Business Centre, Near XT Xavier's College Corner, Off C G Road, Ellisebridge, Ahmedabad 380006. Members holding shares in electronic form are requested to notify the changes in the above particulars, if any, directly to their Depository Participants (DP).
- f) As per SEBI amendment regulations dated 8th June, 2018, securities of listed companies can be transferred only in dematerialised form w.e.f. 1st April, 2019. In view of the above and to avail various benefits of dematerialisation, Members are advised to dematerialise shares held by them in physical form.
- g) Copies of the Annual Report 2018-19 are being sent through electronic mode to such Members, whose email addresses are registered with the Company / Depository Participant(s) for communication purposes. For Members, whose email addresses are not available with the Company, physical copies of the Annual Report 2018-19 are being sent pursuant to provisions of the Companies Act, 2013. Members are requested to support Green initiative by registering/updating their e-mail addresses with the Depository participant(s) (in case of shares in dematerialized form) or with Link Intime India Pvt. Ltd. (in case of shares held in physical form).
- h) A Route map showing directions to reach the venue of the 4rd Annual General Meeting is given at the end of this Notice as per the requirement of Secretarial Standard-2 on "General Meeting"
- i) Voting through Electronic means:
- Pursuant to the provisions of Section 108 and other applicable provisions, if any, of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and sub clause (1) & (2) of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide to its Members facility to exercise their right to vote on resolutions proposed to be passed in the Annual General Meeting by electronic means. The Members may cast their votes using an electronic voting system through remote e-voting services provided by Central Depository Services (India) Limited (CDSL) from a place other than the venue of the Meeting.
 - The Members, who have cast their vote by remote e-voting may also attend the Meeting but shall not be entitled to cast their vote again.
 - The Company has engaged the services of CDSL as the Agency to provide remote e-voting facility.
 - The Board of Directors of the Company has appointed M/s. Chirag Shah & Associates., Company Secretaries, (Membership No. FCS:5545, CP No.:3498) (Address:808, Shiromani Complex, S M Road, Ambawadi, Ahmedabad-380006) as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
 - The Members whose names appear in the Register of Members / List of Beneficial Owners as on 23.08.2019 (cut – off date), are entitled to vote on the resolutions set forth in this Notice.

PROCEDURE FOR E-VOTING:

The instructions for Members voting electronically are as under:

- (i) The voting period begins on 27.08.2019 (10:00 a.m.) and will end on 29.08.2019 (5:00 p.m.). During this period, Members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. 23.08.2019 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. A person who is not a member as on cut-off date should treat this Notice

for information purpose only.

- (ii) The shareholders should log on to the e-voting website www.evotingindia.com.
- (iii) Click on Shareholders.
- (iv) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) 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 password is to be used.
- (vii) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and 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) Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number which is printed on Attendance Slip indicated in the PAN field
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).

- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) Members holding shares in physical form will then directly reach the Company 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.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (xii) 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.
- (xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xiv) 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.
- (xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xvii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) Shareholders can also use Mobile app - "m - Voting" for e voting. Shareholders may log in to m - Voting using their e voting credentials to vote for the company resolution(s).

(xix) Note for Non – Individual Shareholders and Custodians

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details, user would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

(xx) 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.

General Instructions:

- i. The voting rights of Members shall be in proportion to the shares held by them in the paid up equity share capital of the Company as on 23.08.2019.
- ii. Members can opt for only one mode of voting, i.e., either by remote e-voting or physical poll. In case Members cast their votes through both the modes, voting done by remote e-voting shall prevail and votes cast through physical poll will be treated as invalid.
- iii. Members who do not have access to remote e-voting facility have been additionally provided the facility of voting through Ballot paper at the Meeting and Members attending the Meeting who have not already cast their vote by remote e-voting shall be able to exercise their right at the Meeting.
- iv. The Scrutinizer shall immediately after the conclusion of voting at the Meeting, first count the votes cast at the Meeting, thereafter unblock the votes cast through remote e-voting and make not later than 48 hours of conclusion of the Meeting, a consolidated Scrutinizer's Report of the total votes cast in favour or against if any, to the Chairman or a person authorized by him in writing, who shall countersign the same.
- v. The result of the voting on the Resolutions at the Meeting will be announced by the Chairman or any other person authorized by him forthwith on receipt of the Scrutinizer's Report. In case of queries/grievances connected with e-voting, Members/Beneficial owners may contact CDSL at e-mail -helpdesk.evoting@cdslindia.com.

The results declared will also be placed on the Company's website and communicated to the Stock Exchanges.

ANNEXURE TO THE NOTICE

Explanatory Statement pursuant to Section 102(2) of the Companies Act, 2013 ('the Act').

Item No. 3

In Accordance with the provisions of the Companies Act, 2013 ("The Act"), M/s. B S R & Associates LLP, Chartered Accountants, Ahmedabad (FRN: 116231W/W-100024) were appointed as the Statutory Auditors of the Company at the 3rd AGM of the Company held on 17th September, 2018 to hold the office till the conclusion of 8th AGM of the Company. M/s. B S R & Associates LLP, Chartered Accountants, Ahmedabad (FRN: 116231W/W-100024) had tendered resignation as the Statutory Auditors of the Company vide letter dated 18th July, 2019. Based on the recommendations of the Audit Committee for appointment, remuneration and terms of appointment of the Statutory Auditors of the Company, the Board at its meeting held on 19th July, 2019 appointed M/s. Chanda Ram & Associates, Chartered Accountants, Ahmedabad (FRN: 150519W/M. No. 188368) as Statutory Auditors of the Company to fill the casual vacancy in the office of an auditor.

M/s. Chanda Ram & Associates, Chartered Accountants, Ahmedabad have provided their consent and confirmed that their appointment, if made, would be within the limits specified under Section 141(3)(g) of the Act and it is not disqualified to be appointed as statutory auditor in terms of the provisions of Section 139(1) and 141(3) of the Act read with the Companies (Audit and Auditors) Rules, 2014, as amended from time to time.

M/s. Chanda Ram & Associates, Chartered Accountants, Ahmedabad is established by Shri Chanda Ram Patel and is registered with the Institute of Chartered Accountants of India vide Firm Registration No. 150519W. The firm has experience of statutory audit, tax audit and internal audit assignments of various entities. The firm has experience in the Ind AS requirements and implementation. The firm holds Peer Review Certificate issued by the Peer Review Board of the Institute of Chartered Accountants of India.

The terms of appointment include quarterly audit of standalone and consolidated financial results and annual audit of standalone and consolidated financial statements in accordance with the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time along with the issuance of certificates in accordance with requirements of the Act, SEBI and RBI.

M/s. Chanda Ram & Associates, Chartered Accountants, Ahmedabad will be paid an annual remuneration / fees of Rs. 10,00,000/- (Rupees Ten Lakh Only) plus outlays and taxes as applicable from time to time, for the purpose of audit of the Company's accounts. The power may be granted to the Board/Audit Committee to alter and vary the terms and conditions of appointment, revision including upward revision of the remuneration during the tenure of appointment, in such manner and to such extent as may be mutually agreed with the Statutory Auditors. The remuneration paid to the Statutory Auditors will be disclosed in the Corporate Governance Report as well as the Annual Financial Statements of the Company on an annual basis.

There is no upward revision in the fees proposed to be paid to the proposed Auditors as compared to the fees paid to the outgoing Auditors.

None of the Directors or Key Managerial Personnel of the Company and any relatives of such director or Key Managerial Personnel are, in any way, concerned or interested, in this resolution, financially or otherwise except to the extent of Equity Shares held by them in the Company.

The Board recommends the passing of the Resolution(s) as set out under Item No.3 of the Notice for approval of the Members as ordinary resolution(s).

Item No. 4

Based on the recommendations of Nomination and Remuneration committee, the Board of Directors of the Company appointed Mr. Amal D. Dhru as an Additional Independent Director of the Company by passing resolution by circulation on 29th March, 2019. His appointment is proposed to be regularized at the ensuing Annual General Meeting of the Company to hold the office till the conclusion of 8th Annual General Meeting of the Company to be held in the calendar year 2023. He is not liable to retire by rotation from his office as a Director. He is a Chairman of Audit Committee and member of Nomination and Remuneration Committee of the Board of the Company.

Mr. Amal D. Dhru is a fellow member of Institute of Chartered Accountants of India (ICAI) and completed his PGDM from IIM Ahmedabad (IIMA). He is also an Insolvency Professional registered with Insolvency and Bankruptcy Board of India. He has vast experience in the areas of financial management, accounts, tax planning, commercial investigations, business planning, cost and pricing management, financial restructuring and management consultancy.

In the opinion of the Board, Mr. Amal D. Dhru fulfills the conditions specified under Section 149(6) read with schedule IV of the Companies

Act and rules framed thereunder and Regulation 16(1)(b) of the SEBI(LODR) Regulations, 2015 for his appointment as an Independent director and is also independent of the management. He is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013 and has given his consent to act as a Director of the Company. The Company has received notice in writing from a member under Section 160 of the Companies Act, 2013 proposing the candidature of Mr. Amal D. Dhru for the office of Independent Director of the Company.

The Board considers that his association would be of immense benefit to the Company and it is desirable to avail services of Mr. Amal D. Dhru as an independent Director of the Company.

None of the Directors or Key Managerial Personnel of the Company and any relatives of such director or Key Managerial Personnel except Mr. Amal D. Dhru are, in any way, concerned or interested, in this resolution, financially or otherwise except to the extent of Equity Shares held by them in the Company.

Disclosure under regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and details as required under ICSI Secretarial Standard SS-2 are set out in the annexure to the Explanatory Statement.

This statement may also be regarded as an appropriate disclosure under the Listing Regulations.

The Board recommends the passing of the Resolution(s) as set out under Item No.4 of the Notice for approval of the Members as ordinary resolution(s).

Item No. 5

Based on the recommendations of Nomination and Remuneration committee, the Board of Directors of the Company appointed Mr. Dinesh Khera as an Additional Independent Director of the Company by passing resolution by circulation on 29th March, 2019. His appointment is proposed to be regularized at the ensuing Annual General Meeting of the Company to hold the office till the conclusion of 8th Annual General Meeting of the Company to be held in the calendar year 2023. He is not liable to retire by rotation from his office as a Director. He is a Chairman of Nomination and Remuneration Committee and Stakeholders Relationship Committee and also member of Audit Committee of the Board of the Company.

Mr. Dinesh Khera is a B.Sc. in Mechanical engineering from Delhi College of Engineering. He has rich experience of more than 30 years across multiple functions in large and small scale companies. He performed leadership roles in business development, sales and marketing, product development and General Management. He is expert in strategic and operational planning of the organization.

In the opinion of the Board, Mr. Dinesh Khera fulfills the conditions specified under Section 149(6) read with schedule IV of the Companies Act and rules framed thereunder and Regulation 16(1)(b) of the SEBI(LODR) Regulations, 2015 for his appointment as an Independent director and is also independent of the management. He is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013 and has given his consent to act as a Director of the Company. The Company has received notice in writing from a member under Section 160 of the Companies Act, 2013 proposing the candidature of Mr. Dinesh Khera for the office of Independent Director of the Company.

The Board considers that his association would be of immense benefit to the Company and it is desirable to avail services of Mr. Dinesh Khera as an independent Director of the Company.

None of the Directors or Key Managerial Personnel of the Company and any relatives of such director or Key Managerial Personnel except Mr. Dinesh Khera are, in any way, concerned or interested, in this resolution, financially or otherwise except to the extent of Equity Shares held by them in the Company.

Disclosure under regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and details as required under ICSI Secretarial Standard SS-2 are set out in the annexure to the Explanatory Statement.

This statement may also be regarded as an appropriate disclosure under the Listing Regulations.

The Board recommends the passing of the Resolution(s) as set out under Item No.5 of the Notice for approval of the Members as ordinary resolution(s).

Item No. 6

As per Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), with effect from April 1, 2019, no listed company shall appoint or continue the directorship of a Non-Executive Director who has attained the age of 75 (Seventy Five) years, unless a Special Resolution is passed to that effect and justification thereof is indicated in the explanatory statement annexed to the Notice for such appointment.

The Members of the Company, at their 2nd Annual General Meeting held on 14th September, 2017, had granted approval for appointment of Mr. Pravin Kanubhai Laheri (DIN: 00499080) as Non-Executive, Independent Director of the Company for a term of 3 (three) years, upto the conclusion of the 5th Annual General meeting of the Company in the calendar year 2020, not liable to retire by rotation. He is about to attain the age of 75 years on 28th March, 2020 which is falling during currency of his tenure. Accordingly, the continuation as Non-Executive Independent Director shall require approval of the Members by way of passing Special Resolution.

A brief justification for his continuation as Non-Executive Independent Directors on the Board of the Company is as under:

Mr. Pravin K. Laheri is retired IAS. He has rich experience in various fields like Corporate, labour & Industrial Laws and having an experience of more than 45 years in handling various positions mainly in public sector undertakings. He has been effectively performing his duties and providing his valuable guidance as a director of the Company. Keeping in view the experience and contribution made by him, the Board is of the opinion that he is a valuable asset to the Company which adds value and also enrich point of view during Board discussions and decision making. He is also a person of integrity who possesses required expertise and his association as Non-Executive Independent Director will be beneficial to the Company. In order to retain his services as a director of the Company, the Board of the Company decided to seek shareholders' approval by way of special resolution for continuation of directorship of Mr. Pravin K. Laheri till the expiry of his current term of appointment i.e. upto the conclusion of the 5th Annual General Meeting of the Company to be held in the Calendar Year 2020.

None of the Directors or Key Managerial Personnel of the Company and any relatives of such director or Key Managerial Personnel except Mr. Pravin K. Laheri are in anyway concerned or interested in this resolution, financially or otherwise except to the extent of Equity Shares held by them in the Company.

The Board recommends passing of the resolution(s) as set out under Item No. 6 of the Notice for approval of the Members as special resolution(s).

Item No. 7

The Board of Directors of the Company, at its meeting held on 19th July, 2019, took on record the resolution passed by the Board of Directors of Sintex-BAPL Limited, the Wholly Owned Material subsidiary of the Company authorizing execution of necessary agreements/documents for divestment by way of sale, transfer or otherwise dispose of, either in whole or part of its interests/stake in its Wholly Owned Material Subsidiary i.e. Sintex NP SAS to any prospective buyer, for deleveraging its balance sheet and strengthening of their residual businesses.

Regulation 24(5) of SEBI (LODR) Regulations, 2015 provides that no company shall dispose of shares in its material subsidiary which would reduce its shareholding (either on its own or together with other subsidiaries) to less than fifty percent or cease the exercise of control over the subsidiary without passing a special resolution in its general meeting, except in cases where such divestment is made under a scheme of arrangement duly approved by a Court / Tribunal or under a resolution plan duly approved under section 31 of the Insolvency Code.

The Board of the Company considered and approved the said business of divestment of interest/stake in Sintex NP SAS in its meeting held on 19th July, 2019 subject to approval of the members of the Company. The Audit Committee of the Board of Directors of the Company at its meeting held on 19th July, 2019 recommended the said divestment along with its valuation to the Board of Directors of the Company. This will enhance the shareholders' value in long term and also help to generate necessary cash flows to deliver the business, reduce debt burden, focus its synergies on existing core businesses and embark on the significant growth opportunities.

Since, the aforesaid authorization involves divestment of Sintex NP SAS, a Step Down Wholly Owned Material Subsidiary of the Company, which post such divestment may result in the Company ceasing to exercise its indirect sole control over Sintex NP SAS, consent of the members of the Company is therefore being sought, as an enabling authorisation.

None of the promoters, directors or key managerial personnel of the Company is holding shareholding interest in excess of 2% of the paid-up share capital of Sintex-BAPL Limited and Sintex NP SAS.

None of the directors or key managerial personnel of the Company, and any relatives of such director or key managerial personnel are in anyway concerned or interested in this resolution, financially or otherwise except to the extent of Equity Shares held by them in the Company.

The Board recommends passing of the resolution(s) as set out under Item No. 7 for approval of the Members as special resolution(s).

Registered Office:

In the premises of Sintex-BAPL Ltd.,
Near Seven Garnala, Kalol (N.G.) – 382 721

Date : 19th July, 2019

Place: Ahmedabad

By Order of the Board of Directors

Amit D. Patel

Chairman and Managing Director
(DIN:00171035)

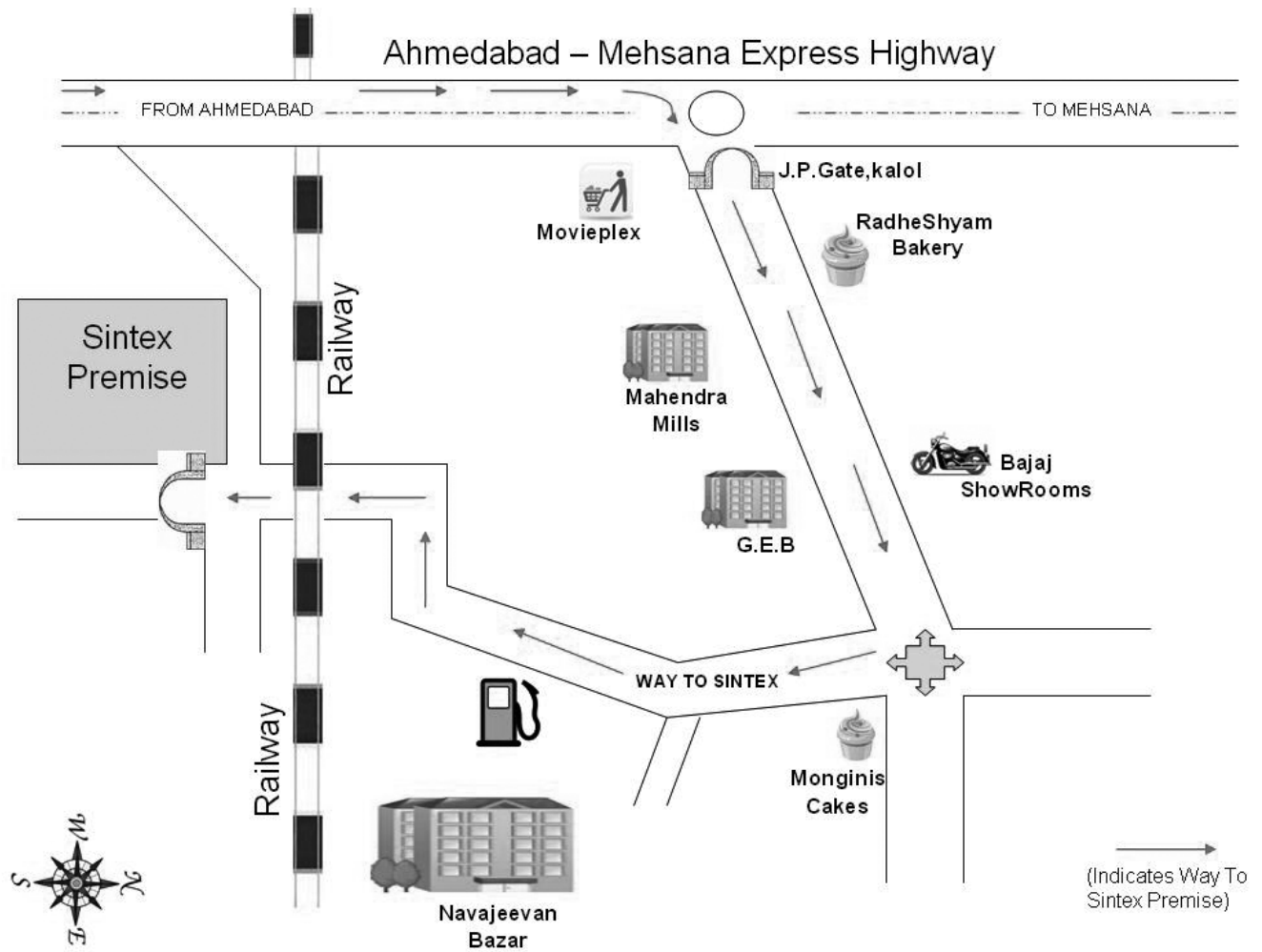
ANNEXURE TO THE NOTICE

Details of Directors seeking appointment/ reappointment at the ensuing Annual General Meeting (Pursuant to Regulation 36(3) of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 and Secretarial Standards-2 issued by the Institute of Company Secretaries of India)

Name of the Director	Mr. Amit D. Patel	Mr. Amal D. Dhru
Director Identification Number (DIN)	00171035	00165145
Date of Birth	29/01/1966	17/09/1951
Date of first Appointment on the Board	05/11/2015	29/03/2019
Expertise in specific functional Area and experience	Industrialist with rich business experience in general.	Having vast experience in the areas of financial management, accounts, tax planning, commercial investigations, business planning, cost and pricing management, financial restructuring and management consultancy.
Qualification	B. Com., MT (USA)	FCA, PGDM(IIMA)
Terms and conditions of appointment or re-appointment along with details of remuneration sought to be paid	As per the resolution at item no. 2 of the Notice convening this Meeting.	As per the resolution at item no. 4 of the Notice convening this Meeting read with explanatory statement thereto.
Remuneration last drawn (including sitting fees, if any)	Nil	N.A.
Directorship in other Companies as on 31/03/2019	- Sintex-BAPL Limited - Sintex Prefab and Infra Limited - Sintex Industries Limited - BVM Overseas Limited - Star Line Leasing Limited - Kolon Investment Private Limited - BAPL Rototech Private Limited	- Panchmahal Steel Limited - Sintex-BAPL Limited - K K Legal Services Private Limited - Escort Securities Limited - Comprehensive Financial Services Private Limited
Membership/Chairmanships of Committees of other Boards as on 31/03/2019	- Sintex-BAPL Limited - Audit Committee- Chairman - Corporate Social Responsibility (CSR) Committee - Chairman - Nomination and Remuneration Committee - Member - Sintex Prefab and Infra Limited - Audit Committee - Chairman - Corporate Social Responsibility (CSR) Committee - Chairman - Sintex Industries Limited - Audit Committee- Member - Stakeholders Relationship Committee- Member - Corporate Social Responsibility (CSR) Committee - Chairman - BVM Overseas Limited - Audit Committee – Member - Corporate Social Responsibility (CSR) Committee - Chairman	- Panchmahal Steel Limited - Audit Committee-Member - Nomination and Remuneration Committee-Member - Sintex-BAPL Limited - Audit Committee-Member - Nomination and Remuneration Committee-Member - Corporate Social Responsibility (CSR)-Member
No. of Shares Held in the Company as on 31/03/2019 (Face Value Re. 1/- per share)	3,98,425 Equity Shares	Nil
Relationship between Directors inter se and Key Managerial Personnel	Not related to any Director/Key Managerial Personnel of the Company	Not related to any Director/Key Managerial Personnel of the Company
Number of meetings of the Board attended during the Financial Year 2018-19	Refer to report on Corporate Governance	N.A.

Name of the Director	Mr. Dinesh Khara	Mr. Pravin K. Laheri
Director Identification Number (DIN)	08384217	00499080
Date of Birth	13/04/1961	28/03/1945
Date of first Appointment on the Board	29/03/2019	30/05/2017
Expertise in specific functional Area and experience	Having rich experience of more than 30 years across multiple functions in large and small scale companies. He performed leadership roles in business development, sales and marketing, product development and General Management. He is expert in strategic and operational planning of the organization.	Having Expertise in Corporate, Labour & Industrial Laws and having an experience of more than 45 years in handling various positions mainly in public sector undertakings / public sector
Qualification	B.Sc.(Mechanical Engineering)	Bachelor in Arts and Law, Masters in Science and Economics from University of Wales, ex -IAS
Terms and conditions of appointment or re-appointment along with details of remuneration sought to be paid	As per the resolution at item no. 5 of the Notice convening this Meeting read with explanatory statement thereto.	As per the resolution at item no. 6 of the Notice convening this Meeting read with explanatory statement thereto.
Remuneration last drawn (including sitting fees, if any)	N.A.	Refer to report on Corporate Governance
Directorship in other Companies as on 31/03/2019	1. Sintex-BAPL Limited	1. PI Industries Limited 2. Gujarat Pipavav Port Limited 3. DMCC Oil Terminals (Navlakhi) Limited 4. Sintex-BAPL Limited 5. Vision Aviation Private Limited 6. Amap Management Consultancy Private Limited 7. Ambuja Cement Foundation 8. Gulmohar Greens-Golf and Country Club Limited
Membership/Chairmanships of Committees of other Boards as on 31/03/2019	1. Sintex-BAPL Limited • Audit Committee-Member	1. Gujarat Pipavav Port Limited • Audit Committee – Chairman • Nomination and Remuneration Committee – Member • Corporate Social Responsibility (CSR) Committee - Member 2. PI Industries Limited • Stakeholders Relationship Committee : Chairman • Nomination and Remuneration Committee – Member • Corporate Social Responsibility (CSR) Committee - Member 3. Sintex-BAPL Limited • Nomination and Remuneration Committee – Chairman
No. of Shares Held in the Company as on 31/03/2019 (Face Value Re. 1/- per share)	Nil	500
Relationship between Directors inter se and Key Managerial Personnel	Not related to any Director/Key Managerial Personnel of the Company	Not related to any Director/Key Managerial Personnel of the Company
Number of meetings of the Board attended during the Financial Year 2018-19	N.A.	Refer to report on Corporate Governance

ROUTE MAP



**Sintex Plastics Technology Limited**

CIN:L74120GJ2015PLC084071

Registered Office: In the premises of Sintex – BAPL Ltd., Near Seven Garnala, Kalol (N.G.) 382721, Gujarat, India

Phone: +91-2764-253500, Email: share@sintex-plastics.com, Web: www.sintexplastics.com

ATTENDANCE SLIP

Name of the shareholders:		
Address:		
E-mail-Id:		
Folio No. / Client ID:		DP ID:

I hereby record my presence at the 4th Annual General Meeting of the Company held on Friday, August 30, 2019 at 10.30 am at Registered Office : In the premises of Sintex – BAPL Ltd., Near Seven Garnala, Kalol (N.G.) 382721, Gujarat, India

Signature of Shareholder / Proxy

PLEASE BRING THIS ATTENDANCE SLIP TO THE MEETING AND HAND OVER AT THE ENTRANCE DULY FILLED IN

**Sintex Plastics Technology Limited**

CIN:L74120GJ2015PLC084071

Registered Office: In the premises of Sintex – BAPL Ltd., Near Seven Garnala, Kalol (N.G.) 382721, Gujarat, India

Phone: +91-2764-253500, Email: share@sintex-plastics.com, Web: www.sintexplastics.com

**Form No. MGT – 11
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):		
Address:		
E-mail-Id:		
Folio No. / Client ID:		DP ID:

I/We, being the member (s) of Shares of the above named company, hereby appoint:

1. Name:..... Address:
E-mail Id: or failing him,
2. Name:..... Address:
E-mail Id: or failing him,
3. Name:..... Address:
E-mail Id:

as my /our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 4th Annual General Meeting of the Company, to be held on Friday, August 30, 2019 at 10.30 am at Registered Office : In the premises of Sintex – BAPL Ltd., Near Seven Garnala, Kalol (N.G.) 382721, Gujarat, India and at adjournment thereof in respect of such resolutions as are indicated below:



Resolution No.	Resolutions	For	Against
Ordinary Business			
1	To Consider and adopt the Audited financial statements, the Reports of the Board of Directors and the Auditors and the Audited Consolidated Financial Statements of the Company.		
2	Re-Appointment of Mr. Amit D. Patel, liable to retire by rotation and being eligible, offers himself for re-appointment.		
3	To appoint Statutory Auditors of the Company and to fix their remuneration		
Special Business			
4	Appointment of Mr. Amal D. Dhru as an Independent Director of the Company.		
5	Appointment of Mr. Dinesh Khera as an Independent Director of the Company.		
6	Continuance of directorship of Mr. Pravin K. Laheri, Non-Executive Independent Director who is attaining the age of 75 years		
7	To approve divestment of interest/stake in Sintex NP SAS, a Step Down Wholly Owned Material Subsidiary of the Company, by the Company and Sintex-BAPL Limited, the Wholly Owned Material subsidiary of the Company.		

Signed this day of 2019

Signature of shareholder:

Signature of Proxy holder(s): (1)(2)(3)

Affix
Revenue
Stamp
here

Notes:

1. This form of proxy in order to be effective should be duly filled in, stamped, signed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
2. A holder may vote either "For" or "Against" each resolution.
3. The proxy holder shall prove his identity at the time of attending the Meeting.