

NOTICE OF EXTRAORDINARY GENERAL MEETING

Notice is hereby given that the Extraordinary General Meeting of the members of Tijaria Polypipes Limited will be held on Monday, April 04, 2022 at 11:30 AM at the Registered Office of the Company at SP-1-2316, RIICO Industrial Area, Ramchandrapura, Sitapura Extn. Jaipur-302022 to transact the following business:

SPECIAL BUSINESS

1. To consider and if thought fit to pass, with or without modification(s), the following resolution as a **Special Resolution**:
 - A. Approval for payment of remuneration to Mr. Alok Jain Tijaria, Managing Director of the Company:

RESOLVED that in terms of provisions contained in Sections 196, 197, 198, Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") and the Rules framed there under, including any statutory modifications or re-enactment thereof, and the Articles of Association of the Company and pursuant to due recommendation of the Nomination & Remuneration Committee and the Board of Directors, consent of the members of the Company be and is hereby accorded for the payment of following remuneration to Mr. Alok Jain Tijaria, Managing Director of the Company with effect from May 01, 2022 to 30th April 2024.

S.No.	Particulars
1.	Basic / Consolidated Salary – 1,50,000/- per month.
2.	Reimbursement of medical expenses incurred in India or abroad including hospitalization, nursing home and surgical charges for himself and family subject to ceiling of one month salary in a year.
3.	Reimbursements of actual travelling expenses for proceeding on leave with family to anywhere in India or abroad as per rules of the Company.
4.	Reimbursement of membership fees for a maximum of two clubs.
5.	Personal accidents and Medical Insurance Policy, premium not to exceed Rs. 1,00,000/- per annum.
6.	Car, Telephone, Cell Phone, PC shall be provided and their maintenance and running expenses shall be met by the Company. The use of above at residence for official purpose shall not be treated as perquisites.
7.	Other benefits like Gratuity, Provident Fund, and Leave etc. as applicable to the employees of the Company.

Correspondence Office:

A-130 (H), Road No. 9-D, Vishwakarma Industrial Area
Jaipur-302013 (Raj.) India
Tel : 0141-2333722
E-mail: info@tijaria-pipes.com



Regd. Office / Works:

SP-1-2316, RIICO Industrial Area
Ramchandrapura, Sitapura Extn.
Jaipur-302022 (Raj.) India.
CIN - L25209RJ2006PLC022828

RESOLVED FURTHER THAT so long as Mr. Alok Jain Tijaria functions as the Managing Director of the Company, and draws the remuneration as mentioned in the foregoing resolution, he will not be entitled to any fees for attending the meetings of the Board of Directors or any Committee thereof.”

RESOLVED Further that the Board (which will include its committee thereof) be and is hereby authorised to vary and / or revise the remuneration of Mr. Alok Jain Tijaria within limits permissible under the Act and do all such acts, deeds and things and execute all such documents, instruments and writings as may be required to give effect to the aforesaid Resolution.

“RESOLVED FURTHER THAT in the event in any financial year during the tenure of the Managing Director, the Company does not earn any profits or earns inadequate profits as contemplated under the provisions of Schedule V to the Companies Act, 2013, the Company may pay to the Managing Director, the above remuneration as the minimum remuneration by way of salary and allowances as specified above and subject to receipt of the requisite approvals, if any.”

“RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board be and is hereby authorized to do all such acts, deeds, matters and things as may be deemed necessary and settle any/or all questions/ matters arising with respect to the above matter, and take such further steps in this regard, as may be considered desirable or expedient by the Board in the best interest of the Company.”

B. Approval for payment of remuneration to Mr. Vikas Jain Tijaria, Whole-time Director of the Company:

“RESOLVED that in terms of provisions contained in Sections 196, 197, 198, Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (the “Act”) and the Rules framed there under, including any statutory modifications or re-enactment thereof, and the Articles of Association of the Company and pursuant to due recommendation of the Nomination & Remuneration Committee and the Board of Directors, consent of the members of the Company be and is hereby accorded for the payment of following remuneration to Mr. Vikas Jain Tijaria, Whole-time Director of the Company with effect from May 01, 2022 to 30th April 2024.

S.No.	Particulars
1.	Basic / Consolidated Salary – 1,50,000/- per month.
2.	Reimbursement of medical expenses incurred in India or abroad including hospitalization, nursing home and surgical charges for himself and family subject to ceiling of one month salary in a year.
3.	Reimbursements of actual travelling expenses for proceeding on leave with

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	family to anywhere in India or abroad as per rules of the Company.
4.	Reimbursement of membership fees for a maximum of two clubs.
5.	Personal accidents and Medical Insurance Policy, premium not to exceed Rs. 1, 00,000/- per annum.
6.	Car, Telephone, Cell Phone, PC shall be provided and their maintenance and running expenses shall be met by the Company. The use of above at residence for official purpose shall not be treated as perquisites.
7.	Other benefits like Gratuity, Provident Fund, and Leave etc. as applicable to the employees of the Company.

RESOLVED FURTHER THAT so long Mr. Vikas Jain Tijaria as functions as the Whole-time Director of the Company, and draws the remuneration as mentioned in the foregoing resolution, he will not be entitled to any fees for attending the meetings of the Board of Directors or any Committee thereof.”

RESOLVED Further that the Board (which will include its committee thereof) be and is hereby authorised to vary and / or revise the remuneration of Mr. Vikas Jain Tijaria within limits permissible under the Act and do all such acts, deeds and things and execute all such documents, instruments and writings as may be required to give effect to the aforesaid Resolution.

“RESOLVED FURTHER THAT in the event in any financial year during the tenure of the Director, the Company does not earn any profits or earns inadequate profits as contemplated under the provisions of Schedule V to the Companies Act, 2013, the Company may pay to the Director, the above remuneration as the minimum remuneration by way of salary and allowances as specified above and subject to receipt of the requisite approvals, if any.”

“RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board be and is hereby authorized to do all such acts, deeds, matters and things as may be deemed necessary and settle any/or all questions/ matters arising with respect to the above matter, and take such further steps in this regard, as may be considered desirable or expedient by the Board in the best interest of the Company.”

C. Approval for payment of remuneration to Mr. Praveen Jain Tijaria as Whole-time Director of the Company:

“RESOLVED that in terms of provisions contained in Sections 196, 197, 198, Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (the “Act”) and the Rules framed there under, including any statutory modifications or re-enactment thereof, and the Articles of Association of the Company and pursuant to due recommendation of the Nomination & Remuneration Committee and the

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Board of Directors, consent of the members of the Company be and is hereby accorded for the payment of following remuneration to Mr. Praveen Jain Tijaria, Whole-time Director of the Company with effect from May 01, 2022 to 30th April 2024.

S.No.	Particulars
1.	Basic / Consolidated Salary – 1,50,000/- per month.
2.	Reimbursement of medical expenses incurred in India or abroad including hospitalization, nursing home and surgical charges for himself and family subject to ceiling of one month salary in a year.
3.	Reimbursements of actual travelling expenses for proceeding on leave with family to anywhere in India or abroad as per rules of the Company.
4.	Reimbursement of membership fees for a maximum of two clubs.
5.	Personal accidents and Medical Insurance Policy, premium not to exceed Rs. 1, 00,000/- per annum.
6.	Car, Telephone, Cell Phone, PC shall be provided and their maintenance and running expenses shall be met by the Company. The use of above at residence for official purpose shall not be treated as perquisites.
7.	Other benefits like Gratuity, Provident Fund, and Leave etc. as applicable to the employees of the Company.

RESOLVED FURTHER THAT so long Mr. Praveen Jain Tijaria as functions as the Whole-time Director of the Company, and draws the remuneration as mentioned in the foregoing resolution, he will not be entitled to any fees for attending the meetings of the Board of Directors or any Committee thereof.”

RESOLVED Further that the Board (which will include its committee thereof) be and is hereby authorised to vary and / or revise the remuneration of Mr. Praveen Jain Tijaria within limits permissible under the Act and do all such acts, deeds and things and execute all such documents, instruments and writings as may be required to give effect to the aforesaid Resolution.

“RESOLVED FURTHER THAT in the event in any financial year during the tenure of the Director, the Company does not earn any profits or earns inadequate profits as contemplated under the provisions of Schedule V to the Companies Act, 2013, the Company may pay to the Director, the above remuneration as the minimum remuneration by way of salary and allowances as specified above and subject to receipt of the requisite approvals, if any.”

“RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board be and is hereby authorized to do all such acts, deeds, matters and things as may be deemed necessary and settle any/or all questions/ matters arising with respect to the

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above matter, and take such further steps in this regard, as may be considered desirable or expedient by the Board in the best interest of the Company.”

D. Approval for payment of remuneration to Mr. Vineet Jain Tijaria as Whole-time Director of the Company:

RESOLVED that in terms of provisions contained in Sections 196, 197, 198, Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (the “Act”) and the Rules framed there under, including any statutory modifications or re-enactment thereof, and the Articles of Association of the Company and pursuant to due recommendation of the Nomination & Remuneration Committee and the Board of Directors, consent of the members of the Company be and is hereby accorded for the payment of following remuneration to Mr. Vineet Jain Tijaria, Whole-time Director of the Company with effect from May 01, 2022 to 30th April 2024.

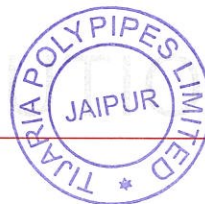
S.No.	Particulars
1.	Basic / Consolidated Salary – 1,50,000/- per month.
2.	Reimbursement of medical expenses incurred in India or abroad including hospitalization, nursing home and surgical charges for himself and family subject to ceiling of one month salary in a year.
3.	Reimbursements of actual travelling expenses for proceeding on leave with family to anywhere in India or abroad as per rules of the Company.
4.	Reimbursement of membership fees for a maximum of two clubs.
5.	Personal accidents and Medical Insurance Policy, premium not to exceed Rs. 1,00,000/- per annum.
6.	Car, Telephone, Cell Phone, PC shall be provided and their maintenance and running expenses shall be met by the Company. The use of above at residence for official purpose shall not be treated as perquisites.
7.	Other benefits like Gratuity, Provident Fund, and Leave etc. as applicable to the employees of the Company.

RESOLVED FURTHER THAT so long Mr. Vineet Jain Tijaria as functions as the Whole-time Director of the Company, and draws the remuneration as mentioned in the foregoing resolution, he will not be entitled to any fees for attending the meetings of the Board of Directors or any Committee thereof.”

RESOLVED Further that the Board (which will include its committee thereof) be and is hereby authorised to vary and / or revise the remuneration of Mr. Vineet Jain Tijaria within limits permissible under the Act and do all such acts, deeds and things and execute all such documents, instruments and writings as may be required to give effect to the aforesaid Resolution.

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“RESOLVED FURTHER THAT in the event in any financial year during the tenure of the Director, the Company does not earn any profits or earns inadequate profits as contemplated under the provisions of Schedule V to the Companies Act, 2013, the Company may pay to the Director, the above remuneration as the minimum remuneration by way of salary and allowances as specified above and subject to receipt of the requisite approvals, if any.”

“RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board be and is hereby authorized to do all such acts, deeds, matters and things as may be deemed necessary and settle any/or all questions/ matters arising with respect to the above matter, and take such further steps in this regard, as may be considered desirable or expedient by the Board in the best interest of the Company.”

**By Order of the Board of Directors
For Tijaria Polypipes Limited**

Date: 09th March, 2022

Place: Jaipur



**Alok Jain Tijaria
(Managing Director)
Din: 00114937**

NOTES:

The Explanatory Statement pursuant to sub-section (1) of Section 102 of the Companies Act, 2013 in respect of the Special Business is annexed hereto and forms part of the Notice.

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY/ PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND SUCH A PROXY/ PROXIES NEED NOT BE A MEMBER OF THE COMPANY.

A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting power. A member holding more than 10% of the total share capital of the company may appoint single person as proxy and such person shall not act as a proxy for any other shareholder. The instrument of Proxy in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 hours before the commencement of the meeting.

Corporate members intending to send their authorized representatives to attend the Meeting are requested to send a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.

Members and Proxies attending the Meeting should bring the attendance slip duly filled in for attending the Meeting. Members who hold shares in dematerialized form are requested to bring their Client ID and DP ID numbers for easy identification for attendance at the Meeting.

2. Members are informed that in case of joint holders attending the meeting, only such Joint holder who is higher in the order of the names will be entitled to vote.

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3. The Register of Members and Share Transfer Books of the Company shall remain closed from Tuesday, March 29, 2022 to Monday, April 04, 2022 (both days inclusive) for the purpose of this Extraordinary General Meeting.

4. M/s Link Intime India Private Limited is the Registrar and Share Transfer Agent (RTA) for Physical Shares and is also the depository interface of the company with both CDSL and NSDL.

5. Members holding shares in dematerialised form are requested to intimate all changes pertaining to their bank details, nominations, change of address, change of name and e-mail address, etc., to their Depository Participant. This will help the Company and the Company's Registrar and Transfer Agent, Link Intime India Pvt. Ltd to provide efficient and prompt services. Members holding shares in physical form are requested to intimate such changes to Registrar. Non-resident Indian members are requested to inform the company or its RTA or to the concerned DP's, the change in the residential status on return to India for permanent settlement and the particulars of NRE/NRO account with a bank in India, if not furnished earlier.

6. Members may now avail the facility of nomination by nominating, in the prescribed form, a person to whom their shares in the Company shall vest in the event of their death. Interested Members may write to the Registrars and Share Transfer Agents for the prescribed form.

7. The documents referred to in the proposed resolutions are available for inspection at the Registered Office of the Company during working hours between 10:00 a.m. to 5:00 p.m. except on holidays.

8. The Ministry of Corporate Affairs (MCA) vide circular nos. 17/2011 and 18/2011 dated April 21, 2011 and April 29, 2011 respectively has taken a 'Green Initiative in Corporate Governance' and allowed Companies to send communication to the shareholders through electronic mode. Members are requested to support this Green Initiative by registering/updating their e-mail addresses, in respect of shares held in dematerialized form with their respective Depository Participants and in respect of shares held in physical form with the Company or its Transfer Agent.

09. Electronic copy of the Notice of the Extraordinary General Meeting of the Company indicating, inter alia, the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent to all the members whose email IDs are registered with the Company / Depository Participant(s)/RTA for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Notice of the Extraordinary General Meeting of the Company indicating, inter alia, the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent in the permitted mode.

10. Members may also note that the Notice of the Extraordinary General Meeting will also be available on the Company's website www.tijaria-pipes.com for their download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office in Jaipur for inspection during normal business hours on working days. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by permitted mode free of cost. For any communication, the shareholders may also send requests to the Company's investor email id: investors@tijaria-pipes.com

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11. Voting through Electronic means:

Pursuant to provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, the Company is pleased to provide members facility to exercise their right to vote at Extraordinary General Meeting by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the EGM ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).

The Company has approached NSDL for providing e-voting services through our e-voting platform. In this regard, your Demat Account/Folio Number has been enrolled by the Company for your participation in e-voting on resolution placed by the Company on e-Voting system.

The instructions for members for e-voting are as under:

The remote e-voting period begins on April 01, 2022 at 10:00 A.M. and ends on April 03, 2022 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. March 25, 2022, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being March 25, 2022.

How do I vote electronically using NSDL e-Voting system?

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

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting for Individual shareholders holding securities in demat mode

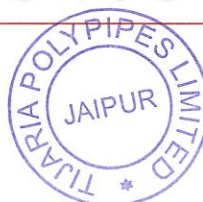
In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the " Beneficial Owner " icon under " Login " which is available under ' IDeAS ' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on " Access to e-Voting " under e-Voting services and you will be able to see e-Voting

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page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

2. If you are not registered for IDeAS e-Services, option to register is available at <https://eservices.nSDL.com>. Select **“Register Online for IDeAS Portal”** or click at <https://eservices.nSDL.com/SecureWeb/IdeasDirectReg.jsp>
3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nSDL.com/> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.
4. Shareholders/Members can also download NSDL Mobile App “**NSDL Speede**” facility by scanning the QR code mentioned below for seamless voting experience.

NSDL Mobile App is available on

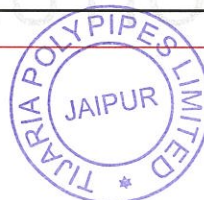


Individual Shareholders holding securities in demat mode with CDSL

1. Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <https://web.cdslindia.com/myeasi/home/login> or www.cdslindia.com and click on New System Myeasi.
2. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of **e-Voting service provider i.e. NSDL**. Click on **NSDL** to cast your vote.

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	<p>3. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration</p> <p>4. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OIP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.</p>
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period

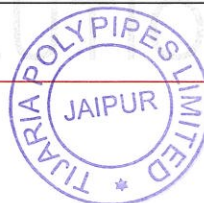
Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022-23058738 or 022-23058542-43

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B) Login Method for e-Voting shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

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

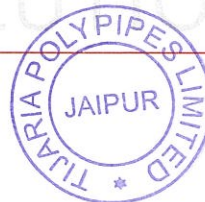
1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below :

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

5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.

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Tel : 0141-2333722
E-mail: info@tijaria-pipes.com



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- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a) Click on "**Forgot User Details/Password?**"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) **Physical User Reset Password?**" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period Now you are ready for e-Voting as the Voting page opens.
3. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.

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4. Upon confirmation, the message “Vote cast successfully” will be displayed.
5. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
6. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to vinodnaredi@gmail.com with a copy marked to evoting@nsdl.co.in.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to Mr. Manish Sharma at evoting@nsdl.co.in

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to investors@tijaria-pipes.com.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to investors@tijaria-pipes.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.

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

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

Item Nos. 1(A) to (D): Remuneration to Managing Director and Whole-time Directors of the Company

Mr. Alok Jain Tijaria (DIN: 00114937), Mr. Vikas Jain Tijaria (DIN: 00114978), Mr. Praveen Jain Tijaria (DIN: 00115002), and Mr. Vineet Jain Tijaria (DIN: 00115029), Directors of the Company were given remuneration for a period of three years from 01ST May 2019, which expires on 30TH April 2022. Hence it is recommended to extend it for 2 more years till 30TH April 2024.

In accordance with provisions of Section 196, 197, 198 read with Schedule V of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the Board of Directors of the Company at their meeting held on 25th February, 2022 as recommended by the Nomination and Remuneration Committee, approved the payment of remuneration to Managing Director and Whole-time Directors of the Company namely, Mr. Alok Jain Tijaria (DIN: 00114937), to Mr. Vikas Jain Tijaria (DIN: 00114978), to Mr. Praveen Jain Tijaria (DIN: 00115002), and to Mr. Vineet Jain Tijaria (DIN: 00115029) with effect from 01st May, 2022, subject to the approval of shareholders in the ensuing General Meeting of the Company on the terms and conditions including remuneration individually, as mentioned below:

S.No.	Particulars
1.	Basic / Consolidated Salary – 1,50,000/- per month.
2.	Reimbursement of medical expenses incurred in India or abroad including hospitalisation, nursing home and surgical charges for himself and family subject to ceiling of one month salary in a year.
3.	Reimbursements of actual travelling expenses for proceeding on leave with family to anywhere in India or abroad as per rules of the Company.
4.	Reimbursement of membership fees for a maximum of two clubs.
5.	Personal accidents and Medical Insurance Policy, premium not to exceed Rs. 1, 00,000/- per annum.
6.	Car, Telephone, Cell Phone, PC shall be provided and their maintenance and running expenses shall be met by the Company. The use of above at residence for official purpose shall not be treated as perquisites.
7.	Other benefits like Gratuity, Provident Fund, and Leave etc. as applicable to the employees of the Company.

Other terms and conditions:

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Any whole-time Director of the company shall not be entitled to receive sitting fee for attending any meeting of Board of Directors and committees thereof.

The Board of Directors (which includes any committee thereof) are authorised to vary or increase the remuneration specified above from time to time to the extent the Board of Directors may deem appropriate, provided that such variation or increase, as the case may be, is within the overall limits of the managerial remuneration as prescribed under the Companies Act, 2013 read with Schedule V thereto, and/or any guidelines prescribed by the Government from time to time.

Accordingly, the Board recommends passing of the Special Resolution for Remuneration to Executive Directors of the Company which shall be effective from 1st May, 2022 for the approval by the shareholders of the Company.

Statement as required under Section II, Part II of the Schedule V of the Companies Act, 2013 with reference to Special Resolution at Item No. 1. (A) To (D) is annexed hereto

Pursuant to the recommendations of Nomination and Remuneration Committee, your Directors recommend the Resolution set out in Item No. 1. (A) To (D) as a Special Resolution for your approval.

The Company has obtained Certificate from Bank of India for not defaulting in payments of any kind of Dues as on 28.02.2022.

Mr. Alok Jain Tijaria, Mr. Vikas Jain Tijaria, Mr. Praveen Jain Tijaria and Mr. Vineet Jain Tijaria, and their relatives, are interested in the Resolutions relating to their respective payment of remuneration. None of the other Directors and Key Managerial Personnel of the Company, or their relatives, is interested in their respective Resolutions.

Statement containing additional information as required in Schedule V of the Companies Act, 2013 – (Item No. 1. (A) to (D) of Notice)

I. General Information:

1.	Nature of industry	Engaged in Manufacturing and sale of HDPE/PVC Pipe, Sprinkle system, Conduit Pipe etc. and Manufacturing and sale of Mink Blankets
2.	Date or expected date of commencement of Commercial production	Existing Company in operation since 2006.
3.	In case of new companies, expected date commencement of activities as per project approved by financial institutions appearing in the	Not Applicable

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Tijaria Polypipes Limited



	prospectus	
4.	Financial performance based on given indicators	In the financial year 2020-2021, Company made a turnover of INR 6336.60Lacs and Net loss of Rs. (1392.97) Lacs.
5.	Foreign Investments or collaborations, if any	Not applicable

II. Information about the appointee

i. Information about the appointee (A):

1.	Background details	<p>Mr. Alok Jain Tijaria, S/o Shri Ramesh Jain Tijaria, is 52 years of age. He is a commerce graduate and has 38 years of experience and in-depth knowledge in the business of plastic and related materials.</p> <p>Mr. Alok Jain Tijaria also started learning the tricks of the trade at a very early age when he started working as a Partner in M/s Vikas Traders, a partnership firm trading in plastic pipes. Thereafter, in 1985, his entrepreneurial family ventured into manufacturing of plastic pipes under the banner of M/s Vikas Plastic Industries and from the year 1987, gained experience as the Manager of M/s Alok Plastipipe Products which manufactured uPVC Electrical conduit pipes, Sprinklers and other plastic extruded pipes. Later on, in 2001, he joined M/s Tijaria Overseas Vinyl as Partner and was looking after all the administrative and financial activities of the firm. In the year 2006, the firm was converted into a Public Limited Company under the provisions of Part IX of Indian Companies Act, 1956 in which Mr. Alok Jain Tijaria is the Managing Director. It is under the valuable and impeccable aegis of Mr. Alok Jain Tijaria, that the company has emerged as brand leader in domestic market as well as marked its niche on the international map as well.</p>
2.	Past remuneration	1.5 lakh per Month
3.	Recognition or awards	Not Applicable
4.	Job profile and his suitability	Mr. Alok Jain Tijaria is holding the position of Managing Director in the Company since October 01, 2007 and have rich business experience and expertise in managing Company's businesses, operations and finances. He is responsible for growth plans and corporate strategy.

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Tijaria Polypipes Limited



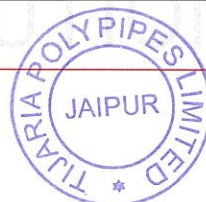
		He sets Company's strategic direction while overseeing all operations and management. His continued guidance will help the Company in achieving new successes
5.	Remuneration proposed	1.5 lakh per Month(As stated in the Explanatory Statement of this Notice.)
6.	Comparative remuneration Profile with respect to industry, size of the company, profile of the position and person	Considering the experience and knowledge of Mr. Alok Jain Tijaria and the responsibilities entrusted upon him, he is entitled to higher remuneration in the similar nature of industry than recommended by the Board at present
7.	Pecuniary relationship directly Or indirectly with the Company or relationship with the managerial personnel, if any	Mr. Alok Jain Tijaria directly holds 15,96,513 (5.58%) equity shares of the Company .He is also related to Mr. Vikas Jain Tijaria, Executive Director (Marketing), Mr. Praveen Jain Tijaria, Executive Director (Production) and Mr. Vineet Jain Tijaria, Executive Director (Project). Except proposed remuneration as stated above, Mr. Alok Jain Tijaria does not have any other pecuniary relationship with the Company.

ii. Information about the appointee (B):

1.	Background details	<p>Mr. Vikas Jain Tijaria, S/o Shri Ramesh Jain Tijaria is 50 years of age. A post graduate in Commerce, Mr. Vikas also joined the family business with M/s Vikas Traders as a Partner. In the year 1990, he became the partner in M/s Vikas Plastic Industries engaged in manufacturing of Plastic Pipes.</p> <p>He started in the trade on a fully fledged basis as the Partner of M/s Alok Plastic Pipes Products which manufactured uPVC Electrical conduit pipes, Sprinklers and other plastic extruded pipes.</p> <p>He handled the sales and marketing divisions. After having ample experience of around 32 years, he started looking after the complete sales and dealership network for M/s Tijaria Overseas Vinyl in the year 2001 which was later on converted into a Public Limited Company under the provisions of Part IX of Indian Companies Act, 1956 in the year 2006.</p> <p>He is the whole-time director and handles the sales and Dealership network. He has been instrumental in firming up the existence of the various quality products of the company all over the country and sourcing negotiations From abroad.</p>
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2.	Past remuneration	1.5 lakh per Month
3.	Recognition or awards	Not applicable
4.	Job profile and his suitability	Mr. Vikas Jain Tijaria is holding the position of Executive Director (Marketing) in the Company since October 1, 2013 and have rich business experience and expertise in managing Company's businesses, operations and marketing. He is responsible for driving the sales, developing the dealer network to achieve the sales growth of the Company. Under his leadership, the brand 'Vikas' is a well-known name in the HDPE/PVC pipe industry. He sets Company's marketing policies while analyzing the Market conditions. His continued guidance will help the Company in achieving new successes.
5.	Remuneration proposed	1.5 lakh per Month(As stated in the Explanatory Statement of this Notice.)
6.	Comparative remuneration profile with respect to industry, size of the company, profile of the position and person	Considering the experience and expertise of Mr. Vikas Jain Tijaria and the responsibilities entrusted upon him, he is entitled to a higher remuneration in the similar nature of Industry than recommended by the Board at present.
7.	Pecuniary relationship directly or indirectly with the Company or relationship with the managerial personnel, if any	Mr. Vikas Jain Tijaria directly holds 15,22,425 (5.32%) equity shares of the Company He is also related to Mr. Alok Jain Tijaria, Managing Director, Mr. Praveen Jain Tijaria, Executive Director (Production) and Mr. Vineet Jain Tijaria, Executive Director (Project). Except proposed remuneration as stated above, Mr. Vikas Jain Tijaria does not have any other pecuniary relationship with the Company.

iii. Information about the appointee (C):

1.	Background details	Mr. Praveen Jain Tijaria is the third pillar of the company and the third son of Shri Ramesh Jain Tijaria. He is 49 Years of age and a Science Graduate. Mr. Praveen Jain Tijaria also started his business career by joining the group During his studies itself. He joined M/s Vikas Plastic Industries in the year 1991 as Partner and was Handling production and day to day operations. In the year 1992, he became a partner in M/s Alok Plastic Pipes Products. After 27 years of experience, he joined M/s Tijaria Overseas Vinyl which was later converted to a
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Tijaria Polypipes Limited



		Public Limited Company in the year 2006. Under the provisions of Part IX of Indian Companies Act, 1956 and came to be known as M/s Tijaria Polypipes Limited. Since then, he has been holding the production department and managing the day to day Operations.
2.	Past remuneration	1.5 lakh per Month
3.	Recognition or awards	Not Applicable.
4.	Job profile and his suitability	Mr. Praveen Jain Tijaria is holding the position of Executive Director (Production) in the Company since October 1, 2013 and have rich business experience and expertise in managing Company's businesses, operations and production. He is responsible for overall production activities of the Company. He has been successful in producing good quality of mink blankets approved in the overseas market. His continued guidance and deep knowledge of plant & machineries will help the Company in achieving new successes.
5.	Remuneration proposed	1.5 lakh per Month(As stated in the Explanatory Statement of this Notice.)
6.	Comparative remuneration profile with respect to industry, size of the company, profile of position and person	Considering the experience and knowledge of Mr. Praveen Jain Tijaria and the responsibilities entrusted upon him, he is entitled to a higher remuneration in the similar nature of industry than recommended by the Board at present
7.	Pecuniary relationship directly or indirectly with the Company or relationship with the managerial personnel, if any	Mr. Praveen Jain Tijaria directly holds 13,95,546 (4.88%) equity shares of the Company.He is also related to Mr. Alok Jain Tijaria, Managing Director, Mr. Vikas Jain Tijaria, Executive Director (Marketing) and Mr. Vineet Jain Tijaria, Executive Director (Project). Except proposed remuneration as stated above, Mr. Praveen Jain Tijaria does not have any other Pecuniary relationship with the Company.

iv. Information about the appointee (D):

1.	Background details	Mr. Vineet Jain Tijaria, the youngest son of Shri Ramesh Jain Tijaria also continued the tradition of the family and joined the family business well during his studies. He is 47 years of age, Mr. Vineet is a MBA (Finance) and PG in Commerce and has an experience of 25 years in this industry.
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Tijaria Polypipes Limited



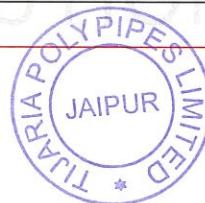
		He joined M/s Alok Plastic pipes in the year 1994 as a Partner. Later on, in the year 2001, he joined M/s Tijaria Overseas Vinyl, the erstwhile partnership firm and has been looking after Sales & Marketing Divisions of the company. Currently, being the whole-time director of M/s Tijaria Polypipes Limited, all the institutional sales to Government clients & Private companies are Being taken care of by him.
2.	Past remuneration	1.5 lakh per Month
3.	Recognition or awards	Not applicable.
4.	Job profile and his suitability	Mr. Vineet Jain Tijaria is presently holding the position of Executive Director (Project) in the Company since October 1, 2013 and have rich business experience and expertise in managing Company's projects, finances and dealing with banks etc. Looking to his in-depth knowledge on company's projects, finances and operations , the Board has elevated to the position of Whole Time Director and Chief Financial Officer ('CFO') of the Company.
5.	Remuneration proposed	1.5 lakh per Month(As stated in the Explanatory Statement of this Notice.)
6.	Comparative remuneration profile with respect to industry, size of the company, profile of the position and person	Considering the experience and knowledge of Mr. Vineet Jain Tijaria and the responsibilities entrusted upon him, he is entitled to a higher remuneration in the similar nature of industry than recommended by the Board at Present.
7.	Pecuniary relationship directly or indirectly with Company or relationship with the managerial personnel, if any	Mr. Vineet Jain Tijaria directly holds 12,95,988 (4.53%) equity shares of the Company He is also related to Mr. Alok Jain Tijaria, Managing Director, Mr. Vikas Jain Tijaria, Executive Director (Marketing), Mr. Praveen Jain Tijaria, Executive Director (Production). Except proposed remuneration as stated above, Mr. Vineet Jain Tijaria does not have any other pecuniary relationship with the Company.

III. Other Information:

1.	Reasons of loss or inadequate profits	Due to diversification of business into textile which was not a core activity, the Company went into deep trouble. The debt and interest burden mounted up which led to further crisis. Had the company been in its original business activity i.e. manufacturing of HDPE/PVC Pipes, agricultural equipment etc.,
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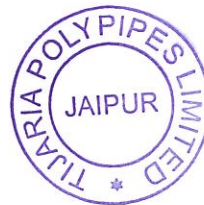
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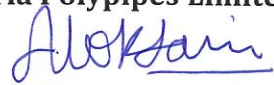


		the Company would be in a sound and healthy position. Further slower growth of Indian as well as the global economy, increase in raw material costs, higher interest rate are other factors impacting profits.
2.	Steps taken or proposed to be taken for improvement	The Company has re-focused on its core business activities and also strengthened its sales and marketing departments which is resulting into sustainable gain. The Company has been able to maintain its top line and with the measures on cost cutting, faster realization of book debt, higher production levels and better price negotiation would improve bottom-line. Further, Company is taking steps in consultation with the term lenders to dispose off idle industrial land to reduce the debt burden
3.	Expected increase in productivity and profits in measurable terms	At this stage it is difficult to quantify the effect of the measures being taken by the Company to improve its financial performance in measurable terms but as mentioned above the steps taken/proposed to be taken for improvement, the positive results will be visible by the end of the current financial year and in the next financial year.

Date: 09th March, 2022
Place: Jaipur

By Order of the Board of Directors
For Tijaria Polypipes Limited




Alok Jain Tijaria
(Managing Director)
Din: 00114937

PIPING SOLUTIONS

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FORM 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).	:	
Registered Address	:	
Email Id	:	
Folio No./ DPID-Client ID	:	

I/We, being the member (s) of Tijaria Polypipes Limited, holding..... shares hereby appoint

1.

Name	:	
Address	:	
Email Id	:	
Signature	:	

Or failing him,

2.

Name	:	
Address	:	
Email Id	:	
Signature	:	

Or failing him,

3.

Name	:	
Address	:	
Email Id	:	
Signature	:	

as my/ our proxy to attend and vote (on a poll) for me as me/us and on my/ our behalf at the Extra Ordinary General Meeting of the Company, to be held on Monday, April 04, 2022 at 11:30 AM at its Registered Office at SP-1-2316, RIICO Industrial Area, Ramchandrapura, Sitapura Extn. Jaipur-302022,, and at any adjournment thereof in respect of such resolutions as are indicated below:

S.No.	Resolutions	No. of Equity Share(s) held	Optional *	
			For	Against
	➤ Special Business-			
1	Special Resolution			
A	Approval for payment of remuneration to Mr. Alok Jain Tijaria, Managing Director of the Company			
B	Approval for payment of remuneration to Mr. Vikas Jain Tijaria, Whole-time Director of the Company			
C	Approval for payment of remuneration to Mr. Praveen Jain Tijaria as Whole-time Director of the Company			
D	Approval for payment of remuneration to Mr. Vineet Jain Tijaria as Whole-time Director of the Company			

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Jaipur-302013 (Raj.) India
Tel : 0141-2333722
E-mail: info@tijaria-pipes.com

Regd. Office / Works:

SP-1-2316, RIICO Industrial Area
Ramchandrapura, Sitapura Extn.
Jaipur-302022 (Raj.) India.
CIN - L25209RJ2006PLC022828

Tijaria Polypipes Limited



Signed thisday of, 2022

Signature of Shareholder

Signature of Proxy holder(s).....

Affix
revenue
stamp

Notes:

*Please put a tick (v) in the appropriate column against the resolution as indicated in the Box. Alternatively, you may mention the number of shares in the appropriate column in respect of which you would like your proxy to vote. If you leave the column blank against any or all the resolutions, your proxy will be entitled to vote in the manner as he/she thinks appropriate.

1. This form of proxy in order to be effective should be duly completed and deposited at registered office of the Company, not less than 48 hours before the commencement of the Meeting.
2. Proxy need not be a member of the Company.
3. Please complete all details including details of members(s) in above box before submission.

Tijaria Polypipes Limited

Attendance Slip

Extra Ordinary General Meeting

(Please fill attendance slip and hand it over at the entrance of the meeting hall)

Day : Monday, April 04, 2022
Time : 11:30 AM.
Place : SP-1-2316 RIICO Industrial Area Ramchandrapura,
Sitapura Extn. Jaipur 302022

Full name of Shareholder	
Joint Shareholders, if any:	

DP Id*		Folio No.**	
Client Id*		No. of Shares	

Full name of person attending the meeting as Shareholder/Proxy:	
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I hereby record my presence at the Extra Ordinary General Meeting of the Company held on Monday, April 04, 2022 at SP-1-2316 RIICO Industrial Area Ramchandrapura, Sitapura Extn. Jaipur 302022

(Signature of Shareholder/Proxy)

* Applicable for investors holding share in electronic form.

** Applicable for investors holding share in physical form.

PIPING SOLUTIONS

Correspondence Office:

A-130 (H), Road No. 9-D, Vishwakarma Industrial Area
Jaipur-302013 (Raj.) India
Tel : 0141-2333722
E-mail: info@tijaria-pipes.com

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