



**REPORT OF THE AUDIT COMMITTEE OF TPL PLASTECH LIMITED
RECOMMENDING THE DRAFT SCHEME OF AMALGAMTION OF ECOTECH
GREEN LIFECYCLE LIMITED WITH TPL PLASTECH LIMITED**

MEMBERS PRESENT IN THE MEETING:

1. Mr. Sanjaya Kulkarni
2. Mr. M.K. Wadhwa
3. Mr. Mangesh Sarfare
4. Mr. Deepak Bakhshi

IN ATTENDANCE:

Mr. Hemant Soni – Company Secretary

BACKGROUND:

1. A meeting of the Audit Committee of TPL Plastech Limited (“TPL/ The Company”) was held on 11th February, 2020, to consider and recommend the proposed Scheme of Amalgamation between Ecotech Green Lifecycle Limited (Transferor Company – EGLL) and TPL Plastech Limited (Transferee Company – TPL) under Section 230 to 232 of the Companies Act, 2013. (“the Act”).
2. This report of the Audit Committee is made in order to comply with the requirements of the circular No. CFD/DIL3/CIR/2017/21 date 10th March, 2017 issued by the Securities and Exchange Board of India.
3. The following documents were placed before the Audit Committee:
 - i) Draft Scheme of Arrangement duly initialed by the Company Secretary of the Company for the purpose of identification;
 - ii) Certificate dated 11th February, 2020 from Raman S Shah & Associates, Chartered Accountants, the Statutory Auditors of the Company confirming that the

TPL Plastech Ltd.

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Corporate Office : 5th Floor, Sangeet Plaza, Marol Maroshi Road, Opp Marol Fire Brigade, Andheri (East), Mumbai – 400059
Tel. : 022 - 4062 4200 • Fax : 022 - 4062 4299 • E-mail : info@tplplastech.in • Website : www.tplplastech.in



accounting treatment in the draft Scheme is in accordance with the applicable accounting standards and applicable law.

RECOMMENDATION OF THE AUDIT COMMITTEE:

The Committee reviewed the aforesaid documents and after consideration of the same and due deliberations thereon by the members of the Audit Committee, the Committee relying upon the documents.

The Audit Committee unanimously agreed to recommend the Scheme of Amalgamation between Ecotech Green Lifecycle Limited (Transferor Company - EGLL) and TPL Plastech Limited (Transferee Company - TPL) to the Board of Directors of the Company for further consideration, inter alia, in pursuant to the requirements of Stock Exchanges, SEBI and other Regulatory Authorities including National Company Law Tribunal.

The Committee authorised the Chairman of the Committee to forward this report and recommendation to the Board of Directors of the Company.

By order of the Audit Committee
For **TPL Plastech Limited**

A handwritten signature in blue ink, appearing to read 'S. Kulkarni', is written over a faint, illegible printed name.

(Chairman)
Audit Committee

Date: 11th February, 2020
Place: Mumbai

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