

MIDLAND POLYMERS LIMITED

CIN: L62013TS1992PLC178971

Regd Off: Plot no. 8-2-603/23/3 & 8-2-603/23, 15, 2nd Floor, HSR Summit Banjara Hills, Hyderabad,
Khairatabad, Telangana, India, 500034

Ph.no: +918125730447 email id: midland.polymers@gmail.com

To,
BSE Limited
P.J. Towers, Dalal Street
Mumbai - 400001

Date:06.09.2024

Dear Sir/Madam,

Sub: 32nd Annual General Meeting for FY 2023-24

Unit: Midland Polymers Limited (BSE Scrip Code 531597)

With reference to the subject cited, pursuant to Regulation 30 of SEBI (LODR) Regulations 2015, the Annual General Meeting for FY 2023-24 is scheduled to be held on Saturday, 28th Day of September 2024 at 12 Noon at the registered office of the Company at Plot No 8-2-603/23/3 & 8-2-603/23 15 2nd Floor, HSR Summit, Banjara Hills, Road No 10, Hyderabad - 500034

This is for the information and records of the Exchange, please.

Thanking you.

Yours sincerely,
For Midland Polymers Limited

Vanaja Veeramreddy
Managing Director
DIN: 07019245

Enclosed as above.

MIDLAND POLYMERS LIMITED

32nd ANNUAL REPORT
FY 2023-24

CORPORATE INFORMATION

BOARD OF DIRECTORS:

1. Mrs. Priyanka Agarwal - Chairperson and Independent Director
(DIN: 10315690)
2. Ms. Vanaja Veeramreddy - Managing Director (DIN: 07019245)
3. Mrs. Jhansi Sanivarapu - Non-Executive Director (DIN:03271569)
4. Mr. Shiva Shankar Reddygopavarapu - Independent Director (DIN: 10039853)
5. Mr. Praneeth Thota - Whole-Time Director & CFO (DIN: 10127258)

CHIEF FINANCIAL OFFICER:

Mr. Praneeth Thota

COMPANY SECRETARY & COMPLIANCE OFFICER:

Mrs. Sharvari Shinde

REGISTERED OFFICE:

Plot.No.8-2-603/23/3 & 8-2-603/23,
15, 2nd Floor, HSR Summit,
Banjara Hills, Road No.10,
Hyderabad, 500034-Telangana
Telephone No.0751-4070001/2372177
Email: midlandpolymers@gmail.com

STATUTORY AUDITORS:

Pundarikashyam and Associates
Chartered Accountants
1-8-435/436, 2nd Floor, Durga Towers,
Beside Rasoolpura Metro Station,
Begumpet, Hyderabad - 500016.

CIN: L62013TS1992PLC178971

ISIN: INE046M01028

BANKERS:

ICICI Bank Limited
Plot, no.8-2-603/23/3,8-2-603/23 15
2nd, floor, Khairatabad,
Hyderabad, 500034-Telangana

AUDIT COMMITTEE:

1. Mr. Priyanka Agarwal - Chairperson
2. Mr. Shivshankar Reddygopavarapu - Member
3. Mr. Jhansi Sanivarapu - Member

NOMINATION & REMUNERATION COMMITTEE:

1. Mr. Shivshankar Reddy Gopavarapu - Chairperson
2. Mrs. Priyanka Agarwal - Member
3. Mrs. Jhansi Sanivarapu - Member

STAKEHOLDER RELATIONSHIP COMMITTEE:

1. Mr. Shivshankar Reddygopavarapu - Chairperson
- 2 Mrs. Priyanka Agarwal - Member
3. Mrs. Jhansi Sanivarapu - Member

INDEPENDENT DIRECTORS COMMITTEE:

1. Mr. Shiva Shankar Reddygopavarapu.
2. Ms. Priyanka Agarwal

LISTING:

BSE Limited

REGISTRAR & SHARE TRANSFER AGENTS:

Purva Sharegistry (India) Pvt. Ltd,
No-9 Shiv Shakthi Industrial Estate,

Ground Floor, J.R Boricha Marg,
Opp. Kosterba Hospital, Lower Perel
Mumbai- 400011,
Maharashtra,400001 12-10-167, Bharat Nagar,
Tel No.: 022 - 23016761
Fax: 022 - 23012517
E-mail: busicomp@vsnl.com

CONTACT DETAILS:

E-Mail: midland.polymers@gmail.com
Website: www.midlandpolymers.com
Tele ph. no.: 0751-4070001 / 2372177

NOTICE

Notice is hereby given that the 32nd Annual General Meeting of the members of Midland Polymers Limited will be held on Saturday, the 28th day of September, 2024 at 12:00 Noon at the registered office of the Company at Plot No 8-2-603/23/3 & 8-2-603/23 15 2nd Floor, HSR Summit, Banjara Hills, Road No 10, Hyderabad - 500034 to transact the following Business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet as at March 31, 2024 and the Statement of Profit & Loss and cash flow statement for the year ended on that date together with the Notes attached thereto, along with the Reports of Auditors and Directors thereon.
2. To appoint a director in place of Mrs. Jhansi Sanivarapu (DIN: 03271569) who retires by rotation and being eligible, offers herself for re-appointment.
3. **To appoint M/s. Pundarikashyam and Associates., as Statutory Auditors of the Company:**

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

“RESOLVED THAT pursuant to the provisions of Section 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 modification(s) or re-enactment(s) thereof for the time being in force) and pursuant to the recommendation of the Audit Committee and approval of the Board, M/s. Pundarikashyam and Associates, Chartered Accountants, be and is hereby appointed as the Statutory Auditors of the Company, to hold office for a period of 5 (five) consecutive years commencing from the conclusion of the ensuing 32nd Annual General Meeting till the conclusion of the 37th Annual General Meeting of the Company for the financial year 2028-29, at a remuneration of Rs. 1,00,000/- (Rupees One Lakh Only) per annum plus taxes as applicable.”

“FURTHER RESOLVED THAT any of the Directors is hereby authorized to take all necessary steps as may be necessary to give effect to the above resolution including filing of all such necessary documents as may be required in this regard.”

SPECIAL BUSINESS:

4. APPOINTMENT OF MRS. PRIYANKA AGARWAL (DIN- 10315690) AS AN INDEPENDENT DIRECTOR OF THE COMPANY.

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

“RESOLVED THAT Pursuant to the Resolution Plan as approved by Hon’ble National Company Law Tribunal, Indore bench (NCLT) vide its order dated 18.08.2023 read with other applicable provisions of the Companies Act, 2013 and rules made thereunder with the provisions of the Insolvency and Bankruptcy Code, 2016 (including any statutory modifications or re-enactment thereof for the time being in force) and pursuant to the approval of Monitoring committee in its meeting held on 15.09.2023 and pursuant to the recommendation of Nomination and Remuneration Committee, Ms. Priyanka Agarwal (DIN: 10315690), who was appointed as an additional Director of the Company and whose term expires at the ensuing Annual General Meeting of the Company, be and is hereby appointed as an Independent Director of the Company, to hold office for a period of 5 years from 15.09.2023, not liable to retire by rotation.”

RESOLVED FURTHER THAT any of the Directors be and are hereby authorized to do all such acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

5. APPOINTMENT OF MRS. JHANSI SANIVARAPU AS NON EXECUTIVE DIRECTOR OF THE COMPANY.

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

“RESOLVED THAT Pursuant to the Resolution Plan as approved by Hon’ble National Company Law Tribunal, Indore Bench (NCLT) vide its order dated 18.08.2023 read with other applicable provisions of the Companies Act, 2013 and rules made thereunder with the provisions of the Insolvency and Bankruptcy Code, 2016 (including any statutory modifications or re-enactment thereof for the time being in force) and pursuant to the approval of Monitoring committee in its meeting held on 15.09.2023 and pursuant to the recommendation of Nomination and Remuneration Committee, Mrs. Jhansi Sanivarapu, who was appointed as an additional Director of the Company and whose term expires at the ensuing Annual General Meeting of the Company, be and is hereby appointed as Non-Executive Director of the Company, liable to retire by rotation.”

RESOLVED FURTHER THAT any of the Directors be and are hereby authorized to do all such acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

6. APPOINTMENT OF MR. SHIVASHANKAR REDDY GOPAVARAPU (DIN-10039853) AS AN INDEPENDENT DIRECTOR OF THE COMPANY.

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

“RESOLVED THAT Pursuant to the Resolution Plan as approved by Hon’ble National Company Law Tribunal, Indore Bench (NCLT) vide its order dated 18.08.2023 read with other applicable provisions of the Companies Act, 2013 and rules made thereunder with the provisions of the Insolvency and Bankruptcy Code, 2016 (including any statutory modifications or re-enactment thereof for the time being in force) and pursuant to the approval of Monitoring committee in its meeting held on 15.09.2023 and pursuant to the recommendation of Nomination and Remuneration Committee, Mr. Shivashankar Reddy Gopavarapu (DIN:10039853), who was appointed as an additional Director of the Company and whose term expires at the ensuing Annual General Meeting of the Company, be and is hereby appointed as an Independent Director of the Company, to hold office for a period of 5 years from 15.09.2023, not liable to retire by rotation.”

RESOLVED FURTHER THAT any of the Directors be and are hereby authorized to do all such acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

7. APPOINTMENT OF MR. PRANEETH THOTA (DIN:10127258) AS DIRECTOR OF THE COMPANY:

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

“RESOLVED THAT Pursuant to the Resolution Plan as approved by Hon’ble National Company Law Tribunal, Indore bench (NCLT) vide its order dated 18.08.2023 read with other applicable provisions of the Companies Act, 2013 and rules made thereunder with the provisions of the Insolvency and Bankruptcy Code, 2016 {including any statutory modifications or re-enactment thereof for the time being in force}, and pursuant to the recommendations of Nomination and Remuneration committee, Mr. Praneeth Thota who was appointed as an Additional Director of the Company and who ceases to hold office at the ensuing Annual General Meeting, be and is hereby appointed as a Director of the Company, liable to retire by rotation.”

“RESOLVED FURHTER THAT any of the Directors be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

8. APPOINTMENT OF MR. PRANEETH THOTA (DIN:10127258) AS WHOLE TIME DIRECTOR OF THE COMPANY:

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

“RESOLVED THAT Pursuant to the Resolution Plan as approved by Hon’ble National Company Law Tribunal, Indore Bench (NCLT) vide its order dated 18.08.2023 read with other applicable provisions of the Companies Act, 2013 and rules made thereunder with the provisions of the Insolvency and Bankruptcy Code, 2016 (including any statutory modifications or re-enactment thereof for the time being in force) and pursuant to the approval of Monitoring committee in its meeting held on 15.09.2023 and pursuant to the provisions of Sections 196 and 203 read with all other applicable provisions of the Companies Act 2013 and the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification or reenactment(s) thereof for the time being in force and the relevant provisions of the Articles of Association of the Company and all applicable guidelines as applicable from time to time and pursuant to the recommendation of Nomination and Remuneration Committee, Mr. Praneeth Thota (DIN:10127258), who was appointed as an Additional Director of the Company and whose term expires at the ensuing Annual General Meeting of the Company, be and is hereby appointed as a Whole Time Director of the Company, to hold office for a period of 3 years from 15.09.2023, liable to retire by rotation.”

RESOLVED FURTHER THAT any of the Directors be and are hereby authorized to do all such acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

9. APPOINTMENT OF MRS. VANAJA VEERAM REDDY AS DIRECTOR OF THE COMPANY:

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

“RESOLVED THAT Pursuant to the Resolution Plan as approved by Hon’ble National Company Law Tribunal, Indore bench (NCLT) vide its order dated 18.08.2023 read with other applicable provisions of the Companies Act, 2013 and rules made thereunder with the provisions of the Insolvency and Bankruptcy Code, 2016 (including any statutory modifications or re-enactment thereof for the time being in force), and pursuant to the recommendations of Nomination and Remuneration committee, Mrs. Vanaja Veeram Reddy who was appointed as an Additional Director of the Company and who ceases to hold office at the ensuing Annual General Meeting, be and is hereby appointed as a Director of the Company, liable to retire by rotation.”

“RESOLVED FURTHER THAT any of the Directors be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

10. APPOINTMENT OF MRS VANAJA VEERAMREDDY (DIN:07019245) AS THE MANAGING DIRECTOR OF THE COMPANY.

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

“RESOLVED THAT Pursuant to the Resolution Plan as approved by Hon’ble National Company Law Tribunal, Indore Bench (NCLT) vide its order dated 18.08.2023 read with other applicable provisions of the Companies Act, 2013 and rules made thereunder with the provisions of the Insolvency and Bankruptcy Code, 2016 {including any statutory modifications or re-enactment thereof for the time being in force}, and pursuant to the approval of Monitoring committee in its meeting held on 04.09.2023 and pursuant to the provisions of Sections 196 and 203 read with all other applicable provisions of the Companies Act 2013 and the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification or reenactment(s) thereof for the time being in force and the relevant provisions of the Articles of Association of the Company and all applicable guidelines as applicable from time to time and pursuant to the recommendation of Nomination and Remuneration Committee, Mrs Vanaja Veeramreddy (DIN:07019245) be and is hereby appointed as Managing Director of the Company for a period of three years commencing from 06.09.2023.”

RESOLVED FURTHER THAT any of the Directors be and are hereby authorized to do all such acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

**For and on behalf of the Board
Midland Polymers Limited**

Sd/-

**Vanaja Veeramreddy
Managing Director
(DIN: 07019245)**

Place: Hyderabad

Date: 14.08.2024

NOTES:

1. In line with the general circular no. 14/2020 dated April 08, 2020, general circular no.17/2020 dated April 13, 2020, circular no. 20/2020 dated May 05, 2020, circular no. 02/2021 dated January 13, 2021, circular no. 19/2021 dated December 8, 2021, circular no. 21/2021 dated December 14, 2021 circular no. 02/2022 dated May 5, 2022 and circular no. 10/2022 dated December 28, 2022 respectively, issued by the ministry of corporate affairs and circular no. SEBI/HO/ CFD/CMD1/CIR/ P/2020/79 dated May 12, 2020, circular no. SEBI/HO/CFD/CMD2/CIR /P/2021/11 dated January 15, 2021 and circular SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 issued by SEBI, owing to the difficulties involved in dispatching of physical copies, notice of AGM are being sent in electronic mode to members whose names appear on the register of members/ list of beneficial owners as received from National Securities Depository Limited (“NSDL”)/ central depository services (India) limited (“CDSL”)

and whose email address is available with the company or the depository participants or RTA of the company.

2. The notice of the AGM is being sent through electronic mode only to those members whose email address is registered with the company/ depositories. Members may note that the notice will also be available on the company's website and website of the stock exchanges, i.e. on BSE limited for receiving all communication (including annual report) from the company electronically members are requested to register/update their email addresses with the relevant depository participant.
3. 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. Such a proxy/ proxies need not be a member of the company.
4. In order that the appointment of a proxy is effective, the instrument appointing a proxy must be received at the registered office of the company not later than forty- eight hours.
5. A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten (10) percent of the total share capital of the company carrying voting rights. A member holding more than ten (10) percent of the total share capital of the company carrying voting rights may appoint a single person only as a proxy and such person shall not act as proxy for other shareholder.
6. The company has appointed M/s. Vivek Surana & Associates, Practicing Company Secretaries, as scrutinizer of the company to scrutinize the voting process.
7. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.
8. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.midlandpolymers.com. The Notice can also be accessed from the website of BSE Limited at www.bseindia.com. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility) i.e., www.evotingindia.com.

9. THE INSTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING ARE AS UNDER:

- (i) The voting period begins on 25.09.2024 at 09.00 A.M and ends on 27.09.2024 at 05.00 P.M. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) 21.09.2024 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders /retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<p>1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing 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 visit www.cdslindia.com and click on Login icon and select New System Myeasi.</p> <p>2) After successful login the Easi / Easiest user will be able to see the e- Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-</p>