



BOARD OF DIRECTORS :

| | |
|------------------------------|---|
| Whole Time Director | Mr. Sureshkumar Shastry Vemuri |
| Directors | Mr. Sreenivasulu Reddy Angitapalli Mrs. Aravinda Rani Vemuri Mrs. Lakshmi Reddy Sajjala Mrs. Tulasi Sajjala Mrs. Aruna Sajjala |
| Auditors | M/s. Deva & Co., Chartered Accountants, Hyderabad. |
| Registered Office | Survey No. 375, Manoharabad Village (V), Toopran Mandal, Medak District - 502 334, Telangana, India. Phone No. 040-23235200, Email Id:itlhyd1@yahoo.com |
| Admn & Corporate Office | Plot No.188, Phase II, Kamalapuri Colony, Srinagar Colony, Hyderabad - 500 073. Telangana, India. |
| Registrars & Transfer Agents | M/s.XL SOFTECH SYSTEMS LIMITED Plot No. 3, Sagar Co-operative Society Road No. 2, Banjara Hills, Hyderabad - 500 034. Telangana, India. |



INTEGRATED THERMOPLASTICS LIMITED
(CIN: L25209TG1994PLC016939)

Regd. Off.: Sy.No.375, Manoharabad (V), Toopran (M), Medak Dt. - 502334, Telangana.

Tel/Fax No: 040-23235200, Email Id: itlhyd1@yahoo.com

Website: <http://www.integratedthermo.com>

NOTICE OF 24TH ANNUAL GENERAL MEETING

Notice is hereby given that the 24th Annual General Meeting of the members of INTEGRATED THERMOPLASTICS LIMITED will be held on Saturday, the 29th September, 2018 at 12.30 p.m. at the Registered Office of the Company situated at Survey No.375, Manoharabad Village, Toopran Mandal, Medak District - 502 334, Telangana to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited financial statements of the company for the financial year ended 31st March, 2018 and the reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mrs. Aravinda Rani Vemuri (DIN: 01241976) who retires by rotation and being eligible, offers herself for re-appointment.
3. To fix the remuneration of Statutory Auditor for the FY 2018-19.

SPECIAL BUSINESS:

4. Re-Appointment of Mr. Sureshkumar Shastry Vemuri as Whole Time Director.

To consider and if thought fit, to pass, the following resolution as an Ordinary Resolution:

RESOLVED THAT pursuant to Section 196, 197 and other applicable provisions if any of the Companies Act, 2013 read with Schedule V of the Companies Act, 2013 approval of the members be and is hereby accorded for the re-appointment of Mr. Suresh Kumar Shastry Vemuri (DIN- 01788268), as Whole Time Director of the Company for a further period of 5 years w.e.f. 13.08.2018 without remuneration, not liable to retire by rotation.

5. Appointment of Mr. Venkata Lakshmi Reddy Sajjala as an Independent Director.

To consider and if thought fit, to pass, the following resolution as an Ordinary Resolution:

RESOLVED THAT pursuant to the provisions of Sections 149, 152, 160 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder, read with Schedule IV to the Companies Act, 2013 and SEBI (LODR) Regulations 2015 approval of the members be and is hereby accorded to appoint Mr. Venkata Lakshmi Reddy Sajjala (DIN-07966611), as an Independent Director of the Company to hold office for a period of 5 years with effect from 28.05.2018.

6. Appointment of Ms. Tulasi Sajjala as an Independent Director.

To consider and if thought fit, to pass, the following resolution as an Ordinary Resolution:

RESOLVED THAT pursuant to the provisions of Sections 149, 152, 160 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder, read with Schedule IV to the Companies Act, 2013 and SEBI (LODR) Regulations 2015 approval of the members be and is hereby accorded to appoint Ms. Tulasi Sajjala (DIN-07966633), as an Independent Director of the Company to hold office for a period of 5 years with effect from 28.05.2018.

7. Appointment of Ms. Aruna Sajjala as an Independent Director.

To consider and if thought fit, to pass, the following resolution as an Ordinary Resolution:

RESOLVED THAT pursuant to the provisions of Sections 149, 152, 160 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder, read with Schedule IV to the Companies Act, 2013 and SEBI (LODR) Regulations 2015 approval of the members be and is hereby accorded to appoint Ms. Aruna Sajjala (DIN-07976311), as an Independent Director of the Company to hold office for a period of 5 years with effect from 28.05.2018.

//By Order of the Board//
For INTEGRATED THERMOPLASTICS LIMITED

SURESHKUMAR SHASTRY VEMURI
WHOLE TIME DIRECTOR
DIN: 01788268

Place: Hyderabad
Date : 13.08.2018



NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THIS MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF/HERSELF. A PROXY NEED NOT BE A MEMBER OF THE COMPANY.
2. The Statement pursuant to Section 102 (1) of the Companies Act, 2013 relating to the Special Business to be transacted at the Meeting is annexed hereto.
3. The instrument appointing the proxy should be deposited at the Registered Office of the Company not later than 48 hours before the commencement of the meeting. A Proxy form for the AGM is enclosed. 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.
4. Corporate members intending to send their authorised representatives to attend the meeting are requested to send to the Company a certified true copy of the Board Resolution authorising their representative to attend and vote on their behalf at the meeting.
5. The Register of Contracts or arrangements in which Directors are interested, maintained under section 189 of the Companies Act, 2013, will be available for inspection by the members at the AGM.
6. The Register of members and transfer Books of the Company will be closed from 23rd September, 2018 to 29th September, 2018 (both days inclusive).
7. The members are requested to -
 - a) Intimate to the Registrars and Transfer Agents of the Company / Depository Participants changes, if any, in their registered addresses at an early date.
 - b) Quote Ledger Folio/Client ID in all the correspondence.
 - c) Bring the copy of the Annual Report and attendance slip to the Annual General Meeting.
8. Members desiring any information as regards accounts are requested to write to the Company at least seven days before the date of the meeting to enable the management to keep the information ready at the meeting.
9. All documents referred to in the Notice of AGM and Statutory registers are open for inspection at the Registered Office of the Company during office hours on all working days except public holidays up to the date of the Annual General Meeting.
10. The Company pursuant to Section 108 of Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014, is extending e-voting facility for its Members to enable them to cast their vote electronically instead of participating and voting physically in the Annual General Meeting. The Company has appointed Mr. R. Sivaram Reddy, Practising Company Secretary who in the opinion of the Board is a duly qualified person, as Scrutinizer who will collate the electronic voting process in a fair and transparent manner.
11. The e-voting facility will be available at the link www.evotingindia.com during the voting period.
12. The login ID and password for e-voting along with process, manner and instructions for e-voting is being sent to the members who have not registered their e-mail IDs with the Company / their respective Depository

Participants, along with physical copy of the AGM Notice and Annual Report of 2018. Those members who have registered their e-mail IDs with the Company/ their respective Depository Participants are being forwarded the login ID and password for e-voting along with process, manner and instructions by e-mail. Members may also note that the Annual Report of 2018 is available on the Company's website, <http://www.integratedthermo.com>

13. Members are requested to note that the e-voting will open on 25th September, 2018 and shall remain open for 4 days i.e. up to 28th September, 2018. E-voting shall not be allowed beyond 5.00 P.M on 28th September, 2018.

14. The instructions for members for voting electronically are as under:

In case of members receiving e-mail:

- i. log on to e-voting website www.evotingindia.com.
- ii. Click on 'Shareholders' tab.
- iii. Now, select "Integrated Thermoplastics Limited" from the drop down menu and click on "SUBMIT"
- 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 Login:

| For Members holding shares in Demat Form and Physical Form | |
|--|--|
| PAN | <p>Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> Members who have not updated PAN with the Company/Depository Participant are requested to use the first two letters of your name and the last 8 digits of the demat account/folio number in the PAN field. In case the folio number is less than 8 digits enter the applicable number of 0's (zero) before the number after the first two characters of the name in CAPITAL letters. E.g. If your name is Ramesh Kumar with folio number 100 then enter RA00000100 in the PAN field. |
| DOB | <p>Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.</p> |
| Dividend Bank Details # | <p>Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio.</p> <ul style="list-style-type: none"> Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the number of shares held by you as on the cut off date in the Dividend Bank details field. |



- viii. After entering these details appropriately, click on “SUBMIT” tab.
- ix. Members holding shares in physical form will then reach directly 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 options ‘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 “Resolution 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 out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- xvii. If Demat account holder has forgotten the changed password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.co.in> and register themselves as Corporates.
 - They should submit a scanned copy of the Registration Form bearing the stamp and sign of the entity to helpdesk.evoting@cdslindia.com
 - After receiving the login details they have to create a user who would be able to link the account(s) which they wish to vote on.
 - The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - They should upload a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, in PDF format in the system for the scrutinizer to verify the same.

In case of members receiving the physical copy:

Please follow all steps stated above to cast vote.

The voting period begins on 25th September, 2018 and shall remain open for 4 days i.e. up to 28th September, 2018. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 21.09.2018, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

- 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.co.in under help section or write an email to helpdesk.evoting@cdslindia.com.
- 13. Kindly note that the Shareholders can opt only one mode of voting i.e. either by physical Ballot or e voting. If you are opting for e-voting, then do not vote by Physical Ballot also and vice versa. However, in case the Shareholders cast their vote by Physical Ballot and e-voting, then voting done through valid Physical Ballot shall prevail and voting done by e-voting will be treated as invalid.
- 14. The voting period begins at 10.00 A.M. on 25th September, 2018 and ends at 5.00 P.M. on 28th September, 2018. The e-voting module shall also be disabled by CSDL for voting thereafter.
- 15. The Company has appointed Mr. R. Sivaram Reddy, Practising Company Secretary, Hyderabad, who in the opinion of the Board is a duly qualified person, as a Scrutinizer who will collate the electronic voting process in a fair and transparent manner. The Scrutinizer shall within 48 hours from the date of conclusion of the shareholders meeting, submit his report after consolidation of e-voting and the votes in the shareholders meeting, cast in favour of or against, if any, to the Chairman of the Company. Results will be uploaded on the company's website as well as intimated to the Stock Exchange (BSE).
- 16. The Scrutinizer will submit his report to the Chairman of the Company after completion of the scrutiny of the e-voting process and the results will be announced at the registered office of the Company situate at Survey No. 375, Manoharabad Village, Toopran Mandal, Medak District - 502 334, Telangana.

//By Order of the Board//
For INTEGRATED THERMOPLASTICS LIMITED

SURESHKUMAR SHASTRY VEMURI
WHOLE TIME DIRECTOR
DIN: 01788268

Place: Hyderabad
Date : 13.08.2018



ANNEXURE TO THE NOTICE

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 4

Mr. Sureshkumar Shastry Vemuri is a Whole Time Director of the Company. He has an excellent knowledge on the Industry of the company and their operations.

His current term of appointment as a Whole Time Director of the company has expired on 13.08.2018. In view of his experience on various aspects relating to the Company's affairs and long business exposure, the Board of Directors at its meeting held on 13.08.2018 considered that for smooth and efficient running of the administrative affairs of the company, the services of Mr. Sureshkumar Shastry Vemuri should be available for a further period of five years with effect from 25.03.2018.

Sri V. Suresh Kumar, (DIN No.01788268) aged about 44years, has obtained his degree i.e. B.E. in Computer Science and M.Sc. in Physics from BITS, Pilani. He got extensive experience in managing projects in VLSSL[UC1]. He has extensively travelled to Japan, Germany and USA and gained vast experience. His vast experience will be an added advantage to the growth of the company

Accordingly, in terms of the provisions of the Companies Act, 2013 and the articles of association of the Company, the Board of Directors have re-appointed him as a Whole Time Director of the Company for a further period of 5 years with effect from 13.08.2018.

The Board recommends the resolution set forth the notice for the approval of the members.

None of the directors or Key managerial personal are interested in the above resolution except Mr. Sureshkumar Shastry Vemuri and his relatives.

Item No. 5

The Board of Directors on the recommendation of the Nomination and Remuneration Committee, appointed Mr. Venkata Lakshmi Sajjala as an Independent Director with effect from 28th May, 2018 to hold office for a period of five consecutive years with effect from 28th May, 2018, not liable to retire by rotation, subject to approval by the members of the company at the ensuing Annual General Meeting.

The promoters of the company in their meeting held on 31.10.2017 appointed Mr. Venkata Lakshmi Sajjala as Director of the company and he holds office till the date of AGM and is eligible for being appointed as an Independent Director.

Mr. Venkata Lakshmi Sajjala is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has also given his consent to act as a Director of the Company. The Company has also received a declaration from Mr. Venkata Lakshmi Sajjala confirming that he meets the criteria of independence as prescribed under the Act and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In the opinion of the Board, Mr. Venkata Lakshmi Sajjala fulfills the conditions for his appointment as an Independent Director as specified in the Act and the SEBI (LODR) Regulations, 2015 and he is independent of the management. Considering his vast experience, his presence on the Board will be of immense value to the Company.

Brief Profile of Mr. Venkata Lakshmi Sajjala is given below:



Sri. S.V.Lakshmi Reddy (DIN No.07966611) aged about 69 years, has completed his degree i.e., B E in Mechanical Engineering. He got experience in PVC Extrusion filed for the past 5 years. His vast experience will be use full in the growth of the company.

A copy of the draft letter of appointment for Independent Directors setting out the terms and conditions for appointment of Independent Directors is available for inspection by the Members at the Registered Office of the Company on all working days between 10:00 am to 1:00 pm and is also available on the website of the Company [www. integratedthermo.com](http://www.integratedthermo.com)

Mr. Venkata Lakshmi Sajjala is not related to any Director and Key Managerial Personnel of the Company.

None of the Directors, Key Managerial Personnel and their relatives are concerned or interested in the above resolution.

The Board commends the resolution as set out in the notice for your approval.

Item No. 6

The Board of Directors on the recommendation of the Nomination and Remuneration Committee, appointed Mrs. Tulasi Sajjala as an Independent Director with effect from 28th May, 2018 to hold office for a period of five consecutive years with effect from 28th May, 2018, not liable to retire by rotation, subject to approval by the members of the company at the ensuing Annual General Meeting ('AGM').

The promoters of the company in their meeting held on 31.10.2017 appointed Mrs. Tulasi Sajjala as Director of the company and she holds office till the date of AGM and is eligible for being appointed as an Independent Director.

Mrs. Tulasi Sajjala is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has also given her consent to act as a Director of the Company. The Company has also received a declaration from Mrs. Tulasi Sajjala confirming that she meets the criteria of independence as prescribed under the Act and Securities and Exchange Board of India (LODR) Regulations, 2015.

In the opinion of the Board, Mrs. Tulasi Sajjala fulfils the conditions for her appointment as an Independent Director as specified in the Act and the SEBI (LODR) Regulations, 2015 and she is independent of the management. Considering her vast experience, her presence on the Board will be of immense value to the Company.

Brief Profile of Mrs. Tulasi Sajjala is given below:

Smt. Tulasi Sajjala (DIN No.07966633) aged about 65 years, she has completed B.A Degree and she has relevant experience in handling the business and the experience would be useful for effective operations of the company.

A copy of the draft letter of appointment for Independent Directors setting out the terms and conditions for appointment of Independent Directors is available for inspection by the Members at the Registered Office of the Company on all working days between 10:00 am to 1:00 pm and is also available on the website of the Company [www. integratedthermo.com](http://www.integratedthermo.com)

Mrs. Tulasi Sajjala is not related to any Director and Key Managerial Personnel of the Company.

None of the Directors, Key Managerial Personnel and their relatives are concerned or interested in the above resolution.

The Board commends the resolution as set out in this Notice for your approval



Item No. 7

The Board of Directors on the recommendation of the Nomination and Remuneration Committee, appointed Mrs. Aruna Sajjala as an Independent Director with effect from 28th May, 2018 to hold office for a period of five consecutive years with effect from 28th May, 2018, not liable to retire by rotation, subject to approval by the members of the company at the ensuing Annual General Meeting.

The promoters of the company in their meeting held on 31.10.2017 appointed Mrs. Aruna Sajjala as Director of the company and she holds office till the date of AGM and is eligible for being appointed as an Independent Director.

Mrs. Aruna Sajjala is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has also given her consent to act as a Director of the Company. The Company has also received a declaration from Mrs. Aruna Sajjala confirming that she meets the criteria of independence as prescribed under the Act and SEBI (LODR) Regulations, 2015.

In the opinion of the Board, Mrs. Aruna Sajjala fulfils the conditions for her appointment as an Independent Director as specified in the Act and the Listing Regulations and she is independent of the management. Considering her vast experience, her presence on the Board will be of immense value to the Company.

Brief Profile of Mrs. Aruna Sajjala is given below:

Smt. Aruna Sajjala (DIN No.07976311) aged about 57 years, she has completed B.A Degree and she is having experience in business field and her experience would be useful for effective operations of the company

A copy of the draft letter of appointment for Independent Directors setting out the terms and conditions for appointment of Independent Directors is available for inspection by the Members at the Registered Office of the Company on all working days between 10:00 am to 1:00 pm and is also available on the website of the Company [www. integratedthermo.com](http://www.integratedthermo.com)

Mrs. Aruna Sajjala is not related to any Director and Key Managerial Personnel of the Company.

None of the Directors, Key Managerial Personnel and their relatives are concerned or interested in the above resolution.

The Board commends the resolution as set out in this Notice for your approval.

//By Order of the Board//

For INTEGRATED THERMOPLASTICS LIMITED

SURESHKUMAR SHASTRY VEMURI
WHOLE TIME DIRECTOR
DIN: 01788268

Place: Hyderabad
Date : 13.08.2018