

12 December 2019

Corporate Service Department <b>BSE Limited</b> 25 <sup>th</sup> Floor, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai 400 001	The Listing Department <b>National Stock Exchange of India Ltd</b> Exchange Plaza, Plot no. C/1, G Block, Bandra-Kurla Complex, Bandra (E) Mumbai 400 051
<b>Script:</b> Equity 500135. NCDs 957238	<b>Trading Symbol:</b> ESSELPACK

**Ref.: Essel Propack Limited**

**Sub.: Declaration of result and voting of postal ballot.**

Dear Sirs,

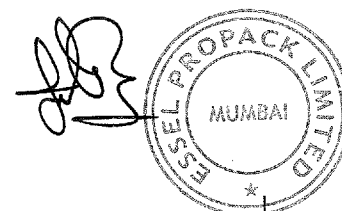
In reference to postal ballot notice dated 01 November 2019 seeking approval of members of the Company, submitted to you, this is to further inform you that based on the report dated 12 December 2019 submitted by Mr. Dharmesh Zaveri of D M Zaveri & Co., Practicing Company Secretary, the scrutinizer appointed under section 110 of the Companies Act 2013 read with the Rules, the result of the postal ballot is declared on 12 December 2019 and accordingly resolution as contained in the said postal ballot notice are declared as duly passed by the members of the Company with required majority.

Following is the detail voting result of the said postal ballot including e-voting.

Date of declaration of result of postal ballot	12 December 2019
Total number of shareholders as on 01 November 2019 (cutoff date for reckoning of voting rights of shareholders)	35546
No. of Shareholders present in the meeting either in person or through proxy.	Not applicable. Resolution passed through postal ballot
No. of Shareholders attended the meeting through Video Conferencing.	Not applicable. Resolution passed through postal ballot

Detail voting results are as under. Number of votes polled includes voting through e-voting.

<b>Item No. 1</b>	Ordinary Resolution pursuant to Regulation 31A and applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 and Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations 2018 (SEBI ICDR) to approve Reclassification of Promoter and Promoter Group to Public Shareholder.
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**ESSEL PROPACK LIMITED**  
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Senapati Bapat Marg, Lower Parel  
Mumbai 400 013, India  
T : +91-22-2481 9000 / 9200  
F : +91-22-2496 3137 | www.esselpropack.com

**Registered Office:**  
P. O. Vasind  
Taluka Shahpur  
Dist. Thane, Maharashtra 421 604, India  
CIN: L74950MH1982PLC028947

Resolutions required	As mentioned above
Mode of voting	Postal ballot including voting through electronic mode.
Votes casted in favours of the resolution	250633402
Votes casted against the resolution	3209
Result	Passed with required majority

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	23,65,53,956	236553956	100.00	236553956	-	100.00	-
	Postal Ballot		-	-	-	-	-	-
	Total		<b>236553956</b>	<b>100.00</b>	<b>236553956</b>	-	<b>100.00</b>	-
Public-Institutional holders	E-Voting	1,91,41,762	13615124	71.1279	13615124	-	100.00	-
	Postal Ballot		-	-	-	-	-	-
	Total		<b>13615124</b>	<b>71.1279</b>	<b>13615124</b>	-	<b>100.00</b>	-
Public-Non Institutions	E-Voting	5,97,09,557	131095	0.2196	127930	3165	97.5857	2.4143
	Postal Ballot		336436	0.5635	336392	44	99.9869	0.0131
	Total		<b>467531</b>	<b>0.7830</b>	<b>464322</b>	<b>3209</b>	<b>99.3136</b>	<b>0.6864</b>
Total	E-Voting	<b>315405275</b>	250300175	79.3583	250297010	3165	99.9987	0.0013
	Postal Ballot		336436	0.1067	336392	44	99.9869	0.0131
	Total		<b>250636611</b>	<b>79.4649</b>	<b>250633402</b>	<b>3209</b>	<b>99.9987</b>	<b>0.0013</b>

Total no. of shareholders taken is as on cut-off date 01 November 2019.

Enclosed herewith the above referred scrutinizer's report on postal ballot.

This is in compliance with the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 applicable laws and for your information.

Thanking you  
Yours faithfully  
For Essel Propack Limited

Suresh Savaliya  
Head - Legal & Company Secretary



Filed on online

**DS Dharmesh Zaveri**  
B.Com., F.C.S.

Office No.145, 1st Floor, Kesar Residency, Charkop Sector 3, Kandivali (W), Mumbai - 400 067

Email: dmz@dmzaveri.com Tel.: 022-28679660 Mobile: 98203 20503 Website: www.dmzaveri.com

**SCRUTINIZER REPORT ON POSTAL BALLOT**

[Pursuant to Section 110 of the Companies Act, 2013 read with rule 22 of the Companies (Management and Administration) Rules, 2014]

To,  
The Company Secretary  
Essel Propack Limited  
P.O. Vasind,  
Taluka Shahapur,  
Thane - 421604

**Sub: Report on passing of resolution through Postal Ballot Process**

Dear Sir,

I, Dharmesh Zaveri, proprietor of D. M. ZAVERI & Co., Practising Company Secretaries, Mumbai, was appointed as Scrutinizer in the Board Meeting held on Thursday, 22<sup>nd</sup> August, 2019 for the purpose of scrutinizing the physical postal ballot papers received by post and e-voting done through platform provided by National Securities Depository Limited, in a fair and transparent manner and ascertaining the requisite majority as per the provisions of Section 110 of the Companies Act 2013 read with Rule 22 and 20 of Companies (Management and Administration) Rules, 2014 (including any statutory modification or re-enactment thereof for time being in force as amended from time to time) by the Board of Directors of the Company on the resolution contained in the Postal Ballot Notice dated 1<sup>st</sup> November 2019 of the Company.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules framed thereunder relating to e-voting and voting done through postal ballot received on the resolution contained in the Notice dated 1<sup>st</sup> November 2019 of the Company. My responsibility as a scrutinizer for the e-voting and for the postal ballot voting is as per my engagement in this respect including to conduct e-voting, physical ballots voting process in fair and transparent manner and to make a Scrutinizer report of the Votes Cast "in favour" or "against" the resolution as stated below, based on the report generated from the e-voting system provided by National Securities Depository Limited ('NSDL'), the authorised agency engaged by the Company to provide e-voting facilities and for voting done by postal ballots.



# D. M. ZAVERI & Co.

## Company Secretaries

**DS Dharmesh Zaveri**  
B.Com., F.C.S.

Office No.145, 1st Floor, Kesar Residency, Charkop Sector 3, Kandivali (W), Mumbai - 400 067  
**Email:** dmz@dmzaveri.com **Tel.:** 022-28679660 **Mobile:** 98203 20503 **Website:** www.dmzaveri.com

I submit my report as under;

- 1.1. The Company has completed the dispatch/ e-mailing of Notice of Postal Ballot along with the Postal Ballot Forms and self-addressed pre-paid business reply envelopes through courier/ post on or around Thursday, 7<sup>th</sup> November 2019 to the members of the Company, whose names appeared on the register of Members/ List of beneficiaries and by emails to those members whose email ID are registered either with depositories or with the Company as on 1<sup>st</sup> November 2019.
- 1.2. As prescribed in the said Rules, the Company has also published an advertisement on Friday, 8<sup>th</sup> November 2019 and it carried the required information as specified in the said rules.
- 1.3. The Remote e-voting period commenced on 12<sup>th</sup> November 2019 (9:00 a.m.) and ended on 11<sup>th</sup> December 2019 (5.00 p.m.)
- 1.4. As mentioned in the Postal ballot notice all postal ballot forms received up to the closure of working hours i.e. 5.00 p.m. on Wednesday, 11<sup>th</sup> December 2019 being the last date and time fixed by the Company for receipt of the forms were considered and the e-voting module was disabled by National Securities Depository Limited for voting thereafter.
- 1.5. The particulars of all Postal ballot forms received from the members have been entered into register maintained for the same.
- 1.6. All postal ballot forms received up to close of working hours i.e. 5.00 P.M. on Wednesday, 11<sup>th</sup> December 2019 were duly opened in my presence and the same were scrutinized and processed with the computer statement containing the shareholders name, Folio Number/ Client ID No. / DP ID, Postal Ballot No, No of Shares held, No of votes polled, assented, dissented and rejected if any, were generated. The shareholding and the signature of shareholders who have exercised their vote through postal ballot were verified with the records maintained by the Registrar & Share Transfer Agent namely M/s. Bigshare Services Private Limited (BIGSHARE).
- 1.7. Envelopes containing postal ballot forms which were returned undelivered were not opened.
- 1.8. I have found 7 (Seven) ballot forms which were considered to be invalid due to either signature mismatch/ no signature.



# D. M. ZAVERI & Co.

## Company Secretaries

 Dharmesh Zaveri  
B.Com., F.C.S.

Office No.145, 1st Floor, Kesar Residency, Charkop Sector 3, Kandivali (W), Mumbai - 400 067  
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1.9. I have also received a complete record of votes cast by electronic mode from National Securities Depository Limited, the agency for providing and supervising electronic platform on Wednesday, 11<sup>th</sup> December 2019 at 5.15 p.m. and which was closed by NSDL on Wednesday, 11<sup>th</sup> December 2019 at 5.00 p.m.

1.10. The details containing *inter alia*, list of Equity shareholders, who voted "FOR"/ "AGAINST" of the resolution that was put to vote, were generated from the physical ballot forms received by post and from report generated from e-voting platform provided by National Securities Depository Limited is as under:

Mode of voting	Total valid votes	Votes in favour of Resolution			Votes against the Resolution			Invalid Votes	
		No of ballot / e-voting entry	Nos	% to total valid votes	No of ballot / e-voting entry	Nos	% to total valid votes	No of ballot / e-voting entry	Nos
<b>Item No 1: Reclassification of Promoter and Promoter Group to Public Shareholder. (Ordinary Resolution)</b>									
E-voting	25,03,00,175	145	25,02,97,010	99.9987	14	3,165	0.0013	0	0
Postal Ballot	3,36,436	54	3,36,392	99.9869	5	44	0.0131	7	4,620
<b>Total</b>	<b>25,06,36,611</b>	<b>199</b>	<b>25,06,33,402</b>	<b>99.9987</b>	<b>19</b>	<b>3,209</b>	<b>0.0013</b>	<b>7</b>	<b>4,620</b>

The ordinary resolution passed by requisite majority is as under;

Reference to provisions of Relevant Law	Type and description of Ordinary Resolution
<b>Ordinary Resolution:</b> Regulation 31A and applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015.	Approval for Reclassification of Promoter and Promoter Group to Public Shareholder.

1.11. The Register, all other papers and relevant record relating to postal ballot shall remain in our safe custody until the Company Secretary considers, approves and signs the Minutes and thereafter the same will be handed over to the Company.



# D. M. ZAVERI & Co.

Company Secretaries

**D** Dharmesh Zaveri  
B.Com., F.C.S.

Office No.145, 1st Floor, Kesar Residency, Charkop Sector 3, Kandivali (W), Mumbai - 400 067

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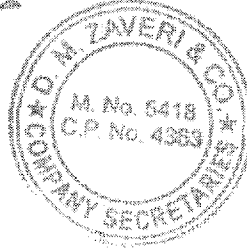
1.12. The above mentioned ordinary resolution is deemed to be passed by requisite majority as on the last date of receipt of postal ballot/ closing of e-voting i.e. 11<sup>th</sup> December 2019.

1.13. You may accordingly declare the results of voting by postal ballot.

For D. M. Zaveri & Co  
Practising Company Secretary



Dharmesh Zaveri  
(Proprietor)  
Membership No.: 5418  
C.P. No.: 4363  
Place: Mumbai  
Date: 12<sup>th</sup> December 2019



Company Secretary of the Company

Date of declaration of results: 12th December 2019

Date of the AGM/EGM/	
Total Number of Shareholders on record date i.e. 1st November 2019	35546
No. of shareholders present in the meeting either in person or through proxy:	
Promoter and Promoter Group:	
Public:	
No. of shareholders attended the the meeting through Video Conferencing:	Not Applicable
Promoter and Promoter Group:	Not Applicable
Public:	Not Applicable

**Resolution 1: Reclassification of Promoter and Promoter Group to Public Shareholder.**

Resolution required: Ordinary/Special

Ordinary

Whether promoter/promoter group are interested in the agenda/resolution?

No

Category	Mode of Voting	Total no. of shares held (1)	No. of Valid Votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	236,553,956	236,553,956	100.0000	236,553,956	-	100.0000	-
	Poll/Postal ballot		-	-	-	-	-	-
	<b>Total</b>		<b>236,553,956</b>	<b>100.0000</b>	<b>236,553,956</b>	-	<b>100.0000</b>	-
Public – Institutional holders	E-Voting	19,141,762	13,615,124	71.1279	13,615,124	-	100.0000	-
	Poll/Postal ballot		-	-	-	-	-	-
	<b>Total</b>		<b>13,615,124</b>	<b>71.1279</b>	<b>13,615,124</b>	-	<b>100.0000</b>	-
Public-Non Institutional	E-Voting	59,709,557	131,095	0.2196	127,930	3,165	97.5857	2.4143
	Poll/Postal ballot		336,436	0.5635	336,392	44	99.9869	0.0131
	<b>Total</b>		<b>467,531</b>	<b>0.7830</b>	<b>464,322</b>	<b>3,209</b>	<b>99.3136</b>	<b>0.6864</b>
Total	E-voting	315,405,275	250,300,175	79.3583	250,297,010	3,165	99.9987	0.0013
	Poll/Postal ballot		336,436	0.1067	336,392	44	99.9869	0.0131
	<b>Total</b>		<b>250,636,611</b>	<b>79.4649</b>	<b>250,633,402</b>	<b>3,209</b>	<b>99.9987</b>	<b>0.0013</b>

Handwritten signature and circular stamp of Essel Propack Limited, Mumbai.