



**ESSEL PROPACK**

EPL/LEGAL/2014  
October 17, 2014

**BSE Limited**

Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai – 400 001  
Fax: (022)- 2272 2037/39/41/61 or 2272 3121/3719  
**Company Scrip code: 500135**

**National Stock Exchange of India Limited**

Exchange Plaza, 5th Floor  
Plot No. C/1, G Block  
Bandra Kurla Complex, Bandra (E)  
Mumbai – 400 051  
Fax : 2659 8237 / 38 / 8191  
**Company Scrip code: ESSELPACK**

**Sub: Clause 35A of the Listing Agreement with the Stock Exchanges for voting results of the Extra-Ordinary General Meeting**

Dear Sir/Madam

In accordance with Clause 35A of the Listing Agreement with the Stock Exchanges, this is to inform you that the Members of the Company at the Extra-Ordinary General Meeting held on October 16, 2014 transacted the following business:

Sr.No	Description	Particulars		
1.	Date of the EGM	October 16, 2014		
2.	Total number of shareholders on record date	34,882		
3.	No. of shareholders present in the meeting either in person or through proxy:			
	<b>Category of Shareholders</b>	<b>In person</b>	<b>Proxy</b>	<b>Total</b>
	Promoters and Promoter Group	9	4	13
	Public	44	2	46
	<b>Total</b>	<b>53</b>	<b>6</b>	<b>59</b>
4.	No. of Shareholders attended the meeting through Video Conferencing – Not Applicable			



**Postal address:**  
**ESSEL PROPACK LIMITED**  
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Lower Parel, Mumbai 400 013,  
India.

**Phone:**  
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**Fax:**  
+91-22-2496 3137  
**Website:**  
www.esselpropack.com

**Regd. office :**  
**ESSEL PROPACK LIMITED**  
P.O. Vasind, Taluka Shahapur,  
Dist. Thane, Maharashtra 421 604,  
India.  
CIN No.: L74950MH1982PLC028947

**Outcome of the Extra-Ordinary General Meeting of the Members of the Company**

The Extra-Ordinary General Meeting of the Members of the Company was held on Thursday, October 16, 2014 at 12.00 noon at P.O. Vasind, Taluka Shahapur, District Thane, Maharashtra – 421604, India. The mode of voting was by way of Poll/E-Voting. The Members approved the special resolution for utilisation of Securities Premium Account as proposed in the Notice of Extra-Ordinary General Meeting with requisite majority. The result as per Clause 35A of the Listing Agreement with the Stock Exchanges is provided in Annexure 1.

Request you to kindly take the same on record.

Thanking you,  
Yours faithfully,

For ESSEL PROPACK LIMITED



**AJAY N. THAKKAR**  
**COMPANY SECRETARY & HEAD - LEGAL**

Encl: As above

Anneure 1

EsseL Propack Limited									
Clause 35A Summary EXTRA ORDINARY GENERAL MEETING HELD ON 16TH OCTOBER 2014									
Special Resolution - Utilisation of Securities Premium Account									
Promoter/Public	No. of shares held (1)	No. of 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	
		Physical Ballot	E-voting						
Promoter and Promoter Group	96,028,173	-	96,028,173	100.0000	96,028,173	-	100.0000	0.0000	
Public - Institutional holders	20,194,613	126,409	2,941,369	15.1912	3,067,798	-	100.0000	0.0000	
Public-Others	40,878,499	464,972	14,529	1.1730	478,401	1,100	99.7706	0.2294	
<b>Total</b>	<b>157,101,285</b>	<b>591,381</b>	<b>98,984,091</b>	<b>63.3630</b>	<b>99,574,372</b>	<b>1,100</b>	<b>99.9989</b>	<b>0.0011</b>	

CERTIFIED TRUE COPY  
FOR ESSEL PROPACK LIMITED

*(Signature)*  
TANUJ THAKKAR

COMPANY SECRETARY & HEAD - LEGAL

**FORM No. MGT-13**

**Report of Scrutinizer**

*[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2)  
of the Companies (Management and Administration) Rules, 2014]*

To,  
The Chairman  
Extra Ordinary General Meeting of the Equity Shareholders  
of **Essel Propack Limited**  
held on 16<sup>th</sup> October, 2014 at,  
P.O. Vasind, Taluka: Shahapur,  
District: Thane, Maharashtra - 421604

Dear Sir,

I, **Dharmesh Zaveri, proprietor of D. M. ZAVERI & CO, Company Secretaries, Mumbai** appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the Extra Ordinary General Meeting of the Equity Shareholders of Essel Propack Limited, held on Thursday, 16<sup>th</sup> October, 2014 at P.O. Vasind, Taluka: Shahapur, District: Thane, Maharashtra - 421604 submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, ballot box kept for polling were locked in my presence with due identification marks placed by me.
2. The locked ballot boxes were subsequently opened in my presence and in presence of two witnesses and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
3. We did not find any poll papers invalid.



4. The result of the Poll is as under:

**a) Special Resolution: -**

Utilisation of Securities Premium Account.

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by Proxy)	Number of votes cast by them	% of Total Number of valid votes cast
44	591381	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by Proxy)	Number of votes cast by them	% of Total Number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number votes cast by them
NIL	NIL



5. The Compact Disc (CD) containing a list of Equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
6. The Poll papers and all other relevant records were sealed and handed over to the Company Secretary authorised by the Board for safe keeping.

Thanking you,

**For D. M. Zaveri & Co  
Practising Company Secretary**



**Dharmesh Zaveri  
(Proprietor)**

**Membership No.: 5418  
C.P. No.: 4363**



**Place: Mumbai  
Date: 17<sup>th</sup> October 2014**

# DHARMESH ZAVERI

Practising Company Secretary

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

Office No 145, Kesar Residency, Charkop Sector 3, Kandivali (West), Mumbai – 400 067.  
(M). 98203 20503, E-mail. : dmz@dmzaveri.com

## Report of Scrutinizer

*[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(3)(xi)  
of the Companies (Management and Administration) Rules, 2014]*

To,  
The Chairman  
Extra Ordinary General Meeting of the Equity Shareholders of  
**Essel Propack Limited,**  
To be held on 16<sup>th</sup> October, 2014 at,  
P.O. Vasind, Taluka: Shahapur,  
District: Thane, Maharashtra - 421604

Dear Sir,

I, **Dharmesh Zaveri, proprietor of D. M. ZAVERI & CO, Company Secretaries, Mumbai,** was appointed as Scrutinizer by the Board of Directors for the Extra Ordinary General Meeting of the Equity Shareholders of Essel Propack Limited to be held on Thursday, 16<sup>th</sup> October, 2014 at P.O. Vasind, Taluka: Shahapur, District: Thane, Maharashtra - 421604 for the purpose of scrutinizing the e-voting process in a fair and transparent manner and ascertaining the requisite majority on E voting carried out as per the provisions of the Companies Act, 2013 read with Sub rule (xi) of Rule 20 of Companies (Management and Administration) Rules, 2014 on the below mentioned resolutions referred in my report.

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 voting through electronic means on the resolution contained in the Notice to the Extra Ordinary General Meeting ("EGM") of the members of the Company. My responsibility as a scrutinizer for the e-voting process is restricted 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 to provide e-voting facilities, engaged by the Company.





# DHARMESH ZAVERI

Practising Company Secretary

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

Office No 145, Kesar Residency, Charkop Sector 3, Kandivali (West), Mumbai – 400 067.  
(M). 98203 20503, E-mail : dmz@dmzaveri.com

Further to above, I submit my report as under

1. The e-voting period remained open from 9.00 AM on Friday, the 10<sup>th</sup> October 2014 up to 5.00 PM on Sunday, the 12<sup>th</sup> October 2014.
2. The Shareholders of the Company holding shares as on the "cut-off" date i.e Friday, 12<sup>th</sup> September 2014 were entitled to vote on the proposed resolution as mentioned in the Notice of the EGM.
3. The votes were unblocked on Monday, the 13<sup>th</sup> October, 2014 around 11.45 AM in the presence of two witnesses, namely Mrs. Dipti Zaveri and Mr. Shashank Palan who are not in employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

\_\_\_\_\_  
(Dipti Zaveri)

\_\_\_\_\_  
(Shashank Palan)

4. Thereafter the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from e-voting website of National Securities Depository Limited ([www.evoting.nsdl.com](http://www.evoting.nsdl.com)) and based on such reports generated;





# DHARMESH ZAVERI

Practising Company Secretary

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

Office No 145, Kesar Residency, Charkop Sector 3, Kandivali (West), Mumbai – 400 067.  
(M). 98203 20503, E-mail. : dmz@dmzaveri.com

5. The result of the e-voting is as under:

**a) Special Resolution: -**

Utilisation of Securities Premium Account.

(i) Voted in favour of the resolution:

Number of members Voted through e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
44	98982991	99.9989

(ii) Voted against the resolution:

Number of members Voted through e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
2	1100	0.0011

(iii) Invalid votes :

Total number of members whose votes were declared invalid	Total number votes cast by them
NIL	NIL



# DHARMESH ZAVERI

Practising Company Secretary

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

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(M). 98203 20503, E-mail. : dmz@dmzaveri.com

6. The Register, all other papers and relevant record relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Extra Ordinary General Meeting and thereafter the same will be handed over to the Company Secretary of the Company.

Thanking you,

For D. M. Zaveri & Co.  
Practising Company Secretary



Dharmesh Zaveri  
(Proprietor)



Membership No: 5418  
C. P. No.: 4363

Place: Mumbai  
Date: 13<sup>th</sup> October 2014

# DHARMESH ZAVERI

Practising Company Secretary

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

Office No 145, Kesar Residency, Charkop Sector 3, Kandivali (West), Mumbai - 400 067.  
(M). 98203 20503, E-mail. : dmz@dmzaveri.com

## Combined Report of Scrutinizer for e-voting & Poll

*[Pursuant to Section 108/109 of the Companies Act, 2013 and Rule 20(3)(xi)/  
21(2) of the Companies (Management and Administration) Rules, 2014]*

To,  
The Chairman  
Extra Ordinary General Meeting of the Equity Shareholders  
of **Essel Propack Limited**  
held on 16<sup>th</sup> October, 2014 at,  
P.O. Vasind, Taluka: Shahapur,  
District: Thane, Maharashtra - 421604

Dear Sir,

I, **Dharmesh Zaveri**, proprietor of **D. M. ZAVERI & CO, Company Secretaries, Mumbai**, was appointed as Scrutinizer for the Extra Ordinary General Meeting (EGM) of the Equity Shareholders of **Essel Propack Limited** held on Thursday, 16<sup>th</sup> October, 2014 at P.O. Vasind, Taluka: Shahapur, District: Thane, Maharashtra - 421604 for the purpose of scrutinizing the e-voting process in a fair and transparent manner and ascertaining the requisite majority on E voting carried out as per the provisions of the Companies Act 2013 read with Sub rule (xi) of Rule 20 of Companies (Management and Administration) Rules, 2014 by the Board of Director of the Company and the Chairman of the Extra Ordinary General Meeting has appointed me as the Scrutinizer on poll under the provisions of Section 109 of the Companies Act, 2014 read with Rule 21 of Companies (Management and Administration) Rules, 2014 on the resolution contained in the Notice to the EGM of the Company held on 16<sup>th</sup> October 2014.

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 voting through electronic means on the resolution contained in the Notice to the Extra Ordinary General Meeting of the members of the Company. My responsibility as a scrutinizer for the e-voting process and for the poll at the EGM is restricted to make a



# DHARMESH ZAVERI

Practising Company Secretary

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

Office No 145, Kesar Residency, Charkop Sector 3, Kandivali (West), Mumbai – 400 067.  
(M). 98203 20503, E-mail : dmz@dmzaveri.com

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 also at the time of poll at EGM.

At the EGM of the Company held on 16<sup>th</sup> October 2014, the chairman of the Company has suo moto called for a Poll to facilitate the members present in the meeting who could not participate in the e-voting to record their votes through the poll process.

I have issued separate Scrutinizer's Report dated 13<sup>th</sup> October 2014 on the e-voting and report dated 17<sup>th</sup> October 2014 on the Poll in MGT-13.





# DHARMESH ZAVERI

Practising Company Secretary

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

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(M). 98203 20503, E-mail. : dmz@dmzaveri.com

The Result of e-voting together with that of the Poll is as under;

Item no of Notice	Mode of voting	Votes in favour of Resolution		Votes against the Resolution		Invalid Votes	
		Nos	%	Nos	%	Nos	%
Item No 1 (Special Resolution)	E-voting	98982991	99.9989	1100	0.0011	NIL	NIL
	Poll	591381	100.0000	NIL	NIL	NIL	NIL
	<b>Total</b>	<b>99574372</b>	<b>99.9989</b>	<b>1100</b>	<b>0.0011</b>	<b>NIL</b>	<b>NIL</b>

The resolution as mentioned above passed under e-voting and poll with requisite majority.

The Register, all other papers and relevant record relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Extra Ordinary General Meeting and thereafter the same will be handed over to the Company Secretary of the Company.

For D. M. Zaveri & Co  
Practising Company Secretary



Dharmesh Zaveri  
(Proprietor)



Membership No.: 5418  
C.P. No.: 4363

Place: Mumbai  
Date: 17<sup>th</sup> October 2014