



new-age packaging solutions

B&A Packaging India Limited

113, Park Street, Kolkata : 700 016, India

Phone : 91 033 2217 8048/2226 9582

E-mail : contact@bampl.com, Website : www.bampl.com

CIN : L21021OR1986PLC001624 **10th September 2021**

BAPIL/KOL/DDC/863

To,
The General Manager,
Department of Corporate Affairs
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001

Dear Sir,

Scrip Code No. 523186

Sub: Proceeding of 35th Annual General Meeting (AGM) of B & A Packaging India Limited and Scrutinizer's Report

This is to inform you that the 35th Annual General Meeting (AGM) of B & A Packaging India Limited ("the Company") was duly convened on Thursday, 9th September 2021 through Video Conferencing (VC)/Other Audio Video Means (OAVM) at 11.30 AM (IST).

In this regard, please find enclosed the following:

- 1) Summary of the proceedings of the AGM of the Company as required under Regulation 30, Para A of Part A of Schedule - III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. - **Annexure – I**
- 2) Consolidated Scrutinizer's Report dated 10th September 2021 submitted by Mr. Tarun Chatterjee, Advocate pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014.- **Annexure II**

This is for your information and records.

Thanking you.

Yours faithfully,

For B & A Packaging India Limited

D. Chowdhury
Company Secretary



Encl: As stated above

Regd. Office : 21, Balgopalpur Industrial Area, Balasore - 756 020, Odisha, Phone : (06782) 275725 / 275142, Email : works@bampl.com
Corporate Office : 113, Park Street, (9th Floor), Kolkata - 700 016, Phone : (033) 2217 8048, 2265 7389, Email : contact@bampl.com
Branch Office : Jorhat : (0376) 230 0580 / 4673 (M) : 96780 84727 | Vadodara : 91638 29194 | Coimbatore : 98652 87933



Annexure-I

Summary of Proceedings of 35th Annual General Meeting (AGM) of B & A Packaging India Limited ('the Company') held on Thursday, 9th September 2021 at 11.30 AM (IST) through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM).

The 35th AGM of Members of the Company was held on Thursday, 9th September, 2021 through VC/OAVM at 11.30 AM (IST) in accordance with the circulars issued by Ministry of Corporate Affairs (MCA) and Securities and Exchange Board of India (SEBI) and as per applicable provisions of the Companies Act, 2013 read with the Rules framed thereunder.

DIRECTORS IN ATTENDANCE
Mr. Anjan Ghosh, joined over VC from Kolkata Non-Executive, Independent, Chairperson of Audit Committee and Nomination and Remuneration Committee
Mr. Basant Kumar Goswami, joined over VC from New Delhi Non-Executive, Independent
Mr. Amit Chowdhuri, joined over VC from Kolkata Non-Executive, Independent, Chairperson of Stakeholders Relationship Committee
Mr. Somnath Chatterjee, joined over VC from Kolkata Executive, Managing Director
OTHER ATTENDEES
Mr. Debdip Chowdhury, joined over VC from Kolkata Company Secretary
Mr. Goutamanshu Mukhopadhyay, joined over VC from Kolkata Chief Financial Officer
Mr. Amal Kumar Mohanty, joined over VC from Balasore VP-Works
Mr. Tapan Kumar Das, joined over VC from Kolkata Statutory Auditors, Representative of Ghosal, Basu & Ray, Chartered Accountants
Mr. Tarun Chatterjee, joined over VC from Kolkata Scrutinizer
Ms. Binita Pandey, joined over VC from Kolkata Secretarial Auditor, T. Chatterjee & Associates, Company Secretaries
QUORUM OF THE MEETING
A total of 26 members attended the meeting.

Mr. Anjan Ghosh, Director, Chaired the proceedings of the meeting. He informed that the AGM was conducted through VC/OAVM facility in accordance with the circulars issued by Ministry of Corporate Affairs (MCA) and Securities and Exchange Board of India (SEBI) and affirmed that all feasible efforts had been taken by the Company under the current circumstances to enable members to participant through Video Conference and vote at the AGM.

The requisite quorum being present, the meeting was called to order by the Chairman. Thereafter the Directors and Key Managerial Personnel introduced themselves. The Chairman of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee were present at the meeting. Mrs. Anuradha Farley, Director of the



Company could not attend the meeting due to health issues. The Chairman confirmed the presence of representative of Statutory Auditors, Secretarial Auditors and Scrutinizer for the remote e-voting during the AGM.

The Company Secretary provided general instructions to the Members regarding participation in the Meeting and informed that pursuant to the provisions of the Companies Act, 2013 and rules framed thereunder and SEBI (Listing Obligation and Disclosure Regulations, 2015, the Company had provided facility to the members to cast their vote through remote e-voting which commenced from Monday, 6th September 2021 [10.00 AM (IST)] and ended on Wednesday, 8th September, 2021 [17.00 PM (IST)]. During this period, all Members of the Company, holding shares either in physical form or in dematerialized mode, as on the cut-off date i.e. Thursday, 2nd September, 2021 had the opportunity to cast their votes electronically. The Members were informed that the facility for voting through e-voting system provided by Central Depository Services (India) Ltd. (CDSL) was made available during the AGM for Members who had not cast their votes prior to the meeting and they can cast their votes while at the same time participate in the proceedings.

He informed that the Statutory Registers under the Companies Act, 2013 and other documents as referred to in the AGM Notice had been kept open for electronic inspection by the Members at the website of the Company namely www.bampl.com.

Thereafter, the Chairman delivered his speech highlighting inter-alia current economic scenario, functioning of the Company and its adoptability in the COVID pandemic situation.

Thereafter, the Chairman of the Meeting resumed the proceedings of the Meeting and with the consent of the shareholders, the Notice convening the AGM and the Auditor's Report were taken as read.

The Agenda items of the Notice of 35th AGM were read for the information of the members as below:

Sl No.	Particulars	Type of Resolution
	<u>Ordinary Business</u>	
1.	Adoption of the Audited Financial Statements of the Company for the financial year ended 31 st March 2021 together with the Reports of the Directors and Auditors thereon.	Ordinary Resolution
2	Re-appointment Mrs. Anuradha Farley (DIN 06699021), who retires by rotation as a Director.	Ordinary Resolution
3	Fixation of remuneration of Statutory Auditors of the Company for the financial year ending 31 st March 2022.	Ordinary Resolution
	<u>Special Business</u>	
4	Appointment Mr. Somnath Chatterjee (DIN: 00172364) as Managing Director of the Company.	Ordinary Resolution

The Chairman announced that the e-voting facility has been activated and will be closed after 30 minutes from the conclusion of the Meeting. Thereafter he invited Members who had pre-



registered themselves as speaker, to raise queries, offer comments or seek clarification (if any) on the Company's accounts and business. One member has registered himself as a speaker and sought clarification on various issues which covered inter alia queries on Company's performance during the year, future outlook on business, Company's clients, product and geographies, emerging business opportunities, Capital Expenditure, etc. Company Secretary responded to the queries raised by the member and provided necessary clarifications wherever required. The Chairman thereafter thanked the member for raising meaningful and pertinent questions.

The Chairman announced that Mr. Tarun Chatterjee, Advocate was appointed as the Scrutinizer to scrutinize the e-voting process and requested the Members to continue to vote through electronic system, if not already voted through remote e-voting. He stated that e-voting results along with the Consolidated Scrutinizers Report shall be informed to BSE Ltd. and also be placed on website of the Company and on the website of CDSL, the e-voting agency.

Thereafter, Chairman thanked and expressed his gratitude towards all the stakeholders of the Company including the shareholders, partners, government, employees, customers, supplier, vendors, bankers and co-directors for their valuable contribution towards the Company's performance and declared the AGM as concluded at 11.45 AM (IST).

Post the conclusion of voting at the venue, the consolidated scrutinizer's report was received.

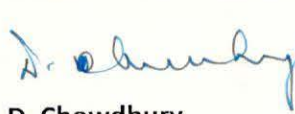
All the resolutions have been passed with requisite majority.

This is for your information and record.

Thanking you.

Yours faithfully,

For B & A Packaging India Limited


D. Chowdhury
Company Secretary



Tarun Chatterjee

M. Com, LLB, ACS
Advocate
Calcutta High Court

Office : "ABHISHEK POINT" (4th Floor)
152, S. P. Mukherjee Road, Kolkata - 700026
Phone : (033) 4060 5149 / 6459 7983
Mobile : 9433239319 / 9007429681
E-mail : tchatterjeeassociates@gmail.com
tcacorpadv@gmail.com

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Regulation 44(3) of the of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To

The Chairman of the 35th Annual General Meeting of

B&A Packaging India Limited

(CIN: L21021OR1986PLC001624)

Registered Office: 22, Balgopalpur Industrial Area Balasore,

Odisha - 756020

Sir,

1. I, Tarun Chatterjee, Advocate, has been appointed by the Board of Directors of B&A Packaging India Limited, (hereinafter referred as the Company) at its meeting held on 25th June 2021, as the Scrutinizer to scrutinize the remote e-Voting and electronic voting during the 35th Annual General Meeting (AGM) of the Company held through Video Conferencing (VC) / Other Audio Video Means (OAVM) on 9th September 2021, in a fair and transparent manner as per the provisions of Section 108 of the Companies Act, 2013 read with Rules 20 and 21 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Rules, 2015 and Secretarial Standards on General Meetings, on the resolutions contained in the Notice dated 25th June 2021 of the 35th AGM of the members of the Company.
2. The Company had provided remote e-voting facility for its members as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 which remained open from Monday, 6th September 2021 (10:00 A.M IST) to Wednesday, 8th September 2021 (17:00 P.M IST).
3. The Company had also provided e-voting facility to vote during the AGM for the members who attended the meeting through VC/OAVM and had not vote through remote e-voting, to cast their vote during the AGM.

4. After the closure of e-voting at the AGM, the report on voting done during the AGM and the votes cast under remote e-voting facility were unblocked on 9th September 2021 at 12.31 PM and were counted.
5. I have scrutinized and reviewed the remote e-voting prior and e-voting during the AGM and votes cast therein based on the data downloaded from the CDSL e-voting system.
6. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules thereto relating to remote e-voting and voting through electronic voting system during the AGM held on the resolutions contained in the Notice dated 25th June 2021 of the AGM of the members of the Company.
7. I do hereby submit the Consolidated Report of vote casted through electronic voting system during the meeting and on remote e-voting on the resolutions contained in the Notice dated 25th June 2021 of AGM.

Date of the AGM	09-09-2021
Total number of shareholders on record date	3684
No. of Shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	NOT APPLICABLE
No. of Shareholders attended the meeting through video Conferencing: Promoters and Promoter Group Public	1 25

ORDINARY BUSINESS

Item No. 1: Adoption of Audited Financial Statements for the year ended 31st March 2021 together with the reports of the Directors and Auditors thereon
Ordinary Resolution

“RESOLVED THAT the audited financial statement of the Company for the financial year ended 31st March 2021 and reports of the Directors and Auditors thereon laid before the meeting, be and are hereby considered and adopted.”

Resolution Required:					Ordinary Resolution			
Whether promoter/promoter group are interested in the resolution					No			
Category	Mode of Voting	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
Promoter and Promoter Group	E-Voting	3690114	3583714	97.1166	3583714	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	3690114	3583714	97.1166	3583714	0	100.00	0
Public-Institution	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public-Non Institution	E-Voting	1270386	1714	0.1349	1714	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1270386	1714	0.1349	1714	0	100.00	0
Total		4960500	3585428	72.2796	3585428	0	100.00	0

Item No. 2: To re-appoint Mrs. Anuradha Farley (DIN:06699021), who retires by rotation and being eligible, offers herself for re-appointment as a Director
Ordinary Resolution

“RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act’ 2013, Mrs. Anuradha Farley (DIN : 06699021), who retires by rotation at this meeting and being eligible has offered herself for re-appointment, be and is hereby re-appointed as Director of the Company, liable to retire by rotation.”

Resolution Required:					Ordinary Resolution			
Whether promoter/promoter group are interested in the resolution					No			
Category	Mode of Voting	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
Promoter and Promoter Group	E-Voting	3690114	3583714	97.1166	3583714	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	3690114	3583714	97.1166	3583714	0	100.00	0
Public-Institution	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public-Non Institution	E-Voting	1270386	1714	0.1349	1714	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1270386	1714	0.1349	1714	0	100.00	0
Total		4960500	3585428	72.2796	3585428	0	100.00	0

Item No. 3: To fix remuneration of Statutory Auditors
Ordinary Resolution

“**RESOLVED THAT** pursuant to the provisions of Sections 139,142 and other applicable provisions, if any, of the Companies Act’ 2013 read with Companies (Audit and Auditors), Rules, 2014 [including any statutory modification (s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force], M/s. Ghosal, Basu & Ray, Chartered Accountants (Registration No. 315080E) be paid such remuneration as shall be fixed by the Board of Directors of the Company for conducting the Statutory Audit of the Company for the financial year ending 31st March 2022.”

Resolution Required:					Ordinary Resolution			
Whether promoter/promoter group are interested in the resolution					No			
Category	Mode of Voting	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
Promoter and Promoter Group	E-Voting	3690114	3583714	97.1166	3583714	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	3690114	3583714	97.1166	3583714	0	100.00	0
Public-Institution	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public-Non Institution	E-Voting	1270386	1714	0.1349	1714	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1270386	1714	0.1349	1714	0	100.00	0
Total		4960500	3585428	72.2796	3585428	0	100.00	0

SPECIAL BUSINESS

Item No. 4: To re-appoint Mr. Somnath Chatterjee (DIN: 00172364) as a Managing Director of the Company
Ordinary Resolution

“RESOLVED THAT pursuant to sections 196,197 and 203 and other applicable provisions, if any, of the Companies Act, 2013 (hereinafter ‘the Act’) and Rules framed thereunder read with Schedule V of the Act’ (hereinafter ‘the Schedule’) the Company hereby approves the appointment of Mr. Somnath Chatterjee (DIN: 00172364) as a Managing Director of the Company for a period of three years with effect from 12th November 2020 upon terms and conditions as set out in the agreement between the Company and Mr. Somnath Chatterjee a copy whereof as placed before the meeting, such agreement be and is hereby specifically approved.

RESOLVED FURTHER THAT the Board of Directors/ Nomination and Remuneration Committee of Directors (hereinafter the Board/Committee) of the Company be and are hereby authorised to vary and/or increase remuneration and perquisites payable to Mr. Chatterjee as specified in the said agreement to the extent the Board/Committee may consider appropriate and as may be permitted or authorised in accordance with any provisions under the said Act’ or the Schedule for the time being in force provided, however, the remuneration and perquisites payable to Mr. Chatterjee shall be within the limits set out in the said Act’ and Schedule or any amendments or any modification thereto or statutory re-enactments thereof and/or any rules or regulations framed thereunder and for the time being in force and the terms of aforesaid agreement between the Company and Mr. Chatterjee shall be suitably modified to give effect to such variation or increase as the case may be, without further reference to the Shareholders in the General Meeting.

RESOLVED FURTHER THAT notwithstanding anything to the contrary contained herein, in the event of loss or inadequacy of profit in any financial year during the tenure of office of Mr. Chatterjee as Managing Director of the Company, the remuneration and perquisites as set out in the aforesaid agreement or with such variation and/or increase thereto as stated aforesaid, be paid to Mr. Chatterjee as minimum remuneration and perquisites subject to the ceiling provided in the said Act and/or the Schedule or any amendments or any modification thereto or statutory re-enactments thereof and/or any rules or regulations framed thereunder and for the time being in force.”



Resolution Required:					Ordinary Resolution			
Whether promoter/promoter group are interested in the resolution					Yes			
Category	Mode of Voting	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
Promoter and Promoter Group	E-Voting	3690114	3583714	97.1166	3583714	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	3690114	3583714	97.1166	3583714	0	100.00	0
Public-Institution	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public-Non Institution	E-Voting	1270386	1714	0.1349	1714	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1270386	1714	0.1349	1714	0	100.00	0
Total		4960500	3585428	72.2796	3585428	0	100.00	0

A compact Disc (CD) containing list of equity shareholders who vote "FOR" and "AGAINST" for each resolution is submitted with the report.

Thanking you,

Yours faithfully


Tarun Chatterjee - Advocate

Place: Kolkata

Date: 10th September 2021

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Sections 108 of the Companies Act, 2013 read with Rules 20 and 21(1) of the Companies (Management and Administration) Rules, 2014]

To
The Chairman of the 35th Annual General Meeting of
B&A Packaging India Limited
(CIN: L21021OR1986PLC001624)
Registered Office: 22, Balgopalpur Industrial Area Balasore,
Odisha - 756020

Sir,

1. I, Tarun Chatterjee, Advocate, has been appointed by the Board of Directors of B&A Packaging India Limited, (hereinafter referred as the Company) at its meeting held on 25th June 2021 as the Scrutinizer to scrutinize the remote e-Voting and electronic voting during the 35th Annual General Meeting (AGM) of the Company held through Video Conferencing (VC) / Other Audio Video Means (OAVM) on 9th September 2021 in a fair and transparent manner as per the provisions of Section 108 of the Companies Act, 2013 read with Rules 20 and 21 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Rules, 2015 and Secretarial Standards on General Meetings, on the resolutions contained in the Notice dated 25th June 2021 of the AGM of the members of the Company.
2. The Company had provided remote e-voting facility for its members as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 which remained open from Monday, 6th September 2021 (10:00 A.M IST) to Wednesday, 8th September 2021 (17:00 P.M IST).
3. The Company had also provided e-voting facility to vote during the AGM for the members who attended the meeting through VC/OAVM and had not voted through remote e-voting, to cast their vote during the AGM.

4. After the closure of e-voting at the AGM, the report on voting done during the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked on 9th September 2021 at 12.31 P.M. and were counted.
5. I have scrutinized and reviewed the remote e-voting prior and e-voting during the AGM and votes cast therein based on the data downloaded from the CDSL e-voting system.
6. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules thereto relating to remote e-voting and voting through electronic voting system during the AGM held on the resolutions contained in the Notice dated 25th June 2021 of the AGM of the members of the Company.
7. I do hereby submit the Consolidated Report of vote casted through electronic voting system during the meeting and on remote e-voting on the resolutions contained in the Notice dated 25th June 2021 of the AGM.



ORDINARY BUSINESS

Item No. 1: Adoption of Audited Financial Statements for the year ended 31st March 2021 together with the reports of the Directors and Auditors thereon

Ordinary Resolution

“RESOLVED THAT the audited financial statement of the Company for the financial year ended 31st March 2021 and reports of the Directors and Auditors thereon laid before the meeting, be and are hereby considered and adopted.”

(I) Vote **in favour** of the Resolution:

No. of members	No. of votes cast by them	% of total number of valid votes cast
26	3585428	100.00

(II) Vote **against** the Resolution:

No. of members	No. of votes cast by them	% of total number of valid votes cast
0	0	0



- Item No. 2: To re-appoint Mrs. Anuradha Farley (DIN:06699021), who retires by rotation and being eligible, offers herself for re-appointment as a Director
Ordinary Resolution

“RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act’ 2013, Mrs. Anuradha Farley (DIN : 06699021), who retires by rotation at this meeting and being eligible has offered herself for re-appointment, be and is hereby re-appointed as Director of the Company, liable to retire by rotation.”

- (I) Vote in favour of the Resolution:

No. of members	No. of votes cast by them	% of total number of valid votes cast
26	3585428	100.00

- (II) Vote against the Resolution:

No. of members	No. of votes cast by them	% of total number of valid votes cast
0	0	0



Item No. 3: To fix remuneration of Statutory Auditors
Ordinary Resolution

“RESOLVED THAT pursuant to the provisions of Sections 139,142 and other applicable provisions, if any, of the Companies Act’ 2013 read with Companies (Audit and Auditors), Rules, 2014 [including any statutory modification (s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force], M/s. Ghosal, Basu & Ray, Chartered Accountants (Registration No. 315080E) be paid such remuneration as shall be fixed by the Board of Directors of the Company for conducting the Statutory Audit of the Company for the financial year ending 31st March 2022.”

(I) **Vote in favour** of the Resolution:

No. of members	No. of votes cast by them	% of total number of valid votes cast
26	3585428	100.00

(II) **Vote against** the Resolution:

No. of members	No. of votes cast by them	% of total number of valid votes cast
0	0	0



SPECIAL BUSINESS

Item No. 4: To re-appoint Mr. Somnath Chatterjee (DIN: 00172364) as a Managing Director of the Company
Ordinary Resolution

“RESOLVED THAT pursuant to sections 196,197 and 203 and other applicable provisions, if any, of the Companies Act, 2013 (hereinafter ‘the Act’) and Rules framed thereunder read with Schedule V of the Act’ (hereinafter ‘the Schedule’) the Company hereby approves the appointment of Mr. Somnath Chatterjee (DIN: 00172364) as a Managing Director of the Company for a period of three years with effect from 12th November 2020 upon terms and conditions as set out in the agreement between the Company and Mr. Somnath Chatterjee a copy whereof as placed before the meeting, such agreement be and is hereby specifically approved.

RESOLVED FURTHER THAT the Board of Directors / Nomination and Remuneration Committee of Directors (hereinafter the Board/Committee) of the Company be and are hereby authorised to vary and/or increase remuneration and perquisites payable to Mr. Chatterjee as specified in the said agreement to the extent the Board/Committee may consider appropriate and as may be permitted or authorised in accordance with any provisions under the said Act’ or the Schedule for the time being in force provided, however, the remuneration and perquisites payable to Mr. Chatterjee shall be within the limits set out in the said Act’ and Schedule or any amendments or any modification thereto or statutory re-enactments thereof and/or any rules or regulations framed thereunder and for the time being in force and the terms of aforesaid agreement between the Company and Mr. Chatterjee shall be suitably modified to give effect to such variation or increase as the case may be, without further reference to the Shareholders in the General Meeting.

RESOLVED FURTHER THAT notwithstanding anything to the contrary contained herein, in the event of loss or inadequacy of profit in any financial year during the tenure of office of Mr. Chatterjee as Managing Director of the Company, the remuneration and perquisites as set out in the aforesaid agreement or with such variation and/or increase thereto as stated aforesaid, be paid to Mr. Chatterjee as minimum remuneration and perquisites subject to the ceiling provided in the said Act and/or the Schedule or any amendments or any modification thereto or statutory re-enactments thereof and/or any rules or regulations framed thereunder and for the time being in force.”

(I) Vote **in favour** of the Resolution:

No. of members	No. of votes cast by them	% of total number of valid votes cast
26	3585428	100.00

(II) Vote **against** the Resolution:

No. of members	No. of votes cast by them	% of total number of valid votes cast
0	0	0

A compact Disc (CD) containing list of equity shareholders who vote "FOR" and "AGAINST" for each resolution is submitted with the report.

Thanking you,
Yours faithfully


Tarun Chatterjee - Advocate 17/9/21

Place: Kolkata

Date: 10th September 2021