



new-age packaging solutions

**B & A Packaging India Limited**

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**Ref. No. BAPIL/KOL/DDC/1021**

**23 September 2016**

THE GENERAL MANAGER  
THE DEPARTMENT OF CORPORATE SERVICES  
BSE LIMITED.  
P.J. TOWERS, DALAL STREET  
MUMBAI – 400001

Dear Sir,

**Scrip Code No. 523186**

**Sub: Proceeding of Annual General Meeting – Regulation 30 of the SEBI (LODR) Regulations. 2015.**

Please find enclosed the summary proceedings of the 30<sup>th</sup> Annual General Meeting of the Company (marked as Annexure – I) held on Thursday, 22<sup>nd</sup> September 2016 at the Registered Office of the Company at Balgopalpur Industrial Area, Balasore – 756020, Odisha.

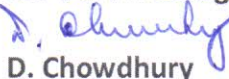
We also enclose the Report of the Scrutinizer (marked as Annexure – II) dated 23<sup>rd</sup> September 2016, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014.

The same is for your information and records.

Thanking you.

Yours faithfully,

For B & A Packaging India Ltd

  
D. Chowdhury

Company Secretary



Regd. Office : 22, Balgopalpur Industrial Area  
Balasore - 756 020, Odisha  
Tel : (06782) 275725 / 275142  
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### Summary of proceedings of the 30<sup>th</sup> Annual General Meeting

The 30<sup>th</sup> Annual General Meeting (AGM) of the Members of B & A Packaging India Limited ('the Company') was held on Thursday, 22<sup>nd</sup> September 2016 at 10.30 A.M at the Registered Office of the Company at 22, Balgopalpur Industrial Area, Balasore – 756020, Odisha.

Mr. Anjan Ghosh Chaired the meeting. The requisite quorum being present, the Chairman called the meeting to order. Thereafter, he introduced his colleagues on the Board of Directors of the Company who were present on the dais. All the directors of the Company except Mrs. A. Farley and Mrs. Gargi Barooah attended the meeting. The Chairman delivered his speech. Mr. D Chowdhury, Company Secretary read the Auditors' Report. The Chairman informed that the Company had provided the Members the facility to cast their vote electronically, on all resolutions set forth in the Notice. The Company had engaged the services of Central Depository Services (India) Limited (CDSL), the e-voting agency for providing remote e-voting facility. The remote e-voting facility was open for a period of 3 (three) days beginning from Monday, 19<sup>th</sup> September 2016 (10.00 A.M) to Wednesday, 21<sup>st</sup> September 2016 (5.00 P.M.). The "cut off" date, i.e. Thursday, 15<sup>th</sup> September 2016 was fixed for determining the eligibility of Members to vote through remote e-voting and voting through physical ballot process on the proposed 4 (four) resolutions as mentioned in the Notice of the Annual General Meeting of the Company. Members who were present at the AGM and had not cast their votes electronically were provided an opportunity to cast their votes at the meeting through ballot paper.

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The following items of business, as per the Notice of AGM dated 27<sup>th</sup> May 2016, were transacted at the meeting.

1. Adoption of Financial Statements of the Company for the financial year ended March 31, 2016 and the reports of the Board of Directors and Auditors thereon.
2. Declaration of Dividend on Equity Share of the Company.
3. Re-appointment of Mrs. Gargi Barooah (DIN: 01922307) who retires by rotation and, being eligible offers herself for re-appointment.
4. Re-appointment of M/s APS Associates, Chartered Accountants (FRN 306015E) as Statutory Auditors of the Company and fixing their remuneration.

The Board of Directors had appointed Mr. Ashok Kumar Daga, Practicing Company Secretary, (Membership Nos. FCS 2699) as the Scrutinizer to supervise the e-voting and ballot voting process. The Chairman authorized Mr. D Chowdhury, Company secretary and in his absence Mr. Somnath Chatterjee, Wholetime Director to declare the results of voting on Friday, 23<sup>rd</sup> September at the corporate Office of the Company at 113 Park Street, 9<sup>th</sup> Floor, Kolkata - 700016. The scrutinizers report was received and accordingly all the resolutions as set out in the notice were declared as passed. This is for your information and record.

Thanking you.

Yours faithfully,  
for B & A Packaging India Ltd



D. Chowdhury  
Company Secretary







**Ashok Kumar Daga**

B. Com. (H), LLB., FCS  
Practising Company Secretary

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### Scrutinizer's Report

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

Name of the Company	<b>B &amp; A PACKAGING INDIA LIMITED</b>
Meeting	30 <sup>th</sup> Annual General Meeting
Date & Time	Thursday, 22 <sup>nd</sup> September, 2016 at 10.30 a.m
Venue	<b>22,Balgopalpur Industrial Area, Balasore, Odisha-756020</b>

To  
The Chairman, 30<sup>th</sup> Annual General Meeting  
B & A PACKAGING INDIA LIMITED  
22,Balgopalpur Industrial Area,  
Balasore, Odisha-756020

#### 1. Appointment as Scrutinizer

I was appointed as Scrutinizer for the remote e-voting as well as the voting to be conducted at the 30<sup>th</sup> Annual General Meeting (AGM) of the B & A Packaging India Limited (herein after referred to as the Company) held on Thursday, 22<sup>nd</sup> September, 2016 at 10.30 A.M., at 22,Balgopalpur Industrial Area, Balasore, Odisha-756020.

  
**ASHOK KUMAR DAGA**  
Practising Company Secretary  
FCS-2699 & CP-2948

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## **2. Dispatch of Notice Convening the meeting**

The Company has informed that, on the Basis of the Register of Members and the list of Beneficiary owners made available by the depositories viz, CENTRAL DEPOSITORIES SERVICES (INDIA) LIMITED (CDSL), the Company completed dispatch of the Notice of the AGM;

- By Registered Post to 2784 members

## **3. Cut-off Date**

The Voting rights were reckoned as on 15<sup>TH</sup> September, 2016, being the cut-off date for the purpose of deciding the entitlements of members at the remote e-voting and voting at the meeting.

## **4. Remote E-Voting:**

### **4.1 Agency:**

The Company had appointed CDSL as the agency for providing the remote e-voting platform.

### **4.2 Remote e-voting:**

Remote e-voting platform was open from 10.00 am on Monday, 19<sup>th</sup> September 2016, to 5.00 pm on Wednesday, 21<sup>st</sup> September 2016, and members were required to cast their vote electronically conveying their assent or dissent in respect of the Ordinary Resolution, on the e-voting platform provided by CDSL.

## **5. Voting at the AGM:**

5.1 As prescribed under Rule 20(4)(xiii) of the Companies (Management and Administration) Amendment Rules, 2015, for the purpose of ensuring that the members who have cast their votes through remote e-voting do not vote again at the general meeting, the scrutinizer shall have access after closure of period of remote e-voting and before the start of the general meeting, to only such details relating to members who have cast their vote through remote e-voting, such as

  
ASHOK KUMAR DAGA  
Practicing Company Secretary  
FCS-2699 & CP-2948

their names , folios, number of shares held but not the manner in which they have voted.

5.2 Accordingly, CDSL, the e-voting agency provided us with the names, DP Id / folio numbers and the shareholding of the members who had cast their votes through remote e-voting.

5.3 At the AGM, the Company has also provided the facility for voting by Ballot Paper to the members attending the Meeting who have not casted their vote by Remote E-voting. The Chairman of the AGM has also appointed me as a Scrutinizer for the same.

## **6. Counting Process**

6.1 On Completion of voting at the meeting, CDSL provided us with the List of Members who had cast their votes, with their holding details and details of the Vote on each of the Resolutions.

6.2 The votes were reconciled with the Records maintained by the Company and RTA with respect to the authorizations/ proxies lodged with the company.


6.3 I unblocked the e-voting results on the CDSL E- voting platform before Mr. Dipankar Mukherjee and Ms. Upasana Mukherji. Also after conclusion of the AGM, the Ballot box was unlocked before Mr. Dipankar Mukherjee and Ms. Upasana Mukherji and downloaded the Remote E-voting results and counted physical ballot voting held at AGM.

## **7. Results**

7.1 I observed that

- a) 14 members had casted their votes through the Ballot- voting facility provided at the meeting.
- b) 10 members had cast their votes through remote e- voting.

7.2 The Consolidated Results with respect to each item on the agenda set out in the notice of 30<sup>th</sup> AGM dated 27<sup>th</sup> May, 2016 is enclosed.

  
ASHOK KUMAR DAGA  
Practicing Company Secretary  
FCS-2699 & CP-2948



7.3 Based on aforesaid results, Ordinary Resolutions contained in Item No.1 to 4 of the Notice dated 27<sup>th</sup> May, 2016 has been passed with requisite majority.

7.4 Soft copy of the list of members who have voted through remote e-voting containing details of voting on each resolution will be emailed to company after the announcement of Results.

Dated: 23<sup>rd</sup> September, 2016,  
Place : Kolkata

  
ASHOK KUMAR DAGA  
Practicing Company Secretary  
FCS-2899 & CP-2948

**Item No.1:-**

**"RESOLVED THAT** the Financial Statements of the Company comprising of Profit & Loss Account for the year ended 31<sup>st</sup> March, 2016, the Balance Sheet as on that date and notes to the accounts together with the Reports of the Directors and the Auditors thereon be and is hereby adopted."

	NUMBER OF MEMBERS			NUMBER OF VOTES CONTAINED IN			%AGE	
	REMOTE EVOTING	BALLOT VOTING AT AGM	TOTAL	REMOTE E-VOTING	BALLOT VOTING AT AGM	TOTAL	% OF TOTAL VOTES CASTED	% OF TOTAL NO. OF ISSUED SHARES
ASSENT	10	14	24	3584814	14	3584828	100	72.27
DISSENT	0	0	0	0	0	0	0	0
INVALID	0	0	0	0	0	0	0	0
TOTAL	10	14	24	3584814	14	3584828	100	72.27

Based on aforesaid Results, Ordinary Resolution Contained in Item no. 1 of the Notice dated 27<sup>th</sup> May, 2016 has been passed with requisites majority.

**Item No.2**

**"RESOLVED THAT** pursuant to the recommendation made by the Board of Directors of the Company, a dividend at the rate of Re. 0.50 per equity share of Rs. 10 each, absorbing Rs.24,80,250 (Twenty Four Lacs Eighty Thousand Two Hundred Fifty) only be paid out of the profits of the Company for the financial year ended 31<sup>st</sup> March, 2016 to the equity shareholders of the Company whose names stand registered in the Company's Register of Members after giving effect to valid transfers in physical form lodged with the Company or the Share Transfer Agents of the Company till end of business hours on 15<sup>th</sup> September, 2016 or their mandates."

	NUMBER OF MEMBERS			NUMBER OF VOTES CONTAINED IN			%AGE	
	REMOTE EVOTING	BALLOT VOTING AT AGM	TOTAL	REMOTE E-VOTING	BALLOT VOTING AT AGM	TOTAL	% OF TOTAL VOTES CASTED	% OF TOTAL NO. OF ISSUED SHARES
ASSENT	10	14	24	3584814	14	3584828	100	72.27
DISSENT	0	0	0	0	0	0	0	0
INVALID	0	0	0	0	0	0	0	0
TOTAL	10	14	24	3584814	14	3584828	100	72.27

Based on aforesaid Results, Ordinary Resolution Contained in Item no. 2 of the Notice dated 27<sup>th</sup> May, 2016 has been passed with requisites majority.

  
**ASHOK KUMAR DAGA**  
 Practicing Company Secretary  
 FCS-2699 & CP-2948



### **Item No.3**

**"RESOLVED THAT** Mrs. Gargi Barooah (DIN 01922307) who retires by rotation at this Annual General Meeting be and is hereby re-appointed a Director in the Company."

	NUMBER OF MEMBERS			NUMBER OF VOTES CONTAINED IN			%AGE	
	REMOTE EVOTING	BALLOT VOTING AT AGM	TOTAL	REMOTE E-VOTING	BALLOT VOTING AT AGM	TOTAL	% OF TOTAL VOTES CASTED	% OF TOTAL NO. OF ISSUED SHARES
ASSENT	10	14	24	3584814	14	3584828	100	72.27
DISSENT	0	0	0	0	0	0	0	0
INVALID	0	0	0	0	0	0	0	0
TOTAL	10	14	24	3584814	14	3584828	100	72.27

Based on aforesaid Results, Ordinary Resolution Contained in Item no. 3 of the Notice dated 27<sup>th</sup> May, 2016 has been passed with requisites majority.

### **Item No.4**

**"RESOLVED THAT** M/s. APS Associates, Chartered Accountants (Registration No. 306015E), Kolkata, Statutory Auditors of the Company, who retire in this Annual General Meeting being eligible offer themselves for reappointment, be and are hereby appointed Statutory Auditors of the Company, who shall hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting at a remuneration to be decided by the Board of Directors of the Company in consultation with the Auditors."

	NUMBER OF MEMBERS			NUMBER OF VOTES CONTAINED IN			%AGE	
	REMOTE EVOTING	BALLOT VOTING AT AGM	TOTAL	REMOTE E-VOTING	BALLOT VOTING AT AGM	TOTAL	% OF TOTAL VOTES CASTED	% OF TOTAL NO. OF ISSUED SHARES
ASSENT	10	14	24	3584814	14	3584828	100	72.27
DISSENT	0	0	0	0	0	0	0	0
INVALID	0	0	0	0	0	0	0	0
TOTAL	10	14	24	3584814	14	3584828	100	72.27

Based on aforesaid Results, Ordinary Resolution Contained in Item no. 4 of the Notice dated 27<sup>th</sup> May, 2016 has been passed with requisites majority.

  
ASHOK KUMAR DAGA  
Practicing Company Secretary  
FCS-2699 & CP-2948