

12 August 2017

Corporate Service Department BSE Limited 25 th Floor, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai 400 001	The Listing Department National Stock Exchange of India Ltd Exchange Plaza, Plot no. C/1, G Block, Bandra-Kurla Complex, Bandra (E) Mumbai 400 051
corp.relations@bseindia.com	cmlist@nse.co.in
Scrip: Equity 500135. NCDs 951429 & 951430	Trading Symbol: ESSELPACK

Ref.: Essel Propack Limited

Sub.: Declaration of voting result of Postal Ballot.

Dear Sir,

In reference to postal ballot notice dated 5 July 2017 seeking approval of members of the Company, submitted to the exchange.

This is to inform the exchange that pursuant to Regulation 44(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, based on the report submitted by Mr. Dharmesh Zaveri of M/s. D. M. Zaveri & Co., the scrutinizer appointed for this purpose, Mr. Ashok Goel, Chairman & Managing Director of the Company has declared the result and accordingly resolution as contained in postal ballot notice is declared as duly passed by the members of the Company as special resolution, without any modification.

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

Date of declaration of result of postal ballot	12 August 2017
Total number of shareholders as on 5 July 2017 (cutoff date for reckoning of voting rights of shareholders)	32,336
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.

Item No. 1	Approval under section 186 and applicable provisions of the Companies Act, 2013 to make investment, give loans, guarantees and provide securities.	
Resolution required	Special Resolution	
Mode of voting	Postal ballot including voting through electronic mode.	



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




Votes casted in favors of the resolution	11,09,67,943
Votes casted against the resolution	39,01,415
Result	Passed with required majority

Resolution 1: Approval for Loan, Investments, Guarantee and Security.								
Resolution required: Ordinary/Special				Special				
Whether promoter/promoter group are interested in the agenda/ 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	896,87,993	896,84,993	99.9967	896,84,993	-	100.0000	-
	Postal ballot		-	-	-	-	-	
	Total		896,84,993	99.9967	896,84,993	-	100.0000	-
Public - Institutional holders	E-Voting	308,51,320	153,32,510	49.6981	115,36,616	37,95,894	75.2428	24.7572
	Postal ballot		-	-	-	-	-	
	Total		153,32,510	49.6981	115,36,616	37,95,894	75.2428	24.7572
Public-Non Institutional	E-Voting	366,19,305	98,04,726	26.7747	97,10,005	94,721	99.0339	0.9661
	Postal ballot		47,129	0.1287	36,329	10,800	77.0842	23
	Total		98,51,855	26.9034	97,46,334	1,05,521	98.9289	1.0711
Total	E-voting	1571,58,618	1148,22,229	73.0614	1109,31,614	38,90,615	96.6116	3.3884
	Postal ballot		47,129	0.0300	36,329	10,800	77.0842	23
	Total		1148,69,358	73.0914	1109,67,943	39,01,415	96.6036	3.3964


Total no. of shareholders taken are as on cut-off date 5 July 2017.

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

This is for your information and in compliance with the provision of Listing Agreement.

Thanking you,

Yours faithfully,
For EsseL Propack Limited


Suresh Savaliya
Head - Legal & Company Secretary
Filed on online



D. M. ZAVERI & Co.

Company Secretaries

SS 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]

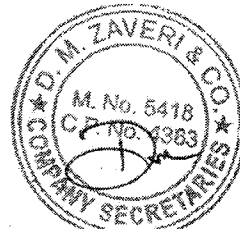
To,
The Chairman,
Essel Propack Limited
P.O. Vasind,
Taluka Shahapur,
Thane - 421604

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 Tuesday, 23rd May, 2017 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 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 5th July, 2017 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 5th July ,2017 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.

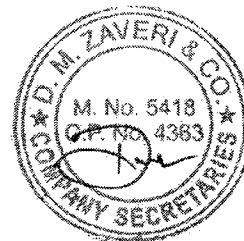
Company Secretaries

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 on Wednesday, 12th July, 2017 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 5th July, 2017.
- 1.2. As prescribed in the said Rules, the Company has also published an advertisement on Thursday, 13th July, 2017 and it carried the required information as specified in the said rules.
- 1.3. As mentioned in the Postal ballot notice all postal ballot forms received upto the closure of working hours i.e. 5.00 p.m. on Friday, 11th August, 2017 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.
- 1.4. The particulars of all Postal ballot forms received from the members have been entered into register maintained for the same.
- 1.5. All postal ballot forms received upto close of working hours i.e. 5.00 P.M. on Friday, 11th August, 2017 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).
- 1.6. Envelopes containing postal ballot forms which were returned undelivered were also not opened.
- 1.7. I have found 5(Five) ballot forms which were considered invalid due to either signature mismatch/ no signature/ not voted and duplicate voting.



D. M. ZAVERI & Co.

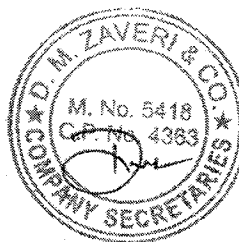
Company Secretaries

DS Dharmesh Zaveri
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- 1.8. 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 Friday, 11th August, 2017 at 6.30 p.m. and which was closed by NSDL on Friday, 11th August, 2017 at 5.00 p.m.
- 1.9. 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
Item No 1 : Approval for Loan, Investment, Guarantee and Security (Special Resolution)									
E-voting	114822229	208	110931614	96.61	54	3890615	3.39	0	0
Postal Ballot	47129	60	36329	77.08	3	10800	22.92	5	158
Total	114869358	268	110967943	96.60	57	3901415	3.40	5	158



D. M. ZAVERI & Co.

Company Secretaries

CS Dharmesh Zaveri
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The special resolution passed by requisite majority is as under;

Reference to provisions of Companies Act, 2013	Type and description of special resolution
Special Resolution pursuant to Section 186 and other applicable provisions of Companies Act, 2013 and the rules made thereunder.	Approval to make investments, give loans, guarantees and provide securities

- 1.10. The Register, all other papers and relevant record relating to postal ballot shall remain in our safe custody until the Chairperson considers, approves and signs the Minutes and thereafter the same will be handed over to the Company.
- 1.11. The above mentioned special 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. 11th August, 2017.
- 1.12. 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: 12th August, 2017.

