

BAPIL/KOL/DDC/474

10th November 2023

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: Revised Proceeding of 1st Extraordinary General Meeting of B & A Packaging India Limited for the financial year 2023-24 and Scrutinizer's Report

This is to inform you that the 1st Extraordinary General Meeting (EGM) of B & A Packaging India Limited ("the Company") for the financial year 2023-24 was duly convened on Friday, 10th November 2023 at the Corporate Office of the Company at 113, Park Street, 9th Floor, Kolkata-700016, West Bengal at 12.30 PM (IST).

In this regard, please find enclosed the following:

- 1) Summary of the proceedings of the EGM 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 November 2023 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

Note- This revised proceeding is filed due to an error in recording a name among the other attendees in the said proceeding which were filed earlier with the exchange on 10th November 2023.

Annexure-I

Summary of Proceedings of 1st Extraordinary General Meeting (EGM) of B & A Packaging India Limited ('the Company') for the financial year 2023-24 held on Friday, 10th November 2023 at 12.30 PM (IST) at the Corporate Office of the Company at 113, Park Street, 9th Floor, Kolkata-700016, West Bengal.

The EGM of Members of the Company was held on Friday, 10th November 2023 at the Corporate Office of the Company at 113, Park Street, 9th Floor, Kolkata-700016, West Bengal at 12.30 PM (IST).

DIRECTORS IN ATTENDANCE
Mr. Anjan Ghosh, Non-Executive, Independent, Chairman of Audit Committee and Nomination and Remuneration Committee
Mr. Amit Chowdhuri, Non-Executive, Independent, Chairman of Stakeholders Relationship Committee
Mr. Somnath Chatterjee, Executive, Managing Director
Mr. Dhruva Jyoti Dowerah, Additional Director
OTHER ATTENDEES
Mr. D. Chowdhury, Company Secretary
Mr. Goutamanshu Mukhopadhyay, Chief Financial Officer
Mr. Tarun Chatterjee, Advocate, Scrutinizer (E-voting and venue ballot voting)
QUORUM OF THE MEETING
A total of 35 members in person and 2 proxy members attended the meeting.

Mr. Anjan Ghosh, Director was elected by the shareholders to Chair the proceedings of the meeting. The requisite quorum being present, the meeting was called to order by the Chairman. Thereafter, he introduced his colleagues on the Board and Key Managerial Personnel of the Company who were present on the dias and welcomed all the shareholders of the Company attending the EGM. It was recorded that the Chairman of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee were present at the meeting. However, Mrs. Anuradha Farley and Mr. Basant Kumar Goswami, Directors of the Company could not attend the meeting due to their pre-occupation. The Statutory Auditors, M/s Ghosal, Basu & Ray were exempted to attend the meeting. The Chairman confirmed the presence of representative of Secretarial Auditors and Scrutinizer for the remote e-voting and ballot voting at the EGM.

Mr. D. Chowdhury informed that the Statutory Registers under the Companies Act, 2013, and other documents as referred to in the EGM Notice dated 4th October 2023 calling the EGM were kept open for inspection by the Members present at the meeting.

The Notice calling the EGM was taken as read with the consent of the Shareholders.

Thereafter, 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 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 Tuesday, 7th November 2023 [10.00 AM (IST)] to Thursday, 9th November 2023 [05.00 PM (IST)]. The “cut off” date, i.e. Friday, 3rd November 2023 was fixed for determining the eligibility of Members to vote through remote e-voting and voting through physical ballot process on the proposed 2 (two) resolutions as mentioned in the Notice of the EGM. Members who were present at the EGM and had not cast their votes electronically would be provided an opportunity to cast their votes at the meeting through ballot paper.

The following items of the business as per Notice dated 4th October 2023 was transacted at the meeting:

Sl No.	Particulars	Type of Resolution
	<u>Special Business</u>	
1.	Appointment of Mr. Parthapratim Sengupta (DIN: 08273324) as an Independent Director of the Company for a term of 5 (five) consecutive years with effect from 1st January 2024 till 31st December 2028.	Special Resolution
2.	Appointment of Mr. Dhruva Jyoti Dowerah (DIN: 07432518) as an Additional Director of the Company upto the date of next Annual General Meeting of the Company.	Ordinary Resolution

Thereafter, the Chairman invited Members seeking clarification, if any. The Chairman thereafter thanked the Members.

The Chairman announced for the ballot voting process to start and 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.

After conclusion of ballot voting, Chairman thanked and expressed his gratitude towards all the stakeholders of the Company and declared the EGM as concluded at 01.00 PM (IST).

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



New-age Packaging Solution

B&A Packaging India Limited

Corporate Office- 113, Park Street, 9th Floor, Kolkata- 700016

Phone- (033) 226-9582, 2265-7389, 2217-8048/6815

Fax- (033) 2265-1388, E-mail- cosect@bampl.in

Website- <https://www.bampl.com>, CIN-L21021OR1986PLC001624

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, FCS
Advocate
Calcutta High Court

Kolkata Office : "ABHISHEK POINT" 4th Floor,
152, S. P. Mukherjee Road, Kolkata - 700026
Phone : (033) 4060 5149 / 2465 0061
Mobile : 9433239319 / 9007429681
E-mail : tchatterjeeassociates@gmail.com

Delhi Office : 1209, 12th Floor, Ansal Tower,
38 Nehru Place, New Delhi, Delhi - 110019

CONSOLIDATED SCRUTINIZER'S REPORT

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

To
The Chairman of the 1st Extra Ordinary General Meeting
for the financial year 2023-24 of
B & A Packaging India Limited
(CIN: L21021OR1986PLC001624)
Registered Office: 22, Balgopalpur Industrial Area,
Balasore - 756020, Odisha

Sir,

1. I, Tarun Chatterjee, Advocate, has been appointed as a Scrutinizer by the Board of Directors of B & A Packaging India Limited, (**hereinafter referred as the Company**) at its meeting held on 4th October 2023, to scrutinize the remote e-voting and voting by ballot at the venue of the 1st Extra-Ordinary General Meeting of the Company for the financial year 2023-24 (**EOGM**) 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 Meeting and read with Regulation 44(1) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR") on the resolutions contained in the notice dated 4th October 2023 calling the EOGM of the members of the Company held on Friday, 10th November 2023 at 12:30 PM(IST), at the Corporate Office of the Company at 113, Park Street, 9th Floor, Kolkata - 700016, West Bengal and to give the Scrutinizer's Report to the Chairman.
2. After the declaration of vote by ballot by the Chairman, the ballot box kept for voting was locked in the presence of the members present with due identification mark placed by me.
3. The locked ballot box was subsequently opened in the presence of the following two witnesses not in the employment of the Company:
 - a. Mr. Dipankar Mukherjee
 - b. Mr. Joydeep Barua



4. None of the ballot was incomplete, and / or otherwise found defective.
5. The ballots were diligently scrutinized. The ballots were reconciled with the records maintained by the Registrar and Share Transfer Agent of the Company and the authorizations/ proxies lodged with the Company.
6. The Company had also 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 Tuesday, 7th November 2023 at 10.00 AM (IST) and ended on Thursday, 9th November 2023 at 5.00 PM (IST).
7. The votes cast were unblocked on 10th November 2023 at 1.02 pm in the presence of two witnesses, viz Mr. Dipankar Mukherjee and Mr. Joydeep Barua, who are not in the employment of the Company. They have given confirmation that the votes were unblocked in their presence.
8. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules thereto relating to e-voting and voting by ballot at the EOGM on the resolutions contained in the Notice dated 4th October 2023 of the EOGM of the members of the Company.

My responsibility as a Scrutinizer of remote e-voting and voting by ballot is limited to prepare and submit the Scrutinizer's report of the votes casted "in favour" or "against" the resolutions passed by the members of the Company, as required under the Act.

9. I do hereby submit the Consolidated Report of the vote casted by ballot at the EOGM venue and by the remote e-voting on the resolutions contained in the Notice dated 4th October 2023 of the EOGM of the members and voting result in the format prescribed by SEBI under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Date of the EOGM	10-11-2023
Total number of shareholders on record date	4126
No. of Shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	3
Public:	34
No. of Shareholders attended the meeting through video Conferencing:	NOT APPLICABLE
Promoters and Promoter Group	
Public	



SPECIAL BUSINESS

Item No. 1: Appointment of Mr. Parthapratim Sengupta (DIN: 08273324) as an Independent Director of the Company for a term of 5 (five) consecutive years with effect from 1st January 2024 till 31st December 2028

“RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (the Act’) and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force], Mr. Parthapratim Sengupta (DIN: 08273324) being eligible and in respect of whom the Company has received a notice in writing under Section 160 of the Act’ from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office with effect from 1st January 2024 for a term upto 31st December 2028 on the Board of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised, empowered and directed to do all such acts, deeds, matters and things as may be considered requisite, desirable, appropriate or necessary to give effect to the aforesaid resolution and to authorize any Director or Key Management Personnel to sign, seal, deliver all documents, applications, papers and deeds and perform all matters, acts or things and to take all such steps as may be necessary or desirable to give effect to this resolution.”



Resolution Required:					Special 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	97.12	3583714	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		3690114	3583714	97.12	3583714	0	100.00
Public-Institution	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		0	0	0.00	0	0	0.00
Public-Non Institution	E-Voting	1270386	1910	0.15	1910	0	100.00	0.00
	Poll		1027	0.08	1027	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		1270386	2937	0.23	2937	0	100.00
Total		4960500	3586651	72.30	3586651	0	100.00	0.00

Item No. 2: Appointment of Mr. Dhruva Jyoti Dowerah (DIN: 07432518) as an Additional Director of the Company upto the date of next Annual General Meeting of the Company

"RESOLVED THAT pursuant to provisions of Sections 149,150 and other applicable provisions, if any, of the Companies Act' 2013 (the Act') and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI-LODR") [including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force], Mr. Dhruva Jyoti Dowerah (DIN: 07432518) who was appointed as an Additional Director of the Company with effect from 11th August 2023 by the Board of Directors of the Company ("the Board") and who holds such office upto the date of next Annual General Meeting and whose appointment requires approval of the Shareholders of the Company in terms of Regulation 17(1C) of SEBI-LODR within three months from the date of his appointment and who is otherwise eligible and in respect of whom the Company has received a notice in writing under Section 160 of the Act' from a member proposing his candidature for the office of Director, be and is hereby appointed in such capacity.

RESOLVED FURTHER THAT the Board be and is hereby authorised, empowered and directed to do all such acts, deeds, matters and things as may be considered requisite, desirable, appropriate or necessary to give effect to the aforesaid resolution and to authorize any Director or Key Management Personnel to sign, seal, deliver all documents, applications, papers and deeds and perform all matters, acts or things and to take all such steps as may be necessary or desirable to give effect to this resolution."



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	97.12	3583714	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		3690114	3583714	97.12	3583714	0	100.00
Public-Institution	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		0	0	0.00	0	0	0.00
Public-Non Institution	E-Voting	1270386	1910	0.15	1910	0	100.00	0.00
	Poll		1027	0.08	1027	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		1270386	2937	0.23	2937	0	100.00
Total		4960500	3586651	72.30	3586651	0	100.00	0.00

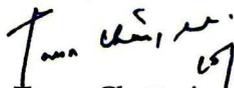
Total Number of Ballots Rejected

Number of Ballots rejected	Reason of Rejection
NIL	Not Applicable

10. A list of equity shareholders who voted "FOR" and "AGAINST" for each resolution is submitted with the report.
11. The Ballots and all other relevant records were sealed and handed over to the Company Secretary authorised by the Board for safe keeping.

Thanking you,

Yours faithfully


Tarun Chatterjee
Advocate (Wb 2068)
10/11/2023

Place: Kolkata

Date: 10th November 2023