



new-age packaging solutions

B&A Packaging India Limited

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

CIN : L21021OR1986PLC001624

BAPIL/KOL/DDC/372
28th September, 2020

To,
The General Manager,
The Department of Corporate Services,
BSE Limited,
P.J. Towers, Dalal Street,
Mumbai-400001.

Dear Sir,

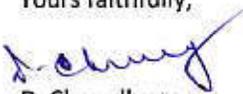
Sub: Proceeding of 34th Annual General Meeting (AGM) and Scrutinizer's report

Please find enclosed the followings:

- 1) Summary of the proceedings of the AGM of the Company held on Monday, 28th September 2020 through Video Conference (VC)/ other Audio Visual Means (OAVM)- **Annexure - I**
- 2) Consolidated Scrutinizer Report dated 28th September, 2020 on remote e-voting and voting during AGM, submitted by Mr. Tarun Chatterjee, Advocate, Kolkata appointed as Scrutinizer of the AGM - **Annexure II.**

This is for your information and record.

Thanking you.
Yours faithfully,


D. Chowdhury
Company Secretary

Encl: As above



Summary of Proceedings of 34th AGM of B & A Packaging India Limited held on Monday, 28th September 2020 at 11.30 A.M. through Video Conferencing/ Other Audio-Visual Means (OAVM)

The 34th Annual General Meeting (AGM) of Members of the Company was held on Monday, 28th September, 2020 through Video Conferencing/Other Audio-Visual Means at 11.30 a.m. IST.

Mr. Anjan Ghosh, Director, Chaired the proceedings of the Meeting. He informed that the AGM was conducted through VC / O AVM 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 participate 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 the Company Secretary introduced themselves. The Chairman of the Audit committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee were present at the meeting. Leave of absence was granted to Mrs. Anuradha Farley and Mr. Basant Kumar Goswami, Directors of the Company. The Chairman confirmed the presence of representatives of Statutory Auditors, Secretarial Auditors and Scrutinizer for the remote e-voting and 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 Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided facility to the members to cast their vote through remote e-voting which commenced from Friday, 25th September, 2020 (10.00 a.m. IST) and ended on Sunday, 27th September, 2020 (17.00 p.m. 1ST). 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. Monday, 21st September, 2020, 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,

for B & A Packaging India Ltd.

[Signature]
Company Secretary

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 34th AGM were read for the information of the members as below:

Sr. No.	Particulars	Type of Resolution
Ordinary Business		
1.	Adoption of Audited Financial Statements, Reports of the Directors and Auditors for the financial year 2019-20.	Ordinary Resolution
2.	Re-appointment of Mr. Somnath Chatterjee, Director (DIN 00172364) who retires by rotation	Ordinary Resolution
3.	Fixation of remuneration of M/s Ghosal, Basu & Ray, Chartered Accountants, (Registration No: 315080E) for the financial year ending 31st March 2021	Ordinary Resolution
Special Business		
4.	Re-appointment of Mr. Somnath Chatterjee (DIN: 00172364) as Whole Time 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 speakers, to raise queries, offer comments or seek clarifications (if any) on the Company's accounts and businesses. Company Secretary informed that no member has registered himself as a speaker or had seek any clarification.

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 shareholders for attending the meeting and declared the meeting as concluded at 12.00 noon.

Tarun B & A Packaging India Ltd.

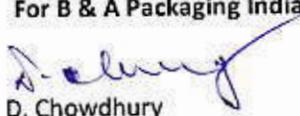
T. Chatterjee
Company Secretary

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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
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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
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, (**herein after referred as the Company**) at its meeting held on 11th August 2020, as the Scrutinizer to scrutinize the remote e-Voting and electronic voting during the 34th Annual General Meeting (**AGM**) of the Company held through Video Conferencing (VC) / Other Audio Video Means (OAVM) on 28th September 2020, 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 11th August 2020 of the 34th 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 Friday, 25th September 2020 (10:00 A.M IST) to Sunday, 27th September 2020 (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 28th September 2020 at 12.30 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 11th August 2020 of the AGM of the members of the Company.

My responsibility as a Scrutinizer of remote e-voting and e-voting during the AGM is limited to prepare and submit the Scrutinizer's report of the votes casted "in favour" or "against" the resolutions by 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 11th August 2020 of AGM.

Date of the AGM	28-09-2020
Total number of shareholders on record date	2572
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	3 22



ORDINARY BUSINESS

Item No. 1: Adoption of Financial Statements for the year ended 31st March 2020

Ordinary Resolution

“**RESOLVED THAT** the audited financial statement of the Company for the financial year ended 31st March 2020 and reports of Board 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	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
Public-Institution	E-Voting	300000	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		300000	0	0	0	0	0
Public-Non Institution	E-Voting	970386	1614	0.1663	1614	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		970386	1614	0.1663	1614	0	100
Total		4960500	3585328	72.2776	3585328	0	100	0

Item No. 2: To re-appoint Mr. Somnath Chatterjee, who retires by rotation and being eligible, offers himself for re-appointment as a Director
Ordinary Resolution

“RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act’ 2013, Mr. Somnath Chatterjee (DIN 00172364), who retires by rotation at this meeting and being eligible has offered himself 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	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
Public-Institution	E-Voting	300000	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		300000	0	0	0	0	0
Public-Non Institution	E-Voting	970386	1614	0.1663	1614	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		970386	1614	0.1663	1614	0	100
Total		4960500	3585328	72.2776	3585328	0	100	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 2021.”

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	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
Public-Institution	E-Voting	300000	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		300000	0	0	0	0	0
Public-Non Institution	E-Voting	970386	1614	0.1663	1614	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		970386	1614	0.1663	1614	0	100
Total		4960500	3585328	72.2776	3585328	0	100	0

SPECIAL BUSINESS

Item No. 4: To re-appoint Mr. Somnath Chatterjee as a Whole Time 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 re-appointment of Mr. Somnath Chatterjee (DIN: 00172364) as a Whole Time Director of the Company for a period of three years with effect from 27th March 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 amendment or any modification thereto or statutory re-enactment thereof and/or any rule or regulation 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 Whole Time 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 amendment or any modification thereto or statutory re-enactment thereof and/or any rule or regulation framed thereunder and for the time being in force.”



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	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	0
Public-Institution	E-Voting	300000	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	300000	0	0	0	0	0	0
Public-Non Institution	E-Voting	970386	1614	0.1663	1614	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	970386	1614	0.1663	1614	0	100	0
Total		4960500	3585328	72.2776	3585328	0	100	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: 28-09-2020