



DUROPACK LIMITED

(Mfrs. of Flexible Laminates Pouches & Holographic Products)
Admin. Office: B-4/160, Safdarjung Enclave, New Delhi-110029 (INDIA)
Tel.: 011-26181611, 41359339, e-mail: info@duropackindia.com
Website: www.duropackindia.com, CIN: L74899DL1986PLC025835

02nd September, 2024

BSE Limited

Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai-400 001

Scrip Code: 526355

Dear Sir,

Subject: Outcome of the Board Meeting of Duro Pack Limited held on Monday, 02nd September 2024

The decisions and outcome of the Meeting of the Board of Directors of the Company duly held on Monday, 02nd September 2024 which began at 04:30 P.M. and concluded at 05:30 P.M. are as follows:-

With reference to above cited Subject and Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD1/P/CIR/2023/123 dated July 13, 2023. We wish to inform you that following are the agenda of today meeting:

1. Appointment of Additional - Non-Executive & Independent Directors

- a) Based upon the recommendation of Nomination and Remuneration Committee and subject to the approval of shareholders by means of special resolution passed at 36th Annual General Meeting (AGM) to be held on Saturday, 28th September, 2024 at 10:00 A.M through Video Conferencing (“VC”)/ Other Audio Visual means (“OAVM”) hereof, **Mr. Udai Nath Piplani (DIN:10753360)** be and is hereby appointed as an Additional Director designated as Non-Executive & Independent Director of the Company to hold office for the first term of five consecutive years commencing from 02nd September 2024 to 01st September 2029 and whose office shall not be liable to retire by rotations.
- b) Based upon the recommendation of Nomination and Remuneration Committee and subject to the approval of shareholders by means of special resolution passed at 36th Annual General Meeting (AGM) to be held on Saturday, 28th September, 2024 at 10:00



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A.M through Video Conferencing (“VC”)/ Other Audio Visual means (“OAVM”) hereof, **Mr. Shekhar Singal (DIN-00564384)** be and is hereby appointed as an Additional Director designated as Non-Executive & Independent Director of the Company to hold office for the first term of five consecutive years commencing from 02nd September 2024 to 01st September 2029 and whose office shall not be liable to retire by rotations.

The details required under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with applicable SEBI Circulars, are given in **Annexure A**.

Mr. Udai Nath Piplani and Mr. Shekhar Singal have confirmed that they meet the criteria of ‘Independence’ under the provisions of the Companies Act, 2013 and the SEBI (LODR) Regulations, 2015. Further, in terms of BSE Circular bearing Reference No. LIST/COMP/14/2018-19 dated June 20, 2018, we have received confirmations from Mr. Udai Nath Piplani and Mr. Shekhar Singal, that they are not debarred from accessing capital markets and / or restrained from holding the office of directors by virtue of any order of the SEBI or any other such authority.

The composition of the Board of Directors of the Company is in compliance with the requirements prescribed under the Companies Act, 2013 and SEBI Listing Regulations.

2. To appoint Mr. Vivek Jain as Managing Director and Mr. Vineet Jain as Whole-time Director for the period of 5 year.

a) Subject to the approval of shareholders by means of special resolution passed at 36th Annual General Meeting (AGM) on Saturday, 28th September, 2024 at 10:00 A.M through Video Conferencing (“VC”)/ Other Audio Visual means (“OAVM”) hereof, Re-appointment of Mr. Vivek Jain (DIN: 01753065) as an Managing Director on the Board of Directors of the Company for a term of 5 (Five) years w.e.f. 01st April, 2024 to 31st March, 2029, and whose office shall be liable to retire by rotations .

b) Subject to the approval of shareholders by means of special resolution passed at 36th Annual General Meeting (AGM) on Saturday, 28th September, 2024 at 10:00 A.M through Video Conferencing (“VC”)/ Other Audio Visual means (“OAVM”) hereof, Re-appointment of Mr. Vineet Jain (DIN: 01823758) as a Whole-time Director and designated as CFO on the



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Board of Directors of the Company for a term of 5 (Five) years w.e.f. 01st April, 2024 to 31st March, 2029, and whose office shall be liable to retire by rotations

The detailed disclosures as required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, is enclosed as **Annexure B**.

The composition of the Board of Directors of the Company is in compliance with the requirements prescribed under the Companies Act, 2013 and SEBI Listing Regulations.

3. To consider and approve the draft Boards' Report for the Financial Year ended on 31st March 2024.

Pursuant to the provisions of Section 134 of the Companies Act, 2013 and rules and regulation made there under and other applicable provisions of the Companies Act, 2013 (including any statutory modifications or enactment thereof for the time being in force), Draft Board Report for the financial year ended on 31st March, 2024 as placed before the Board for their perusal and consideration be and are hereby approved.

4. To consider and approve remote e-voting facility and e-voting facility at the forthcoming annual general meeting to be held through video conferencing ("VC")/ other audio-visual means ("OAVM")

Pursuant to the provisions of Sections 108 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and the Secretarial Standard on General Meetings issued by the Institute of Companies Secretaries of India and in terms of MCA Circulars and SEBI Circulars, The Board be and is hereby accorded to appoint National Securities Depository Limited (NSDL) as the authorized agency for facilitating voting through electronic means by providing e-voting platform, for 36th Annual General Meeting (AGM) to be held on Saturday, 28th September, 2024 at 10:00 A.M through Video Conferencing ("VC")/ Other Audio Visual means ("OAVM").



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5. Approval of draft notice for calling of the Annual General Meeting.

The draft notice for 36th Annual General Meeting of the Company is proposed to be convened on Saturday, 28th September, 2024 at 10:00 A.M through Video conferencing (VC) / Other Audio visual Means (OAVM) as placed before the Board for their perusal and consideration be and are hereby approved and the same be signed by Ms. Anju, Company Secretary & Compliance Officer of the Company.

6. To approve the re-appointment of various auditors for the financial year 2024-2025

a) To appointment of Internal auditor of the Company

Pursuant to the provisions of Section 138 of the Companies Act, 2013, read with Rule 13 of the Companies (Accounts) Rules, 2014 and on the basis of the recommendation of the Audit Committee of the Company, the Board of Directors be and is hereby appointed **M/s Akhilesh Agarwal & Associates., Chartered Accountants, New Delhi**, as Internal Auditor of the Company for the financial year 2024-2025 at a remuneration of such sum as may be decided by the Board on recommendation of Audit Committee

b) To re-appointment of Secretarial auditor of the Company

pursuant to the provisions of Section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rule 2014, the approval of the Board of Directors of the Company be and are hereby accorded for the re-appointment of **Mr. Deepak Gupta (C.P No. 4629), Partner of DR Associates, Company Secretaries** as Secretarial Auditor of the Company to conduct secretarial audit for the financial year 2024-2025 at a remuneration decided by the Board.

7. Noted Completion of Tenure / Cessation of Independent Directors

Mr. Sharad Aggarwal (DIN: 00629816), Mr. Krishan Kumar Gupta (DIN: 00241744) and Mr. Vikram Vijh (DIN 00939819), having successfully completed 2 terms of 5 years each of being associated with the Company in the capacity of Independent Directors of the Company, shall



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retire from the office of Independent Directors with effect from the closure of 25th September 2024 on account of completion of their tenure.

The Company places on record its sincere appreciation for the contributions made by Mr. Sharad Aggarwal (DIN: 00629816), Mr. Krishan Kumar Gupta (DIN: 00241744) and Mr. Vikram Vih (DIN 00939819), during their tenure on the Board of the Company.

The details required under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with applicable SEBI Circulars, are given in **Annexure C**

8. Reconstitution of Committees

In view of the above appointments and completion of tenure of Directorship, the Board approved reconstitution of following committees with effect from 02nd September, 2024:

- a) Audit Committee
- b) Stakeholders Relationship Committee

You are requested to take the above information on record.

Yours truly
For Duro Pack Limited

Anju
(Company Secretary & Compliance Officer)

Encl. as above



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Annexure A

Disclosure under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Brief Profile of Mr. Udai Nath Piplani and Mr. Shekhar Singal

Name	<u>Mr. Udai Nath Piplani</u>	<u>Mr. Shekhar Singal</u>
DIN	10753360	00564384
Father Name	Prem Nath Piplani	Jagdish Rai Singal
Date of Birth	14/07/1966	23/12/1978
Date of Appointment	02 nd September, 2024	02 nd September, 2024
Address	A-56/10, DLF City Phase-1 Near Mega Mall, Sikanderpur Ghosi (68) DLF QE, Haryana- 122002	1508 B, Beverly Park-2, MG Road, Near MG Road Metro Station, DLF Phase-2, Chakarpur Gurgaon - 122002
Educational Qualification	Bachelor of Commerce & LLB	MBA in General Administration
Email	upiplani@gmail.com	md.office@eastmanglobal.com
PAN	AAPPP4186R	ADVPS8313A
Reason for Change viz. appointment, resignation, removal, Death or otherwise	Mr. Udai Nath Piplani (DIN:10753360) appointed as Additional Directors designated as Non-Executive & Independent Directors of the Company	Mr. Shekhar Singal (DIN-00564384) appointed as Additional Directors designated as Non-Executive & Independent Directors of the Company
Term and Condition of Appointment or Re-appointment	As per Company's Nomination and Remuneration (NRC) Policy	As per Company's Nomination and Remuneration (NRC) Policy
Period of Appointment	5 years i.e. 02 nd September 2024 to 01 st September 2029	5 years i.e. 02 nd September 2024 to 01 st September 2029



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Remuneration last drawn	NA	NA	
Remuneration sought to be paid	As per the Term and Condition of Appointment	As per the Term and Condition of Appointment	
Directorship in other Companies	NA	Company	Designation
		Eastman Finvest Private Limited	Director
		Eastman Power Technologies Private Limited	Director
		Darshana Singal Foundation	Director
		Eastman Auto & Power Limited	Managing Director
		Eastman New Energy Private Limited	Director
		Praxis Batteries Limited	Director
		Eastman Cast And Forge Ltd	Director
		Eastman Industries Limited	Managing Director
Member/Chairman of Committees of the Board of Directors of other Public Limited Companies, in which he is a Director.	NA	One(1)	
		Name of Company	Eastman Auto & Power Limited
		Name of Committee	Corporate Social Committee (CSR) Committee
		Designation	Chairman



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Member/Chairman of Committees of the Board of Directors of the Company	NA	NA
Number of shares held in the Company	914	-
Brief Profile	<p>Mr. Udai Nath Piplani has done his Bachelor of Commerce & LLB from Guru Nanak Dev University, He has a vast business experience of 40 years in export import & international trade.</p> <p>He has rich expertise in the field of Management, Finance, Accounting and Human Resources & international trade.</p> <p>He is the Founder and Managing Partner of a firm named Lakshmi Handicrafts providing services in relation to exports of Fabrics and Leather Accessories.</p> <p>He has extensive knowledge of Business Dynamics.</p> <p>Mr. Udai Nath Piplani is also engaged in social services and advisor to various charitable & Non Charitable organizations and foundations.</p>	<p>Mr. Shekhar Singal has done Bachelor of Commerce from Panjab University, Later he did his post-graduation in MBA, General Management from Institute of Management Technology, Ghaziabad.</p> <p>He has a rich expertise in the field of Management, Finance, Accounting and Human Resources, amongst the others. He has a vast business experience of 24 years and has been the Founder and Managing Directors & Directors of various entities including but not limited to Eastman Auto & Power Limited, Eastman Industries Limited, Eastman Cast And Forge Ltd & Praxis Batteries Limited Further, He has been Managing Director and Board Member of Eastman Auto & Power Limited, Eastman Industries Limited for a period of over 5 years.</p> <p>He is a dynamic business leader and steadfast administrator. He is powering and accelerating the strategy, mission, and further growth of Eastman Auto & Power Limited (EAPL).</p>



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Relationship with directors and KMPs	None of the Directors of the Company are inter-se related to Mr. Udai Nath Piplani	Mr. Vineet Jain Directors of the Company are inter-se related to Mr. Shekhar Singal, As Mr Shekhar Singal is Brother-in-law of Mr. Vineet Jain
No. of Board Meeting Attend	NA	NA
Information as required under BSE circular Number LIST/COM/14/2018-19 and NSE circular no. NSE/CML/2018/24 dated June 20, 2018	Mr. Udai Nath Piplani is not debarred from holding the office of Director pursuant to any SEBI Order or Order of any such authority.	Mr. Shekhar Singal is not debarred from holding the office of Director pursuant to any SEBI Order or Order of any such authority.



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Annexure B

Disclosure under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Brief Profile of Mr. Vivek Jain and Mr. Vineet Jain

Name	<u>Mr. Vivek Jain</u>	<u>Mr. Vineet Jain</u>
DIN	01753065	01823758
Father Name	Late. Shri V.K.Jain	Late. Shri V.K.Jain
Date of Birth	13-09-1963	03-03-1967
Email	vivekjain@duropackindia.com	vineetjain@duropackindia.com
PAN	AAGPJ2741P	AAGPJ2742Q
Date of Appointment	23 rd October 1986	23 rd October 1986
Address	3123, Sector D, Pocket 3, Vasant Kunj, South Delhi, New Delhi 110070	3194, Sector D, Pocket 3, Vasant Kunj, South Delhi, New Delhi 110070
Educational Qualification	Mechanical Engineer, Experience is of 38 years in the field of Packaging Industry	Graduated with a bachelor's degree in Commerce. He has over 38 years of experience in industries. He has been a Director on our Board since 1986. Whole-time Director and a Promoter of the Company. His current responsibilities include the responsibilities as Chief Financial Officer.
Term and Condition of Appointment or Re-appointment	As per Company's Nomination and Remuneration (NRC) Policy	As per Company's Nomination and Remuneration (NRC) Policy



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Remuneration last drawn	Rs 36 lakh per annum	Rs 36 lakh per annum
Remuneration sought to be paid	As per the Term and Condition of Re-appointment	As per the Term and Condition of Re-appointment
Directorship in other Companies	1.Arihant flexi pack pvt ltd 2.Best Flexi Pack Pvt Ltd. 3.Vanshul Finance and Leasing Pvt Ltd 4.Eltex Communication Pvt Ltd. 5. Vasant Plantation Pvt. Ltd	1. Eastman Industries Ltd. 2. Eastman Cast & Forge Ltd. 3..Arihant flexi pack pvt ltd 4.Best Flexi Pack Pvt Ltd. 5.Vanshul Finance and Leasing Pvt Ltd 6.Eltex Communication Pvt Ltd. 7. Vasant Plantation Pvt. Ltd.
Member/Chairman of Committees of the Board of Directors of other Public Limited Companies, in which he is a Director.	NIL	NIL
Member/Chairman of Committees of the Board of Directors of the Company	1. Member in Stakeholder Grievance 2.Member in Audit Committee	NIL
Number of shares held in the Company	9,46,991	1,46,200
Reason for Change viz. appointment, resignation, removal, Death or otherwise	Re appointment of Mr. Vivek Jain as Managing Director of the Company w.e.f 01 st April 2024	Re appointment of Mr. Vineet Jain as Wholetime Director of the Company w.e.f 01 st April 2024
Period of Appointment	5 years i.e. 01.04.2024 to 31.03.2029	5 years i.e. 01.04.2024 to 31.03.2029



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Brief Profile	<p>Mr. Vivek Jain is the Promoter and Director of the Company since incorporation of the Company i.e. 23rd October 1986. He became Managing Director of the Company on 01st April 2009 and re-appointed again as Managing Director on 01st April 2014 & 01st April 2019.</p> <p>He is Mechanical Engineer by Qualification and has experience of More than 38 years in the field of Packaging Industry.</p>	<p>Mr. Vivek Jain is the Promoter and Director of the Company since incorporation of the Company i.e. 23rd October 1986. He became Wholetime Director of the Company on 01st April 2009 and re-appointed again as Wholetime Director on 01st April 2014 & 01st April 2019</p> <p>He is Graduate in Commerce and has experience of More than 38 years in the field of Packaging Industry.</p>
Relationship with directors and KMPs	<p>Mrs. Atula Jain (Husband)</p> <p>Mr. Vineet Jain (Brother)</p>	<p>Mr. Vivek Jain (Brother)</p> <p>Mrs. Atula Jain (Sister in law)</p>
No. of Board Meetings attended	5	5



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Annexure C

COMPLETION OF TENURE OF INDEPENDENT DIRECTORS OF THE COMPANY

Name of Directors	Mr. Sharad Aggarwal	Mr. Krishan Kumar Gupta	Mr. Vikram Vijh
Reason for change, appointment, resignation, removal, death or otherwise	The term of Mr. Sharad Aggarwal, Independent Director of the Company, comes to an end on the 25 th September 2024, on completion of 2 consecutive terms of 5 years each.	The term of Mr. Krishan Kumar Gupta, Independent Director of the Company, comes to an end on the 25 th September 2024, on completion of 2 consecutive terms of 5 years each.	The term of Mr. Vikram Vijh, Independent Director of the Company, comes to an end on the 25 th September 2024, on completion of 2 consecutive terms of 5 years each.
Date of Cessation (Completion of Tenure)	25 th September 2024	25 th September 2024	25 th September 2024
Brief Profile	Not Applicable	Not Applicable	Not Applicable
Disclosure of relationships between directors	Not Applicable	Not Applicable	Not Applicable
Affirmation	Not Applicable	Not Applicable	Not Applicable