

23<sup>rd</sup> September, 2024

**BSE Limited**

Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai 400 001

Scrip Code: **507779**

**National Stock Exchange of India Limited**

Exchange Plaza, Plot No. C/1,  
G Block, Bandra – Kurla Complex,  
Bandra (East),  
Mumbai 400 051

Trading Symbol: **KANPRPLA**

**Sub: Submission of Minutes of 53<sup>rd</sup> Annual General Meeting**

Dear Sir/Ma'am,

Please find attached herewith Minutes of the 53<sup>rd</sup> Annual General Meeting of the Company.

Kindly take this on record and oblige.

Thanking You.

Yours faithfully,

**For Kanpur Plastipack Limited**

**(Ankur Srivastava)  
Company Secretary**

Encl: A/a

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Manufacturers & Exporters:

Flexible Intermediate Bulk Container (FIBC) | PP Multifilament Yarn | UV Master Batches | Fabrics | CPP Films  
CIN: L25209UP1971PLC003444



**MINUTES OF THE 53<sup>RD</sup> ANNUAL GENERAL MEETING OF THE MEMBERS OF KANPUR PLASTIPACK LIMITED HELD ON FRIDAY THE 20<sup>TH</sup> DAY OF SEPTEMBER, 2024 AT 12:00 NOON AT THE REGISTERED OFFICE OF THE COMPANY AT D-19-20, PANKI INDUSTRIAL AREA, KANPUR-208 022**

**DIRECTORS PRESENT:**

- |                            |   |                                |
|----------------------------|---|--------------------------------|
| 1. Shri Manoj Agarwal      | : | Chairman Cum Managing Director |
| 2. Shri Shashank Agarwal   | : | Deputy Managing Director       |
| 3. Shri Sunil Mehta        | : | Executive Director             |
| 4. Smt. Usha Agarwal       | : | Director                       |
| 5. Shri Akshay Kumar Gupta | : | Director                       |
| 6. Shri Dharam Bir Prasad  | : | Director                       |
| 7. Shri Rajesh Chawla      | : | Director                       |
| 8. Shri Sanjeev Singhal    | : | Director                       |

**IN ATTENDANCE:**

- |                          |   |                   |
|--------------------------|---|-------------------|
| 1. Shri Shobhit Agarwal  | : | CFO               |
| 2. Shri Ankur Srivastava | : | Company Secretary |

The representatives of Statutory Auditors M/s Rajiv Mehrotra & Associates and the team of Secretarial Auditors M/s Adesh Tandon & Associates, who are also acting as scrutinizers, attended the meeting.

**Members Attended:** 38 MEMBERS WERE PERSONALLY PRESENT IN THE MEETING NO MEMBER ATTENDED THROUGH PROXY.

Shri Manoj Agarwal Chaired the meeting and after ascertaining that the requisite Quorum for the Meeting was present, the Chairman called the Meeting to order.

Company Secretary welcomed the shareholders to the 53<sup>rd</sup> Annual General meeting of Kanpur Plastipack Limited.

He then informed to the shareholders that the Company had provided the facility to the shareholders to exercise their voting rights through electronic voting. And for the benefit of the shareholders, who are present in the meeting and who had not already voted electronically, the Company has provided facility of voting in this meeting as well through ballot paper and the Shareholders who have not already casted their vote through remote e-voting may cast their vote through ballot paper after the proceedings of the meeting.

It was also informed to the shareholders that the voting result and proceedings of this meeting will be available on the website of the Company and also on the website of the Stock Exchanges after scrutinizer submits their report.

He then requested Chairman cum Managing Director of the Company Shri Manoj Agarwal to address to the shareholders.

With the permission of the members, notice convening the Annual General Meeting, Directors' Report and the Financial Statements for the year ended 31<sup>st</sup> March, 2024 were taken as read. Further, in view of no adverse remark in the Auditors Report, it was requested that it may also be taken as read. Further, it was informed to the shareholders that they may raise the questions and the same will be answered.



Shri Manoj Agarwal first introduced all the members of the Board to the Shareholders and informed to the shareholders that the Chairman of Audit Committee, Nomination & Remuneration Committee and Stakeholders' Relationship Committee, Statutory Auditors and Secretarial Auditors are present in the Meeting. He then delivered his speech.

The shareholders were informed that in continuation with the Notice of the Annual General Meeting sent along with the Explanatory Statement to the shareholders by email on 27<sup>th</sup> August, 2024, the Company has issued a corrigendum dated 19<sup>th</sup> September, 2024 to notify the amendments / provide clarifications and additional details with respect to certain additional disclosures made under the explanatory statement to Item No. 6 of the notice of the AGM. The details of the corrigendum were informed to the shareholders.

It was informed that this corrigendum to the AGM Notice shall form an integral part of the AGM Notice and shall be read in conjunction with this corrigendum. All other contents of the AGM Notice, save and except as modified or supplemented by the corrigendum, shall remain unchanged. The corrigendum is also available on the website of Company i.e. [www.kanplas.com](http://www.kanplas.com) and on both the stock exchanges i.e., BSE and NSE. It was also informed that 48 hour time was given to the shareholders to raise their concerns or queries, if any, directly to the scrutinizer at [adesh.tandon11@gmail.com](mailto:adesh.tandon11@gmail.com).

Thereafter, the Chairman put following resolutions as mentioned in the notice of the Annual General Meeting to vote:

### **ORDINARY BUSINESSES**

#### **ITEM NO. 1 : ORDINARY RESOLUTION**

**TO RECEIVE, CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2024 TOGETHER WITH THE REPORTS OF AUDITORS AND DIRECTORS THEREON:**

“RESOLVED THAT Financial Statements for the year ended 31<sup>st</sup> March 2024 together with the Reports of Directors and Auditors thereon, be and are hereby received, considered and adopted.”

#### **ITEM NO. 2: ORDINARY RESOLUTION**

**TO APPOINT A DIRECTOR IN PLACE OF SHRI SUNIL MEHTA (DIN: 03422673), WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT;**

“RESOLVED THAT pursuant to the provisions of Section 152(6) of the Companies Act, 2013 Shri Sunil Mehta (DIN: 03422673), Director retiring by rotation be and is hereby re-appointed as Director of the Company and is liable to retire by rotation.”

Chairman's Initial

**SPECIAL BUSINESSES**

**ITEM NO. 3 – SPECIAL RESOLUTION**

**RE-APPOINTMENT OF SHRI SHASHANK AGARWAL AS DEPUTY MANAGING DIRECTOR**

“RESOLVED THAT pursuant to the provisions of Sections 196, 197 and 203 read with Schedule V and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), Shri Shashank Agarwal (DIN:02790029) be and is hereby re-appointed as the Deputy Managing Director of the Company for a further period of 3 years from 1<sup>st</sup> September, 2024 to 31<sup>st</sup> August, 2027, as recommended by the Nomination and Remuneration Committee on the following Terms and Conditions:

- I. Remuneration : ₹ 4,60,000/- – ₹ 30,000/- -- ₹ 5,20,000/- per month.
- II. Self Development Allowance : ₹ 20,000/- per month.
- III. Commission : 3% of Net Profits of the Company (payable annually).
- IV. Perquisites : Perquisites shall be allowed in addition to salary as under. However, these shall be restricted to an amount equal to the annual salary, subject to an overall ceiling as mentioned hereinafter:-
  3. House Rent Allowance shall be 30% of salary.
  4. The Company shall provide such furniture and furnishing as may be required by the Deputy Managing Director. Further the expenditure incurred by the Company on gas, electricity, water and furnishings shall be valued as per the Income Tax Rules, 1962.
  5. Reimbursement of actual hospitalization medical expenses incurred for self and family in India and/or abroad including hospitalization, subject to a ceiling of one month's salary in a year or three months' salary over a period of 3 years.
  6. Leave Travel Concession for self and family once in a year to any place in India or abroad subject to ceiling of one month's salary.
  7. Fees of club subject to maximum of two clubs. No admission and life membership fee will be paid.
  8. Personal Accident Insurance of an amount, the annual premium of which shall not exceed ₹ 30,000/-
  9. Company's contribution towards Provident Fund as per the rules of the Company but not exceeding limits as prescribed under the Government regulations from time to time.
  10. Company's contribution towards Superannuation Fund as per the rules of the Company but it shall not together with the Company's contribution to Provident Fund exceed 25% of the salary. Contribution to Provident Fund and Superannuation Fund not be included in computation of the ceiling on perquisites to the extent these either singly or put together are not taxable under the Income Tax Act.
  11. Gratuity as per the rules of the Company but shall not exceed half month's salary for each completed year of service.

12. Encashment of leave at the end of tenure of service will not be included in the computation of the ceiling on perquisites.
13. He will not be entitled to any sitting fees for attending the meeting of the Board of Directors or Committees thereof.
14. He will be entitled to free use of Company's Car with driver for official as well as for personal purpose.
15. The Company shall provide him mobile phone and telephone and other communication facilities at residence and these further will not be considered as perquisites.

**“RESOLVED FURTHER THAT** in the event of overall managerial remuneration exceeding 11% of the Net Profit in any financial year, the commission / performance incentive payable to all Whole Time Directors shall be reduced proportionately in order to remain within the limits as prescribed under Companies Act, 2013.”

**“RESOLVED FURTHER THAT** in the event of absence or inadequacy of profits in any financial year the remuneration payable to Shri Shashank Agarwal by way of salary, allowances, perquisites and commission shall not exceed the maximum limits as prescribed under proviso to Table A of Section II (Part II) of Schedule V of the Companies Act, 2013.”

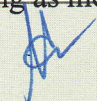
**“RESOLVED FURTHER THAT** Shri Manoj Agarwal (DIN: 00474146), Chairman Cum Managing Director and Shri Ankur Srivastava (Membership no. F8537), Company Secretary of the Company be and are hereby jointly and / or severally authorized to do all such acts, deeds and things as may deemed necessary, expedient and desirable to give effect to the above resolution.”

#### **ITEM NO. 4 – SPECIAL RESOLUTION**

#### **RE-APPOINTMENT OF SHRI SUNIL MEHTA AS EXECUTIVE DIRECTOR**

**“RESOLVED THAT** pursuant to the provisions of Sections 196, 197 and 203 read with Schedule V and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), Shri Sunil Mehta (DIN:03422673) be and is hereby reappointed as Executive Director for a period of 3 years w.e.f. 1<sup>st</sup> September, 2024 to 31<sup>st</sup> August, 2027 on the following terms and conditions as recommended by the Remuneration and Nomination Committees:-

1. Remuneration : ₹ 2,80,000/- per month.
2. Self Development : ₹ 25,000/- per month.  
Allowance
3. Fixed Performance Incentive: ₹ 10,00,000/- payable annually.
4. Perquisites : Perquisites shall be allowed in addition to salary as under. However, these shall be restricted to an amount equal to the annual salary, subject to an overall ceiling as mentioned hereunder:

  
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- i) House Rent Allowance shall be 50% of salary.
- ii) Reimbursement of actual medical expenses incurred for self and family in India and / or abroad including hospitalization, subject to a ceiling of one month's salary in a year or three months' salary over a period of 3 years.
- iii) Leave Travel Concession for self and family once in a year to any place in India or abroad subject to ceiling of one month's salary.
- iv) Fees of club subject to maximum of two clubs. No admission and life membership fee will be paid.
- v) Personal Accident Insurance of an amount, the annual premium of which shall not exceed ₹ 30,000/-.
- vi) Company's contribution towards Provident Fund as per the Rules of the Company but not exceeding limits as prescribed under the Government regulations from time to time.
- vii) Company's contribution towards Superannuation Fund as per the rules of the Company but it shall not together with the Company's contribution to Provident Fund exceed 25% of the salary. Contribution to Provident Fund and Superannuation Fund not to be included in computation of the ceiling on perquisites to the extent these either singly or put together are not taxable under the Income Tax Act.
- viii) Gratuity as per the rules of the Company but shall not exceed half month's salary for each completed year of service.
- ix) Encashment of leave at the end of tenure of service will not be included in the computation of the ceiling on perquisites.
- x) He will not be entitled to any sitting fees for attending the meeting of the Board of Directors or Committees thereof.
- xi) He will be entitled to free use of Company's Car with driver for official as well as for personal purpose.
- xii) The Company shall provide him mobile phone and telephone and other communication facilities at residence and these further will not be considered as perquisites.

**“RESOLVED FURTHER THAT** in the event of overall managerial remuneration exceeding 11% of the Net Profit in any Financial Year, the commission / performance incentive payable to all Whole Time Directors shall be reduced proportionately in order to remain within the limits as prescribed under Companies Act, 2013.”

**“RESOLVED FURTHER THAT** in the event of absence or inadequacy of profits in any financial year, the remuneration payable to Shri Sunil Mehta by way of salary, allowances and perquisites, shall not exceed the maximum limit as prescribed under schedule V of the Companies Act, 2013.”

**“RESOLVED FURHTER THAT** Shri Manoj Agarwal, Chairman Cum Managing Director and Shri Ankur Srivastava, Company Secretary of the Company be and are hereby jointly and / or severally authorised to do all such acts, deeds and things as may deemed necessary, expedient and desirable to give effect the above resolution.”



**ITEM NO. 5: ORDINARY RESOLUTION**

**TO RATIFY THE REMUNERATION PAYABLE TO THE COST ACCOUNTANT APPOINTED BY THE BOARD OF DIRECTORS FOR THE FINANCIAL YEAR 2024-25.**

“RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013 (‘the Act’) and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s), enactment(s) or re-enactment(s) thereof, for the time being in force), on the recommendation of the Audit Committee and approval of the Board of Directors, the remuneration of ₹ 85,000/- payable to M/s Rakesh Misra & Company, Cost Auditors appointed by the Board of Directors of the Company as the Cost Auditor to conduct the audit of the cost records of the Company for the Financial Year 2024-25 be and is hereby ratified.”

**ITEM NO. 6: SPECIAL RESOLUTION**

**ISSUANCE OF WARRANTS BY WAY OF PREFERENTIAL ISSUE TO THE PERSONS BELONGING TO THE PROMOTERS GROUP AND NON-PROMOTERS’ CATEGORY (“PREFERENTIAL ISSUE”)**

“RESOLVED THAT in accordance with the provisions of Sections 23, 42, 62(1)(c) of the Companies Act, 2013 (the “Act”), read with Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014 and other applicable provisions, if any of the Act (including any amendment thereto or re-enactment thereof for the time being in force), and subject to the provisions of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements), Regulations, 2018, as amended, (“SEBI ICDR Regulations”), Securities and Exchange Board of India (Listing Obligations and Disclosure requirements) Regulations, 2015, as amended (“SEBI LODR Regulations”), Securities and Exchange Board of India (Substantial Acquisitions of Shares and Takeovers) Regulations, 2011, as amended (“SEBI SAST Regulations”), and subject to other applicable rules, regulations, and guidelines of Securities and Exchange Board of India (“SEBI”), National Stock Exchange of India Limited (“NSE”) and/or BSE Limited (“BSE”) (BSE and NSE collectively referred to as “Stock Exchanges”), where the equity shares of the company are listed, and applicable and enabling provisions of the Memorandum and Article of Association of the company, and subject to the approvals, consents, permissions and sanctions of the SEBI, Stock Exchanges and any other concerned authorities, as may be necessary, and subject to such conditions and modifications as may be prescribed or imposed by any of the aforementioned authorities while granting such approvals, consents, permissions, sanctions and which may be agreed by the Board of Directors of the Company (hereinafter referred to as the “Board”, which term shall be deemed to include any Committee which the Board may have constituted to exercise certain powers, including the powers, conferred by this resolution), the consent of the members of the Company be and is hereby accorded to create, offer, issue and allot, by way of preferential issue on a private placement basis, in one or more tranches, in compliance with Chapter V of the SEBI ICDR Regulations, up-to 17,60,000 (Seventeen Lakhs and Sixty Thousand) fully convertible warrants (hereinafter referred to as “Warrants”) at an exercise price of ₹116.50/- (Rupees One Hundred Sixteen and Paise Fifty) per underlying equity share of the face value of ₹10/- (Rupees Ten only) (including a premium of ₹106.50/- (Rupees One Hundred Six and Paise Fifty) per Warrant) which is a price as determined in accordance with the provisions of Chapter V of the SEBI ICDR



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Regulations, each convertible into 1 one equity share of face value of ₹10/- (Rupees Ten only) each (“Equity Shares”), aggregating to ₹20,50,40,000/- (Rupees Twenty Crores Fifty Lakhs and Forty Thousand only), for cash, to following persons/entities (“Proposed Allottees”) as given in the below table on such terms and conditions as may be determined by the Board in accordance with Chapter V of the SEBI ICDR Regulations:

S. No.	Name of the Proposed Allottees	Type of Proposed Allottees	Category of Proposed Allottees	Maximum no. of warrants to be offered	Consideration (in Rs.)
1.	Manoj Agarwal	Individual	Promoter	2,80,000	3,26,20,000
2.	Shashank Agarwal	Individual	Promoter	2,90,000	3,37,85,000
3.	Usha Agarwal	Individual	Promoter Group	95,000	1,10,67,500
4.	KSM Exports Limited	Body Corporate	Promoter Group	3,00,000	3,49,50,000
5.	MSA Investment and Trading Company Private Limited	Body Corporate	Promoter Group	3,00,000	3,49,50,000
6.	KPL Packaging Private Limited	Body Corporate	Promoter Group	86,000	1,00,19,000
7.	Raghushree Earning Solutions LLP	Body Corporate	Promoter Group	30,000	34,95,000
8.	Alka Jain	Individual	Non-Promoter	43,000	50,09,500
9.	Sanjeev Kumar Jhunjunwala HUF	HUF	Non-Promoter	1,72,000	2,00,38,000
10.	Pari Marriage and Higher Education Trust	Trust	Non-Promoter	1,03,000	1,19,99,500
11.	Vatsal Singhal	Individual	Non-Promoter	21,000	24,46,500
12.	Binita Devi Saraogi	Individual	Non-Promoter	10,000	11,65,000
13.	Uma Malani	Individual	Non-Promoter	10,000	11,65,000
14.	Seema Agarwal	Individual	Non-Promoter	10,000	11,65,000
15.	Anil Kumar Khanna	Individual	Non-Promoter	5,000	5,82,500
16.	Anubhav Khanna	Individual	Non-Promoter	5,000	5,82,500
<b>Total</b>				<b>1760,000</b>	<b>20,50,40,000.00</b>

“RESOLVED FURTHER THAT the Relevant Date, as per the SEBI ICDR Regulations, for the determination of the issue price of the Warrants is taken to be Wednesday, August 21, 2024 (“Relevant Date”) being the date which is 30 days prior to the date of Annual General Meeting (“AGM”) i.e., Friday, September 20, 2024.”

“RESOLVED FURTHER THAT aforesaid issue of the Warrants shall be subject to the conditions prescribed under the Companies Act, 2013 and the SEBI ICDR Regulations including the following:

*(Handwritten signature)*



- i) the proposed allottees of the Warrants shall, on or before the date of allotment of the Warrants, pay an amount equivalent to ₹35/- (Rupees Thirty-Five only) which is more than 25% (twenty-five per cent) of the price fixed per Warrant in terms of the SEBI ICDR Regulations. The balance ₹81.50/- (Rupees Eighty-One and Paise Fifty) of the Issue Price shall be payable by the Proposed Allottees at the time of exercising the conversion of Warrant.
- ii) the consideration for allotment of Warrants and/or Equity Shares arising out of the exercise of such Warrants shall be paid to the Company from the Bank account of the Proposed Allottees.
- iii) the Warrants shall be issued and allotted by the Company only in dematerialized form within a period of 15 days from the date of passing a Special Resolution by the members, provided that where the issue and allotment of said Warrants is pending on account of pendency of any approval for such issue and allotment by the Stock Exchanges and/or Regulatory Authorities, or Central Government, the issue and allotment shall be completed within the period of 15 days from the date of last such approval or within such further period/s as may be prescribed or allowed by the SEBI, the Stock Exchanges and/or Regulatory Authorities etc.
- iv) the Warrants shall be convertible into Equity Shares, in one or more tranches, within a period of 18 months from the date of allotment.
- v) in case the Warrant holder does not apply for the conversion of the outstanding Warrants into Equity Shares of the Company within 18 (eighteen) months from the date of allotment of the said Warrants, then the amount paid on each of the said outstanding Warrants shall be forfeited and all the rights attached to the said Warrants shall lapse automatically.
- vi) the Warrants shall be exercised in a manner that is in compliance with the minimum public shareholding norms prescribed for the Company under the SEBI LODR Regulations and the Securities Contracts (Regulation) Rules, 1957.
- vii) upon exercise of the option to convert the Warrants within the tenure specified above, the Company shall ensure that the allotment of equity shares pursuant to the exercise of the Warrants is completed within 15 days from the date of such exercise by the Proposed Allottees of such warrants.
- viii) the resulting equity Shares shall rank pari-passu with the existing fully paid-up Equity Shares of the Company including dividend and voting rights etc.
- ix) the resulting Equity Shares will be listed and traded on the Stock Exchanges, where the equity shares of the Company are listed, subject to the receipt of necessary regulatory permission(s) and approval(s), as the case may be. Warrants shall not be listed.
- x) the entire pre-preferential allotment equity shareholding of the Proposed Allottees, if any, shall be subject to lock-in as per Regulation 167(6) of the SEBI ICDR Regulations.
- xi) the Warrants and/or equity shares to be offered/issued and allotted pursuant to the option attached to the Warrants shall be subject to lock-in for such period as provided under the provisions of Chapter V of the SEBI ICDR Regulations.

- xii) Warrants, so allotted under this resolution, shall not be sold, transferred, hypothecated or encumbered in any manner during the period of lock-in provided under the SEBI ICDR Regulations except to the extent and in the manner permitted there under.
- xiii) the Warrants by itself until converted into Equity Shares, does not give to the Warrant holder any rights (including any dividend or voting rights) in the Company in respect of such Equity Shares.

**“RESOLVED FURTHER THAT** subject to the receipt of such approvals as may be required under applicable law, the Board be and is hereby authorized to record the name and details of the Proposed Allottees in Form PAS-5, and issue a private placement offer cum application letter in Form PAS-4, to the Proposed Allottees inviting them to subscribe to the Warrants in accordance with the provisions of the Act.”

**“RESOLVED FURTHER THAT** the Board be and is hereby authorized to accept any modification(s) in the terms of issue of the Warrants, subject to the provisions of the Act and the SEBI ICDR Regulations, without being required to seek any further consent or approval of the Members.”

**“RESOLVED FURTHER THAT** the Board be and is hereby authorized to appoint such professionals and/or intermediaries, including external advisers, experts, legal advisers, managers, etc., to assist the Company, if required for the said preferential issue and finalize the terms and conditions of their appointment and sign and execute necessary letters, deeds, documents and agreements as may be required.”

**“RESOLVED FURTHER THAT,** Shri Manoj Agarwal, (DIN: 00474146) Chairman Cum Managing Director and/or Mr. Ankur Srivastava, (Membership no. F8537) Company Secretary & Compliance Officer of the Company be and are hereby jointly and / or severally authorized on behalf of the Company to do all such acts, deeds, matters and things as may, in their absolute discretion, deem necessary or desirable for such purpose and for the purpose of giving effect to this resolution, including without limitation to vary, modify or alter any of the relevant terms and conditions, attached to the Warrants to be allotted to the Proposed Allottees for effecting any modifications, changes, variations, alterations, additions and/or deletions to the preferential issue as may be required by any regulatory or other authorities or agencies involved in or concerned with the issue of the Warrants; making applications to the Stock Exchanges for obtaining in-principle approval; listing of shares; filing requisite documents with the Ministry of Corporate Affairs ("MCA") and other regulatory authorities; filing of requisite documents with the depositories; resolve and settle any questions and difficulties that may arise in the preferential offer; issue and allotment of the Warrants; and to take all other steps which may be incidental, consequential, relevant or ancillary in relation to the foregoing without being required to seek any further consent or approval of the Board of the Company, and that the Board shall be deemed to have given their approval thereto expressly by the authority of this resolution, and the decision of the Board in relation to the foregoing shall be final and conclusive.”

**“RESOLVED FURTHER THAT** the Board be and is hereby authorized to delegate all or any of the powers herein conferred, as it may deem fit in its absolute discretion, to any Committee of the Board or any one or more Director(s) / Company Secretary or any Officer(s) of the Company to give effect to the aforesaid resolution.”

Signature of the authorized person

**“RESOLVED FURTHER THAT** all actions taken by the Board or a Committee of the Board, any other Director(s) or Officer(s) of the Company or any other authorized persons in connection with any matter(s) referred to or contemplated in any of the foregoing securities be and are hereby approved, ratified and confirmed in all respects.”

Thereafter, ballot papers were distributed for voting which were collected by the team of Scrutinizer after the voting.

**Vote of Thanks:**

There being no other business to transact, the meeting concluded with a vote of thanks to the Chair at 12:55 P.M.

  
(CHAIRMAN)

**PLACE: KANPUR**

**DATE: 23/09/2024**

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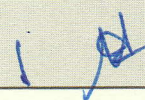
Chairman's Initial

**ADDENDUM TO THE MINUTES OF THE 53<sup>rd</sup> ANNUAL GENERAL MEETING OF THE MEMBERS OF KANPUR PLASTIPACK LIMITED HELD ON FIRDAY THE 20<sup>TH</sup> DAY OF SEPTEMBER, 2024 AT 12:00 NOON AT THE REGISTERED OFFICE OF THE COMPANY AT D-19-20, PANKI INDUSTRIAL AREA, KANPUR-208 022**

The Scrutinizer M/s Adesh Tandon & Associates have submitted their combined report dated 21/09/2024 on remote electronic voting and voting through ballot paper conducted during the AGM containing the result of the electronic voting and voting through poll conducted at the Annual General Meeting.

On the basis of the report of the Scrutinizer, the Chairman Cum Managing Director of the Company Shri Manoj Agarwal had announced the voting result on 21/09/2024 as under:

<b>Resolution No</b>	<b>Brief of Resolution</b>	<b>Mode of Voting (Show of hands/ Poll / Postal Ballot / E-Voting and Details of voting</b>	<b>Result of Voting</b>
1.	Adoption of Financial Statements along with Auditors Report and Directors Report	E-Voting and Poll <b>Details of Votes</b> <b>In favour : 15597439</b> <b>Percentage: 99.9999%</b> <b>Against: 300</b> <b>Percentage: 0.0001%</b>	Passed with requisite majority
2.	To appoint a Director in place Of Shri Sunil Mehta (DIN: 03422673), who retires by rotation and being eligible, offers himself for re-appointment;	E-Voting and Poll <b>Details of Votes</b> <b>In favour : 15597439</b> <b>Percentage: 99.9999%</b> <b>Against: 300</b> <b>Percentage: 0.0001%</b>	Passed with requisite majority
3.	Re-appointment of Shri Shashank Agarwal (DIN:02790029) as Deputy Managing Director for a further period of 3 years	E-Voting and Poll <b>Details of Votes</b> <b>In favour : 15597439</b> <b>Percentage: 99.9999%</b> <b>Against: 300</b> <b>Percentage: 0.0001%</b>	Passed with requisite majority
4.	Re-appointment of Shri Sunil Mehta (DIN: 03422673) as Executive Director for a further period of 3 years	E-Voting and Poll <b>Details of Votes</b> <b>In favour : 15597439</b> <b>Percentage: 99.9999%</b> <b>Against: 300</b> <b>Percentage: 0.0001%</b>	Passed with requisite majority


  
Chairman's Initial

5.	Ratification of the remuneration of Cost Auditor	E-Voting and Poll <b>Details of Votes</b> <b>In favour : 15597439</b> <b>Percentage: 99.9999%</b> <b>Against: 300</b> <b>Percentage: 0.0001%</b>	Passed with requisite majority
6.	Issuance of warrants by way of Preferential Issue to the persons belonging to the Promoters Group and Non-Promoters' category ("Preferential Issue")	E-Voting and Poll <b>Details of Votes</b> <b>In favour : 15597439</b> <b>Percentage: 99.9999%</b> <b>Against: 300</b> <b>Percentage: 0.0001%</b>	Passed with requisite majority

It was also confirmed by the Scrutinizer in the report that in respect to the corrigendum issued on September 19, 2024 regarding the updated valuation report and disclosure under Item no. 6 of the Notice of 53<sup>rd</sup> Annual General Meeting of Kanpur Plastipack Limited, no queries or concerns have been received from shareholders within the stipulated time of 48 hours.

Therefore, all the above resolutions put to vote were passed by the shareholders with requisite majority.

**PLACE: Kanpur**  
**DATE: 23/09/2024**

  
**(CHAIRMAN)**