



EPACK DURABLE LIMITED

(Formerly Known as EPACK Durable Private Limited)

Regd. Off.: 61-B, Udyog Vihar, Surajpur, Kasna Road, Greater Noida, Gautam Buddha Nagar U.P. 201306

Corporate Off.: TR-901, AltF 142 Noida, 9th Floor, Plot Number 21 and 21A, Sector 142, Noida-201304, U.P.

CIN: L74999UP2019PLC116048,

Ph. No.: 0120-4522467, Email ID: info_ed@epack.in, Website: www.epackdurable.com

To
Listing Department
BSE Limited ("BSE")
Department of Corporate Services
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai – 400 001
Scrip Code: 544095
ISIN: INE0G5901015

To
Listing Department
National Stock Exchange of India Limited ("NSE")
Exchange Plaza, C-1, Block G
Bandra Kurla Complex
Bandra (E), Mumbai – 400 051
Symbol: EPACK
ISIN: INE0G5901015

Subject: Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Notice of Postal Ballot

Dear Sir/Madam,

We enclose herewith a copy of the Postal Ballot Notice ('Notice') of EPACK Durable Limited ('the Company') dated **October 22, 2024** along with the explanatory statement pursuant to the applicable provisions of the Companies Act, 2013 ('the Act') read with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI LODR') for seeking approval of the Members of the Company on the following Special businesses, forming part of the Notice:

S. No.	Special Businesses	Type of Resolution
1	Appointment of Dr. Ravi Gupta (DIN: 00023487) as an Independent Director of the Company	Special Resolution
2	Appointment of Mr. Laxmi Pat Bothra (DIN: 00130593) as a Non-Executive Director of the Company	Ordinary Resolution

In compliance with the provisions of the Companies Act, 2013 read with various circulars issued by Ministry of Corporate Affairs, Government of India, the Notice is being sent only by email to the Members who have registered their email address with the Registrar & Share Transfer Agent of the Company viz. KFin Technologies Limited ('KFin') or depository participants and whose names are recorded in the Register of Members/ Beneficial owners of the Company as on Cut-off date i.e. **Friday, October 25, 2024**.

The Company has availed the services of KFin as the agency to provide the e-voting facility. The e-voting facility shall commence at **9:00 A.M. (IST)** on **Tuesday, October 29, 2024** till **5:00 P.M. (IST)** on **Wednesday, November 27, 2024**. Thereafter, the e-voting module shall be disabled by KFin. Once the vote on the resolution is cast by the Member, he/she shall not be allowed to change it subsequently. The communication of the assent or dissent of the Members would only take place through the e-voting system.



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Ph. No.: 0120-4522467, Email ID: info_ed@epack.in, Website: www.epackdurable.com

The Notice is also available on the Company's website viz. www.epackdurable.com, on KFin's website viz. <https://evoting.kfintech.com>.

Kindly take the same on records and oblige.

Thanking You

For **EPACK Durable Limited**

Rajesh Kumar Mittal
Chief Financial Officer

Date: October 28, 2024

Place: Noida

Encl.: as above

**EPACK DURABLE LIMITED****CIN: L74999UP2019PLC116048****Regd. Office: 61-B, Udyog Vihar, Surajpur, Kasna Road, Greater Noida,
Gautam Buddha Nagar-201306, Uttar Pradesh****Corporate Office: TR-901, AltF 142 Noida, 9th Floor, Plot Number 21 and 21A, Sector 142,
Noida, Gautam Buddha Nagar-201304, Uttar Pradesh****Ph.:0120-4522467, E-mail: investors_ed@epack.in, Website: <https://epackdurable.com>****POSTAL BALLOT NOTICE**

Dear Members,

NOTICE is hereby given pursuant to Sections 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”), read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (“the Rules”), Regulation 44 and other applicable regulations, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “SEBI LODR”), the Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India (“SS-2”), each as amended, from time to time and Circulars issued by the Ministry of Corporate Affairs, Government of India (“MCA”) viz. General Circulars No.14/2020 dated April 08, 2020, No. 17/2020 dated April 13, 2020, No. 22/2020 dated June 15, 2020, No. 33/2020 dated September 28, 2020, No. 39/2020 dated December 31, 2020, No. 10/2021 dated June 23, 2021, No. 20/2021 dated December 08, 2021, 03/2022 dated May 05, 2022, 11/2022 dated December 28, 2022, 09/2023 dated September 25, 2023 and 09/2024 dated September 19, 2024 (collectively referred to as “MCA Circulars”), to seek your approval in respect of the following Special Businesses through postal ballot by way of remote e-voting process only (“e-voting”).

The explanatory statement pursuant to Sections 102(1) and 110 of the Act, setting out the material facts pertaining to the below mentioned resolutions, is annexed herewith for your consideration.

SPECIAL BUSINESSES:**Item No. 1. Appointment of Dr. Ravi Gupta (DIN: 00023487) as an Independent Director of the Company**

To consider and, if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and any other applicable provisions, if any, of the Companies Act, 2013 (the “Act”) and the Rules made thereunder, Regulations 17, 25 and any other applicable regulations, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “SEBI LODR”) (in each case including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force), Articles of Association of the Company and on the recommendation of the Nomination & Remuneration Committee and the Board of Directors of the Company, Dr. Ravi Gupta (DIN: 00023487) who was appointed as an Additional Director (Non Executive-Independent) w.e.f. September 10, 2024 and who has submitted a declaration that he meets the criteria for independence as provided under the Act and the SEBI LODR and in respect of whom the Company has received 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, for a term of 3 (Three) consecutive years w.e.f. September 10, 2024 till September 09, 2027.

RESOLVED FURTHER THAT for the purpose of giving effect to the foregoing resolution, the Board of Directors (including any Committee thereof) of the Company be and are hereby authorised to do all such acts, deeds and things, including approving any amendments or alterations thereto as it may in its absolute discretion deem necessary, proper or desirable, and to settle any question, difficulty or doubt that may arise in respect of aforesaid without being required to seek any further consent or approval of the Members of Company.”

Item No. 2. Appointment of Mr. Laxmi Pat Bothra (DIN: 00130593) as a Non-Executive Director of the Company

To consider and, if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 152 and any other applicable provisions, if any, of the Companies Act, 2013 (the “Act”) and the Rules made thereunder and any other applicable regulations, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (in each case including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force), Articles of Association of the Company and on the recommendation of the Nomination & Remuneration Committee and the Board of Directors of the Company, Mr. Laxmi Pat Bothra (DIN: 00130593) who was appointed as an Additional Director (Non Executive Non-Independent) w.e.f. September 10, 2024 and in respect of whom the Company has received 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 a Non-Executive Director of the Company, liable to retire by rotation w. e. f. September 10, 2024.

RESOLVED FURTHER THAT for the purpose of giving effect to the foregoing resolution, the Board of Directors (including any Committee thereof) of the Company be and are hereby authorised to do all such acts, deeds and things, including approving any amendments or alterations thereto as it may in its absolute discretion deem necessary, proper or desirable, and to settle any question, difficulty or doubt that may arise in respect of aforesaid without being required to seek any further consent or approval of the Members of Company.”

**By the order of the Board of Directors
For EPACK Durable Limited**

**Date: October 22,2024
Place: Noida**

**Sd/-
Ajay DD Singhania
Managing Director & CEO**

NOTES:

1. The relevant details, pursuant to Regulation 36 of the SEBI LODR and SS-2, in respect of Directors seeking appointment are also annexed hereto and forms part of the Notice as **Annexure A**.
2. The Notice is being sent to the Members whose names appear on the Register of Members/ List of Beneficial Owners as received from the National Securities Depository Limited (“NSDL”) and Central Depository Services (India) Limited (“CDSL”) (hereafter also referred to as depositories) and whose email id is registered with the Registrar & Share Transfer Agent of the Company viz. KFin Technologies Limited (“KFin” or “RTA”) or depository participant(s), as on **Friday, October 25, 2024** (“Cut-off Date”). In compliance with Regulation 44 of the SEBI LODR and pursuant to the provisions of Sections 108 and 110 of the Act read with the Rules framed thereunder and the MCA Circulars, the manner of voting on the proposed resolutions are restricted only to e-voting i.e., by casting votes electronically instead of submitting postal ballot forms. Accordingly, physical copy of the Notice along with Postal Ballot Form and pre-paid business reply envelope are not being sent to the Members for this Postal Ballot. The communication of the assent or dissent of the Members would only take place through the e-voting system.
3. The Company has engaged the services of KFin as the agency to provide the e-voting facility. The Notice is also available on the Company’s website viz. <https://epackdurable.com>, e-voting agency’s website viz. <https://evoting.kfintech.com> and on the websites of Stock Exchanges i.e. BSE Limited (“BSE”) at www.bseindia.com and National Stock Exchange of India Limited (“NSE”) at www.nseindia.com.
4. The e-voting facility will be available during the following period:

Commencement of e-voting	From 9:00 a.m. (IST) on October 29, 2024 (Tuesday)
End of e-voting	Upto 5:00 p.m. (IST) on November 27, 2024 (Wednesday)

The e-voting facility will not be allowed beyond the aforesaid date and time, and the e-voting module shall be forthwith disabled by KFin upon expiry of aforesaid period. Once the vote on the resolution is cast by the Members, the Members shall not be allowed to change it subsequently.

5. Any person whose name appears in the Register of Members / List of Beneficial Owners as received from NSDL and CDSL as on the Cut-off date shall be entitled to vote through e-voting on the resolution set forth in the Notice. The voting right of the Members shall be reckoned on the paid-up value of the shares registered in the name of the Member/ Beneficial Owner as on the Cut-off date. Any person who is not a Member of the Company as on the Cut-off date should treat this Notice for information purpose only. It is however, clarified that all the persons who are Members of the Company as on Cut-off date (including those Members who may not have received this Notice due to non-registration of their email id with the RTA or the depository participant(s)) shall be entitled to vote in relation to the resolutions specified in this Notice.





6. The Board of Directors has appointed Ms. Shirin Bhatt, Proprietor of M/s Shirin Bhatt & Associates, Practicing Company Secretaries, Firm Registration Number S2011DE162600, as a Scrutinizer to scrutinize the voting through e-voting process, in a fair and transparent manner and she has given her consent to act as a Scrutinizer.
7. Corporate/ Institutional Members (i.e. other than Individuals, HUF, NRI, etc.) are also required to send scanned certified true copy (PDF Format) of the Board Resolution/ Authority Letter, etc., together with attested specimen signature(s) of the duly authorized representative(s), to the Scrutinizer at e-mail id: scrutinizer.sba@gmail.com with a copy marked to <https://evoting.kfintech.com>. They may also upload the same in the e-voting module in their login. The scanned image of the above-mentioned documents should be in the naming format 'Corporate Name_EVEN NO.
8. The Scrutinizer will submit her report to the Chairman or any other person authorized by him on or before **Friday, November 29, 2024**, after completion of the scrutiny of the e-voting process, who shall countersign the same.
9. The results of Postal Ballot will be declared on or before **Friday, November 29, 2024** by **05:00 P.M. (IST)**. The results of Postal Ballot along with the Scrutinizer's report will also be hosted on the Company's website viz. <https://epackdurable.com> and on KFin's website viz. <https://evoting.kfintech.com>. The result will be simultaneously communicated to BSE and NSE.
10. The resolutions, if passed, shall be deemed to have been passed as if the same have been passed at a general meeting of the Members convened in that behalf. The resolutions, if passed by requisite majority, shall be deemed to have been passed on the last date of e-voting facility, i.e. **Wednesday, November 27, 2024**.
11. All the material documents referred to in the explanatory statement will be available for inspection electronically until the last date for receipt of votes through the e-voting process. Members seeking to inspect such documents can send an email to investors_ed@epack.in from their registered e-mail address mentioning their names, folio numbers/DP ID and Client ID, during the e-voting period of the postal ballot.
12. Manner of Registering/Updating email address:
 - Members holding shares in dematerialized mode, are requested to register their email address and mobile number with their relevant depository through their depository participants; and
 - Members holding shares in physical form and who have not registered/updated their KYC details including e-mail address with the Company or RTA, may register/update such details by downloading the relevant forms from the said link <https://www.kfintech.com/> and sending the same physically along with the request letter duly filled with the details therein and attaching such documents as required in the forms to KFin Technologies Limited, Unit: EPACK Durable Limited, Selenium Building, Tower B, Plot No. 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddy, Telangana, India – 500 032.

13. The General Instructions for Members voting electronically are as under:

A. Login Method for Individual Members holding Shares of the Company in Demat mode through National Securities Depository Limited ('NSDL') and Central Depository Services (India) Limited ('CDSL'):

In terms of SEBI circular No. SEBI/ HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-voting facility provided by Listed Companies, Individual Members holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Members are advised to update their mobile number and e-mail address in their demat accounts in order to access e-voting facility.

<p>Individual Members holding securities in Demat mode with CDSL</p>	<ul style="list-style-type: none"> i. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-voting page without any further authentication. The users to login to Easi/ Easiest are requested to visit cdsl website http://www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing Myeasi username & password. ii. After successful login the Easi/ Easiest user will be able to see the e-voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-voting page of the e-voting Service Provider for casting their vote during the remote e-voting period. Additionally, there is also links provided to access the system of all e-voting Service Providers, so that the user can visit the e-voting Service Providers website directly. iii. If the user is not registered for Easi/Easiest, option to register is available at http://www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. iv. Alternatively, the user can directly access e-voting page by providing Demat Account Number and PAN No. from an e-voting link available on http://www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-voting option where the e-voting is in progress and also able to directly access the system of all e-voting Service Providers.
<p>Individual Members holding securities in Demat mode with NSDL</p>	<ul style="list-style-type: none"> i. If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open and you will have to enter your User ID and Password. After

	<p>successful authentication, you will be able to see e-voting services under value added services. Click on “Access to e-Voting” under e-voting services and you will be able to see e-voting page. Click on Company name or e-voting service provider name and you will be re-directed to e-voting service provider website for casting your vote during the remote e-voting period.</p> <p>ii. If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nSDL.com. Select “Register Online for IDeAS” portal or click at https://eservices.nSDL.com/SecureWeb/IdeasDirectReg.jsp.</p> <p>iii. Alternatively, user can visit the e-voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nSDL.com/ either on a Personal Computer or on a mobile. Once the home page of e-voting system is launched, click on the icon “Login” which is available under ‘Shareholders/Member’ section. A new screen will open and you will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-voting page. Click on company name or e-voting service provider name and you will be redirected to e-voting service provider website for casting your vote during the remote e-voting period.</p> <p>iv. Members can also download NSDL mobile App ‘NSDL Speede’ facility by scanning the QR Code mentioned below for seamless voting experience.</p> <div style="text-align: center;"> <p>NSDL Mobile App is available on</p>  App Store  Google Play</div> <div style="display: flex; justify-content: space-around; margin-top: 10px;">   </div>
<p>Individual Members (holding securities in demat mode) login through their Depository Participants</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-voting facility. After successful login, you will be able to see e-voting option. Once you click on e-voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-voting feature. Click on Company name or e-voting service provider name and you will be redirected to e-voting service provider website for casting your vote during the remote e-voting period.</p>

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at above mentioned website



Helpdesk for Individual Members holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL:

Login type	Helpdesk details
Individual Members holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-309-4001 .
Individual Members holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at toll free no.: 022-4886 7000 .

B. Login method for e-voting for members holding shares in physical mode and non- individual members holding shares in demat form through Kfin e-voting system:

- i. Members should log on to the e-voting website: <https://evoting.kfintech.com>.
 - Enter the login credentials i.e., user id and password mentioned below:
For Members holding shares in Demat form:
 - a) For NSDL: 8 Character DP ID followed by 8 Digits Client ID
 - b) For CDSL: 16 digits beneficiary ID
- ii. After entering the details appropriately, click on LOGIN.
- iii. In case you are retrieving and using your ‘initial password’, you need to enter the ‘initial password’ and the system will force you to change your password. Once you reach the Password change menu you will be required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character. The system will prompt you to change your password and update any contact details like mobile, e-mail etc. on first login. You may also enter the secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

You need to login again with the new credentials.

- iv. On successful login, the system will prompt you to select the event number for EPACK Durable Limited i.e. **8475**.
- v. On the voting page, the number of shares as held by the member as on the Cut-off Date will appear. If you desire to cast all the votes assenting/ dissenting to the Resolutions, then enter all shares and click **“FOR”/ “AGAINST”** as the case may be. You are not required to cast all your votes in the same manner. You may partially enter any number in **“FOR”** and partially in **“AGAINST”** but the total number in **“FOR”/ “AGAINST”** taken together should not exceed your total shareholding as mentioned hereinabove. You may also choose the option **“ABSTAIN”** in case you wish to abstain from voting. If you do not indicate either **“FOR”** or **“AGAINST”** it will be treated as **“ABSTAIN”** and the shares held will not be counted under either head.



- vi. Members holding multiple folios / demat account shall choose the voting process separately for each folios / demat account.
- vii. Cast your vote by selecting an appropriate option and click on “**SUBMIT**”. A confirmation box will be displayed. Click “**OK**” to confirm else “**CANCEL**” to modify. Once you confirm, you will not be allowed to modify your vote.
- viii. During the voting period, members can login any number of times till they have voted on the resolution.
- ix. In case of any query/grievance in respect of e-voting - Members may refer to the Help & FAQs section/ e-voting user manual available at the “Downloads” section at <https://evoting.kfintech.com> or contact Shri Bhaskar Roy, Deputy Vice President, KFin Technologies Limited, Unit: EPACK Durable Limited, Selenium Tower B, Plot No. 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddy, Telangana, India - 500032, Toll Free No.: **1800-309-4001**, E-mail: einward.ris@kfintech.com.

EXPLANATORY STATEMENT PURSUANT TO SECTIONS 102(1) AND 110 OF THE COMPANIES ACT, 2013

The following explanatory statement sets out all material facts relating to Special Businesses mentioned in the Postal Ballot Notice:

Items No. 1:

Based on the recommendation of Nomination and Remuneration Committee (“NRC”), the Board of Directors of the Company (“Board”) had appointed Dr. Ravi Gupta (DIN: 00023487) as an Additional Director (Non Executive-Independent) of the Company, not liable to retire by rotation for a term of 3 (Three) consecutive years w.e.f. September 10, 2024 till September 09, 2027, subject to approval of the Members of the Company.

In terms of Regulation 17(1C) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “SEBI LODR”), the listed entity shall ensure that approval of Members for appointment of a person on the Board of Directors is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier. Further, pursuant to Regulation 25(2A) of the SEBI LODR, the appointment of an Independent Director of a listed entity shall be approved by Members by way of Special resolution.

Accordingly, the item for appointment of Dr. Ravi Gupta as an Independent Director is being proposed for approval of the Members by way of passing Special resolution through postal ballot.

Brief profile of Dr. Ravi Gupta is as under:

Dr. Ravi Gupta, aged 69 years, is MBA (Finance) from Delhi University (FMS). He has completed his Ph.D. from Delhi University (FMS) and he is a Law Graduate from Delhi University. Dr. Gupta was previously employed as Associate Professor in Commerce Department in Shri Ram College of Commerce (Delhi University) for over 33 years, was Nominated member of the committee formed by Government of India to review income tax law and identify clauses that lead to litigations or adversely impact the ease of doing business, underlining its resolve to address all tax related issues was Appointed as Government Nominee on the Central Council of the Institute of Chartered Accountants of India for 2 terms and has served two terms as Independent Director on the Board of IFCI Ventures Ltd

He has over 35 years of experience in the areas of Finance and Direct & Indirect taxation matters. He has conducted many corporate training programmes and authored many books on Direct Taxation including a Concise Commentary on Direct Taxes, Issues on Direct Taxes, Direct Taxes Ready Reckoner, Guide to TDS, Guide to Capital Gains, Guide to Black Money Act and Guide to Income Declaration Scheme. He is also founder and President of Tax Law Educare Society, a non-profit making voluntary organization, with the main objective to educate general public and professionals on Taxation, Law and Allied Matters. He is on the Board of various companies.

In terms of the applicable provisions of the Companies Act, 2013 (the “Act”) and SEBI LODR, the Company have received from Dr. Ravi Gupta (i) consent to act as Director u/s 152 of the Act (Form DIR-2); (ii) Disclosure of interest u/s 184(1) of the Act (Form MBP-1); (iii) declaration u/s 164 of the Act (Form DIR- 8) to the effect that he is not disqualified to become a director including declaration that he is not debarred from holding the office of Director by virtue of any SEBI order or any other such authority; (iv) declaration of independence u/s 149(6) of the Act and Regulation 16 of the SEBI LODR including confirmation pursuant to Regulation 25(8) of the SEBI LODR that he is not aware of any circumstance or situation, which exist or may be reasonably

anticipated, that could impair or impact his ability to discharge his duties with an objective independent judgment and without any external influence; and (v) all other necessary information/declarations.

The Company has also received notice from a Member in writing under Section 160 of the Act proposing his candidature as an Independent Director of the Company.

The NRC and the Board is of the opinion that Dr. Ravi Gupta possess appropriate skills, acumen, integrity, experience, expertise & knowledge and fulfils the conditions for appointment as an Independent Director as specified in the Act read with Rules made thereunder and the SEBI LODR and that he is independent of the management and his association as an Independent Director will immensely benefit the Company.

The details pursuant to Regulation 36 of the SEBI LODR and the Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India, are provided in **Annexure A** to this Notice.

The terms and conditions of the appointment of Independent Director including payment of remuneration by way of sitting fee and commission are uploaded on the website of the Company at <https://epackdurable.com/code-and-policies/> and would also be made available for inspection to the members of the Company as per the details mentioned in the notes of this Notice.

As an Independent Director, Dr. Ravi Gupta is entitled to remuneration by way of sitting fees for attending meeting(s) of the Board of Directors or Committee(s) thereof and commission, whatsoever as may be decided by the Board of Directors of the Company in accordance with the provisions of the Act and rules made thereunder. The commission being paid is pursuant to the special resolution passed by Members of the Company at the Extra Ordinary General meeting of the Company dated July 29, 2024 and in compliance with Regulation 17(6)(a) of the SEBI LODR.

Except Dr. Ravi Gupta, being the appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 1 of the accompanying Notice.

The Board of Directors of your Company commend the resolution set out under Item no. 1 of the Notice for approval of the Members by way of **Special Resolution**.

Item No. 2:

Based on the recommendation of Nomination and Remuneration Committee ("NRC"), the Board of Directors of the Company ("Board") had appointed Mr. Laxmi Pat Bothra (DIN: 00130593) as an Additional Director (Non Executive Non-Independent), liable to retire by rotation, subject to approval of the Members of the Company.

In terms of Regulation 17(1C) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "SEBI LODR"), the listed entity shall ensure that approval of Members for appointment of a person on the Board of Directors is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier.

Accordingly, the item for appointment of Mr. Laxmi Pat Bothra as a Non-Executive Director is being proposed for approval of the Members by way of passing an Ordinary resolution through postal ballot.



Brief profile of Mr. Laxmi Pat Bothra is as under:

Mr. Laxmi Pat Bothra holds a diploma in mechanical engineering from Board of Technical Education, Delhi and has approximately 27 years of experience in the electronics manufacturing sector.

In terms of the applicable provisions of the Companies Act, 2013 (the "Act") and SEBI LODR, the Company have received from Mr. Laxmi Pat Bothra (i) consent to act as Director u/s 152 of the Act (Form DIR-2); (ii) Disclosure of interest u/s 184(1) of the Act (Form MBP-1); (iii) declaration u/s 164 of the Act (Form DIR- 8) to the effect that he is not disqualified to become a director including declaration that he is not debarred from holding the office of Director by virtue of any SEBI order or any other such authority; and (iv) all other necessary information/declarations.

The Company has also received notice from a Member in writing under Section 160 of the Act proposing his candidature as an Independent Director of the Company.

Mr. Bothra also possesses requisite skills, expertise and competencies, particularly carrying industry expertise, administration and business acumen. Mr. Laxmi Pat Bothra shall not be entitled to sitting fees for attending the meetings of the Board and its committees or any other form of compensation.

The details pursuant to Regulation 36 of the SEBI LODR and the Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India, are provided in **Annexure A** to this Notice.

Mr. Laxmi Pat Bothra, being appointee and also one of the promoters of the Company is interested in the said item. Mr. Bajrang Bothra, being brother is related to him, may also be deemed to be interested in the item No. 2.

The other relatives of Mr. Laxmi Pat Bothra and Mr. Bajrang Bothra may be deemed to be interested in the item no. 2, to the extent of their shareholding interest, if any, in the Company.

Save and except the above, none of the other Directors and Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution as set out at Item No. 2 of the accompanying Notice.

The Board of Directors of your Company commend the resolution set out under Item no. 2 of the Notice for approval of the Members by way of **Ordinary Resolution**.

**By the order of the Board of Directors
For EPACK Durable Limited**

**Date: October 22,2024
Place: Noida**

**Sd/-
Ajay DD Singhania
Managing Director & CEO**

ANNEXURE A (ANNEXURE TO ITEM NO. 1 & 2)

Details of the Directors seeking appointment pursuant to the Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR") and Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, as applicable

Name of the Director	Dr. Ravi Gupta	Mr. Laxmi Pat Bothra
DIN	00023487	00130593
Age	70 years	62 years
Nationality	Indian	Indian
Date of first appointment on the Board	September 10, 2024	September 10, 2024
Qualifications	MBA (Finance), Ph.D. and Law Graduate from Delhi University.	Diploma in mechanical engineering from Board of Technical Education, Delhi
Nature of expertise in specific functional area	Refer explanatory statement above	Refer explanatory statement above
Number of equity shares of Rs. 10/- each held in the Company or on behalf of any other person on beneficial basis	Nil	48,22,639
Terms and conditions of appointment	Non-Executive Director (Independent), not liable to retire by rotation	Non-Executive Director (Non-Independent), liable to retire by rotation
Details of remuneration last drawn (in Rs.)	Rs. 57,065/- as a compensation paid on proportionate basis for the month of September' 2024.	Nil
Remuneration proposed to be paid (in Rs.)	Refer explanatory statement above	Nil
Directorships held in other entities (excluding foreign companies)#	<ol style="list-style-type: none"> 1. Global Health Limited 2. Dharampal Satyapal Limited 3. Varun Beverages Limited 4. Dharampal Satyapal Foods Limited 5. Devyani International Limited 6. Bluewater Breweries & Distilleries Private Limited 7. Sheevam Comfort Hotels Private Limited 8. Bluewater Infrastructure Private Limited 9. Preet Township Private Limited 10. RRG Corporate Services Private Limited 11. Marg Strategic Consultants Private Limited 12. Bluewater Healthcare Private Limited 	<ol style="list-style-type: none"> 1. EPACK Polymers Private Limited 2. EPACK Petrochem Solutions Private Limited 3. East India Technologies Private Limited 4. Bothra Manufacturing Company Private Limited 5. EPACK Prefabricated Limited 6. East India Techno Solutions Private Limited 7. Epavo Electricals Private Limited 8. EWAA Renewable Techno Solutions Private Limited

	13. Triple Crown Asset Services Private Limited 14. Pratidaan Foundation	
Name of the listed entities from which the person has resigned in past three years	Nil	Nil
Number of Board Meetings attended during the Financial Year 2024-25	Not Applicable	Not Applicable
Chairmanship/ Membership of Committees of the Boards in other public entities *#	<p>Global Health Limited i. Audit Committee: Chairman ii. Stakeholders' Relationship Committee: Chairman</p> <p>Dharampal Satyapal Limited i. Audit Committee: Member</p> <p>Varun Beverages Limited i. Audit, Risk Management and Ethics Committee: Chairman</p> <p>Dharampal Satyapal Foods Limited i. Audit Committee: Member</p> <p>Devyani International Limited i. Audit, Risk Management and Ethics Committee: Chairman ii. Stakeholders' Relationship Committee: Chairman</p>	Nil
Relationships with any other Directors/Key Managerial Personnel of the Company	Not related to any Directors/Key Managerial Personnel of the Company	Mr. Laxmi Pat Bothra is brother of Mr. Bajrang Bothra (Chairman and Whole Time Director of the Company)
In case of independent directors, justification/ skills and capabilities required for the role and the manner in which the proposed person meets such requirements	Refer explanatory statement above	Not applicable

As per latest disclosures received from the Directors

*In terms of SEBI LODR, only two committees viz. Audit Committee and Stakeholders' Relationship Committee have been considered