

5 January 2022

<b>Corporate Service Department</b> <b>BSE Limited</b> 25 <sup>th</sup> Floor, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai 400 001	<b>The Listing Department</b> <b>National Stock Exchange of India Ltd</b> Exchange Plaza, Plot no. C/1, G Block, Bandra-Kurla Complex, Bandra (E) Mumbai 400 051
<b>Script:</b> Equity 500135. NCDs 960308, 960310 & 960311. CPs 721983 & 721984	<b>Trading Symbol:</b> EPL

**Ref.: EPL Limited**

**Sub.: Voting results of the NCLT Convened Meeting held on 5 January 2022**

Dear Sir,

In reference to notice dated 24 November 2021 submitted to the exchanges for convening NCLT Convened Meeting of the Equity Shareholders of the Company pursuant to order dated 9 November 2021 of the Hon'ble National Company Law Tribunal, Mumbai Bench, this is to inform the exchanges that pursuant to Regulation 44(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, based on the report submitted by the scrutinizer appointed for this purpose, the result declared and accordingly resolution as contained in notice is declared as duly passed by the members of the Company with requisite majority, without any modification.

We enclose herewith the voting results of the NCLT Convened Meeting on the resolution mentioned in the notice and scrutinizer's report in this regard.

We request you to kindly take the same on record.

Thanking you,

Yours faithfully,  
For EPL Limited



Suresh Savaliya  
SVP – Legal & Company Secretary

Encl.: As above.

Filed on online

**Registered Office**

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**EPL LIMITED**

(Formerly known as Essel Propack Limited)

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<b>Voting results</b>	
Record date	26-11-2021
Total number of shareholders on record date	59650
<b>No. of shareholders present in the meeting either in person or through proxy</b>	
a) Promoters and Promoter group	NA
b) Public	NA
<b>No. of shareholders attended the meeting through video conferencing</b>	
a) Promoters and Promoter group	1
b) Public	48
<b>No. of resolution passed in the meeting</b>	<b>49</b>

*[Handwritten signature]*



Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval of Scheme of Amalgamation of Creative Stylo Packs Private Limited with EPL Limited and their respective shareholders				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	163973866	163973866	100.0000	163973866	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	163973866	163973866	100.0000	163973866	0	100.0000	0.0000
Public-Institutions	E-Voting	91823721	77487776	84.3875	77487776	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	91823721	77487776	84.3875	77487776	0	100.0000	0.0000
Public-Non Institutions	E-Voting	60073092	25646507	42.6922	25641153	5354	99.9791	0.0209
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	60073092	25646507	42.6922	25641153	5354	99.9791	0.0209
<b>Total</b>		315870679	267108149	84.5625	267102795	5354	99.9980	0.0020
<b>Whether resolution is Pass or Not.</b>							Yes	



## Scrutinizer's Report

[Pursuant to directions of the National Company Law Tribunal, Mumbai Bench vide its Order dated 9 November 2021 and provisions of Section 108 and other applicable provisions of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended read with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To

Anand Kripalu, (CEO and Managing Director)

Chairperson appointed for the meeting of equity shareholders of EPL LIMITED convened by the National Company Law Tribunal (NCLT), Mumbai Bench pursuant to Order dated 9 November, 2021 passed in Company Scheme Application No. 227 of 2021.

**Sub: Meeting of the Equity Shareholders of EPL Limited convened pursuant to NCLT Order and held on Wednesday, 5 January 2022 at 11:00 a.m. (IST) through Video Conferencing (VC) /other audio- visual means (OVAM).**

Dear Sir,

NCLT vide its Order dated 9 November 2021, ("NCLT Order") has *inter – alia* directed EPL LIMITED ("Transferee Company") to hold a meeting of its Equity Shareholders for consideration and approval of the proposed Scheme of Amalgamation between the Transferee Company and its shareholders and creditors and Creative Stylo Packs Private Limited ("Transferor Company") and its shareholders and creditors ("Scheme"). The Scheme provides for transfer of the Creative Stylo Packs Private Limited Undertaking (as defined in the Scheme) from the Transferor Company to the Transferee Company, in accordance with the terms of the Scheme under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 ("the Act").

In terms of the notice dated 24 November 2021 ("Notice"), a meeting of the Equity Shareholders of the Transferee Company was convened and held on Wednesday, 5 January 2022 at 11:00 a.m. (IST) through VC ("the Meeting"). As mentioned, in the Notice, the venue for the meeting deemed to be the registered office of the Transferee Company.

I, Tehseen Fatima Khatri, Company Secretary in practice, proprietor of T. F. Khatri & Associates, have been appointed by the NCLT Mumbai Bench by its order dated 9 November, 2021 as Scrutinizer for the purpose of scrutinizing the process of remote e-voting and e-voting during the Meeting on the proposed resolution contained in the Notice calling the Meeting.

As the Scrutinizer, I have to scrutinize the process of:

- (i) remote e-voting process done by the equity shareholders of the Company before the Meeting on the dates referred to in the Notice; and
- (ii) e-voting during the Meeting held on Wednesday 5 January, 2022 at 11:00 a.m.

in terms of provisions of the Companies Act, 2013 (herein after the "Act") read with the Rules issued there under, NCLT Order dated 9 November, 2021 and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

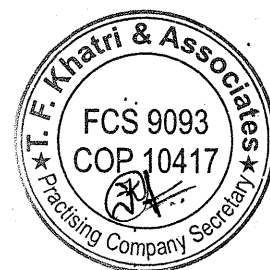
I do hereby submit my report as under:

1. The Transferee Company has appointed National Securities Depository Limited ("NSDL") as the agency for providing its equity shareholders facility to exercise their right to vote on the resolution contained in the Notice calling the Meeting using an electronic voting system (i)



remotely, before the Meeting on the dates referred to in the Notice (“remote e-voting”); and (ii) during the Meeting.

2. The management of the Transferee Company is responsible to ensure compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, (“LODR”); (iii) the SEBI Circulars CFD/DIL3/CIR/2017/21 dated 10 March 2017 read with SEBI/HO/CFD/DIL1/CIR/P/2020/249 dated 22 December 2020, as amended (“SEBI Circulars”) and; (iv) the NCLT Order in this regard. The management of the Transferee Company is also responsible for ensuring a secured framework and robustness of the electronic voting systems.
3. My responsibility as Scrutinizer for e-voting process (i.e. remote e-voting and e-voting during the Meeting) is restricted to making a Scrutinizer’s Report of the votes cast “in favour” or “against” the resolution contained in the Notice, based on the reports generated from the e-voting system provided by National Securities Depository Limited (“NSDL”), the Agency authorized in accordance with the applicable Rules under the Act and engaged by the Transferee Company to provide the facility of remote e-voting and e-voting during the Meeting and attendant papers / documents furnished to me electronically by the Transferee Company and / or NSDL for my verification.
4. Pursuant to the Order of Hon’ble NCLT, Mumbai Bench and applicable provisions of the Companies Act, 2013, and in compliance with MCA Circular No. 14/2020 dated 8th April, 2020 and Circular No. 17/2020 dated 13 April, 2020, Circular No. 22/2020 dated June 15, 2020 and Circular No. 33/2020 dated September 28, 2020 Circular No. 29/2020 dated December 31, 2020 and Circular No. 10/2021 dated June 23, 2021, Company has confirmed that the Electronic copy of the Notice for NCLT convened meeting of Equity Shareholders of the Company along with the process of electronic voting during the meeting and the remote e-voting were sent to the shareholders whose e-mail addresses are registered with the Company/Depository Participant(s) and through courier to those equity shareholders who have not registered their e-mail addresses with RTA/Depositories/Company. As prescribed in NCLT Order dated 9 November 2021, the Transferee Company also published an advertisement in this regard, in English language in Business Standard and translation thereof in Marathi language in Navshakti on 2<sup>nd</sup> day, December, 2021.
5. The equity shareholders of the Transferee Company as on the “cut-off” date, as specified in the Notice, i.e., Friday, 26 November 2021 were entitled to vote on the resolution as set out in the Notice calling the Meeting and their voting rights were in proportion to their shareholding in the paid-up equity share capital of the Transferee Company as on the cut-off date.
6. The remote e-voting, in accordance with the Rules framed under the Act, remained open from Monday, 6 December 2021, 9:00 a.m. (IST) to Tuesday, 4 January 2022, 5:00 p.m. (IST) and the NSDL remote e-voting portal was blocked for voting thereafter.
7. After the time fixed for closure of the e-voting during the Meeting by the Chairperson, the electronic system recording the e-voting (e-votes) was locked by NSDL.
8. Thereafter, the votes cast during remote e-voting and e-voting during the Meeting were unblocked by me on Wednesday, 5 January 2022 after the closure of the e-voting during the Meeting after conclusion of the Meeting in the presence of two witnesses, Ms. Shamika Shelar and Ms. Anasha Wagh, who are not in the employment of the Transferee Company.
9. The e-votes were reconciled with the records maintained by the Transferee Company through their Registrar and Share Transfer Agents M/s. Bigshare Services Private Limited.



10. Thereafter, the details containing, *inter alia*, the list of Equity Shareholders who voted “in favour” or “against” the resolution were generated from the e-voting website of NSDL i.e. <https://www.evoting.nsdl.com>. Based on the report generated by NSDL and relied upon by me, the data relating to remote e-voting and e-voting during the meeting was scrutinized on test check basis.

11. I note that :

<b>Date of Meeting</b>	5 January, 2022
<b>Total number of shareholders on record date (i.e. as on 26 November, 2021)</b>	59650
<b>No. of shareholders present in the meeting either in person or through proxy:</b>	
Promoter and Promoter group	NA
Public	NA
<b>No. of shareholders attended the meeting through Video Conferencing:</b>	
Promoter and Promoter group	1
Public	48

<b>Details of total votes caste</b>					
<b>No. of Members cast their votes</b>			<b>No. of Equity shares hold by the members cast their votes</b>		
<b>through remote e-voting facility</b>	<b>through e-voting facility during Meeting</b>	<b>Total</b>	<b>through remote e-voting facility</b>	<b>through e-voting facility during Meeting</b>	<b>Total</b>
502	4	506	267107803	346	267108149

12. The consolidated results of remote e-voting and e-voting during the Meeting of the Transferee Company, on the Resolution, based on the reports generated by NSDL, scrutinized on test-check basis and relied upon by me, are as under:-

**Resolution No/Item No. 1:** Approval of the Scheme of amalgamation of Creative Stylo Packs Private Limited (Transferor Company) with EPL Limited (Transferee Company) by requisite majority as prescribed under Section 230(1) and (6) read with Section 232(1) of the Companies Act, 2013 and the Companies (Compromises, Arrangements and Amalgamations) Rules 2016:

I. Consolidated Report on result through remote e-voting and e-voting during the NCLT convened meeting of Equity Shareholders:

Type of Voting	Valid Votes						Invalid	
	Voting in Favour (Assent)			Voted Against (Dissent)			No. of Members Voting	No. of votes casted
	No. of Members Voting	No. of votes casted	% age of total votes in favour	No. of Members Voting	No. of votes casted	% age of total votes against		
Remote E-Voting prior to the meeting	490	267102449	99.998	12	5354	0.002	0	0
E-Voting during the meeting	4	346		0	0		0	0
<b>Total</b>	<b>494</b>	<b>267102795</b>	<b>99.998</b>	<b>12</b>	<b>5354</b>	<b>0.002</b>	<b>0</b>	<b>0</b>





**II. Consolidated Report on result through remote e-voting and e-voting during the NCLT convened meeting of Equity Shareholders (Regulation 44):**

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	163973866	163973866	100.0000	163973866	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	163973866	163973866	100.0000	163973866	0	100.0000	0.0000
Public-Institutions	E-Voting	91823721	77487776	84.3875	77487776	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	91823721	77487776	84.3875	77487776	0	100.0000	0.0000
Public- Non Institutions	E-Voting	60073092	25646507	42.6922	25641153	5354	99.9791	0.0209
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	60073092	25646507	42.6922	25641153	5354	99.9791	0.0209
<b>Total</b>		<b>315870679</b>	<b>267108149</b>	<b>84.5625</b>	<b>267102795</b>	<b>5354</b>	<b>99.9980</b>	<b>0.0020</b>

13. Based on the foregoing, the Resolution as proposed in the Notice dated 24 November 2021 of the NCLT convened Meeting shall be deemed to have been approved on the date of the NCLT convened meeting of Equity Shareholders of the Company, i.e., 5 January, 2022 with a majority of Equity Shareholders exercising voting rights representing three-fourths in value in shares voted in favour through remote-e-voting and by way of e-voting during the meeting.

14. The electronic data files pertaining to remote e-voting and e-voting conducted during the Meeting are being handed over to the Company Secretary of the Company, authorized by the Board of Directors of the Company for safekeeping.

<p>For T. F. Khatri &amp; Associates Company Secretary in Practice</p>   <p>Tehseen Fatima Khatri (Proprietor) Membership No: 9093 C.P. No: 10417 Place: Mumbai</p> <p>Date: 5 January 2022 UDIN: F009093C002064124</p>	<p>Countersigned and received the report</p> <p style="text-align: center;">Sd/-</p> <hr/> <p>Anand Kripalu Chairperson appointed by the NCLT for the meeting of equity shareholders of EPL LIMITED</p>
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