



Hitech Plast Ltd.

ISO 9001 : 2008 Unit

CIN : L28992MH1991PLC168235

HO & Regd. Office :

Unit No. 201, 2nd Floor,
Welspun House, Kamala City
Senapati Bapat Marg,
Lower Parel (W),
Mumbai - 400 013

20th August, 2015

The Manager
Department of Corporate Services (DCS)
The BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400 001.

The Manager
The National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra (E), Mumbai - 400 051.

Scrip Code : 526217

Scrip Symbol : HITECHPLAS

Dear Sirs,

Sub: Minutes of the Postal Ballot Voting Process and E-Voting Process.

Ref.: Scheme of Amalgamation of Clear Mipak Packaging Solutions Limited with Hitech Plast Limited


Please find enclosed herewith the Minutes of Declaration of Results of Postal Ballot (including E-Voting) pursuant to Clause 31 of the Listing Agreement.

The Postal Ballot process was conducted to approve the Special Resolution under Section 52 of the Companies Act, 2013 read with Section 100 to 104 of the Companies Act, 1956 in connection with the Merger of Clear Mipak Packaging Solutions Ltd. into the Company and the Result was declared on 12th August, 2015.

Kindly take the same on record.

Thanking you.

Yours faithfully,
For Hitech Plast Limited


Namita Tiwari
Company Secretary

Encl. A/a

Minutes for Declaration of Result of the Postal Ballot conducted vide Notice dated 7th July, 2015 in respect of the Passing of Special Resolution under section 52 of the Companies Act, 2013 read with section 100 to 104 of the Companies Act, 1956 and other applicable provisions, if any, in connection with Merger of Clear Mipak Packaging Solutions Limited (Transferor Company) into Hitech Plast Limited (Transferee Company).

Background :

The Board of Directors had through Circular Resolution passed on 7th July, 2015, approved the proposal for conducting Postal Ballot and e-voting Process for passing the Special Resolution under section 52 of the Companies Act 2013 read with section 100 to 104 of the Companies Act 1956, as stated in the Postal Ballot Notice dated 7th July, 2015 in Connection with the Merger of Clear Mipak Packaging Solutions Ltd. into the Company

Mr. Keyul M. Dedhia, Practicing Company Secretary was appointed as Scrutiniser for conducting the Postal Ballot and e-voting process in accordance with the law in a fair and transparent manner. Mrs. Namita Tiwari, Company Secretary of the Company was authorized to declare the result of the Postal Ballot based on the Report submitted by the Scrutinizer in this regard.

As required under Rule 22 of the Companies (Management & Administration) Rules, 2014, the Notice of Postal Ballot dated 7th July, 2015 along with the Postal Ballot Forms was sent to all the shareholders (dispatch having been completed on 9th July, 2015) by speed post to those shareholders whose email ids were not registered with the Company and by electronic means (e-mail) to those shareholders whose email ids were registered with the Company/RTA/DP to send their assent or dissent in writing by post or through electronic means (e-voting). The cut-off date for determining shareholders for sending the Postal Ballot Notice was fixed as Friday, 3rd July, 2015.

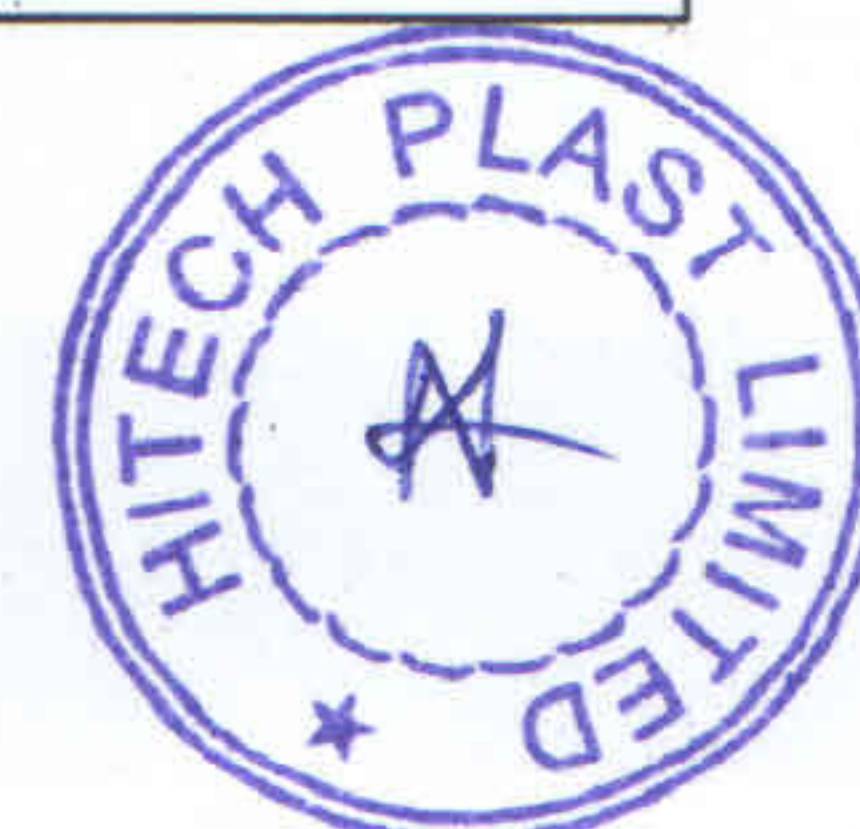
It was also informed that, an advertisement regarding completion of dispatch of Postal Ballot Notice along with Postal Ballot Forms and Explanatory Statement containing all material facts as required under the Companies Act, 2013 and relevant Rules was published in "The Financial Express" and "Apla Mahanagar" on 11th July 2015. The shareholders were intimated that voting period for physical voting through Postal Ballot and e-voting process started on Friday, 10th July, 2015 (9.00 a.m.) and ended on Wednesday, 10th August, 2015 (5.00 p.m.) and any Postal Ballot Form received thereafter was to be treated as response not received from the shareholder. The NSDL module for e-voting was disabled thereafter.

The Scrutiniser appointed for the purpose, submitted his Report dated 12th August, 2015 on physical voting (through Postal Ballot) and e-voting after due scrutiny of all the Postal Ballot Forms received and on noting of e-voting process .

In the Report of the Scrutiniser dated 12th August, 2015 on the Postal Ballot, it had been reported that up to the close of voting hours on 10th August, 2015, the votes received along with the percentage of voting were as under:

i. Voted in favour of the Resolution :

Type of Voting	Number of Members Voting	Number of votes cast by them	% of total number of valid votes cast
Voting through Postal Ballot	44	11077	85.36
Voting through Electronic means	31	139223	99.96
Total	75	150300	98.71



ii. Voted against the Resolution

Type of Voting	Number of Members Voting	Number of votes cast by them	% of total number of valid votes cast
Voting through Postal Ballot	5	1900	14.64
Voting through Electronic means	2	61	0.04
Total	7	1961	1.29

iii. Invalid Votes

Type of Voting	Total number of Members whose votes were declared invalid	Number of votes cast by them
Voting through Postal Ballot	8	1049
Voting through Electronic means	23	10784480
Total	31	10785529

Note: Voting by Promoter and Promoter Group was excluded for the purpose of declaration of Results, pursuant to SEBI Circulars bearing Nos. CIR/CFD/DIL/5/2013 dated, 2015 and CIR/CFD/DIL/8/2013 dated May 21, 2013.

Based on the analysis of valid votes, the Scrutiniser reported that the Special Resolution as mentioned in the Postal Ballot Notice dated 7th July, 2015, has been passed by the Public Shareholders with Requisite Majority.

Accordingly, based on the aforesaid Scrutinisers' Report dated 12th August, 2015, the Special Resolution as mentioned in the Postal Ballot Notice dated 7th July, 2015 and reproduced hereunder was declared to be passed by the Public shareholders with Requisite Majority:-

Resolution :

To consider and approve the Special Resolution for approval of utilisation/adjustment of Capital Reserve Account of the Transferor Company (Clear Mipak Packaging Solutions Limited) and Securities Premium Account of the Transferor Company and the Transferee Company (Hitech Plast Ltd.) as on appointed date under Section 52 of the Companies Act, 2013 read with Section 100 to 104 of the Companies Act, 1956 as embodied in the Scheme of Amalgamation of Clear Mipak Packaging Solutions Limited. (Transferor Company) into Hitech Plast Limited (Transferee Company)

“RESOLVED THAT pursuant to Article 9 of the Articles of Association of the Company and pursuant to the provisions of Section 52 and other applicable provisions of the Companies Act, 2013 read with Section 100 to 104 and other applicable provisions of the Companies Act, 1956 and rules made thereunder (including any statutory re-enactment or amendment thereof), and subject to approval/sanction of the Hon'ble High Court of Judicature at Bombay for the Scheme of Amalgamation of Clear Mipak Packaging Solutions Limited, 'Transferor Company' into Hitech Plast Limited, 'Transferee Company' under Section 391 to 394 of the Companies Act, 1956 read with Section 52 of the Companies Act, 2013 and Section 100 to 104 and other applicable provisions of the Companies Act, 1956/ the Companies Act, 2013 and any applicable rules made thereunder, consent of the shareholders of the Company be and is hereby accorded for utilization / adjustment of Capital Reserve Account of the Transferor Company as on Appointed Date for an amount upto and not exceeding ₹ 237.33 lacs and for utilisation / adjustment of Securities Premium Account of





the Transferor Company as on Appointed Date for an amount upto and not exceeding ₹ 4532.09 lacs and Transferee Company as on Appointed Date for an amount upto and not exceeding ₹ 737.21 lacs, as the Board may deem fit, including the manner, in the interest of the Company, towards adjusting the difference between the amount recorded as Share Capital issued by the Transferee Company and the amount of Share Capital of the Transferor Company together with cancellation of Investment in the Transferor Company held by Transferee Company upon merger of Clear Mipak Packaging Solutions Limited into the Applicant Company in accordance with the Clause 13 of the Scheme of Amalgamation.

RESOLVED FURTHER THAT, for the purpose of giving effect to the above Resolution and for removal of any difficulties or doubts, the Board of Directors be and are hereby authorised to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, expedient, usual or proper and to settle any question or difficulty that may arise with regard to the utilization/adjustment of the Capital Reserve Account of the Transferor Company as on Appointed Date and Securities Premium Account of the Transferor Company and Transferee Company as on Appointed Date including passing of such accounting entries and/or making such other adjustments in the books of accounts as are considered necessary to give effect to the above Resolution or to carry out such modifications/ directions as may be ordered by the Hon'ble High Court of Judicature at Bombay to implement the aforesaid Resolution."

Sd/-

Mr. Malav A. Dani
Managing Director

Registered Office:
Unit No. 201, 2nd Floor,
Welspun House, Kamala City,
Senapati Bapat Marg, Lower Parel,
Mumbai- 400013.

Date: 12th August, 2015

CERTIFIED TRUE-COPY
For HITECH PLAST LIMITED

NAMITA TIWARI
COMPANY SECRETARY