

Date: July 25th, 2022.

To,
The Corporate Relationship Department
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex
Bandra, Mumbai- 400051 MH.

NSE SCRIP CODE: BBTCL.

SUB: SUBMISSION OF VOTING RESULT AND SCRUTINIZER'S REPORT FOR POSTAL BALLOT NOTICE DATED 30TH MAY, 2022.

Dear Sir/Madam,

Pursuant to the Regulation 44 of Securities and Exchange Board of India (Listing obligation and Disclosure Regulation) Regulation, 2015 detail of the Voting Result of Postal Ballot through Remote e-voting (In Annexure- A) and Scrutinizer Report pursuant to Section 108 and 110 of Companies Act, 2013 read with rule 20 & 22 of Companies (Management and Administration) Rules, 2014 are enclosed herewith.

Same is also hosted on the website of the Company i.e., www.boxandboard.in.

You are requested to take the above on record and oblige the same.

Thanking you,

Yours Faithfully,

FOR, B&B TRIPLEWALL CONTAINERS LIMITED.


VIJAY SHAH
Company Secretary



Registered Office & Unit-I
B&B Triplewall Containers Ltd.
Sy.No. 263/2/3, Marsur Madiwal Village
Kasaba Hobli Anekal Taluk, Bangalore - 562106
E-mail: mail@boxandboard.in
Ph: +91 88702 13555
CIN. : L21015KA2011PLC060106

Corporate Office & Unit-III
B&B Triplewall Containers Ltd.
Survey No.75/1A2, 75/1B1, 73/2A,
Thiyagarasanapalli Village,
Shoolagiri Taluk, Krishnagiri District - 635 117
Ph: +91 88702 10555
E-mail: info@boxandboard.in

Sharma & Pagaria

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CONSOLIDATED REPORT OF SCRUTINIZER

(Pursuant to section 108 & 110 of the Companies Act, 2013 and rule 20 & 22 of the companies (Management and Administration) Rules, 2014 as amended)

To
The Chairman
B&B TRIPLEWALL CONTAINERS LIMITED
Sy. No. 263/2/3, Marsur Madivala,
Kasaba Hobli Anekal Taluk Bangalore KA 562106 IN

Dear Sir,

1. I, Bhavik Pandit, Partner, Sharma and Pagaria, Chartered Accountant in Practice have been appointed by the Board of Directors of **B&B TRIPLEWALL CONTAINERS LIMITED** ("The Company") as a scrutinizer pursuant to the provisions of Section 110 & Section 108 of the Companies Act, 2013, read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 in respect of the resolutions contained in the Postal Ballot notice (hereinafter referred to as "the resolutions") to scrutinize the voting process conducted through Postal Ballot/E-Voting in fair and transparent manner and ascertain the votes cast in favour or against the resolution as stated in the Notice of Postal Ballot sent to the members for taking their consent on the said resolutions.
2. The notice of Postal Ballot dated 30th May, 2022 along with statement setting out material facts under section 102 of the companies' act, 2013 was sent to the shareholders in respect of the below mentioned resolutions.
3. The management of the company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules relating to voting through electronic means on the resolutions contained in the Postal Ballot notice of the Company. Our responsibility is to make a Scrutinizer Report of the votes cast "in favor" or "against" the resolutions, based on reports generated from the e-voting system provided by Central Depository Services Limited, the authorized agency to provide remote e voting facilities, engaged by the company and also physical voting option provided to the shareholders who had not cast their vote earlier through remote e-voting facility.
4. Further to the above, I submit my report as under:
 - I. The e-voting period remained open from Thursday, 23rd June 2022 (11.00 A.M) to Friday, 22nd July, 2022 (5.00 P.M).
 - II. The members of the company as on the "cut-off" date i.e., Friday, 17th June 2022 were entitled to vote on the resolutions as set out in the notice of the Postal Ballot of the company.
 - III. The votes cast under remote e-voting facility were thereafter unblocked in the presence of two witnesses, who are not in the employment of the Company after completion of counting of votes cast.



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- IV. Thereafter the details containing inter alia, list of equity shareholders, who voted "for" and "against" on each of the resolutions that were put to vote, were generated from the e-voting website of Central Depository Services Limited.
- V. No ballot paper was found invalid.
- VI. In view of the above, I hereby submit my consolidated report on the results of the e-voting as Annexure- A enclosed herewith.

Thanking you

Yours faithfully,

**For Sharma & Pagaria
Chartered Accountants
Firm Reg. No.: 008217S**

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**Bhavik Pandit
Partner
Membership No. 043141
UDIN: 22043141ANODLW4859**

**Date: 25.07.2022
Place: Bangalore**



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ANNEXURE – A

The result of the scrutiny of the above postal ballot voting including remote e-voting through Postal Ballot is as under:

1. Resolution No.1 of the Notice:

Special Resolution- To approve the transaction under section 185 of the companies Act ,2013

I. Votes cast **in favor** of resolution:

Voting Method	No of Members / Proxies voted	No. of Votes cast (Shares)	% of Total No. of Valid Votes cast
E-voting	32	1,46,51,000	99.98%
Voting at EGM	-	-	-
Total No. of Votes cast	32	1,46,51,000	99.98%

II. Votes cast against the resolution:

Voting Method	No of Members / Proxies voted	No. of Votes cast (Shares)	% of Total No. of Valid Votes cast
E-voting	1	3,000	0.02%
Voting at EGM	Nil	Nil	Nil
Total No. of Votes cast	1	3,000	0.02%

III. Invalid Votes:

Voting Method	No of Members / Proxies voted	No. of Votes cast (Shares)	% of Total No. of Valid Votes cast
E-voting	Nil	Nil	Nil
Voting at EGM	Nil	Nil	Nil
Total No. of Votes cast	Nil	Nil	Nil



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2. Resolution No.2 of the Notice:

Ordinary Resolution – To approve Material Related Party Transactions with the Subsidiary of the company.

I. Votes cast **in favor** of resolution:

Voting Method	No of Members / Proxies voted	No. of Votes cast (Shares)	% of Total No. of Valid Votes cast
E-voting	32	1,46,51,000	99.98%
Voting at AGM	-	-	-
Total No. of Votes cast	32	1,46,51,000	99.98%

II. Votes cast **against** the resolution:

Voting Method	No of Members / Proxies voted	No. of Votes cast (Shares)	% of Total No. of Valid Votes cast
E-voting	1	3,000	0.02%
Voting at AGM	Nil	Nil	Nil
Total No. of Votes cast	1	3,000	0.02%

III. Invalid Votes:

Voting Method	No of Members / Proxies voted	No. of Votes cast (Shares)	% of Total No. of Valid Votes cast
E-voting	Nil	Nil	Nil
Voting at AGM	Nil	Nil	Nil
Total No. of Votes cast	Nil	Nil	Nil

3. Resolution No.3 of the Notice:

Ordinary Resolution – To approve Revision in Remuneration of Mr. Amit Agarwal as Chief Executive Officer of the company.

I. Votes cast **in favor** of resolution:

Voting Method	No of Members / Proxies voted	No. of Votes cast (Shares)	% of Total No. of Valid Votes cast
E-voting	24	1,09,86,000	99.97%
Voting at AGM	-	-	-
Total No. of Votes cast	24	1,09,86,000	99.97%



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II. Votes cast **against** the resolution:

Voting Method	No of Members / Proxies voted	No. of Votes cast (Shares)	% of Total No. of Valid Votes cast
E-voting	1	3,000	0.03%
Voting at AGM	Nil	Nil	Nil
Total No. of Votes cast	1	3,000	0.03%

III. Invalid Votes:

Voting Method	No of Members / Proxies voted	No. of Votes cast (Shares)	% of Total No. of Valid Votes cast
E-voting	Nil	Nil	Nil
Voting at AGM	Nil	Nil	Nil
Total No. of Votes cast	Nil	Nil	Nil

4. **Resolution No.4 of the Notice:**

Ordinary Resolution– To approve Revision in Remuneration of Mr. Sidharth Agarwal as Chief Operating Officer of the Company.

I. Votes cast **in favor** of resolution:

Voting Method	No of Members / Proxies voted	No. of Votes cast (Shares)	% of Total No. of Valid Votes cast
E-voting	20	1,09,89,000	99.97%
Voting at EGM	-	-	-
Total No. of Votes cast	20	1,09,89,000	99.97%

II. Votes cast against the resolution:

Voting Method	No of Members / Proxies voted	No. of Votes cast (Shares)	% of Total No. of Valid Votes cast
E-voting	1	3,000	0.03%
Voting at EGM	Nil	Nil	Nil
Total No. of Votes cast	1	3,000	0.03%



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III. Invalid Votes:

Voting Method	No of Members / Proxies voted	No. of Votes cast (Shares)	% of Total No. of Valid Votes cast
E-voting	Nil	Nil	Nil
Voting at EGM	Nil	Nil	Nil
Total No. of Votes cast	Nil	Nil	Nil

5. **Resolution No.5 of the Notice:**

Ordinary Resolution– To approve Revision in Remuneration of Mr. Nishant Bothra as Chief Technical Officer of the Company.

I. Votes cast **in favor** of resolution:

Voting Method	No of Members / Proxies voted	No. of Votes cast (Shares)	% of Total No. of Valid Votes cast
E-voting	23	1,09,88,800	99.97%
Voting at EGM	-	-	-
Total No. of Votes cast	23	1,09,88,800	99.97%

II. Votes cast against the resolution:

Voting Method	No of Members / Proxies voted	No. of Votes cast (Shares)	% of Total No. of Valid Votes cast
E-voting	1	3,000	0.03%
Voting at EGM	Nil	Nil	Nil
Total No. of Votes cast	1	3,000	0.03%



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III. Invalid Votes:

Voting Method	No of Members / Proxies voted	No. of Votes cast (Shares)	% of Total No. of Valid Votes cast
E-voting	Nil	Nil	Nil
Voting at EGM	Nil	Nil	Nil
Total No. of Votes cast	Nil	Nil	Nil

For Sharma & Pagaria
Chartered Accountants
Firm Reg. No.: 008217S

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Bhavik Pandit
Partner
Membership No.: 043141
UDIN: 22043141ANODLW4859

Date: 25.07.2022
Place: Bangalore



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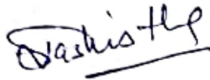
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We the Undersigned witness that the ballot box was opened in our presence on 23rd July 2022 at 3.00 P.M. and the electronic votes were unblocked from the e-voting website of Central Depository Services (India) Limited (<http://www.evotingindia.com>) in our presence at 02.30 P.M on 23rd July 2022. We also declare that we are not employees of B&B Triplewall Containers Limited.



Ms. Shivani Vashistha



Ms. Nirmala S D



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VOTING RESULT

(Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

Type of Meeting	Postal Ballot
Cut-off Date for receiving of Postal Ballot Notice	17-06-2022
Total Number of Shareholder on cut-off date	250
Date of Completion of Dispatch of Postal Ballot Notice	22-06-2022
Date of Commencement of e-voting	23-06-2022 (11:00 A.M IST)
Date of Ending of e-voting	22-07-2022 (05:00 P.M IST)
Date of Scrutinizer Report	25-07-2022
Total Number of Resolution Passed	05

Resolution No. 1: - TO APPROVE TRANSACTIONS UNDER SECTION 185 OF THE COMPANIES ACT, 2013.

Resolution Required (ordinary / special)	Special Resolution							
Whether promoter/ Promoter group are interest in resolution	No							
Category	Mode of Voting	No. of shares held (1)	No. of vote polled (2)	% of votes polled on outstanding shares (3) $\{(2)/(1)\} * 100$	No. of votes -in favour (4)	No. of votes-against (5)	% of votes -in favour on votes polled (6) $\{(4)/(2)\} * 100$	% of votes-against on vote polled (7) $\{(5)/(2)\} * 100$
Promoter	E-Voting	14651000	14651000	100	14651000	00	100	00
Public- Institutions	E-Voting	00	00	00	00	00	00	00
Public- Non-Institution	E-Voting	5860240	3000	0.05	00	3000	00	100
Total		20511240	14654000	71.44	14651000	3000	99.98	0.02

The Resolution has been approved by the Shareholder with Majority.

Resolution No. 2: - TO APPROVE MATERIAL RELATED PARTY TRANSACTIONS WITH THE SUBSIDIARY OF THE COMPANY.

Resolution Required (ordinary / special)	Ordinary Resolution							
Whether promoter/ Promoter group are interest in resolution	Yes							
Category	Mode of Voting	No. of shares held (1)	No. of vote polled (2)	% of votes polled on outstanding shares (3) $\{(2)/(1)\} * 100$	No. of votes -in favour (4)	No. of votes-against (5)	% of votes -in favour on votes polled (6) $\{(4)/(2)\} * 100$	% of votes-against on vote polled (7) $\{(5)/(2)\} * 100$
Promoter	E-Voting	14651000	14651000	100	14651000	00	100	00
Public- Institutions	E-Voting	00	00	00	00	00	00	00
Public- Non-Institution	E-Voting	5860240	3000	0.05	00	3000	00	100
Total		20511240	14654000	71.44	14651000	3000	99.98	0.02

The Resolution has been approved by the Shareholder with Majority.

Resolution No. 3: - TO APPROVE REVISION IN REMUNERATION OF MR. AMIT AGARWAL AS CHIEF EXECUTIVE OFFICER OF THE COMPANY

Resolution Required (ordinary / special)	Ordinary Resolution							
Whether promoter/ Promoter group are interest in resolution	Yes							
Category	Mode of Voting	No. of shares held (1)	No. of vote polled (2)	% of votes polled on outstanding shares (3) $\{(2)/(1)\} * 100$	No. of votes -in favour (4)	No. of votes-against (5)	% of votes -in favour on votes polled (6) $\{(4)/(2)\} * 100$	% of votes-against on vote polled (7) $\{(5)/(2)\} * 100$
Promoter	E-Voting	14651000	10986000	74.98	10986000	00	100	00
Public- Institutions	E-Voting	00	00	00	00	00	00	00
Public- Non-Institution	E-Voting	5860240	3000	0.05	00	3000	00	100
Total		20511240	10989000	53.57	10986000	3000	99.97	0.02

The Resolution has been approved by the Shareholder with Majority.

Resolution No. 4: - TO APPROVE REVISION IN REMUNERATION OF MR. SIDHARTH AGARWAL AS CHIEF OPERATING OFFICER OF THE COMPANY

Resolution Required (ordinary / special)	Ordinary Resolution							
Whether promoter/ Promoter group are interest in resolution	Yes							
Category	Mode of Voting	No. of shares held (1)	No. of vote polled (2)	% of votes polled on outstanding shares (3) $\{(2)/(1)\} * 100$	No. of votes -in favour (4)	No. of votes-against (5)	% of votes -in favour on votes polled (6) $\{(4)/(2)\} * 100$	% of votes-against on vote polled (7) $\{(5)/(2)\} * 100$
Promoter	E-Voting	14651000	10989000	75.00	10989000	00	100	00
Public- Institutions	E-Voting	00	00	00	00	00	00	00
Public- Non-Institution	E-Voting	5860240	3000	0.05	00	3000	00	100
Total		20511240	10992000	53.59	10989000	3000	99.97	0.03

The Resolution has been approved by the Shareholder with Majority.

Resolution No. 5: - TO APPROVE REVISION IN REMUNERATION OF MR. NISHANT BOTHRA AS CHIEF TECHNICAL OFFICER OF THE COMPANY.

Resolution Required (ordinary / special)	Ordinary Resolution							
Whether promoter/ Promoter group are interest in resolution	Yes							
Category	Mode of Voting	No. of shares held (1)	No. of vote polled (2)	% of votes polled on outstanding shares (3) $\{(2)/(1)\} * 100$	No. of votes -in favour (4)	No. of votes-against (5)	% of votes -in favour on votes polled (6) $\{(4)/(2)\} * 100$	% of votes-against on vote polled (7) $\{(5)/(2)\} * 100$
Promoter	E-Voting	14651000	10988800	75.00	10988800	00	100	00
Public- Institutions	E-Voting	00	00	00	00	00	00	00
Public- Non-Institution	E-Voting	5860240	3000	0.05	00	3000	00	100
Total		20511240	10991800	53.59	10988800	3000	99.97	0.03

The Resolution has been approved by the Shareholder with Majority.