

11/09/2021

BSE Limited
Phiroze Jeejeebhoy Towers, Dalal
Street,
Mumbai 400 001

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

Scrip Code: **507779**

Trading Symbol: **KANPRPLA**

Sub.:- Submission of Minutes of 50th Annual General Meeting.

Dear Sir,

Please find attached herewith Minutes of the 50th 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



D-19,20 Panki Industrial Area, Kanpur-208022, India
tel.no: +91 (512) 2691113-116 | fax: +91 (512) 2691117
email: info@kanplas.com | web: www.kanplas.com

Manufacturers & Exporters: HDPE/PP Circular
Woven Fabrics, Sacks and FIBCS/Jumbo Bags
Multifilament Yarn

ISO 9001:2015 ISO 22000 AIB BRC Certified
CIN L25209UP1971PLC003444

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MINUTES OF THE 50th ANNUAL GENERAL MEETING OF THE MEMBERS OF KANPUR PLASTIPACK LIMITED HELD ON FRIDAY, THE 3RD DAY OF SEPTEMBER, 2021 AT 12:00 NOON AT THE REGISTERED OFFICE OF THE COMPANY AT D-19-20, PANKI INDUSTRIAL AREA, KANPUR-208 022

Pursuant to the Ministry of Corporate Affairs (MCA) General Circular numbers 02/2021 dated 13th January, 2021 read with General Circular No. 14/2020 dated 8th April, 2020 and Circular no. 20/2020 dated 5th May, 2020 and Circular of SEBI dated 12th May, 2020 and other applicable circulars issued by the SEBI and MCA in this regard (hereinafter collectively referred to as the 'Circulars'), companies are permitted to hold AGM through VC/OAVM, without the physical presence of members at a common venue. Hence, in compliance with the above Circulars, 50th AGM of the Company was conducted through Video Conferencing.

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 Prem S. Khamesra | : | Director |
| 6. Shri Subodh Kumar | : | Director |
| 7. Shri Akshay Kumar Gupta | : | Director |
| 8. Shri R. G. Bagla | : | Director |
| 9. Shri Dharam Bir Prasad | : | Director |

IN ATTENDANCE:

- | | | |
|--------------------------|---|-------------------|
| 1. Shri Vishal Jain | : | 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: As per the report provided by the National Securities Depository Limited (NSDL) 57 Members attended the meeting through Video Conferencing.

Company Secretary welcomed the shareholders to the 50th Annual General meeting of Kanpur Plastipack Limited and congratulated them as the Company has Completed historic landmark of 50 years.

He then informed the shareholders that in view of Spread of Covid-19 pandemic, Ministry of Corporate Affairs and Securities and Exchange Board of India (SEBI) have permitted the companies to conduct the Annual General Meetings through Video Conferencing / other Audio Visual Means. In compliance to the circulars of MCA and SEBI the 50th AGM of your Company is being conducted through Video Conferencing.



Chairman's Initial

He further informed that the proceedings of the meetings are being recorded and to ensure seamless proceedings and to avoid any kind of background sound all shareholders were kept on mute by the Host. Only those shareholders who have registered themselves as speakers will be allowed to speak in the meeting and they will be unmuted for their time slot by the host. Other Shareholders may also raise questions, if any, through the Q&A panel of the NSDL, the Company will reply through email. The questions of the shareholders which are already registered will be answered during the meeting.

He further 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 e-voting in this meeting as well and the Shareholders who have not already casted their vote through remote e-voting may cast their vote after the proceedings of the meeting.

The voting result and recorded transcript 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.

It was informed to the shareholders that the Chairmen of Audit Committee, Nomination & Remuneration Committee and Stakeholders' Relationship Committee, Statutory Auditors and Secretarial Auditors are present in the Meeting

With the permission of the members, notice convening the Annual General Meeting, Directors' Report and the Financial Statements for the year ended 31st March, 2021 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 on the Financial Statements and the same will be replied through email.

After the speech of Chairman Cum Managing Director, Company Secretary conducted the Question and Answer Session wherein 5 Shareholders Mr. Shlok Dave, Mr. Praveen Sharma, Mr. Harish Shiyad, Mr. S P Mittal, and Mr. Dinesh Kotecha have registered themselves to ask their questions and they were invited during the meeting to raise their questions. Chairman Cum Managing Director then answered the questions of the shareholders to their satisfaction.

Shareholders were informed that e-voting facility is provided in the meeting and voting will remain open for 30 minutes after the time of closure of this meeting.

Shareholders, who had not casted their vote through remote e-voting, may cast their votes through e-voting after the meeting.



Chairman's Initial

Chairman Cum Managing Director informed to the shareholders that at item no. 5, the proposal of issue of Bonus Shares, as per the procedural and technical norms the in-principle approval from the Stock Exchanges shall be given after the approval of the shareholders. Therefore the record date has to be fixed by the Board of Directors separately. Hence, at para no 'a' the Record Date of 26th August, 2021 be read as "as may be decided by the Board of Directors."

As shareholder i propose the above change in the resolution no. 5

Mr Shashank Agarwal, Deputy Managing Director, as shareholder, seconded the same.

Thereafter, following resolutions were put to vote for which electronic voting have already taken place :

ORDINARY BUSINESS

ITEM NO. 1 : Ordinary Resolution

TO RECEIVE, CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE YEAR ENDED 31ST MARCH, 2021 TOGETHER WITH THE REPORTS OF AUDITORS AND DIRECTORS THEREON:

"RESOLVED THAT Financial Statements for the year ended 31st March 2021 together with the Reports of Directors and Auditors thereon, be and are hereby received, considered and adopted."

ITEM NO. 2: Ordinary Resolution

TO CONSIDER DECLARATION OF DIVIDEND:

"RESOLVED THAT the final dividend for the year 2020-21 at the rate ₹ 1.80/- per share on the paid-up Equity Share Capital of the company absorbing ₹ 2,57,62,615.20 (i.e. ₹ 1.80/- on 1,43,12,564 fully paid up equity shares) be and is hereby approved and declared."


Chairman's Initial

ITEM NO. 3: Ordinary Resolution

TO APPOINT A DIRECTOR IN PLACE OF SHRI SUNIL MEHTA (DIN: 03422673), WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HERSELF 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.”

SPECIAL BUSINESS**ITEM NO. 4: Special Resolution****INCREASE THE AUTHORISED SHARE CAPITAL OF THE COMPANY**

“RESOLVED THAT pursuant to the provisions of Sections 13, 61 and 64 of Companies Act, 2013 read with Companies (Share Capital and Debentures) Rules, 2014 and all other applicable provisions, if any, (including any statutory modification(s) or re-enactment thereof for the time being in force) the existing Authorised Share Capital of the Company of ₹ 22,00,00,000/- (Rupees Twenty Two Crores Only) divided into 2,00,00,000 (Two Crores) Equity Shares of Rs. 10/- (Rupees Ten) each and 20,00,000 (Twenty Lacs) Preference Shares of Rs. 10/- (Rupees Ten) each be and is hereby increased to ₹ 32,00,00,000 (Rupees Thirty Two Crores Only) divided into 3,00,00,000 (Three Crores) Equity Shares of ₹ 10/- (Rupees Ten Only) each and 20,00,000 (Twenty Lacs) Preference shares of ₹ 10/- (Rupees Ten Only) each ranking pari passu in all respect with the existing Equity Shares of the Company.”

“RESOLVED FURTHER THAT the Memorandum of Association of the Company be and is hereby altered by substituting the existing Clause V thereof by the following new Clause V as under:

V. The Authorized Share Capital of the Company is ₹ 32,00,00,000 (Rupees Thirty Two Crores Only) divided into 3,00,00,000 (Three Crores) Equity Shares of ₹ 10/- (Rupees Ten Only) each and 20,00,000 (Twenty Lacs) Preference shares of ₹ 10/- (Rupees Ten Only) each with power to increase or reduce the capital and to divide and subdivide the shares into several classes and to attach thereto respectively such preferential, qualified or special rights, privileges or conditions, as may be determined by or in accordance with the Articles of Association of the Company for the time being and to vary, modify or abrogate any such rights, privileges or conditions in such manner as may be permitted by the Companies Act, 2013, or as provided by the Articles of Association of the Company for the time being.


Chairman's Initial

"RESOLVED FURTHER THAT for the purpose of giving effect to the aforesaid resolution, the Board of Directors of the Company (hereinafter referred to as "Board" which term shall include a Committee thereof authorized for the purpose) be and is hereby authorized to take all such steps and actions and give such directions as may be in its absolute discretion deemed necessary and to settle any question that may arise in this regard, without being required to seek any further consent or approval of the shareholders or otherwise and that the shareholders shall be deemed to have given their approval thereto expressly by the authority of this resolution."

ITEM NO. 5: Special Resolution

TO ISSUE OF BONUS SHARE IN THE PROPORTION OF 1(ONE) BONUS SHARE FOR EVERY EXISTING 2(TWO) FULLY PAID UP EQUITY SHARES OF RS. 10/- EACH (RATIO 1:2)

"RESOLVED THAT:

- a) Pursuant to section 63 of the Companies Act, 2013 ("the Act") and the applicable provisions of the Companies Act, 2013 (including any modification or re-enactment thereof) and Article 15 of the Articles of Association of the Company and in accordance with the provisions under Chapter XI of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 as in force, and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Regulations") and the Listing Agreements entered into by the company with the Stock Exchanges where the Company's shares are listed and subject to all applicable laws / rules / regulations / guidelines, if any, prescribed by SEBI or Reserve Bank of India (RBI) under the Foreign Exchange Management Act, 1999 (FEMA) (including any amendment, modification or re-enactment thereof) and subject to any necessary approval(s), consents, permissions and sanctions as may be necessary from any authority and upon recommendation of the Board of Directors made at their meeting held on 28th July, 2021 (hereinafter referred to as "the Board", which term shall also include the existing Committee of Directors thereof), the consent of the members of the Company be and is hereby accorded for capitalization of a sum not exceeding ₹ 7,15,62,820/- (Rupees Seven Crores Fifteen Lacs Sixty Two Thousand Eight and Twenty Only) out of the sum standing to the credit of Company's General Reserve Account/Securities Premium Account or such other accounts as are permissible to be capitalized and utilized for the purpose of the issue of Bonus Shares of ₹ 10/-(Rupees Ten) each, credited as fully paid up -Equity shares to the holders whose names appear in the Register of Members/Beneficial Owners' position of the Company as on the date as may be decided by the Board of Director, being the 'Record Date' determined by the Board for this purpose, in the proportion of 1(One) Bonus share for every existing 2(Two) fully paid up Equity shares of Rs. 10/- each (Ratio 1:2) and that the said amount be transferred to the Share Capital Account and that the new Bonus Shares so issued and allotted shall be treated for all purposes as an increase of the nominal amount of the equity capital of the Company held by each such member and not as income."



Chairman's Initial

- b) the Bonus Shares so allotted shall be subject to such terms and conditions as contained in the Memorandum and Articles of Association of the Company and shall in all respect rank *pari-passu* with the existing fully paid-up Equity shares of the Company, with a right, to participate in dividend in full that may be declared after the date of allotment of these Equity shares as the Board may determine."
- c) the Bonus Shares shall be credited to the respective beneficiary accounts of the Members with their respective Depository Participants within the stipulated time as may be allowed by the appropriate authorities and in the case of Members who hold Equity shares in physical form, the share certificates in respect of the Bonus Shares shall be dispatched within such time as may be prescribed."
- d) the Board be and is hereby authorized to take necessary steps for listing/trading of the Bonus Shares so allotted on the Stock Exchanges where the securities of the Company are listed as per the provisions of the Listing Agreements with the Stock Exchanges concerned, the Regulations and other applicable laws."
- e) Bonus shares shall be allotted to the nearest number and no fraction share arising out of the issue and allotment of the Bonus Shares shall be allotted by the Company;"
- f) for the purpose of giving effect to this resolution and for removal of any doubts or difficulties, the Board and the Company Secretary of the Company be and are hereby jointly and / or severally authorized to do, perform and execute all such acts, deeds, matters and things and to give from time to time such directions as may be necessary, expedient, usual or proper and to settle any question or doubts that may arise in this regard at any stage including to take necessary steps for listing of such Bonus Shares on the stock exchanges where the ordinary shares of the Company are listed and as the Board in its absolute discretion may think fit and its decision shall be final and binding on all members and other interested persons and to do all acts connected herewith or incidental hereto."

ITEM NO. 6: Special Resolution

Adoption of New Set of Article of Associations

"RESOLVED THAT pursuant to the provisions of Section 5 and 14 of Companies Act, 2013 and all other applicable provisions of the Companies Act, 2013 read with Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the draft regulations contained in the Articles of Association of the Company submitted to this meeting, be and are hereby approved and adopted in substitution, and to the entire exclusion, of the regulations contained in the existing Articles of Association of the Company."


Chairman's Initial

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"RESOLVED FURTHER THAT for the purpose of giving effect to the above resolution, the Board and the Company Secretary of the Company be and are hereby authorized to do such acts, deeds and things as they may, in their absolute discretion, deem necessary and expedient to settle all questions, difficulties or doubts arising at any stage in this regard without requiring the Board to secure any further consent or approval from the members of the Company and intended that they shall be deemed to have given their approval expressly by the authority of this resolution."

"RESOLVED FURTHER THAT the Board of Directors and the Company Secretary of the Company be and are hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

ITEM NO. 7: Special Resolution

Re-appointment of Shri Shashank Agarwal as Deputy Managing Director

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198 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 1st September, 2021 to 31st August, 2024, as recommended by the Nomination and Remuneration Committee on the following Terms and Conditions:

- I. Remuneration : ₹ 4,00,000/- -- ₹ 30,000/- -- ₹ 4,60,000/- 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:-
- 1) House Rent Allowance shall be 30% of salary. 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.
 - 2) 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.


Chairman's Initial

- 3) 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.
- 4) Fees of club subject to maximum of two clubs. No admission and life membership fee will be paid.
- 5) Personal Accident Insurance of an amount, the annual premium of which shall not exceed ₹ 30,000/-
- 6) 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.
- 7) 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.
- 8) Gratuity as per the rules of the Company but shall not exceed half month's salary for each completed year of service.
- 9) Encashment of leave at the end of tenure of service will not be included in the computation of the ceiling on perquisites.
- 10) He will not be entitled to any sitting fees for attending the meeting of the Board of Directors or Committees thereof.
- 11) He will be entitled to free use of Company's Car with driver for official as well as for personal purpose.
- 12) 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."


Chairman's Initial

ITEM NO. 8: Special Resolution**Change in the terms of appointment of Shri Sunil Mehta, Executive Director**

"RESOLVED THAT pursuant to the provisions of Sections 196, 197 and 198 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), the fixed performance incentive payable to Shri Sunil Mehta (DIN:03422673), Executive Director be and is hereby increased from ₹ 5 Lacs to ₹ 10 Lacs w.e.f. the financial year 2020-21 for the remaining term of his tenure till 31st August, 2024 other terms of appointments of Shri Sunil Mehta as approved by the Shareholders in their meeting held on 12/09/2019 will remain the same for the remaining period of his tenure."

"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 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. 9: Special Resolution**Grant of Honorarium to retiring Chairman Emeritus of the Company Shri Mahesh Swarup Agarwal:**

"RESOLVED THAT pursuant to the provisions of Sections 197 and 198 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), an Annual Honorarium of ₹ 1,00,000 (Rupees One Lacs Only) be given to each Independent Director of the Company w.e.f. the financial year 2020-21."

"RESOLVED FURTHER THAT in the event of absence or inadequacy of profits in any financial year, the honorarium payable to the Independent Directors shall not exceed the maximum limit as prescribed under schedule V of the Companies Act, 2013."


Chairman's Initial

ITEM NO. 10: Special Resolution**Change in the terms of appointment of Shri Manoj Agarwal, Chairman Cum Managing Director:**

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198 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), the terms of appointment of Shri Manoj Agarwal, Chairman Cum Managing Director be changed w.e.f. 01st September, 2021 for the remaining period of his tenure till 31st August, 2023 as recommended by the Nomination and Remuneration Committee:

(The terms of appointment as approved by the Shareholders in their meeting held on 03/09/2020 as amended from 01/09/2021)

- I. Remuneration : ₹ 5,20,000/- -- ₹ 40,000/- -- ₹ 6,00,000/- per month.
- II. Self Development : ₹ 30,000/- per month.
Allowance
- 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:-
 - i) The Company shall provide him unfurnished accommodation and in lieu of the same company shall deduct seven and half percent of Basic salary from the monthly salary payable to him. The Company shall also provide such furniture and furnishing as may be required by the Chairman Cum Managing Director. Further, the expenditure incurred by the Company on gas, electricity, water and furnishings shall be valued as per Income Tax Rules, 1962.
 - 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) Gratuity as per the rules of the Company but shall not exceed half month's salary for each completed year of service.
 - vii) Encashment of leave at the end of tenure of service will not be included in the computation of the ceiling on perquisites.

viii) He will not be entitled to any sitting fees for attending the meeting of the Board of Directors or Committees thereof.

ix) He will be entitled to free use of Company's Car with driver for official as well as for personal purpose.

x) 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 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 Manoj 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 Shashank Agarwal, Deputy Managing Director (DIN: 02790029) and Shri Ankur Srivastava, Company Secretary of the Company (Membership no. F8537) be and are hereby jointly and / or severally authorised to sign, seal, execute and deliver all necessary intimation and file necessary forms to the Registrar of Companies and to do all such acts, deeds and things as may deemed necessary, expedient and desirable to give effect to the above resolution."

ITEM NO. 11: Special Resolution

To grant annual Honorarium to all Independent Directors of the Company

"RESOLVED THAT pursuant to the provisions of Sections 197 and 198 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), an Annual Honorarium of ₹ 1,00,000 (Rupees One Lacs Only) be given to each Independent Director of the Company w.e.f. the financial year 2020-21."

"RESOLVED FURTHER THAT in the event of absence or inadequacy of profits in any financial year, the honorarium payable to the Independent Directors shall not exceed the maximum limit as prescribed under schedule V of the Companies Act, 2013."


Chairman's Initial

ITEM NO. 12: Special Resolution

To approve and ratify the re-appointment of Shri Akshay Kumar Gupta, Non Executive Independent Director (DIN: 00004908):

“RESOLVED THAT pursuant to the provisions of Section 149(6) read with Section 149(10) 150, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 together with the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 25(2) of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 (“Listing Regulations”) and other applicable regulations of Listing Regulations, as amended from time to time, including any statutory modifications(s) or re-enactment(s) thereof for the time being in force, consent of the members be and is hereby accorded for the approval and ratification of the re-appointment of Shri Akshay Kumar Gupta (DIN: 00004908), for a further period of 5 consecutive years as Independent Director w.e.f. 01/04/2021 to 31/03/2026 whose office shall not be liable to retire by rotation.”

“RESOLVED FURTHER THAT the Resolution passed by the Board of Directors dated 10/02/2021 for the re-appointment of Shri Akshay Kumar Gupta (DIN: 00004908) for a further period of 5 consecutive years as Independent Director w.e.f. 01/04/2021 to 31/03/2026 be and is hereby ratified.”

“RESOLVED FURTHER THAT Shri Manoj Agarwal (DIN: 00474146), Chairman Cum Managing Director and / or 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.”

Thereafter the voting lines were announced to be open for the shareholders.

Vote of Thanks:

There being no other business to transact, the meeting concluded with a vote of thanks to the Chair at 12:30 P.M.

PLACE: KANPUR

DATE: 08/09/2020


(CHAIRMAN)

Chairman's Initial

ADDENDUM TO THE MINUTES OF THE 50th ANNUAL GENERAL MEETING OF THE MEMBERS OF KANPUR PLASTIPACK LIMITED HELD ON FRIDAY, THE 3RD DAY OF SEPTEMBER, 2021 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 on remote electronic voting and electronic voting facility provided during the AGM on 03/09/2021 at 12:19 PM 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 04/09/2021 as under:

Resolution No	Brief of Resolution	Mode of Voting (Show of hands/ Poll / Postal Ballot / E-Voting and Details of voting	Result of Voting
1.	To receive, consider and adopt Standalone and Consolidated Audited Financial Statements of the Company for the financial year ended 31.03.2021	E-Voting and Poll Details of Votes In favour : 9636745 Percentage: 100% Against: 0 Percentage: 0%	Passed with requisite majority
2.	To consider declaration of Final Dividend.	E-Voting and Poll Details of Votes In favour : 9632745 Percentage: 100% Against: 0 Percentage: 0%	Passed with requisite majority
3.	Appointment of Shri Sunil Mehta as Director who retires by rotation	E-Voting and Poll Details of Votes In favour : 9636743 Percentage: 100% Against: 02 Percentage: 0%	Passed with requisite majority
4.	Increase the Authorised Share Capital of the Company	E-Voting and Poll Details of Votes In favour : 9636745 Percentage: 100% Against: 00 Percentage: 00%	Passed with requisite majority
5.	Bonus Issue	E-Voting and Poll Details of Votes In favour : 9636745 Percentage: 100% Against: 00 Percentage: 00%	Passed with requisite majority


Chairman's Initial

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6.	Adoption of New Set of Article of Associations	E-Voting and Poll Details of Votes In favour : 9636745 Percentage: 100% Against: 00 Percentage: 00%	Passed with requisite majority
7.	Re-appointment of Shri Shashank Agarwal as Deputy Managing Director	E-Voting and Poll Details of Votes In favour : 9636743 Percentage: 100% Against: 02 Percentage: 0.0	Passed with requisite majority
8.	Change in the terms of appointment of Shri Sunil Mehta, Executive Director	E-Voting and Poll Details of Votes In favour : 9636745 Percentage: 100% Against: 00 Percentage: 0.00%	Passed with requisite majority
9.	Grant of Honorarium to retiring Chairman Emeritus of the Company Shri Mahesh Swarup Agarwal	E-Voting and Poll Details of Votes In favour : 9557873 Percentage: 100% Against: 78872 Percentage: 0.83	Passed with requisite majority
10.	Change in the terms of appointment of Shri Manoj Agarwal, Chairman Cum Managing Director	E-Voting and Poll Details of Votes In favour : 9636739 Percentage: 100% Against: 06 Percentage: 0.00%	Passed with requisite majority
11.	To grant annual Honorarium to all Independent Directors of the Company	E-Voting and Poll Details of Votes In favour : 9558073 Percentage: 100% Against: 78672 Percentage: 0.00%	Passed with requisite majority
12.	To approve and ratify the re-appointment of Shri Akshay Kumar Gupta, Non Executive Independent Director (DIN: 00004908):	E-Voting and Poll Details of Votes In favour : 9636545 Percentage: 100% Against: 200 Percentage: 0.00	Passed with requisite majority

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

PLACE: Kanpur

DATE: 08/09/2021

(Signature)
(CHAIRMAN)

(Signature)
Chairman's Initial