

## **ANUROOP PACKAGING LIMITED**

**Registered Office: AMBISTE (BK) POST KHANI TAL WADA THANE MH 421303 IN  
Corporate Office: 607, 6<sup>TH</sup> FLOOR, IJMIMA COMPLEX, OFF. LINK ROAD, MALAD WEST,  
MUMBAI- 400064.**

**CIN: L25202MH1995PLC093625      Email Id: anurooppackaging@gmail.com**

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### **POSTAL BALLOT NOTICE**

(Pursuant to section 110 of the Companies Act, 2013 read with the Companies  
(Management and Administration) Rules, 2014)

To,  
The Members of  
**Anuroop Packaging Limited**

**NOTICE** is hereby given pursuant to Section 110 of the Companies Act, 2013, (“Act”) read with the Companies (Management and Administration Rules), 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) (“the Rules”), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), Secretarial Standards on General Meetings issued by The Institute of Company Secretaries of India (“SS -2”), and any other applicable laws and regulations, that the special resolutions appended below is proposed to be passed by way of postal ballot. The draft special resolution and the statement pursuant to section 102 of the Act setting out all the material facts and reasons for the proposal appended hereto is being sent to you for your consideration.

In the event draft resolutions as set out in notice are assented to by the requisite majority by means of Postal Ballot / E-voting, they shall be deemed to have been passed as Special Business at an Extraordinary General Meeting.

The Explanatory Statement pertaining to the said resolutions setting out the material facts and the reasons for proposing the same is annexed hereto along with the Postal Ballot Form ("the Form") for your consideration and approval.

The Board of Directors has appointed:-

- i. Ms. Anjani Kumar Radheshyam Tripathi, Advocate as the Scrutinizer (“Scrutinizer”) for conducting the postal ballot voting process in a fair and transparent manner, and;
- ii. KFin Technologies Limited to provide e-voting facility for the postal ballot.

The Members shall take a note that the Postal Ballot notice is being sent through E-mail to all the shareholders as on the cut-off date i.e., September 09, 2022, who have registered their email id with their depository and simultaneously physical postal ballot form is being sent to those members whose email id is not registered.

In accordance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Company is providing e- voting facility to its members, details of which are given in notes forming part of the notice. Reference to postal ballot(s) in this notice includes voting through electronic means.

Members to whom the physical postal ballot form is being sent are requested to carefully read and follow the instructions printed on the form and record your assent (for) or dissent (against) there in by filling the necessary details and by signing on the designated place in the form and return the same in original, duly completed, in the enclosed self-addressed postage pre-paid envelope, so as to reach the Scrutinizer on or before the working hours (i.e. upto 5:00 p.m.) on October 14, 2022. Your assent / dissent received after 5.00 p.m. on October 14, 2022 would be strictly treated as if a reply has not been received.

After completion of scrutiny of the votes, the Scrutinizer will submit his report to the Board or a person authorized by the Board. The results of Postal Ballot shall be declared as per the statutory timelines. The results along with the Scrutinizer's report will also be posted on website of the Company.

**For ANUROOP PACKAGING LIMITED**

**Sd/-**

**Akash Amarnath Sharma**

**Managing Director**

**DIN: 06389102**

**Date: 12/09/2022**

**Place: Mumbai**

**The resolution for the purpose as stated proposed to be passed by Postal Ballot / e- voting:**

**SPECIAL BUSINESS:**

**ITEM NO. 1- MIGRATION FROM BSE SME PLATFORM TO MAIN BOARD OF BSE LIMITED & NATIONAL STOCK EXCHANGE OF INDIA LIMITED**

To consider and if thought fit, to pass the following resolution as a Special Resolution:

“**RESOLVED THAT** pursuant to the Regulation 277 and other relevant provisions laid down in Chapter IX of Securities and Exchange Board of India (Issue of capital and Disclosure Requirements) Regulations, 2018 and other applicable provisions, if any, of the Companies Act, 2013 (the “Act”), Securities and Exchange board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and Rules framed there under, including any amendment, modification, variation or re-enactment thereof, subject to the approval from the Stock Exchange, the consent of the members of the Company be and is hereby accorded for the purpose of Migration of the Equity Shares of the Company from the SME Platform of BSE Limited to the Main Board of BSE Limited and also to the Main Board of National Stock Exchange of India Limited (NSE);

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and are hereby authorized to deal with any government or semi government authorities or any other concerned intermediaries including but not limited to BSE Limited, National Stock Exchange of India Limited, Securities and Exchange Board of India, Registrar of Companies, to apply, modify, rectify and submit any application and / or related documents on behalf of the Company for the purpose of Migration of the Equity Shares of the Company from SME Platform of BSE Limited to the Main Board of BSE Limited and also to the Main Board of National Stock Exchange of India Limited (NSE);

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and are hereby authorized to do all such acts, deeds, matters and things and to execute all such documents, instruments and writings as may be required and to file all such applications, papers, documents in relation to give effect to above resolution.”

**For ANUROOP PACKAGING LIMITED**

**By order of the Board of Directors**

**Sd/-**

**Akash Amarnath Sharma**

**Managing Director**

**DIN: 06389102**

## NOTES

1. Pursuant to Section 102 of the Act, the Explanatory Statement setting out material facts and reasons for the proposed Special Business is annexed.
2. The Postal Ballot 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 as on September 09, 2022 (cut-off date).
3. The Postal Ballot Notice is being sent electronically to all shareholders who have registered their email id with the Depository Participant / Share Transfer Agent. For members whose email IDs are not registered, physical copies of Postal Ballot Notice are being sent by permitted mode, along with self-addressed, postage pre-paid Envelopes.
4. A member cannot exercise his vote by proxy on Postal Ballot.
5. Only a Member holding Shares as on the cut-off date i.e., September 09, 2022 is entitled to exercise his vote through e -voting / physical Ballot and send it directly to the Scrutinizer at their address.
6. Members to whom the physical Postal Ballot Form is being sent are requested to carefully read the instructions printed in the attached Postal Ballot form. The Postal ballot form duly completed and signed should be returned in the enclosed self-addressed business reply envelope directly to the Scrutinizer so as to reach the Scrutinizer not later than October 14, 2022. Any postal ballot form received after this date and time shall be treated as if the reply from the shareholders had not been received. If any extraneous paper is found in such envelope the same would not be considered and would be destroyed by the Scrutinizer.
7. In case of Shares held by Companies, Trust etc. the duly completed Postal Ballot form should be accompanied by the relevant Board Resolution / Authority Letter duly certified by Authorised Signatory (ies).
8. The shareholders are requested to exercise their voting rights through e-voting or by using the attached postal ballot form. Shareholders who do not receive the postal ballot form may apply to the Company / Registrars and Transfer Agents- KFin Technologies Limited by emailing at [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com) and obtain a duplicate thereof.
9. Kindly note that the Members can opt for only one mode of voting i.e., either by Postal Ballot or e-voting. If the Members opt for e-voting, then they shall not vote by post and vice versa. However, in case Members cast their vote by post and e-voting, then voting done through e-voting shall prevail and voting done by post will be treated as invalid.
10. The result of the postal ballot will be displayed on the Notice Board of the Company at its Registered Office, besides being communicated to the Stock Exchanges. The results will also be displayed on the website of the Company i.e., <http://www.anurooppackaging.com>
11. Any queries / grievances pertaining to voting by postal ballot can be addressed to Company Secretary & Compliance Officer of the Company by sending an e-mail at [info@anurooppackaging.com](mailto:info@anurooppackaging.com)
12. Resolutions passed by Members through Postal Ballot are deemed to have been passed as if they have been passed at a General Meeting of the Members.
13. All the documents referred to in the Explanatory Statement will be available for inspection at the Registered Office of the Company between 10.00 a.m. to 5.00 p.m. Monday to Friday except for any intervening public holiday. The documents will also be uploaded on the website of the Company.
14. Voting through electronic means:

In compliance with provisions of Section 108 of the Act read with Rules prescribed there under, as amended and Reg. 44 of the Listing Regulations, the Company is pleased to provide e-voting facility to its members to exercise their right to vote on resolutions proposed to be considered at the meeting by electronic means and the items of business given in the Notice of meeting may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the meeting (“remote e-voting”) will be provided by KFin Technologies Private Limited.

The details of the process and manner for remote e-Voting is explained herein below:

Step 1 : Access to Depositories e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2 : Access to KFintech e-Voting system in case of shareholders holding shares in physical and non-individual shareholders in demat mode.

**Details on Step 1 are mentioned below:**

I) Login method for remote e-Voting for Individual shareholders holding securities in demat mode.

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL	<ol style="list-style-type: none"> <li>1. User already registered for IDeAS facility:               <ol style="list-style-type: none"> <li>I. Visit URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a></li> <li>II. Click on the “Beneficial Owner” icon under “Login” under ‘IDeAS’ section.</li> <li>III. On the new page, enter User ID and Password. Post successful authentication, click on “Access to e-Voting”</li> <li>IV. Click on company name or e-Voting service provider and you will be re-directed to e-Voting service provider website for casting the vote during the remote e-Voting period.</li> </ol> </li> <li>2. User not registered for IDeAS e-Services               <ol style="list-style-type: none"> <li>I. To register click on link : <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a></li> <li>II. Select “Register Online for IDeAS” or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>III. Proceed with completing the required fields.</li> <li>IV. Follow steps given in points 1</li> </ol> </li> <li>3. Alternatively, by directly accessing the e-Voting website of NSDL               <ol style="list-style-type: none"> <li>I. Open URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a></li> <li>II. Click on the icon “Login” which is available under ‘Shareholder / Member’ section.</li> <li>III. A new screen will open. 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.</li> <li>IV. Post successful authentication, you will be requested to select the name of the company and the e-Voting Service Provider name, i.e., KFintech.</li> <li>V. On successful selection, you will be redirected to KFintech e-Voting page for casting your vote during the remote e-Voting period.</li> </ol> </li> </ol>
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> <li>1. Existing user who have opted for Easi / Easiest               <ol style="list-style-type: none"> <li>I. Visit URL: <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or URL: <a href="http://www.cdslindia.com">www.cdslindia.com</a></li> </ol> </li> </ol>

	<p>II. Click on New System Myeasi</p> <p>III. Login with your registered user id and password.</p> <p>IV. The user will see the e-Voting Menu. The Menu will have links of ESP i.e., KFintech e-Voting portal.</p> <p>V. Click on e-Voting service provider name to cast your vote.</p> <p>2. User not registered for Easi / Easiest</p> <p>I. Option to register is available at</p> <p>II. <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></p> <p>III. Proceed with completing the required fields.</p> <p>IV. Follow the steps given in point 1</p> <p>3. Alternatively, by directly accessing the e-Voting website of CDSL</p> <p>I. Visit URL: <a href="http://www.cdslindia.com">www.cdslindia.com</a></p> <p>II. Provide your demat Account Number and PAN No.</p> <p>III. System will authenticate user by sending OTP on registered Mobile &amp; Email as recorded in the demat Account.</p> <p>IV. After successful authentication, user will be provided links for the respective ESP, i.e KFintech where the e- Voting is in progress.</p>
Individual Shareholder login through their demat accounts / Website of Depository Participant	<p>I. You can also login using the login credentials of your demat account through your DP registered with NSDL / CDSL for e-Voting facility.</p> <p>II. Once logged-in, 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.</p> <p>III. Click on options available against company name or e-Voting service provider – KFintech and you will be redirected to e-Voting website of KFintech for casting your vote during the remote e-Voting period without any further authentication.</p>

**Important note:** Members who are unable to retrieve User ID / Password are advised to use Forgot user ID and Forgot Password option available at respective websites.

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

Login type	Helpdesk details
Securities held with NSDL	Please contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Securities held with CDSL	Please contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022- 23058738 or 022-23058542-43

Details on Step 2 are mentioned below:

II) Login method for e-Voting for shareholders other than Individual's shareholders holding securities in demat mode and shareholders holding securities in physical mode.

(A) Members whose email IDs are registered with the Company / Depository Participants (s), will receive an email from KFintech which will include details of E-Voting Event Number (EVEN), USER ID and password. They will have to follow the following process:

- i. Launch internet browser by typing the URL: <https://emeetings.kfintech.com/> .
  - ii. Enter the login credentials (i.e., User ID and password). In case of physical folio, User ID will be EVEN (E-Voting Event Number) xxxx, followed by folio number. In case of Demat account, User ID will be your DP ID and Client ID. However, if you are already registered with KFintech for e-voting, you can use your existing User ID and password for casting the vote.
  - iii. After entering these details appropriately, click on “LOGIN”.
  - iv. You will now reach password change Menu wherein you are 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 (az), one numeric value (0-9) and a special character (@,#,\$, etc.). The system will prompt you to change your password and update your contact details like mobile number, email ID etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.
  - v. You need to login again with the new credentials.
  - vi. On successful login, the system will prompt you to select the “EVEN” i.e., ‘6952’- AGM” and click on “Submit”
  - vii. On the voting page, enter the number of shares (which represents the number of votes) as on the Cut-off Date under “FOR / AGAINST” or alternatively, you may partially enter any number in “FOR” and partially “AGAINST” but the total number in “FOR / AGAINST” taken together shall not exceed your total shareholding as mentioned herein above. You may also choose the option ABSTAIN. If the Member does not indicate either “FOR” or “AGAINST” it will be treated as “ABSTAIN” and the shares held will not be counted under either head.
  - viii. Members holding multiple folios / demat accounts shall choose the voting process separately for each folio / demat accounts.
  - ix. Voting has to be done for each item of the notice separately. In case you do not desire to cast your vote on any specific item, it will be treated as abstained.
  - x. You may then cast your vote by selecting an appropriate option and click on “Submit”.
  - xi. A confirmation box will be displayed. Click “OK” to confirm else “CANCEL” to modify. Once you have voted on the resolution (s), you will not be allowed to modify your vote. During the voting period, Members can login any number of times till they have voted on the Resolution(s).
  - xii. 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., authorizing its representative to attend the AGM on its behalf and to cast its vote through remote e-voting. Together with attested specimen signature(s) of the duly authorised representative(s), to the Scrutinizer at email id [cadeepakjedhe@gmail.com](mailto:cadeepakjedhe@gmail.com) with a copy marked to [evoting@kfintech.com](mailto:evoting@kfintech.com). The scanned image of the above-mentioned documents should be in the naming format “Anuroop Packing Limited\_Even No 6952.”
- (B) Members whose email IDs are not registered with the Company / Depository Participants(s), and consequently the Annual Report, Notice of AGM and e-voting instructions cannot be serviced, will have to follow the following process:

- i. Members who have not registered their email address and in consequence the Annual Report, Notice of AGM and e-voting instructions cannot be serviced, may temporarily get their email address and mobile number provided with KFintech, by accessing the link: <https://karisma.kfintech.com/emailreg>. Members are requested to follow the process as guided to capture the email address and mobile number for sending the soft copy of the notice and e-voting instructions along with the User ID and Password. In case of any queries, member may write to [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com).
- ii. Alternatively, member may send an e-mail request at the email id [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com) along with scanned copy of the signed copy of the request letter providing the email address, mobile number, self-attested PAN copy and Client Master copy in case of electronic folio and copy of share certificate in case of physical folio for sending the Annual report, Notice of AGM and the e-voting instructions.
- iii. After receiving the e-voting instructions, please follow all steps above to cast your vote by electronic means.

#### OTHER INSTRUCTIONS:

- i. In case you have any queries or issues regarding remote e-voting, you may refer Frequently Asked Questions (FAQs) and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com) under help section or write e-mail to [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com) or call on toll free no. 1-800-3454-001.
- ii. The Company has appointed Ms. Anjani Kumar Radheshyam Tripathi, Advocate as the Scrutinizer to scrutinize the voting and remote e-voting process in a fair and transparent manner.
- iii. The remote e-Voting period commences on Thursday, September 15, 2022 (9:00 a.m. IST) and ends on Friday, October 14, 2022 (5:00 p.m. IST).
- iv. The Scrutinizer, after scrutinizing the votes casted through e-voting or postal Ballot Form, shall make a consolidated scrutinizer's report and submit the same to the Chairman or any other Director of the Company authorised by him in writing who shall declare the result of the voting forthwith. The Results declared alongwith the consolidated scrutinizer's report shall be placed on the website of the Company and on the website of KFin Technologies Limited immediately after the declaration of result. The results shall also be immediately forwarded to the Stock Exchanges.
- v. The results shall also be displayed at the Registered Office of the Company.
- vi. The Resolutions, if passed by requisite majority, shall be deemed to have been passed on the last date specified i.e., October 14, 2022.



## **EXPLANATORY STATEMENT**

(Pursuant to provisions of Section 102 of The Companies Act, 2013)

### **Item No. 1 — Migration from BSE SME Platform to Main Board of BSE Limited & National Stock Exchange of India Limited**

The Company has been listed and traded on the SME Platform of for more than two years (listed since 5th April, 2018) and hence eligible to migrate on to the Main Board as per the guidelines specified by Securities and Exchange Board of India (SEBI) and as per the procedures laid down under Chapter XB of Securities and Exchange Board of India (Issue and Disclosure Requirements) Regulations, 2018. Also, listing on the board of the Company will increase the liquidity of your Company's shares and enhance transparency. With increased participation by the retail investors your company's true value shall be determined by the market participants. Further, by operating in the main board your company will be able to expand its horizons and explore avenues not available earlier on the SME platform.

The members are therefore, requested to accord their approval, for the purpose of migration of the Company's present listing from SME Platform of BSE Limited to Main Board of BSE Limited and also on main Board of National Stock Exchange of India Limited (NSE) as set out in the resolutions.

Pursuant to Section 102 of the Companies Act, 2013, the Board of Directors of the Company do hereby confirm that none of the Directors, Key Managerial Personnel and relatives thereof are interested, financially or otherwise in the aforesaid resolution.

**For Anuroop Packaging Limited.  
By order of the Board of Directors**

**Sd/-  
Akash Amarnath Sharma  
Managing Director  
DIN: 06389102**

## POSTAL BALLOT FORM

(Please read the instructions printed overleaf carefully before filling this form)

**Postal Ballot No.:**

1. Name and Registered address of the Member	:
2. Name(s) of Joint holder(s), if any	:
3. Registered Folio No. / DP ID No. / Client ID No.*	:
(*Applicable to investors holding shares in dematerialised form)	
4. Number of Equity Shares held	:

I / We hereby exercise my / our vote in respect of the Resolution to be passed through Postal Ballot as stated in the Postal Ballot Notice of the Company, by sending my / our Assent (For) or Dissent (Against) to the said Resolution by placing a tick (✓) mark at the appropriate box below:

Sr. No.	Description of Resolution	Number of Shares held by me / us	I / We assent to the Resolution	I / We dissent to the Resolution (AGAINST)
1.	Special Resolution for Migration of the Company from BSE SME Platform of BSE Limited to Main Board of BSE Limited and also on main Board of National Stock Exchange of India Limited (NSE)			

**Place :**

**Date :**

\_\_\_\_\_  
Signature of the Shareholder (s)

**Important Note: Please complete and return this Postal Ballot Form to the Scrutinizer by using the enclosed postage pre-paid self-addressed Business Reply Envelope. Last Date for Receipt of this Postal Ballot Form by the Scrutinizer is Friday, October 14, 2022**

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