



ASIA PACK LIMITED

Registered Office : 3rd Floor, Miraj Campus, Uper ki oden, Nathdwara, Rajsamand, Rajasthan - 313301
CIN : L74950RJ1985PLC003275

Ref.: APL/1st EGM/2019-20

Date: 11th June, 2020

Corporate Relationship Department,
BSE Limited,
25th Floor, P J Towers, Dalal Street,
Mumbai, Maharashtra, India, PIN-400001
Email: corp.relations@bseindia.com
Email: corp.compliance@bseindia.com
Scrip Code: 530899

Dear Sir / Madam,

Subject: Proceedings and Voting Results of the 1st Extraordinary General Meeting of 2019-20 ("the EGM" or "the Meeting") of the Company held on Thursday, 11th June, 2020, which was originally convened on 25th March, 2020 and rescheduled today due to COVID-19 pandemic outbreak

Reference: Regulation 30 and Regulation 44(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

The 1st Extraordinary General Meeting of 2019-20 ("the EGM" or "the Meeting") of the Company was held on Thursday, 11th June, 2020 [which was originally convened on 25th March, 2020] at 11.00 A.M. at Miraj Auditorium, 2nd Floor, Miraj Campus, Uper Ki Oden, Nathdwara, Rajsamand, Rajasthan, India, PIN-313301, for Re-appointment of Mrs. Prabhjeet Kaur (DIN: 07136767) as an Independent Non-Executive Director of the Company.

In this regard, please find enclosed herewith the following:

1. Summary of the proceedings of the EGM as required under Regulation 30 read with Part A of Schedule-III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ('Listing Regulations') – **Annexure-A;**
2. Voting results of the business transacted at the EGM, as required under Regulation 44 (3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ('Listing Regulations') – **Annexure-B;** and
3. The Scrutinizer's Report dated June 11, 2020, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, each as amended — **Annexure-C.**



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You are requested to kindly take the same on records, upload at your website & intimate the same to the members of the Stock Exchange.

Thanking You,
Yours faithfully,
For **Asia Pack Limited**

Name: Arpit Lodha

Designation: Company Secretary and Compliance Officer

ACS: 47819

Address: 38/A, G Road, Bhupalpura, Udaipur, Rajasthan, India, PIN-313001

Mobile No.: 8875992827

Encl.: a/a



ANNEXURE-A

SUMMARY OF PROCEEDINGS OF THE 1ST EXTRAORDINARY GENERAL MEETING OF 2019-20 ("EGM" OR "MEETING") OF ASIA PACK LIMITED HELD ON THURSDAY, 11TH JUNE, 2020

The 1st Extraordinary General Meeting of 2019-20 ("the EGM" or "the Meeting") of Asia Pack Limited ("APL" or "Company") was held on Thursday, 11th June, 2020 [which was originally convened on 25th March, 2020 and rescheduled today due to COVID-19 pandemic outbreak] at 11.00 A.M. at Miraj Auditorium, 2nd Floor, Miraj Campus, Uper Ki Oden, Nathdwara, Rajsamand, Rajasthan, India, PIN-313301, for Re-appointment of Mrs. Prabhjeet Kaur (DIN: 07136767) as an Independent Non-Executive Director of the Company as contained in the Notice Calling the EGM dated February 14, 2020.

In view of the massive outbreak of COVID-19 pandemic, the Company has taken appropriate measures to ensure the safety of its shareholders, directors, auditors, and other stakeholders at meeting hall and ensured due compliance with the directives issued by the Central, State Government, Local Administration, etc. in this regard, for preventing the spread of COVID-19.

In terms of Regulation 30 read with Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the proceedings of EGM of APL were as under:

1. Mr. Revent Purbia, Director and Chief Financial Officer (CFO) cum Member of the Company, was elected to Chair the Meeting in terms of the Articles of Association of the Company.
2. At the outset, the Company Secretary welcomed the Directors, Statutory Auditor [through authorised representative] and Scrutinizer present. The Chairman extended a warm welcome to the shareholders at the EGM of APL and confirmed the presence of requisite quorum and informed the Meeting about the Directors who could not attend the EGM due to some exigencies.
3. Mrs. Prabhjeet Kaur being the Chairperson of the Audit Committee of Directors and Member of the Nomination and Remuneration Committee of Directors and the Stakeholders Relationship Committee of Directors, represented these Committees to answer any query of the shareholders.
4. The Chairman informed that all documents referred to in the Notice calling the Meeting and the Explanatory Statement were available for inspection during the conduct of this Meeting.



5. The Chairman stated that in compliance with the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015, the Company had provided remote e-voting facility to the shareholders of the Company to enable them to cast their votes electronically on the item mentioned in the Notice from 09.00 A.M. of 21st March 2020 till 05.00 P.M. of 24th March 2020, which will remain valid. Further, the Chairman informed the Members that the facility of voting is also made available at the venue of the Meeting for Members who have not cast their vote through the remote e-voting. Mr. Ankush Dangi, Chartered Accountants (Membership No. 131402), had been appointed as the Scrutinizer to scrutinize the process of remote e-voting and voting through ballot paper / polling paper during the concurrence of Meeting (Venue Voting).
6. The Chairman then explained the objectives and implications of item of business to be transacted at the EGM and invited any query / clarification on item stated in the Notice, from the Members present. No member raised any query / clarification on the same.
7. The Chairman then requested the Members to cast their vote through ballot paper / polling paper. It was informed that the venue voting was available till the conclusion of the Meeting. The item of agenda transacted at the Meeting was as follows:-

ITEM NO.	MATTER	RESOLUTION
<u>SPECIAL BUSINESS:</u>		
1.	RE-APPOINTMENT OF MRS. PRABHJEET KAUR (DIN: 07136767) AS AN INDEPENDENT NON-EXECUTIVE DIRECTOR OF THE COMPANY	SPECIAL RESOLUTION

8. The Chairman then informed that the result of the venue voting aggregated with the result of remote e-voting will be placed on the website of the Company at www.asiapackltd.com and the National Securities Depository Limited at www.evoting.nsdl.com within 48 hours of conclusion of the EGM and the result will also be submitted to BSE Limited at www.bseindia.com.
9. The Chairman then thanked the Members and declared the Meeting as concluded at 11:15 A.M.



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ANNEXURE-B

Voting Results of 1st Extraordinary General Meeting of 2019-20 ("the meeting" or "the EGM")

Date of the EGM	11 th June, 2020
Total number of shareholders on record date (being the cut-off date for determining shareholders entitled to vote - 18 th March, 2020)	1014
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	2
Public:	13
No. of Shareholders attended the meeting through Video Conferencing:	Nil
Promoters and Promoter Group:	-
Public:	-

Resolution No. 1

Resolution required: (Ordinary/ Special)				Special Resolution				
Whether promoter/ promoter group are interested in the agenda / resolution?				No				
Description of Resolution considered				Re-appointment of Mrs. Prabhjeet Kaur (DIN: 07136767) as an Independent Non-Executive Director of the Company				
Category	Mode of voting	No. of shares held	No. of valid 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	1467990	1467990	100.0000%	1467990	-	100.0000%	-
	Venue Voting		-	-	-	-	-	-
	Total		1467990	100.0000%	1467990	-	100.0000%	-
Public-Institutions	E-Voting	19900	-	-	-	-	-	-
	Venue Voting		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Non Institutions	E-Voting	1149530	206057	17.9253%	206057	-	100.0000%	-
	Venue Voting		520	0.0452%	520	-	100.0000%	-
	Total		206577	17.9706%	206577	-	100.0000%	-
Total		2637420	1674567	63.4926%	1674567	-	100.0000%	-
Whether resolution is Passed or Not								Yes

Report of Scrutinizer(s)

[Pursuant to rule section 108 of the Companies Act, 2013 and rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015]

To,
The Chairman
Asia Pack Limited
3rd Floor, Miraj Campus, Uper Ki Oden,
Nathdwara, Rajsamand, Rajasthan
India, PIN-313301

Subject: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and voting through ballot paper / polling paper (Venue Voting) at 1st Extraordinary General Meeting of 2019-20 ("the EGM" or "the Meeting") of the Company held on Thursday, 11th June, 2020 [which was originally convened on 25th March, 2020 and rescheduled today due to COVID-19 pandemic outbreak] at 11.00 A.M. at Miraj Auditorium, 2nd Floor, Miraj Campus, Uper Ki Oden, Nathdwara, Rajsamand, Rajasthan, India, PIN-313301

The Board of Directors of Asia Pack Limited (hereinafter referred to as "Company") at its meeting held on Friday, 14th February, 2020, has appointed me as the Scrutinizer for the remote e-voting process as well as to scrutinize the physical ballot paper / polling paper to be received from the members at the venue of the EGM pursuant to section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015.

I say, I am familiar and well versed with the concept of electronic voting system as prescribed under the said Rules.

The resolution(s) mentioned in Notice dated February 14th, 2020 for EGM which was originally scheduled for Wednesday, March, 25th, 2020 at 11:00 AM. at Miraj Auditorium, 2nd Floor, Miraj Campus, Uper Ki Oden, Nathdwara, Rajsamand, Rajasthan, India, PIN-313301 and postponed indefinitely in view of the extended Nationwide lockdown due to COVID-19 pandemic outbreak. The said EGM was rescheduled and held on Thursday, June 11th, 2020 at 11:00 AM. at Miraj Auditorium, 2nd Floor, Miraj Campus, Uper Ki Oden, Nathdwara, Rajsamand, Rajasthan, India, PIN-313301



I submit my report as under:-

- The Company has appointed **National Securities Depository Limited** (herein after referred as "NSDL") as the service provider, for the purpose of extending the facility of remote e-voting to the members of the company. Bigshare Services Private Limited, Mumbai is the Registrar and Share Transfer Agents (Herein after referred as "RTA") of the Company.
- The Service Provider had provided a system for recording the votes of the Members electronically on all the items of the business sought to be transacted in the 1st Extraordinary General Meeting of 2019-20 of the Company, which was held on Thursday, 11th June, 2020.
- The Service Provider had set up electronic voting facility on their website, <https://www.evoting.nsdl.com>. The Company had uploaded all the items of the business to be transacted at the EGM on the website of the Company and also the Service Provider to facilitate their Members to cast their vote through remote e-voting.
- Necessary instructions in this regard to be followed by the shareholders who were desirous of casting their votes electronically as provided in the Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended had also been duly mentioned in the EGM notice dated 14th February, 2020 sent to the shareholders by courier and electronic means via e-mail.
- The Cut-off date for the purpose of identifying, Members who will be entitled to vote on the resolutions placed for approval of the Members was Wednesday, 18th March, 2020.
- As prescribed in the aforesaid Rules, the Remote e-voting facility was kept open for Four days i.e. from Saturday, 21st March, 2020 (09:00 A.M.) and ends on Tuesday, 24th March, 2020 (05:00 P.M.).
- The Company completed the dispatch of the notices to the members by 25th February, 2020.
- As prescribed in clause (v) of sub rule 4 of Rule 20, the Company also released an advertisement, which was published in Financial Express (English) and in Jai Rajasthan (Hindi) dated 27th February, 2020. The notice published in the newspaper carried the required information as specified in Sub Rule 4 (v) (a) to (h) of the said Rule 20.
- At the end of the Remote e-voting period on Tuesday, 24th March, 2020 at 05:00 P.M., the voting portal of the Service provider was blocked forthwith. The limited information for the shareholders who have cast their votes, such as name, folio number of shares held was obtained from the service provider.



- At the venue of the 1st Extraordinary General Meeting of 2019-20 of the Company held on Thursday, 11th June, 2020 the facility to vote through ballot paper / polling paper was provided to facilitate those members present in the meeting but could not participate in the remote e-voting to record their votes.
- After the voting at the EGM was concluded, ballot boxes kept for the purpose of casting of votes were locked in my presence with due identification marks placed by me. The locked ballot boxes were subsequently opened in my presence and in presence of two witnesses whose signature are given below for the reference and who are not in the employment of the Company and the ballot paper / polling paper were diligently scrutinized. The ballot papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations/ proxies lodged with the Company. No ballot paper / polling paper were incomplete and/or found defective.
- On 11th June, 2020 after counting of the votes conducted at the venue of the EGM through ballot paper / polling paper, votes cast through remote e-voting were unblocked by me on 11th June, 2020 as a Scrutinizer after the EGM in the presence of 2 witnesses as prescribed in Sub Rule 4(xii) of the said Rule 20.
- Thereafter, I as a scrutinizer duly compiled details of the Remote e-voting carried out by the Members and the physical voting done at the venue of the EGM by way of ballot paper / polling paper, the details of which are as follows:

Resolution No. 1

Special Resolution:

Re-appointment of Mrs. Prabhjeet Kaur (DIN: 07136767) as an Independent Non-Executive Director of the Company

(i) Voted in Favour of the resolution:

Mode of Voting	Number of Members Voted	Number of Votes Cast by Them	% of total Number of valid votes Cast
Remote E- Voting	12	1674047	99.97%
Venue Voting	3	520	0.03%
Total	15	1674567	100.00%

(ii) Voted in against of the resolution:

Mode of Voting	Number of Members Voted	Number of Votes Cast by Them	% of total Number of valid votes Cast
Remote E- Voting	0	0	0
Venue Voting	0	0	0
Total	0	0	0



(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total Number of votes Cast by them
NIL	NIL

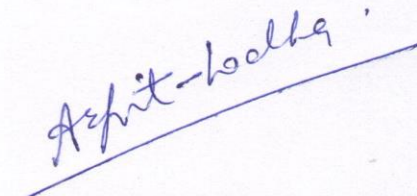
- A soft copy, containing a list of equity shareholders who voted "FOR" or "AGAINST" and those whose votes were declared invalid/abstained, if any for each resolution is being handed over to the Company Secretary separately.
- I hereby confirm that I have verified the Registers received from the RTA and the electronic voting data received from the Service Provider, in respect of the votes cast through Remote e-voting and voting conducted at EGM by way of ballot paper / polling paper by the Members of the Company.
- The ballot paper / polling paper and all other relevant records relating to physical voting were sealed and handed over to the Company Secretary for safe keeping.

For A DANGI & ASSOCIATES
Chartered Accountants
FRN : 022459C


ANKUSH DANGI
(Proprietor)



For Asia Pack Limited


Arpit Lodha
Company Secretary and Compliance Officer

Membership No. : 131402
Place : Nathdwara
Date : 11th June, 2020
UDIN: 20131402AAAABR1863

Witness:


Name: Dipesh Samriya


Name: Vishal Jain