



Date: 09th July, 2024

To
The Manager,
Listing Department,
BSE Limited
PJ Towers, Dalal Street,
Mumbai - 400 001.

Scrip: 543547

Sub: Minutes of Postal Ballot

Ref: Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sirs

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the copy of Minutes of Postal Ballot in respect to resolution proposed vide Postal Ballot Notice dated 20.05.2024 through E-Voting, result whereof was declared on 26.06.2024.

The said minutes shall also be made available on the website of the Company at www.ddevgroup.in

Kindly take the above on record and oblige.

Thanking You,

Yours faithfully,

For **Ddev Plastiks Industries Limited**



Tanvi Goenka (Membership No. ACS 31176)
Company Secretary

Ddev Plastiks Industries Limited

Regd. Office : 2B, Pretoria Street, Kolkata - 700 071

Tel : +91-33-2282 3744/45/3671/99, E-mail : kolkata@ddevgroup.in, www.ddevgroup.in

Mumbai Office : 106, Laxmi Plaza, Laxmi Industrial Estate, New Link Road, Andheri (West), Mumbai - 400 053, India

Tel : +91-22-67021470/71/72, E-mail : mumbai@ddevgroup.in

CIN : L24290WB2020PLC241791

MINUTES OF THE PROCEEDINGS OF POSTAL BALLOT HELD THROUGH REMOTE E-VOTING CONCLUDED ON TUESDAY, 25TH JUNE 2024 AT 5:00PM DEEMED VENUE WHEREOF WAS THE REGISTERED OFFICE OF THE COMPANY SITUATED AT 2B, PRETORIA STREET, KOLKATA – 700071

The Board of Directors vide their resolution dated 20th May, 2024, approved the postal ballot notice entailing the following resolutions to be considered and approved by shareholders as Ordinary Resolution pursuant to Section 108 and 110 of the Companies Act, 2013 ('the Act') read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 ('the Rules') and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), General Circular Nos. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020, 20/2020 dated 5th May, 2020, 11/2022 dated 28th December, 2022 and 09/2023 dated 25th September, 2023, issued by the Ministry of Corporate Affairs, Government of India (collectively referred to as "MCA Circulars"), Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India ('ICSI') and any other applicable laws, rules, notifications and circulars through Remote Electronic Voting facility ('e-voting') only.

Sr. No.	Particulars
1	Ratification of Related Party Transactions with Kkalpana Industries (India) Limited for the Financial Year 2023-24. (Ordinary Resolution)
2	To approve Material Related Party Transactions with Kkalpana Industries (India) Limited for Financial Year 2024-25. (Ordinary Resolution)

- a) The company had engaged the services of National Securities Depository Limited ('NSDL') for the purpose of providing e-voting facility and technical services relating to the Postal Ballot including dispatch of Postal Ballot Notice electronically to all its members.
- b) The Board of Directors of the Company had, at its meeting held on 20th May, 2024, appointed Mr. Ashok Kumar Daga (FCS-2699, COP-2948), Practicing Company Secretary, as the scrutinizer for conducting the Postal Ballot/ e-voting process in a fair and transparent manner.
- c) In accordance with the applicable MCA Circulars and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated 07th October 2023 ("SEBI Circular"), the postal ballot notice was sent through electronic mode to those members whose e-mail addresses were registered with the company/ Depositories (i.e. NSDL and Central Depository and Services (India) Limited ('CDSL')/ Registrar and Share Transfer Agents viz: C B Management Services Private Limited ('RTA') as on Friday, 17th May 2024 ('Cut-Off Date') seeking approval as set out in the postal ballot notice dated 20th May, 2024 ('Notice') and No physical dispatch of Notice or Postal Ballot forms were done.
- d) The total number of members as on the cut-off date were 26914.

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- e) Only the members as on the cut-off date were entitled to cast their/its votes on the proposed resolutions.
- f) Pursuant to above the dispatch of Notice to all eligible members was completed on Friday, 24th May, 2024.
- g) Newspaper Advertisement, as per statutory requirement, in regard to above was published on Saturday, 25th May, 2024 in Business Standard (All India edition)-English Newspaper and Sukhabar (Local edition)-Bengali Newspaper, pursuant to Rules 20 and 22 of the Rules.
- h) Through the newspaper publication, the Company had also informed the members the option to register their/its e-mail addresses with RTA/ Depository Participants ('DP')
- i) The remote e-voting on the resolutions proposed in the Postal Ballot commenced from 09:00am (IST) on Monday, 27th May 2024 and concluded at 05:00pm (IST) on Tuesday 25th June, 2024.
- j) After the close of time fixed for casting votes, the e-voting system was disabled by NSDL, and votes were not casted thereafter.
- k) The scrutinizer unblocked the votes cast under e-voting and downloaded the details on Tuesday, 25th June, 2024 at 06:25pm (IST) from NSDL Portal in presence of two witnesses.
- l) The Scrutinizer then rendered his report dated 26th June, 2024 to the Chairman.
- m) The Chairman took the report on record and declared the resolutions set out in the Postal Ballot Notice dated 20th May 2024 as passed with requisite majority in accordance with Annexure -1 attached hereto.
- n) The text of the resolutions as set out in the Postal Ballot Notice dated 20th May 2024 along with the voting results thereon are as below:

Item No. 1: Ratification of Related Party Transactions with Kkalpana Industries (India) Limited for the Financial Year 2023-24. (Ordinary Resolution)

“RESOLVED THAT pursuant to the provisions of Section 188 of the Companies Act, 2013 (“Act”) read with Rule 15 of the Companies (Meetings of Board and its Power) Rules, 2014 (“Rules”), as amended from time to time, and other applicable provisions of the Act read with the rules framed thereunder (including any statutory amendment(s) or re-enactment(s) thereof, for the time being in force, if any), and in terms of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), as amended from time to time, and the Company’s Policy on Related Party Transactions, consent of members of the Company be and is hereby accorded to the ratify the payment of Royalty/ Branding fee by the Company to Kkalpana Industries (India) Limited (“KIIL”), being related party, during the financial year 2023-24, amounting to Rs. 16.65 Crores, being 1.65 Crores in excess of the amount approved by members, for use of the intellectual property rights (being brand / trademarks, patents, technical know-how, strategic management support, centralised procurement, etc.) belonging to KIIL.

FURTHER RESOLVED THAT all actions taken by the Board, or any person so authorized by the Board, in connection with any matter referred to or contemplated in any of the foregoing resolutions, be and are hereby approved, ratified and confirmed in all respect.”

The details of votes cast thereon are as below

Totals shares as on cut-off date	103476664
No. of votes cast	10439126
No. of votes cast in favour	10433236
% of total votes cast in favour	99.94%
% of total paid up capital-votes in favour	10.08%
No of votes cast against	5890
% of total votes cast against	0.06%
% of total paid up capital-votes cast against	~0.00%
No of in valid votes cast	0
% of total votes cast which were invalid	0.00%
% of total paid up capital - invalid votes cast	0.00%

Note: None of the promoters/ promoter group members casted their/its votes, being interested in the aforementioned resolutions in accordance with statutory provisions in this regard.

Item No. 2- To approve Material Related Party Transactions with Kkalpana Industries (India) Limited for Financial Year 2024-25 (Ordinary Resolution)

“**RESOLVED THAT** pursuant to the provisions of Section 188 of the Companies Act, 2013 (“Act”) read with Rule 15 of the Companies (Meetings of Board and its Power) Rules, 2014 (“Rules”), as amended from time to time, and other applicable provisions of the Act read with the rules framed thereunder (including any statutory amendment(s) or re-enactment(s) thereof, for the time being in force, if any), and in terms of Regulation 23 and 23(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), as amended from time to time, and the Company’s Policy on Related Party Transactions and all other applicable laws and regulations, as amended supplemented or re-enacted, and the recommendation of Audit Committee and Board of Directors of the company the approval of members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as “Board”, which term shall be deemed to include any duly authorized Committee constituted/ empowered by the Board, from time to time, to exercise its powers conferred by this resolution) for entering into/ carrying out and/or continuing with existing contracts/ arrangements/ transactions or modification(s) of earlier arrangements/ transactions or as fresh and independent transaction(s) or otherwise (whether individually or series of transaction(s) taken together or otherwise), with Kkalpana Industries (India) Limited (“KIL”), a related party of your

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Company within the meaning of Section 2(76) of the Act and Regulation 2(1)(zb) of SEBI Listing Regulations, for sale, purchase or supply of any goods or materials, directly or through appointment of agent for an aggregate value not exceeding Rs. 300 Crores, payment of Royalty/ Branding fee for use of the intellectual property rights (being brand / trademarks, patents, technical know-how, strategic management support, centralised procurement, etc.) at the rate of Re. 1 per kg on finished goods subject to an aggregate value not exceeding Rs. 20 Crores (exclusive of all taxes as may be applicable) and for payment of lease rent for availing on lease the land situated at Dankuni for an aggregate value not exceeding Rs. 3.60 Crores, and on such other terms and conditions including that the lease rent shall be increased by 10% every two years during the lease period of 10 years or as renewed and extended, from time to time, as detailed in the Explanatory Statement for Item No. 2 as annexed hereto, for the Financial Year 2024-25, notwithstanding the fact that the aggregate values of all these transaction(s), whether undertaken directly by the Company, may exceed the prescribed thresholds as per provisions of the Act and SEBI Listing Regulations as applicable from time to time, provided that the said contract(s)/arrangement(s)/ transaction(s) so carried out shall be at arm's length basis and in ordinary course of business of the Company and in accordance with the terms and conditions as may be considered appropriate by the Board of Directors of the company.

FURTHER RESOLVED THAT the Board of Directors be and is hereby authorized to approve transactions and the terms and conditions with the related party as defined under the Act and to delegate all or any of the powers conferred on it by or under this resolution to any Committee of Directors of the Company or to any one or more Directors of the Company or any other officer(s) or employee(s) of the Company, as it may deem fit, and to do all acts, deeds, matters and things and to take such steps as may be considered necessary, proper, expedient or incidental thereto as the Board may in its absolute discretion deem fit to give effect to the aforesaid resolution including to settle any question, difficulty or doubt that may arise with regard to giving effect to the above resolution and to negotiate, amend, modify, sign, finalize, settle and execute necessary terms, conditions, documents, papers, contract, agreement, arrangements etc on an ongoing basis, without being required to seek any further consent or approvals of the members or otherwise to the end and intent that they shall be deemed has given their approval thereto expressly by the authority of this resolution for the purpose of giving effect to this Resolution ”

FURTHER RESOLVED THAT all actions taken by the Board, or any person so authorized by the Board, in connection with any matter referred to or contemplated in any of the foregoing resolutions, be and are hereby approved, ratified and confirmed in all respect.”

The details of votes cast thereon are as below:

Totals shares as on cut-off date	103476664
No. of votes cast	10438376
No. of votes cast in favour	10433586
% of total votes cast in favour	99.95%

% of total paid up capital-votes in favour	10.08%
No of votes cast against	4790
% of total votes cast against	0.05%
% of total paid up capital- votes cast against	~0.00%
No of in valid votes cast	0
% of total votes cast which were invalid	0.00%
% of total paid up capital -invalid votes cast	0.00%

Note: None of the promoters/ promoter group members casted their/its votes, being interested in the aforementioned resolutions in accordance with statutory provisions in this regard.

- o) The consolidated voting results as declared on Wednesday, 26th June 2024 by the Chairman is given as Annexure-1
- p) The Chairman had authorized the Company Secretary to disseminate the results, as required under Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and post the same on the website of the Company at www.ddevgroup.in.

Entered in the Minutes Book on 09th day of July, 2024 at Kolkata

Date : 9/7/24.
Place :- Kolkata


CHAIRMAN

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**POSTAL BALLOT HELD THROUGH REMOTE E-VOTING CONCLUDED ON
TUESDAY, 25TH JUNE 2024**

Declaration of Results of Remote E-Voting

The Consolidated Results on the resolutions proposed through the Postal Ballot Notice dated 20th May, 2024 vide Remote Voting concluded on Tuesday 25th June, 2024, as per the Scrutinizers' Report dated 26th June, 2024, are as follows:

Resolution No.	Particulars	% Votes in Favour	% Votes against	% votes disqualified
1	Ratification of Related Party Transactions with Kkalpana Industries (India) Limited for the Financial Year 2023-24. (Ordinary Resolution)	99.94	0.06	-
2	To approve Material Related Party Transactions with Kkalpana Industries (India) Limited for Financial Year 2024-25 (Ordinary Resolution)	99.95	0.05	-

Date: 26.06.2024

Place: Kolkata


 CHAIRMAN

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