

# Essen Speciality Films Limited

Formerly known as Essen Speciality Films Private Limited

Regd. Office

Survey No. 192, Plot No. A,

Industrial Area, Behind Orchev Pharma,

Veraval (Shapar), Rajkot - 360 024

Gujarat - India

Phone : +91 98253 12701

E-mail : info@essenspeciality.com

Website : www.essenspeciality.com

CIN : L24224GJ2002PLC041119

GSTIN : 24AABCE2983N1ZC

**ESSEN**®  
SPECIALITY FILMS LTD

January 27, 2025

To,  
**National Stock Exchange of India Limited**  
The Listing Department  
Exchange Plaza, C-1, Block - G,  
Bandra-Kurla Complex,  
Bandra (East), Mumbai - 400 051

**NSE Symbol: ESFL**

**Subject: Intimation regarding Notice of Postal Ballot**  
**Reference: Regulation 30 and 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")**

Dear Sir/ Madam,

With reference to the captioned subject and pursuant to regulation 30 of SEBI Listing Regulations, we hereby enclose the Notice dated January 24, 2025 of Postal Ballot along with explanatory statement for seeking approval of Members through electronic voting (remote e-voting) in relation to following special business:

Sl. No.	Particulars	Type of Resolution
1	Appointment of Mr. Clayton R. Thompson (DIN: 10850043) as a Non-Executive Independent Director of the Company	Special Resolution

In compliance with Regulation 44 of SEBI Listing Regulations, the manner of voting on the proposed resolutions is restricted only to e-voting i.e., by casting votes electronically instead of submitting postal ballot forms. Accordingly, the postal ballot notice and instructions for e-voting are being sent only through electronic mode to those Members whose email address is registered with the Company/ depository participant(s).

The Company has engaged the services of Bigshare Services Private Limited ("BIGSHARE") for facilitating e-voting. The e-Voting period will begin on Wednesday, January 29, 2025 at 9.00 a.m. IST and will end on Thursday, February 27, 2025 at 5.00 p.m. IST. Members desiring to exercise their vote through the e-voting process are requested to carefully read the instructions indicated in this Notice and record their assent (FOR) or dissent (AGAINST) by following the procedure as stated in the Notes forming part of the Notice. During this period, the shareholders of the Company as on the cut-off date i.e. Friday, January 24, 2025 may cast their vote electronically. The e-Voting module shall be disabled by Bigshare for voting thereafter.

# Essen Speciality Films Limited

Formerly known as **Essen Speciality Films Private Limited**

Regd. Office

Survey No. 192, Plot No. A,

Industrial Area, Behind Orchev Pharma,

Veraval (Shapar), Rajkot - 360 024

Gujarat - India

Phone : +91 98253 12701

E-mail : [info@essenspeciality.com](mailto:info@essenspeciality.com)

Website : [www.essenspeciality.com](http://www.essenspeciality.com)

CIN : L24224GJ2002PLC041119

GSTIN : 24AABCE2983N1ZC

**ESSEN**®  
SPECIALITY FILMS LTD

The Notice is being sent to the Members in electronic mode and is also being placed on the website of the Company <https://www.essenspeciality.com/investorszone.html>.

We request you to kindly take the above information on record.

Thanking You.

Yours Faithfully,

For, **ESSEN SPECIALITY FILMS LIMITED**

**Pallav K. Doshi**

**Chairman and Whole-time Director**

**DIN: 02542047**

**Encl: a/a**



## **Essen Speciality Films Limited**

**Regd. Office:** Survey No. 192, Plot No. A, Industrial Area,  
Behind Orchev Pharma, Veraval (Shapar), Rajkot, Gujarat - 360024, India

**Contact:** + 91 98253 12701 | **E-mail:** compliances@essenspeciality.com

**Website:** www.essenspeciality.com | **CIN:** L24224GJ2002PLC041119

---

### **POSTAL BALLOT NOTICE**

Dear Members,

Notice is hereby given pursuant to the provisions of Section 108, 110, and other applicable provisions of the Companies Act, 2013, as amended (the “**Act**”), read together with the Companies (Management and Administration) Rules, 2014, as amended (the “**Rules**”), General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022 and 11/2022 dated December 28, 2022, issued by the Ministry of Corporate Affairs, Government of India (the “**MCA Circulars**”), Regulation 44 of the Securities and Exchange Board of India (Listing obligations and Disclosure Requirements) Regulations, 2015 (the “**Listing Regulations**”) Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India (“**SS-2**”), and any other applicable law, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), to transact the items of special business as set out in the Postal Ballot Notice proposed to be passed by the Members of Essen Speciality Films Limited (“**Company**”) (as on the **Cut-off Date**), through Postal Ballot by voting through electronic means (“**remote e-voting**”) only. Explanatory Statement pursuant to Sections 102, 110 and other applicable provisions, if any, of the Act, pertaining to the resolution setting out the material facts and reasons thereof, is appended to this Postal Ballot Notice.

In compliance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the “**Listing Regulations**”) and pursuant to the provisions of Sections 108 and 110 of the Act read with the rules framed thereunder and the MCA Circulars, the manner of voting on the proposed resolution is restricted only to e-voting i.e., by casting votes electronically instead of submitting postal ballot forms. Accordingly, the postal ballot notice and instructions for e-voting are being sent only through electronic mode to those Members whose email address is registered with the Company / depository participant(s).

Pursuant to Rule 22(5) of the Rules, the Board of Directors of your Company at its meeting held on January 24, 2025, has appointed CS Nirav D. Vekariya, Practicing Company Secretary (Membership No. F11660, CP No. 17709), as the Scrutinizer (“**Scrutinizer**”) for conducting the Postal Ballot e-voting process in a fair and transparent manner.

In compliance with the provisions of Section 108 and Section 110 of the Act read with Rule 20 and 22 of the Rules, Regulation 44 of the Listing Regulations, and SS-2, the Company is pleased to provide e-voting facility to its Members, to enable them to cast their votes electronically. The detailed procedure with respect to e-voting is mentioned in this Notice. The Company has engaged the services of Bigshare Services Private

Limited (“**BIGSHARE**”) for facilitating e-voting. The Company has made necessary arrangements with Bigshare Services Private Limited, Registrar and Share Transfer Agent (“**RTA**”) to enable the Members to register their e-mail address. Those Members who have not yet registered their e-mail address are requested to register the same by following the procedure set out in this Postal Ballot Notice.

The e-Voting period will begin on Wednesday, January 29, 2025 at 9.00 a.m. IST and will end on Thursday, February 27, 2025 at 5.00 p.m. IST. Members desiring to exercise their vote through the e-voting process are requested to carefully read the instructions indicated in this Notice and record their assent (FOR) or dissent (AGAINST) by following the procedure as stated in the Notes forming part of the Notice. During this period, the shareholders of the Company as on the cut-off date i.e. Friday, January 24, 2025 may cast their vote electronically. The e-Voting module shall be disabled by Bigshare for voting thereafter.

The Scrutinizer will submit his report to the Chairman of the Company (the “**Chairman**”) or any other person authorized by the Chairman, and the result of the voting by Postal Ballot will be announced not later than 48 hours from the conclusion of the e-voting. The result declared along with the Scrutinizer’s report shall be communicated in the manner provided in this Postal Ballot Notice.

The last date of e-voting, i.e. Thursday, February 27, 2025, shall be the date on which the resolution would be deemed to have been passed, if approved by the requisite majority.

#### **SPECIAL BUSINESS:**

##### **1. Appointment of Mr. Clayton R. Thompson (DIN: 10850043) as a Non-Executive Independent Director of the Company**

To consider and if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 read with schedule IV and other applicable provisions of the Companies Act, 2013 (the “**Act**”), and the Companies (Appointment and Qualification of Directors) Rules, 2014 (the “**Rules**”), and the Regulation 17(1C), 25(2A) and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations And Disclosure Requirements) Regulations, 2015 (the “**Listing Regulations**”) (including any statutory modifications or re-enactment thereof for the time being in force) and the Articles of Association of the Company, Mr. Clayton Roy Thompson (DIN: 10850043), who was appointed as an Additional Director, designated as a Non-Executive Independent Director of the Company by the Board of Directors, based on the recommendation of Nomination & Remuneration Committee, with effect from November 29, 2024, pursuant to the provisions of Section 161 of the Act and who has submitted a declaration that he meets the criteria of independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of Listing Regulations and who is eligible for appointment and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a Member proposing his candidature for the office of Director, be and is hereby appointed as a Non-Executive Independent Director of the Company, not liable to retire by rotation and to hold office for a term of 5 (five) consecutive years, i.e., upto November 28, 2029;

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

For, Essen Speciality Films Limited

**Place:** Veraval (Shapar)

**Date:** January 24, 2025

**Pallav K. Doshi**  
**Chairman & Wholetime Director**  
**DIN: 02542047**

**Registered Office:**

Survey No. 192, Plot No. A,  
Industrial Area, Behind Orchev Pharma,  
Veraval (Shapar), Rajkot, Gujarat - 360024

CIN: L24224GJ2002PLC041119

Contact: +91 9099955162

E-mail: [compliances@essenspeciality.com](mailto:compliances@essenspeciality.com)

Website: [www.essenspeciality.com](http://www.essenspeciality.com)

## NOTES:

1. The explanatory statement pursuant to Section 102 read with Section 110 of the Act stating all material facts and the reason/rationale for the proposal and Regulation 36(3) of the Listing Regulations is annexed herewith.
2. This Postal Ballot Notice is being sent to the members whose names appear on the register of members/ list of beneficial owners and whose email address is registered with the Company/ depository participant(s), as on Friday, January 24, 2025 ("**Cut-off Date**"). A person who is not a member as on the Cut-off Date should treat this Postal Ballot Notice for informational purposes only. In compliance with Regulation 44 of the Listing Regulations and pursuant to the provisions of Sections 108 and 110 of the Act read with the rules framed thereunder and the MCA Circulars, the manner of voting on the proposed resolutions is restricted only to e-voting i.e., by casting votes electronically instead of submitting postal ballot forms. Accordingly, physical copy of the Notice along with Postal Ballot Form and pre-paid business reply envelope are not being sent to the Members for this Postal Ballot. The communication of the assent or dissent of the Members would only take place through the e-voting system.
3. The resolution, if passed by the requisite majority through Postal Ballot, will be deemed to have been passed on the last date specified for voting i.e., Thursday, February 27, 2025. Further, resolutions passed by the members through postal ballot are deemed to have been passed as if they are passed at a General Meeting of the Members.
4. The Scrutinizer will submit his report to the Chairman or any other person authorized by the Chairman after the completion of scrutiny of the e-voting, and the result of the e-voting by Postal Ballot will be announced not later than 48 hours from the conclusion of e-voting and will also be displayed on the Company website <https://www.essenspeciality.com>, on the website of BIGSHARE <https://ivote.bigshareonline.com>, and communicated to National Stock Exchange of India Limited where the shares of the Company are listed.
5. All material documents referred to in the explanatory statement will be available for inspection at the Registered Office of the Company during office hours on all working days from the date of dispatch until the last date for receipt of votes by e-voting. Alternately, Members may also send their requests to [compliances@essenspeciality.com](mailto:compliances@essenspeciality.com) from their registered e-mail address mentioning their names, DP ID and Client ID during the voting period of the postal ballot.
6. Instructions for e-voting are as follows:
  - i. The e-Voting period will begin on Wednesday, January 29, 2025 at 9.00 a.m. IST and will end on Thursday, February 27, 2025 at 5.00 p.m. IST. During this period, the shareholders of the Company as on the cut-off date i.e. Friday, January 24, 2025 may cast their vote electronically. The e-Voting module shall be disabled by BIGSHARE for voting thereafter.
  - ii. Pursuant to SEBI Master Circular No. **SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 ("SEBI Circular dated November 11, 2024")**, and under Regulation 44 of Listing Regulations, listed entities are required to provide e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level. Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.
  - iii. In terms of SEBI Master Circular dated November 11, 2024 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository

Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

**1. Pursuant to above said SEBI Circular, Login method for e-Voting for Individual shareholders holding securities in Demat mode is given as follows:**

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> <li>1. Users who have opted for CDSL Easi/ Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi/ Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or visit <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System Myeasi.</li> <li>2. After successful login the Easi/ Easiest, user will be able to see the e-Voting option for eligible companies where the e-Voting is in progress as per the information provided by company. On clicking the e-Voting option, the user will be able to see e-Voting page of BIGSHARE the e-Voting service provider and you will be re-directed to i-Vote website for casting your vote during the e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. BIGSHARE, so that the user can visit the e-Voting service providers' website directly.</li> <li>3. If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a>.</li> <li>4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a link <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-Voting is in progress, and also able to directly access the system of all e-Voting Service Providers. Click on BIGSHARE and you will be re-directed to i-Vote website for casting your vote during the e-Voting period.</li> </ol>
Individual Shareholders holding securities in demat mode with NSDL	<ol style="list-style-type: none"> <li>1. If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name BIGSHARE and you will be re-directed to i-Vote website for casting your vote during the e-Voting period.</li> <li>2. If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select "Register Online for IDeAS Portal" or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen</li> </ol>

	will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name BIGSHARE and you will be redirected to i-Vote website for casting your vote during the e-Voting period.
Individual Shareholders (holding securities in demat mode) login through their <b>Depository Participants</b>	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, 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. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the e-Voting period.

**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	Members facing any technical issue in login can 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 and 22-23058542-43.
Individual Shareholders holding securities in Demat mode with <b>NSDL</b>	Members facing any technical issue in login can 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

## 2. Login method for e-Voting for shareholder other than individual shareholders holding shares in Demat mode & physical mode is given below:

- You are requested to launch the URL on internet browser: <https://ivote.bigshareonline.com>
- Click on "LOGIN" button under the 'INVESTOR LOGIN' section to Login on e-Voting Platform.
- Please enter your 'USER ID' (User id description is given below) and 'PASSWORD' which is shared separately on you register email id.
  - Shareholders holding shares in **CDSL** demat account should enter 16 Digit Beneficiary ID as user id.
  - Shareholders holding shares in **NSDL** demat account should enter 8 Character DP ID followed by 8 Digit Client ID as user id.

*Note: If you have not received any user id or password please email from your registered email id or contact i-vote helpdesk team. (Email id and contact number are mentioned in helpdesk section).*

- Click on **I AM NOT A ROBOT (CAPTCHA)** option and login.

*Note: If Shareholders are holding shares in demat form and have registered on to e-Voting system of <https://ivote.bigshareonline.com> and/or voted on an earlier event of any company then they can use their existing user id and password to login.*

- If you have forgotten the password: Click on 'LOGIN' under 'INVESTOR LOGIN' tab and then Click on 'Forgot your password?'



- Enter “User ID” and “Registered email ID” Click on I AM NOT A ROBOT (CAPTCHA) option and click on ‘RESET’.  
(In case a shareholder is having valid email address, Password will be sent to his /her registered e-mail address)

#### Voting method for shareholders on i-Vote e-Voting portal:

- After successful login, **Bigshare e-Voting system** page will appear.
- Click on “VIEW EVENT DETAILS (CURRENT)” under ‘EVENTS’ option on investor portal.
- Select event for which you desire to vote under the dropdown option.
- Click on “VOTE NOW” option which is appearing on the right hand side top corner of the page.
- Cast your vote by selecting an appropriate option “IN FAVOUR”, “NOT IN FAVOUR” or “ABSTAIN” and click on “SUBMIT VOTE”. A confirmation box will be displayed. Click “OK” to confirm, else “CANCEL” to modify. Once you confirm, you will not be allowed to modify your vote.
- Once you confirm the vote you will receive confirmation message on display screen and also you will receive an email on your registered email id. During the voting period, members can login any number of times till they have voted on the resolution(s). Once vote on a resolution is casted, it cannot be changed subsequently.
- Shareholder can “CHANGE PASSWORD” or “VIEW/UPDATE PROFILE” under “PROFILE” option on investor portal.

#### 3. Custodian registration process for e-Voting on i-Vote Portal:

- You are requested to launch the URL on internet browser: <https://ivote.bigshareonline.com>
- Click on “REGISTER” under “CUSTODIAN LOGIN”, to register yourself on Bigshare i-Vote e-Voting Platform.
- Enter all required details and submit.
- After Successful registration, message will be displayed with “User id and password will be sent via email on your registered email id”.  
NOTE: If Custodian have registered on to e-Voting system of <https://ivote.bigshareonline.com> and/or voted on an earlier event of any company then they can use their existing user id and password to login.
- If you have forgotten the password: Click on ‘LOGIN’ under ‘CUSTODIAN LOGIN’ tab and further Click on ‘Forgot your password?’
- Enter “User ID” and “Registered email ID” Click on I AM NOT A ROBOT (CAPTCHA) option and click on ‘RESET’.  
(In case a custodian is having valid email address, Password will be sent to his /her registered e-mail address).

#### Voting method for Custodian on i-Vote portal for e-Voting:

- After successful login, **Bigshare e-Voting system** page will appear.

#### Investor Mapping:

- First you need to map the investor with your user ID under “DOCUMENTS” option on custodian portal.
  - Click on “DOCUMENT TYPE” dropdown option and select document type power of attorney (POA).
  - Click on upload document “CHOOSE FILE” and upload power of attorney (POA) or board resolution for respective investor and click on “UPLOAD”.  
**Note:** The power of attorney (POA) or board resolution has to be named as the “InvestorID.pdf” (Mention Demat account number as Investor ID.)
  - Your investor is now mapped and you can check the file status on display.

### Investor vote File Upload:

- To cast your vote select “VOTE FILE UPLOAD” option from left hand side menu on custodian portal.
- Select the Event under dropdown option.
- Download sample voting file and enter relevant details as required and upload the same file under upload document option by clicking on “UPLOAD”. Confirmation message will be displayed on the screen and also you can check the file status on display (Once vote on a resolution is casted, it cannot be changed subsequently).
- Custodian can “CHANGE PASSWORD” or “VIEW/UPDATE PROFILE” under “PROFILE” option on custodian portal.

### Helpdesk for queries regarding e-Voting:

Login type	Helpdesk details
Shareholder's other than individual shareholders holding shares.	In case shareholders/ investor have any queries regarding e-Voting, you may refer the Frequently Asked Questions ('FAQs') and i-Vote e-Voting module available at <a href="https://ivote.bigshareonline.com">https://ivote.bigshareonline.com</a> , under download section or you can email us to <a href="mailto:ivote@bigshareonline.com">ivote@bigshareonline.com</a> or call us at: 1800 22 54 22.

For, Essen Speciality Films Limited

**Place:** Veraval (Shapar)

**Date:** January 24, 2025

**Pallav K. Doshi**  
**Chairman & Wholetime Director**  
**DIN: 02542047**

### Registered Office:

Survey No. 192, Plot No. A,  
Industrial Area, Behind Orchev Pharma,  
Veraval (Shapar), Rajkot, Gujarat - 360024  
CIN: L24224GJ2002PLC041119  
Contact: +91 9099955162  
E-mail: [compliances@essenspeciality.com](mailto:compliances@essenspeciality.com)  
Website: [www.essenspeciality.com](http://www.essenspeciality.com)

**Explanatory Statement pursuant to section 102(2) of the Companies Act, 2013 and additional information as required under the Listing Regulations and Circulars issued thereunder**

**Item No. 1**

Based on the recommendation of the Nomination and Remuneration Committee and pursuant to provisions of Section 149, 150, 152 of the Companies Act, 2013 and Rules framed thereunder ("the Act"), the Board of Directors of the Company at their meeting held on November 29, 2024 had appointed Mr. Clayton Roy Thompson as an Additional Director (Non-Executive & Independent) of the Company to hold office for first term upto 5 (Five) consecutive years subject to approval of the shareholders.

The Company has received a notice in writing under the provisions of Section 160 of the Act, from a Member proposing the candidature of Mr. Clayton R. Thompson for the office of Director of the Company.

Mr. Clayton Roy Thompson has given a declaration to the Board of the Directors that he meets the criteria of independence as provided under Section 149 (6) of the Companies Act 2013 and Regulation 25 (8) of the SEBI (Listing Regulations and Disclosure Requirements) Regulations, 2015. In the opinion of the Board, Mr. Clayton Roy Thompson fulfils the conditions specified in the Act and the Rules made there under for appointment as an Independent Directors and he is an independent of the management.

Accordingly, the Board recommends the appointment of Mr. Clayton R. Thompson as an Independent Director of the Company for a first term of 5(five) consecutive years from November 29, 2024 to November 28, 2029.

Disclosures, as required under Regulation 36 of the Listing Regulations and Secretarial Standard -2 on General Meetings issued by the Institute of Company Secretaries of India are annexed to this Postal Ballot Notice.

Therefore, the Board of Directors recommends the Special Resolution as set out in the Notice for approval by the Members.

None of the directors, or key managerial personnel or their relatives, except Mr. Clayton R. Thompson (whose appointment is proposed in the resolution) and his relatives, are concerned or interested, financially or otherwise, except to the extent of their shareholding, if any, in the Company.

**For, Essen Speciality Films Limited**

**Place:** Veraval (Shapar)

**Date:** January 24, 2025

**Pallav K. Doshi**  
**Chairman & Wholetime Director**  
**DIN: 02542047**

**Registered Office:**

Survey No. 192, Plot No. A,  
Industrial Area, Behind Orchev Pharma,  
Veraval (Shapar), Rajkot, Gujarat - 360024  
CIN: L24224GJ2002PLC041119  
Contact: +91 9099955162  
E-mail: [compliances@essenspeciality.com](mailto:compliances@essenspeciality.com)  
Website: [www.essenspeciality.com](http://www.essenspeciality.com)

ANNEXURE TO THE NOTICE

Details of Director seeking appointment

<b>Name of Director</b>	Mr. Clayton Roy Thompson
<b>Director Identification Number</b>	10850043
<b>Designation/category of the Director</b>	Non-Executive Independent Director
<b>Age</b>	65 Years
<b>Qualification</b>	Bachelor of Science in Industrial Engineering and Management from Oklahoma State University in 1982 and Master of Science in Industrial Engineering and Management from Oklahoma State University in 1984
<b>Brief Resume, Profile, Experience and Expertise in specific functional areas and the skills and capabilities required for the role and the manner in which the proposed person meets such requirements</b>	Mr. Clayton Thompson began his professional career with a Master's degree in Industrial Engineering and Management. After completing university he worked in the aerospace electronics industry, and then transitioned to management consulting. During fifteen years in consulting, he helped grow one firm then created another, both of which specialized in improving retail operations. This career led him eventually to Walmart Stores, Inc. During his seventeen years there he focused on inventory management, merchandising and supply chain. He led transformations involving new processes, new systems and new organizations, in each case taking the business to new levels of performance.
<b>Shareholding in the Company including shareholding as a beneficial owner</b>	NIL
<b>Directorships held in other companies including equity listed companies and excluding foreign companies as on the date of this Notice.</b>	Essen Speciality Films Limited
<b>Memberships / Chairmanships of committees of other companies (excluding foreign companies) as on date on this Notice</b>	None
<b>Name of listed entities from which the person has resigned in the past three years</b>	None
<b>Inter-se Relationship with other Directors, Managers, and other Key Managerial Personnel of the Company</b>	None
<b>Terms &amp; conditions of the appointment</b>	As set out in Resolution and the Explanatory Statement