

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

October 29, 2024

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 October 28, 2024 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	To Issue of Bonus Shares	Ordinary Resolution
2	Appointment of Mr. Utkarsh R. Doshi (DIN: 07234144) as an Executive 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, October 30, 2024 at 9.00 a.m. IST and will end on Thursday, November 28, 2024 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, October 25, 2024 may cast their vote electronically. The e-Voting module shall be disabled by Bigshare for voting thereafter.

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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



SPECIALITY FILMS LTD

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, 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 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 “**Management 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**”), 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 October 28, 2024, 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, October 30, 2024 at 9.00 a.m. IST and will end on Thursday, November 28, 2024 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, October 25, 2024 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, November 28, 2024, shall be the date on which the resolution would be deemed to have been passed, if approved by the requisite majority.

SPECIAL BUSINESS:

1. To Issue of Bonus Shares

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

“**RESOLVED THAT** pursuant to the provisions of Section 63 and other applicable provisions of the Companies Act, 2013 and the rules made there under, the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and other applicable provisions of regulations and guidelines issued by the Securities and Exchange Board of India (SEBI) from time to time, the relevant provisions of the Articles of Association of the Company, and subject to such approvals as may be required in this regard from appropriate authorities, consent of the Members be and is hereby accorded to capitalise a sum of Rs. 4,13,98,400 (Four Crore Thirteen Lakh Ninety Eight Thousand Four Hundred only) out of securities premium account of the Company, as may be considered necessary by the Board, for the purpose of issue of fully paid equity shares of Rs. 10 each as bonus shares in the proportion of One new equity bonus share of Rs. 10 each for every Five existing fully paid equity shares of Rs. 10 each held by members, whose name will appear in the Register of Members maintained by the Company/ Beneficial Owners' Position as received from National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited on such date as may be fixed in this regard by the Board;

RESOLVED FURTHER THAT the new equity shares of Rs. 10 each to be allotted and issued as bonus shares shall be subject to the terms of Memorandum & Articles of Association of the Company and shall rank pari-passu in all respects and carry the same rights as the existing fully paid equity shares of the Company and shall be entitled to participate in full in any dividend (s) to be declared after the bonus shares are allotted;

RESOLVED FURTHER THAT no letter of allotment shall be issued to the allottees of the new equity bonus shares and the share certificate(s) in respect of the new equity bonus shares shall be issued and dispatched to the allottees thereof within the period prescribed or that may be prescribed in this behalf, from time to time, except that the new equity bonus shares will be credited to the demat account of the allottees, who are holding the existing equity shares in electronic form;

RESOLVED FURTHER THAT the allotment of the new equity bonus shares to the extent that they relate to non-resident members of the Company, shall be subject to the approval, if any, of the Reserve Bank of India under the Foreign Exchange Management Act, 1999 as may be deemed necessary;

RESOLVED FURTHER THAT for the purpose of giving effect to the aforesaid resolution(s), the Board/ Committee of the Board be and are hereby authorized to do all such acts, deeds, matters and things whatsoever, including settling any question, doubt or difficulties that may arise with regard to or in relation to the issue or allotment of the bonus shares and to accept on behalf of the Company, any conditions, modifications, alterations, changes, variations in this regard as prescribed by the statutory authority(ies) and which the Board / Committee of the Board in its discretion thinks fit and proper.”

2. Appointment of Mr. Utkarsh R. Doshi (DIN: 07234144) as an Executive 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, 152, 160 and all other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with Rules made thereunder [including any statutory modification(s) or re-enactment(s) thereof for the time being in force] and as per relevant provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 (“Listing Regulations”), as amended from time to time, Mr. Utkarsh Rajeshbhai Doshi (DIN: 07234144), as recommended by the Nomination & Remuneration Committee and approved by the Board of Directors, 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 an Executive Director of the Company with effect from November 28, 2024, and that he shall be liable to retire by rotation;

RESOLVED FURTHER THAT pursuant to provisions of Section 197, 198 of the Act and rules made thereunder read with Schedule V of the Act [including any statutory modification(s) or re-enactment(s) thereof for the time being in force] and as per relevant provisions of Regulation 17 of Listing Regulations, as recommended by the Nomination & Remuneration Committee and approved by the Board of Directors, consent of the members be and is hereby accorded to give the Managerial Remuneration for an amount not exceeding Rs. 42,00,000/- (Rupees Forty-Two Lakh Only) per annum to Mr. Utkarsh R. Doshi, Director of the company which may in respect of any financial year which may exceed the limit provided under Regulation 17(6)(e) of the Listing Regulations and Section 197 of the Act or any such amendment thereto;

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors be and is hereby authorized to take from time to time all decisions and such steps as may be necessary for giving loans, guarantees or providing securities or for making such investments

and to execute such documents, deeds, writings, papers and/or agreements as may be required and do all such acts, deeds, matters and things, as it may in its absolute discretion, deem fit, necessary or appropriate.”

For, Essen Speciality Films Limited
(Formerly Essen Speciality Films Private Limited)

Place: Veraval (Shapar)

Date: October 28, 2024

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
Website: 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 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, October 25, 2024 ("**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, November 28, 2024. 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 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, October 30, 2024 at 9.00 a.m. IST and will end on Thursday, November 28, 2024 at 5.00 p.m. IST. During this period, the shareholders of the Company as on the cut-off date i.e. Friday, October 25, 2024 may cast their vote electronically. The e-Voting module shall be disabled by BIGSHARE for voting thereafter.
 - ii. Pursuant to SEBI Circular No. **SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023 ("SEBI Circular dated July 11, 2023")**, 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 Circular dated July 11, 2023 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"> 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 https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 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 & 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. 3. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a link www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & 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.
Individual Shareholders holding securities in demat mode with NSDL	<ol style="list-style-type: none"> 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: https://eservices.nsdl.com 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. 2. If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ 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 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 Depository Participants	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 CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 and 22-23058542-43.
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in 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 https://ivote.bigshareonline.com , under download section or you can email us to ivote@bigshareonline.com or call us at: 1800 22 54 22.

For, Essen Speciality Films Limited
(Formerly Essen Speciality Films Private Limited)

Place: Veraval (Shapar)

Date: October 28, 2024

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
Website: 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

The equity shares of your Company are listed and actively traded on the Emerge Platform of National Stock Exchange of India Limited. With a view to encouraging the participation of small investors by making equity shares of the Company affordable, increasing the liquidity of the equity shares and to expand the retail shareholder base, the Board in its meeting held on October 28, 2024 have recommended the issue of bonus shares out of the free reserves including securities premium of the Company.

Presently, the Authorised Share Capital of the Company is Rs. 2,500 Lakh and the Paid-up Share Capital is Rs. 2,069.92 Lakh. The Reserves as per the audited financial statement as on March 31, 2024 were Rs. 12,239.49 Lakh. The Company had in the past issued Bonus Shares in 2006 (2:1), 2008 (2:3) and 2021 (15:1). The Board of Directors at their meeting held on October 28, 2024 have recommended the issue of bonus shares in the proportion of 1:5 i.e. One new equity share of Rs. 10 each of the Company for every Five existing equity shares of Rs. 10 each fully paid up held by the members on the Record Date by capitalization of a sum of Rs. 4,13,98,400 (Four Crore Thirteen Lakh Ninety Eight Thousand Four Hundred only) out of securities premium account of the Company. The same is proposed to be applied in full by issuing 41,39,840 new equity shares of Rs. 10 each at par as bonus shares. Consequently, the paid-up equity share capital of the Company would increase to Rs. 24,83,90,400 consisting of 2,48,39,040 equity shares of Rs. 10 each.

The proposed issue of bonus shares will be made in line with the provisions of Section 63 of the Companies Act 2013, guidelines issued by SEBI and subject to such approvals, if required, from the statutory authorities. As per Article 194 of the Articles of Association of the Company, it is necessary to obtain the approval of the members for issue of bonus shares by capitalization of reserves.

Further, it is proposed to authorize the Board of Directors / Committee of the Board of the Company to complete all the regulatory formalities as prescribed by SEBI, Stock Exchanges on which the shares of the Company are listed and/or any other regulatory or statutory authority in connection with the issue of bonus shares.

The Directors/ Key Managerial Personnel of the Company and their relatives may be deemed to be concerned or interested in the proposed resolution to the extent of their shareholding in the Company.

The Board recommends the Ordinary Resolution as set out in the Notice for approval by the Members.

Item No. 2

Based on the recommendation of the Nomination and Remuneration Committee and pursuant to provisions of Section 149, 152, 160 of the Companies Act, 2013 and Rules framed thereunder ("the Act"), the Board of Directors of the Company at their meeting held on October 28, 2024 proposed to appoint Mr. Utkarsh Rajeshbhai Doshi as an Executive Director of the Company on annual remuneration upto Rs. 1,00,00,000 (Rupees One Crore only).

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. Utkarsh R. Doshi for the office of Director of the Company. Mr.

Utkarsh R. Doshi has given his consent to act as an Executive Director of the Company and has confirmed that he is not disqualified from being appointed as a Director in terms of Section 164 of the Act.

In accordance with provisions of Regulation 17(6) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and provisions of Section 197 of the Companies Act, 2013, remuneration payable to Mr. Utkarsh R. Doshi, requires approval of members by way of Special Resolution. Therefore, the Board recommends the Special Resolution as set out in the Notice for approval by the Members.

Except Ms. Kruti R. Doshi and Ms. Karishma R. Doshi, Directors of the Company, none of the Directors or Key Managerial Personnel of the Company or their relatives are in any way, financially or otherwise concerned or interested in the said Resolution except to the extent of their shareholding in the Company, if any.

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 is annexed to this Postal Ballot Notice.

For, Essen Speciality Films Limited
(Formerly Essen Speciality Films Private Limited)

Place: Veraval (Shapar)

Date: October 28, 2024

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
Website: www.essenspeciality.com

ANNEXURE TO THE NOTICE**Details of Director seeking appointment**

Name of Director	Mr. Utkarsh Rajeshbhai Doshi
Director Identification Number	07234144
Designation/category of the Director	Executive Director
Age	29 Years
Qualification	Graduate in Mechanical Engineering from Gujarat Technological University
Profile, Experience and Expertise in specific functional areas	Mr. Utkarsh R. Doshi joined Essen in 2014 and assumed his current responsibilities in Sales and Marketing in domestic market. Over the years, he has gained rich experience across Essen's operations, businesses and markets. Earlier he was looking after operations of tarpaulin product of the Company.
Shareholding in the Company including shareholding as a beneficial owner	19,20,000 Equity Shares
Directorships held in other companies including equity listed companies and excluding foreign companies as on the date of this Notice.	None
Memberships / Chairmanships of committees of other companies (excluding foreign companies) as on date on this Notice	None
Name of listed entities from which the person has resigned in the past three years	None
Relationship with other Directors, Managers, and other Key Managerial Personnel of the Company	Brother of Ms. Kruti R. Doshi and Ms. Karishma R. Doshi, Directors of the Company
Terms & conditions of the appointment	As set out in Resolution and the Explanatory Statement