

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 (Shapat), 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

November 29, 2024

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

NSE Symbol: ESFL

Subject: Voting Results and Scrutinisers Report on Postal Ballot
Reference: Regulation 30 and 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")

Dear Sir/ Madam,

In furtherance to our intimation dated October 29, 2024 of Postal Ballot Notice w.r.t. Special Business items "Issue of Bonus Shares" and "Appointment of Mr. Utkarsh R. Doshi (DIN: 07234144) as an Executive Director of the Company", we are enclosing herewith the Scrutinisers Report submitted by CS Nirav D. Vekariya, Practicing Company Secretary on Postal Ballot conducted through remote e-voting.

Voting Results as required under Regulation 44(3) of SEBI Listing Regulations are being filed in XBRL format, in terms of NSE Circular No. NSE/CML/2023/74 dated October 17, 2023.

Both the Resolutions have been passed with requisite majority.

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



FORM No. MGT-13

Report of Scrutinizer(s)

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman & Whole-time Director,
M/s. ESSEN SPECIALITY FILMS LIMITED
Survey No. 192, Plot No. A, Industrial Area, Behind Orchev Pharma,
Veraval (Shapar) Dist- Rajkot – 360024 (Gujarat) India

Dear Sir/ Madam,

I, CS Nirav D. Vekariya, Practicing Company Secretary, Rajkot, appointed as Scrutinizer by the Board of Directors of M/s. Essen Speciality Films Limited in their meeting held on 28th October, 2024 to conduct the postal ballot process in fair and transparent manner in accordance with the provisions of Section 110 of The Companies Act, 2013 and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and Secretarial Standard -2 (SS-2) on General Meeting issued by the Institute of Company Secretaries of India on resolution(s) set out in the Postal Ballot notice dated 28th October, 2024 of Essen Speciality Films Limited. I hereby submit my report as under in respect of the below mentioned resolutions:

Responsibility of the Management of the company:

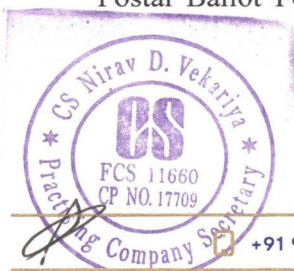
The Management of the company is responsible for ensuring compliance with the requirements of the Companies Act, 2013 and the rules made thereunder relating to voting through Postal Ballot through electronic means on the resolutions set out in the Postal Ballot Notice dated 28th October, 2024.

My responsibility as Scrutinizer:

My responsibility, as a scrutinizer for the e-voting process is restricted to make a Scrutinizer's report of the votes cast "in favor" or "against" the resolutions set out in the Postal Ballot Notice, based on the reports generated from the e-voting system provided by Bigshare Services Private Limited (BIGSHARE), the authorized agency engaged by the Company for providing e-voting facilities.

1. In accordance with the General Circular No. 09/2023 dated 25th September, 2023, issued by the Ministry of Corporate Affairs, the physical copies of Postal Ballot Notice, along with Postal Ballot Forms and pre-paid business envelope, are not being sent to any members.

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Accordingly, the communication of the assent or dissent of the members eligible to vote is restricted only to remote e-Voting.

2. In accordance with the General Circular No. 09/2023 dated 25th September, 2023, issued by the Ministry of Corporate Affairs, this Postal Ballot Notice is being sent only by electronic mode to those members whose names appears in the Register of Members/ List of Beneficial Owners as on the Cut-Off Date i.e. 25th October, 2024.
3. The Company has provided e-voting facility offered by Bigshare Services Private Limited (BIGSHARE) for conducting e-voting by the shareholders of the Company. Further I am also duly registered with the Bigshare Services Private Limited (BIGSHARE) as a Scrutinizer and the Members opting for e-voting facility, had casted their votes on the designated website <https://ivote.bigshareonline.com>.
4. As stated in sub rule 3 of Rule 22 of Companies (Management and Administration) Rules, 2014, an advertisement was published by the Company each in - Economic Times (English) and Navgujarat Samay (Gujarati) on Wednesday, 30th October, 2024, informing about the completion of dispatch/ electronic transmission of notices, to the Members along with other related matters mentioned therein.
5. I had monitored the process of electronic voting through the Scrutinizer's secured link provided by BIGSHARE on the designated website.
6. The electronic ballots were maintained by BIGSHARE in electronic registry.
7. I had downloaded data for e-voting from the BIGSHARE website for the Members who have voted through e-voting.
8. The e-voting period commenced on Wednesday, 30th October, 2024, 09.00 A.M. and ended on Thursday, 28th November, 2024, 5.00 P.M.
9. The details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the E-voting website of ivote.bigshareonline.com.
10. The Votes on e-voting were unblocked on 28th November, 2024, at time 05.24 p.m. in the presence of two witnesses, Mr. Tushar Vasantbhai Sakhiya, Residing at Jasdan, Dist. Rajkot, (Gujarat) India. AND Mr. Pravin Amrabhai Solanki, Residing at Nyara, Tal. Paddhari, Dist. Rajkot (Gujarat) India who are not in employment of the Company and who acted as witnesses at the time of unblocking and downloading of e-voting results, as prescribed in Sub Rule 4(xii) of the said Rule 20



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11. Text of the Resolution is annexed herewith as “Annexure-A”.

12. I now submit my consolidated Report as under on the result of the remote e-voting in respect of the said resolutions.

RESOLUTION NO. 1:

To Issue of Bonus Shares.

(i) VOTED IN FAVOR OF THE RESOLUTION:

No. Of Member Voted	No. Of Valid Votes cast by them	% of total No. of votes valid cast
24	14543800	100.00%

(ii) VOTED AGAINST THE RESOLUTION:

No. Of Member Voted	No. Of Valid Votes cast by them	% of total No. of votes valid cast
0	0	0.00%

(iii) INVALID VOTES:

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

Result: Resolution No. 1 contained in the Postal Ballot Notice dated 28th October, 2024 has been passed as an Ordinary Resolution.



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RESOLUTION NO. 2:

Appointment of Mr. Utkarsh R. Doshi (DIN: 07234144) as an Executive Director of the Company

(i) VOTED IN FAVOR OF THE RESOLUTION:

No. Of Member Voted	No. Of Valid Votes cast by them	% of total No. of votes valid cast
20	7983800	100.00%

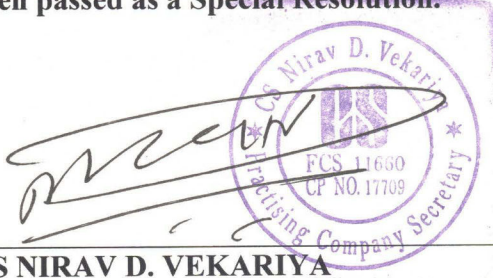
(ii) VOTED AGAINST THE RESOLUTION:

No. Of Member Voted	No. Of Valid Votes cast by them	% of total No. of votes valid cast
0	0	0.00%

(iii) INVALID VOTES:

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

Result: Resolution No. 2 contained in the Postal Ballot Notice dated 28th October, 2024 has been passed as a Special Resolution.



CS Nirav D. Vekariya
FCS 11660
CP NO. 17709
Practising Company Secretary

CS NIRAV D. VEKARIYA
Practicing Company Secretary
FCS NO. 11660 C. P. NO. 17709
Peer Review Certificate No. 2442/2022
UDIN: F011660F003071057

Date: 29/11/2024

Place: Rajkot

**PALLAV
KISHORBHAI
DOSHI**

Digitally signed by
PALLAV KISHORBHAI
DOSHI
Date: 2024.11.29
11:02:37 +05'30'

Counter signed by
For, ESSEN SPECIALITY FILMS LIMITED
Mr. Pallav K. Doshi
Chairman & Wholetime Director
[DIN: 02542047]



**“ANNEXURE –A”
(TEXT OF RESOLUTION)**

RESOLUTION NO. 1: TO ISSUE OF BONUS SHARES

“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;



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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.”



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**RESOLUTION NO. 2- APPOINTMENT OF MR. UTKARSH R. DOSHI (DIN: 07234144)
AS AN EXECUTIVE DIRECTOR OF THE COMPANY:**

“**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.”

Date: 29/11/2024

Place: Rajkot



CS NIRAV D. VEKARIYA

Practising Company Secretary

FCS NO. 11660 C. P. NO. 17709

Peer Review Certificate No. 2442/2022

UDIN: F011660F003071057

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