



RAJSHREE POLYPACK LIMITED

CIN: L25209MH2011PLC223089

Registered Office: Lodha Supremus, Unit No 503-504, 5th Floor, Road No. 22, Kishan Nagar, Near New Passport Office, Wagle Estate, Thane West 400604. India

Tel: +91-22 2581 8200, Fax: +91-22 2581 8250

Web: www.rajshreepolypack.com Email Id: cosec@rajshreepolypack.com

POSTAL BALLOT NOTICE

[Notice pursuant to Section 108 and Section 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014]

Dear Member(s),

Notice is hereby given to the members of Rajshree Polypack Limited (“the Company”) pursuant to Sections 108 and 110 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”) read with Rule 20 and Rule 22 of Companies (Management and Administration) Rules, 2014 (“Rules”) read with the General Circular nos. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020, and 39/2020 dated 31st December, 2020 issued by the Ministry of Corporate affairs (“MCA Circulars”) and Regulation 44 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“Listing Regulations”), Secretarial Standard-2 issued by the Institute of Company Secretaries of India and other applicable provisions of the Act, Rules, Circulars and Notifications issued thereunder (including any statutory modification or re-enactment(s) thereof for the time being in force) and Regulation 277 and other applicable provisions of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (“ICDR Regulations”), and such other applicable laws and regulations, for seeking approval of Members of the Company through Postal Ballot including electronic voting (“e-voting”) for the resolution set out hereinafter.

The Explanatory Statement pertaining to the resolution proposed in this notice setting out all material facts and reasons thereof along with Postal Ballot Form is annexed herewith for your consideration and approval.

The Board of Directors of the Company has appointed Mr. Nishant Bajaj (ACS 28341; COP 21538), Practicing Company Secretary having its office at C-2201, Kanakia Levels, Rani Sati Marg, Malad East, Mumbai-400097 to act as Scrutinizer for conducting the Postal Ballot (including e-voting) process in a fair and transparent manner and National Securities Depository Limited (“NSDL”) to provide E-voting facility for the postal ballot.

You are requested to carefully read and follow the instructions printed in this Postal Ballot Notice and record your assent (for) or dissent (against) therein by filling the necessary details and signing on the designated place in the Form and return the Form, in original, duly completed through courier or post so as to reach the Scrutinizer at C-2201, Kanakia Levels Rani Sati Marg Malad East, Mumbai- 400097 on or before 5:00 pm on Friday, July 30, 2021 or record their assent (FOR) or dissent (AGAINST) through the remote e-voting process not later than 5.00 p.m. on Friday, July 30, 2021. The assent or dissent received after such date and time shall be strictly treated as if reply from the Member has not been received.



Alternatively, in accordance with the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company has also extended e-voting facility to its members holding shares in dematerialized form, as on the cut-off date i.e. Friday, June 25, 2021, to enable them to cast their votes electronically instead of dispatching Postal Ballot Form(s). Members desiring to opt for e-voting as per facilities arranged by the Company are requested to read the notes to the notice. References to Postal Ballot(s) in this notice include votes received electronically.

The Scrutinizer will submit his consolidated report to the Chairman or any other person authorized by him within 2 (two) working days after completion of the scrutiny of Postal Ballots and e-voting on or before 5.00 p.m on Friday, July 30, 2021 at the Registered Office of the company at Lodha Supremus Unit No 503-504, 5th Floor, Road No. 22 Kishan Nagar, Near New Passport Office, Wagle Estate Thane West 400604. The said results will be intimated to National Stock Exchange of India Limited (“NSE”), where the Company's Shares are listed, and displayed on the website of the Company i.e. www.rajshreepolypack.com as well as on the website of NSDL at <https://www.evoting.nsdl.com/>. In the event that the national lockdown on account of COVID-19 situation is eased off and the Company's offices are open for business, the Company will also display the results of the postal ballot at its registered office.

Pursuant to Regulation 277 of ICDR Regulations, the Resolution shall be passed by requisite majority if the votes cast by public shareholders in favour of the proposal amount to at least two times the number of votes cast by public shareholders against the proposal and the last date of receipt of Postal Ballots i.e. Friday, July 30, 2021 shall be deemed to be the date of passing of Resolution.

The resolution for the purpose stated herein below is proposed to be passed by Postal Ballot/e-voting:

SPECIAL BUSINESS:

MIGRATION OF LISTING / TRADING OF EQUITY SHARES OF THE COMPANY FROM EMERGE PLATFORM OF NATIONAL STOCK EXCHANGE OF INDIA LIMITED (“NSE EMERGE”) TO MAIN BOARD OF NATIONAL STOCK EXCHANGE OF INDIA LIMITED (“NSE”)

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

Note: *In accordance with Regulation 277 of ICDR Regulations, the below mentioned Resolution shall be acted upon if and only if the votes cast by shareholders other than promoters in favour of the proposal amount to at least two times the number of votes cast by shareholders other than promoter shareholders against the proposal.*

“RESOLVED THAT pursuant to provisions laid down in Chapter IX of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (**‘ICDR Regulations’**) and Regulation 277 of ICDR Regulations, Securities and Exchange Board of India



(Listing Obligations and Disclosure Requirements) Regulations, 2015 (**‘Listing Regulations’**) and other applicable provisions, if any, the Companies Act, 2013 (**‘Act’**) and the rules framed there under, including any amendment, modification, variation or re-enactment thereof, and subject to the approval of National Stock Exchange of India Limited (**‘NSE’**), the consent of the Members of the Company be and is hereby accorded for migration of 1,12,34,000 Equity Shares of the Company having face value of Rs. 10/- per Equity Share (which are currently listed on SME Platform of NSE EMERGE) to the Main Board of NSE and upon Migration the said Equity Shares to get listed and traded on the capital segment (main board) of NSE, from the date of Migration / getting listed and admitted to deal on NSE Main Board and to follow such procedures specified under ICDR Regulations, as amended from time to time, to give effect to this resolution;

RESOLVED FURTHER THAT Mr. Ramswaroop Radheshyam Thard, Chairman & Managing Director or Mr. Naresh Radheshyam Thard, Joint Managing Director or Ms. Mitali Rajendra Shah, Company Secretary and Compliance Officer or Mr. Sunil Sawarmal Sharma, Chief Financial Officer of the Company, be and are hereby authorised jointly and/or severally to deal with any government or semi-government authorities or any other concerned intermediaries including but not limited to NSE, Securities and Exchange Board of India, Registrar of Companies, etc. to apply, modify, rectify and submit any application(s) and/or related documents on behalf of the Company and to do all such acts, deeds and things as may be necessary and expedient to give effect to the this resolution.”

Registered Office:

Lodha Supremus Unit No 503-504,
5th Floor, Road No. 22, Kishan Nagar,
Near New Passport Office,
Wagle Estate Thane West 400604

Date:- June 24, 2021

Place:- Thane

By Order of the Board

For Rajshree Polypack Limited

Sd/-

Ramswaroop Radheshyam Thard

Chairman and Managing Director

DIN:- 02835505



NOTES:

1. The Explanatory Statement and reasons for the proposed resolution pursuant to Section 102 of the Act read with Rule 22 of the Companies (Management and Administration) Rules, 2014 (“**Rules**”) setting out material facts is annexed herewith and forms part of this Notice.
2. The Board of Directors has, at their meeting held on Thursday, June 24, 2021, appointed Mr. Nishant Bajaj (ACS 28341; COP 21538), Practicing Company Secretary, to act as the Scrutinizer, for conducting the Postal Ballot (including e-voting) process in a fair and transparent manner.
3. The Postal Ballot Notice is being sent to all the members, whose names appear in the Register of Members/List of Beneficial Owners, as received from the National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as per the benpos available with the Company and Registrar and Transfer Agents (RTA) as on Friday, June 25, 2021.

The Postal Ballot Notice is being sent by email to Members who have registered their email address with the Depository Participants or with the Company’s Registrar and Share Transfer Agent.

4. A copy of this Postal Ballot Notice will also be available on the website of the Company i.e. www.rajshreepolypack.com and in the relevant section of the website of NSE on which the Equity Shares of the Company are listed. In case any Member wishes to receive a physical copy of the Postal Ballot Form, he/she may write to the Company Secretary at cosec@rajshreepolypack.com.
5. Members who have not registered their e-mail addresses are requested to register the same with the Company’s Registrars and Transfer Agents / Depository Participant(s) for the purpose of receiving this Postal Ballot Notice by way of e-mail and communication of assent or dissent in respect of the resolutions set out in the said Postal Ballot Notice by way of remote e-voting.
6. A person who is not a member as on cut-off date should accordingly treat the Postal Ballot notice for information purpose only.
7. The postal ballot form for voting by shareholders is enclosed.
8. As required by Rule 20 and 22 of the Rules read with the Listing Regulations, the dispatch of the Postal Ballot and Explanatory Statement shall be announced through an advertisement in at least one English language and one vernacular language newspaper where the Registered Office of the Company is situated.

Members whose names appear on the Register of Members / List of Beneficial Owners on Friday, June 25, 2021, will be considered for the purpose of voting. Voting rights shall be



reckoned on the paid - up value of shares registered in the names of the Members as on Friday June 25, 2021.

9. The Members can opt for only one mode of voting, i.e., either by physical ballot or e-Voting. In case Members cast their votes through both the modes, voting done by e-voting shall prevail and votes cast through physical Postal Ballot Forms will be treated as invalid.
10. Members who have received Postal Ballot notice by email and who wish to vote through physical Postal Ballot Form or in case a member is desirous of obtaining a duplicate Postal Ballot Form, he or she may send an e-mail at cosec@rajshreepolypack.com and Company shall forward the same to the Member.
11. A Member cannot exercise his/her vote by proxy on postal ballot.
12. Members exercising their vote are requested to read carefully the instructions printed in the Postal Ballot form and either (a) return the form duly completed and signed through courier or post so as to reach the Scrutinizer at C-2201, Kanakia Levels Rani Sati Marg Malad East, Mumbai- 400097 or (b) vote by electronic means in the manner set out herein, in each case, so as to ensure that votes reach the Scrutinizer not later than 05:00 pm, on or before Friday , July 30, 2021 ("**Last Date**"). Postal ballot Form(s) received after the Last Date will be treated as if reply from the Shareholder has not been received and the same shall not be considered for the purpose of Postal Ballot and after the Last Date the portal where e-votes can be cast will be blocked.
13. In case of joint-holding, the postal ballot form must be completed and signed (as per the specimen signature registered with the Company) by the first named Member and in his / her absence, by the next named member.
14. Unsigned, incomplete, improperly or incorrectly ticked Postal Ballot Form shall be rejected.
15. The Scrutinizer will submit his report to the Chairman as soon as possible after the last date of receipt of all Postal Ballots but not later than 2 (two) working days thereof. The said report will be submitted to the Chairman or a person authorized by him in writing and the results of the voting shall be declared, on or before Tuesday, August 3, 2021. The result of postal ballot and e-voting along with the Scrutinizer's report will be placed on the Company website at www.rajshreepolypack.com and will also be communicated to the National Stock Exchange of India Limited, where the equity shares of the Company are listed and Depository on the said date. In the event that the national lockdown on account of COVID-19 situation is eased off and the Company's offices are open for business, the Company will also display the results of the postal ballot at its registered office.
16. All the documents referred to in this notice and in the explanatory statement shall be available for inspection at the Registered Office of the Company during working hours on all working days from the date of dispatch of notice till 05:00 pm Friday, July 30, 2021.
17. In compliance with Regulation 44 of the Listing Regulations and Sections 108, 110 and other applicable provisions of the Act, if any, read with the Rules made thereunder, the Company



is providing facility for voting by electronic means (**'remote e-voting'**) to all the members of the Company to enable them to cast their votes electronically on the items mentioned in the Postal Ballot Notice. For this purpose, the Company has entered into an arrangement with NSDL to facilitate e-voting as an alternate to the dispatch of Postal Ballot Forms.

18. The Scrutinizer's decision on the validity of the postal ballot shall be final and binding.
19. The last date of receipt of postal ballot i.e. Friday, July 30, 2021 shall be the date on which the resolution would be deemed to have been passed, if approved by requisite majority.
20. For the purpose of exercising vote through remote e-voting, members are requested to read the information and other instructions relating to remote e-voting as mentioned below.
21. In view of the current extraordinary circumstances due to COVID-19 pandemic shareholders are requested to prefer e-voting and shareholders who have not registered their email address, may get their email address registered with the Company's Registrar and Share Transfer Agent, by sending email at rnt.helpdesk@linkintime.co.in and following the registration process as guided thereafter. Post successful registration of the email, the shareholder would get soft copy of the notice and the procedure for e-voting along with the User ID and the Password to enable e-voting for this Postal Ballot. In case of any queries, members may write to rnt.helpdesk@linkintime.co.in and evoting@nsdl.co.in.

PROCEDURE FOR REMOTE E-VOTING

The remote e-voting period begins on Thursday, July 1, 2021 at 09.00 am and ends on Friday July 30, 2021 at 05.00 pm. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Friday June 25, 2021, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Friday June 25, 2021.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 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.



Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
<p>Individual Shareholders holding securities in demat mode with NSDL.</p>	<ol style="list-style-type: none"> <li data-bbox="598 380 1460 896">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.nsd.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 options available against company name or e-Voting service provider - NSDL and you will be re-directed to NSDL e-Voting website for casting your vote during the remote e-Voting. <li data-bbox="598 907 1460 1590">2. If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com/. Select “Register Online for IDeAS” Portal or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.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 held 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 options available against company name or e-Voting service provider - NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting.
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> <li data-bbox="598 1601 1460 1848">1. Existing users who have opted for Easi / Easiest, they can login through their 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 www.cdslindia.com and click on New System Myeasi. <li data-bbox="598 1859 1460 1960">2. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote.

	<p>3. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration</p> <p>4. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in 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 provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.</p>
<p>Individual Shareholders (holding securities in demat mode) login through their depository participants</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Once 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 options available against company name or e-Voting service provider-NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting.</p>

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. NSDL and CDSL.

Login type	Helpdesk details
<p>Individual Shareholders holding securities in demat mode with NSDL</p>	<p>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</p>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<p>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 or 022-23058542-43</p>

B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. 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.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.



3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**
6. If you are unable to retrieve or have not received the " Initial password" or have forgotten your password:
 - a) Click on "[Forgot User Details/Password?](#)"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) [Physical User Reset Password?](#)" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.



- c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
- d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
8. Now, you will have to click on “Login” button.
9. After you click on the “Login” button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on “VC/OAVM” link placed under “Join General Meeting”.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to nishantbajajcs@gmail.com with a copy marked to evoting@nsdl.co.in.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “[Forgot User Details/Password?](#)” or “[Physical User Reset Password?](#)” option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to Ms. Sarita Mote at evoting@nsdl.co.in



Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to cosec@rajshreepolypack.com.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to (Company email id). If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting for Individual shareholders holding securities in demat mode.**
3. In terms of SEBI circular dated December 9, 2020 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 required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE ACT

As the Members of the Company are aware, equity shares of the Company are listed on SME Platform of NSE EMERGE with effect from September 24, 2018. The Company made an Initial Public Offering in September, 2018 on SME Platform of NSE EMERGE and raised Net proceeds from the Issue – Rs.3,330.56 lakhs (Rupees Thirty Three Crores Thirty Lakhs and Fifty Six Thousand only) [excluding Pre-IPO Placement of Rs.357.53 lakhs (Rupees Three Crores Fifty Seven Lakhs Fifty Three Thousand Only)] which has been deployed for the objects of the issue as stated in the Prospectus.

The Company has been performing consistently and is poised to progress to next level of growth with expansion of manufacturing capacities. The listing of equity shares of the Company has helped the Company raise funds for the expansion and the Company has been benefited. Over the period the Company has gained a good experience of compliances, Board procedures, corporate governance practices on account of SME listing and the Company is geared up for moving on to the main board of NSE.

In terms of the present rules / regulations, the Equity Shares listed on SME Platform can be migrated to Main Board of Exchange after an initial period of 2 (two) years from the date of listing. The Company is well poised to migrate on the Main Board of NSE as the Company has been listed and traded on the SME Platform of NSE EMERGE (Listed on September 24, 2018) for more than 2 (two) years and the Company having paid up capital of more than Rs. 10 Crore but upto Rs. 25 Crore and hence eligible to migrate on to the Main Board of NSE as per the guidelines specified by SEBI under Chapter IX of ICDR Regulations and as per the procedures laid down by NSE.



Also, listing on the Main Board of NSE will take the Company into a different league altogether with enhanced recognition and increased participation by retail investors. The benefits of listing on Main Board in the form of Market Capitalisation, enhanced liquidity, larger participation, visibility etc. will accrue to the Shareholders of the Company and is eligible to migrate to the Main Board of NSE as per the guidelines laid down under Chapter IX of ICDR Regulations and criteria prescribed by NSE.

The Members are, therefore, requested to accord their approval, for migration of the Company's present listing i.e. 1,12,34,000 Equity Shares of the Company from SME Platform of NSE EMERGE to Main Board of NSE as set out in the resolution.

Pursuant to Proviso to Regulation 277 of Chapter IX of ICDR Regulations, the proposed resolution shall be acted upon if the votes cast by public Shareholders in favour of the proposal, amount to at least 2(two) times the number of votes cast by the public Shareholders against the proposal.

It is in the interest of all the Shareholders including public Shareholders to approve the proposal for Migration of the present listed Equity Shares of the Company on the Main Board of NSE and hence management recommends the passing of said resolution and seeks your approval.

Pursuant to Section 102 of the Act, The Board of Directors of the Company do hereby confirm that none of its Director or Key Managerial Personnel and their immediate relatives is concerned or interested, financially or otherwise, except to their shareholding, in the aforesaid resolution except their shareholding in the Company.

Registered Office:

Lodha Supremus Unit No 503-504,
5th Floor, Road No. 22, Kishan Nagar,
Near New Passport Office,
Wagle Estate Thane West 400604

Date:- June 24, 2021

Place:- Thane

By Order of the Board

For Rajshree Polypack Limited

Sd/-

Ramswaroop Radheshyam Thard

Chairman and Managing Director

DIN:- 02835505



POSTAL BALLOT FORM

1.	Name(s) of Shareholder(s) (Including joint holders, if any)	:	
2.	Registered address of the sole/first named Shareholder	:	
3.	Registered folio no./DP Id No.*/Client Id No.* (*Applicable to investors holding shares in dematerialised form)	:	
4.	Number of share(s) held	:	
I/We hereby exercise my/our vote in respect of the Special resolution to be passed through Postal Ballot for the business stated in the Postal Ballot Notice of the Company dated June 24, 2021 by conveying my/our assent or dissent to the said resolution by placing the tick (√) mark at the appropriate box below:			

Item No	Description	Nos of shares	I/We assent to the resolution (For)	I/We dissent to the resolution (Against)
1.	Migration of listing / trading of equity shares of the Company from Emerge platform of National Stock Exchange of India Limited (“NSE EMERGE”) to Main Board of National Stock Exchange Of India Limited (“NSE”)			

Date:-

Place:-

Signature of Shareholder(s)

ELECTRONIC VOTING PARTICULARS

EVEN (E Voting Event Number)	USER ID	PASSWORD/PIN

Notes:-

1. Kindly read the instructions printed overleaf before filing the form
2. Please return the duly filled and signed postal ballot form as per the instructions.
3. In case of authorized representative of a body corporate, certified true copy of the relevant authorization viz. Board Resolution/ Power of Attorney should be sent along with the Ballot Form.

Last date for receipt of Postal Ballot Forms by Scrutinizer shall be not later than 05:00 p.m on or before Friday, July 30, 2021



INSTRUCTIONS

1. A member desiring to exercise vote by Postal Ballot may complete this Postal Ballot Form and send it to the Scrutinizer through courier or post so as to reach the Scrutinizer at C-2201, Kanakia Levels Rani Sati Marg Malad East, Mumbai-400097.
2. This Form should be completed and signed by the Shareholder (as per the specimen signature registered with the Company/Depository Participants). In case of joint holding, this Form should be completed and signed by the first named Shareholder and in his absence, by the next named Shareholder.
3. Duly completed Postal Ballot Form should reach the Company not later than 05:00 p.m on or before Friday, July 30, 2021. All Postal Ballot Forms received after this date will be strictly treated as if reply from such Shareholder has not been received.
4. There will be only one Postal Ballot Form for every folio irrespective of the number of joint Shareholder(s).
5. In case of shares held by companies, trusts, societies etc. the duly completed Postal Ballot Form should be accompanied by a certified true copy of Board resolution/authority letter.
6. Votes will be considered invalid on the following grounds:
 - a. A form other than one issued by the company has been used;
 - b. It has not been signed by or on behalf of the Member;
 - c. Signature on the postal ballot form doesn't match the specimen signatures with the company;
 - d. It is not possible to determine without any doubt the assent or dissent of the Member;
 - e. Neither assent nor dissent is mentioned;
 - f. Any competent authority has given directions in writing to the company to freeze the Voting Rights of the Member;
 - g. The envelope containing the postal ballot form is received after the last date prescribed;
 - h. The postal ballot form, signed in a representative capacity, is not accompanied by a certified copy of the relevant specific authority;
 - i. It is received from a Member who is in arrears of payment of calls;
 - j. It is defaced or mutilated in such a way that its identity as a genuine form cannot be established;
 - k. Member has made any amendment to the Resolution or imposed any condition while exercising his vote.
7. Members are requested not to send any paper (other than the resolution/authority) along with the Postal Ballot Form as all such envelopes will be sent to the Scrutinizer and if any extraneous paper is found in such envelope the same would not be considered and would be destroyed by the Scrutinizer and the Company will not be able to act on the same.
8. Postal Ballot Forms which are incomplete or unsigned or defective in any manner are liable to be rejected. The Scrutinizer's decision in this regard shall be final and binding.



9. The Company is pleased to offer e-voting facility as an alternate, for all the Shareholders of the Company to enable them to cast their votes electronically instead of dispatching Postal Ballot Form. E-voting is optional. The detailed procedure is enumerated in the Notes to the Postal Ballot Notice. Kindly note that the members can opt for only one mode of voting i.e. either Postal Ballot Form or E-voting. However, in case the members cast their vote both by Postal Ballot Form and E-voting, then voting done through valid E-voting shall prevail and the voting done by Postal Ballot Form will be treated as invalid.