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CIN: L22210MH1987PLC044505

July 31, 2025

The Bombay Stock Exchange Ltd
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai 400 001
Security Code:-523301

The National Stock Exchange of India Ltd
Exchange Plaza, Plot No. C/1, G Block
Bandra Kurla Complex,
Bandra East, Mumbai 400 051
Trading Symbol:- TCPLPACK

Dear Sir/Madam,

Sub: Outcome, Proceedings, Voting Results and Scrutinizer's Report of the 37th Annual General Meeting (AGM) held on July 31, 2025

Ref.: Regulations 30 and 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations)

In accordance with the circulars of Ministry of Corporate Affairs, Securities and Exchange Board of India (SEBI) and applicable provisions of the Companies Act, 2013 and SEBI Listing Regulations, the 37th AGM of the Company was held on Thursday, July 31, 2025 through Video Conference (VC) / Other Audio Video Means (OAVM). The meeting commenced at 4.30 p.m. (IST) and concluded at 5.13 p.m. (IST).

As per the requirements of the Companies Act, 2013, Listing Regulations and the relevant Circulars issued by the Ministry of Corporate Affairs the Company had provided remote e-voting as well as insta vote facility to its Shareholders for voting on the businesses transacted at the AGM. 39 Members attended the AGM through VC / OAVM. Mr. Vijay Kumar Mishra, Practicing Company Secretary of M/s. VKM & Associates, was appointed as the Scrutinizer for remote e-voting and e-voting at the AGM. As per the Scrutinizer's Report, all the items of business set out in the Notice of the 37th AGM were transacted and, as per the count of the valid votes and the report of the Scrutinizer, the said items of business are duly approved by the Members with the requisite majority.

As required under Regulation 30 of the Listing Regulations read with Para A (13) of Part A of Schedule III, a summary of the proceedings of the AGM is annexed as Annexure I. Pursuant to Regulation 44(3) of Listing Regulations, and Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 attached is the consolidated outcome of voting held through remote e-voting and e-voting during the 37th AGM of the Company along with a copy of the Scrutinizer's Report dated July 31, 2025, annexed as Annexure II.

Kindly take the above information on your records.

For **TCPL Packaging Limited**

Compliance Officer
Encl.:- As above

General information about company	
Scrip code	523301
NSE Symbol	TCPLPACK
MSEI Symbol	NOTLISTED
ISIN	INE822C01015
Name of the company	TCPL Packaging Limited
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	31-07-2025
Start time of the meeting	04:30 PM
End time of the meeting	05:13 PM

Scrutinizer Details	
Name of the Scrutinizer	Vijay Kumar Mishra
Firms Name	VKM & Associates
Qualification	CS
Membership Number	F5023
Date of Board Meeting in which appointed	30-05-2025
Date of Issuance of Report to the company	31-07-2025

Voting results	
Record date	24-07-2025
Total number of shareholders on record date	17403
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	10
b) Public	29
No. of resolution passed in the meeting	8
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Adoption of audited standalone and consolidated financial statements of the Company for the financial year ended 31st March 2025 and the Reports of the Board of Directors and the Auditors thereon				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	5071974	4763638	93.9208	4763638	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	5071974	4763638	93.9208	4763638	0	100	0
Public- Institutions	E-Voting	1144277	975222	85.226	975222	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1144277	975222	85.226	975222	0	100	0
Public- Non Institutions	E-Voting	2883749	9257	0.321	9257	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	2883749	9257	0.321	9257	0	100	0

Total	9100000	5748117	63.1661	5748117	0	100	0
Whether resolution is Pass or Not.						Yes	
Disclosure of notes on resolution							

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Declaration of Dividend for the year ended 31st March 2025				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	5071974	4763638	93.9208	4763638	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	5071974	4763638	93.9208	4763638	0	100	0
Public-Institutions	E-Voting	1144277	975222	85.226	975222	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1144277	975222	85.226	975222	0	100	0
Public- Non Institutions	E-Voting	2883749	9257	0.321	9242	15	99.838	0.162
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	2883749	9257	0.321	9242	15	99.838	0.162
Total		9100000	5748117	63.1661	5748102	15	99.9997	0.0003
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-Appointment of Mr. K K Kanoria (DIN: 00023328), Director retiring by rotation				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	5071974	4763638	93.9208	4763638	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	5071974	4763638	93.9208	4763638	0	100	0
Public- Institutions	E-Voting	1144277	975222	85.226	974954	268	99.9725	0.0275
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1144277	975222	85.226	974954	268	99.9725	0.0275
Public- Non Institutions	E-Voting	2883749	9257	0.321	8357	900	90.2776	9.7224
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	2883749	9257	0.321	8357	900	90.2776	9.7224
Total		9100000	5748117	63.1661	5746949	1168	99.9797	0.0203
Whether resolution is Pass or Not.							Yes	

Disclosure of notes on resolution	
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Resolution(4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-Appointment of Mr. Rishav Kanoria (DIN: 05338165), Director retiring by rotation				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	5071974	4763638	93.9208	4763638	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	5071974	4763638	93.9208	4763638	0	100	0
Public-Institutions	E-Voting	1144277	975222	85.226	974954	268	99.9725	0.0275
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1144277	975222	85.226	974954	268	99.9725	0.0275
Public- Non Institutions	E-Voting	2883749	9257	0.321	8230	1027	88.9057	11.0943
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	2883749	9257	0.321	8230	1027	88.9057	11.0943
Total		9100000	5748117	63.1661	5746822	1295	99.9775	0.0225
Whether resolution is Pass or Not.							Yes	

Disclosure of notes on resolution	
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Resolution(5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Amendment to the TCPL Packaging Employee Stock Option Plan 2022 (“TCPL-ESOP 2022”/ “PLAN”)				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	5071974	4763638	93.9208	4763638	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	5071974	4763638	93.9208	4763638	0	100	0
Public-Institutions	E-Voting	1144277	975222	85.226	245444	729778	25.168	74.832
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1144277	975222	85.226	245444	729778	25.168	74.832
Public- Non Institutions	E-Voting	2883749	9257	0.321	9257	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	2883749	9257	0.321	9257	0	100	0
Total		9100000	5748117	63.1661	5018339	729778	87.3041	12.6959
Whether resolution is Pass or Not.							Yes	

Disclosure of notes on resolution	
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Resolution(6)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Extend approval of “TCPL Packaging Employee Stock Option Plan 2022” to the employees of associate company and group company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	5071974	4763638	93.9208	4763638	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	5071974	4763638	93.9208	4763638	0	100	0
Public-Institutions	E-Voting	1144277	975222	85.226	245444	729778	25.168	74.832
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1144277	975222	85.226	245444	729778	25.168	74.832
Public- Non Institutions	E-Voting	2883749	9257	0.321	9152	105	98.8657	1.1343
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	2883749	9257	0.321	9152	105	98.8657	1.1343
Total		9100000	5748117	63.1661	5018234	729883	87.3022	12.6978
Whether resolution is Pass or Not.							Yes	

Disclosure of notes on resolution	
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Resolution(7)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of M/s VKM & Associates (COP No: 4279) as Secretarial Auditor for the term of five years				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	5071974	4763638	93.9208	4763638	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	5071974	4763638	93.9208	4763638	0	100	0
Public-Institutions	E-Voting	1144277	975222	85.226	975222	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1144277	975222	85.226	975222	0	100	0
Public- Non Institutions	E-Voting	2883749	9257	0.321	9257	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	2883749	9257	0.321	9257	0	100	0
Total		9100000	5748117	63.1661	5748117	0	100	0
Whether resolution is Pass or Not.							Yes	

Disclosure of notes on resolution	
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Resolution(8)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Ratification of remuneration of M/S. Kewlani & Associates Cost Accountants, appointed as the “Cost Auditors” of the Company for the financial year ending 31st March 2026				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	5071974	4763638	93.9208	4763638	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	5071974	4763638	93.9208	4763638	0	100	0
Public-Institutions	E-Voting	1144277	975222	85.226	975222	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1144277	975222	85.226	975222	0	100	0
Public- Non Institutions	E-Voting	2883749	9257	0.321	9152	105	98.8657	1.1343
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	2883749	9257	0.321	9152	105	98.8657	1.1343

Total	9100000	5748117	63.1661	5748012	105	99.9982	0.0018
Whether resolution is Pass or Not.						Yes	
Disclosure of notes on resolution							



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Annexure I

Summary of the proceedings of the 37th Annual General Meeting of the Company

The 37th Annual General Meeting (AGM) of the Members of TCPL Packaging Limited (the Company) was held on Thursday, July 31, 2025, at 4.30 p.m. (IST)

Mr. K K Kanoria, Chaired the Meeting. The quorum being present, the Chairman called the Meeting to order. The Chairman welcomed the Members and Directors to the Meeting. The Chairman stated that the AGM was held through Video Conferencing (VC) / Other Audio Visual Means (OAVM) in accordance with the provisions of the Companies Act, 2013, the SEBI Listing Regulations and the relevant circulars issued in this regard. Since the Meeting was conducted through electronic means without the physical presence of the Members, the proxy facility was not necessitated and, accordingly, was not provided for.

Mr. K K Kanoria, Chairman, Mr. Saket Kanoria, Managing Director, Mr. S G Nanavati, Executive Director, and Mr. Vidur Kanoria, Executive Director joined the Meeting from the Registered Office (Deemed Venue) of the Company. All the other Directors viz Mrs. Deepa Harris, Independent Director (Chairperson of CSR Committee & Stakeholders Relationship Committee), Dr. Andreas Blaschke, Independent Director (Chairperson of Risk Management Committee), Mr. Sanjiv Anand, Independent Director (Chairperson of Audit Committee and Nomination and Remuneration Committee), Mr. Aniket Talati, Independent Director, Mr. Akshay Kanoria, Executive Director and Mr. Rishav Kanoria, Director attended the AGM through VC. The Chief Financial Officer, the Company Secretary and Compliance Officer of the Company were in attendance through deemed venue. Mr. Vijay Mishra, Secretarial Auditor, also attended the AGM through VC.

With the consent of the Members, the Notice convening the AGM was taken as read. The Chairman stated that the reports from the Statutory Auditor and the Secretarial Auditor did not contain any qualifications, reservations or adverse remarks and were therefore, taken as read with the permission of the Members present.

The Chairman then invited the Members who had registered themselves as speakers, to express their views and raise queries on the Annual Report and Financial Statements. In general, other than expressing their appreciation on the Annual Report as well as the dividend declared, the speakers enquired about capex, bonus, split of shares, company performance, etc. of the Company. Then the Managing Director addressed the Members and spoke about the performance of the Company for the year ended March 31, 2025, and for the first quarter ended June 30, 2025, and other matters in general. The Managing Director then suitably responded to the queries raised by the Members. The Managing Director thanked the Members for attending and participating in the Meeting. The members were further informed that e-voting facility has been provided to all Members to vote electronically on all 8 (eight) items of business set out in Notice and



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also the facility to vote on resolutions through electronic voting system at the meeting and that accordingly, the Members present at the Meeting could cast their votes by means of e-voting available during the Meeting and for 15 minutes after the conclusion of the Meeting, if not voted earlier through remote e-voting.

Thereafter, the following items as set out in the Notice convening the 37th AGM of the Company, were transacted at the AGM:

Item No.	Particulars	Resolution Required
ORDINARY BUSINESS		
1	Adoption of (a) the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2025, and the Reports of the Board of Directors and the Auditors thereon (b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2025, and the Reports of the Auditors thereon.	Ordinary Resolution
2	Declaration of dividend on equity shares at the rate of Rs. 30.00 per equity share of Rs. 10/- each fully paid-up for the financial year ended March 31, 2025	Ordinary Resolution
3	Appointment of Mr. K K Kanoria (DIN: 00023328) Director retiring by rotation	Ordinary Resolution
4	Appointment of Mr. Rishav Kanoria (DIN: 05338165) Director retiring by rotation	Ordinary Resolution
SPECIAL BUSINESS		
5	Amendment to the TCPL Packaging Employee Stock Option Plan 2022 ("TCPL -ESOP 2022"/ "Plan")	Special Resolution
6	Extend approval of "TCPL Packaging Employee Stock Option Plan 2022" to the employees of Associate Company and Group Company	Special Resolution
7	Appointment of Secretarial Auditor for the term of five years	Ordinary Resolution
8	Ratification of remuneration of M/s. Kewlani & Associates, Cost Accountants, appointed as the "cost auditors" of the company	Ordinary Resolution

Note:- All the aforesaid resolutions have been passed with requisite majority.

Upon completion of the e-voting process, the Meeting was declared as closed at 5.13 p.m. (IST).

For **TCPL Packaging Limited**

Compliance Officer

VIJAY KUMAR MISHRA

B. Com (Hons.), A.C.A., F.C.S.

PARESH D PANDYA

B. Com., A.C.S.

NEHAL GUPTA

B.Com, A.C.S, A.C.A, LLB

SUYASHI MISHRA

B.Com, A.C.S, LLB

VKM & ASSOCIATES

PRACTISING COMPANY SECRETARIES

406, Garnet Paladium,

Panch Bawadi, Near W E highway,

Malad E, Mumbai-400097 Mob.: 9322977388

E-mail: vkmassociales@yahoo.com

Consolidated Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration), Rules, 2014, as amended]

To,

The Thirty-Seventh Annual General Meeting of the Equity Shareholders of **TCPL Packaging Limited** held on Thursday, 31st July, 2025 at 04:30 p.m. IST through Video Conferencing ("VC") / other audio-visual means ("OAVM").

Dear Sir(s),

- A. Pursuant to the resolution passed by the Board of Directors of TCPL Packaging Limited (hereinafter referred as "**the Company**") on 30th May 2025, I, Vijay Kumar Mishra, Partner of M/s. VKM & Associates, Practicing Company Secretaries, have been appointed as a Scrutinizer to receive, process and scrutinize the voting through electronic means ("**e-voting**") on the resolutions contained in the notice dated 30th May 2025 ("**Notice**") the Ministry of Corporate Affairs ("**MCA**") has vide its circular no 20/2020 dated May 5, 2020 read with circulars no. 14/2020 dated April 8, 2020, general circular no. 17/2020 dated April 13, 2020, general circular no. 20/2020 May 05, 2020 and 02/2022 dated 5th May, 2022, 10/2022 dated 28th December, 2022 and circular no. 09/2023 dated 25th September, 2023 Circular No. 09/2024 dated September 19, 2024 issued by the Ministry of corporate affairs (MCA) and various circulars issued by Securities and Exchange Board of India (SEBI) the notice of AGM and Annual Report, including the Annual Financial Statements from the financial year 2024-2025 have been sent in electronic mode to the members permitted the holding of the Annual General Meeting ("**AGM**") through VC/OAVM, without the physical presence of the Members at a common venue. In compliance with the provisions of Companies Act, 2013 ("**Act**"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI Listing Regulations**") and MCA Circulars, the AGM of Company is being held through VC/OAVM.



The Registered office of the Company shall be deemed to be the venue for the AGM. The meeting was convened on Thursday, 31st July, 2025 at 04:30 p.m. IST through VC/OAVM. As scrutinizer, I have to scrutinize process of e-voting remotely before AGM (“**remote e-voting**”) and process of e-voting at AGM through electronic voting system (“**Insta e-voting**”).

B. Member’s approval was sought on the following Resolutions:

- 1) Adoption of Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended 31st March 2025 and the Reports of the Board of Directors and the Auditors thereon (Ordinary Resolution).
- 2) Declaration of Dividend for the year ended 31st March 2025 (Ordinary Resolution).
- 3) Re-Appointment of Mr. K K Kanoria (DIN:00023328), Director retiring by rotation (Ordinary Resolution).
- 4) Re-Appointment of Mr. Rishav Kanoria (DIN:05338165), Director retiring by rotation. (Ordinary Resolution).
- 5) Amendment to the TCPL Packaging Employee Stock Option Plan 2022 (“TCPL-ESOP 2022” / “Plan”) (Special Resolution)
- 6) Extend approval of “TCPL Packaging Employee Stock Option Plan 2022” to the employees of associate company and group company (Special Resolution).
- 7) Appointment of M/s VKM & Associates (COP No: 4279) as Secretarial Auditor for the term of five years (Ordinary Resolution).
- 8) Ratification of remuneration of M/S. Kewlani & Associates Cost Accountants, appointed as the “Cost Auditors” of the Company for the financial year ending 31st March 2026 (Ordinary Resolution).



- C. As required under Section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014, the Company completed dispatch of Notice along with explanatory statement on Monday, 7th July, 2025 through electronic mode to those members whose email addresses are registered with the Company/Depositories, in compliance with the MCA circulars. Dispatch of Separate Letter sent to those members whose mail ID are not registered with the Company was completed on Tuesday, 08th July, 2025.
- D. The remote e-voting facility was provided by National Securities Depository Limited ("NSDL") for conducting remote e-voting by Shareholders of Company.
- E. The remote e-voting period commenced on Monday, 28th July, 2025 at 9:00 A.M. (IST) and ended on Wednesday, 30th July, 2025 at 5:00 P.m. (IST) and the NSDL e-voting platform was locked there after.
- F. The Company also provided Insta e-voting facility to the shareholders present at the AGM who had not cast their vote earlier.
- G. The shareholders of the Company holding shares as on the "cut-off" date of Thursday, 24th July, 2025 were entitled to vote on the resolutions as contained in the Notice of the AGM.
- H. After the closure of insta e-voting at the AGM, the report on voting done at the AGM and the votes cast under remote e-voting facility done prior to the AGM were unblocked, counted and the e-voting summary statement was downloaded from e-voting website of NSDL.
- I. The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules thereunder, MCA Circulars and the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 relating to remote e-voting prior and during the AGM on the resolutions contained in the notice of the AGM.
- J. My responsibility as a scrutinizer for the e-voting process (i.e., remote e-voting and Insta-e-voting) is restricted to making a Consolidated Scrutinizer's Report of the votes cast in favour or against the resolutions.

I now submit my consolidated Report as under on the result of the remote e-voting and voting by electronic voting system at the 37th AGM in respect of the said resolutions.



Resolution Item No. 1: Ordinary Resolution

Adoption of Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended 31st March 2025 and the Reports of the Board of Directors and the Auditors thereon

(i) Voted in favour of resolution.

Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
104	5748117	100.00%

(ii) Voted against the resolution.

Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
0	0	0.00%

(iii) Invalid votes.

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
Nil	N.A.



Resolution No. 2: Ordinary Resolution

Declaration of Dividend for the year ended 31st March 2025

(i) Voted in favour of resolution.

Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
103	5748102	99.99%

(ii) Voted against the resolution.

Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
01	15	0.01%

(iii) Invalid votes.

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
Nil	N.A.



Resolution No. 3: Ordinary Resolution

Re-Appointment of Mr. K K Kanoria (DIN: 00023328), Director retiring by rotation.

(i) Voted in favour of resolution.

Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
101	5746949	99.98%

(ii) Voted against the resolution.

Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
03	1168	0.02%

(iii) Invalid votes.

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
00	NA



Resolution No. 4: Ordinary Resolution

Re-Appointment of Mr. Rishav Kanoria (DIN: 05338165), Director retiring by rotation

(i) Voted in favour of resolution.

Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
98	5632072	99.98%

(ii) Voted against the resolution.

Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
05	1295	0.02%

(iii) Invalid votes.

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
01	114750



Resolution No. 5: Special Resolution :

**Amendment to the TCPL Packaging Employee Stock Option Plan 2022 ("TCPL-ESOP 2022"/
"PLAN")**

(i) Voted in favour of resolution.

Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
91	5018339	87.30%

(ii) Voted against the resolution.

Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
13	729778	12.70 %

(iii) Invalid votes.

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
NIL	N.A



Resolution No. 6: Special Resolution :

Extend approval of “TCPL Packaging Employee Stock Option Plan 2022” to the employees of associate company and group company

(i) Voted in favour of resolution.

Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
90	5018234	87.30%

(ii) Voted against the resolution.

Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
14	729883	12.70%

(iii) Invalid votes.

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
Nil	N.A.



Resolution No. 7: Ordinary Resolution :

Appointment of M/s VKM & Associates (COP No: 4279) as Secretarial Auditor for the term of five years

(i) Voted in favour of resolution.

Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
104	5748117	100.00%

(ii) Voted against the resolution.

Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
0	0	0.00%

(iii) Invalid votes.

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
Nil	N.A.



Resolution No. 8: Ordinary Resolution :

Ratification of remuneration of M/S. Kewlani & Associates Cost Accountants, appointed as the "Cost Auditors" of the Company for the financial year ending 31st March 2026

(i) Voted in favour of resolution.

Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
103	5748012	99.99%

(ii) Voted against the resolution.

Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
01	105	0.01%

(iii) Invalid votes.

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
Nil	N.A.



- K. The above Resolutions No.01 to No. 08 were passed with majority of Votes.
- L. All electronic data and relevant records of voting will remain in my Custody until the Chairman considers, approves and sign the Minutes of 37th Annual General meeting of the Company and after, the same will be handed over to CS Harish Anchan, Company Secretary of the Company for safe keeping.

Thanking you,

For VKM & ASSOCIATES
Company Secretaries



(Vijay Kumar Mishra)
Partner
C.P.No.4279

UDIN : F005023G000905901
Place : Mumbai
Date : 31/07/2025

Countersigned by :
For TCPL Packaging Limited,

Harish Anchan
Company Secretary & Compliance Officer