

Date: 8th October, 2021

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai 400 001

Scrip Code: 516030

Trading Symbol: YASHPAKKA

Dear Sirs,

Sub: Update on the proceedings of the meeting of Equity Shareholders of the Company; Voting Results; and Scrutinizer's Report on e-voting (remote e-voting and e-voting at the Meeting) and through Ballot at the Meeting.

We enclose herewith the following in connection with the meeting of Equity Shareholders of the Company convened pursuant to the Order of Hon'ble National Company Law Tribunal, Allahabad Bench and held on Thursday, October 7, 2021 at 11:30 A.M.:

1. Update on the proceedings of the Meeting.
2. Results of e-voting (remote e-voting and e-voting at the Meeting)
3. Scrutinizer's Report on remote e-voting, e-voting and Physical Voting through Ballot at the Meeting.

Kindly take the above intimation in your record.

Thanking you,

Yours faithfully,
For Yash Pakka Limited

Bhavna

Bhavna Patel
Company Secretary & Compliance Officer

Encl: As above



Update on the proceedings of the meeting of the Equity Shareholders of the Company convened pursuant to the Order of Hon'ble National Company Law Tribunal, Allahabad Bench ("NCLT Allahabad") and held on Thursday, October 7, 2021 ("Meeting")

A. Date, time and venue of the Meeting

The Meeting of the Equity Shareholders of the Company convened pursuant to the Order of NCLT Allahabad was held on Thursday, October 7, 2021 at 11:30 a.m. (IST) through video conferencing ("VC") and at corporate office of the Company at Yash Nagar, Ayodhya, Uttar Pradesh – 224135 through physically.

B. Proceedings in brief

Advocate, Shri Shivendra Bahadur, Chaired the Meeting ("Chairperson").

The requisite quorum being present, the Chairperson called the Meeting to order.

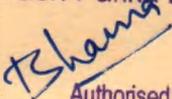
The Chairperson thereafter stated that the Meeting was held through VC and at Venue of the Meeting in compliance with the directions of the Order of NCLT Allahabad dated August 26, 2021, the applicable provisions of the Companies Act, 2013, and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Chairperson thereafter addressed the Equity Shareholders. He informed that the remote voting commenced at 9:00 a.m. (IST) on Monday, October 4, 2021 and concluded at 5:00 p.m. (IST) on Wednesday, October 6, 2021.

Scheme of Merger by Absorption of Yash Compostables Ltd. (the "Transferor Company") and Yash Pakka Ltd. (the "Transferee Company"); And their respective shareholders ("Scheme") was placed before the Equity Shareholders for consideration and approval.

The Chairperson informed the Equity Shareholders that Shri. Anil Kumar, a Practising Company Secretary, Proprietor of Anil Kumar & Associates, was appointed as the Scrutinizer to scrutinize the voting through electronic means (i.e. remote e-voting, voting at the Meeting by using electronic system), ("e-voting") and by way of Ballot.

The Chairperson informed the Equity Shareholders that the results of e-voting shall be disseminated to the stock exchanges and also uploaded on the website of the Company and Skyline Financial Services Private Limited ("SFSPL"), the authorized agency providing e-voting facility.

For Yash Pakka Limited

Authorised Signatory



C. Voting by Equity Shareholders

The Company had provided remote e-voting facility to its Equity Shareholders to cast votes electronically on the business set out in the Notice of the Meeting from 9:00 a.m. (IST) on Monday, October 4, 2021 to 5:00 p.m. (IST) on Wednesday, October 6, 2021.

Further, the facility to vote on the resolution through electronic voting system at the Meeting was made available to the Equity Shareholders who participated in the Meeting.

Further, the facility to vote on the resolution through the ballot form after the conclusion of the meeting was made available to the Equity Shareholders who have physically participated in the meeting.

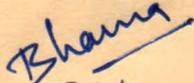
D. Results of e-voting (remote e-voting and e-voting at the Meeting) and Ballot

- Votes in favour – 99.99 %.
- Votes in Against – 0.01

The resolution was approved by the Equity Shareholders.

Thanking you,

Yours faithfully,
For Yash Pakka Limited



Bhavna Patel
Company Secretary & Compliance Officer



Place: Ayodhya
Date: October 08, 2021

Voting results	
Record date	30-09-2021
Total number of shareholders on record date	15582
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	2
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	3
b) Public	34
No. of resolution passed in the meeting	1
Disclosure of notes on voting results	

Sharma



Resolution(1)								
Resolution required: (Ordinary / Special)			Special					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			In the matter of Scheme of Merger by Absorption of Yash Compostables Ltd. (the "Transferor Company") AND Yash Pakka Ltd. (the "Transferee Company"); And their respective shareholders and Creditors.					
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	15910156	15872894	99.7658	15872894	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		15910156	15872894	99.7658	15872894	0	100
Public-Institutions	E-Voting	973778	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		973778	0	0	0	0	0
Public- Non Institutions	E-Voting	18356066	33174	0.1807	32174	1000	96.9856	3.0144
	Poll		683	0.0037	683	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		18356066	33857	0.1844	32857	1000	97.0464
Total		35240000	15906751	45.1383	15905751	1000	99.9937	0.0063
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Zhang



SCRUTINIZER'S REPORT

[Report on Equity Shareholders Meeting of Yash Pakka Limited pursuant to directions issued by the Hon'ble National Company Law Tribunal (Hon'ble Tribunal), Allahabad Bench, Allahabad vide its order dated August 9, 2021 directed the Transferee Company to convene a meeting of the Equity Shareholders, however, due to certain inadvertent typographical errors that had crept in the said order, the Transferee Company approached the Hon'ble Tribunal, to seek certain modifications. In view of the same, the Hon'ble Tribunal vide its Order dated August 26, 2021 ("Order") was pleased to direct the Transferee Company to convene a meeting of Equity Shareholders on 7th day of October, 2021 at 11:30 A.M.]

To,

Mr. Shivendra Bahadur, Advocate

The Chairman of Tribunal convened meeting of Equity Shareholders,
Yash Pakka Limited, (CIN- L24231UP1981PLC005294)

Regd. Office: 2nd Floor, 24/57 Birhana Road,
Kanpur-208001 (U.P.)

Dear Sir,

**Sub.: Report of the Scrutinizer on the results of Voting by way of Remote E-voting/
E-voting through VC/Ballot at the meeting of EQUITY SHAREHOLDERS of Yash
Pakka Limited convened by the Hon'ble Tribunal.**

1. I, Anil Kumar, Practising Company Secretary (FCS 5693, C.P. No. 5592), Proprietor of Anil Kumar & Associates, Company Secretaries, have been appointed as the Scrutinizer for the Meeting of Equity Shareholders of Yash Pakka Limited, by the Hon'ble National Company Law Tribunal (Hon'ble Tribunal), Allahabad Bench at Allahabad in CA (CAA) NO. 06/ALD/2021 by its Corrected Order dated 26th August, 2021 ("the NCLT Order"), for the purpose of scrutinizing the voting done on the resolution through Remote E-voting/e-voting/ballot, held on Thursday, 7th October, 2021 at 11:30 a.m. at Yash Nagar, Ayodhya-224133 (U.P.), for seeking approval of the Equity Shareholders of the Transferee Company in the Scheme of Merger by absorption of Yash Compostables Limited by Yash Pakka Limited (hereinafter referred as Transferee Company) and their respective shareholders.
2. In terms of the notice dated 1st September, 2021 ("Notice"), a meeting of the Equity Shareholders of the Transferee Company was convened and held on Thursday, 7th October, 2021 at 11:30 A.M. IST through VC and Physical mode ("the Meeting").
3. The Transferee Company had provided, to its Equity Shareholders, facility to exercise their right to vote on the resolution contained in the Notice calling the Meeting using an electronic voting system (i) remotely, before the Meeting on the dates referred to in the Notice ("remote e-voting"); (ii) at the Meeting by Video Conferencing ("e-voting at the Meeting") and (iii) physically at the Meeting ("physically at the Meeting").

4. As Scrutinizer, I have to scrutinize the process of:
- (i) Remote e-voting;
 - (ii) E-voting at the Meeting through Video Conferencing, and
 - (iii) Physical Voting through Ballot at the Meeting.

Management's Responsibility

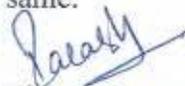
5. The management of the Transferee Company is responsible to ensure compliance with the requirements of (i) the Companies Act, 2013 and the Rules made thereunder and (ii) the NCLT Order in this regard. The management of the Transferee Company is also responsible for ensuring a secured framework and robustness of the electronic voting systems.

Scrutinizer's Responsibility

6. My responsibility as Scrutinizer for voting process (i.e. remote e-voting, e-voting and physical voting at the meeting) is restricted to making a Scrutinizer's Report, in a fair and transparent manner, of the votes cast "in favour" or "against" the resolution contained in the Notice, based on the reports generated from the e-voting system provided by National Securities Depository Limited ("NSDL") and Skyline Financial Services Private Limited ('SFSPL'), the Registrar and Transfer Agent of the Transferee Company and the Agency authorized in accordance with the applicable Rules under the Act and engaged by the Transferee Company to provide the facility of remote e-voting and e-voting at the Meeting and attendant papers / documents furnished to me electronically by the Transferee Company and / or NSDL for my verification.

7. Remote E-voting Process:

- 7.1 The remote e-voting, in accordance with the Rules framed under the Act, remained open from Monday, 4th October, 2021 at 9.00 a.m. (IST) and ended on Wednesday, 6th October, 2021 5.00 p.m. (IST).
- 7.2 Thereafter, the votes cast during remote e-voting period were unblocked on Thursday, 7th October, 2021, after the conclusion of the Meeting and was witnessed by two witnesses, Mr. Palash Rola and Ms. Vaishali Kesarwani, who are not in the employment of the Transferee Company and / or NSDL. They have signed below in confirmation of the same.



Palash Rola



Vaishali Kesarwani

- 7.3 Thereafter, the details containing, *inter alia*, the list of Equity Shareholders who voted "in favour" or "against" the resolution were generated from the e-voting website of "National Securities Depository Limited (NSDL) (www.evoting.nsdl.com). Based on the report generated by NSDL and relied upon by me, the data relating to remote e-voting was scrutinized on test check basis.
8. The Hon'ble Tribunal had vide its Order fixed the requisite Quorum for the Meeting of Equity Shareholders of Transferee Company as 25% of the total Value. Proxies and Authorised Representatives were also to be counted for the purpose of Quorum, as per

the direction of Hon'ble Tribunal. A total of 39 Equity Shareholders holding paid up capital of Rs. 15,88,07,070/- being present at the meeting (virtually and physically through proxy), the meeting was called to the order by welcoming them.

9. E-voting at the meeting:

- 9.1 After the time fixed for closure of the e-voting at the Meeting by the Chairperson, the electronic system recording the e-voting (e-votes) was locked by NSDL under my instructions.
- 9.2 The e-votes were reconciled with the records maintained by the Transferee Company / NSDL and the authorizations lodged with the Transferee Company / NSDL on test check basis.
- 9.3 The e-votes casted at the meeting were unblocked on Thursday, 7th October, 2021 after the conclusion of the Meeting
10. The resolution as set out in the Notice calling the meeting of Equity Shareholders, is reproduced below:-

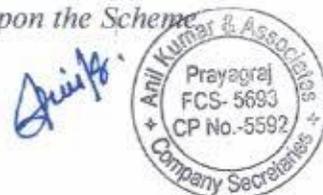
"RESOLVED THAT pursuant to the provisions of Sections 230 to 232 and other applicable provisions of the Companies Act, 2013, to the extent still applicable provisions of the Companies Act, 1956, along with the rules and regulations issued thereunder, including any statutory modifications, re-enactments or amendments made thereto from time to time, subject to the Memorandum of Association and Articles of Association of the Company, approval from the members of the Company, approval from its creditors and subject to the sanction of the National Company Law Tribunal ('NCLT') constituted under the Companies Act, 2013, and subject to the approval of any other statutory or governmental authorities, the Draft Scheme of Merger by absorption of Yash Compostables Limited, a company incorporated under the provisions of the Companies Act, 1956 and having its registered office situated at Flat No. 202, 3A/172 Azad Nagar, Kanpur, Uttar Pradesh – 208002("YCL") by the Company and their respective shareholders ("Scheme") with certain minor modifications as set out herein below which is placed before the meeting and initialed by the Chairman for the purpose of identification, be and is hereby approved.

The current Clause 11 of the Scheme shall stand deleted and replaced with the following as under:

11. ACCOUNTING TREATMENT IN BOOKS OF YPL:

11.1. The merger of YCL with YPL is a 'Business combinations of entities ' within the meaning of Indian Accounting Standard ("Ind AS") 103 issued by the Central Government u/s 133 of the Companies Act, 2013 or any applicable standard prevailing. Upon the Scheme coming into effect:

11.1.1. YPL shall recognize the accounting treatment for this Scheme, upon the Scheme



becoming effective, in accordance with the provisions of Ind AS 103 as notified under section 133 of the Companies Act, 2013.

11.1.2. To the extent that there are inter-corporate loans/trade deposits, debentures, debt securities or balances between YCL and YPL, the obligation in respect thereof shall come to an end and corresponding effect shall be given in the books of account and the records of YPL for the reduction / netting of any assets or liabilities, as the case may be.

RESOLVED FURTHER THAT upon sanction of the said Scheme by the NCLT and upon the Scheme becoming effective, without any further act or deed on the part of YPL, YPL will, in aggregate, issue and allot 28,38,719 (Twenty Eight Lakhs Thirty Eight Thousand Seven Hundred Nineteen) fully paid-up equity equity shares of Rs.10 each (the "New Equity Shares") to the registered fully paid-up equity shareholders of YCL, whose names are recorded in the register of equity shareholders of the Company on the Record Date, in the ratio of 56.77: 1 i.e. 56.77 (Fifty Six Point Seventy Seven) of Rs.10 each credited as fully paid up in YPL for every 1 (One) equity shares of Rs.10 each fully paid up held by them in YCL.

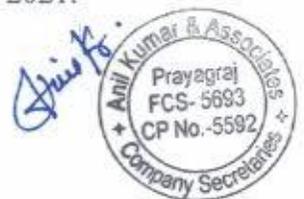
RESOLVED FURTHER THAT Upon the Scheme coming into effect, YCL shall without any further act or deed, stand dissolved without winding up.

RESOLVED FURTHER THAT Mr. Jagdeep Hira, Managing Director, Mr. Narendra Kumar Agrawal, Director Works, Mr. Jignesh Shah, Chief Financial Officer and Ms. Bhavna Patel, Company Secretary & Compliance Officer of the Company be and are hereby severally authorised to make such alterations and changes in the Scheme, as may be expedient and necessary for satisfying the requirement(s) or conditions imposed by the NCLT or any other statutory authorities as may be required, provided that prior approval of the Board shall be obtained for making any material changes in the said draft Scheme, as approved in this meeting.

RESOLVED FURTHER THAT the Directors of the Company, be and are hereby severally authorised to do, or cause to be done all such acts, deeds and things, and/or file all such documents, as may be necessary for the sanctioning and implementation of the Scheme."

11. On the basis of the Register of Members and the List of Beneficiary owners made available by the Depositories viz. "National Securities Depository Limited (NSDL) as on 27th August, 2021, the cut-off date for E-voting, the Transferee Company has completed the dispatch of the notice of meeting in the following manner:

- i. By e-mail to 10,264 Equity Shareholders, whose e-mail id's were available with the Company, on 4th September, 2021.
- ii. By Courier to all 15,484 Equity Shareholders on 6th September, 2021.



12. The cut-off date for Equity Shareholders was 30th September, 2021 for Remote e-voting and E-voting.
13. I have scrutinized the votes casted through electronic means i.e. Remote E-voting and E-voting through Video Conferencing and through ballot at the meeting for the purpose of this report.
14. The consolidated results of remote e-voting and e-voting at the Meeting, on the Resolution, based on the reports generated by NSDL, scrutinized on test-check basis and relied upon by me, are as under:-

Particulars	Votes casted in favour	Votes casted against	Total
<i>Equity Shareholders who voted by the process of Remote E-voting and E-voting during the meeting, present and voted in number and value</i>			
(a) Number	68	2	70
(b) Value of Shares held (Rs.)	15,90,57,510/-	10,000/-	15,90,67,510/-
Percentage (%) to total votes cast in value	99.99	0.01	100
Percentage (%) to total votes cast in number	97.06	2.94	100

No Equity shareholder has voted physically through Ballot during the meeting of Equity Shareholders.

Accordingly, the proposed Resolution approving the Scheme has been approved by the requisite majority of the Equity Shareholders of the Transferee Company as required under the Companies Act, 2013 and Rules made thereunder and the SEBI Circulars CFD/DIL3/CIR/2017/21 dated 10/03/2017 read with SEBI/HO/CFD/DIL1/CIR/P/2020/249 dated 22/012/2020, as amended.

15. The electronic data and all other relevant records relating to remote e-voting and e-voting at the Meeting were handed over to Mrs. Bhavna Patel, Company Secretary and Compliance Officer of the Transferee Company, for safe keeping.



Restriction on Use

16. This report has been issued for (i) submission to NCLT, (ii) the Stock Exchanges and other Regulatory Authorities, as required and (iii) placing on website of the Transferee Company and of SFSPL. This report is not to be used for any other purpose or to be distributed by the Transferee Company to any other party(ies). Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party(ies) to whom it is shown or into whose hands it may come without my prior consent in writing.

Thanking You

Yours Faithfully,

For ANIL KUMAR & ASSOCIATES

Anil Kumar



(Anil Kumar)
Scrutinizer Appointed for Equity Shareholders Meeting
Practicing Company Secretary
Membership No. FCS - 5693, C.P. - 5592
UDIN: F005693C001116781

Place: Ayodhya
Date: 07/10/2021

Countersigned by

Shivendra Bahadur

(Shivendra Bahadur)

Chairperson Appointed by the
Hon'ble Tribunal for the

Meeting of Equity Shareholders of Yash Pakka Limited

Place: Ayodhya
Date: 07/10/2021