

Greenlam/2021-22  
July 21, 2021

The Manager,  
**BSE Limited**  
Department of Corporate Services  
Floor 25, P.J. Towers, Dalal Street  
Mumbai - 400 001  
Fax No. 022-2272-3121/1278/1557/3354  
Email: [corp.relations@bseindia.com](mailto:corp.relations@bseindia.com)

The Manager,  
**National Stock Exchange of India Ltd.**  
Exchange Plaza, Bandra Kurla Complex,  
Bandra (E)  
Mumbai - 400 051  
Fax No. 022-2659-8237/8238/8347/8348  
Email: [cmclist@nse.co.in](mailto:cmclist@nse.co.in)

BSE Scrip Code: **538979**

NSE Symbol: **GREENLAM**

**Sub: Intimation of Annual General Meeting**

Dear Sir/ Madam,


This is to inform you that the 8<sup>th</sup> Annual General Meeting ("AGM") of the Members of Greenlam Industries Limited ("the Company") will be held on Thursday, August 12, 2021 at 11:30 a.m. through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM"), in accordance with the applicable provisions of the Companies Act, 2013 ("Act, 2013") and Ministry of Corporate Affairs ("MCA") General Circular No. 02/2021 dated January 13, 2021 read with General Circular No. 20/2020, 14/2020 and 17/2020 dated May 05, 2020, April 08, 2020 and April 13, 2020 respectively and SEBI Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 read with Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and other applicable circulars. The copy of notice of the aforesaid Meeting is enclosed for your records which is being posted on the website of the Company i.e. [www.greenlamindustries.com](http://www.greenlamindustries.com)

We would like to inform you that in respect of 8<sup>th</sup> Annual General Meeting to be held on Thursday, August 12, 2021, the voting rights shall be reckoned on the paid up value of equity shares registered in the name of the Members at the close of the working hours of Thursday, August 05, 2021.

This is for your information and records.

Thanking You,  
Yours faithfully,

For **GREENLAM INDUSTRIES LIMITED**



**PRAKASH KUMAR BISWAL**  
**COMPANY SECRETARY &**  
**VICE PRESIDENT - LEGAL**

Encls. As above

Greenlam Industries Limited  
2nd Floor, West Wing  
Worldmark 1, Aerocity  
IGI Airport Hospitality District  
New Delhi - 110037



## GREENLAM INDUSTRIES LIMITED

**Registered Office:** Makum Road, Tinsukia, Assam-786125, India

**Corporate Office:** 2<sup>nd</sup> Floor, West Wing, Worldmark 1, Aerocity,  
IGI Airport Hospitality District, New Delhi-110037, India

Phone: +91-11-42791399, Fax: +91-11-42791330, CIN: L21016AS2013PLC011624

Email: investor.relations@greenlam.com; website: www.greenlamindustries.com

### Notice

**NOTICE** is hereby given that the 8<sup>th</sup> Annual General Meeting ("AGM") of the Members of Greenlam Industries Limited for the financial year ended March 31, 2021 will be held on Thursday, August 12, 2021 at 11.30 a.m. IST through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM") in accordance with the applicable provisions of the Companies Act, 2013 ("Act, 2013") and rules framed thereunder read with Ministry of Corporate Affairs ("MCA") General Circular No. 02/2021 dated January 13, 2021 read with General Circular No. 20/2020, 14/2020 and 17/2020 dated May 05, 2020, April 08, 2020 and April 13, 2020 respectively and SEBI Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 read with Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and other applicable circulars to transact the following businesses:

#### ORDINARY BUSINESSES

1. To consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2021, the Audited Consolidated Financial Statements of the Company for the said financial year and the Reports of the Board of Directors and Auditors thereon.
2. To declare dividend on equity shares of the Company for the financial year ended March 31, 2021.
3. To appoint a director in place of Mr. Saurabh Mittal (DIN: 00273917), who retires by rotation and being eligible, offers himself for re-appointment.

#### SPECIAL BUSINESSES

4. **Appointment of Mr. Yogesh Kapur (DIN: 00070038) as an Independent Director of the Company.**

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

Place: New Delhi  
Date: May 27, 2021

**Registered Office:**  
Makum Road  
Tinsukia, Assam-786 125

**"RESOLVED THAT** pursuant to the provisions of Section 149, 150, 152, 160 read with Schedule IV and other applicable provisions of the Companies Act, 2013 ("Act, 2013") and the allied rules made thereunder, and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the SEBI Listing Regulations") and other applicable provisions, if any, (including any statutory modification or re-enactment thereof), the Articles of Association of the Company, based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company and subject to such other approvals as may be required, the approval of Members of the Company be and is hereby accorded for the appointment of Mr. Yogesh Kapur (DIN: 00070038) as an Independent Director of the Company, not liable to retire by rotation, who is eligible for appointment, for a term of 5 (five) consecutive years from the conclusion of 8<sup>th</sup> Annual General Meeting ("AGM") till the conclusion of 13<sup>th</sup> AGM or expiry of 5 years from 8<sup>th</sup> AGM, whichever is earlier.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorised to modify the terms and conditions of appointment of Mr. Yogesh Kapur (DIN: 00070038) as may be recommended by the Nomination and Remuneration Committee of the Company, from time to time, subject to such approvals as may be required under the applicable provisions of the Act, 2013 and SEBI Listing Regulations.

**RESOLVED FURTHER THAT** Mr. Shiv Prakash Mittal (DIN: 00237242), Non-Executive Chairman, Mr. Saurabh Mittal (DIN: 00273917), Managing Director & CEO, Mr. Ashok Kumar Sharma, Chief Financial Officer and Mr. Prakash Kumar Biswal, Company Secretary & Vice President - Legal be and are hereby severally authorised to take such steps and to do all such acts, deeds, matters and things as may be required to give effect to the foregoing resolution."

By order of the Board  
For **Greenlam Industries Limited**

**Prakash Kumar Biswal**  
Company Secretary &  
Vice President - Legal  
Membership No.: ACS 19037

## NOTES:

1. In view of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs ("MCA") has vide its General Circular No. 02/2021 dated January 13, 2021 read with General Circular No. 20/2020, 14/2020 and 17/2020 dated May 05, 2020, April 08, 2020 and April 13, 2020 respectively (collectively referred to as "MCA Circulars") and SEBI has vide its Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 read with Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 (collectively referred to as "SEBI Circulars") and other applicable circulars permitted holding of the Annual General Meeting ("the Meeting/AGM") through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM"), without the physical presence of the Members, Directors, Auditors or other eligible persons at a common venue. In compliance with the provisions of the Companies Act, 2013 ("Act, 2013"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and aforesaid MCA and SEBI Circulars, the AGM of the Company will be conducted through VC/OAVM.
2. The Explanatory Statement pursuant to Section 102 of the Act, 2013, with respect to the Special Businesses as set out in Item No. 4 is annexed hereto. Additional Information, pursuant to Para 1.2.5 of SS-2 ("Secretarial Standard on General Meetings") and Regulation 36(3) of the SEBI Listing Regulations in respect of re-appointment of Mr. Saurabh Mittal (DIN: 00273917) is annexed hereto and additional information pursuant to Para 1.2.5 of SS-2 ("Secretarial Standard on General Meetings") and Regulation 36(3) of the SEBI Listing Regulations in respect of appointment of Mr. Yogesh Kapur (DIN: 00070038) is made part of explanatory statement to Item No. 4.
3. In accordance with the provisions of Section 108 of the Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI Listing Regulations and in view of the aforesaid MCA and SEBI Circulars, the Company has engaged the services of Link Intime (India) Private Limited (LIPL) to provide the facility of voting by electronic voting system to all the Members to enable them to cast their votes electronically during the AGM in respect of all the businesses to be transacted at the aforesaid Meeting. The facility of casting the votes by the Members using such electronic voting system from a place other than venue of the AGM ("remote e-voting") is also provided by LIPL.
4. VC/OAVM facility provided by the Company, is having a capacity to allow 2000 members to participate at the Meeting on a first-come-first-served basis. However, the large shareholders (i.e. shareholders holding 2% or more shareholding), promoters, institutional investors, Directors, KMPs, the Chairperson of the Audit Committee, Nomination and Remuneration Committee and Stakeholders' Relationship Committee, Auditors etc. may be allowed to attend the Meeting without restriction on account of first-come-first-served principle.
5. Company is providing two way teleconferencing facility for the ease of participation of the members. The instructions for members attending/participating in the AGM through VC/OAVM are provided at point no. 29A.
6. The facility for joining the AGM through VC/OAVM shall be open at least 15 minutes before the time scheduled to start the Meeting and shall not be closed till the expiry of 15 minutes after such scheduled time.
7. In compliance with the aforesaid MCA Circulars and SEBI Circulars, electronic copy of the Annual Report for the financial year FY2020-21 and Notice of the 8<sup>th</sup> AGM of the Company, inter alia, indicating the process and manner of e-voting will be sent only through electronic mode to all the Members whose email IDs are registered with the Company's Registrar & Share Transfer Agent/ Depository Participant(s) for communication purposes, as the requirement of sending the hard copies of annual report and notice of AGM has been dispensed with. Members may note that the Notice and Annual Report will also be available on the Company's website [www.greenlamindustries.com](http://www.greenlamindustries.com), websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively.
8. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the Meeting is entitled to appoint a proxy to attend and vote on a poll instead of him/her and the proxy need not be a Member of the Company. Since the 8<sup>th</sup> AGM is being held pursuant to the MCA Circulars, through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, in line with the MCA Circular No. 14/2020 dated April 08, 2020, the facility for appointment of proxies by the Members will not be available for the 8<sup>th</sup> AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
9. Institutional/Corporate Members intending to attend the Meeting are required to send a scan of certified copy of the Board Resolution (JPG/PDF format), pursuant to Section 113 of the Act, 2013, authorizing their representative to attend the Meeting through VC/OAVM on its behalf and vote through remote e-voting. The said Resolution/Authorization shall be sent to the

Scrutinizer by email through its registered email address to [dksincs@gmail.com](mailto:dksincs@gmail.com)

10. Recorded transcript of the Meeting shall be uploaded on the website of the Company and the same shall also be maintained in safe custody of the Company. The registered office of the company shall be deemed to be the place of Meeting for the purpose of recording of the minutes of the proceedings of this AGM.
11. The Register of Members and Share Transfer Books of the Company will remain closed from August 06, 2021 (Friday) to August 12, 2021 (Thursday) (both days inclusive) for determining the name of Members eligible for dividend on equity shares, if declared at the Meeting. The dividend for the Financial Year ended March 31, 2021, as recommended by the Board, if declared will be credited/dispatched between August 13, 2021 and August 22, 2021 to those Members whose name shall appear on the Register of Members of the Company at the close of working hours on August 05, 2021 (Thursday). In respect of shares held in electronic form, the dividend will be paid to Members whose names are furnished by National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") as beneficial owner as on that date.
12. SEBI vide its Circular No. SEBI/HO/MIRSD/DOP1/CIR/P/2018/73 dated April 20, 2018 has mandated that for making dividend payments, companies whose securities are listed on the stock exchanges shall use electronic clearing services (local, regional or national), direct credit, real time gross settlement, national electronic funds transfer etc. The Company and its Registrar and Share Transfer Agent are required to seek relevant bank details of members from depositories/ investors for making payment of dividends in electronic mode. Further, pursuant to MCA General Circular 20/2020 dated May 05, 2020, companies are directed to credit the dividend of the members directly to the bank accounts of the members using Electronic Clearing Service.

Hence, the Members are requested to furnish/update their bank account name & branch, bank account number and account type along with other core banking details such as MICR (Magnetic Ink Character Recognition), IFSC (Indian Financial System Code) etc. at the earliest with their Depository Participants (DPs) in case shares are held in electronic form or with the Registrar & Share Transfer Agent of the Company (R&T Agent) in case of the shares are held in physical form. In case of non-availability or non-updation of bank account details of the shareholders, the Company shall ensure

payment of dividend to such member vide dispatch of dividend warrant/ cheque, as the case may be.

13. Members having any queries related to accounts and operations or any other matter to be placed at the AGM of the Company, may write to the Company through an email on [investor.relations@greenlam.com](mailto:investor.relations@greenlam.com), at least seven working days in advance of the Meeting. The same will be replied by the Company suitably.
14. Members are requested to contact the Company's Registrar & Share Transfer Agent (RTA), Link Intime India Private Limited (LIPL), Noble Heights, 1st Floor, Plot NH 2 C-1 Block LSC, Near Savitri Market, Janakpuri, New Delhi-110058 (Phone No.: +91-11-41410592; Fax No.: +91-11-41410591; Email: [delhi@linkintime.co.in](mailto:delhi@linkintime.co.in)) for reply to their queries/redressal of complaints, if any, or contact Mr. Prakash Kumar Biswal, Company Secretary & Vice President - Legal at the Corporate Office of the Company (Phone No.: +91-11-42791399; Email: [investor.relations@greenlam.com](mailto:investor.relations@greenlam.com)).
15. Members are requested to note that, in terms of Sections 124 and 125 of the Companies Act, 2013 read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 (as amended) (the "IEPF Rules"), dividends if not encashed for a consecutive period of 7 years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection Fund ("IEPF"). Also all shares in respect of which dividend has not been paid or claimed for seven consecutive years or more shall be transferred by the company to the Investor Education and Protection Fund. Therefore, Members, who have not yet encashed their dividend for the financial year ended March 31, 2015, March 31, 2016, March 31, 2017, March 31, 2018, March 31, 2019 and March 31, 2020 are requested to make their claim to the Company's RTA i.e. LIPL immediately.
16. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, to their DPs in case shares are held in electronic form or to Company's RTA i.e. LIPL in case shares are held in physical form.
17. As per Rule 5 of Investor Education and Protection Fund (Accounting, Audit, Transfer and Refund) Rules, 2016 ("IEPF Rules"), information containing the names, DP-Id Client-Id/Folio number and the last known addresses of the persons entitled to receive the sums lying in the account referred to in Section 125 (2) of the Act, nature of the

- amount, the amount to which each person is entitled, due date for transfer to IEPF, etc. is provided by the Company on its website [www.greenlamindustries.com](http://www.greenlamindustries.com) and on the website of the IEPF Authority. The concerned members are requested to verify the details of their unclaimed dividend, if any, from the said websites and lodge their claim with the Company's RTA, before the unclaimed dividends are transferred to the IEPF.
18. Members may avail the facility of nomination by nominating a person to whom their shares in the Company shall vest in the event of their death. The prescribed form can be obtained from the Company's RTA i.e. LIPL. Members are requested to submit the said details to their DPs in case the shares are held in electronic form and to LIPL in case the shares are held in physical form.
  19. Members who hold shares in physical form in multiple folios in identical names or joint names in the same order of names are requested to send the share certificates to the Company's RTA i.e. LIPL for consolidation into single folio.
  20. As per Regulation 40 of the SEBI Listing Regulations, as amended, the securities of the listed company cannot be transferred in physical mode w.e.f. April 01, 2019, except in case of request received for transposition or transmission of securities. In view of this, Members holding shares in physical form are requested to get their shares dematerialised at the earliest. Members can contact the Company or the Company's RTA i.e. LIPL for assistance in this regard.
  21. The Securities and Exchange Board of India ("SEBI") has mandated the submission of Permanent Account Number ("PAN") by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company/RTA i.e. LIPL.
  22. In keeping with the Ministry of Corporate Affairs' Green Initiative measures, the Company hereby requests the Members who have not registered their email addresses so far, to register their email addresses with their DPs in case shares are held by them in electronic form and with the Company's RTA i.e. LIPL in case shares are held by them in physical form for receiving all communication including annual report, notices, circulars etc. from the Company electronically.
- If there is any change in the e-mail ID already registered with the Company, members are requested to immediately notify such change to the Company or its RTA in respect of shares held in physical form and to DPs in respect of shares held in electronic form.
23. Members attending the Meeting through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
  24. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.
  25. The Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013, the Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013 read with Rules issued thereunder will be made available electronically for inspection by the Members during the Meeting. All documents referred to in the Notice will also be available for electronic inspection from the date of circulation of this Notice up to the date of AGM. Also, the Notice for this 8<sup>th</sup> AGM along with requisite documents and the Annual Report for the financial year FY2020-21 shall also be available on the Company's website [www.greenlamindustries.com](http://www.greenlamindustries.com). Further, the draft letter of appointment of Mr. Yogesh Kapur as an Independent Director setting out the terms and conditions of his appointment and notice received under Section 160 of the Companies Act, 2013 will be put up on the website of the Company up to the date of the Meeting. Members seeking to inspect such documents can send an email to [investor.relations@greenlam.com](mailto:investor.relations@greenlam.com)
  26. The remote e-voting facility will be available during the following voting period:
    - i. Commencement of remote e-voting: From 10.00 a.m. IST of Monday, August 09, 2021.
    - ii. End of remote e-voting: Up to 5.00 p.m. IST of Wednesday, August 11, 2021.
  27. During this period, the shareholders of the Company, holding shares either in physical form or in dematerialised form, as on the cut-off date i.e. August 05, 2021 (Thursday) may cast their vote through remote e-voting. The remote e-voting module shall be disabled by LIPL for voting thereafter and the facility will be blocked forthwith.

## 28. Remote e-voting instructions for shareholders:

Pursuant to SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode can 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 to access e-Voting facility.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL	<ul style="list-style-type: none"> <li>▪ 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: <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> 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.</li> <li>▪ After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>▪ If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select "Register Online for IDeAS Portal" or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>▪ Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> </ul>
Individual Shareholders holding securities in demat mode with CDSL	<ul style="list-style-type: none"> <li>▪ Existing user of 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 <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on New System Myeasi.</li> <li>▪ 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, KARVY, LINK NTIME, CDSL. Click on e-Voting service provider name to cast your vote.</li> <li>▪ If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li> <li>▪ Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP where the E Voting is in progress.</li> </ul>

Type of shareholders	Login Method
Individual Shareholders (holding securities in demat mode) & login through their depository participants	<ul style="list-style-type: none"> <li>▪ You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility.</li> <li>▪ 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 company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> </ul>
Individual Shareholders holding securities in Physical mode & evoting service Provider is LINKINTIME.	<ol style="list-style-type: none"> <li>1. Open the internet browser and launch the URL: <a href="https://instavote.linkintime.co.in">https://instavote.linkintime.co.in</a> <ul style="list-style-type: none"> <li>▶ Click on “<b>Sign Up</b>” under ‘<b>SHARE HOLDER</b>’ tab and register with your following details: -               <ol style="list-style-type: none"> <li>A. <b>User ID:</b> Shareholders/ members holding shares in <b>physical form shall provide</b> Event No. (210144) + Folio Number registered with the Company.</li> <li>B. <b>PAN:</b> Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.</li> <li>C. <b>DOB/DOI:</b> Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format)</li> <li>D. <b>Bank Account Number:</b> Enter your Bank Account Number (last four digits), as recorded with your DP/Company.                   <ul style="list-style-type: none"> <li>▪ Shareholders/ members holding shares in <b>physical form</b> but have not recorded ‘C’ and ‘D’, shall provide their Folio number in ‘D’ above</li> </ul> </li> </ol> </li> <li>▶ Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (@!#\$%&amp;*), at least one numeral, at least one alphabet and at least one capital letter).</li> <li>▶ Click “confirm” (Your password is now generated).</li> </ul> </li> <li>2. Click on ‘Login’ under ‘<b>SHARE HOLDER</b>’ tab.</li> <li>3. Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on ‘<b>Submit</b>’.</li> <li>4. After successful login, you will be able to see the notification for e-voting. Select ‘<b>View</b>’ icon.</li> <li>5. E-voting page will appear.</li> <li>6. Refer the Resolution description and cast your vote by selecting your desired option ‘<b>Favour / Against</b>’ (If you wish to view the entire Resolution details, click on the ‘<b>View Resolution</b>’ file link).</li> <li>7. After selecting the desired option i.e. Favour / Against, click on ‘<b>Submit</b>’. A confirmation box will be displayed. If you wish to confirm your vote, click on ‘<b>Yes</b>’, else to change your vote, click on ‘No’ and accordingly modify your vote.</li> </ol>

**Institutional shareholders:**

Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on the e-voting system of LIPL at <https://instavote.linkintime.co.in> and register themselves as 'Custodian / Mutual Fund / Corporate Body'. They are also required to upload a scanned certified true copy of the board resolution /authority letter/power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the 'Custodian / Mutual Fund / Corporate Body' login for the Scrutinizer to verify the same.

**Individual Shareholders holding securities in Physical mode & evoting service Provider is LINKINTIME, have forgotten the password:**

- o Click on 'Login' under 'SHARE HOLDER' tab and further Click 'forgot password?'
- o Enter **User ID**, select **Mode** and Enter Image Verification (CAPTCHA) Code and Click on 'Submit'.
  - In case shareholders/ members is having valid email address, Password will be sent to his / her registered e-mail address.
  - Shareholders/ members can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/

DOI, Bank Account Number (last four digits) etc. as mentioned above.

- The password should contain minimum 8 characters, at least one special character (@!#\$%&\*), at least one numeral, at least one alphabet and at least one capital letter.

**Individual Shareholders holding securities in demat mode with NSDL/ CDSL have forgotten the password:**

- Shareholders/ members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at above mentioned depository/ depository participants website.
  - It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
  - For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
  - During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".

**Helpdesk for Individual Shareholders holding securities in demat mode:**

In case shareholders/ members holding securities in demat mode have any technical issues related to login through Depository i.e. NSDL/ CDSL, they may contact the respective helpdesk given below:

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cDSLindia.com">helpdesk.evoting@cDSLindia.com</a> or contact at 022-23058738 or 22-23058542-43.

**Helpdesk for Individual Shareholders holding securities in physical mode/ Institutional shareholders & evoting service Provider is LINKINTIME.**

In case shareholders/ members holding securities in physical mode/ Institutional shareholders have any queries regarding e-voting, they may refer the **Frequently Asked Questions ('FAQs')** and **InstaVote e-Voting manual** available at <https://instavote.linkintime.co.in>, under **Help** section or send an email to [enotices@linkintime.co.in](mailto:enotices@linkintime.co.in) or contact on: - Tel: 022 -4918 6000.

**29. Instructions for Shareholders/ Members to Vote during the Annual General Meeting through InstaMeet:**

Once the electronic voting is activated by the scrutinizer/ moderator during the meeting, shareholders/ members who have not exercised their vote through the remote e-voting can cast the vote as under:

1. On the Shareholders VC page, click on the link for e-Voting, "Cast your vote"
2. Enter your 16 digit Demat Account No. / Folio Number and OTP (received on the registered



- mobile number/ registered email Id) received during registration for InstaMeet and click on 'Submit'.
3. After successful login, you will see Resolution Description and against the same the option Favour/ Against for voting.
  4. Cast your vote by selecting appropriate option i.e. Favour/ Against as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under 'Favour/Against'.
  5. After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on Save. A confirmation box will be displayed. If you wish to confirm your vote, click on Confirm, else to change your vote, click on Back and accordingly modify your vote.
  6. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.
  7. Shareholders/ Members, who will be present in the Annual General Meeting through InstaMeet facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting facility during the meeting. Shareholders/ Members who have voted through Remote e-Voting prior to the Annual General Meeting will be eligible to attend/ participate in the Annual General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.
  8. Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.
  9. Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.
  10. Please note that Shareholders/ Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.
  11. In case shareholders/ members have any queries regarding login/ e-voting, they may send an email to [instameet@linkintime.co.in](mailto:instameet@linkintime.co.in) or contact on: - Tel: 022-49186175.

## **29A. Process and manner for attending the Annual General Meeting through InstaMeet:**

1. Open the internet browser and launch the URL: <https://instameet.linkintime.co.in>
  - » Select the "Company" and 'Event Date' and register with your following details: -
    - A. **Demat Account No. or Folio No:** Enter your 16 digit Demat Account No. or Folio Number
      - Shareholders/ members holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID
      - Shareholders/ members holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID
      - Shareholders/ members holding shares in physical form shall provide Folio Number registered with the Company
    - B. **PAN:** Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.
    - C. **Mobile No.:** Enter your mobile number.
    - D. **Email ID:** Enter your email id, as recorded with your DP/Company.
      - » Click "Go to Meeting" (You are now registered for InstaMeet and your attendance is marked for the meeting).

## **29B. Instructions for Shareholders/ Members to Speak during the Annual General Meeting through InstaMeet:**

1. Shareholders who would like to speak during the meeting must register their request 7 days in advance with the company on the investor. [relations@greenlam.com](mailto:relations@greenlam.com).
2. Shareholders will get confirmation on first cum first serve basis depending upon the provision made by the Company.
3. Shareholders will receive "speaking serial number" once they mark attendance for the meeting.
4. Other shareholder may ask questions to the panellist, via active chat-board during the meeting.

5. Please remember speaking serial number and start your conversation with panellist by switching on video mode and audio of your device.

Shareholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.

30. The voting rights of Members shall be in proportion to their shares of the total paid up equity share capital of the Company as on the cut-off date.
31. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names shall be entitled to vote.
32. Any person, who acquires shares of the Company and becomes Member of the Company after sending the Notice of the Meeting and holding shares as of the cut-off date i.e. July 16, 2021, needs to refer the instruction above regarding login ID and password and may contact the Company or RTA for any query or assistance in this regard. Any person who is not a Member as on the cut-off date should treat this Notice for information purposes only.
33. The Members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM through VC/OAVM but shall not be entitled to cast their vote again or change it subsequently.
34. Only those Members, whose names are recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date shall be entitled to avail the facility of remote e-voting as well as e-voting at the AGM.
35. Non-Resident Indian Members are requested to inform RTA, immediately on change in their residential status on return to India for permanent settlement, and update on particulars of their bank account maintained in India with complete

name, branch, account type, account number and address of the bank with PIN Code number, if not furnished earlier.

36. The Board of Directors of the Company has appointed Mr. Dilip Kumar Sarawagi, Practicing Company Secretary, Proprietor of M/s. DKS & Co., of 173, M. G. Road, 1st Floor, Kolkata-700007 as the Scrutinizer to scrutinize the e-voting and remote e-voting process for the Annual General Meeting in a fair and transparent manner.
37. The Chairman shall, at the AGM, at the end of discussion on the Resolutions on which the voting is to be held, allow voting with the assistance of the scrutinizer, by use e-voting facility for all those Members who are present at the AGM through VC/OAVM but have not cast their votes by availing the remote e-voting facility.
38. The Scrutinizer shall after the conclusion of voting at the Meeting, will first count the votes cast during the Meeting and thereafter unblock the votes cast through remote e-voting and shall make and submit, within 48 hours of the conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing, who shall countersign the same and declare the result of the voting within 48 hours of conclusion of the AGM.
39. The Notice of the AGM shall be placed on the website of the Company and LIPL till the date of AGM. The Results declared, along with the Scrutinizer's Report shall be placed on the Company's website [www.greenlamindustries.com](http://www.greenlamindustries.com) and on the website of LIPL immediately after the declaration of result by the Chairman or a person authorised by him in writing. The Results shall also be immediately forwarded to the Stock Exchange(s) where the shares of the Company are listed. Further, the results shall be displayed on the Notice Board of the Company at its Registered Office as well as Corporate Office.

Place: New Delhi  
Date: May 27, 2021

**Registered Office:**  
Makum Road  
Tinsukia, Assam-786 125

By order of the Board  
For **Greenlam Industries Limited**

**Prakash Kumar Biswal**  
Company Secretary &  
Vice President - Legal  
Membership No.: ACS 19037

## Details of Directors Seeking appointment/re-appointment at the 8<sup>th</sup> Annual General Meeting

Brief Profile and other relevant details of Mr. Saurabh Mittal (DIN: 00273917), Managing Director & CEO of the Company, who is liable to retire by rotation, seeking re-appointment in the forthcoming Annual General Meeting, pursuant to para 1.2.5 of SS-2 ("Secretarial Standard on General Meetings"), Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the SEBI Listing Regulations") and other applicable provisions, if any, is provided in the table below:

Name of the Director	Mr. Saurabh Mittal
Father's Name	Mr. Shiv Prakash Mittal
Date of Birth	October 06, 1975
Age	45 Years
Date of first Appointment	August 12, 2013
Brief resume and expertise in specific functional areas	Mr. Saurabh Mittal is an alumni of Mayo College Ajmer and a Commerce graduate from the University of Madras. As Joint Managing Director & CEO, he was the prime mover of the exponential growth of Greenply Industries Limited and for carving a niche for Greenlam Laminates and allied decorative products. His hands on engagement across the entire value chain to build the business from its infancy has garnered him nearly two decades of first-hand experience in various fields. He has been deeply involved with the manufacturing process and has progressively added production capacity that is best in the industry. He spearheaded the marketing initiatives personally building brand Greenlam that undisputedly commands the market. His sales experience is especially strong in the B2B segment as he built a distribution network that has provided incomparable market reach. His finance, investor relations and corporate affairs involvement is phenomenal and his export orientation has resulted in our Company consistently being the largest exporter of laminate from India. The charismatic leadership, personal drive and strategic thinking of Mr. Saurabh Mittal has rallied our Company to attain market leadership in a very short period of time, both in the domestic and international markets.
Qualification	B.Com
Terms and conditions of re-appointment	The terms and conditions of re-appointment are as approved by the members of the Company in 6 <sup>th</sup> Annual General Meeting held on August 10, 2019.
Directorship held in other companies including listed companies	<ul style="list-style-type: none"> <li>▪ Greenlam South Limited</li> <li>▪ Prime Properties Private Limited</li> <li>▪ Greenply Leasing &amp; Finance Private Limited</li> <li>▪ S. M. Safeinvest Private Limited</li> <li>▪ Greenlam Asia Pacific Pte. Limited</li> <li>▪ Greenlam America, Inc.</li> <li>▪ Greenlam Europe (UK) Limited</li> <li>▪ Greenlam Holding Co., Limited</li> <li>▪ Greenlam Asia Pacific (Thailand) Co., Limited</li> </ul> <p>Mr. Saurabh Mittal does not hold any directorship in any listed company except Greenlam Industries Limited.</p>
Chairman/member of the committee of the Board of Directors of the Company	<p><b>Chairman:</b></p> <ol style="list-style-type: none"> <li>a) Risk Management Committee</li> <li>b) Corporate Social Responsibility Committee</li> </ol> <p><b>Member:</b></p> <ol style="list-style-type: none"> <li>a) Operational &amp; Finance Committee</li> <li>b) Audit Committee</li> <li>c) Stakeholders' Relationship Committee</li> </ol>
Chairman/member of the committee of the Board of Directors of other listed companies in which he is a director	Nil
Number of shares held in the Company	31,46,534 equity shares [13.04%]

No. of Board Meetings attended during the financial year FY2020-21	4 out of 4 Board Meetings
Relationship with other Directors, Manager and KMPs of the Company	Son of Mr. Shiv Prakash Mittal (DIN: 00237242), Non-Executive Chairman of the Company and spouse of Ms. Parul Mittal (Din: 00348783), Whole-Time Director of the Company
Details of remuneration sought to be paid, if any	The remuneration sought to be paid is as approved by the members of the Company in 6 <sup>th</sup> Annual General Meeting held on August 10, 2019.
Remuneration last drawn, if any	The details of remuneration paid to him has been disclosed in the annexure to the Directors' Report and in the Corporate Governance Report of the relevant financial years.

## Explanatory statement pursuant to the provisions of Section 102 of the Companies Act, 2013

### Resolution at Item No. 4

The Nomination and Remuneration Committee and the Board of Directors of the Company at their meeting held on May 27, 2021, recommended the appointment of Mr. Yogesh Kapur (DIN: 00070038) as an Independent Director, not liable to retire by rotation, for a term of five years from the conclusion of 8<sup>th</sup> Annual General Meeting (AGM) till the conclusion of 13<sup>th</sup> AGM or expiry of 5 years from 8<sup>th</sup> AGM, whichever is earlier.

Mr. Yogesh Kapur has given his consent to act as a Director in terms of Section 152 of the Act, 2013. Further, the Company has, in terms of Section 160 of the Act, 2013, received in writing a notice from him, signifying his candidature as a Director and also received a declaration to the effect that he meets the criteria of independence as provided in Section 149(6) and (7) of the Act, 2013 read with Rules framed thereunder and Regulation 16(1)(b) read with Regulation 25(8) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the SEBI Listing Regulations").

In terms of Regulation 25(8) of the SEBI Listing Regulations, he has confirmed that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties. In the opinion of the Board, he fulfils the condition specified in the Act, 2013, Rules framed thereunder and the SEBI Listing Regulations, for being appointed as an Independent Director and he is independent of the management of the Company.

The Company has also received a declaration to the effect that Mr. Yogesh Kapur is not disqualified from being appointed as a Director in terms of Section 164 of the Act, 2013 and he is not debarred from holding the office of Director by virtue of SEBI Order or any other authority, pursuant to BSE circular dated 20<sup>th</sup> June, 2018.

Further, the Board of Directors of the Company is of the opinion that Mr. Yogesh Kapur is a person of integrity and has relevant experience and expertise to be appointed as Independent Director of the Company, for the aforesaid term. Mr. Yogesh Kapur will be entitled to a remuneration by way of sitting fees and annual commission in line with the entitlement of other Independent Directors of the Company as approved by the Board of Directors and/or members of the Company from time to time.

Pursuant to the provisions of Rule 6 of the Companies (Appointment and qualifications) Rules, 2014, the name of Mr. Yogesh Kapur has been included in the data bank of Independent Directors maintained by Indian Institute of Corporate Affairs ('Institute'), and he has also passed the online proficiency self-assessment test conducted by the Institute on September 13, 2020.

A draft letter of appointment of Mr. Yogesh Kapur as an Independent Director setting out the terms and conditions of his appointment and notice under section 160 will also be available for inspection electronically as the same would be uploaded on the website of the Company at [www.greenlamindustries.com](http://www.greenlamindustries.com). The aforesaid documents shall also be made available for physical inspection on all working days, except Saturday, between 11:00 a.m. and 1:00 p.m. up to the date of the ensuing Annual General Meeting at the Registered Office of the company and copies thereof shall also be made available for inspection in physical or electronic form at the Head Office as well as Corporate Office of the company.

None of the Directors or Key Managerial Personnel of the Company, and/or their relatives are, in any way, concerned or interested, financially or otherwise, in the proposed resolution mentioned at Item No. 4 of the Notice.

The Board recommends the resolutions set forth in Item No. 4 for the approval of Members by way of an Ordinary Resolution.

Brief Profile of Mr. Yogesh Kapur, Independent Director pursuant to para 1.2.5 of SS-2 ("Secretarial Standard on General Meetings"), Regulation 36(3) of the SEBI Listing Regulations and other applicable provisions, is provided in the table below:

Name of the Director	Mr. Yogesh Kapur						
Father's Name	Late. Mr. Vishwanath Kapur						
Date of Birth	July 23, 1957						
Age	63 Years						
Date of first Appointment	Date of 8 <sup>th</sup> Annual General Meeting (Post approval of the shareholders)						
Brief resume and expertise in specific functional areas	<p>Mr. Yogesh Kapur, aged 63, is Fellow Chartered Accountant (FCA) with over 38 years' experience in financial services sector. He started his career in 1983 with Housing Development Finance Corporation Ltd (HDFC). In 1991 he moved to Investment banking with HSBC and then joined Enam Securities Pvt Ltd a leading Investment banking /brokerage house in 1994. In 2012 with Axis Bank taking over the Investment Banking business of Enam, Mr. Kapur moved to Axis Capital Ltd a wholly owned subsidiary of Axis Bank.</p> <p>In 2014 he took over as Head Strategic Relationship Group- Wholesale banking for north in Axis Bank. Post his superannuation in July 2017, he rejoined Axis Capital on a 2 year contract (renewed in 2019 for another 2 years) as Managing Director – special coverage on a 2+2 years contract.</p> <p>During his tenor as investment banker, Mr Kapur has worked with companies both in private and public sectors as these companies prepared to list on public markets. In addition he has been engaged in advising companies on strategic initiatives, reorganisation, business /corporate restructuring etc. Mr Kapur has very closely worked during this period with DIPAM to manage initial listings and further divestments in listed public sector companies in accordance with Government's directives/ decisions on the subject.</p> <p>During his career positions with different organizations Mr. Kapur has worked on number of international assignments including for USAID and World Bank in Sri Lanka and Ghana. He also served on committees set up by SEBI/ Government of India - Ministry of Finance to examine ADR/GDRs as well as Bonds regulations. He is currently serving on the board of couple of companies including HDFC Education and Development Services Private Limited (HEADS), a 100 % subsidiary of HDFC Limited and on the board of SSIPL Retail Limited a multibrand retailer of footwear and apparel as also contract footwear manufacturer.</p>						
Qualification	Chartered Accountant						
Terms and conditions of appointment	The draft terms and conditions of his appointment as Independent Director would be available for inspection electronically and the same would be uploaded on the website of the Company at <a href="http://www.greenlamindustries.com">www.greenlamindustries.com</a>						
Directorship held in other companies including Listed Companies	<ul style="list-style-type: none"> <li>▪ SSIPL Retail Limited</li> <li>▪ HDFC Education and Development Services Private Limited</li> </ul>						
Chairman/member of the committee of the Board of Directors of the Company	Nil						
Chairman/member of the committee of the Board of Directors of other companies (including listed companies) in which he/she is a director	<p><b>Chairman:</b></p> <table border="1"> <thead> <tr> <th>Name of the Company</th> <th>Name of the Committee</th> </tr> </thead> <tbody> <tr> <td>SSIPL Retail Limited</td> <td>Audit Committee</td> </tr> <tr> <td>SSIPL Retail Limited</td> <td>Nomination and Remuneration/ Compensation</td> </tr> </tbody> </table>	Name of the Company	Name of the Committee	SSIPL Retail Limited	Audit Committee	SSIPL Retail Limited	Nomination and Remuneration/ Compensation
Name of the Company	Name of the Committee						
SSIPL Retail Limited	Audit Committee						
SSIPL Retail Limited	Nomination and Remuneration/ Compensation						
Number of shares held in the Company	Nil						
No. of Board meetings attended during the financial year FY2020-21	Not Applicable						
Relationship with other Directors, Manager and KMPs of the Company	None						

Details of remuneration sought to be paid, if any	Mr. Yogesh Kapur will be entitled to a remuneration by way of sitting fees in line with the sitting fees payable to other the Independent Directors of the Company as approved by the Board of Directors in their meeting held on June 13, 2019 and annual commission in line with the annual commission payable to other Independent Directors of the Company as approved by the members of the Company in 6th Annual General Meeting held on August 10, 2019.
Remuneration last drawn, if any	Not Applicable
Justification for choosing the appointee for appointment	In the opinion of the Board, Mr. Yogesh Kapur possesses appropriate skills, experience & knowledge and fulfils the conditions for appointment as Independent Director as specified in the Act and the SEBI Listing Regulations and that he is independent of the management of the Company.

Place: New Delhi  
Date: May 27, 2021

**Registered Office:**  
Makum Road  
Tinsukia, Assam-786 125

By order of the Board  
For **Greenlam Industries Limited**

**Prakash Kumar Biswal**  
Company Secretary &  
Vice President - Legal  
Membership No.: ACS 19037