

Greenlam/2020-21
August 28, 2020

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BSE Scrip Code: **538979**

NSE Symbol: **GREENLAM**

SUB: Intimation with regard to the Proceedings of 7th Annual General Meeting of Greenlam Industries Limited (the "Company") in terms of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/ Madam,

With reference to the aforesaid subject, please take note of the following:-

1. Date of the Meeting

The 7th Annual General Meeting ("AGM") of the Company was scheduled to be held on Friday, August 28, 2020 at 11:00 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. 20/2020 dated 5th May, 2020 read with General Circular No. 14/2020 and 17/2020 dated 8th April, 2020 and 13th April, 2020 respectively and also SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020. The registered office of the Company i.e. Makum Road, Tinsukia, Assam-786125 shall be deemed to be the place of Meeting for the purpose of recording of the proceedings of this AGM. Accordingly, the AGM commenced today, being the date of the AGM on the scheduled time mentioned above and concluded at 11.44 A.M.

2. Brief summary of the proceedings and the details of items deliberated.

In accordance with the Article 140 of the Articles of Association of the Company, Mr. Shiv Prakash Mittal, Non-Executive Chairman (DIN: 00237242) of the Company took the Chair and welcomed all the Members, Directors, Key Managerial Personnel (KMP), Statutory Auditor, Secretarial Auditor and Scrutinizer present at the AGM. All the Directors & KMPs of the Company attended the Meeting.

Mr. Vijay Kumar Chopra (DIN: 02103940), Chairman of Audit Committee, Mr. Sandip Das (DIN: 00116303), Chairman of Nomination and Remuneration Committee and Mr. Shiv Prakash Mittal



(DIN: 00237242), Chairman of Stakeholders' Relationship Committee were present at the meeting.

Mr. Naveen Aggarwal, Partner of M/s S S Kothari Mehta & Company, Statutory Auditors and Mr. Rupesh Agarwal, Managing Partner of M/s Chandrasekaran Associates, Secretarial Auditors joined the Meeting and Mr. Dilip Kumar Sarawagi, Practicing company Secretary, Scrutinizer for the 7th AGM also joined the Meeting.

After confirmation by the Company Secretary of the presence of requisite quorum, the Meeting was called to order. Thirty Nine (39) members in aggregate including corporate representatives were present. The Members were informed that this annual general meeting was held through video conference in accordance with the circulars issued by the Ministry of Corporate Affairs and SEBI. Thereafter, the Chairman delivered his speech.

The Financial Statements for the financial year ended March 31, 2020 including the Consolidated Financial Statements for the said financial year, the Reports of the Board of Directors and the Auditors thereon, the Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 and the Register of contracts or arrangements in which directors are interested as maintained under Section 189(1) of the Companies Act, 2013 along with the Secretarial Auditors' Report and other relevant documents as required were kept accessible electronically during the continuance of the Meeting to the persons having right to attend the Meeting. Notice of 7th AGM dated July 28, 2020 convening the Meeting was taken as read, with permission of the Members present.

The Members were informed that the Reports of the Statutory Auditor and the Secretarial Auditor of the Company for the financial year ended March 31, 2020 did not contain any qualification, observations or comments on any financial transactions or matters which have any adverse effect on the functioning of the Company and therefore it is not required to read the aforesaid Auditors' report in general meeting.

3. Manner of approval proposed for the items as set out in the Notice convening the 7th AGM.

The Company, in compliance with Section 108 and 109 of Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration Amendment) Rules, 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, had provided remote e-voting facility to all its Members to cast their vote electronically. Members who were present in the AGM and who did not cast their vote by remote e-voting were given the facility to cast their vote through e-voting facility.

The Members were informed that Mr. Shiv Prakash Mittal, Chairman of the Meeting was interested in the agenda mentioned at Item No. 3 and 4 of the Notice of 7th AGM. Accordingly, he recused himself from conducting the proceedings for such items and resumed the Chair after these items were over. Mr. Vijay Kumar Chopra, Independent Director of the Company was



elected as the Chairman with the permission of the members present to conduct the proceedings of item no. 3 and 4.

The Members present were given the opportunity to ask questions and seek clarifications. No questions were asked by shareholders present at the Meeting.

4. The following items of businesses as set out in the Notice convening the 7th AGM were recommended for members' consideration and approval:

4.1. Ordinary Businesses:

1. Adoption of the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2020, 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. Confirmation of interim dividend of Rs. 4 per equity shares of Rs. 5 each of the Company, approved by the Board of Directors at their Meeting held on March 04, 2020 and which has already been paid to the eligible shareholders, as the final dividend for the financial year ended March 31, 2020.
3. Re-appointment of Ms. Parul Mittal (DIN: 00348783) as a Director of the Company, who retires by rotation.

4.2. Special Businesses:

4. Payment of annual commission to Mr. Shiv Prakash Mittal, (DIN: 00237242) Non-Executive Chairman of the Company for an amount of Rs. 18,00,000/- (excluding applicable taxes thereon), on pro-rata basis of his tenure in any financial year, with effect from the financial year 2019-20 subject to the condition that the total annual commission to all the Non-Executive Directors along with the applicable taxes thereon, if any, shall not exceed 1 (one) percent of the net profits of the Company in any financial year.
5. Appointment of Ms. Matangi Gowrishankar, (DIN: 01518137) as an Independent Woman 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 7th Annual General Meeting (AGM) till the conclusion of 12th AGM.

5. Result of the items deliberated.

The Members were informed that Mr. Dilip Kumar Sarawagi, Practicing Company Secretary was appointed as Scrutinizer for the purpose of scrutinizing the e-voting at the meeting and remote e-voting process.




The detailed results of the voting at the aforesaid Meeting along with the Scrutinizer's Report pursuant to Section 108, 109 of the Companies Act, 2013, and Rule 20 of the Companies (Management and Administration) Rules, 2014 read with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 will be submitted with the Stock Exchange(s) once the same is obtained by the Company from aforesaid Scrutinizer. The voting results along with Scrutinizer Report shall also be uploaded on the website of the Company. Further, the transcript of the AGM shall also be uploaded on the website of the Company.

The meeting concluded at 11.44 A.M. with the vote of thanks to the Chair.

This is for your information and records.

Kindly acknowledge the receipt of the same.

Thanking You,
Yours faithfully,
For **GREENLAM INDUSTRIES LIMITED**


PRAKASH KUMAR BISWAL
COMPANY SECRETARY &
VICE PRESIDENT - LEGAL

