



Greenply/2024-25  
29th June, 2024

**The Manager**

BSE Limited  
Department of Corporate Services  
Floor 25, P. J. Towers, Dalal Street  
Mumbai - 400 001  
Scrip Code: 526797

**The Manager**

National Stock Exchange of India Limited  
Exchange Plaza, Bandra Kurla Complex  
Bandra (E)  
Mumbai - 400 051  
Symbol - GREENPLY

Dear Sir/Madam,

**Sub: Submission of the minutes of the proceeding relating to the declaration of results of the Postal Ballot process through remote e-voting**

With reference to the captioned subject, please find enclosed minutes of the proceeding relating to the declaration of results of the Postal Ballot process through remote e-voting in respect to special business stated in the Postal Ballot Notice dated May 21, 2024.

Thanking you,

Yours faithfully,

**For Greenply Industries Limited**

**Kaushal Kumar Agarwal**  
**Company Secretary &**  
**Vice president-legal**

Encl.: A/a

**Greenply Industries Limited**

'Madgul Lounge', 5th & 6th Floor, 23 Chetla Central Road, Kolkata - 700027, West Bengal, India

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Registered Office : 'Madgul Lounge', 6th Floor, 23 Chetla Central Road, Chetla, Kolkata - 700027, West Bengal, India

TRANSFORMING INDIAN SPACES

**MINUTES OF THE PROCEEDING RELATING TO THE RESULT OF THE POSTAL BALLOT VOTING THROUGH REMOTE E-VOTING PROCESS OF M/S. GREENPLY INDUSTRIES LIMITED HAVING ITS REGISTERED OFFICE AT “MADGUL LOUNGE”, 6TH FLOOR, 23 CHETLA CENTRAL ROAD, KOLKATA - 700 027 DECLARED ON SATURDAY, 29<sup>TH</sup> JUNE 2024 AT 2:00 P.M.**

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The Company had completed the dispatch of postal ballot notice dated 21st May, 2024 on 29th May, 2024 only through electronic mode to all the shareholders of the Company, whose names appeared in the Register of Members/List of Beneficial Owners as on the “cut-off date” i.e., May 24, 2024 and whose e-mail addresses are registered with the Company/RTA/Depositories. The assent or dissent of the members were sought for passing of a special business only through remote e-voting on or before 5:00 p.m. on 28th June, 2024 (the last time and date fixed for remote e-voting). The advertisement containing relevant details as required by the Companies (Management and Administration) Rules, 2014 including any statutory modification or re-enactment thereof for the time being in force, was published on 30th May, 2024 in Business Standard, English Language (all editions), and Aajkal (Bengali Language).

The Board of Directors of the Company at their Meeting held on 21<sup>st</sup> May, 2024 had approved the said notice and appointed Mr. Dilip Kumar Sarawagi, Practicing Company Secretary, Proprietor of M/s. DKS & Co. of 173, M. G. Road, 1st Floor, Kolkata - 700 007 as the Scrutinizer for conducting the Postal Ballot process through remote e-voting in a fair and transparent manner.

According to the provisions of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 including any statutory modification or re-enactment thereof for the time being in force and other applicable provisions, if any, Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided only remote e-voting facility to its members in order to enable them to exercise their votes. The e-voting portal of CDSL for voting purpose was kept open from 10:00 a.m. (IST) on Thursday, May 30, 2024 to 5:00 p.m. (IST) Friday, on June 28, 2024.

Mr. Dilip Kumar Sarawagi Practicing Company Secretary, Proprietor of M/s. DKS & Co. submitted his report on 29th June, 2024 to Mr. Rajesh Mittal, Chairman cum Managing Director of the Company.

On the basis of the report of the Scrutinizer Mr. Rajesh Mittal, Chairman cum Managing Director of the Company declared the results of the postal ballot voting by way of remote e-voting process on Saturday, 29<sup>th</sup> June, 2024.

The result of postal ballot process through remote e-voting along with the Scrutinizer’s report has been placed on the website of the Company at [www.greenply.com/investors](http://www.greenply.com/investors). The same shall also be publish in the newspapers Business Standard, English Language (all editions) and Aajkal (Bengali Language) on 1<sup>st</sup> July, 2024.

On the basis of the Scrutinizer’s report, the Special Resolution as mentioned in the postal ballot notice dated 21<sup>st</sup> May, 2024 have been duly approved by the Members and shall be deemed to have been passed at an Extra-ordinary General Meeting on 28<sup>th</sup> June, 2024, being the last date of remote e-voting. The resolution passed is as under:

**Resolution No. 1 (Special Resolution):**

**APPROVAL OF CORPORATE GUARANTEE ISSUED BY THE COMPANY IN CONNECTION WITH LOAN TAKEN BY, GREENPLY SAMET PRIVATE LIMITED, A JOINT VENTURE COMPANY, FOR AN AMOUNT OF RS. 55 CRORES (RUPEES FIFTY FIVE CRORES)**

**"RESOLVED THAT** pursuant to Section 185 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Companies (Meeting of Board and its Powers) Rules, 2014 (including any statutory modification(s), clarification(s), substitution(s) or re-enactment(s) thereof for the time being in force), recommendation of the Audit Committee and the Board of Directors of the Company at their respective meetings held on 21.05.2024 and subject to other regulatory approvals as may be applicable, the consent of the Members of the Company be and is hereby accorded to the corporate guarantee given to IndusInd Bank Limited for an amount not exceeding Rs. 55/- Crores (Rupees Fifty Five Crores) for the purpose of securing 50% of the credit facilities availed/to be availed by Greenply Samet Private Limited, a joint venture company (“GSPL”) of the Company, in which two Director(s) of the Company have been nominated by the Company as the Directors, in terms of the JV agreement.

**RESOLVED FURTHER THAT** in connection with the above, the Board of Directors of the Company be and is hereby authorized, subject to the compliance with the applicable laws and regulations, to do all such acts, deeds, matters and things as may at its absolute discretion deems fit, for such purpose and also to settle any issues, questions, difficulties or doubts that may arise in this regard without being required to seek any further consent or approval of the Members and further to execute all such documents, writings and to give such directions and/or instructions and do all other things incidental and ancillary thereof.

**RESOLVED FURTHER THAT** all or any of the actions taken by the Board of Directors, or any of the officers of the Company, or the nominated directors as referred to above, be and are hereby ratified, affirmed and taken on record, and that this approval sets right any lack of approval from the point of time such approval ought to have been in place.”

The summary of the voting result relating to the Postal Ballot voting (including E-voting) are set out in the table below:

	No. of issued shares of the Company	No. of votes polled	No. of valid votes polled	No. of invalid votes polled	No. of Valid Votes – in favour	No. of Valid Votes – against	% of Votes in favour on valid votes polled	% of Votes against on valid votes polled
	<b>1</b>	<b>2</b>	<b>3</b>	<b>4</b>	<b>5</b>	<b>6</b>	<b>(7) =</b>	<b>(8) =</b>
							<b>[(5)/(3)]</b>	<b>[(6)/(3)]</b>
							<b>* 100</b>	<b>* 100</b>
<b>Resolution 1:</b> Approval of Corporate Guarantee issued by the Company in connection with loan taken by, Greenply Samet Private Limited, a Joint Venture Company, for an amount of Rs. 55 Crores (Rupees Fifty Five Crores).								
Physical		0	0	0	0	0	0.0000	0.0000
Electronic		103189781	103189781	0	103187206	2575	99.9975	0.0025
<b>Total</b>	<b>12,36,98,645</b>	<b>103189781</b>	<b>103189781</b>	<b>0</b>	<b>103187206</b>	<b>2575</b>	<b>99.9975</b>	<b>0.0025</b>

For **GREENPLY INDUSTRIES LIMITED**

**RAJESH MITTAL**  
**CHAIRMAN CUM MANAGING DIRECTOR**  
**(DIN: 00240900)**

Place: Kolkata  
Date: 29.06.2024