

Greenlam/2022-23
July 16, 2022

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BSE Scrip Code: **538979**

NSE Symbol: **GREENLAM**

SUB: Intimation with regard to the proceedings of Extraordinary General Meeting ("EGM") of Greenlam Industries Limited ("Company") held on July 16, 2022 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 Extraordinary General Meeting ("AGM" or "Meeting") of the Company was held on Saturday, July 16, 2022 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 rules framed thereunder read with Ministry of Corporate Affairs ("MCA") General Circular No. 14/2020 dated April 08, 2020, General Circular No. 17/2020 dated April 13, 2020 and General Circular No. 03/2022 dated May 05, 2022 issued by the Ministry of Corporate Affairs, and SEBI Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 read with Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020. The registered office of the Company i.e. 203, 2nd Floor, West Wing, Worldmark 1, Aerocity, IGI Airport Hospitality District, New Delhi - 110037 shall be deemed to be the place of Meeting for the purpose of recording of the proceedings of this EGM. Accordingly, the EGM commenced today, at 11.00 A.M. and concluded at 11.50 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 EGM. 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. Vijay Gupta, Partner of M/s S S Kothari Mehta & Company, Statutory Auditors and Mr. Rupesh Agarwal, Partner of M/s Chandrasekaran Associates, Secretarial Auditors joined the Meeting and Mr. Dilip Kumar Sarawagi, Practicing Company Secretary, Scrutinizer for the EGM also joined the Meeting.

After confirmation by the Company Secretary of the presence of requisite quorum, the Meeting was called to order. Forty-Six (46) members in aggregate including corporate representatives were present. The Members were informed that this EGM was held through video conference in accordance with the circulars issued by the Ministry of Corporate Affairs and SEBI.

The Compliance Certificate on the Preferential issue dated June 20, 2022 issued by Practicing Company Secretary Tausif & Associates, 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, as required, were kept accessible electronically during the continuance of the Meeting to the persons having right to attend the Meeting. Notice of EGM dated June 20, 2022 convening the Meeting was taken as read, with the permission of the Members present.

3. Manner of approval proposed for the items as set out in the Notice convening the EGM.

The Company, in compliance with Section 100 and 108 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 votes electronically. Members who were present in the EGM and who did not cast their vote by remote e-voting were given the facility to cast their vote through e-voting facility, at the Meeting.

The Members present were given the opportunity to ask questions and seek clarifications. Query raised/suggestions given by the shareholders were appropriately responded by Mr. Saurabh Mittal, Managing Director & CEO and Mr. Ashok Kumar Sharma, Chief Financial Officer of the Company.

4. The following item of business as set out in the Notice convening the EGM was recommended for members' consideration and approval:



4.1. Special Business:

To offer, issue and allot, in one or more tranches, upto 63,10,680 (Sixty-Three Lakh Ten Thousand Six Hundred and Eighty) fully paid up equity shares of the Company having a face value of Re. 1/- (Rupee One Only) each at a price of Rs. 309/- (Rupees Three Hundred Nine Only) per equity share including a premium of Rs. 308/- (Rupees Three Hundred Eight Only) per equity share for a consideration not exceeding an aggregate amount of Rs. 1,95,00,00,120/- (Rupees One Hundred and Ninety-Five Crore and One Hundred Twenty Only) to Smiti Holding and Trading Company Private Limited, a Qualified Institutional Buyer in terms of SEBI ICDR Regulations, who is not a promoter or belongs to Promoter(s) or Promoter group of the Company by way of preferential issue on private placement basis in accordance with the SEBI ICDR Regulations and other applicable laws.

The above resolution required approval by way of a Special resolution.

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 100 and 108 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 EGM shall also be uploaded on the website of the Company.

The meeting concluded at 11.50 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

