

Greenlam/2024-25  
July 31, 2024

**The Manager**

BSE Limited  
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**The Manager**

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NSE Symbol: GREENLAM

**Sub: Proceedings of 11<sup>th</sup> Annual General Meeting (“AGM”) of Greenlam Industries Limited (“Company”) in terms of Regulation 30 and 51 read with Schedule III 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 11<sup>th</sup> Annual General Meeting (“AGM” or “Meeting”) of the Company was held on Wednesday, July 31, 2024 at 03:30 p.m. through Video Conferencing (“VC”) /Other Audio Visual Means (“OAVM”) in accordance with the applicable provisions of the Companies Act, 2013 and rules framed thereunder read with General Circular No. 14/2020 dated April 08 2020, No. 17/2020 dated April 13, 2020, 20/2020 dated May 05, 2020 and other relevant circulars including General Circular No. 09/2023 dated September 25, 2023 issued by the Ministry of Corporate Affairs (“MCA”) and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 issued by Securities and Exchange Board of India (“SEBI”) read together with other relevant circulars issued by SEBI in this regard and other applicable circulars. The registered office of the Company *i.e.* 203, 2nd Floor, West Wing, Worldmark 1, Aerocity, IGI Airport, Hospitality District, New Delhi - 110037 was deemed venue of the Meeting for the purpose of recording the proceedings of the AGM. The AGM commenced today *i.e.* July 31, 2024 at 03:30 p.m. and concluded at 05:01 p.m.

**2. Brief summary of the proceedings**

In accordance with 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 Personnels (KMPs), Statutory Auditor, Secretarial Auditor, and Scrutinizer present at the AGM. All the Directors & KMPs of the Company attended the Meeting. Mr. Yogesh Kapur (DIN: 00070038), Chairman of Audit Committee, Mr. Sandip Das (DIN: 00116303), Chairman of Nomination,

Remuneration and Compensation Committee, Mr. Rahul Chhabra (DIN: 10041446), Chairman of Stakeholders' Relationship Committee, Ms. Matangi Gowrishankar (DIN:01518137), Chairperson of Corporate Social Responsibility Committee and Mr. Saurabh Mittal (DIN: 00273917), Chairman of the Risk Management Committee were present at the meeting.

Mr. Kapil Sharma, Partner of S S Kothari Mehta & Company LLP, Statutory Auditors, Mr. Ranjeet Pandey Proprietor, Ranjeet Pandey & Associates, Practicing Company Secretaries, Secretarial Auditors and Mr. Dilip Kumar Sarawagi, Practising Company Secretary, Scrutinizer for the 11<sup>th</sup> AGM also joined the Meeting.

After confirmation by the Company Secretary of requisite quorum, the Meeting was called to order. Eighty Eight (88) Members in aggregate including corporate representatives were present in the Meeting. The Members were informed that the AGM was held through VC / OVAM in accordance with the circulars issued by the Ministry of Corporate Affairs and SEBI. Thereafter, the Chairman delivered his speech and Mr. Saurabh Mittal, Managing Director & CEO apprised the shareholders on the operational and financial performance of the Company.

The financial statements for the financial year ended March 31, 2024, 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, as 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 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 11<sup>th</sup> AGM dated May 28, 2024 convening the Meeting was taken as read with the permission of the Members present.

The Members were informed that the Report of the Statutory Auditors does not contain any qualification, observations, reservation, disclaimer or comments on any financial transactions or matters which have any adverse effect on the functioning of the Company and also there is no qualification, reservation, adverse remark or disclaimer in the report issued by the Secretarial Auditor of the Company, therefore the said Auditors' reports are not required to read in the AGM.

### **3. Manner of approval proposed for the items as set out in the Notice convening the 11<sup>th</sup> 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, 2014 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 AGM 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 were informed that Mr. Shiv Prakash Mittal, Chairman of the Meeting was interested in the agenda mentioned at Item No. 3, 5 and 6 of the Notice of 11<sup>th</sup> AGM. Accordingly, he recused himself from conducting the proceedings for such items. Mr. Yogesh Kapur, 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, 5 and 6.

The Members present were given the opportunity to ask questions and seek clarifications. Queries raised/suggestions given by the shareholders were appropriately responded, with permission of the Chair, by Mr. Saurabh Mittal, Managing Director & CEO, Mr. Ashok Kumar Sharma, Chief Financial Officer and Mr. Prakash Kumar Biswal, Company Secretary & Senior Vice President Legal of the Company.

**4. The following items of businesses as set out in the Notice convening the 11<sup>th</sup> 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, 2024, 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. Declaration of final dividend of Rs. 1.65 per equity shares of Re. 1 each of the Company for the financial year ended March 31, 2024.
3. Re-appointment of Mr. Saurabh Mittal (DIN: 00273917), as a Director of the Company, who retires by rotation.
4. Re-appointment of S S Kothari Mehta and Co. LLP, Chartered Accountants (Registration No. 000756N/ N500441), as Statutory Auditors of the Company and fixation of their remuneration.

**4.2. Special Businesses:**

5. Re-appointment of Mr. Saurabh Mittal (DIN 00273917) as Managing Director & CEO of the Company for a period of five years commencing from November 11, 2024 to November 10, 2029 and to approve his remuneration.
6. Re-appointment of Ms. Parul Mittal (DIN 00348783) as Whole-time Director of the Company for a period of five years commencing from November 11, 2024 to November 10, 2029 and to approve her remuneration.

Resolution No. 1, 2, 3 and 4 required approval by way of an Ordinary resolution and Resolution 5 and 6 required approval by way of a Special resolution.

**5. Result of the items deliberated.**

The Members were informed that Mr. Dilip Kumar Sarawagi, Practising 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 and 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 shall be submitted with the Stock Exchange(s) once the same is obtained by the Company from the aforesaid Scrutinizer. The voting results along with the Scrutinizer's Report shall also be uploaded on the website of the Company and the website of the Link Intime India Private Limited. Further, the transcript of the AGM shall also be uploaded on the website of the Company.

The meeting concluded at 05:01 p.m. with a vote of thanks to the Chair.

Kindly take the above information on records.

Thanking you,  
Yours faithfully,

For **GREENLAM INDUSTRIES LIMITED**

**PRAKASH KUMAR BISWAL**  
**COMPANY SECRETARY &**  
**SENIOR VICE PRESIDENT –LEGAL**