

Greenply/2020-21
24th December, 2020

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: Outcome of Postal Ballot Voting (including E-voting) and Scrutinizer's Report

We wish to inform you that, members of the Company have approved, through Postal Ballot Voting (including e-voting) process, the following special businesses stated in the Postal Ballot Notice dated 4th November, 2020:

1. Variation in the 'Greenply Employee Stock Option Plan 2020' ("ESOP 2020" / "Plan") for the employees.
2. Variation in the 'Greenply Employee Stock Option Plan 2020' ("ESOP 2020" / "Plan") for the employees of the subsidiary(ies) of the Company.
3. Grant of options to the identified employees during any one year, equal to or exceeding 1% of the issued share capital of the Company under the 'Greenply Employee Stock Option Plan 2020' ("ESOP 2020" / "Plan").
4. Re-appointment of Mr. Rajesh Mittal [DIN: 00240900] as Chairman cum Managing Director of the Company, liable to retire by rotation, for the period of 5 (five) years with effect from 1st January, 2021 to 31st December, 2025.

We are attaching herewith copy of Scrutinizer's Report in respect of the above matter.

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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E: sales.ply@greenply.com Web : www.greenplyplywood.com | www.greenply.com | www.askgreenply.com

Registered Office : Makum Road, Tinsukia - 786125, Assam, India | Corporate Identity Number : L20211AS1990PLC003484

**SCRUTINIZER'S REPORT
FOR E-VOTING & POSTAL BALLOT
GREENPLY INDUSTRIES LTD**

To,
The Chairman
GREENPLY INDUSTRIES LTD
(CIN: L20211AS1990PLC003484)
Makum Road, Tinsukia,
ASSAM - 786 125

Sub: Results of Special Resolution(s) through E-Voting & Postal Ballot conducted for Greenply Industries Limited ("the Company") vide Notice dated 04th November, 2020

Dear Sir,

I, Dilip Kumar Sarawagi, Practicing Company Secretary, was appointed as Scrutinizer by the Board of Directors of Greenply Industries Limited ("the Company") with respect to the Special resolution(s) proposed to be passed through Postal Ballot including E-voting in accordance with the provisions of Section 110 of the Companies Act, 2013 and Rules made there under to process and scrutinize postal ballot forms received from shareholders and votes cast electronically using e-voting system of Central Depository Services (India) Ltd. (CDSL) during the voting period as stated below, in a fair and transparent manner, and to submit a report thereon. In this regard, I hereby submit my report as under:

- I. The Company had completed on 24th November, 2020, the dispatch of the Postal Ballot Notice dated 04th November, 2020 together with Postal Ballot Forms ('Form') along with postage prepaid business reply envelopes and also sending of e-mails for casting votes either by sending physical postal ballot or by e-voting through electronic platform of Central Depository Services (India) Ltd. (CDSL) to its shareholders whose name(s) appeared on the Register of Members or list of beneficial owners received from National Securities Depository Ltd. and Central Depository Services (India) Ltd. as on 20th November, 2020 (cut-off date), for seeking approval of businesses as per Postal Ballot Notice.
- II. In accordance with the Postal Ballot Notice dated 04th November, 2020 sent to the shareholders, the voting (by means of postal ballot and e-voting) was started at 10:00 a.m. on Tuesday, 24th November, 2020 and ended at 05:00 p.m. on Wednesday, 23rd December, 2020 (Voting Period).
- III. The postal ballot forms received during the Voting Period were kept in my custody and that the e-voting results/list was unblocked and downloaded from the CDSL website (<https://evotingindia.com>) at 05:29 p.m. on Wednesday, 23rd December, 2020.
- IV. All postal ballot forms (including e-voting data) received up to 5:00 p.m. on 23rd December, 2020, the last date and time fixed by the Company for receipt of the forms, were considered for scrutiny.



DKS & Co.

Company Secretaries

FIRM REGISTRATION NO.: S1990WB007300

173, Mahatma Gandhi Road,

First Floor, Kolkata-700 007

Tel No. (033) 2268-6769 (0)

E-Mail ID: dksinco@yahoo.com

V. The Company has informed that, on the basis of the Register of Members and the List of Beneficial Owners made available by the depositories viz., Central Depository Services (India) Limited (CDSL) and National Securities Depository Limited (NSDL), the Company completed dispatch of the Notice of Postal Ballot as under:-

- On, 24th November 2020 by e-mail to 25010 members who had registered their e-mail ids with the Company / Depositories / RTA and vide registered post to 26956 members.
- Newspaper publication regarding dispatch of Notice of Postal Ballot was made on dated 25th November 2020 in Business Standard, all editions (English Language), The Times of India, Guwahati & Kolkata edition (English Language) and Dainik Janambhumi (Assamese Language).

VI. The postal ballot forms received and e-voting details downloaded from CDSL website were scrutinized and the signatures on the postal ballot forms were verified by Registrar and Share Transfer Agent, M/s. S. K. Infosolutions Private Limited. Thereafter the shareholding was matched/ confirmed with the Register of Members of the Company as on 20th November, 2020. I unblocked the e-voting results on the CDSL e-voting platform in the presence of Mr. Srijan Sarawagi and Mr. Apurba Das and downloaded the e-voting results and I observed that:

Total 136 Members had cast their votes in respect of the businesses contained in the Postal Ballot notice dated 4th November, 2020 and out of above, 5 votes of members were found to be invalid. Out of the total valid votes, 105 Members had cast their votes through remote e-voting and 26 Members had cast their votes through Postal Ballot.

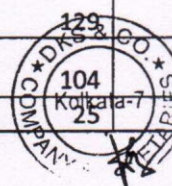
VII. The Management of the Company assumes complete responsibility of ensuring compliance of sections 108 and 109 of the Companies Act, 2013 read with Rules 20 and 21 of the Companies (Management and Administration) Rules, 2014 as may be necessary, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

VIII. I did not find any defaced or mutilated Postal Ballot Form.

IX. The result of the Postal Ballot and E-voting is as under:

1. **Special Resolution to approve the variation in the 'Greenply Employee Stock Option Plan 2020' ("ESOP 2020" / "Plan") for the employees of the Company.**

PARTICULARS	REMOTE E-VOTING		POSTAL BALLOT VOTING		CONSOLIDATED VOTING RESULTS		
	No. of Members who Voted	No. of shares for which Votes cast	No. of Members who Voted	No. of shares for which Votes cast	Total No. of Members who Voted	Total No. of shares for which Votes cast	% of Votes to total number of valid Votes cast
Total Votes received	103	82903481	31	319883	134	83223364	N.A.
Less: Total Number of Invalid Votes	0	0	5	4156	5	4156	N.A.
Total Number of Valid Votes	103	82903481	26	315727	129	83219208	N.A.
Voted in Favour	80	67045605	24	315477	104	67361082	80.94
Voted Against	23	15857876	2	250	25	15858126	19.06



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E-Mail ID: dksincs@yahoo.com

2. Special Resolution to approve variation in the 'Greenply Employee Stock Option Plan 2020' ("ESOP 2020" / "Plan") for the employees of the subsidiary(ies) of the Company.

PARTICULARS	REMOTE E-VOTING		POSTAL BALLOT VOTING		CONSOLIDATED VOTING RESULTS		
	No. of Members who Voted	No. of shares for which Votes cast	No. of Members who Voted	No. of shares for which Votes cast	Total No. of Members who Voted	Total No. of shares for which Votes cast	% of Votes to total number of valid Votes cast
Total Votes received	103	82903481	31	319883	134	83223364	N.A.
Less: Total Number of Invalid Votes	0	0	5	4156	5	4156	N.A.
Total Number of Valid Votes	103	82903481	26	315727	129	83219208	N.A.
Voted in Favour	77	67024963	24	315477	101	67340440	80.92
Voted Against	26	15878518	2	250	28	15878768	19.08

3. Special Resolution to approve grant of options to the identified employees during any one year, equal to or exceeding 1% of the issued share capital of the Company under the 'Greenply Employee Stock Option Plan 2020' ("ESOP 2020" / "Plan").

PARTICULARS	REMOTE E-VOTING		POSTAL BALLOT VOTING		CONSOLIDATED VOTING RESULTS		
	No. of Members who Voted	No. of shares for which Votes cast	No. of Members who Voted	No. of shares for which Votes cast	Total No. of Members who Voted	Total No. of shares for which Votes cast	% of Votes to total number of valid Votes cast
Total Votes received	103	82903481	31	319883	134	83223364	N.A.
Less: Total Number of Invalid Votes	0	0	5	4156	5	4156	N.A.
Total Number of Valid Votes	103	82903481	26	315727	129	83219208	N.A.
Voted in Favour	80	67025215	24	315477	104	67340692	80.92
Voted Against	23	15878266	2	250	25	15878516	19.08



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4. Special Resolution for re-appointment of Mr. Rajesh Mittal [DIN: 00240900] as Chairman cum Managing Director of the Company, liable to retire by rotation.

PARTICULARS	REMOTE E-VOTING		POSTAL BALLOT VOTING		CONSOLIDATED VOTING RESULTS		
	No. of Members who Voted	No. of shares for which Votes cast	No. of Members who Voted	No. of shares for which Votes cast	Total No. of Members who Voted	Total No. of shares for which Votes cast	% of Votes to total number of valid Votes cast
Total Votes received	105	86423587	31	319883	136	86743470	N.A.
Less: Total Number of Invalid Votes	0	0	5	4156	5	4156	N.A.
Total Number of Valid Votes	105	86423587	26	315727	131	86739314	N.A.
Voted in Favour	98	86421390	24	315477	122	86736867	100.00
Voted Against	7	2197	2	250	9	2447	0.00

For DKS & Co.



DILIP KUMAR SARAWAGI
Mem. No.: A13020 C.P. No.: 3090
UDIN: A013020B001634266

Place: Kolkata
Date: 24th December, 2020

Countersigned by
RAJESH MITTAL (DIN: 00240900)
CHAIRMAN CUM MANAGING DIRECTOR
GREENPLY INDUSTRIES LTD

Place: Kolkata
Date: 24th December, 2020