

Greenply/2025-26
25th August, 2025



The Manager

BSE Limited
Department of Corporate Services
Floor 25, P. J. Towers, Dalal Street
Mumbai - 400 001
Security 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 35th Annual General Meeting and Scrutinizer's Report

This is to inform you that, the Members of the Company have approved the following businesses included in the Notice dated April 28, 2025 convening the 35th Annual General Meeting of the Company which was held on Monday, the August 25, 2025 at 10:30 a.m.

Ordinary Businesses:

1. Adoption of (a) the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2025 including the Audited Balance Sheet as at March 31, 2025 and Statement of Profit & Loss for the year ended on that date and the Reports of the Board of Directors, and Auditors thereon and (b) the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2025 including the Audited Balance Sheet as at March 31, 2025 and Statement of Profit & Loss for the year ended on that date and the Report of the Auditors thereon.
2. Declaration of final Dividend of Re.0.50/- per share (50%), on Equity Shares of the Company, for the Financial Year ended March 31, 2025.
3. Re-appointment of Mr. Rajesh Mittal (DIN: 00240900) as a Director of the Company, liable to retire by rotation.

Special Business:

4. Appointment of Secretarial Auditors for a term of 5 (Five) consecutive financial years commencing from FY 2025-26 till FY 2029-30.

The details as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are given in the enclosed **Annexure - A**

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

Kindly take the same into record.

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

T : +91 33 24500400, 30515000 | E : kaushal.agarwal@greenply.com | www.greenply.com | CIN : L20211WB1990PLC268743

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

ANNEXURE-A

DETAILS OF SP & SA ASSOCIATES, PRACTISING COMPANY SECRETARIES

Sl. No.	Particulars	Details
1	Reason for change viz. appointment, re-appointment resignation, removal, death or otherwise	Appointment of SP & SA Associates, Peer Reviewed Firm of Practising Company Secretaries (Firm registration number: P2023WB095800), as Secretarial Auditors of the Company.
2	Date of appointment/ re-appointment /cessation (as applicable) & term of appointment/ re-appointment ;	The Shareholders of the Company at the 35 th Annual General Meeting held on 25 th August, 2025, have approved the Appointment of SP & SA Associates, Practising Company Secretaries, as the Secretarial Auditors of the Company for the period of five consecutive years commencing from FY 2025-26 till FY 2029-30.
3	Brief profile (in case of appointment)	SP & SA Associates, is a peer reviewed Practising CS firm registered with the Institute of Company Secretaries of India (ICSI). The Partners of the firm have an experience of more than a decade in the Corporate laws and SEBI Regulations. The firm has expertise in Corporate Advisory Services particularly in the field of Company Law and allied matters, Securities Laws, Foreign Exchange Management Laws, Secretarial Audit, Due Diligence & SEBI, Company Law etc.
4	Disclosure of relationships between directors (in case of appointment of a Director)	Not Applicable

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SCRUTINIZER'S REPORT

[Pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014]

To
The Chairman
GREENPLY INDUSTRIES LTD.
(CIN: L20211WB1990PLC268743)
Madgul Lounge, 6th Floor,
23, Chetla Central Road,
Kolkata - 700 027, West Bengal

1. Appointment as Scrutinizer:

I, **Dilip Kumar Sarawagi**, Practicing Company Secretary, was appointed as Scrutinizer for the remote e-voting and e-voting during the 35th Annual General Meeting ("35th AGM") of **GREENPLY INDUSTRIES LTD.** (hereinafter referred to as "the Company") held on Monday, August 25, 2025 at 10:30 A.M. (IST) 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) vide Circular nos. 14/2020, 17/2020, 20/2020, 22/2020, 33/2020 and 39/2020 dated April 8, 2020, April 13, 2020, May 5, 2020, June 15, 2020, September 28, 2020 and December 31, 2020 respectively and Circular nos. 02/2021 dated January 13, 2021, 21/2021 dated December 14, 2021 and circular nos. 2/2022, 10/2022 dated May 5, 2022, December 28, 2022, 09/2023 dated September 25, 2023 and 09/2024 dated 19.09.2024 in relation to "Clarification on holding of annual general meeting (AGM) through video conferencing (VC) or other audio visual means (OAVM) – Extension of Timeline" (collectively referred to as "MCA Circulars") and Securities and Exchange Board of India ("SEBI") vide its Circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, Circular no. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, Circular no. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 and Circular no. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024 (collectively referred to as "SEBI Circulars") and other applicable circulars.

2. Responsibility of Ensuring Compliance:

The Management of the Company assumes complete responsibility of ensuring compliance of section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as may be necessary and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to remote e-voting and e-voting during the 35th AGM.

3. Dispatch of Notice Convening the 35th AGM:

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 the 35th AGM as under:-

- On July 31, 2025 by e-mail to 52,865 members who had registered their e-mail ids with the Company / Depositories / RTA and out of those 824 have bounced.
- Public Notice regarding dispatch of Notice of 35th AGM was published in Business Standard, all edition (English Language), and Aajkal (Bengali Language) on August 01, 2025.



- The Company sent the physical letters on July 31, 2025 to 1150 shareholders whose email IDs are not registered with Company / RTA / Depository Participants, providing the web-link and exact path of Company's website from where Annual Report and Notice of the 35th AGM for the FY 2024-25 can be assessed.

Also, Newspaper publication regarding prior intimation of 35th AGM and conducting of AGM through video conferencing/other audio visual means ("VC/OAVM"), were made in the Business Standard (English Language) all editions and Aajkal (Bengali Language), on July 25, 2025.

4. **Cut-Off Date:**

The voting rights were reckoned as on Monday, August 18, 2025, being the cut-off date for the purpose of deciding the entitlements of members for the remote e-voting and e-voting during the 35th AGM.

5. **Remote E-Voting and E-Voting during the 35th AGM:**

5.1. **Agency:**

The Company had appointed **Central Depository Services (India) Limited** as the agency for providing the remote e-voting platform prior to AGM and e-voting platform during the 35th AGM.

5.2. **Remote e-voting and E-Voting during the 35th AGM:**

Remote e-voting platform was open from 10:00 A.M. (IST) on Thursday, August 21, 2025 till 5:00 P.M. (IST) on Sunday, August 24, 2025. During this period, Members of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. August 18, 2025, were given the facility to cast their votes electronically conveying their assent or dissent in respect of the Resolutions set out in the Notice of the 35th AGM. 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.

6. **Counting Process:**

- 6.1 S.K. Infosolutions Private Limited, the Registrar and Transfer Agent (RTA) of the Company provided me with the list of members and their shareholding details as on cut-off date.
- 6.2 The votes were reconciled with the records maintained by the Company and / or RTA with respect to the authorizations lodged with the Central Depository Services (India) Limited.
- 6.3 Thereafter, the details containing, *inter-alia*, list of Equity Shareholders, who voted "for" or "against" each of the resolutions that were put to vote, were generated and downloaded from the e-voting website of Central Depository Services (India) Limited (<https://www.evotingindia.com/>) for remote e-voting and reports of e-voting during the 35th AGM were unblocked. The results were scrutinized to submit the Consolidated Scrutinizer's Report on the said voting results.
- 6.4 I unblocked the remote e-voting results on the Central Depository Services (India) Limited e-voting platform in the presence of Mr. Apurba Das and Mr. Srijan Sarawagi and downloaded the e-voting results.



7. Results:

7.1 I observed that:

- a) Total 180 Members had cast their votes through remote e-voting and e-voting during the 35th AGM in respect of the businesses contained in the notice of 35th AGM and none of the votes cast by Members were found to be invalid.
- b) Out of the above, all 175 members have casted their votes through remote e-voting and 05 of the members exercised e-voting during the 35th AGM.

7.2 I submit the consolidated report as under on the Results of the voting through remote e-voting and e-voting during the 35th AGM in respect of Resolutions as contained in Item No. 1 to Item No. 4 of the Notice dated April 28, 2025:

ITEM NO.: 1**To receive, consider and adopt:**

- a) the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2025 including the Audited Balance Sheet as at March 31, 2025 and Statement of Profit & Loss for the year ended on that date and the Reports of the Board of Directors, and Auditors thereon.
- b) the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2025 including the Audited Balance Sheet as at March 31, 2025 and Statement of Profit & Loss for the year ended on that date and the Report of the Auditors thereon.

PARTICULARS	REMOTE E-VOTING		E-VOTING DURING THE AGM		CONSOLIDATED VOTING RESULTS		
	No. of Members who Voted	No. of shares for which Votes cast	No. of Members who Voted (in person / proxy)	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	175	106157278	5	75	180	106157353	N.A.
Less:							
Total Number of Invalid Votes	0	0	0	0	0	0	N.A.
Total Number of Valid Votes	175	106157278	5	75	180	106157353	N.A.
Voted in Favour	169	106157216	5	75	174	106157291	99.9999
Voted Against	6	62	0	0	6	62	0.0001



ITEM NO.: 2

To declare final Dividend of Re.0.50/- per share (50%), on Equity Shares of the Company, for the Financial Year ended March 31, 2025.

PARTICULARS	REMOTE E-VOTING		E-VOTING DURING THE AGM		CONSOLIDATED VOTING RESULTS		
	No. of Members who Voted	No. of shares for which Votes cast	No. of Members who Voted (in person / proxy)	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	175	106157278	5	75	180	106157353	N.A.
Less: Total Number of Invalid Votes	0	0	0	0	0	0	N.A.
Total Number of Valid Votes	175	106157278	5	75	180	106157353	N.A.
Voted in Favour	168	106157206	5	75	173	106157281	99.9999
Voted Against	7	72	0	0	7	72	0.0001

ITEM NO.: 3

To appoint a Director in place of Mr. Rajesh Mittal (DIN: 00240900), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.

PARTICULARS	REMOTE E-VOTING		E-VOTING DURING THE AGM		CONSOLIDATED VOTING RESULTS		
	No. of Members who Voted	No. of shares for which Votes cast	No. of Members who Voted (in person / proxy)	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	173	106148528	5	75	178	106148603	N.A.
Less: Total Number of Invalid Votes	0	0	0	0	0	0	N.A.
Total Number of Valid Votes	173	106148528	5	75	178	106148603	N.A.
Voted in Favour	155	105404904	5	75	160	105404979	99.2995
Voted Against	18	743624	0	0	18	743624	0.7005



ITEM NO.: 4

Appointment of Secretarial Auditors.

PARTICULARS	REMOTE E-VOTING		E-VOTING DURING THE AGM		CONSOLIDATED VOTING RESULTS		
	No. of Members who Voted	No. of shares for which Votes cast	No. of Members who Voted (in person / proxy)	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	174	106157028	5	75	179	106157103	N.A.
Less: Total Number of Invalid Votes	0	0	0	0	0	0	N.A.
Total Number of Valid Votes	174	106157028	5	75	179	106157103	N.A.
Voted in Favour	161	105447883	5	75	166	105447958	99.3320
Voted Against	13	709145	0	0	13	709145	0.6680

For **DKS & Co.**
DILIP KUMAR SARAWAGI

Mem. No.: A13020; C.P. No.: 3090

UDIN: A013020G001078361

PR- 2106/2022

Place: Kolkata

Date: August 25, 2025

I Accept
RAJESH MITTAL

[DIN: 00240900]

**CHAIRMAN CUM MANAGING DIRECTOR
GREENPLY INDUSTRIES LTD**

Place: Kolkata

Date: August 25, 2025