Uniply

June 12, 2018

Bombay Stock Exchange Limited 25th Floor, Phiroze Jeejeebhoy Towers Dalal Street, Fort, Mumbai – 400 001 **Scrip Code: 532646**	**National Stock Exchange of India Ltd** Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra East, Mumbai – 400 051 **Scrip Code: UNIPLY**

Dear Sir/ Madam,

Sub: Details of voting results- Postal Ballot and Remote e-voting (EVSN- 180507004)

Ref: Intimation under Regulation 44(3) SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015

In terms of Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, please find enclosed detailed Voting Results of the Postal Ballot including Remote e-voting conducted by the Company between 13-05-2018 to 11-06-2018, as per the prescribed format along with the report of the Scrutinizer.

The resolutions contained in the Notice of Postal Ballot were passed by the members, with requisite majority.

Kindly take the same on your records.

Thanking You,

Yours Sincerely,
For Uniply Industries Limited

Raghuram Nath
Company Secretary
ACS: 18635

UNIPLY INDUSTRIES LIMITED CHENNAI

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VOTING RESULT OF POSTAL BALLOT

[REGULATION 44(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENT) REGULATIONS, 2015]

UNIPLY INDUSTRIES LIMITED	
Date of declaration of voting results of Postal Ballot (Including e-voting)	12-06-2018
Total number of shareholders on Record Date i.e. 04th May, 2018	10201
No. of shareholders present at the meeting either in person or through proxy:	
Promoters and Promoters Group	Not Applicable
Public	
No. of Shareholders who attended the meeting through Video Conferencing	
Promoters and Promoters Group	Not Applicable
Public	
No of Resolutions Passed in the Meeting	4

1. TO AUTHORIZE BOARD OF DIRECTORS TO PROVIDE LOAN AND INVESTMENT UNDER SECTION 186 OF THE COMPANIES ACT, 2013

"RESOLVED THAT in supersession of earlier Resolutions passed in this regard and pursuant to the provisions of Section 186 of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014 and such other provisions as may be applicable, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to include, unless the context otherwise requires, any committee of the Board or any officer(s) authorised by the Board to exercise the powers conferred on the Board under this resolution) to make loan(s) and/or give any guarantee(s)/provide any security(ies) in connection with loan(s) made and / or acquire by way of subscription, purchase or otherwise, the securities of any other body corporate as they may in their absolute discretion deem beneficial and in the interest of the Company in excess of 60% of the paid up Share Capital, Free Reserves and Securities Premium of the Company or 100% of Free Reserves and Securities Premium of the Company whichever is more, as prescribed under Section 186 of the Companies Act, 2013 from time to time, in one or more tranches, upto maximum amount of Rs. 1500.00 Crores (Rupees One Thousand Five Hundred Crores Only).

RESOLVED FURTHER THAT the Board or any Committee thereof and / or Managing Director and / or any Director and / or any Officer(s) as may be authorised by the Board or any Committee thereof as per the applicable provisions of the Companies Act, 2013 be and are hereby authorised to take from time to time all decisions and steps in respect of the above loans, guarantees and investments/ acquisitions including the timing, amount and other terms and conditions of such loans, guarantees and investments/ acquisitions and varying the same through transfer, sale, disinvestments or otherwise either in part or in full as it may deem appropriate, and to do and perform all such acts,

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deeds, matters and things, as may be necessary or expedient in this regard and to exercise all the rights and powers which would vest in the Company in pursuance of such loans, guarantees and investments/ acquisitions."	
Resolution required: (Ordinary/ Special)	Special Resolution
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes

Category	**Mode of voting**	**No. of shares held**	**No. of votes polled**	**% of Votes polled on outstanding shares**	**No. of votes – in favour**	**No. of votes – against**	**% of votes in favour on votes polled**	**% of Votes against on votes polled**
		(1)	**(2)**	**(3)=[(2)/(1)]*100**	**(4)**	**(5)**	**(6)=[(4)/(2)]*100**	**(7)=[(5)/(2)]*100**
Promoter and Promoter Group	**E-Voting**	5540272	5540272	100.0000	5540272	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	5540272	5540272	100.0000	5540272	0	100.0000	0.0000
Public- Institutions	**E-Voting**	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	**E-Voting**	22881725	4174815	18.2452	4172815	2000	99.9521	0.0479
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		1892	0.0083	1892	0	100.0000	0.0000
	Total	22881725	4176707	18.2535	4174707	2000	99.9521	0.0479
Total		**28421997**	**9716979**	**34.1882**	**9714979**	**2000**	**99.9794**	**0.0206**

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2. TO ALTER THE MAIN OBJECT CLAUSE IN THE MEMORANDUM OF ASSOCIATION OF THE COMPANY

"RESOLVED THAT pursuant to provisions of Section 13 of the Companies Act, 2013, (including any modification or re-enactment thereof) and other applicable provisions of the Act, the main object clause of the Memorandum of Association of the Company shall be altered by inserting the following Clause after existing Clause 11

12. To carry on the business as iron masters, iron founders, ironworkers, steel-makers, blast furnace proprietors, brass founders and metal makers, refiners and workers generally, shipbuilders and ship-wrights, dock and wharf proprietors, colliery proprietors, ore importers and workers, sand blast workers, mechanical engineers, electrical engineers, constructional engineers, marine engineers, civil engineers consulting manufacturers, wood and timber merchants, joiners, wood workers, manufacturing chemists, quarry owners, brick and tile manufacturers, galvanizers, machinists, japanners, annealers, welders, enamellers, electro and chromium platers, polishers, painters, warehousemen, storage contractors, garage proprietors oil merchants, and contractors generally and to act as manufacturers and repairers of and dealers in, forgings, castings, guns, projectiles, plates, boilers, engines, stoves, screws, nails, machinery, presses, implements, gears, motor cars, tools and engineering products and supplies of all kinds, motor lorries, omnibuses, coaches, tramcars, aeroplanes, seaplanes, airships and other aircrafts, ironmongery, hardware, and wireless goods. To carry on business as manufacturers and repairers and dealers in, dynamos, motors, armatures, magnetos, batteries, conductors, insulators, transformers, converters, switchboards, cookers, glass, pottery, rubber, insulating materials, and generally electrical plant, appliances and supplies of every description. To carry on business as colliery proprietors, and mine owners, smelters, steel makers and converters, makers and refiners of and workers in metals of all kinds oil, petrol and grease producers, manufacturers, refiners, preparers and dealers, boiler, engine and machine makers, engineers, wood and timber merchants, sawyers, carpenters, beltmakers, steel, iron, brass machinery and metal merchants.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board (including its Committee(s) thereof and/or any Director or any individual delegated with powers necessary for the purpose) be and is hereby authorized to do all such acts, deeds, matters and things, as may be necessary, proper or expedient without being required to seek any further consent or approval of the Company or otherwise to the end and intent that they shall

Resolution required: (Ordinary/ Special)	Special Resolution
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	5540272	5540272	100.0000	5540272	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot(if applicable		0	0.0000	0	0	0	0



	)							
	Total	5540272	5540272	100.0000	5540272	0	100.0000	0.0000
Public-Institutions	**E-Voting**	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public-Non Institutions	**E-Voting**	22881725	4174815	18.2452	4172815	2000	99.9521	0.0479
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		1892	0.0083	1892	0	100.0000	0.0000
	Total	22881725	4176707	18.2535	4174707	2000	99.9521	0.0479
Total		**28421997**	**9716979**	**34.1882**	**9714979**	**2000**	**99.9794**	**0.0206**

3. TO CONSIDER AND APPROVE THE PROPOSAL OF SUB-DIVIDING/ SPLITTING OF FACE VALUE OF EQUITY SHARES FROM RS. 10/- EACH TO RS. 2/- EACH OF THE COMPANY AS PER SECTION 61(1)(D) OF THE COMPANIES ACT, 2013.

"RESOLVED THAT pursuant to the provisions of Section 61(1)(d) and all other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and the provisions of the Memorandum and Articles of Association of the Company and subject to such other approvals, consents, permissions as may be required from concerned authorities and subject to such other conditions and modifications as may be prescribed or imposed while granting such approvals, the consent of the Members be and is hereby accorded for sub-dividing the existing Authorised Share capital of the Company as follows:"

Class of Share Capital	**From**			**To**		
	No. of Shares	**Face Value (in Rs.)**	**Total Share Capital (in Rs.)**	**No. of Shares**	**Face Value (in Rs.)**	**Total Share Capital (in Rs.)**
Authorised Share Capital	6,50,00,000	10	65,00,00,000	32,50,00,000	2	65,00,00,000

"RESOLVED FURTHER THAT pursuant to the sub-division of Face Value of Equity Shares of the Company, the existing fully paid-up 2,84,21,997 Equity Shares of the Company of the Face Value of Rs.10 /- each (Rupees Ten Only) as existing on the Record Date (as and when be decided by the Board), shall stand sub-divided into fully paid-up 14,21,09,985 (After Split) Equity Shares of Face Value of Rs. 2/- each (Rupees Two Only) w.e.f. the Record Date (as and when be decided by the Board)."

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The existing Paid Up Share Capital be sub-divided as follows:

Class of Share Capital	From			To		
	No. of Shares	Face Value (in Rs.)	Total Share Capital (in Rs.)	No. of Shares	Face Value (in Rs.)	Total Share Capital (in Rs.)
Paid up Share Capital	2,84,21,997	10	28,42,19,970	14,21,09,985	2	28,42,19,970

"RESOLVED FURTHER THAT upon the sub-division of the Face Value of Equity Shares as aforesaid, the existing Share Certificate(s) in relation to the existing Equity Shares of the Face Value of Rs. 10/- each held in physical form, if any, shall be deemed to have been automatically cancelled with effect from the Record Date (as and when be decided by the Board) and the Board be and is hereby authorised to recall the same from the shareholders, if necessary, and to issue new shares certificates in lieu thereof, with regard to sub-divided equity shares in accordance with the provisions of the Companies (Share Capital and Debentures) Rules, 2014 (as amended) and other applicable regulations and in the case of the Equity Shares held in the dematerialized form, the sub-divided Equity Shares shall be credited to the respective beneficiary accounts of the members with their Depository Participants and the Company shall take such corporate actions as may be necessary in relation to the existing Equity Shares."

"RESOLVED FURTHER THAT any Director(s) of the Company be and is/are hereby Jointly/Severally authorized to do all such acts, deeds, matters and things as may be necessary in relation to the above including the matters incidental thereto and to execute all such documents, instruments and writings as may be required in this connection and, to give effect to the aforesaid resolution including but not limited to fixing of the record date as per the requirements of the SEBI (LODR) Regulations, 2015 and subsequent amendments thereto and such other applicable provisions/ enactments and amendments from time to time, execution of all necessary documents with the Stock Exchanges and the Depositories and/or any other relevant statutory authority, if any, cancellation or rectification of the existing physical share certificates in lieu of the old certificates and to settle any question or difficulty that may arise with regard to the sub-division of the Equity Shares as aforesaid or for any matters connected herewith or incidental hereto."

Resolution required: (Ordinary/ Special)	Special Resolution
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	5540272	5540272	100.0000	5540272	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	5540272	5540272	100.0000	5540272	0	100.0000	0.0000
Public-	E-Voting	0	0	0	0	0	0.0000	0.0000

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Institutions	**Poll**		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	**E-Voting**	22881725	4174843	18.2453	4172843	2000	99.9521	0.0479
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		1892	0.0083	1892	0	100.0000	0.0000
	Total	22881725	4176735	18.2536	4174735	2000	99.9521	0.0479
Total		**28421997**	**9717007**	**34.1883**	**9715007**	**2000**	**99.9794**	**0.0206**

4. TO CONSIDER AND APPROVE ALTERATION OF 'CAPITAL CLAUSE' OF MEMORANDUM OF ASSOCIATION AS PER THE SECTIONS 13, 61 AND ALL OTHER APPLICABLE PROVISIONS, IF ANY, OF THE COMPANIES ACT, 2013.

"RESOLVED THAT pursuant to the provisions of Sections 13, 61 and other applicable provisions, if any of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof f or the time being in force), the consent of the members be and is hereby accorded for the alteration and substitution of the existing Clause V of the Memorandum of Association of the Company with the following new Clause V:

"V. The Authorised Share Capital of the Company is Rs. 65,00,00,000/- (Rupees Sixty Five Crores Only) divided into 32,50,00,000 (Thirty Two Crores Fifty Lakhs Only) Equity Shares of Rs. 2/- (Rupees Two Only) each."

"RESOLVED FURTHER THAT any Director(s) of the Company be and is/are hereby Jointly/Severally authorized to do all such acts, deeds, matters and things as may be necessary in relation to the above including the matters incidental thereto and to execute all such documents, instruments and writings as may be required in this connection and, to give effect to the aforesaid resolution."

Resolution required: (Ordinary/ Special)	Special Resolution
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes

Category	**Mode of voting**	**No. of shares held**	**No. of votes polled**	**% of Votes polled on outstanding shares**	**No. of votes – in favour**	**No. of votes – against**	**% of votes in favour on votes polled**	**% of Votes against on votes polled**
		(1)	**(2)**	**(3)=[(2)/(1)]*100**	**(4)**	**(5)**	**(6)=[(4)/(2)]*100**	**(7)=[(5)/(2)]*100**
Promoter and	**E-Voting**	5540272	5540272	100.0000	5540272	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0

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Promoter Group								
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	5540272	5540272	100.0000	5540272	0	100.0000	0.0000
Public- Institutions	**E-Voting**	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	**E-Voting**	22881725	4174815	18.2452	4172815	2000	99.9521	0.0479
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		1892	0.0083	1892	0	100.0000	0.0000
	Total	22881725	4176707	18.2535	4174707	2000	99.9521	0.0479
Total		**28421997**	**9716979**	**34.1882**	**9714979**	**2000**	**99.9794**	**0.0206**

Date: 12.06.2018
Place: Chennai

UNIPLY INDUSTRIES LIMITED CHENNAI

For Uniply Industries Limited

Raghuram Nath
Company Secretary
ACS: 18635

P.K. Panda & Co.,
Company Secretaries

Old No. 6, New No.15, 7th West Cross Street,
Shenoy Nagar, Chennai - 600 030. India
Phone No. : 91-44-26212287
Fax No. : 91-44-4218 3313
E-mail : mca@deltalegal.in

REPORT OF SCRUTINIZER

[Pursuant to sections 108 and 110 of the Companies Act, 2013 and rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the (Listing Obligation and Disclosure Requirement) Regulation,2015 as amended up to date]

To,
The Chairman,
Uniply Industries Limited
(CIN: L20293TN1996PLC036484)
No. 572, Anna Salai, Teynampet,
Chennai Tamil Nadu 600018 India

Date: 12.06.2018

Dear Sir,

Sub: Passing of Resolutions through Postal Ballot

We, M/s. P.K.Panda & Co., Practicing Company Secretaries, having office at Old No.6, New No. 15, 7TH West Cross Street, Shenoy Nagar, Chennai-600030, Tamil Nadu, appointed as Scrutinizer for the purpose of scrutinizing the Postal Ballot Voting Process (comprising of electronic mode and physical ballot papers) of **Uniply Industries Limited (CIN : L20293TN1996PLC036484)** under the provisions of Section 108 & 110 of the Companies Act, 2013 read with Rules 20 & 22 of the Companies (Management and Administration) Rules, 2014 together with the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 on the below mentioned resolutions contained in the Postal Ballot dated 25th April, 2018 issued by company to all its members.

Our responsibility as a scrutinizer is to ensure that the e-voting process and Postal Ballot are conducted in a fair and transparent manner and render scrutinizer report of the total votes cast in favor or against if any, to the chairman of the Company on the resolutions, based on the reports generated from the remote voting and the Postal Ballot forms received from the members.

For UNIPLY INDUSTRIES LTD.
Srinivasan
Managing Director

Kolkata : P-41, Princeep Street, 3rd Floor, Suite No. 301, Kolkata - 700 072
Ph : 91-33-22129368 email : info@deltalegal.in

In this connection, we submit our report as under:

1. The company had sent postal ballot forms along with notice pursuant to section 110 of the Companies Act 2013, read with rules, to the members of company whose names appeared in the Register of Members or Register of beneficial owners maintained by the depository participant as on the Cutoff date, i.e., Friday, 4th May, 2018.
2. The notice was sent by the company in physical mode to 2206 shareholders and through e-mail to 7542 shareholders whose email id are registered with the company/Depository participant on 4th May, 2018.
3. The management of the company is responsible for the compliance with the requirements of the Companies Act 2013 and rules made there under, in the matter of voting on the business contained in the notice of postal ballot.
4. The Dispatch of Postal Ballot through Post/ email was completed on 09th May, 2018.
5. The postal ballot notice for postal ballot and e-voting dated 25th April, 2018 contained the detailed procedure to be followed by the shareholders who were desirous of casting their votes electronically as provided in the Rule 20 of the Companies (Management and Administration) Rules, 2014.
6. The above notice was also placed on the website of the company (www.uniply.in) forthwith after it was sent to the members.
7. As prescribed in the aforesaid Rules, the Company had released advertisements which were published in Financial Express (English Version), Chennai Edition newspaper and Maalai Tamizhagham (Tamil version), whole Tamil Nadu edition newspapers on 11th May, 2018 and it carried the required information as specified in the said rules.
8. The e-voting process commenced on 9.00 a.m. on, 13th May, 2018 and ended at 5.00 p.m. on 11th June, 2018.
9. At the end of the voting period at 5.00 p.m. on 11th June, 2018 the voting portal of the service provider was blocked forthwith. On 11th June, 2018 (5.40 P.M.) the votes cast through e-voting facility were duly unblocked by us as scrutinizer in the presence of two witnesses Mr. B.P. Mahapatro and Mrs. T.Bagyalakshmi who are not in the employment of the Company. They have signed below in Confirmation of the votes being unblocked in their presence.

Name B.P. Mahapatro Signature B. P. Mahapatro

P. K. PANDA & CO. Company Secretaries No. 15, Old No. 7th West Cross St. Shenoy Nagar, Chennai-30

For UNIPLY INDUSTRIES LTD.

Srinivasan

Managing Director

Name T. BAGYALAKSHMI Signature T. Bg

10. Total 11(Eleven) physical ballot forms were received from members. The physical ballot papers were scrutinized. Three postal envelope received were not counted for voting purpose and treated invalid, as number of shares were not mentioned in the postal ballot form.
11. For the purpose of issuing report, we have considered the votes as under:

    a. Postal ballot forms received up to close of working hours on 11th June, 2018 (5.00 P.M.), the last date fixed by the company; and
    b. Votes cast up to 5:00 P.M. on 11th June, 2018, the closing time and last date fixed by the company.

12. No postal ballots were received after 05.00 pm on 11th June, 2018, last time and dated fixed by the company.
13. Our responsibility as a scrutinizer is to scrutinize the physical ballot papers and e-voting process in a fair and transparent manner and prepare scrutinizer report based on the report generated from the voting system provided by the CDSL India.
14. No Shareholder has voted through E-Voting as well as Postal Ballot.
15. Consolidated result of voting through E-Voting and Postal Ballot are as under:

Item No. 1: TO AUTHORIZE BOARD OF DIRECTORS TO PROVIDE LOAN AND INVESTMENT UNDER SECTION 186 OF THE COMPANIES ACT, 2013:

(i) Voted in favor of the resolution:

Particulars	Number of members voted	Number of votes cast	% of total number of votes cast
E-voting	52	9706691	99.91
Ballot Paper	8	1892	100

(ii) Voted against the resolution:

Particulars	Number of members voted	Number of votes cast	% of total number of votes cast
E-voting	2	8396	0.09

P. K. PANDA & CO. Company Secretaries Chennai-30

For UNIPLY INDUSTRIES LTD.

Managing Director

Ballot Paper	0	0	0

(iii) Abstained Votes:

Particulars	Number of member	Number of shares
E-voting	1	28
Ballot Paper	0	0

Based on the above, the above Special Resolution has been passed with Requisite Majority.

Item No. 2: TO ALTER THE MAIN OBJECT CLAUSE IN THE MEMORANDUM OF ASSOCIATION OF THE COMPANY:

(i) Voted in favor of the resolution:

Particulars	Number of members voted	Number of votes cast	% of total number of votes cast
E-voting	53	9713087	99.98
Ballot Paper	8	1892	100

(ii) Voted against the resolution:

Particulars	Number of members voted	Number of votes cast	% of total number of votes cast
E-voting	1	2000	0.02
Ballot Paper	0	0	0

(iii) Abstained Votes:

P. K. PANDA & Co. Company Secretaries No. 15, Old 6, West Cross St., Shenoy Nagar, Chennai-30

For UNIPLY INDUSTRIES LTD.

Managing Director

Particulars	Number of member	Number of shares
E-voting	1	28
Ballot Paper	0	0

Based on the above, the above Special Resolution has been passed with Requisite Majority.

Item No. 3: TO CONSIDER AND APPROVE THE PROPOSAL OF SUB-DIVIDING/ SPLITTING OF FACE VALUE OF EQUITY SHARES FROM RS. 10/- EACH TO RS. 2/- EACH OF THE COMPANY AS PER SECTION 61(1)(D) OF THE COMPANIES ACT, 2013:

(i) Voted in favor of the resolution:

Particulars	Number of members voted	Number of votes cast	% of total number of votes cast
E-voting	54	9713115	99.98
Ballot Paper	8	1892	100

(ii) Voted against the resolution:

Particulars	Number of members voted	Number of votes cast	% of total number of votes cast
E-voting	1	2000	0.02
Ballot Paper	0	0	0

(iii) Abstained Votes:

Particulars	Number of members voted	Number of Shares

For UNIPLY INDUSTRIES LTD.

Srinivasan

Managing Director

E-voting	0	0
Ballot Paper	0	0

Based on the above, the above Special Resolution has been passed with Requisite Majority.

Item No. 4: TO CONSIDER AND APPROVE ALTERATION OF 'CAPITAL CLAUSE' OF MEMORANDUM OF ASSOCIATION AS PER THE SECTIONS 13, 61 AND ALL OTHER APPLICABLE PROVISIONS, IF ANY, OF THE COMPANIES ACT, 2013.

(i) Voted in favor of the resolution:

Particulars	Number of members voted	Number of votes cast	% of total number of votes cast
E-voting	53	9713087	99.98
Ballot Paper	8	1892	100

(ii) Voted against the resolution:

Particulars	Number of members voted	Number of votes cast	% of total number of votes cast
E-voting	1	2000	0.02
Ballot Paper	0	0	0

(iii) Abstained Votes:

Particulars	Number of members	Number of shares
E-voting	1	28
Ballot Paper	0	0

Based on the above, the above Special Resolution has been passed with Requisite Majority.

P. K. PANDA & CO. Company Secretaries No. 15, Old 6, 7th West Cross St, Shenoy Nagar, Chennai-30

For UNIPLY INDUSTRIES LTD.

Srinivasan

Managing Director

16. The register giving particulars of postal ballots received and votes cast by electronic means is enclosed for your perusal and record.
17. The ballot papers and all other relevant records are sealed and shall be handed over to the company secretary / Director authorized by the board for safe keeping.

Thanking You,

Yours faithfully,

For M/s. P.K.PANDA & CO.

Practicing Company Secretaries

Surendra Kumar Sahoo
ACS 19368
CP NO.18385

P. K. PANDA & CO. Company Secretaries
No. 15, Old S. 7th WestCross St. Shenoy Nagar, Chennai-30

For UNIPLY INDUSTRIES LTD.

Managing Director