Seshasayee
Paper and
Boards Limited

Regd Office & Works : Pallipalayam, Namakkal District,
Erode - 638 007, Tamilnadu, India, Ph : 91 - 4288 - 240221 to 240228
Fax: 91 - 4288 - 240229 email : edoff@spbltd.com Web : www.spbltd.com
CIN : L21012TZ1960PLC000364

Ref: SH/ S 6/ 545 **2019 07 27**

The Manager
Listing Department
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor
Plot No C/1, G Block
Bandra - Kurla Complex, Bandra (E)
Mumbai 400 051

Corporate Services
Department
BSE Limited
Floor 25,P J Towers
Dalal Street
Mumbai 400 001

Dear Sir,

Sub: Disclosure of Voting Result of the 59th Annual General Meeting of Seshasayee Paper and Boards Limited held on 27th July 2019, as per the requirements of Regulation 44(3) of Listing Regulations.

The Company offered the following voting facilities for all the Seven (7) Resolution proposed in the 59th Annual General Meeting held on 27 07 2019.

a) Remote e-voting in the terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rule 2014.

b) Voting on Poll at the venue of AAGM pursuant to Rule 20(4) (iii) (B) of the Companies (Management and Administration) Rule 2014.

The details of voting results of the 59th Annual General Meeting of the Company held on 27 07 2019 are enclosed (Annexure-I) in the format prescribed under Regulation 44(3) of the Listing Regulation rad with SEBI Circular dated 4th November 2015.

Thanking you,

Yours faithfully
For Seshasayee Paper and Boards Limited

(V PICHAI)
Deputy Managing Director & Secretary

Encl: As above

ISO 9001/14001 and OHSAS 18001 CERTIFIED

SESHASAYEE PAPER AND BOARDS LIMITED
ERODE

Details of 59th Annual General Meeting

Sl. No.	Particulars	Details
1	Date of AGM	27 07 2019
2	Total No. of Shareholders on record date	12 812
3	No. of Shareholders present in the meeting either in person or through proxy:	
	(i) Promoters and Promoter Group	13
	(ii) Public	630
4	No. of Shareholders attended the meeting through Video Conferencing:	
	(i) Promoters and Promoter Group	Not Applicable
	(ii) Public	Not Applicable

SESHASAYEE PAPER AND BOARDS LIMITED

Annexure - I

Date of AGM	27 07 2019
Total number of Shareholders on record date	12 812
No. of Shareholders present in the meeting either in person or through proxy :	
(i) Promoters and Promoter Group	13
(ii) Public	630
No. of Shareholders attended the meeting through Video Conferencing :	
(i) Promoters and Promoter Group	NA
(ii) Public	NA

Resolution required : (Ordinary / Special)			**Ordinary Resolution - Adoption of Audited Financial Statements (Including the Consolidated Financial Statements) for the year ended March 31, 2019 and Report of Directors and Auditors thereon.**					
Whether Promoter / Promoter Group are interested in the agenda / resolution ?			**No**					
Category	**Mode of Voting**	**No.of Shares held (1)**	**No. of Votes Polled (2)**	**% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100**	**No. of Votes - in favour (4)**	**No. of Votes - against (5)**	**% of Votes in favour on votes polled (6)=[(4)/(2)]*100**	**% of Votes against on votes polled (7)=[(5)/(2)]*100**
Promoter and Promoter Group	**E-Voting**	5380004	5380004	100.00	5380004	0	100.000	0.000
	Poll	5380004	0.00	0.00	0.00	0	0.000	0.000
	Postal Ballot (if applicable)	5380004	0.00	0.00	0.00	0	0.000	0.000
Public - Institutions	**E-Voting**	434971	428678	98.55	428678	0	100.000	0.000
	Poll	434971	0.00	0.00	0.00	0	0.000	0.000
	Postal Ballot (if applicable)	434971	0.00	0.00	0.00	0	0.000	0.000
Public - Non Institutions	**E-Voting**	6798653	1488433	21.89	1488433	0	100.000	0.000
	Poll	6798653	2160	0.03	2160	0	100.000	0.000
	Postal Ballot (if applicable)	6798653	0.00	0.00	0.00	0	0.000	0.000
Total		**12613628**	**7299275**	**57.87**	**7299275**	**0**	100.000	**0.000**



Resolution required : (Ordinary / Special)			Ordinary Resolution - Declaration of Dividend					
Whether Promoter / Promoter Group are interested in the agenda / resolution ?			No					
Category	Mode of Voting	No.of Shares held (1)	No. of Votes Polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	5380004	5380004	100.00	5380004	0	100.000	0.000
	Poll	5380004	0.00	0.00	0.00	0	0.000	0.000
	Postal Ballot (if applicable)	5380004	0.00	0.00	0.00	0	0.000	0.000
Public - Institutions	E-Voting	434971	428678	98.55	428678	0	100.000	0.000
	Poll	434971	0.00	0.00	0.00	0	0.000	0.000
	Postal Ballot (if applicable)	434971	0.00	0.00	0.00	0	0.000	0.000
Public - Non Institutions	E-Voting	6798653	1488433	21.89	1488433	0	100.000	0.000
	Poll	6798653	2415	0.04	2415	0	100.000	0.000
	Postal Ballot (if applicable)	6798653	0.00	0.00	0.00	0	0.000	0.000
Total		12613628	7299530	57.87	7299530	0	100.000	0.000

Resolution required : (Ordinary / Special)			Ordinary Resolution - Re-appointment of Sri N Gopalaratnam, Chairman					
Whether Promoter / Promoter Group are interested in the agenda / resolution ?			No					
Category	Mode of Voting	No.of Shares held (1)	No. of Votes Polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	5380004	5380004	100.00	5380004	0	100.000	0.000
	Poll	5380004	0.00	0.00	0.00	0	0.000	0.000
	Postal Ballot (if applicable)	5380004	0.00	0.00	0.00	0	0.000	0.000
Public - Institutions	E-Voting	434971	428678	98.55	428678	0	100.000	0.000
	Poll	434971	0.00	0.00	0.00	0	0.000	0.000
	Postal Ballot (if applicable)	434971	0.00	0.00	0.00	0	0.000	0.000
Public - Non Institutions	E-Voting	6798653	1488428	21.89	1488370	58	99.996	0.004
	Poll	6798653	2415	0.04	2415	0	100.000	0.000
	Postal Ballot (if applicable)	6798653	0.00	0.00	0.00	0	0.000	0.000
Total		12613628	7299525	57.87	7299467	58	99.999	0.001



Resolution required : (Ordinary / Special)			Ordinary Resolution - Remuneration to Cost Auditor					
Whether Promoter / Promoter Group are interested in the agenda / resolution ?			No					
Category	Mode of Voting	No.of Shares held (1)	No. of Votes Polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	5380004	5380004	100.00	5380004	0	100.000	0.000
	Poll	5380004	0.00	0.00	0.00	0	0.000	0.000
	Postal Ballot (if applicable)	5380004	0.00	0.00	0.00	0	0.000	0.000
Public - Institutions	E-Voting	434971	428678	98.55	428678	0	100.000	0.000
	Poll	434971	0.00	0.00	0.00	0	0.000	0.000
	Postal Ballot (if applicable)	434971	0.00	0.00	0.00	0	0.000	0.000
Public - Non Institutions	E-Voting	6798653	1488428	21.89	1488370	58	99.996	0.004
	Poll	6798653	2415	0.04	2415	0	100.000	0.000
	Postal Ballot (if applicable)	6798653	0.00	0.00	0.00	0	0.000	0.000
Total		12613628	7299525	57.87	7299467	58	99.999	0.001

Resolution required : (Ordinary / Special)			Ordinary Resolution - Sub-division of existing Equity Share of face value of Rs 10/-(Ten) each fully paid up into five Equity Shares of face value of Rs 2/-(Two) each fully paid up.					
Whether Promoter / Promoter Group are interested in the agenda / resolution ?			No					
Category	Mode of Voting	No.of Shares held (1)	No. of Votes Polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	5380004	5380004	100.00	5380004	0	100.000	0.000
	Poll	5380004	0.00	0.00	0.00	0	0.000	0.000
	Postal Ballot (if applicable)	5380004	0.00	0.00	0.00	0	0.000	0.000
Public - Institutions	E-Voting	434971	428678	98.55	428678	0	100.000	0.000
	Poll	434971	0.00	0.00	0.00	0	0.000	0.000
	Postal Ballot (if applicable)	434971	0.00	0.00	0.00	0	0.000	0.000
Public - Non Institutions	E-Voting	6798653	1488428	21.89	1488428	0	100.000	0.000
	Poll	6798653	2160	0.03	2105	55	97.454	2.546
	Postal Ballot (if applicable)	6798653	0.00	0.00	0.00	0	0.000	0.000
Total		12613628	7299270	57.87	7299215	55	99.999	0.001



Resolution required : (Ordinary / Special)			Ordinary Resolution - Alteration of Capital Clause V of the Memorandum of Association					
Whether Promoter / Promoter Group are interested in the agenda / resolution ?			No					
Category	Mode of Voting	No.of Shares held (1)	No. of Votes Polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	5380004	5380004	100.00	5380004	0	100.000	0.000
	Poll	5380004	0.00	0.00	0.00	0	0.000	0.000
	Postal Ballot (if applicable)	5380004	0.00	0.00	0.00	0	0.000	0.000
Public - Institutions	E-Voting	434971	428678	98.55	428678	0	100.000	0.000
	Poll	434971	0.00	0.00	0.00	0	0.000	0.000
	Postal Ballot (if applicable)	434971	0.00	0.00	0.00	0	0.000	0.000
Public - Non Institutions	E-Voting	6798653	1488428	21.89	1488428	0	100.000	0.000
	Poll	6798653	2415	0.04	2415	0	100.000	0.000
	Postal Ballot (if applicable)	6798653	0.00	0.00	0.00	0	0.000	0.000
Total		12613628	7299525	57.87	7299525	0	100.000	0.000

Resolution required : (Ordinary / Special)			Special Resolution - Alteration of Capital Clause 6 of the Articles of Association					
Whether Promoter / Promoter Group are interested in the agenda / resolution ?			No					
Category	Mode of Voting	No.of Shares held (1)	No. of Votes Polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	5380004	5380004	100.00	5380004	0	100.000	0.000
	Poll	5380004	0.00	0.00	0.00	0	0.000	0.000
	Postal Ballot (if applicable)	5380004	0.00	0.00	0.00	0	0.000	0.000
Public - Institutions	E-Voting	434971	428678	98.55	428678	0	100.000	0.000
	Poll	434971	0.00	0.00	0.00	0	0.000	0.000
	Postal Ballot (if applicable)	434971	0.00	0.00	0.00	0	0.000	0.000
Public - Non Institutions	E-Voting	6798653	1488428	21.89	1488370	58	99.996	0.004
	Poll	6798653	2415	0.04	2415	0	100.000	0.000
	Postal Ballot (if applicable)	6798653	0.00	0.00	0.00	0	0.000	0.000
Total		12613628	7299525	57.87	7299467	58	99.999	0.001



B.K.SUNDARAM & ASSOCIATES
COMPANY SECRETARIES.

B.KALYANASUNDARAM,
B.Com.,ACMA.,ACS.,

OFFICE:
29 & 30,PANDAMANGALAM AGRAHARAM,
WORIUR,TRICHY-620003.
PHONE:- 0431- 2761590.
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REPORT OF SCRUTINIZER

[pursuant to Sections 108 and 109 of the Companies Act, 2013 read with Rules 20 and 21 of the Companies (Management and Administration) Rules,2014]

To
The Chairman
Seshasayee Paper and Boards Limited
Pallipalayam, Cauvery R.S. PO,
Erode - 638007

I, B. Kalyanasundaram, Practising Company Secretary, (CP. NO.2209 & M.NO.A672), Proprietor of M/s. B. K. SUNDARAM & ASSOCIATES, COMPANY SECRETARIES have been appointed as a scrutinizer by M/s. Seshasayee Paper and Boards Limited, (CIN: L21012TZ1960PLC000364) having its Registered Office at Pallipalayam, Cauvery R.S. PO, Erode - 638007 for the purpose of scrutinizing the process of e-voting and voting by use of ballot at the meeting (Voting at AGM) in a fair and transparent manner and ascertaining the votes cast FOR and AGAINST through e-voting and voting by use of ballot at the meeting (Voting at AGM), as per Section 108 and 109 of the Companies Act, 2013 read with Rules 20 & 21 of the Companies (Management and Administration)Rules, 2014 on the below mentioned resolutions, I submit my report as under:-

1. The e-voting period remained open from 24th July, 2019 (9.00 A.M.) to 26th July, 2019 (5.00 P.M.) through e-voting services provided by National Securities Depository Limited (NSDL).

2. The votes cast through ballot paper at the venue of the Annual General Meeting (AGM) held on 27th July, 2019 were considered for my scrutiny and counted. A report in the prescribed Form No. MGT-13 under Rule 21 of the Companies (Management and Administration) Rules, 2014 which has been furnished separately to the Chairman of the meeting.

3. The e-votes were unblocked through the menu provided in the NSDL website on 21ST July, 2018 after the conclusion of the AGM in the presence of two witnesses viz Mr. R. KALYANARAMAN and Mr. K. KARTHIKEYAN who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

(R. KALYANARAMAN) (K. KARTHIKEYAN)

4. Thereafter, the details containing, inter-alia, list of equity shareholders, who voted electronically were downloaded from the e-voting website of NSDL (https://www.evoting.nsdl.com). The valid e-votes cast 'For' and 'Against' were taken in to consideration while preparing the result of e-voting.

5. Based on the counting of valid votes cast thro' e-voting and valid votes cast thro' polling papers at the AGM venue, I furnish hereunder the consolidated result:

Sl. No.	Particulars of the Business	Voted for				Voted against		
	ORDINARY BUSINESS		No. of Members	No. of votes	Vote %	No. of Members	No. of Votes	Vote %
1.	**Agenda item No.1:** Adoption of Accounts, etc	Poll	23	2160		0	0	
		E-voting	69	7297115		0	0	
		Total	**92**	**7299275**	**100**	**0**	**0**	**0**

D.K. SUNDARAM & ASSOCIATES * COMPANY SECRETARIES * TRICHY

Sl. No.	Particulars of the Business	Voted for				Voted against		
	ORDINARY BUSINESS		No. of Members	No. of votes	Vote %	No. of Members	No. of Votes	Vote %
2.	**Agenda item No.2:** Declaration of Dividend	Poll	25	2415		0	0	
		E-voting	69	7297115		0	0	
		Total	**94**	**7299530**	**100**	**0**	**0**	**0**
3.	**Agenda item No.3:** Re-appointment of retiring Director	Poll	25	2415		0	0	
		E-voting	67	7297052		1	58	
		Total	**92**	**7299467**	**99.99**	**1**	**58**	**0.01**

Sl. No.	Particulars of the Business	Voted for				Voted against		
	SPECIAL BUSINESS		No. of Members	No. of votes	Vote %	No. of Members	No. of Votes	Vote %
4.	**Agenda item No.4:** Remuneration to Cost Auditor	Poll	25	2415		0	0	
		E-voting	67	7297052		1	58	
		Total	**92**	**7299467**	**99.99**	**1**	**58**	**0.01**

B.M. SUNDARAM & ASSOCIATES * TRICHY * COMPANY SECRETARIES

Sl. No.	Particulars of the Business	Voted for				Voted against		
	SPECIAL BUSINESS		No. of Members	No. of votes	Vote %	No. of Members	No. of Votes	Vote %
5.	**Agenda item No.5:** Sub-division of existing Equity Shares of face value of Rs.10/- (Ten) each fully paid-up into five Equity Shares of face value of Rs.2/- (Two) each fully paid-up	Poll	22	2105		1	55	
		E-voting	68	7297110		0	0	
		Total	**90**	**7299215**	**99.99**	**1**	**55**	**0.01**
6.	**Agenda item No.6:** Alteration of Capital Clause V of the Memorandum of Association	Poll	25	2415		0	0	
		E-voting	68	7297110		0	**0**	
		Total	**93**	**7299525**	**100**	**0**	**0**	**0**
7.	**Agenda item No.7:** Alteration of Capital Clause 6 of the Articles of Association	Poll	25	2415		0	0	
		E-voting	67	7297052		1	58	
		Total	**92**	**7299467**	**99.99**	**1**	**58**	**0.01**

6. The downloaded e-voting records, ballot forms and other connected papers relating to e-voting and voting at the AGM shall remain in my safe custody until the Chairman considers this report of Scrutinizer and uploads / announces the result in their website (www.spbltd.com) and thereafter the same will be handed over to the Deputy Managing Director & Secretary of the Company for safe keeping.

Place : Pallipalayam
Date : 27-07-2019

B.K. SUNDARAM & ASSOCIATES COMPANY SECRETARIES TRICHY

For B.K.SUNDARAM & ASSOCIATES
COMPANY SECRETARIES

B.KALYANASUNDARAM
PRACTISING COMPANY SECRETARY
CP: 2209,