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/ 270 **2019 03 29**

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

Dear Sir,

Sub: Submission of details regarding the voting results of the Postal Ballot as per format prescribed under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015

Further to the above mentioned subject, we herewith enclose the results of voting of the Members of the Company, conducted by way of Postal Ballot (including electronic voting) as per the format prescribed under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 in Annexure I attached along with this letter.

Please note that all the three Resolutions have been passed with requisite majority as prescribed under applicable Laws.

This is for your information, records and necessary action. Kindly acknowledge receipt.

Thanking you,

Yours faithfully
For Seshasayee Paper and Boards Limited

(V PICHAI)
Deputy Managing Director & Secretary

Encl:

ISO 9001/14001 and OHSAS 18001
CERTIFIED

Annexure - I

Date of the ~~AGM / EGM~~ / Postal Ballot	
Total number of Shareholders on record date	12,541
No. of Shareholders present in the meeting either in person or through proxy :	
(i) Promoters and Promoter Group	NA
(ii) Public	NA
No. of Shareholders attended the meeting through Video Conferencing :	
(i) Promoters and Promoter Group	NA
(ii) Public	NA

Resolution required : (Ordinary / Special)			**Special Resolution - Re-appointment of Dr S Narayan, as Independent Director**					
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	100.00	0.00
	Poll	5380004	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	5380004	0	0.00	0	0	0.00	0.00
Public - Institutions	**E-Voting**	2444402	428678	17.54	428678	0	100.00	0.00
	Poll	2444402	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	2444402	0	0.00	0	0	0.00	0.00
Public - Non Institutions	**E-Voting**	4789222	1395876	29.15	1394849	1027	99.93	0.07
	Poll	4789222	29868	0.62	29767	101	99.66	0.34
	Postal Ballot (if applicable)	4789222	0	0.00	0	0	0.00	0.00
Total		**12613628**	**7234426**	**57.35**	**7233298**	**1128**	**99.98**	**0.02**

Resolution required : (Ordinary / Special)			Special Resolution - Re-appointment of Sri V Sridar, as Independent Director					
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	100.00	0.00
	Poll	5380004	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	5380004	0	0.00	0	0	0.00	0.00
Public - Institutions	E-Voting	2444402	428678	17.54	428678	0	100.00	0.00
	Poll	2444402	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	2444402	0	0.00	0	0	0.00	0.00
Public - Non Institutions	E-Voting	4789222	1395876	29.15	1394751	1125	99.92	0.08
	Poll	4789222	29868	0.62	29767	101	99.66	0.34
	Postal Ballot (if applicable)	4789222	0	0.00	0	0	0.00	0.00
Total		**12613628**	**7234426**	**57.35**	**7233200**	**1226**	**99.98**	**0.02**

Resolution required : (Ordinary / Special)			Ordinary Resolution - Appointment of Sri Mohan Verghese Chunkath, as Independent Director					
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	100.00	0.00
	Poll	5380004	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	5380004	0	0.00	0	0	0.00	0.00
Public - Institutions	E-Voting	2444402	428678	17.54	428678	0	100.00	0.00
	Poll	2444402	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	2444402	0	0.00	0	0	0.00	0.00
Public - Non Institutions	E-Voting	4789222	1395876	29.15	1394791	1085	99.92	0.08
	Poll	4789222	29868	0.62	29767	101	99.66	0.34
	Postal Ballot (if applicable)	4789222	0	0.00	0	0	0.00	0.00
Total		**12613628**	**7234426**	**57.35**	**7233240**	**1186**	**99.98**	**0.02**

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 & 110 of the Companies Act, 2013 and Rules 20 and 22 of the Companies (Management and Administration) Rules,2014 read with Clause 44 of the SEBI (LODR) Regulations, 2015]

To
The Chairman
SESHASAYEE PAPER AND BOARDS LIMITED
PALLIPALAYAM, CAUVERY R.S. PO,
ERODE-638 007

I, B. KALYANASUNDARAM, PRACTISING COMPANY SECRETARY, (CP. NO. 2209 & M.NO. A672), Prop. of M/s. B.K.SUNDARAM & ASSOCIATES, COMPANY SECRETARIES have been appointed as scrutinizer by M/s. SESHASAYEE PAPER AND BOARDS LIMITED, (CIN: L21012TZ1960PLC000364) having its registered office at PALLIPALAYAM, CAUVERY R.S.PO, ERODE-638 007 for the purpose of scrutinizing the process of e-voting & postal ballot in a fair and transparent manner and ascertaining the votes cast for and against through e-voting & postal ballot, as per Section 108 and 110 of the Companies Act,2013 read with Rules 20 & 22 of the Companies (Management and Administration) Rules, 2014 and Clause 44 of the SEBI (LODR) Regulations, 2015, I submit my report as under:-

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

1. All postal ballot forms received up to the close of working hours at 05.00 PM on 27th March 2019, the last date and time fixed by the Company for receipt of the forms, were considered for my scrutiny.

2. The e-voting period remained open from 25th February 2019 (10.30 am) to 27th March 2019 (5.00 pm) through e-voting services provided by National Securities Depository Limited (NSDL).

3. The e-votes were unblocked through the menu provided in the NSDL website on 27th March 2019 after the closing hour of 5.00 P.M. in the presence of two witnesses viz Mr. B.RAMAMURTHY and Mr. K. SANKARA SUBRAMANIAN who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

(B.RAMAMURTHY) (K.SANKARA SUBRAMANIAN)

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

P.K. SUBBARAM & ASSOCIATES TRICHY COMPANY SECRETARIES

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5. A summary of the Postal ballot forms received is given below:-

PARTICULARS	NO. OF POSTAL BALLOT FORMS
(a) Total postal ballot forms received	198
(b) ***Less:*** Invalid postal ballot forms	32
(c) Net Valid Postal ballot forms taken in to consideration while preparing the result of postal ballot	166

7. Based on the e-votes cast 'For' and 'Against' and based on the scrutiny of the valid postal ballot forms I furnish hereunder the result of the e-voting & postal ballot :-

Agenda Item No.	Particulars of the Agenda	Voted for				Voted against		
		Mode of Voting	No. of Members	No. of votes	Vote %	No. of Members	No. of Votes	Vote %
1	**SPECIAL BUSINESS:-** **Agenda Item No.1:-** Re-appointment of Dr. S Narayan, as an Independent Director	Postal ballot	163	29767		3	101	
		E-voting	105	7203531		8	1027	
		TOTAL	**268**	**7233298**	**99.98**	**11**	**1128**	**0.02**

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

Agenda Item No.	Particulars of the Agenda	Voted for				Voted against		
		Mode of Voting	No. of Members	No. of votes	Vote %	No. of Members	No. of Votes	Vote %
2	**SPECIAL BUSINESS:-** **Agenda item No.2:-** Re-appointment of Sri. V Sridar, as an Independent Director	Postal ballot	163	29767		3	101	
		E-voting	105	7203433		8	1125	
		TOTAL	**268**	**7233200**	**99.98**	**11**	**1226**	**0.02**
3	**SPECIAL BUSINESS:-** **Agenda item No.3:-** Appointment of Mr. Mohan Verghese Chunkath, IAS (Retd.) as an Independent Director	Postal ballot	163	29767		3	101	
		E-voting	105	7203473		8	1085	
		TOTAL	**268**	**7233240**	**99.98**	**11**	**1186**	**0.02**

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B. K. SUNDARAM & ASSOCIATES ★ COMPANY SECRETARIES ★ TRICHY

The downloaded e-voting records, postal ballot forms and other connected papers relating to e-voting and postal ballot shall remain in my safe custody until the Chairman considers this report of Scrutinizer and announces the result on 29th March 2019 at 11.30 a.m. at the Registered Office of the Company and thereafter the same will be handed over to the Deputy Managing Director & Secretary of the Company for safe keeping.

PLACE : TRICHY
DATE : 28-03-2019



For B.K.SUNDARAM & ASSOCIATES
COMPANY SECRETARIES

B.KALYANASUNDARAM
PRACTISING COMPANY SECRETARY
CP: 2209.