

GREENLAM/2024-25
April 15, 2024

The Manager

BSE Limited
Department of Corporate Services
Floor 25, P. J. Towers, Dalal Street
Mumbai - 400 001
Fax No. 022-2272-3121/1278/1557/3354
Email: corp.relations@bseindia.com

The Manager

National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex
Bandra (E)
Mumbai - 400 051
Fax No. 022-2659-8237/8238/8347/8348
Email: cmist@nse.co.in

BSE Scrip Code: **538979**

NSE Symbol: **GREENLAM**

Sub.: Disclosure under Regulation 30 & 51 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") w.r.t. proceedings of the Postal Ballot

Dear Sir/ Madam,

Pursuant to Regulation 30 & 51 read with Schedule III of Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulation, 2015, we are enclosing herewith the proceedings of resolutions passed by the shareholders of the Company through Postal Ballot remote e-voting process on April 13, 2024, for the following special business:

1. Re-appointment of Mr. Sandip Das (DIN: 00116303) as an Independent Director of the Company.

You are requested to take the above information on records.

Thanking you,
Yours faithfully,

For GREENLAM INDUSTRIES LIMITED

PRAKASH KUMAR BISWAL
COMPANY SECRETARY &
VICE PRESIDENT – LEGAL

Encl: As above

PROCEEDINGS OF THE RESOLUTION PASSED BY THE SHAREHOLDERS OF THE COMPANY THROUGH POSTAL BALLOT REMOTE E-VOTING PROCESS ON APRIL 13, 2024

Pursuant to the provisions of Section 108, 110 and other applicable provisions of the Companies Act, 2013 read with the rules made thereunder (the "Act") and the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations") (including any statutory modification(s) or re-enactment thereof for the time being in force), Secretarial Standard-2 on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India, the Company had issued a Postal Ballot Notice dated February 02, 2024 ('Notice') to obtain approval of shareholders through Postal Ballot by remote e-voting for the following special business:

1. Re-appointment of Mr. Sandip Das (DIN: 00116303) as an Independent Director of the Company

In compliance with the General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, General Circular No. 10/2021 dated June 23, 2021 and General Circular No. 20/2021, dated December 08, 2021, General Circular 02/2022 dated May 05, 2022, General Circular 10/2022 dated December 28, 2022, General Circular 11/2022 dated December 28, 2022 and General Circular No. 09/2023 dated 25/09/2023 and other applicable circulars issued by the Ministry of Corporate Affairs ("MCA") and the Securities and Exchange Board of India ("SEBI") (hereinafter collectively referred to as "Circulars"), the Company had sent the Notice only by email to those members of the Company, whose names appeared on the Register of members/ list of beneficial owners as received from the Registrar and Transfer Agent and who had registered their email addresses with the Company and/or with the Depositories as on Friday, March 08, 2024 ("Cut-off date").

The Notice was also available on the Company's website, www.greenlamindustries.com and websites of the Stock Exchanges where the equity shares of the Company are listed i.e. BSE Limited, www.bseindia.com and National Stock Exchange of India Limited, www.nseindia.com and on the website of Link Intime India Private Limited ("LIPL"), the agency engaged by the Company for providing the facility of Remote e-voting to the Members of the Company at <https://instavote.linkintime.co.in/>.

In view of the aforesaid Circulars, voting through physical Postal Ballot Form was not applicable. The Company had availed the services of LIPL to provide the remote e-voting facility to the Members of the Company for the resolution proposed in the Notice.

The Members of the Company holding shares as on the Cut-off date were entitled to vote by way of assent or dissent on the resolution as set out in the Notice.

The advertisement containing the relevant details as required by the Companies (Management and Administration) Rules, 2014 as amended from time to time, was published on March 13, 2024 in Financial Express (English Language) all editions, and Jansatta (Hindi Language). The Remote e-voting period had commenced from Friday, March 15, 2024 (09:00 a.m. IST) and ended on Saturday, April 13, 2024 (5:00 p.m. IST) and the e-voting platform was blocked thereafter.

The Board of Directors of the Company at its Meeting held on February 02, 2024 had appointed Mr. Dilip Kumar Sarawagi (Membership No. A13020 and C.P No. 3090), Proprietor of DKS & Co., Practicing Company Secretary, as the Scrutinizer for conducting the Postal Ballot through remote e-voting process in a fair and transparent manner.

The Scrutinizer has submitted the report on April 15, 2024 to Mr. Shiv Prakash Mittal, Non-Executive Chairman of the Company.

The result relating to the Postal Ballot through e-voting is set out in the table below:

Resolutions	Mode of Voting	No. of Votes Polled	No. of votes cast in Favour	No. of Votes cast against	% of votes in favour of votes polled	% of votes against of votes polled
Re-appointment of Mr. Sandip Das (DIN: 00116303) as an Independent Director of the Company	Remote E-voting	81706591	81706311	280	99.9997	0.0003

On the basis of the report of the Scrutinizer, Mr. Shiv Prakash Mittal, Non-Executive Chairman of the Company declared the results of the Postal Ballot through remote e-voting on Monday, April 15, 2024.

The voting results of the Postal Ballot along with the Scrutinizer's report has been placed on the website of the Company at www.greenlamindustries.com and the websites of the Stock Exchanges where the equity shares of the Company are listed i.e. BSE Limited, www.bseindia.com and National Stock Exchange of India Limited, www.nseindia.com and on the website of LIPL, the agency engaged by the Company for providing the facility of remote e-voting to the Members of the Company at <https://instavote.linkintime.co.in/>.

On the basis of the Scrutinizers' report, the resolution as mentioned in the Notice has been duly approved by the Members and shall be deemed to have been passed on April 13, 2024, the last date of e-voting.

The resolution passed are as under:

1. SPECIAL RESOLUTION

Re-appointment of Mr. Sandip Das (DIN: 00116303) as an Independent Director of the Company.

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and all other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) (including any statutory modification(s), or re-enactment thereof for the time being in force) and Companies (Appointment and Qualification of Directors) Rules, 2014, Regulation 17 and all other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) and the provisions of the Articles of Association of the Company and based upon the recommendations of Nomination, Remuneration and Compensation Committee, Audit Committee and the Board of Directors, Mr. Sandip Das (DIN: 00116303), who was appointed as an Independent Director of the Company for a term of five consecutive years commencing from June 13, 2019 to June 12, 2024, and who is eligible for re-appointment and who meets the criteria for independence as provided in Section 149(6) of the Act along with the rules framed thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations and who has submitted a declaration to that effect be and is hereby reappointed as an Independent Director of the Company to hold office for a second term of 5 (Five) consecutive years commencing from June 13, 2024 to June 12, 2029 at such remuneration as may be approved by the Board/Members from time to time and he shall not be liable to retire by rotation.

RESOLVED FURTHER THAT Mr. Shiv Prakash Mittal (DIN: 00237242), Non-Executive Chairman, Mr. Saurabh Mittal (DIN: 00273917), Managing Director & CEO, Mr. Ashok Kumar Sharma, Chief Financial Officer and Mr. Prakash Kumar Biswal, Company Secretary & Vice President - Legal be and are hereby severally authorised to take such steps and to do all such acts, deeds, matters and things as may be required to give effect to the foregoing resolution.”

For Greenlam Industries Limited

**PRAKASH KUMAR BISWAL
COMPANY SECRETARY &
VICE PRESIDENT- LEGAL**