

GPIL/2022-2023
January 05, 2023

The Manager
BSE Limited
Department of Corporate Services
Floor 25, P. J. Towers, Dalal Street
Mumbai-400001
Scrip Code: 542857

The Manager
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex
Bandra (E),
Mumbai - 400051
Symbol - GREENPANEL

Dear Sir/Madam,

Sub: Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) 2015 in relation to the Postal Ballot

Pursuant to the Regulation 30 read with Schedule III of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the proceedings of the special resolutions passed by the shareholders through Postal Ballot by remote e-voting on January 04, 2023.

Kindly take the same on record.

Thanking You

Yours faithfully
For **GREENPANEL INDUSTRIES LIMITED**

(Lawkush Prasad)
Company Secretary & AVP – Legal
ACS:18675

Encl.: As above

PROCEEDINGS OF THE RESOLUTIONS PASSED THROUGH POSTAL BALLOT BY WAY OF REMOTE E-VOTING PROCESS BY MEMBERS OF THE COMPANY ON WEDNESDAY, JANUARY 04, 2023, RESULTS OF WHICH DECLARED ON THURSDAY, JANUARY 05, 2023

Pursuant to Section 108 and Section 110 of the Companies Act, 2013, read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 as amended from time to time, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Secretarial Standards on General Meeting issued by the Institute of Company Secretaries of India, as amended and in accordance with the guidelines prescribed by the Ministry of Corporate Affairs for holding general meeting/conducting postal ballot process through e-voting vide General Circular No. 14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020, Circular No. 22/2020 dated June 15, 2020, Circular No. 33/2020 dated September 28, 2020, Circular No. 39/2020 dated December 31, 2020, Circular No. 10/2021 dated June 23, 2021, Circular No. 20/2021 dated December 8, 2021, circular No. 2/2022 and 3/2022 dated May 5, 2022 in view of the COVID-19 pandemic and other applicable laws, regulations, circulars, notifications (including any statutory modification or re-enactment thereof for the time being in force), the company has issued the postal ballot notice dated November 08, 2022 to obtain approval of shareholders.

In compliance with the aforesaid Circulars, the Postal Ballot Notice were sent only through electronic mode to those Shareholders whose e-mail addresses were registered with the Company/ Depositories/Registrar and Share Transfer Agent as on the cut-off date; December 02, 2022.

The Company had availed the services of Link Intime India Pvt. Ltd. to provide the remote e-voting facility to the equity shareholders of the Company for the resolution proposed in the postal ballot notice.

The Notice was also available on the Company's website, www.greenpanel.com and websites of the Stock Exchanges where the equity shares of the Company are listed i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com, respectively and on the website of Link Intime India Pvt. Ltd., 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>.

The Remote e-voting period commenced from 9.00 a.m. (IST) on December 06, 2022 and ended on 5.00 p.m. (IST) on January 04, 2023 and the e-voting platform blocked thereafter.

Pursuant to Rule 22(5) of the Companies (Management and Administration) Rules, 2014, the Board of Directors of the Company at its meeting held on November 08, 2022, had appointed Mr. Dilip Kumar Sarawagi (Mem. No.: A13020, C.P. No.: 3090), Practicing Company Secretary as the Scrutinizer to conduct the Postal Ballot through Remote e-voting process in a fair and transparent manner.

After scrutiny of votes cast through e-voting facility, Mr. Dilip Kumar Sarawagi had submitted his report to Mr. Shiv Prakash Mittal, Chairman of the Company, who has also countersigned the report.

Greenpanel Industries Limited

Corporate Office: Thapar House,
2nd Floor, 183, S.P. Mukherjee Road,
Kolkata, West Bengal - 700026
Tel No : +91 33 4084 0600
F : +91 33 2464 5525

Business Office: 3rd Floor, Plot No. 68,
Sector-44, Gurugram-122003, Haryana,
Tel No : +91 124 4784600
F : +91 124 4784699
Email: info@greenpanel.com

Registered Office:
Makum Road, Tinsukia 786125, Assam
CIN L20100AS2017PLC018272

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

Item No. 1: (Special resolution)

Shifting of Registered Office of the Company from the State of Assam to the State of West Bengal.

Category	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]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
Promoter and Promoter Group	65110000	65110000	100.00	65110000	0	100.00	0.00
Public Institutions	32927410	29072218	88.29	29072218	0	100.00	0.00
Public Non Institutions	24589985	248697	1.01	245662	3035	98.78	1.22
Total	122627395	94430915	77.01	94427880	3035	100.00	0.00

Item no. 2: (Special Resolution)

To keep Register of Members, Index of Members and Annual Return at the office of the Registrar and Share Transfer Agent of the Company.

Category	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]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
Promoter and Promoter Group	65110000	65110000	100.00	65110000	0	100.00	0.00
Public Institutions	32927410	29072218	88.29	29072218	0	100.00	0.00
Public Non Institutions	24589985	248624	1.01	245762	2862	98.85	1.15
Total	122627395	94430842	77.01	94427980	2862	100.00	0.00

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Based on the report of the Scrutinizer, Mr. Shiv Prakash Mittal, Executive Chairman of the Company declared the results of the Postal Ballot through remote e-voting on Thursday, January 05, 2023.

The resolutions passed are as follows:

1. SPECIAL RESOLUTION

SHIFTING OF REGISTERED OFFICE OF THE COMPANY FROM THE STATE OF ASSAM TO THE STATE OF WEST BENGAL.

“RESOLVED THAT pursuant to the provisions of Section 12, 13, 110 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with the rules framed thereunder (“Rules”), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) (including any statutory modification(s) or re-enactment thereof for the time being in force) and subject to the approval of the Central Government (Powers delegated to the Regional Director), and such other approvals, permissions and sanctions as may be required under the provisions of the Companies Act, 2013 or under any other law for the time being in force, the consent of the Shareholders of the Company be and is hereby accorded for shifting the Registered Office of the Company from the “State of Assam” to the “State of West Bengal” and consequently, to substitute and replace the existing Clause 2 of the Memorandum of Association of the Company by the following Clause :

“2. The Registered Office of the Company will be situated in the State of West Bengal.”

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters and things (including delegation of all or any of its powers herein to any of its Committee, Directors, Company Secretary or any other person(s) as it may in its absolute discretion, deem necessary or desirable for and on behalf of the Company.”

2. SPECIAL RESOLUTION

To keep Register of Members, Index of Members and Annual Return at the office of the Registrar and Share Transfer Agent of the Company

“RESOLVED THAT pursuant to the provisions of Section 94 and other applicable provisions, if any, of the Companies Act, 2013 and the rules thereunder (including any amendment thereto or re-enactment thereof for the time being in force) consent of the members be and is hereby accorded to keep the Register of Members, Index of Members along with other related documents thereto as maintained under the provisions of Section 88 and copies of the annual return filed under section 92 and other applicable provisions of the Companies Act, 2013 and rules made thereunder, at the office of the Registrar and Share Transfer Agent of the Company, Link Intime India Private Limited at C – 101, 247 Park, LBS

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Marg, Vikhroli West, Mumbai - 400083 upon change of connectivity of NSDL & CDSL from Maheshwari Datamatics Pvt. Ltd. to Link Intime India Pvt. Ltd. instead of keeping the same at the Registered Office of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company or any Committee thereof as constituted by the Board be and are hereby authorized to do all such things and take all such actions as may be required from time to time for giving effect to the above resolution and matters related thereto.”

Yours faithfully

For **GREENPANEL INDUSTRIES LIMITED**

(Lawkush Prasad)

Company Secretary & AVP – Legal

ACS:18675

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