



Greenply/2025-26  
30th December, 2025

**The Manager**  
BSE Limited  
Department of Corporate Services  
Floor 25, P. J. Towers, Dalal Street  
Mumbai - 400 001  
Scrip Code: 526797

**The Manager**  
National Stock Exchange of India Limited  
Exchange Plaza, Bandra Kurla Complex  
Bandra (E)  
Mumbai - 400 051  
Symbol - GREENPLY

Dear Sir/Madam,

**Sub: Submission of the minutes of the proceeding relating to the declaration of results of the Postal Ballot process through remote e-voting**

With reference to the captioned subject, please find enclosed minutes of the proceeding relating to the declaration of results of the Postal Ballot process through remote e-voting in respect to special business stated in the Postal Ballot Notice dated November 04, 2025.

Thanking you,

Yours faithfully,  
**For Greenply Industries Limited**

**Kaushal Kumar Agarwal**  
**Company Secretary &**  
**Vice president-legal**

Encl.: A/a

**MINUTES OF THE PROCEEDING RELATING TO THE RESULT OF THE POSTAL BALLOT VOTING THROUGH REMOTE E-VOTING PROCESS OF GREENPLY INDUSTRIES LIMITED HAVING ITS REGISTERED OFFICE AT “MADGUL LOUNGE”, 6TH FLOOR, 23 CHETLA CENTRAL ROAD, KOLKATA - 700 027 DECLARED ON TUESDAY, 30<sup>TH</sup> DECEMBER 2025 AT 3:00 P.M.**

---

The Company had completed the dispatch of postal ballot notice dated 4<sup>th</sup> November, 2025 on 29<sup>th</sup> November, 2025 only through electronic mode to all the shareholders of the Company, whose names appeared in the Register of Members/List of Beneficial Owners as on the “cut-off date” i.e., November 24, 2025 and whose e-mail addresses are registered with the Company/RTA/Depositories. The assent or dissent of the members were sought for passing of a special business only through remote e-voting on or before 5:00 p.m. on 29<sup>th</sup> December, 2025 (the last time and date fixed for remote e-voting). The advertisement containing relevant details as required by the Companies (Management and Administration) Rules, 2014 including any statutory modification or re-enactment thereof for the time being in force, was published on November 30, 2025 in “Aajkaal” (Bengali Language) and on December 01, 2025 in “Business Standard”, all editions (English Language).

The Board of Directors of the Company at their Meeting held on 4<sup>th</sup> November, 2025 had approved the said notice and appointed Mr. Dilip Kumar Sarawagi, Practicing Company Secretary, Proprietor of M/s. DKS & Co. of 173, M. G. Road, 1st Floor, Kolkata - 700 007 as the Scrutinizer for conducting the Postal Ballot process through remote e-voting in a fair and transparent manner.

According to the provisions of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 including any statutory modification or re-enactment thereof for the time being in force and other applicable provisions, if any, Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided only remote e-voting facility to its members in order to enable them to exercise their votes. The e-voting portal of CDSL for voting purpose was kept open from 09:00 a.m. (IST) on Sunday, November 30, 2025 to 5:00 p.m. (IST) Monday, December 29, 2025.

Mr. Dilip Kumar Sarawagi Practicing Company Secretary, Proprietor of M/s. DKS & Co. submitted his report on 30<sup>th</sup> December, 2025 to Mr. Rajesh Mittal, Chairman cum Managing Director of the Company.

On the basis of the report of the Scrutinizer Mr. Rajesh Mittal, Chairman cum Managing Director of the Company declared the results of the postal ballot voting by way of remote e-voting process on Tuesday, 30<sup>th</sup> December, 2025.

The result of postal ballot process through remote e-voting along with the Scrutinizer’s report shall be placed on the website of the Company at [www.greenply.com/investors](http://www.greenply.com/investors). The same shall also be publish in the newspapers Business Standard, English Language (all editions) and Aajkaal (Bengali Language) on 31<sup>st</sup> December, 2025.

On the basis of the Scrutinizer’s report, the Special Resolution as mentioned in the postal ballot notice dated 4<sup>th</sup> November, 2025 have been duly approved by the Members and shall be deemed to have been passed at an Extra-ordinary General Meeting on 29<sup>th</sup> December, 2025, being the last date of remote e-voting. The resolution passed is as under:

**Resolution No. 1 (Special Resolution):**

**RE-APPOINTMENT OF MR. RAJESH MITTAL [DIN: 00240900] AS AN EXECUTIVE DIRECTOR IN THE CAPACITY OF CHAIRMAN CUM MANAGING DIRECTOR OF THE COMPANY**

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, 203, read with Part I and Section I of Part II of Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (the “Act”) and the allied Rules framed thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force) and Regulation 17(6)(e) and other applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR”), applicable clauses of the Articles of Association of the Company, recommendation of the Nomination and Remuneration Committee and approval of Audit Committee and the Board of Directors, approval of the Members of the Company be and is hereby accorded for the re-appointment of Mr. Rajesh Mittal [DIN: 00240900] as an Executive Director in the capacity of Chairman cum Managing Director of the Company for a further period of 5 (five) years with effect from January 1, 2026 up to December 31, 2030 (both days inclusive), whose office shall be liable to retire by rotation, on the terms and conditions including remuneration as mentioned below be and is hereby approved:

**Salary & Perquisites:**

1	Basic Salary: Rs.23,00,000/- per month.
2	Commission: Not exceeding 1.5 (one and half) percent of net profit in an accounting year of the Company subject to availability of profit.
3	House Rent Allowance of Rs.7,30,000/- per month.
4	Other Allowances: Rs.7,70,000 per month.
5	Reimbursement of medical expenses incurred in India or abroad including hospitalisation, nursing home and surgical charges for himself and family subject to ceiling of one month salary in a year.
6	Reimbursements of actual travelling expenses for proceeding on leave with family to anywhere in India or abroad as per rules of the Company.
7	Reimbursement of membership fees for a maximum of two clubs.
8	Personal accidents and Mediclaim Insurance Policy, premium not to exceed Rs. 1,00,000/- per annum.
9	Car, Telephone, Cell Phone, PC shall be provided and their maintenance and running expenses shall be met by the Company. The use of above at residence for official purpose shall not be treated as perquisites.
10	Other benefits like Gratuity, Provident Fund, Leave etc. as applicable to the employees of the Company.

**Other Terms and Conditions:**

- The terms and conditions of re-appointment of Mr. Rajesh Mittal may be altered and varied from time to time by the Board in such manner as may be mutually agreed, subject to such approvals as may be required and within applicable limits of Companies Act, 2013 or any amendment or re-enactment thereof.
- No sitting fees will be paid to Mr. Rajesh Mittal for attending meeting of the Board of Directors or any committee thereof.
- His office shall be liable to determination by retirement of directors by rotation.
- The appointment may be terminated by either party by giving three months' notice of such termination or salary in lieu thereof or by mutual consent.

**RESOLVED FURTHER THAT** consent of the Members be and is hereby accorded for the payment of remuneration to Mr. Rajesh Mittal (Promoter of the Company), as Executive Director, notwithstanding that the same may be in excess of the limits prescribed under Regulation 17(6)(e) of the SEBI LODR, as amended from time to time.

**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 and give such directions as it may in its absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in this regard and also to delegate to the extent permitted by law, all or any of the powers herein conferred to any committee of directors or any director(s) or any other Key Managerial Personnel or any other officer(s) of the Company."

The summary of the voting result relating to the Postal Ballot voting through remote e-voting are set out in the table below:

	No. of issued shares of the Company	No. of votes polled	No. of valid votes polled	No. of invalid votes polled	No. of Valid Votes – in favour	No. of Valid Votes – against	% of Votes in favour on valid votes polled	% of Votes against on valid votes polled
	1	2	3	4	5	6	(7) = [(5)/(3)] * 100	(8) = [(6)/(3)] * 100
<b>Resolution 1:</b> Approval of re-appointment of Mr. Rajesh Mittal [DIN: 00240900] as an Executive Director in the capacity of Chairman Cum Managing Director of the Company.								
Physical		0	0	0	0	0	0.0000	0.0000
Electronic		106055640	106055640	0	103736850	2318790	97.8136	2.1864
<b>Total</b>	<b>12,48,87,795</b>	<b>106055640</b>	<b>106055640</b>	<b>0</b>	<b>103736850</b>	<b>2318790</b>	<b>97.8136</b>	<b>2.1864</b>

For **GREENPLY INDUSTRIES LIMITED**

**RAJESH MITTAL**  
**CHAIRMAN CUM MANAGING DIRECTOR**  
**(DIN: 00240900)**

Place: Kolkata  
Date: 30.12.2025