

March 13, 2021

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 Ltd.
Exchange Plaza, Bandra Kurla Complex,
Bandra (E)
Mumbai - 400 051
Fax No. 022-2659-8237/8238/8347/8348
Email: cmlist@nse.co.in

BSE Scrip Code: **538979**

NSE Symbol: **GREENLAM**

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

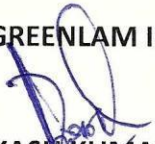
Dear Sir/ Madam,

Pursuant to 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 resolution passed for shifting the registered office of the Company from the State of Assam to the National Capital Territory of Delhi through Postal Ballot by remote e-voting on 12.03.2021.

The above is for your information and record.

Thanking You,
Yours faithfully,

For **GREENLAM INDUSTRIES LIMITED**


PRAKASH KUMAR BISWAL
COMPANY SECRETARY &
VICE PRESIDENT – LEGAL



Encl: As above

PROCEEDINGS OF THE SPECIAL RESOLUTION PASSED FOR SHIFTING THE REGISTERED OFFICE OF GREENLAM INDUSTRIES LIMITED ('COMPANY') FROM THE STATE OF ASSAM TO THE NATIONAL CAPITAL TERRITORY ('NCT') OF DELHI THROUGH POSTAL BALLOT BY REMOTE E-VOTING ON 12.03.2021

Pursuant to the provisions of Section 108, 110 and other applicable provisions of the Companies Act, 2013 read with the rules made thereunder and the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India, the Company had issued a Postal Ballot Notice dated February 02, 2021 ('Notice') to obtain approval of shareholders by way of special resolution through Postal Ballot by remote e-voting for shifting of the registered office of the Company from the State of Assam to the NCT of Delhi.

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. 39/2020 dated December 31, 2020 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, February 5, 2021 ("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, the voting through the physical Postal Ballot Form was not applicable.

The Company had availed the services of LIPL to provide the remote e-voting facility to the equity shareholders 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 February 11, 2021 in Business Standard (English Language) all editions, and Dainik Janambhumi (Assamese Language).

The e-voting facility to facilitate the shareholders of the Company as on the Cut-off date, was commenced from Thursday, February 11, 2021 (10:00 a.m. IST) and ended on Friday, March 12, 2021 (5:00 p.m. IST) and the e-voting platform was blocked thereafter.



The Board of Directors of the Company at their Meeting held on February 02, 2021 had appointed Ms. Nitu Poddar (Membership No. 37398 and C.P No. 15113), failing her Mr. Bunny Sehgal (Membership No. 39598 and C.P No. 15161), of M/s Vinod Kothari & Company, Practicing Company Secretaries, as the Scrutinizer for conducting the Postal Ballot process by e-voting in a fair and transparent manner.

Ms. Nitu Poddar, (C. P No. 15113) Senior Associate at M/s Vinod Kothari & Company, Practising Company Secretaries had submitted the report on March 13, 2021 to Mr. Shiv Prakash Mittal, Non-Executive Chairman of the Company.

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

Mode of voting	No. of votes polled	No. of votes in Favour	No. of votes Against	% of votes in Favour of vote polled	% of votes Against of vote polled
E-voting	1,73,75,017	1,73,75,014	3	100.00	0.00

On the basis of the report of the Scrutinizer, Mr. Shiv Prakash Mittal declared the results of the Postal Ballot by e-voting on Saturday, February 13, 2021.

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 Scrutinizer's report, the Resolutions as mentioned in the Notice has been duly approved by the Members and shall be deemed to have been passed on March 12, 2021, the last date of e-voting.

The resolution passed is as under:

"RESOLVED THAT pursuant to the provisions of Section 12, 13 and other applicable provisions, if any, of the Companies Act, 2013 (**"Act, 2013"**) read with the rules framed thereunder (**"Rules"**), 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 Central Government (Powers delegated to Regional Director), and such other approvals, permissions and sanctions as may be required under the provisions of the Act, 2013 or under any other law for the time being in force, the consent of the Members of the Company be and is hereby accorded for shifting the Registered Office of the Company from the **"State of Assam"** to the **"National Capital Territory ("NCT") of Delhi"**.



RESOLVED FURTHER THAT upon shifting of the registered office becoming effective, the existing Clause-II of the Memorandum of Association of the Company be substituted with the following new clause:


“II. The Registered Office of the Company will be situated in the National Capital Territory of Delhi.”

RESOLVED FURTHER THAT the Operational & Finance Committee of the Board of Directors of the Company be and is hereby authorized to finalize the address of Registered Office of the Company in NCT of Delhi, as they may consider appropriate.

RESOLVED FURTHER THAT Mr. Shiv Prakash Mittal, Non-Executive Chairman [DIN: 00237242], Mr. Saurabh Mittal, Managing Director & CEO [DIN: 00273917], Mr. Ashok Kumar Sharma, Chief Financial Officer and Mr. Prakash Kumar Biswal, Company Secretary & Vice President - Legal of the Company be and are hereby severally authorized to make necessary application to the Central Government, Regional Director, Registrar of Companies and other regulatory authorities in this matter, to appear before them, to make any modifications, changes, variations, alterations or revisions stipulated by the concerned authorities while according approval or consent, and to do all such acts, deeds, matters and things as may be necessary/incidental/ancillary to give effect to this resolution including execution/signing/filing of necessary forms/ documents/ affidavits/ indemnity/ undertakings/ declarations as may be required, from time to time.

RESOLVED FURTHER THAT the Operational & Finance Committee of the Board of Directors of the Company be and is hereby authorized to engage counsels/consultants/executives/advisors to represent the Company and appear on its behalf before the Central Government, Regional Director, Registrar of Companies, and other regulatory authorities in this matter and obtain the necessary directions and/or Order(s) upon confirmation by the concerned Regulatory Authority and do all such acts, deeds, matters and things as may be necessary to give effect to the above resolution including but not limited to signing, certification and filing of the e-Forms with the Registrar of Companies.”

For GREENLAM INDUSTRIES LIMITED


PRAKASH KUMAR BISWAL
COMPANY SECRETARY &
VICE PRESIDENT – LEGAL

