


Annexure 16 - ETC - B/R - Designated Stock Exchange



**CERTIFIED TRUE COPY OF THE EXTRACT OF THE RESOLUTION PASSED AT THE 49<sup>TH</sup> MEETING OF BOARD OF DIRECTORS OF GREENLAM INDUSTRIES LIMITED HELD ON THURSDAY, JUNE 30, 2022, AT THE REGISTERED OFFICE OF THE COMPANY AT 203, 2<sup>ND</sup> FLOOR, WEST WING, WORLDMARK 1, AEROCITY, IGI AIRPORT, HOSPITALITY DISTRICT, NEW DELHI – 110037**

**“RESOLVED THAT National Stock Exchange of India Limited be and is hereby appointed as the Designated Stock Exchange for coordinating with SEBI for obtaining approval of SEBI in terms of the SEBI Master Circular Number SEBI/HO/CFD/DIL1/CIR/P/2021/0000000665 dated November 23, 2021, issued by SEBI and applicable Regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”).”**

For **GREENLAM INDUSTRIES LIMITED**

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



Membership No.: ACS 19037

Address: Flat No. 1A, 53, H. L. Sarkar Road, Regent Park, Kolkata – 700070

July 07, 2022

To,  
Manager - Listing Compliance  
National Stock Exchange of India Limited  
'Exchange Plaza' C-1, Block G,  
Bandra Kurla Complex, Bandra (E),  
Mumbai - 400 051

Dear Sir,

**Sub: Application under Regulation 37 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 with respect to the proposed Scheme of Arrangement between HG Industries Limited (formerly Himalaya Granites Limited) ("Transferor Company") and Greenlam Industries Limited (the "Company" or "Transferee Company") and their respective shareholders and all concerned for the amalgamation of the Transferor Company with and into the Transferee Company ("Scheme")**

Details of Directors and Promoters of all the Companies involved in the Scheme:

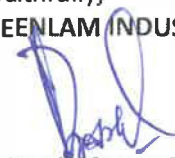
**List of Promoters/Promoters Group of Greenlam Industries Limited (Transferee Company)**

Sr. No	Name	Promoter/Promoter Group	PAN
1.	Mr. Saurabh Mittal	Promoter	AEAPM5901Q
2.	Mr. Shiv Prakash Mittal	Promoter Group	AEAPM0196F
3.	Mrs. Parul Mittal	Promoter Group	ABNPM8707E
4.	Mr. Santosh Mittal	Promoter Group	AEWPM9868G
5.	Master Jai Mittal	Promoter Group	CUTPM0007N
6.	Miss Jia Mittal	Promoter Group	CUTPM0009C
7.	SM Greenlam Investments Private Limited (formerly Greenply Leasing & Finance Private Limited)	Promoter Group	AAACG9286D

**List of Board of Directors of Greenlam Industries Limited (Transferee Company)**

Sr. No	Name	DIN	PAN
1.	Mr. Shiv Prakash Mittal	00237242	AEAPM0196F
2.	Mr. Saurabh Mittal	00273917	AEAPM5901Q
3.	Ms. Parul Mittal	00348783	ABNPM8707E
4.	Mr. Vijay Kumar Chopra	02103940	AAAPC0599A
5.	Mr. Sandip Das	00116303	AAJPD3650J
6.	Ms. Matangi Gowrishankar	01518137	AAGPG8973J
7.	Mr. Yogesh Kapur	00070038	AAAPK6067H

Thanking You,  
Yours faithfully,  
For GREENLAM INDUSTRIES LIMITED

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



Annexure 16C(b) - For NOT. issuing / re-issuing shares.



July 07, 2022


To,  
Manager - Listing Compliance  
National Stock Exchange of India Limited  
'Exchange Plaza', C-1, Block G,  
Bandra Kurla Complex, Bandra (E),  
Mumbai - 400 051

Dear Sir,

**Sub: Application under Regulation 37 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 with respect to the proposed Scheme of Arrangement between HG Industries Limited (formerly Himalaya Granites Limited) ("Transferor Company") and Greenlam Industries Limited (the "Company" or "Transferee Company") and their respective shareholders and all concerned for the amalgamation of the Transferor Company with and into the Transferee Company ("Scheme")**

We hereby undertake that the transferee company will not issue / reissue shares not covered under the draft scheme except for the issue and allotment of upto 63,10,680 (Sixty Three Lakhs Ten Thousand Six Hundred Eighty only) equity shares of face value of Re.1 (Rupee One only) at a price of Rs. 309/- per equity share (including a premium of Rs. 308/- per equity share) each of the Company to Smiti Holding and Trading Company Private Limited ("Investor") on preferential basis as approved by the Board of Directors of the Company in their meeting held on June 20, 2022, in compliance with the applicable provisions of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 and other applicable laws.

Thanking You,  
Yours faithfully,  
For **GREENLAM INDUSTRIES LIMITED**

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



Annexure 16(c) – Undertaking that there are NO outstanding warrants/instruments



July 07, 2022


To,  
Manager - Listing Compliance  
National Stock Exchange of India Limited  
'Exchange Plaza', C-1, Block G,  
Bandra Kurla Complex, Bandra (E),  
Mumbai – 400 051

Dear Sir,

**Sub: Application under Regulation 37 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 with respect to the proposed Scheme of Arrangement between HG Industries Limited (formerly Himalaya Granites Limited) ("Transferor Company") and Greenlam Industries Limited (the "Company" or "Transferee Company") and their respective shareholders and all concerned for the amalgamation of the Transferor Company with and into the Transferee Company ("Scheme")**

We hereby undertake that as on the date of application there are no outstanding warrants / instruments / agreements which give right to any person to take the equity shares in the transferee company at any future date except for the Share Subscription Agreement dated June 21, 2022 entered between the Company and Smiti Holding and Trading Company Private Limited ("Investor") for the issuance and allotment of upto 63,10,680 (Sixty Three Lakhs Ten Thousand Six Hundred Eighty only) equity shares of face value of Re.1 (Rupee One only) at a price of Rs. 309/- per equity share (including a premium of Rs. 308/- per equity share) each of the Company to the Investor on preferential basis as approved by the Board of Directors of the Company at its meeting held on June 20, 2022, in compliance with the applicable provisions of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 and other applicable laws.

Thanking You,  
Yours faithfully,  
For **GREENLAM INDUSTRIES LIMITED**

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



# Annexure 16(d) - Pre-post Shareholding pattern



## PRE AND POST AMALGAMATION / ARRANGEMENT SHAREHOLDING PATTERN FOR ALL COMPANIES INVOLVED IN THE SCHEME

Sr	Description	Name of Shareholder	HG Industries Limited* (Transferor Company)		Greenlam Industries Limited (Transferee company)			
			Pre-arrangement		Pre-arrangement		Post-arrangement	
			No. of shares	%	No. of shares	%	No. of shares	%
(A)	Shareholding of Promoter and Promoter Group							
1	Indian							
	Individuals/ Hindu Undivided Family	Names of Promoter/Promoter Group						
		Saurabh Mittal	0	0	11645855	9.6500	11645855	9.6038
		Parul Mittal	0	0	2394000	1.9837	2394000	1.9742
		Shiv Prakash Mittal	0	0	2530000	2.0964	2530000	2.0864
		Santosh Mittal	0	0	275900	0.2286	275900	0.2275
		Jai Mittal	0	0	0	0	0	0
		Jia Mittal	0	0	0	0	0	0
(b)	Central Government/ State Government(s)		0	0	0	0	0	0
(c)	Bodies Corporate	Names of Promoter/Promoter Group						
		GREENLAM INDUSTRIES LIMITED	3470966	74.91	0	0	0	0
		S M SAFEINVEST PRIVATE LIMITED	0	0	0	0	0	0
		PRIME PROPERTIES PRIVATE LIMITED	0	0	0	0	0	0

Sr	Description	Name of Shareholder	HG Industries Limited* (Transferor Company)		Greenlam Industries Limited (Transferee company)			
			Pre-arrangement		Pre-arrangement		Post-arrangement	
			No. of shares	%	No. of shares	%	No. of shares	%
		SM GREENLAM INVESTMENTS PRIVATE LIMITED <i>(formerly Greenply Leasing &amp; Finance Private Limited)</i>	0	0	48197555	39.9377	48197555	39.7462
(d)	Financial Institutions/ Banks		0	0	0	0	0	0
(e)	Any Others		0	0	0	0	0	0
	<b>Sub Total(A)(1)</b>		<b>3470966</b>	<b>74.91</b>	<b>65043310</b>	<b>53.8965</b>	<b>65043310</b>	<b>53.6381</b>
<b>2</b>	<b>Foreign</b>							
(a)	Individuals (Non-Residents Individuals/ Foreign Individuals)		0	0	0	0	0	0
(b)	Bodies Corporate		0	0	0	0	0	0
(c)	Institutions		0	0	0	0	0	0
(d)	Any Others		0	0	0	0	0	0
	<b>Sub Total(A)(2)</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
	<b>Total Shareholding of Promoter and Promoter Group (A)= (A)(1)+(A)(2)</b>		<b>3470966</b>	<b>74.91</b>	<b>65043310</b>	<b>53.8965</b>	<b>65043310</b>	<b>53.6381</b>
<b>(B)</b>	<b>Public shareholding</b>							
<b>1</b>	<b>Institutions</b>							
(a)	Mutual Funds/ UTI		0	0	16621648	13.7731	16621648	13.7071



Sr	Description	Name of Shareholder	HG Industries Limited* (Transferor Company)		Greenlam Industries Limited (Transferee company)			
			Pre-arrangement		Pre-arrangement		Post-arrangement	
			No. of shares	%	No. of shares	%	No. of shares	%
(b)	Financial Institutions / Banks		0	0	0	0	0	0
(c)	Central Government/ State Government(s)		0	0	0	0	0	0
(d)	Venture Capital Funds		0	0	0	0	0	0
(e)	Insurance Companies		0	0	0	0	0	0
(f)	Foreign Institutional Investors		0	0	0	0	0	0
(g)	Alternate Investment Funds		0	0	510640	0.4231	510640	0.4211
(h)	Foreign Venture Capital Investors		0	0	0	0	0	0
(i)	Foreign Portfolio Investor		0	0	1962874	1.6265	1962874	1.6187
(j)	Any Other		0	0	0	0	0	0
	<b>Sub-Total (B)(1)</b>		<b>0</b>	<b>0</b>	<b>19095162</b>	<b>15.8227</b>	<b>19095162</b>	<b>15.7469</b>
<b>2</b>	<b>Non-institutions</b>							
(a)	Bodies Corporate		0	0	0	0	0	0
(b)	Individuals							
I	Individuals -i. Individual shareholders holding nominal share capital up to Rs 2 lakh		739131	15.95	3944506	3.2685	4431819	3.6547
II	ii. Individual shareholders holding nominal share capital in excess of Rs. 2 lakh.		235496	5.08	14597845	12.0961	14597845	12.0382



Sr	Description	Name of Shareholder	HG Industries Limited* (Transferor Company)		Greenlam Industries Limited (Transferee company)			
			Pre-arrangement		Pre-arrangement		Post-arrangement	
			No. of shares	%	No. of shares	%	No. of shares	%
(c)	Any Other		187975	4.06	18001047	14.9161	18095035	14.9221
	<b>Sub-Total (B)(2)</b>		<b>1162602</b>	<b>25.09</b>	<b>36543398</b>	<b>30.2808</b>	<b>37124699</b>	<b>30.6150</b>
(B)	<b>Total Public Shareholding (B)= (B)(1)+(B)(2)</b>		<b>1162602</b>	<b>25.09</b>	<b>55638560</b>	<b>46.1035</b>	<b>56219861</b>	<b>46.3619</b>
	<b>TOTAL (A)+(B)</b>		<b>4633568</b>	<b>100.00</b>	<b>120681870</b>	<b>100.00</b>	<b>121263171</b>	<b>100.00</b>
(C)	Shares held by Custodians and against which DRs have been issued		0	0	0	0	0	0
	<b>GRAND TOTAL (A)+(B)+(C)</b>		<b>4633568</b>	<b>100.00</b>	<b>120681870</b>	<b>100.00</b>	<b>121263171</b>	<b>100.00</b>

\*For the Transferor Company the Post-Arrangement Shareholding Pattern is not applicable as post implementation of the scheme the Transferor Company shall be dissolved without winding-up.

Thanking You,  
Yours faithfully,  
For GREENLAM INDUSTRIES LIMITED

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

