

GIL/2015-16
December 14, 2015

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: cmlist@nse.co.in

Dear Sir/Madam,

Sub: Results of Postal Ballot Voting (including E-voting)

Ref: Scrip Code: 526797 (BSE); GREENPLY (NSE)

We wish to inform you that, members of the Company have approved, through Postal Ballot Voting (including e-voting) process, the following special businesses stated in the Postal Ballot Notice dated October 28, 2015:

1. Special Resolution for sub-division of Equity Shares from the Face Value of Rs.5/- to Face Value of Re.1/- per share.
2. Ordinary Resolution for Alteration of the Capital Clause in the Memorandum of Association.
3. Ordinary Resolution for Re-appointment of Mr. Rajesh Mittal as a Managing Director of the Company.

We are attaching herewith copy of Scrutinizer's Report in respect of the above matter.

Thanking you,

Yours faithfully,
For Greenply Industries Limited



Rajesh Mittal
Managing Director
(DIN: 00240900)

Encl.: A/a

Greenply Industries Limited

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Registered Office : Makum Road, Tinsukia, Assam - 786125
Corporate Identity Number : L20211AS1990PLC003484

REPORT OF SCRUTINIZER

[Pursuant to the Section 108 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]

To
THE CHAIRMAN / MANAGING DIRECTOR
GREENPLY INDUSTRIES LTD
MAKUM ROAD
TINSUKIA
ASSAM - 786 125

SUB: SCRUTINIZER'S REPORT ON POSTAL BALLOT CONDUCTED AS PER THE COMPANIES ACT, 2013 AND ALLIED RULES

Sir,

The Board of Directors of the Company at their Meeting held on October 28, 2015 appointed me as the Scrutinizer to ensure that the process of Postal Ballot is conducted in a fair and transparent manner and in due compliance with section 110 of the Companies Act, 2013 ('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 ('Rules, 2014').

The Company has sought the approval of the shareholders for the following resolutions:

Resolution No.	Description of Resolution	Type of Resolution
1	Sub-Division of Equity Shares from the Face Value of Rs.5/- to Face Value of Re.1/- per share	SPECIAL
2	Alteration of the Capital Clause in the Memorandum of Association	ORDINARY
3	Re-appointment of Mr. Rajesh Mittal as a Managing Director of the Company	ORDINARY

In keeping with the requirements of the Rules, 2014, we submit our report as under:

1. As per the information provided to me, the Company had completed the dispatch of postal ballot notice, along with the postal ballot form and business reply envelope (postage prepaid) on November 9, 2015 by registered post and all the notices under electronic mode were also sent on the same day to all such members whose names appeared on the Register of Members / list of beneficiaries on November 6, 2015.
2. Advertisement containing relevant details as required by Rules, 2014 was published in Business Standard (All Edition English) Assam Tribune (English) and Dainik Janambhoomi (Assamese) on November 10, 2015.

Jr



3. In keeping with the provisions of clause 35B of Equity Listing Agreement and Rules, 2014, the Company had made arrangements with Central Depository Services (India) Limited for providing a system of recording votes of the shareholders by electronic means.
4. Particulars of all Postal Ballot Forms received from the shareholders and votes cast by electronic means have been maintained in a separate register in electronic mode.
5. All Postal Ballot Forms received upto 6.00 P.M. on December 09, 2015, being the last time and date fixed by the Company for receipt of the Postal Ballot forms, have been considered for scrutiny. Any form received after the said date and time have not been considered for scrutiny.
6. During the course of scrutiny, no Postal Ballot Form has been found to be defaced or mutilated.
7. We have relied on information provided by the RTA of the Company in relation to details regarding number of shares and signature of shareholders.
8. The details of Postal Ballot Forms (both by physical ballots and electronic means) received with respect to the proposed resolution are given below:

Sl. No.	Particulars	Total number of ballots/electronic confirmations	Total number of votes
1	Total Physical Ballot forms received	51	5,026
2	Total votes cast by electronic means	183	1,62,65,801
3	No. of votes taken to be invalid out of the physical ballots received	03	519
4	No. of e-votes taken to be invalid	00	00
5	Total number of valid Postal Ballot Forms and e-voting confirmations [(1+2)-(3+4)]	231	1,62,70,308

[Handwritten Signature]



9. The result of the Postal Ballot process is as under:

	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
Resolution 1: Sub-Division of Equity Shares from the Face Value of Rs.5/- to Face Value of Re.1/- per share								
Physical		4507	4,474	33	4,474	0	100.0000	0.0000
Electronic		1,62,65,801	1,62,65,801	0	1,62,65,691	110	99.9993	0.0007
Total	2,41,36,374	1,62,70,308	1,62,70,275	33	1,62,70,165	110	99.9993	0.0007
Resolution 2: Alteration of the Capital Clause in the Memorandum of Association								
Physical		4507	4,415	92	4,415	0	100.0000	0.0000
Electronic		1,62,65,801	1,62,65,801	0	1,62,65,790	11	99.9999	0.0001
Total	2,41,36,374	1,62,70,308	1,62,70,216	92	1,62,70,205	11	99.9999	0.0001
Resolution 3: Re-appointment of Mr. Rajesh Mittal as a Managing Director of the Company								
Physical		4507	4,415	92	4,357	58	98.6863	1.3137
Electronic		1,12,60,398	1,12,60,398	0	1,08,95,398	3,65,000	96.7586	3.2414
Total	2,41,36,374	1,12,64,905	1,12,64,813	92	1,08,99,755	3,65,058	96.7593	3.2407

Note:

1. Invalid Postal Ballots have not been taken into account for counting votes.

for DKS & Co.

Place: Kolkata
Date: 12th December, 2015



(Signature)
DILIP KUMAR SARAWAGI
ACS: 13020 C. P. No.: 3090

(Signature)