

GREENPLY INDUSTRIES LIMITED

CIN: L20211AS1990PLC003484

Registered Office: Makum Road, P.O. Tinsukia, Assam-786 125, India

Corporate Office: "Madgul Lounge", 23 Chetla Central Road, 5th & 6th Floor, Kolkata - 700 027, India

Phone: (033) 3051-5000, **Fax:** (033) 3051-5010, **Email:** kaushal@greenply.com, **Website:** www.greenply.com

POSTAL BALLOT FORM

Creditor

(Please read carefully the instructions before completing the Form)

SERIAL NO:

1.	Name & address of the Creditor(s) of Greenply Industries Limited:	
2.	Principal Amount due as on December 21, 2018:	

I/We hereby exercise my/our vote in respect of the Resolution(s) proposed in the Notice dated December 24, 2018 of the Meeting of Creditors of Greenply Industries Limited convened as per directions of Guwahati Bench of Hon'ble National Company Law Tribunal to be held on Monday, 4th day of February, 2019 at 11:30 a.m. at the registered office of the Company at Makum Road, Tinsukia-786125, Assam by sending my/our assent or dissent to the said Resolution(s) by placing a tick mark (✓) in the appropriate box below:

Item No.	Resolution(s)	I/We assent to the resolution(s) (FOR) (1)	I/We dissent to the resolution(s) (AGAINST) (2)
1.	Resolution approving Composite Scheme of Arrangement under Sections 230 to 232 read with Section 66 and other applicable provisions of the Companies Act, 2013 between Greenply Industries Limited and Greenpanel Industries Limited and their respective Shareholders and Creditors for demerger of Demerged Undertaking of Greenply Industries Limited into Greenpanel Industries Limited.		

Place:

Date:

Signature of the Creditor/ Authorised Representative

INSTRUCTIONS TO POSTAL BALLOT

1. Pursuant to Sections 230 to 232 read with Section 110 of the Companies Act, 2013 read with Companies (Management & Administration) Rules, 2014, assent or dissent of the creditors in respect of the resolution detailed in the Notice dated December 24, 2018 of the Meeting of Creditors of Greenply Industries Limited convened as per directions of Guwahati Bench of Hon'ble National Company Law Tribunal, on Monday, February 4, 2019 at 11:30 a.m. at the registered office of the Company at Makum Road, Tinsukia-786125, Assam is being additionally sought through Postal Ballot process.
2. A creditor desiring to exercise vote(s) by postal ballot, may send duly completed form in the enclosed self-addressed postage prepaid envelope which shall be properly sealed with adhesive or adhesive tape. Envelopes containing Postal Ballot Form, if sent by courier at the expense of the creditor by using the postage pre-paid envelope will also be accepted.
3. The voting period commences on and from Saturday, January 5, 2019 at 10:00 a.m. and shall end on Sunday, February 3, 2019 at 5:00 p.m. The envelope(s) containing the Postal Ballot should reach the Scrutinizer not later than 5.00 p.m. on Sunday, February 3, 2019. The Postal Ballot Form received after this date and time, will be strictly treated as if reply from the Creditor has not been received.
4. Assent/Dissent to the proposed resolution may be recorded by placing tick mark (✓) in the appropriate column. Postal Ballot Form bearing (✓) mark in both the column will render the form invalid.
5. The Postal Ballot Form should be completed and signed by the Creditor. An unsigned Postal Ballot Form will be rejected. A Creditor may sign the Postal Ballot Form through an attorney; in such case certified true copy of Power of Attorney should be attached to the Postal Ballot Form. The vote on postal ballot cannot be exercised through proxy.
6. In case of Body Corporates, Companies, Trusts, Societies, Institutions etc., a duly completed Postal Ballot Forms should be signed by its authorised signatories. In such cases the duly completed Postal Ballot Forms should also be accompanied by a certified true copy of the Board resolution / Authority letter together with the specimen signature(s) of the authorised signatory(ies) duly verified.
7. Creditors can opt only one mode for voting i.e., Postal Ballot Form or Poll exercised at the Meeting. Creditors who have cast their votes by Postal Ballot can also attend the Meeting.
8. An incomplete, unsigned, incorrectly completed, incorrectly ticked, defaced, torn, mutilated, overwritten, wrongly signed Postal Ballot Form(s) will be rejected.
9. The voting rights of the creditors of the Demerged Company shall be in proportion to the principal amount due in the name of the respective Creditor as on Friday, December 21, 2018, being the cut-off date.
10. A creditor may request for duplicate Postal Ballot Form, if required or may download from the Company's website www.greenply.com. However, the duly completed duplicate Postal Ballot Form should reach the scrutinizer not later than the date and time specified above.
11. Creditors are requested not to send any other paper (other than the resolution/authority/POA) along with the Postal Ballot Form as all Postal Ballot(s) will be sent to the Scrutinizer and any extraneous paper would be destroyed by the Scrutinizer.
12. Mr. Dilip Kumar Sarawagi of DKS & Co. (ACS 13020 C.P. NO. 3090), Practicing Company Secretaries of 173, M. G. Road, 1st Floor, Kolkata 700007 has been appointed as the Scrutinizer to conduct the postal ballot process in a fair and transparent manner. The Scrutinizer's decision on the validity of Postal Ballot Form(s) will be final.
13. For any query connected with the Resolution proposed to be passed, contact Mr. Kaushal Kumar Agarwal, Company Secretary & Vice President-Legal at the Corporate Office of the Company at "Madgul Lounge", 23 Chetla Central Road, 6th Floor, Kolkata - 700 027, Phone: (033) 3051 5000; Email: kaushal@greenply.com