



GREENPLY INDUSTRIES LIMITED

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6th Floor, Kolkata - 700 027, West Bengal
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Website: www.greenply.com, CIN: L20211WB1990PLC268743

NOTICE OF 34TH ANNUAL GENERAL MEETING AND E-VOTING INFORMATION

Notice is hereby given that, Greenply Industries Limited ("Company") has on 5th September, 2024, sent the notice dated 31st July, 2024 electronically, to the eligible members of the Company, along with the Annual Report for the Financial year 2023-24, in respect of 34th Annual General Meeting ("AGM") of the Company scheduled to be held on Monday, 30th September, 2024 at 10:30 a.m. Indian Standard Time ("IST"), through Video Conferencing / Other Audio Visual Means ("VC / OAVM") in accordance with the applicable provisions of the Companies Act, 2013 and rules framed thereunder read with Ministry of Corporate Affairs ("MCA") circular nos. 14/2020, 17/2020, 20/2020, 22/2020, 33/2020 and 39/2020 dated April 8, 2020, April 13, 2020, May 5, 2020, June 15, 2020, September 28, 2020 and December 31, 2020 respectively and Circular nos. 02/2021 dated January 13, 2021, 21/2021 dated December 14, 2021 and circular nos. 2/2022, 10/2022 dated May 5, 2022, December 28, 2022 and 09/2023 dated September 25, 2023 in relation to "Clarification on holding of annual general meeting (AGM) through video conferencing (VC) or other audio visual means (OAVM)" (collectively referred to as "MCA Circulars") and Securities and Exchange Board of India ("SEBI") vide its Circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, Circular nos. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 (collectively referred to as "SEBI Circulars") and other applicable circulars, to transact the business(es) as set out in the said notice of the 34th AGM.

The Dividend of Re. 0.50/- per equity share of face value of Re.1/- each recommended by the Board, and if approved by the members at the ensuing AGM, will be credited/dispensed within 10 days from the date of Annual General Meeting to the eligible members, whose names appeared in the Register of Members/List of Beneficial Owners at the close of working hours on 5th August, 2024 ("Record Date"), as per the details available with Company's RTA and/or furnished by the depositories for this purpose.

As per section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to offer the Remote e-voting facility (i.e. voting electronically from a place other than the venue of the AGM) and e-voting at the AGM to all the eligible members of the Company to cast their votes by electronic means on all the resolutions set out in the said notice.

The details required under the Companies Act, 2013 and rules made thereunder, are given below:

- The annual report for the financial year 2023-24 along with the Notice convening 34th Annual General Meeting have been sent electronically on 5th September, 2024 to the eligible Members who have registered their e-mail addresses with the Company/Company's RTA/Depository Participant. Physical copy of the aforesaid documents are not being sent to the shareholders in accordance with the MCA Circulars and SEBI Circulars. The aforesaid documents are also available on the website of the Company at www.greenply.com/investors and on the website of Stock Exchanges i.e. www.bseindia.com and www.nseindia.com
- The Company has engaged the services of CDSL to provide electronic voting facility (remote e-voting and e-voting in the Meeting) to the eligible members of the Company to enable them to cast their votes electronically.
- The remote e-voting period will commence on September 26, 2024 at 10:00 a.m. (IST) and end on September 29, 2024 at 5:00 p.m. (IST). During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. September 23, 2024, may cast their vote electronically. The remote e-voting module shall be disabled by CDSL upon expiry of aforesaid period. A person who is not a Member as on the cut-off date should treat this Notice for information purposes only.
- A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date i.e. September 23, 2024 shall be entitled to avail the facility of remote e-voting as well as e-voting at the Annual General Meeting.
- The voting rights of the members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date i.e. September 23, 2024.
- The details of manner of voting including generation of login ID and password have been provided under Note No.-39 of the AGM notice dated July 31, 2024. Pursuant to the requirement of SEBI, e-voting is enabled for the demat account holders, by way of a single login credential, through their demat accounts on the websites of Depositories/Depository Participants. The EVSN allotted by CDSL for electronic voting is 240903070.
- Any person, who acquires shares of the Company and becomes a member of the Company after sending notice of the Meeting and holding shares as of the cut-off date, may refer the instructions for shareholders voting electronically given in the AGM notice, regarding login ID and password. The AGM notice is available on the website of the Company i.e. www.greenply.com/investors and also on the website of CDSL i.e. www.evotingindia.com and on the website of Stock Exchanges i.e. www.bseindia.com and www.nseindia.com
- The facility of voting through e-voting system will be provided at the AGM. Members attending the meeting and who have not casted their vote earlier by remote e-voting shall be able to vote at the meeting through e-voting system.
- Member can participate in the Annual General Meeting even after exercising his/her right to vote through remote e-voting but shall not be allowed to vote again at the meeting.
- Once a vote on a resolution is cast by the member by remote e-voting, he shall not be allowed to modify the same or cast vote again in the Meeting.
- Mr. Dilip Kumar Sarawagi [bearing COP No.: 3090], Practicing Company Secretary, Proprietor of M/s. DKS & Co. [bearing Unique Code: S1990WB007300] of 173, M. G. Road, 1st Floor, Kolkata - 700 007 has been appointed as the Scrutinizer for conducting the e-voting process in a fair and transparent manner.
- The Scrutinizer shall after the conclusion of e-voting at the AGM, will download the votes cast at the AGM and thereafter unblock the votes cast through remote e-voting and shall make a consolidated scrutinizer's report and such Report shall then be sent to the Chairman or any other person duly authorised in this regard by him, within 2 (two) working days from the conclusion of the AGM, who shall then countersign and declare the result of the voting forthwith. The Results declared along with the report of the scrutinizer shall be placed on the Company's website www.greenply.com/investors and also be displayed on the Notice Board of the Company at its Registered Office and on the website of CDSL immediately after the declaration of result and simultaneously communicated to the Stock Exchanges.
- Detailed process and manner of casting of votes are provided in the Notice of the AGM sent to the members along with Annual Report for the financial year 2023-24.
- Subject to receipt of the requisite number of votes, the resolutions shall be deemed to be passed on the date of the Annual General Meeting i.e. 30th September, 2024.
- Norms for Furnishing of PAN, KYC, Bank details and Nomination: Pursuant to the relevant SEBI Circulars, with effect from April 01, 2024, dividend shall be paid through electronic mode to the members holding shares in physical form only if the folio is KYC compliant. A folio will be considered as KYC Compliant on registration of all the details viz. full address with pincode, mobile no., e-mail address, bank account details, specimen signature, valid Permanent Account Number (PAN) linked to Aadhaar of all the holders in the folio, etc.
- Members having any queries or issues regarding e-voting, may refer the Frequently Asked Questions ("FAQs") and user manual for shareholders and/or corporate shareholders available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com or call 1800225533 or contact Mr. Rakesh Dalvi (022-23058542). The members may even write to Company's Registrar and Share Transfer Agents, M/s. S. K. Infosolutions Pvt. Ltd., D/42, Kalju Nagar Colony, Ground Floor, Near South City Mall, PO & PS - Jadavpur, Kolkata, West Bengal-700032, Phone: (033) 2412-0027/0029, email: skcdilip@gmail.com or Mr. Kaushal Kumar Agarwal, Company Secretary & Vice President-Legal at "Madgul Lounge", 23 Chetla Central Road, 6th Floor, Kolkata - 700 027, Phone: (033) 3051 5000; Email: investors@greenply.com regarding the grievances connected with voting by electronic means.

For Greenply Industries Limited
Sd/-

Place: Kolkata
Dated: 05.09.2024

Kaushal Kumar Agarwal
Company Secretary & Vice President-Legal