

**B.K.SUNDARAM & ASSOCIATES
COMPANY SECRETARIES.**

**B.KALYANASUNDARAM,
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REPORT OF SCRUTINIZER

[pursuant to Sections 108 & 110 of the Companies Act, 2013 and Rules 20 and 22 of the Companies (Management and Administration) Rules,2014 read with Clause 44 of the SEBI (LODR) Regulations, 2015]

To
The Chairman
SESHASAYEE PAPER AND BOARDS LIMITED
PALLIPALAYAM, CAUVERY R.S. PO,
ERODE-638 007


I, B. KALYANASUNDARAM, PRACTISING COMPANY SECRETARY, (CP. NO. 2209 & M.NO. A672), Prop. of M/s. B.K.SUNDARAM & ASSOCIATES, COMPANY SECRETARIES have been appointed as scrutinizer by M/s. SESHASAYEE PAPER AND BOARDS LIMITED, (CIN: L21012TZ1960PLC000364) having its registered office at PALLIPALAYAM, CAUVERY R.S.PO, ERODE-638 007 for the purpose of scrutinizing the process of e-voting & postal ballot in a fair and transparent manner and ascertaining the votes cast for and against through e-voting & postal ballot, as per Section 108 and 110 of the Companies Act,2013 read with Rules 20 & 22 of the Companies (Management and Administration) Rules, 2014 and Clause 44 of the SEBI (LODR) Regulations, 2015, I submit my report as under:-

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1. All postal ballot forms received up to the close of working hours at 05.00 PM on 27th March 2019, the last date and time fixed by the Company for receipt of the forms, were considered for my scrutiny.
2. The e-voting period remained open from 25th February 2019 (10.30 am) to 27th March 2019 (5.00 pm) through e-voting services provided by National Securities Depository Limited (NSDL).
3. The e-votes were unblocked through the menu provided in the NSDL website on 27th March 2019 after the closing hour of 5.00 P.M. in the presence of two witnesses viz Mr. B.RAMAMURTHY and Mr. K. SANKARA SUBRAMANIAN who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.


(B.RAMAMURTHY)


(K.SANKARA SUBRAMANIAN)

4. Thereafter, the details containing, inter-alia, list of equity shareholders, who voted electronically were downloaded from the e-voting website of NSDL (<https://www.evoting.nsdl.com>). The valid e-votes cast 'For' and 'Against' were taken in to consideration while preparing the result of e-voting



