



# Seshasayee Paper and Boards Limited

Regd Office & Works : Pallipalayam, Namakkal District,  
Erode - 638 007, Tamilnadu, India, Ph : 91 - 4288 - 240221 to 240228  
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CIN : L21012TZ1960PLC000364

Ref: SH/ S 6/ 555

2023 12 14

National Stock Exchange of India Limited  
Exchange Plaza, 5<sup>th</sup> Floor  
Plot No C/1, G Block  
Bandra - Kurla Complex, Bandra (E)  
Mumbai 400 051

BSE Limited  
Floor 25  
P J Towers  
Dalal Street  
Mumbai 400 001

**Stock Code: SESHAPAPER**

**Stock Code : 502450**

Dear Sir,

**Sub: Intimation under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

In terms of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the copy of the Minutes of the Proceedings for declaration of results of the Postal Ballot of the Company declared on Thursday, the 14<sup>th</sup> December 2023.

Kindly take the same on record.

Thanking you,

Yours faithfully

**For Seshasayee Paper and Boards Limited**

**K NARAYANAN**  
**Company Secretary**  
**Membership No. A13779**

Encl: as above



**Minutes of the Proceedings for declaration of results of the Postal Ballot of the Company declared on Thursday, the 14<sup>th</sup> December 2023 at 04.00 PM at Registered Office, Pallipalayam, Namakkal District, Cauvery RS PO, Erode 638 007**

The Board of Directors at their Meeting held on November 04, 2023 had unanimously approved:

- ◇ Appointment of Sri S Durgashankar (DIN: 00044713), as an Additional Director of the Company in the category of Independent Director, not liable to retire by rotation

and recommended the same to the shareholders for their approval. The Board decided to obtain consent of the members by passing a Special Resolution through Postal Ballot under Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, in respect of the above matter.

In compliance with the requirements of the Companies Act, 2013 ("the Act") read with the relevant SEBI & MCA Circulars, the Notice of Postal Ballot was dispatched through e-mail on 13<sup>th</sup> November, 2023 to the registered e-mail ids of the Shareholders, who were members of the Company on the cut-off date i.e. Friday, the 10<sup>th</sup> November 2023. The Shareholders are required to communicate their assent or dissent through the Remote e-voting system only.

The Postal Ballot Notice was sent in electronic form only to the e-mail address registered with their Depository Participants (in case of electronic shareholding) / the Company's Registrar and Transfer Agent (in case of physical shareholding). In addition, this Notice was also displayed on the Company's website [www.spbltd.com](http://www.spbltd.com) and on the website of the NSDL [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

The Company had provided the facility to the Members to exercise their votes electronically through Remote e-voting facility arranged with National Securities Depository Limited (NSDL). The Board of Directors at their meeting held on November 04, 2023 had appointed Sri K Sankarasubramanian, Practising Company Secretary (Membership No. F11241/ COP: 15994) as Scrutiniser for conducting the Postal Ballot Voting through the remote electronic voting system, in a fair and transparent manner.

The Company had published an advertisement in the Newspapers viz., Business Standard and Dinamalar on November 14, 2023, informing about the dispatch of the Notice and Remote e-voting.

In accordance with the aforesaid Postal Ballot Notice and the Advertisement published pursuant to Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014, the remote e-voting commenced on 9:00 AM (IST) on Tuesday, the 14<sup>th</sup> November 2023 and closed at 5:00 PM (IST) on Wednesday, the 13<sup>th</sup> December 2023 and the e-voting module was blocked by NSDL thereafter.



The Scrutinizer carried out scrutiny of votes cast under Remote e-voting facility and prepared a Scrutinizer's Report containing the result of e-voting on the basis of data received by him.

Based on the analysis of the valid votes, the Scrutinizer submitted his report on Thursday, the December 14, 2023 to Chairman, who announced the result of the Postal Ballot as per the Scrutinizer's Report, submitted as under:

| Particulars of the Agenda   | Votes For      |                |              | Cotes Against |                |              |        |
|---|----------------|----------------|--------------|---------------|----------------|--------------|--------|
|   | Mode of Voting | No. of Members | No. of Votes | Vote %        | No. of Members | No. of Votes | Vote % |
| Appointment of Sri S Durgashankar, as an Independent Director of the Company. | e-voting       | 378            | 31730860     | 99.99         | 15             | 1230         | 0.01   |

Accordingly, the resolution, as set out in the Postal Ballot Notice dated November 04 2023, were duly approved and passed by the Members of the Company through Postal Ballot, with overwhelming majority on December 14, 2023.

The results of the voting by Postal Ballot were announced by the officer authorised by Chairman on December 14, 2023 @ 04.00 PM at the registered office of the company and the same was posted on the website of the company [www.spbltd.com](http://www.spbltd.com) and intimated to BSE and NSE. Additionally the results had also been posted on the website of NSDL at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

The following resolution has been duly passed by the shareholders through e-voting and shall be deemed to has been passed on December 14, 2023, the date on which the e-voting got closed and the date on which the scrutiniser issued the report containing the results of this e-voting.

#### **Appointment of Sri S Durgashankar, as an Independent Director of the Company.**

RESOLVED that pursuant to the provisions of Section 149, 152 and 161 read with Schedule IV and other applicable provisions of the Companies Act, 2013 and Rules made thereunder and applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 [including any statutory modification(s) or re-enactment thereof for the time being in force], Sri S Durgashankar (DIN: 00044713) in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Companies Act, 2013, signifying the Member's intention to propose Sri. S. Durgashankar for appointment as an Independent Director of the Company be and is hereby appointed as an Independent Director of the Company , not liable to retire by



rotation , to hold office for a fixed term of five years from the date of approval by the Shareholders of the Company.

RESOLVED FURTHER THAT the Board of Directors or the Company Secretary of the Company be and is hereby authorized to do and perform all such acts, deeds, matters or things as may be considered necessary to give effect to the above resolution.

**Declared that the above has been passed by overwhelming majority as Special Resolution.**

Place : Erode  
Date : 14.12.2023



Sd/-  
**(N GOPALARATNAM)**  
Chairman