



# Seshasayee Paper and Boards Limited

Regd Office & Works : Pallipalayam, Namakkal District,  
Erode - 638 007, Tamilnadu, India. Ph : 91 - 4288 - 240221 to 240228,  
Fax : 91-4288-240229 email : edoff@spbld.com Web : www.spbld.com  
CIN : L21012TZ1960PLC000364

**Ref: SH/ S 6/ 573**

**2024.03.07**

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  
**Stock Code : SESHAPAPER**

BSE Limited  
Floor 25  
P J Towers  
Dale Street  
Mumbai 400 001  
**Stock Code : 502450**

Dear Sir,

**Sub: Voting Results of Postal Ballot Notice dated 20.01.2024.**

**Ref: (1) Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015.**

**(2) SEBI Circular No. CIR /CFD/CMD/8/2015 dated 04 11 2015.**

The Board of Directors had proposed Special Resolutions by means of Postal Ballot through e-voting vide Postal Ballot Notice dated 20.01.2024 seeking Shareholders' approval for Re-appointment of Sri. Mohan Verghese Chunkath, IAS (Retd.), as Independent Director for a second term of 5 years & Appointment of Smt Sheela Balakrishnan IAS (Retd.), as Independent Director.

A copy of the Postal Ballot Notice was filed with both the Stock Exchanges on 05.02.2024 immediately after the dispatch of the Postal Ballot Notice to the Shareholders. The Company has provided the facility to shareholders to exercise their vote through electronic voting facility arranged with NSDL. E-voting commenced on Tuesday, February 06, 2024 (09.00 AM) and ended on Wednesday, March 06, 2024 (05.00 PM).

Please note that the above resolutions, as set out in the Postal Ballot Notice dated 20.01.2024 were duly approved and passed by the Members of the Company through Postal Ballot, with overwhelming majority on 07.03.2024.

Voting results of the Postal Ballot as submitted by the Scrutinizer is enclosed in the format prescribed under Regulation 44(3) of the Listing Regulations read with SEBI Circular dated 04.11.2015.

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



# SESHASAYEE PAPER AND BOARDS LIMITED

Regd.Office : Pallipalayam, Namakkal District, Cauvery RS PO, Erode 638 007

## VOTING RESULTS OF THE POSTAL BALLOT

<b>Voting Period</b>	06-02-2024 (Tuesday) 09:00 AM to 06-03-2024 (Wednesday) 05:00 PM
<b>Total number of Shareholders on the cut off date</b>	26,849 (02-02-2024)
<b>No. of Shareholders present in the meeting either in person or through proxy :</b>	
(i) Promoters and Promoter Group	NA
(ii) Public	NA
<b>No. of Shareholders attended the meeting through Video Conferencing :</b>	
(i) Promoters and Promoter Group	NA
(ii) Public	NA

### Agenda-wise Disclosure (to be disclosed separately for each agenda item)

<b>1. Re-appointment of Sri. Mohan Verghese Chunkath, IAS (Retd.) as an Independent Director for a second term of 5 years.</b>								
<b>Resolution required : (Ordinary / Special)</b>			<b>SPECIAL</b>					
<b>Whether Promoter / Promoter Group are interested in the agenda / resolution ?</b>			<b>NO</b>					
<b>Category</b>	<b>Mode of Voting</b>	<b>No.of Shares held</b>	<b>No. of Votes Polled</b>	<b>% of Votes Polled on outstanding shares</b>	<b>No. of Votes - in favour</b>	<b>No. of Votes - against</b>	<b>% of Votes in favour on votes polled</b>	<b>% of Votes against on votes polled</b>
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
<b>Promoter and Promoter Group</b>	<b>Remote E-Voting</b>	26979504	26979504	100.000	26979504	0	100.000	0.000
<b>Public - Institutions</b>	<b>Remote E-Voting</b>	17197323	1089960	6.338	1089960	0	100.000	0.000
<b>Public - Non Institutions</b>	<b>Remote E-Voting</b>	18891313	3324167	17.596	3320883	3284	99.901	0.099
<b>Total</b>		<b>63068140</b>	<b>31393631</b>	<b>49.777</b>	<b>31390347</b>	<b>3284</b>	<b>99.990</b>	<b>0.010</b>



<b>2. Appointment of Smt. Sheela Balakrishnan, IAS (Retd.) as an Independent Director of the Company</b>								
Resolution required : (Ordinary / Special)			SPECIAL					
Whether Promoter / Promoter Group are interested in the agenda / resolution ?			NO					
Category	Mode of Voting	No.of Shares held	No. of Votes Polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	Remote E-Voting	26979504	26979504	100.000	26979504	0	100.000	0.000
Public - Institutions	Remote E-Voting	17197323	1089960	6.338	1089960	0	100.000	0.000
Public - Non Institutions	Remote E-Voting	18891313	3324167	17.596	3320980	3187	99.904	0.096
<b>Total</b>		<b>63068140</b>	<b>31393631</b>	<b>49.777</b>	<b>31390444</b>	<b>3187</b>	<b>99.990</b>	<b>0.010</b>

Place: Erode  
Date : 07-03-2024



Counter Signed by K NARAYANAN  
Company Secretary  
Membership No.A13779

**REPORT OF THE SCRUTINIZER**

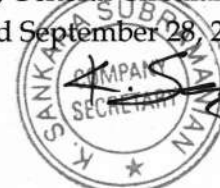
To  
The Chairman  
Seshasayee Paper and Boards Limited  
Pallipalayam, Cauvery RS PO  
Erode - 638 007, Namakkal District  
Tamil Nadu

Dear Sir

Sub: Report of Scrutinizer on Postal Ballot process conducted through remote e-voting system.

I, K. Sankara Subramanian, Practicing Company Secretary [Membership No. F11241/ C.O.P. No. 15994] have been appointed as the Scrutinizer by the Board of Directors of the Seshasayee Paper and Boards Limited ("the Company") for the purpose of scrutinizing the remote e-voting process in accordance with the provisions of Section 108 and Section 110 and other applicable provisions of, if any of the Companies Act, 2013, read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended, on the resolutions as specified in the Postal Ballot Notice dated 20<sup>th</sup> January, 2024:

1. The Management of the Company is responsible for ensuring compliance with the requirements of the Act and the Rules thereunder and the Securities and Exchange Board of India Listing Obligations and Disclosure Requirements, 2015 as amended from time to time (hereafter referred as "SEBI Listing Regulations") relating to voting through electronic means (by remote e-voting) on the resolutions specified in the Postal Ballot Notice dated 20<sup>th</sup> January, 2024.
2. My responsibility as the Scrutinizer of the voting process, is restricted to scrutinize the e-voting process, in a fair and transparent manner and to prepare a Scrutinizer's Report of the votes cast in favour and against the resolutions stated in the Notice, based on the reports generated from the e-voting system provided by National Securities Depository Limited ("NSDL") the service provider.
3. As per Section 110 and other applicable provisions of the Companies Act, 2013 ("the Act") read with the Companies (Management and Administration) Rules, 2014, as amended from time to time read with the General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General



Circular No. 39/2020 dated December 31, 2020, General Circular No. 10/2021 dated June 23, 2021, General Circular No. 20/2021 dated December 8, 2021, General Circular No. 02/2022 dated May 5, 2022, General Circular No. 11/2022 dated December 28, 2022 and General Circular No. 09/2023 dated September 25, 2023 issued by the Ministry of Corporate Affairs (hereafter collectively referred to as "MCA Circulars"), accordingly, the Notice of Postal Ballot was dispatched through e-mail on 5<sup>th</sup> February, 2024 to the registered e-mail ids of the Shareholders, who were members of the Company on the cut-off date i.e. 2<sup>nd</sup> February, 2024.

4. The Company had availed the e-voting facility offered by NSDL for conducting remote e-voting by electronic means.
5. The Shareholders of the Company holding shares as on the cut-off date of 2<sup>nd</sup> February, 2024 were entitled to vote on the resolutions as contained in the aforesaid Postal Ballot Notice.
6. 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 6<sup>th</sup> February, 2024 (9:00 A.M.) and closed on 6<sup>th</sup> March, 2024 (5:00 P.M.), and the e-voting module was blocked by NSDL thereafter.
7. After the time fixed for closing of the remote e-voting i.e., 6<sup>th</sup> March, 2024 (5:00 P.M.), the votes were unblocked at 5.05 P.M. in the presence of two witnesses viz., Mr. S. Krishnan and Mrs. B. Lalitha Bhavani, who are not in the employment of the Company, on the e-voting website of ('NSDL') <https://www.evoting.nsdl.com/> and a final electronic report was generated.



**S. Krishnan**



**B. Lalitha Bhavani**



8. I have scrutinized and reviewed the remote e-voting, based on the data downloaded from the NSDL e-voting system.
9. I now submit my report as under on the result of the remote e-voting with respect to the resolutions as specified in the Postal Ballot Notice dated 20<sup>th</sup> January, 2024:



**SPECIAL BUSINESS:**

**Resolution No.1 - Re-appointment of Sri. Mohan Verghese Chunkath, IAS (Retd.) as an Independent Director for a second term of 5 years [Special Resolution]**

(i) Voting in favour of the resolution:

No. of Members	No. of votes cast by them (shares)	% of total no. of valid votes cast
346	3,13,90,347	99.99%

(ii) Voting against the resolution:

No. of Members	No. of votes cast by them (shares)	% of total no. of valid votes cast
18	3,284	0.01%

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total no. of votes cast by them
0	0

**Resolution No.2 - Appointment of Smt. Sheela Balakrishnan, IAS (Retd.) as an Independent Director of the Company [Special Resolution]**

(i) Voting in favour of the resolution:

No. of Members	No. of votes cast by them (shares)	% of total no. of valid votes cast
345	3,13,90,444	99.99%

(ii) Voting against the resolution:

No. of Members	No. of votes cast by them (shares)	% of total no. of valid votes cast
19	3,187	0.01%



(iii) Invalid Votes:

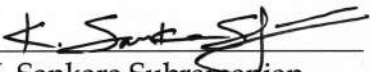
Total number of members whose votes were declared invalid	Total no. of votes cast by them
0	0

The downloaded e-voting records and other relevant records of e-voting will remain in my custody until the Chairman considers this report and uploads/ announces the result in their website <https://www.spbltd.com/> and thereafter the same will be handed over to Mr. K. Narayanan, Company Secretary for safe keeping. Based on the above information, you may kindly announce the results.

Thanking you,

Yours faithfully,



  
K. Sankara Subramanian  
Practicing Company Secretary  
[A peer reviewed practicing unit - 2018/2022]  
Membership No. F11241  
C.O.P. No. 15994  
UDIN: F011241E003546696

Place : Trichy  
Date : 07-03-2024