Greenply

HAR ZARURAT KA REPLY

Greenply/2026-27
25th August, 2026

The Manager
BSE Limited
Department of Corporate Services
Floor 25, P. J. Towers, Dalal Street
Mumbai - 400 001
Security Code: 526797

The Manager
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex
Bandra (E)
Mumbai - 400 051
Symbol - GREENPLY

Dear Sir/Madam,

Sub: Outcome of 36th Annual General Meeting and Scrutinizer's Report

This is to inform you that the Members of the Company have approved the following businesses included in the Notice dated July 24, 2026, convening the 36th Annual General Meeting of the Company, which was held on Tuesday, August 25, 2026 at 11:00 a.m.

Ordinary Business(es):

1. Adoption of (a) the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2026 including the Audited Balance Sheet as at March 31, 2026 and Statement of Profit & Loss for the year ended on that date and the Reports of the Board of Directors, and Auditors thereon and (b) the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2026 including the Audited Balance Sheet as at March 31, 2026 and Statement of Profit & Loss for the year ended on that date and the Report of the Auditors thereon.

2. Declaration of final Dividend of Re.0.50/- per share (50%), on Equity Shares of the Company, for the Financial Year ended March 31, 2026.

3. Re-appointment of Mr. Sanidhya Mittal (DIN: 06579890) as a Director of the Company, liable to retire by rotation.

Special Business(es):

4. Re-appointment of Ms. Vinita Bajoria (DIN-02412990) as an Independent Director of the Company.

   The details as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are given in the enclosed **Annexure – A**

5. Appointment of Mr. Girish Kulkarni (DIN: 01683332) as an Independent Director of the Company.

   The details as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are given in the enclosed **Annexure – B**

We are attaching herewith a copy of Scrutinizer's Report in respect of the above matters.

Kindly take the same into record.

Thanking you,
Yours faithfully,
For **GREENPLY INDUSTRIES LIMITED**

KAUSHAL KUMAR AGARWAL

Digitally signed by KAUSHAL KUMAR AGARWAL
Date: 2026.08.25 18:45:17 +05'30'

KAUSHAL KUMAR AGARWAL
COMPANY SECRETARY &
VICE PRESIDENT-LEGAL

Encl: a/a

Greenply
HAR ZARURAT KA REPLY

ANNEXURE-A

Sl. No.	Particulars	Details
1.	Reason for change viz. ~~appointment~~, re-appointment, ~~resignation, removal, death or otherwise~~;	Re-appointment of Ms. Vinita Bajoria (DIN- 02412990) as an Independent Director of the Company.
2.	Date of ~~appointment~~/re-appointment/~~cessation~~ (as applicable) & term of ~~appointment~~/re-appointment;	The Shareholders of the Company at the 36th Annual General Meeting held on 25th August, 2026, have approved the re-appointment of Ms. Vinita Bajoria (DIN- 02412990) as an Independent Director of the Company for further period of five consecutive years w.e.f. 15th September, 2026 to 14th September, 2031. Terms of appointment: For further period of five consecutive years w.e.f. 15th September, 2026 to 14th September, 2031.
3.	Brief profile in case of re-appointment	Ms. Vinita Bajoria is an MBA from ICFAI, Hyderabad and completed General Management Program (GMP) and Advanced Management Program (AMP) from Harvard Business School. She has vast experience in varied industry and has gained management expertise in strategic management, marketing, corporate operations, human resources and overall corporate management. She was a member of the South Asian Advisory Board which is part of the Global Advisory Board of Harvard Business School from 2016 to 2023 and presently she is on the Board of Governors and Society of IIM-Kozhikode.
4.	Disclosure of relationships between directors (in case of re-appointment of a director)	Ms. Vinita Bajoria is not related to any of the Directors of the Company.
5.	Other Directorships / Memberships (in listed entities in case of resignation of Independent Director)	Not Applicable
6.	Information as required pursuant to BSE Circular with ref. no. LIST/COMP/14/2018-19 and the NSE Circular with ref. no. NSE/CMl2018/24, both dated June 20, 2018	Ms. Vinita Bajoria is not debarred from holding the office of Director pursuant to any SEBI order or any other statutory authority.

KAUSHAL KUMAR AGARWAL
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Date: 2026.08.25 18:45:40 +05'30'

ANNEXURE-B

Sl. No.	Particulars	Details
1.	Reason for change viz. appointment, ~~re-appointment, resignation, removal, death or otherwise~~;	Appointment of Mr. Girish Kulkarni (DIN: 01683332) as an Independent Director of the Company.
2.	Date of appointment/~~re-appointment~~/~~cessation~~ (as applicable) & term of appointment/~~re-appointment~~;	The Shareholders of the Company at the 36th Annual General Meeting held on 25th August, 2026, have approved the appointment of Mr. Girish Kulkarni (DIN: 01683332) as an Independent Director of the Company with effect from July 24, 2026. Terms of appointment: for a term of 5 (five) consecutive years with effect from July 24, 2026 to July 23, 2031.
3.	Brief profile in case of appointment	With an illustrious career spanning over four decades, Mr. Girish Kulkarni is a seasoned Business Leader with expertise in building and scaling businesses in the Asian insurance and financial sectors, along with a deep understanding of governance and strategic planning. Mr. Kulkarni's journey has been marked by his instrumental roles in launching and shaping various Joint ventures across Asia Pacific. As a founding member of the global strategy board of Dai-Ichi Life, he played a pivotal role in charting the insurer's Global expansion strategy and its development for the Asian market as Chairman – Asia Pacific (Non-Executive). Before moving to Dai Ichi Group's global Business, Mr. Kulkarni headed Dai Ichi's tri-party Joint Venture "Star Union Dai Ichi Life Insurance" as its MD&CEO for almost a decade making it a profit-able, consistently growing business with just 500 Crores of Capital. Prior to Dai-Ichi Life, his entrepreneurial spirit was engaged in building companies from the ground up. Under his leadership, SBI Life established its distribution architecture which led SBI Life to be a major player in the insurance market. Additionally, his experience in building General Motors Finance (GMAC) and Generali Group positioned him as a leader with a global perspective and a deep understanding of the complexities in the financial services industry. Mr. Kulkarni's career is a testament to his strategic acumen, leadership abilities, and knack for identifying growth opportunities while continuously improving lives along the way.
4.	Disclosure of relationships between directors (in case of appointment of a director)	Mr. Girish Kulkarni is not related to any of the Directors of the Company.
5.	Other Directorships / Memberships (in listed entities in case of resignation of Independent Director)	Not Applicable
6.	Information as required pursuant to BSE Circular with ref. no. LIST/COMP/14/2018-19 and the NSE Circular with ref. no. NSE/CMI2018/24, both dated June 20, 2018	Mr. Girish Kulkarni is not debarred from holding the office of Director pursuant to any SEBI order or any other statutory authority.

KAUSHAL KUMAR AGARWAL

Digitally signed by KAUSHAL KUMAR AGARWAL
Date: 2026.08.25 18:46:00 +05'30'

DKS & Co.
Company Secretaries
ICSI UNIQUE CODE: S1990WB007300

173, Mahatma Gandhi Road,
First Floor, Kolkata-700 007
Tel No. +(91) 97481-43456 (O)
E-Mail ID: dksincs@yahoo.com

SCRUTINIZER'S REPORT

[Pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014]

To
The Chairman
GREENPLY INDUSTRIES LTD.
(CIN: L20211WB1990PLC268743)
Madgul Lounge, 6th Floor,
23, Chetla Central Road,
Kolkata - 700 027, West Bengal

1. Appointment as Scrutinizer:

I, **Dilip Kumar Sarawagi**, Practicing Company Secretary, was appointed as Scrutinizer for the remote e-voting and e-voting during the 36th Annual General Meeting ("36th AGM") of **GREENPLY INDUSTRIES LTD.** (hereinafter referred to as "the Company") held on Tuesday, August 25, 2026 at 11:00 A.M. (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") in accordance with the applicable provisions of the Companies Act, 2013 and rules framed thereunder ("Act, 2013") and Ministry of Corporate Affairs (MCA) vide Circular nos. 14/2020 dated 8th April 2020, 17/2020 dated 13th April 2020, 20/2020 dated 5th May 2020 and 03/2025 dated September 22, 2025, and other Circulars issued from time to time in this respect (collectively referred to as "MCA Circulars") and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024 read together with Circular Nos. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023, SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, and other applicable circulars (collectively referred to as "SEBI Circulars").

2. Responsibility of Ensuring Compliance:

The Management of the Company assumes complete responsibility of ensuring compliance of section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as may be necessary and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to remote e-voting and e-voting during the 36th AGM.

3. Dispatch of Notice Convening the 36th AGM:

The Company has informed that, on the basis of the Register of Members and the List of Beneficial Owners made available by the depositories viz., Central Depository Services (India) Limited (CDSL) and National Securities Depository Limited (NSDL), the Company completed dispatch of the Notice of the 36th AGM as under:-

- On July 31, 2026 by e-mail to 50,065 members who had registered their e-mail ids with the Company / Depositories / RTA and out of those 1229 have bounced.
- Public Notice regarding dispatch of Notice of 36th AGM was published in Business Standard, all edition (English Language), and Aajkal (Bengali Language) on August 1, 2026.

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- The Company sent the physical letters on July 31, 2026 to 1065 shareholders whose email IDs are not registered with Company / RTA / Depository Participants, providing the web-link and exact path of Company's website from where Annual Report and Notice of the 36th AGM for the FY 2025–26 can be accessed.

Also, Newspaper publication regarding prior intimation of 36th AGM and conducting of AGM through video conferencing/other audio visual means ("VC/OAVM"), were made in the Business Standard (English Language) all editions and Aajkal (Bengali Language), on July 25, 2026.

4. Cut-Off Date:

The voting rights were reckoned as on Tuesday, August 18, 2026, being the cut-off date for the purpose of deciding the entitlements of members for the remote e-voting and e-voting during the 36th AGM.

5. Remote E-Voting and E-Voting during the 36th AGM:

5.1. Agency:
The Company had appointed **Central Depository Services (India) Limited** as the agency for providing the remote e-voting platform prior to AGM and e-voting platform during the 36th AGM.

5.2. Remote e-voting and E-Voting during the 36th AGM:
Remote e-voting platform was open from 10:00 A.M. (IST) on Friday, August 21, 2026 till 5:00 P.M. (IST) on Monday, August 24, 2026. During this period, Members of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. August 18, 2026, were given the facility to cast their votes electronically conveying their assent or dissent in respect of the Resolutions set out in the Notice of the 36th AGM. Members who were present in the AGM and who did not cast their vote by remote e-voting were given the facility to cast their vote through e-voting facility.

6. Counting Process:

6.1 S.K. Infosolutions Private Limited, the Registrar and Transfer Agent (RTA) of the Company provided me with the list of members and their shareholding details as on cut-off date.

6.2 The votes were reconciled with the records maintained by the Company and/or RTA with respect to the authorizations lodged with the Central Depository Services (India) Limited.

6.3 Thereafter, the details containing, *inter-alia*, list of Equity Shareholders, who voted "for" or "against" each of the resolutions that were put to vote, were generated and downloaded from the e-voting website of Central Depository Services (India) Limited (https://www.evotingindia.com/) for remote e-voting and reports of e-voting during the 36th AGM were unblocked. The results were scrutinized to submit the Consolidated Scrutinizer's Report on the said voting results.

6.4 I unblocked the remote e-voting results on the Central Depository Services (India) Limited e-voting platform in the presence of Mr. G Shiva Rao and Mr. Srijan Sarawagi and downloaded the e-voting results.

DKS & CO. Kolkata-7 COMPANY SECRETARIES

7. **Results:**

7.1 I observed that:

a) Total 169 Members had cast their votes through remote e-voting and e-voting during the 36th AGM in respect of the businesses contained in the notice of 36th AGM and none of the votes cast by Members were found to be invalid.

b) Out of the above, 167 members have casted their votes through remote e-voting and 2 members exercised e-voting during the 36th AGM.

7.2 I submit the consolidated report as under on the Results of the voting through remote e-voting and e-voting during the 36th AGM in respect of Resolutions as contained in Item No. 1 to Item No. 5 of the Notice dated July 24, 2026:

ITEM NO.: 1

To receive, consider and adopt:

a) the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2026 including the Audited Balance Sheet as at March 31, 2026 and Statement of Profit & Loss for the year ended on that date and the Reports of the Board of Directors, and Auditors thereon.

b) the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2026 including the Audited Balance Sheet as at March 31, 2026 and Statement of Profit & Loss for the year ended on that date and the Report of the Auditors thereon.

PARTICULARS	REMOTE E-VOTING		E-VOTING DURING THE AGM		CONSOLIDATED VOTING RESULTS		
	No. of Members who Voted	No. of shares for which Votes cast	No. of Members who Voted (in person / proxy)	No. of shares for which Votes cast	Total No. of Members who Voted	Total No. of shares for which Votes cast	% of Votes to total number of valid Votes cast
Total Votes received	167	105045008	2	50	169	105045058	N.A.
Less: Total Number of Invalid Votes	0	0	0	0	0	0	N.A.
Total Number of Valid Votes	167	105045008	2	50	169	105045058	N.A.
Voted in Favour	162	105044942	2	50	164	105044992	100.00
Voted Against	5	66	0	0	5	66	0.00

ITEM NO.: 2

To declare final Dividend of Re.0.50/- per share (50%), on Equity Shares of the Company, for the Financial Year ended March 31, 2026.

PARTICULARS	REMOTE E-VOTING		E-VOTING DURING THE AGM		CONSOLIDATED VOTING RESULTS		
	No. of Members who Voted	No. of shares for which Votes cast	No. of Members who Voted (in person / proxy)	No. of shares for which Votes cast	Total No. of Members who Voted	Total No. of shares for which Votes cast	% of Votes to total number of valid Votes cast
Total Votes received	167	105045008	2	50	169	105045058	N.A.
Less: Total Number of Invalid Votes	0	0	0	0	0	0	N.A.
Total Number of Valid Votes	167	105045008	2	50	169	105045058	N.A.
Voted in Favour	162	105044942	2	50	164	105044992	100.00
Voted Against	5	66	0	0	5	66	0.00

ITEM NO.: 3

To appoint a Director in place of Mr. Sanidhya Mittal (DIN: 06579890), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.

PARTICULARS	REMOTE E-VOTING		E-VOTING DURING THE AGM		CONSOLIDATED VOTING RESULTS		
	No. of Members who Voted	No. of shares for which Votes cast	No. of Members who Voted (in person / proxy)	No. of shares for which Votes cast	Total No. of Members who Voted	Total No. of shares for which Votes cast	% of Votes to total number of valid Votes cast
Total Votes received	165	104974058	2	50	167	104974108	N.A.
Less: Total Number of Invalid Votes	0	0	0	0	0	0	N.A.
Total Number of Valid Votes	165	104974058	2	50	167	104974108	N.A.
Voted in Favour	155	104623131	2	50	157	104623181	99.67
Voted Against	10	350927	0	0	10	350927	0.33

DKS & Co.
Company Secretaries
ICSI UNIQUE CODE: S1990WB007300

173, Mahatma Gandhi Road,
First Floor, Kolkata-700 007
Tel No. +(91) 97481-43456 (O)
E-Mail ID: dksincs@yahoo.com

ITEM NO.: 4

Re-appointment of Ms. Vinita Bajoria (DIN: 02412990) as an Independent Director of the Company.

PARTICULARS	REMOTE E-VOTING		E-VOTING DURING THE AGM		CONSOLIDATED VOTING RESULTS		
	No. of Members who Voted	No. of shares for which Votes cast	No. of Members who Voted (in person / proxy)	No. of shares for which Votes cast	Total No. of Members who Voted	Total No. of shares for which Votes cast	% of Votes to total number of valid Votes cast
Total Votes received	167	105045008	2	50	169	105045058	N.A.
Less: Total Number of Invalid Votes	0	0	0	0	0	0	N.A.
Total Number of Valid Votes	167	105045008	2	50	169	105045058	N.A.
Voted in Favour	160	103472683	2	50	162	103472733	98.50
Voted Against	7	1572325	0	0	7	1572325	1.50

ITEM NO.: 5

Appointment of Mr. Girish Kulkarni (DIN: 01683332) as an Independent Director of the Company.

PARTICULARS	REMOTE E-VOTING		E-VOTING DURING THE AGM		CONSOLIDATED VOTING RESULTS		
	No. of Members who Voted	No. of shares for which Votes cast	No. of Members who Voted (in person / proxy)	No. of shares for which Votes cast	Total No. of Members who Voted	Total No. of shares for which Votes cast	% of Votes to total number of valid Votes cast
Total Votes received	167	105045008	2	50	169	105045058	N.A.
Less: Total Number of Invalid Votes	0	0	0	0	0	0	N.A.
Total Number of Valid Votes	167	105045008	2	50	169	105045058	N.A.
Voted in Favour	161	105044862	2	50	163	105044912	100.00
Voted Against	6	146	0	0	6	146	0.00

For **DKS & Co.**

DILIP KUMAR SARAWAGI
Mem. No.: A13020; C.P. No.: 3090
UDIN: A013020H001219786
PR- 2106/2022

Place: Kolkata
Date: August 25, 2026

I Accept

RAJESH MITTAL
[DIN: 00240900]
CHAIRMAN CUM MANAGING DIRECTOR
GREENPLY INDUSTRIES LTD

Place: Kolkata
Date: August 25, 2026