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@spbltd.com Web : www.spbltd.com
CIN : L21012TZ1960PLC000364

Minutes of the Proceedings for declaration of results of the Postal Ballot of the Company declared on Friday, the September 04, 2026 at 11:00 AM at Registered Office, Pallipalayam, Namakkal District, Cauvery RS PO, Erode 638 007.

The Board of Directors at their Meeting held on July 25, 2026 had unanimously approved:

◊ Appointment of Sri R.J.Ramesh (DIN: 11821767), as a Nominee Director of the Company, not liable to retire by rotation, by way of Ordinary Resolution.

and recommended the same to the shareholders for their approval. The Board decided to obtain consent of the members by passing an Ordinary 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 matters.

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 August 04, 2026 to the registered E-mail Ids of the Shareholders, who were members of the Company on the cut-off date i.e. Friday, the July 31, 2026. The Shareholders were 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 and on the website of the NSDL 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 July 25, 2026 had appointed Sri K Sankara subramanian, 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 August 05, 2026, informing about the dispatch of the Notice and Remote e-voting.

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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 Wednesday, the August 05, 2026 and closed at 5:00 PM (IST) on Thursday, the September 03, 2026 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 Friday, the September 04, 2026 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**				**Votes Against**		
	Mode of Voting	**No. of Members**	**No. of Votes**	**Vote %**	**No. of Members**	**No. of Votes**	**Vote %**
Appointment of Sri R.J.Ramesh, as a Nominee Director of the Company, not liable to retire by rotation	e-voting	674	31323656	99.95	23	15255	0.05

Accordingly, the resolution, as set out in the Postal Ballot Notice dated July 25, 2026, was duly approved and passed by the Members of the Company through Postal Ballot, with overwhelming majority on September 04, 2026.

The results of the voting by Postal Ballot were announced by the officer authorised by Chairman on September 04, 2026 @ 11:00 AM at the registered office of the company and the same was posted on the website of the company www.spbltd.com and intimated to BSE and NSE. Additionally the results have also been posted on the website of NSDL at www.evoting.nsdl.com.

The following resolution have been duly passed by the shareholders through e-voting and shall be deemed to have been passed on September 04, 2026, the date on which the scrutiniser issued the report containing the results of this e-voting.

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1 **Appointment of Sri R.J.Ramesh, (DIN: 11821767) as a Nominee Director, not liable to retire by rotation:**

"RESOLVED that pursuant to Section 152, 160 and 161 of Companies Act, 2013 and applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Sri R.J.Ramesh, (DIN: 11821767), based on the nomination received from Tamilnadu Industrial Investment Corporation Limited (TIIC) and who was appointed by the Board of Directors as an Additional Director of the Company with effect from July 25, 2026 and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Act, proposing his candidature for the office of the Director, be and is hereby appointed as a Non-Executive and Nominee Director of the Company, not liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors and the Company Secretary be and are hereby severally 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 an Ordinary Resolution.

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(N GOPALARATNAM)
Chairman

Place : Erode
Date : 04.09.2026