



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

Ref: SH/ S 6/ 622

2019 09 18

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

Corporate Services Department
BSE Limited
Floor 25, P J Towers
Dalal Street
Mumbai 400 001

Dear Sir,

Sub: Disclosure of Voting Results - Postal Ballot Notice dated 27 07 2019

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

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

The Company proposed one Ordinary Resolution and three Special Resolutions in the Postal Ballot Notice dated 27 07 2019 for the Appointment of Director / Re-appointment of Independent Directors and Adoption of New Articles of Association.

A copy of the Postal Ballot Notice was filed with both the Stock Exchanges on 17 08 2019, immediately after the dispatch of the Postal Ballot Notice to Shareholders. As per this Postal Ballot Notice, the voting period had commenced on 17th August 2019 (09.00 AM) and ended on 16th September 2019 (05.00 PM).

Please note that all the four Resolutions have been passed with requisite majority as prescribed under applicable Laws.

Voting results of the Postal Ballot as submitted by the Scrutinizer are enclosed in the format specified in the SEBI Circular cited above under Ref.No.(2).

Kindly take the same on record.

Thanking you,

Yours faithfully

For Seshasayee Paper and Boards Limited

for S. Srinivas
(V) PICHAI

Deputy Managing Director & Secretary

Encl:



SESHASAYEE PAPER AND BOARDS LIMITED

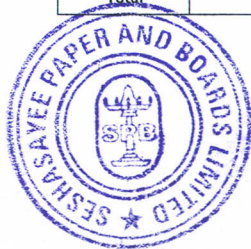
Regd. Office : Pallipalayam, Namakkal District, Cauvery RS PO, Erode 638 007

VOTING RESULTS OF THE POSTAL BALLOT

Voting Period	17 08 2019 (Saturday) 09.00 AM to 16 09 2019 (Monday) 05.00 PM
Total number of Shareholders on record date	13,133
No. of Shareholders present in the meeting either in person or through proxy :	
(i) Promoters and Promoter Group	NA
(ii) Public	NA
No. of Shareholders attended the meeting through Video Conferencing :	
(i) Promoters and Promoter Group	NA
(ii) Public	NA

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

1. Appointment of Sri Deepak Srivastava, as a Director - Ordinary Resolution								
Resolution required : (Ordinary / Special)			Ordinary					
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	E-Voting	5380004	5380004	100.00	5380004	0	100.00	0.00
	Poll	5380004	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	5380004	0	0.00	0	0	0.00	0.00
Public - Institutions	E-Voting	2444168	446062	18.25	445376	686	99.85	0.15
	Poll	2444168	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	2444168	0	0.00	0	0	0.00	0.00
Public - Non Institutions	E-Voting	4789456	1491757	31.15	1490732	1025	99.93	0.07
	Poll	4789456	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	4789456	21796	0.46	20970	826	96.21	3.79
Total		12613628	7339619	58.19	7337082	2537	99.97	0.03



For Seshasayee Paper and Boards Limited

(Signature)
Deputy Managing Director & Secretary

2. Re-appointment of Sri A L Somayaji, as an Independent Director - Special Resolution

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	E-Voting	5380004	5380004	100.00	5380004	0	100.00	0.00
	Poll	5380004	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	5380004	0	0.00	0	0	0.00	0.00
Public - Institutions	E-Voting	2444168	446062	18.25	445376	686	99.85	0.15
	Poll	2444168	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	2444168	0	0.00	0	0	0.00	0.00
Public - Non Institutions	E-Voting	4789456	1491757	31.15	1490783	974	99.93	0.07
	Poll	4789456	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	4789456	21564	0.45	21129	435	97.98	2.02
Total		12613628	7339387	58.19	7337292	2095	99.97	0.03



For Seshasayee Paper and Boards Limited

(Signature)
 (V Pichai)
 Deputy Managing Director & Secretary

3. Re-appointment of Dr Nanditha Krishna, as an Independent Director - Special Resolution								
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	E-Voting	5380004	5380004	100.00	5380004	0	100.00	0.00
	Poll	5380004	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	5380004	0	0.00	0	0	0.00	0.00
Public - Institutions	E-Voting	2444168	446062	18.25	446062	0	100.00	0.00
	Poll	2444168	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	2444168	0	0.00	0	0	0.00	0.00
Public - Non Institutions	E-Voting	4789456	1491757	31.15	1490725	1032	99.93	0.07
	Poll	4789456	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	4789456	21762	0.45	20756	1006	95.38	4.62
Total		12613628	7339585	58.19	7337547	2038	99.97	0.03



For Seshasayee Paper and Boards Limited

(Signature)
 (V. Pichai)
 Deputy Managing Director & Secretary

4. Adoption of New Articles of Association - Special Resolution								
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	E-Voting	5380004	5380004	100.00	5380004	0	100.00	0.00
	Poll	5380004	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	5380004	0	0.00	0	0	0.00	0.00
Public - Institutions	E-Voting	2444168	446062	18.25	445376	686	99.85	0.15
	Poll	2444168	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	2444168	0	0.00	0	0	0.00	0.00
Public - Non Institutions	E-Voting	4789456	1491762	31.15	1491072	690	99.95	0.05
	Poll	4789456	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	4789456	21563	0.45	21468	95	99.56	0.44
Total		12613628	7339391	58.19	7337920	1471	99.98	0.02



For Seshasayee Paper and Boards Limited

[Signature]
Deputy Managing Director & Secretary

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

**B.KALYANASUNDARAM,
B.Com.,ACMA.,ACS.,**

OFFICE:

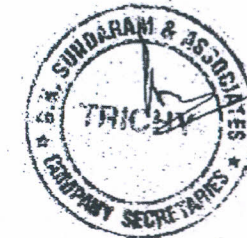
**29 & 30,PANDAMANGALAM
AGRAHARAM,
WORIUR,TRICHY-620003.
PHONE:- 0431- 2761590.
Email:- bkksoffice@gmail.com**

REPORT OF SCRUTINIZER

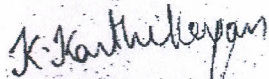
[pursuant to Sections 108 & 110 of the Companies Act, 2013 and Rules 20 and 22 of the Companies (Management and Administration) Rules,2014 read with Clause 44 of the SEBI (LODR) Regulations, 2015]

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:-

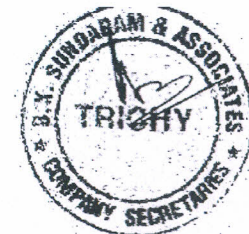


1. All postal ballot forms received up to the close of working hours at 05.00 PM on 16th September 2019, the last date and time fixed by the Company for receipt of the forms, were considered for my scrutiny.
2. The e-voting period remained open from 17th AUGUST 2019 (09.00 am) to 16th SEPTEMBER 2019 (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 16th September 2019 after the closing hour of 5.00 P.M. in the presence of two witnesses viz Mr. K.KARTHIKEYAN and Mr. B.RAMAMURTHY who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.


(K.KARTHIKEYAN)


(B.RAMAMURTHY)

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



5. A summary of the Postal ballot forms received is given below:-

PARTICULARS	NO. OF POSTAL BALLOT FORMS
(a) Total postal ballot forms received	203
(b) Less: Invalid postal ballot forms	2
(c) Net Valid Postal ballot forms taken in to consideration while preparing the result of postal ballot	201

7. Based on the e-votes cast 'For' and 'Against' and based on the scrutiny of the valid postal ballot forms I furnish hereunder the result of the e-voting & postal ballot :-

Agenda Item No.	Particulars of the Agenda	Voted for				Voted against		
		Mode of Voting	No. of Members	No. of votes	Vote %	No. of Members	No. of Votes	Vote %
1	<u>SPECIAL BUSINESS:-</u> <u>Agenda item No.1:-</u> Appointment of Sri Deepak Srivastava as a Director	Postal ballot	178	20970		4	826	
		E-voting	102	7316112		7	1711	
		TOTAL	280	7337082	99.97	11	2537	0.03



Agenda Item No.	Particulars of the Agenda	Voted for				Voted against		
		Mode of Voting	No. of Members	No. of votes	Vote %	No. of Members	No. of Votes	Vote %
2	<u>SPECIAL BUSINESS:-</u> <u>Agenda item No.2:-</u> Re-appointment of Sri A L Somayaji, as an Independent Director	Postal ballot	173	21129		5	435	
		E-voting	101	7316163		8	1660	
		TOTAL	274	7337292	99.97	13	2095	0.03
3	<u>SPECIAL BUSINESS:-</u> <u>Agenda item No.3:-</u> Re-appointment of Dr Nanditha Krishna, as an Independent Director	Postal ballot	172	20756		5	1006	
		E-voting	101	7316791		8	1032	
		TOTAL	273	7337547	99.97	13	2038	0.03




Agenda Item No.	Particulars of the Agenda	Voted for				Voted against		
		Mode of Voting	No. of Members	No. of votes	Vote %	No. of Members	No. of Votes	Vote %
4	<u>SPECIAL BUSINESS:-</u> <u>Agenda item No.4:-</u> Adoption of New Articles of Association	Postal ballot	173	21468		3	95	
		E-voting	104	7316452		6	1376	
		TOTAL	277	7337920	99.98	9	1471	0.02

The downloaded e-voting records, postal ballot forms and other connected papers relating to e-voting and postal ballot shall remain in my safe custody until the Chairman considers this report of Scrutinizer and announces the result on 18th September 2019 at 11.30 a.m. at the Registered Office of the Company and thereafter the same will be handed over to the Deputy Managing Director & Secretary of the Company for safe keeping.

PLACE : TRICHY
DATE : 18-09-2019



For B.K. SUNDARAM & ASSOCIATES
COMPANY SECRETARIES


B. KALYANASUNDARAM
PRACTISING COMPANY SECRETARY
CC. 2209.