



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

Ref: SH/ S-6/ 878

2020 08 08

National Stock Exchange of India Limited
Exchange Plaza, 5th 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
Dalal Street
Mumbai 400 001

Stock Code : 502450

Dear Sir,

Sub: Disclosure of Voting Result of the 60th Annual General Meeting of Seshasayee Paper and Boards Limited held on August 08, 2020, as per the requirement of Regulation 44 (3) of Listing Regulations.

The Company offered the following voting facilities for all the Eight (8) Resolutions proposed in the 60th Annual General Meeting held on August 08, 2020.

- Remote e-Voting in terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rule 2014.
- Voting at the AGM pursuant to Rule 20(4) (iii) (B) of the Companies (Management and Administration) Rule 2014, as certified by the Scrutiniser.

The details of voting results of the 60th Annual General Meeting of the Company held on August 08, 2020 are enclosed (Annexure-I) in the format prescribed under Regulation 44(3) of Listing Regulation read with SEBI Circular dated November 04, 2015.

Thanking you,

Yours faithfully

For Seshasayee Paper and Boards Limited

(V PICHAI)

Deputy Managing Director & Secretary

Encl: as above

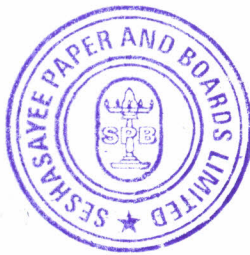




**SESHASAYEE PAPER AND BOARDS LIMITED
ERODE**

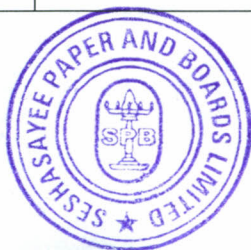
Details of 60th Annual General Meeting

SI No.	Particulars	Details
1	Date of AGM	08 08 2020
2	Total No. of Shareholders on record date	16 689
3	No. of Shareholders present in the Meeting either in person or through proxy:	
	(i) Promoter and Promoter Group	Not Applicable
	(ii) Public	Not Applicable
4	No. of Shareholders attended the Meeting through Video Conferencing:	
	(i) Promoter and Promoter Group	13
	(ii) Public	105



Date of AGM	08-Aug-20
Total number of Shareholders on record date	16 689
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	13
(ii) Public	105

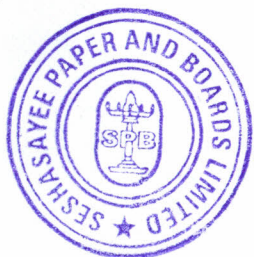
Resolution required : (Ordinary / Special)			Ordinary Resolution - Adoption of Audited Financial Statements (Including the Consolidated Financial Statements) for the year ended March 31, 2020 and Report of Directors and Auditors thereon.					
Whether Promoter / Promoter Group are interested in the agenda / 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	26900020	26900020	100.00	26900020	0	100.000	0.000
	Poll	26900020	0	0.00	0	0	0.000	0.000
	Postal Ballot (if applicable)	26900020	0	0.00	0	0	0.000	0.000
Public - Institutions	E-Voting	15703176	0	0.00	0	0	0.000	0.000
	Poll	15703176	0	0.00	0	0	0.000	0.000
	Postal Ballot (if applicable)	15703176	0	0.00	0	0	0.000	0.000
Public - Non Institutions	E-Voting	20464944	7238054	35.37	7237054	1000	99.986	0.014
	Poll	20464944	0	0.00	0	0	0.000	0.000
	Postal Ballot (if applicable)	20464944	0	0.00	0	0	0.000	0.000
Total		63068140	34138074	54.13	34137074	1000	99.997	0.003



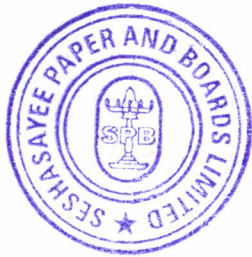
Resolution required : (Ordinary / Special)			Ordinary Resolution - Declaration of Dividend					
Whether Promoter / Promoter Group are interested in the agenda / resolution ?			No					
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	26900020	26900020	100.00	26900020	0	100.000	0.000
	Poll	26900020	0	0.00	0	0	0.000	0.000
	Postal Ballot (if applicable)	26900020	0	0.00	0	0	0.000	0.000
Public - Institutions	E-Voting	15703176	0	0.00	0	0	0.000	0.000
	Poll	15703176	0	0.00	0	0	0.000	0.000
	Postal Ballot (if applicable)	15703176	0	0.00	0	0	0.000	0.000
Public - Non Institutions	E-Voting	20464944	7238054	35.37	7238054	0	100.000	0.000
	Poll	20464944	0	0.00	0	0	0.000	0.000
	Postal Ballot (if applicable)	20464944	0	0.00	0	0	0.000	0.000
Total		63068140	34138074	54.13	34138074	0	100.000	0.000



Resolution required : (Ordinary / Special)			Ordinary Resolution - Appointment of Tmt. E Sundaravalli, IAS as Nominee Director, not liable to retire by rotation					
Whether Promoter / Promoter Group are interested in the agenda / resolution ?			No					
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	26900020	26900020	100.00	26900020	0	100.000	0.000
	Poll	26900020	0.00	0.00	0.00	0	0.000	0.000
	Postal Ballot (if applicable)	26900020	0.00	0.00	0.00	0	0.000	0.000
Public - Institutions	E-Voting	15703176	0	0.00	0	0	0.000	0.000
	Poll	15703176	0	0.00	0	0	0.000	0.000
	Postal Ballot (if applicable)	15703176	0	0.00	0	0	0.000	0.000
Public - Non Institutions	E-Voting	20464944	7238054	35.37	7236602	1452	99.980	0.020
	Poll	20464944	0	0.00	0	0	0.000	0.000
	Postal Ballot (if applicable)	20464944	0	0.00	0	0	0.000	0.000
Total		63068140	34138074	54.13	34136622	1452	99.996	0.004



Resolution required : (Ordinary / Special)			Special Resolution - Re-appointment of Sri N Gopalaratnam as Chairman					
Whether Promoter / Promoter Group are interested in the agenda / resolution ?			Yes					
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	26900020	26900020	100.00	26900020	0	100.000	0.000
	Poll	26900020	0.00	0.00	0.00	0	0.000	0.000
	Postal Ballot (if applicable)	26900020	0.00	0.00	0.00	0	0.000	0.000
Public - Institutions	E-Voting	15703176	0	0.00	0	0	0.000	0.000
	Poll	15703176	0	0.00	0	0	0.000	0.000
	Postal Ballot (if applicable)	15703176	0	0.00	0	0	0.000	0.000
Public - Non Institutions	E-Voting	20464944	7235554	35.36	7234178	1376	99.981	0.019
	Poll	20464944	0	0.00	0	0	0.000	0.000
	Postal Ballot (if applicable)	20464944	0	0.00	0	0	0.000	0.000
Total		63068140	34135574	54.12	34134198	1376	99.996	0.004



Resolution required : (Ordinary / Special)			Special Resolution - Re-appointment of Sri K S Kasi Viswanathan as Managing Director					
Whether Promoter / Promoter Group are interested in the agenda / resolution ?			Yes					
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	26900020	26900020	100.00	26900020	0	100.000	0.000
	Poll	26900020	0.00	0.00	0.00	0	0.000	0.000
	Postal Ballot (if applicable)	26900020	0.00	0.00	0.00	0	0.000	0.000
Public - Institutions	E-Voting	15703176	0	0.00	0	0	0.000	0.000
	Poll	15703176	0	0.00	0	0	0.000	0.000
	Postal Ballot (if applicable)	15703176	0	0.00	0	0	0.000	0.000
Public - Non Institutions	E-Voting	20464944	7238054	35.37	7235678	2376	99.967	0.033
	Poll	20464944	0	0.00	0	0	0.000	0.000
	Postal Ballot (if applicable)	20464944	0	0.00	0	0	0.000	0.000
Total		63068140	34138074	54.13	34135698	2376	99.993	0.007



Resolution required : (Ordinary / Special)			Special Resolution - Re-appointment of Sri V Pichai as Deputy Managing Director & Secretary					
Whether Promoter / Promoter Group are interested in the agenda / resolution ?			Yes					
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	26900020	26900020	100.00	26900020	0	100.000	0.000
	Poll	26900020	0.00	0.00	0.00	0	0.000	0.000
	Postal Ballot (if applicable)	26900020	0.00	0.00	0.00	0	0.000	0.000
Public - Institutions	E-Voting	15703176	0	0.00	0	0	0.000	0.000
	Poll	15703176	0	0.00	0	0	0.000	0.000
	Postal Ballot (if applicable)	15703176	0	0.00	0	0	0.000	0.000
Public - Non Institutions	E-Voting	20464944	7235554	35.36	7233178	2376	99.967	0.033
	Poll	20464944	0	0.00	0	0	0.000	0.000
	Postal Ballot (if applicable)	20464944	0	0.00	0	0	0.000	0.000
Total		63068140	34135574	54.12	34133198	2376	99.993	0.007



Resolution required : (Ordinary / Special)			Ordinary Resolution - Remuneration to Cost Auditor					
Whether Promoter / Promoter Group are interested in the agenda / resolution ?			NO					
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	26900020	26900020	100.00	26900020	0	100.000	0.000
	Poll	26900020	0.00	0.00	0.00	0	0.000	0.000
	Postal Ballot (if applicable)	26900020	0.00	0.00	0.00	0	0.000	0.000
Public - Institutions	E-Voting	15703176	0	0.00	0	0	0.000	0.000
	Poll	15703176	0	0.00	0	0	0.000	0.000
	Postal Ballot (if applicable)	15703176	0	0.00	0	0	0.000	0.000
Public - Non Institutions	E-Voting	20464944	7238054	35.37	7236674	1380	99.981	0.019
	Poll	20464944	0	0.00	0	0	0.000	0.000
	Postal Ballot (if applicable)	20464944	0	0.00	0	0	0.000	0.000
Total		63068140	34138074	54.13	34136694	1380	99.996	0.004



Resolution required : (Ordinary / Special)			Ordinary Resolution - Payment of Commission to Non Whole-time Directors					
Whether Promoter / Promoter Group are interested in the agenda / resolution ?			NO					
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	26900020	26900020	100.00	26900020	0	100.000	0.000
	Poll	26900020	0.00	0.00	0.00	0	0.000	0.000
	Postal Ballot (if applicable)	26900020	0.00	0.00	0.00	0	0.000	0.000
Public - Institutions	E-Voting	15703176	0	0.00	0	0	0.000	0.000
	Poll	15703176	0	0.00	0	0	0.000	0.000
	Postal Ballot (if applicable)	15703176	0	0.00	0	0	0.000	0.000
Public - Non Institutions	E-Voting	20464944	7238554	35.37	7236942	1612	99.978	0.022
	Poll	20464944	0	0.00	0	0	0.000	0.000
	Postal Ballot (if applicable)	20464944	0	0.00	0	0	0.000	0.000
Total		63068140	34138574	54.13	34136962	1612	99.995	0.005



K. SANKARA SUBRAMANIAN
B.A.B.L., A.C.S.,
PRACTICING COMPANY SECRETARY

OFFICE:
30, PANDAMANGALAM AGRAHARAM
WORIUR, TRICHY - 620003.
PHONE:- 0431- 2761590
EMAIL: shankartheacs5@gmail.com

REPORT OF SCRUTINIZER

[pursuant to Sections 108 of the Companies Act, 2013 read with Rules 20 of the Companies (Management and Administration) Rules, 2014 and General Circular Nos.14/2020, 17/2020 and 20/2020 issued by the Ministry of Corporate Affairs, New Delhi]

To
The Chairman
Seshasayee Paper and Boards Limited
Pallipalayam, Cauvery R.S. PO,
Erode - 638007

I, K. Sankara Subramanian, Practising Company Secretary, (CP. NO.15994 & M.NO.A26989), have been appointed as the scrutinizer by M/s. Seshasayee Paper and Boards Limited, (CIN: L21012TZ1960PLC000364) having its Registered Office at Pallipalayam, Cauvery R.S. PO, Erode - 638007 for the purpose of scrutinizing the process of e-voting [both remote e-voting & e-voting during the AGM] in a fair and transparent manner and ascertaining the votes cast FOR and AGAINST through e-voting, as per Section 108 of the Companies Act, 2013 read with Rules 20 of the Companies (Management and Administration) Rules, 2014 and pursuant to General Circular Nos.14/2020, 17/2020 and 20/2020 issued by the Ministry of Corporate Affairs, New Delhi. I submit my consolidated report (integrating the votes cast at the Meeting and through remote e-voting) as under:



1. The 60th Annual General Meeting of members of M/s. Seshasayee Paper and Boards Limited was held on Saturday, the 8th July, 2020 at 11.00 A.M. through video conferencing mode in accordance with the General Circular Nos.14/2020, 17/2020 and 20/2020 issued by the Ministry of Corporate Affairs, New Delhi and the Company had provided the remote e-voting facility and e-voting during the AGM to the shareholders for casting their votes in respect of the resolutions mentioned in the Notice.
2. The remote e-voting period remained open from 5th August, 2020 (9.00 A.M.) to 7th August, 2020 (5.00 P.M.) through e-voting services provided by National Securities Depository Limited (NSDL).
3. The e-votes cast through e-voting on the date of AGM were unblocked through the menu provided in the NSDL website on 08th August 2020 at 1.25 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. The e-votes cast through remote e-voting were unblocked through the menu provided in the NSDL website on 08th August 2020 at 1.25 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)

5. Thereafter, the details containing, inter-alia, list of equity shareholders, who voted through e-voting [both e-voting during the AGM & remote e-voting] were downloaded from the e-voting website of NSDL (<https://www.e-voting.nsdl.com>). The valid e-votes cast 'For' and 'Against' were taken in to consideration while preparing the result of e-voting.

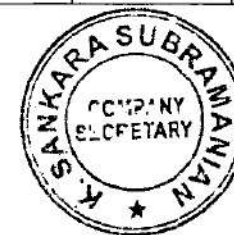


6. Based on the e-votes cast 'FOR' and 'AGAINST', I furnish hereunder the result of consolidated report (integrating the votes cast at the Meeting and through remote e-voting):

Sl. No.	Particulars of the Business	Voted for			Voted against		
		No. of Members	No. of votes	Vote %	No. of Members	No. of Votes	Vote %
	ORDINARY BUSINESS						
1.	<u>Agenda item No.1:</u> <u>Ordinary Resolution:-</u> Adoption of Accounts, etc	194	3,41,37,074	99.99	1	1,000	0.01
2.	<u>Agenda item No.2:</u> <u>Ordinary Resolution:-</u> Declaration of Dividend	195	3,41,38,074	100	0	0	--
	SPECIAL BUSINESS						
3.	<u>Agenda item No.3:</u> <u>Ordinary Resolution:-</u> Appointment of Tmt. E.Sundaravalli, IAS as Director, not liable to retire by rotation	191	3,41,36,622	99.99	4	1,452	0.01
4.	<u>Agenda item No.4:</u> <u>Special Resolution:-</u> Re-appointment of Sri N Gopalaratnam as Chairman	191	3,41,34,198	99.99	3	1,376	0.01



Sl. No.	Particulars of the Business	Voted for			Voted against		
		No. of Members	No. of votes	Vote %	No. of Members	No. of Votes	Vote %
	SPECIAL BUSINESS						
5.	<u>Agenda item No.5:</u> <u>Special Resolution:-</u> Re-appointment of Sri K S Kasi Viswanathan as Managing Director	191	3,41,35,698	99.99	4	2,376	0.01
6.	<u>Agenda item No.6:</u> <u>Special Resolution:-</u> Re-appointment of Sri V Pichai as Deputy Managing Director & Secretary	190	3,41,33,198	99.99	4	2,376	0.01
7.	<u>Agenda item No.7:</u> <u>Ordinary Resolution:-</u> Remuneration to Cost Auditor	192	3,41,36,694	99.99	3	1,380	0.01
8.	<u>Agenda item No.8:</u> <u>Ordinary Resolution:-</u> Payment of Commission to Non-Wholetime Directors	189	3,41,36,962	99.99	7	1,612	0.01



7. The downloaded e-voting records and other connected papers relating to e-voting shall remain in my safe custody until the Chairman considers this report of Scrutinizer and uploads / announces the result in their website (www.spbltd.com) and thereafter the same will be handed over to the Deputy Managing Director & Secretary of the Company for safe keeping.

Place : Tiruchirappalli
Date : 08-08-2020



K. SANKARA SUBRAMANIAN
PRACTICING COMPANY SECRETARY
MEMBERSHIP NO.: A26989
C.P. NO. : 15994