

Ref: BSE/SEC-02/

September 27, 2018

The General Manager
Dept. of Corporate Services
Bombay Stock Exchange Limited
Floor 25th P.J. Towers
Dalal Street
Mumbai - 400 001.

Dear Sir,

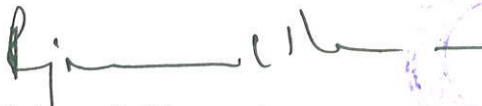
Sub: Scrutinizer's Report

Ref: BSE Scrip Code: 532994
NSE: Stock Code: Archidply

Please find enclosed the copy of the Scrutinizers' Report on voting at the 23rd Annual General Meeting of the members of the Company held on Tuesday 25th September, 2018 at 10:30 a.m. at Hotel Rudra Continental Kashipur Bypass Road Rudrapur Uttarakhand -263153 as per Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014.

This is for your information and record.

Thanking you.
Yours faithfully,
For Archidply Industries Limited


(Rajneesh Sharma)
Company Secretary



CC: The Listing Department
National Stock Exchange of India Ltd.
Exchange Plaza,
Plot no. C/1, G Block,
Bandra-Kurla Complex
Bandra (E)
Mumbai - 400 051

Encl : a/a

CIN: L85110UR1995PLC008627

No. 29/2, G.K. Manor, 1st Floor, Nehru Circle, Seshadripuram, Bangalore - 560 020.

Ph: 080-2344 5607, 4342 0000, Fax: 080-2334 8463, E-mail: info@archidply.com, Website: www.archidply.com

Registered Office: Plot No 7, Sector-9, Integrated Industrial Estate, SIDCUL, Pant Nagar, Rudrapur, Udham Singh Nagar, Uttarakhand - 263 153.



DEEPAK SADHU & Co

COMPANY SECRETARIES

DEEPAK SADHU

B.Com, MBA (Finance), A.C.S.

ACS No: **39541**, CP No: **14992**

Web: www.deepaksadhu.com

Email: deepak@deepaksadhu.com

info@deepaksadhu.com

Form No.: MGT-13

SCRUTINIZER'S REPORT

*(Pursuant to Section 108 of the Companies Act, 2013 and rule 20 of the Companies
[Management and Administration] Rules, 2014)*

To

The Chairman

ARCHIDPLY INDUSTRIES LIMITED

23rd ANNUAL GENERAL MEETING of Equity Share Holders

PLOT NO 7, SECTOR-9, INTEGRATED INDUSTRIAL ESTATE,

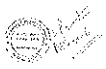
SIDCUL, PANT NAGAR, RUDRAPUR, UDHAM SINGH NAGAR,

RUDRAPUR UR 263153

Sub: Consolidated Scrutinizer Report on remote E-voting / Physical ballot forms conducted pursuant to the provision of Section 108 of the Companies Act, 2013 read with rule 20 of the Companies [Management and Administration] Rules, 2014 as amended by the Companies [Management and Administration] Rules, 2015 and voting at the Twenty Third Annual General Meeting of the Equity Shareholders of ARCHIDPLY INDUSTRIES LIMITED held on Tuesday, 25th day of September, 2018 at HOTEL RUDRA CONTINENTAL KASHIPUR BYPASS ROAD, RUDRAPUR, Uttarakhand -263153, INDIA at 10:30AM

Dear Sir,

1. I, CS DEEPAK SADHU proprietor of DEEPAK SADHU & CO, COMPANY SECRETARIES, Bangalore appointed as the Scrutinizer for the purpose of e-voting and physical ballot process being carried out, as per Section 108 of the Companies Act, 2013 read with rule 20 of the Companies [Management and Administration] Rules, 2014 as amended by the Companies [Management and Administration] Rules, 2015 for the purpose of scrutinizing, in a fair and transparent manner the remote e-voting process, the physical ballot forms received from the shareholders in respect of the resolutions passed at the



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by DEEPAK
SADHU
Date:
2018.09.26
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Address: No. 450, 9th cross, JP Nagar 2nd phase, Bangalore – 560 078.

Tel: 080-26596755, **Mob:** 98860 96664 / 88843 11947, **Web:** www.deepaksadhu.com

Email: info@deepaksadhu.com / deepak@deepaksadhu.com

23rd Annual General Meeting of the Equity Shareholders of the Company held on 25th day of September, 2018 at 10:30 AM.

2. The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and the rules relating to the voting through electronic means and physical ballot voting on the resolutions contained in the Notice to the 23rd Annual General Meeting (AGM) of the members of the company. My responsibility as a scrutinizer for the e-voting process and physical ballot is restricted to make a scrutinizer's report of the votes cast "IN FAVOUR" or "AGAINST" the resolutions as per Annexure, based on the reports generated from the e-voting system provided by Karvy Computershare Pvt. Ltd., the authorized agency to provide e-voting facilities, engaged by the Company and of the voting ballots received at the AGM.
3. The Notice dated 30th May, 2018 as per section 101 of the Companies Act, 2013 along with the statement setting out material facts under section 102 of the Act was sent to the shareholders in respect of the resolutions passed at the AGM of the Company. The Notice was also published in "The Financial Express" (English) and "Uttaranchal Darpan" (Hindi) on 4th Sept, 2018.
4. The Notice was also hereby given pursuant to Section 91 of the Companies Act, 2013, Rule 10 of the Companies [Management and Administration Rules, 2014 and Regulation 42 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 that the Register of Members of the Company and Share Transfer Books will remain closed from September 18th, 2018 to September 24th, 2018 (both days inclusive).
5. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with rule 20 of the Companies [Management and Administration] Rules, 2014 and Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the Company provided remote e-voting facility to cast vote through electronic mode which commenced from 9.00 am on September 19th, 2018 to 5.00 pm on September 24th, 2018 on the resolutions as per Annexure by the members of the company.



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by DEEPAK
SADHU
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Tel: 080-26596755, **Mob:** 98860 96664 / 88843 11947, **Web:** www.deepaksadhu.com
Email: info@deepaksadhu.com / deepak@deepaksadhu.com

6. The Company had availed the e-voting facility offered by Karvy Computershare Pvt. Ltd., (i.e., <https://evoting.karvy.com>) for conducting remote e-voting by the shareholders of the company.
7. The e-voting process was unblocked by me on September 24th 2018 at 05.10 pm.
8. The votes cast through e-voting process was unblocked by me on 25th September 2018 at 12:30 pm after the completion of Annual General Meeting in the presence of 2 witnesses who are not in employment of the Company and who witnessed to the unblocking of votes.
9. The final report generated was tabulated by me and the data regarding the final e-votes and physical votes was diligently scrutinized. The whole data regarding the members who had voted electronically was reconciled as per the data available on the website of Karvy Computershare Pvt. Ltd., (i.e., <https://evoting.karvy.com>)
10. At the Annual General Meeting (AGM) held on 25th September 2018, the chairman of the Annual General Meeting had provided polling papers to enable those shareholders who had not casted their votes by e-voting facility in respect of Resolutions (Items No. 1 to 3 as set out in the Notice of the 23rd Annual General Meeting of the Company), to cast their vote at the said AGM. I was appointed as the Scrutinizer to conduct the poll procedure at the said AGM.
11. My consolidated report of the votes cast by shareholders through remote e-voting and physical ballot at the AGM with their pattern of voting is, as per the Annexure annexed to this report.



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ANNEXURE:

The consolidated result of e-voting & physical ballot is as under:

1. RESOLUTION NO.1 [(RESOLUTION – ORDINARY, BUSINESS – ORDINARY)] : -
Consider and adoption of Audited Financial Statements for the year ended
March 31, 2018, the Boards Report and Auditors thereon.

(i) Voted in FAVOUR of the Resolution:		
Total e-votes cast and members present and voting (in person or by proxy)	Number of Votes cast	% of total number of valid votes cast
27	16043568	99.9995%

(ii) Voted AGAINST the Resolution:		
Total e-votes cast and members present and voting (in person or by proxy)	Number of Votes cast	% of total number of valid votes cast
01	75	0.0005%

(iii) INVALID Votes:	
Total e-votes cast and members present and voting (in person or by proxy)	Number of Votes cast
00	00

(iv) ABSTAIN Votes:	
Total e-votes cast and members present and voting (in person or by proxy)	Number of Votes cast
0	0



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2. RESOLUTION NO.2 [(RESOLUTION – ORDINARY, BUSINESS – ORDINARY)] : -
Appointment of Mr. Raiv Daga, who retires by rotation, being eligible, offers himself for re-appointment.

(i) Voted in FAVOUR of the Resolution:		
Total e-votes cast and members present and voting (in person or by proxy)	Number of Votes cast	% of total number of valid votes cast
22	14051018	99.9942%

(ii) Voted AGAINST the Resolution:		
Total e-votes cast and members present and voting (in person or by proxy)	Number of Votes cast	% of total number of valid votes cast
03	820	0.0058%

(iii) INVALID Votes:	
Total e-votes cast and members present and voting (in person or by proxy)	Number of Votes cast
03	1991805

(iv) ABSTAIN Votes:	
Total e-votes cast and members present and voting (in person or by proxy)	Number of Votes cast
00	0



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3. RESOLUTION NO.3 [(RESOLUTION – ORDINARY, BUSINESS – ORDINARY)] : -
Ratification of Appointment of M/s. Priti Jhavar & Co., Chartered Accountants, as auditors and fix their remuneration.

(i) Voted in FAVOUR of the Resolution:		
Total e-votes cast and members present and voting (in person or by proxy)	Number of Votes cast	% of total number of valid votes cast
26	16043563	99.9995%

(ii) Voted AGAINST the Resolution:		
Total e-votes cast and members present and voting (in person or by proxy)	Number of Votes cast	% of total number of valid votes cast
02	80	0.0005%

(iii) INVALID Votes:	
Total e-votes cast and members present and voting (in person or by proxy)	Number of Votes cast
00	00

(iv) ABSTAIN Votes:	
Total e-votes cast and members present and voting (in person or by proxy)	Number of Votes cast
00	00



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A Compilation of data containing a list of equity shareholders/custodians/proxies who voted in "FAVOUR", "AGAINST" "ABSTAIN" and "INVALID VOTES" for each resolution is enclosed.

All the relevant records of e-voting and poll papers will remain in my safe custody until the Chairman considers, approves and signs the minutes of the 23rd Annual General Meeting and the same shall be handed over thereafter to the Chairman / Company Secretary for safe custody.

Thanking You,

Place : Bangalore

Date : 26th September, 2018

Yours Faithfully,



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SADHU
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(CS DEEPAK SADHU)

Proprietor

DEEPAK SADHU & CO, COMPANY SECRETARIES

Scrutinizer

Address: No. 450, 9th cross, JP Nagar 2nd phase, Bangalore – 560 078.

Tel: 080-26596755, Mob: 98860 96664 / 88843 11947, Web: www.deepaksadhu.com

Email: info@deepaksadhu.com / deepak@deepaksadhu.com

Company Name	ARCHIDPLY INDUSTRIES LIMITED
Date of the AGM/EGM	25th Sept 2018
Total number of shareholders on record date	11573
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	7
Public:	39
No. of Shareholders attended the meeting through Video	
Promoters and Promoter Group:	0
Public:	0

Resolution No.	1									
Resolution required: (Ordinary/ Special)	ORDINARY - Consider and adoption of Audited Financial Statements for the year ended March 31, 2018, the Boards Report and Auditors									
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		
	E-Voting	16034645	16034645	100.0000	16034645	0	100.0000	0.0000		
	Poll	16034645	0	0.0000	00	0	100.0000	0.0000		
Promoter and Promoter Group	Postal Ballot (if applicable)	16034645	0	0.0000	00	0	0.0000	0.0000		
	E-Voting	381015	0	0.0000	00	0	0.0000	0.0000		
	Poll	381015	0	0.0000	00	0	0.0000	0.0000		
Public- Institutions	Postal Ballot (if applicable)	381015	0	0.0000	00	0	0.0000	0.0000		
	E-Voting	5649340	8847	0.1566	8772	75	99.1522	0.8477		
	Poll	5649340	151	0.0020	151	0	100.0000	0.0000		
Public- Non Institutions	Postal Ballot (if applicable)	5649340	0	0.0000	00	0	0.0000	0.0000		
	Total	22065000	16043643	72.7108	16043643	75	99.9995	0.0005		

Resolution No.	2									
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Mr. Raiv Daga, who retires by rotation, being eligible, offers himself for re-appointment.									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									

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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	16034645	14042840	87.5781	14042840	0	100.0000	0.0000
	Poll	16034645	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	16034645	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	381015	0	0.0000	00	0	0.0000	0.0000
	Poll	381015	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	381015	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	5649340	8847	0.1566	8027	820	90.7313	9.2686
	Poll	5649340	151	0.0020	151	0	100.0000	0.0000
	Postal Ballot (if applicable)	5649340	0	0.0000	00	0	0.0000	0.0000
	Total	22065000	14051838	63.6838	14051018	820	99.9942	0.0058

Resolution No.	Resolution required: (Ordinary/ Special)	Whether promoter/ promoter group are interested in the agenda/resolution?	Pointment of M/s. Priti Jhawa & Co., Chartered Accountants, as auditors and fix their remuneration.					
3	ORDINARY - Ap	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	16034645	16034645	100.0000	16034645	0	100.0000	0.0000
	Poll	16034645	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	16034645	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	381015	0	0.0000	00	0	0.0000	0.0000
	Poll	381015	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	381015	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	5649340	8847	0.1566	8767	80	99.0957	0.9042
	Poll	5649340	151	0.0020	151	0	100.0000	0.0000
	Postal Ballot (if applicable)	5649340	0	0.0000	00	0	0.0000	0.0000
	Total	22065000	16043643	72.7108	16043563	80	99.9995	0.0005