

Ref: BSE/SEC-02/

DATE: 13/09/2017

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

Dear Sir,

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

Please find enclosed copy of Scrutinizer report 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



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

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

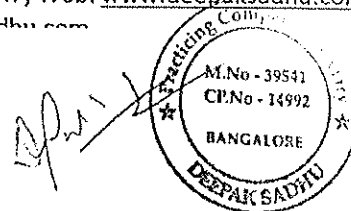
The Chairman
ARCHIDPLY INDUSTRIES LIMITED
22ND ANNUAL GENERAL MEETING of Equity Share Holders
NO.29/2, G.K.MANOR, 1ST FLOOR, NEHRU CIRCLE
SHESHADRIPURAM , BENGALURU – 560020

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 Second Annual General Meeting of the Equity Shareholders of ARCHIDPLY INDUSTRIES LIMITED held on Tuesday, 12th day of September, 2017 at CITRINE HOTEL, No- 211 S C Road, Sheshadripuram, Bengaluru -560 020, Karnataka 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

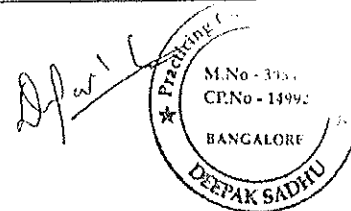
Address: No. 450, 9th cross, JP Nagar 2nd phase, Bangalore – 560 078.
Tel: 080-26596755, Mob: 98860 96664 / 88843 11947, Web: www.deepaksadhu.com
Email: deepak@deepaksadhu.com



resolutions passed at the 22nd Annual General Meeting of the Equity Shareholders of the Company held on 12th day of September, 2017 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 22nd 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, 2017 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 "Hosa Digantha" (Kannada) on 19th Aug, 2017.
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 04th, 2017 to September 12th, 2017 (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 06th, 2017 to 5.00 pm on

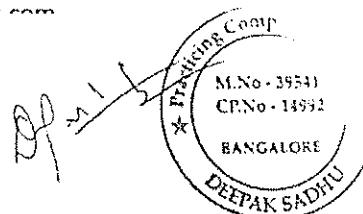
Address: No. 450, 9th cross, JP Nagar 2nd phase, Bangalore – 560 078.
Tel: 080-26596755, **Mob:** 98860 96664 / 88843 11947, **Web:** www.deepaksadhu.com
Email: deepak@deepaksadhu.com



September 11th, 2017 on the resolutions as per Annexure by the members of the company.

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 Sept 11th 2017 at 05.15 pm.
8. The votes cast through e-voting process was unblocked by me on 12th September 2017 at 12:05 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 12th September 2017, 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 22nd 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.

Address: No. 450, 9th cross, JP Nagar 2nd phase, Bangalore – 560 078.
Tel: 080-26596755, **Mob:** 98860 96664 / 88843 11947, **Web:** www.deepakasadhu.com
Email: deepak@deepakasadhu.com



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, 2017, the Board's Report and Auditors thereon.

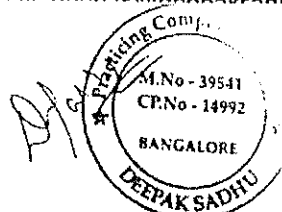
(i) Voted in FAVOUR of the Resolution:		
Total e-votes cast and members present and voting (in person or by proxy)	Number of Votes cast	% of total number of valid votes cast
51	16104817	100.00%

(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
00	00	0%

(iii) INVALID Votes:	
Total e-votes cast and members present and voting (in person or by proxy)	Number of Votes cast
03	16

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

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: deepak@deepaksadhu.com



2. RESOLUTION NO.2 [(RESOLUTION – ORDINARY, BUSINESS – ORDINARY)] :-

Appointment of a Director in place of Mr. Shyam Daga (DIN: 0056180) who retires by rotation as per section 152 (6) of Companies Act, 2013 is being eligible offers himself for re-appointment.

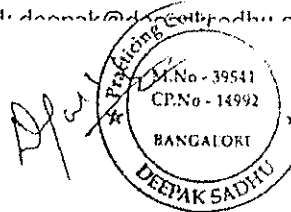
(i) Voted in FAVOUR of the Resolution:		
Total e-votes cast and members present and voting (in person or by proxy)	Number of Votes cast	% of total number of valid votes cast
48	13697837	85.05%

(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
00	0	0%

(iii) INVALID Votes:	
Total e-votes cast and members present and voting (in person or by proxy)	Number of Votes cast
03	16

(iv) ABSTAIN Votes:	
Total e-votes cast and members present and voting (in person or by proxy)	Number of Votes cast
03	2406980

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: deepak@deepaksadhu.com



3. RESOLUTION NO.3 [(RESOLUTION – ORDINARY, BUSINESS – ORDINARY)] :-
 Appointment of M/s Priti Jhawar, as statutory auditors and fix their remuneration.

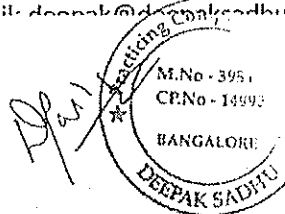
(i) Voted in FAVOUR of the Resolution:		
Total e-votes cast and members present and voting (in person or by proxy)	Number of Votes cast	% of total number of valid votes cast
51	16104817	100.00%

(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
00	0	0%

(iii) INVALID Votes:	
Total e-votes cast and members present and voting (in person or by proxy)	Number of Votes cast
03	16

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

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: deepak@deepaksadhu.com



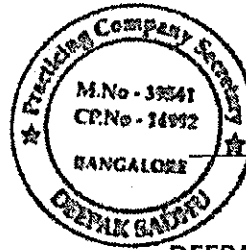
A Compilation of data containing a list of equity shareholders/custodians/proxies who voted in "FAVOUR", "AGAINST" "ABSTAIN" and "INVALID VOTES" for each resolution is enclosed.

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 22nd Annual General Meeting and the same shall be handed over thereafter to the Chairman / Company Secretary for safe custody.

Thanking You,

Place : Bangalore

Date : 13th September, 2017



Yours Faithfully,

(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: deepak@deepaksadhu.com