

Ref: BSE/SEC-02/

September 27, 2019

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

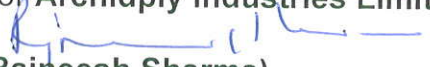
Dear Sir,

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 24th Annual General Meeting of the members of the Company held on Wednesday 25th September, 2019 at 10:30 a.m. at Plot No 7, Sector-9, Integrated Industrial Estate, SIDCUL, Pant Nagar, Rudrapur, Udham Singh Nagar, Uttarakhand-263153 as per Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014.

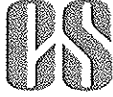
This is for your information and record.

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



DEEPAK SADHU & Co

COMPANY SECRETARIES

DEEPAK SADHU
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
24th 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 Fourth Annual General Meeting of the Equity Shareholders of ARCHIDPLY INDUSTRIES LIMITED held on Wednesday, 25th day of September, 2019 at the Registered office of the Company at 10:30AM.

Dear Sir,

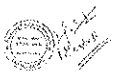
1. I, CS DEEPAK SADHU proprietor of DEEPAK SADHU & CO, COMPANY SECRETARIES, Bangalore appointed as the Scrutinizer for the purpose of e-voting and physical ballot process being carried out , as per Section 108 of the Companies Act, 2013 read with rule 20 of the Companies [Management and Administration] 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 24th Annual General Meeting of the Equity Shareholders of the Company held on 25th day of September, 2019 at 10:30 AM.



Digitally signed
by Deepak
Sadhu
Date: 2019.09.25
21:07:07 +05'30'

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

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 24th 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 Fintech Private Limited, 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 16th May, 2019 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 02nd Sept, 2019.
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 18th September, 2019 to 24th September, 2019 (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 19th September 2019 to 5.00 pm on 24th September, 2019 on the resolutions as per Annexure by the members of the company.



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by Deepak
Sadhu
Date: 2019.09.25
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6. The Company had availed the e-voting facility offered by Karvy Fintech Private Limited, (i.e., <https://evoting.karvy.com>) for conducting remote e-voting by the shareholders of the company.
7. The votes cast through e-voting process were unblocked by me on 25th September 2019 at 12:20 pm after the completion of the Annual General Meeting.
8. 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 Fintech Private Limited, (i.e., <https://evoting.karvy.com>)
9. At the Annual General Meeting (AGM) held on 25th September 2019, 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 2 as set out in the Notice of the 24th 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.
10. 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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Deepak Sadhu
Date: 2019.09.25
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ANNEXURE:

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

1. RESOLUTION NO.1 [(RESOLUTION – ORDINARY, BUSINESS – ORDINARY)] :-


To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2019 and the Profit and Loss Account of the Company for the year ended on that date and the Reports of the Directors 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
61	16039287	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
00	00

 Digitally signed by
Deepak Sadhu
Date: 2019.09.25
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2. RESOLUTION NO.2 [(RESOLUTION – ORDINARY, BUSINESS – ORDINARY)] :-

To appoint a Director in place of Mr. Deendayal Daga (DIN: 00497806) 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
61	16039287	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
00	00



Digitally signed by
Deepak Sadhu
Date: 2019.09.25
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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 24th Annual General Meeting and the same shall be handed over thereafter to the Chairman / Company Secretary for safe custody.

Thanking You,

Place : **Bangalore**

Date : **25th September, 2019**

Yours Faithfully,



Digitally signed by Deepak Sadhu
Date: 2019.09.25 21:08:41 +05'30'

(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

Ref: BSE/SEC-02/

September 27, 2019

The General Manager

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


Dear Sir,

Sub: Proceedings of 24th Annual General Meeting**Ref: BSE Scrip Code: 532994****NSE: Stock Code: Archidply**

Please find enclosed the proceedings for 24th Annual General Meeting of the members of the Company held on Wednesday 25th September, 2019 at 10:30 a.m. at Plot No 7, Sector-9, Integrated Industrial Estate, SIDCUL, Pant Nagar, Rudrapur, Udham Singh Nagar, Uttarakhand-263153 as per Regulation 30 of SEBI (LODR) Regulations, 2015

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

EXTRACT OF THE MINUTES OF THE TWENTY FOURTH ANNUAL GENERAL MEETING OF THE SHAREHOLDERS OF ARCHIDPLY INDUSTRIES LIMITED HELD ON WEDNESDAY, 25TH SEPTEMBER 2019, AT 10.30 A.M AT PLOT NO 7, SECTOR-9, INTEGRATED INDUSTRIAL ESTATE, SIDCUL, PANT NAGAR, RUDRAPUR, UDHAM SINGH NAGAR, UTTARAKHAND- 263153

PRESENT

Mr. Rajiv Daga, Managing Director & CEO
Mr. Anil Sureka, CFO
Mr. Rajneesh Sharma, VP & Company Secretary

In Attendance

Representative of Statutory Auditors, Audit Committee, Nomination Committee and Scrutinizer.

Total of 35 members were present in person and in proxy.

1. CHAIRMAN

Mr. Rajiv Daga was elected as the Chairman of the meeting and he presided over the meeting.

2. QUORUM

The Chairman having ascertained the requisite quorum as per section 103 of The Companies Act 2013 was present and called the meeting to order.

3. WELCOME

The Company Secretary welcomed the members for the Company's 24th Annual General Meeting.

4. REGISTER OF DIRECTORS' SHAREHOLDING & OTHERS

The Chairman informed the members that the Register of Directors' Shareholdings maintained under Section 170 of the Companies Act, 2013 was available at the meeting for inspection by any member till the conclusion of the meeting. The Register of Director's and Key Managerial Personnel, Charge, MOA, Register of Contacts or arrangements in which the directors are interested was available for inspection at the meeting.

5. NOTICE OF THE MEETING

With the consent of the members the Chairman said that the Notice send to members calling the Annual General meeting along with the Directors' report & Auditors' report had been taken as read.

For ARCHIDPLY INDUSTRIES LTD.,


Company Secretary

CIN: L85110UR1995PLC008627

Thereafter the Chairman stated that the Company had provided facility to vote by electronic means to all the members to enable them to cast their votes electronically in respect of all the businesses to be transacted at the 24th Annual General Meeting in accordance with the provisions of the Section 108 of the Companies Act 2013 read with rule 20 of the Companies (Management and Administration) Rules 2013 and applicable provisions of the SEBI (Listing Obligation and Disclosure Requirement) Regulation 2015.

The facility to vote by electronic means was open from 09:00 AM on 19th September 2019 to 5:00 PM on 24th September 2019.

He further stated that Mr. Deepak Sadhu, Practicing Company Secretary was appointed as scrutinizer for conducting the e-voting process.

He further stated that in order to enable the members present at the meeting in person or in proxy to cast the vote by filling up the polling papers and depositing it in the ballot box under the supervision of the scrutinizer.

The Chairman intimated the Members present that the statutory Auditor's Report did not contain any qualification, observations or comments on any financial transaction or matter which have any adverse effect on the functioning of the company. The same was taken as read with the consent of the members present.

The Chairman invited Members present in person to ask questions and offer their comments, if any, on the Annual Report or Notice to the Annual General Meeting. There was no question on specific agenda(s), however certain general queries relating to performance of the Company were raised by some members and that was addressed by the Chairman.

The Chairman also stated that the results of the remote e-voting process and Poll will be announced on receipt of the Scrutinizer's Report and the Scrutinizer's Report will be placed on the Company's website and sent to the Stock Exchanges.

The Chairman thereafter took up the items of Business set out in the Notice of the Meeting:

ORDINARY BUSINESS:

Item No. 1

To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2019 and the Profit and Loss Account of the Company for the year ended on that date and the Reports of the Directors and Auditors thereon:

"RESOLVED THAT

(a) the Audited Standalone Financial Statements of the Company for the financial year ended March 31st March, 2019 including the Audited Balance Sheet as at 31st March, 2019 and

For ARCHIDPLY INDUSTRIES LTD.,


Company Secretary

CIN: L85110UR1995PLC008627

Statement of Profit & Loss for the year ended on that date and the Reports of the Board of Directors and Auditors thereon; and

Item No.2

To appoint Mr. Deendayal Daga (DIN: 00497806) who retires by rotation and being eligible, offers himself for re-appointment.

"RESOLVED THAT Mr. Deendayal Daga (DIN: 00497806) who retires by rotation at this Annual General Meeting be and is hereby re-appointed as a Director of the company and that his period of office be liable to determination by retirement of Directors by rotation.

6. VOTE OF THANKS

The meeting terminated with a vote of thanks by Mr. Anil Sureka

Declaration of Result

On the basis of the scrutinizers report dated 26.09.2019, the results of e voting and postal ballot was declared on 27.09.2019 and the Chairman declared that all the aforesaid resolutions of Notice of AGM were passed with requisite majority.

Date: 27-09-2019

Place: Bangalore

sd/-

Chairman

For ARCHIDPLY INDUSTRIES LTD.,



Company Secretary

Ref: BSE/SEC-02/

September 27, 2019

The General Manager

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

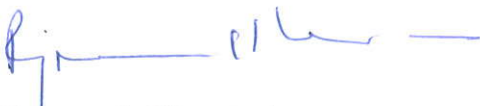
Dear Sir,

Sub: E- voting Result of 24th Annual General Meeting**Ref: BSE Scrip Code: 532994****NSE: Stock Code: Archidply**

Please find enclosed the copy of e-voting results of 24th Annual General Meeting of the members of the Company held on Wednesday 25th September, 2019 at 10:30 a.m. at Plot No 7, Sector-9, Integrated Industrial Estate, SIDCUL, Pant Nagar, Rudrapur, Udham Singh Nagar, Uttarakhand-263153 as per Regulation 44(3) of SEBI (LODR) Regulations, 2015

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

Company Name	ARCHIDPLY INDUSTRIES LIMITED
Date of the AGM	25th Sept 2019
Total number of shareholders on record date	10984
No. of shareholders present in the meeting either in person or Promoters and Promoter Group:	6
Public:	29
No. of Shareholders attended the meeting through Video	0
Promoters and Promoter Group:	0
Public:	0

Resolution required: (Ordinary/ Special)	ORDINARY - To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2019 and the Profit and Loss Account of the Company for the year ended on that date and the Reports of the Directors and Auditors thereon.									
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	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)	0	0	0.0000	00	0	0.0000	0.0000		
	E-Voting	0	0	0.0000	00	0	0.0000	0.0000		
Public- Institutions	Poll	0	0	0.0000	00	0	0.0000	0.0000		
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000		
	E-Voting	6030355	1015	0.0168	940	75	92.6108	7.3892		
	Poll	6030355	3702	0.0614	3702	0	100.0000	0.0000		
Public- Non Institutions	Postal Ballot (if applicable)	6030355	0	0.0000	00	0	0.0000	0.0000		
	Total	22065000	16039362	72.6914	16039287	75	99.9995	0.0005		

Resolution required: (Ordinary/ Special)	ORDINARY - To appoint a Director in place of Mr. Deendayal Daga (DIN: 00497806) who retires by rotation as per Section 152(6) of Companies Act 2013 is being eligible offers himself for re-appointment.							
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	16034645	16034645	100.0000	16034645	0	100.0000	0.0000
	Poll	16034645		0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	16034645		0.0000	00	0	0.0000	0.0000
	E-Voting	0	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	Poll	0	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	0		0.0000	00	0	0.0000	0.0000
	E-Voting	6030355	1015	0.0168	940	75	92.6108	7.3892
	Poll	6030355	3702	0.0614	3702	0	100.0000	0.0000
Public- Non Institutions	Postal Ballot (if applicable)	6030355		0.0000	00	0	0.0000	0.0000
	Total	22065000	16039362	72.6914	16039287	75	99.9995	0.0005

For ARCHIDPLY INDUSTRIES LTD.,
Company Secretary