



YUG DECOR LIMITED

Date: 10th September, 2021

To,
BSE Limited
P. J. Towers,
Dalal Street,
Mumbai – 400 001

Dear Sir/ Madam,

Script Code: 540550 Security ID: YUG

Sub: Scrutinizer's Report

Please find attached Scrutinizer's Report dated 10th September, 2021 as required under Section 108 & Section 109 of the Companies Act 2013 r.w. Rule 20(4) of the Companies (Management and Administration) Rules, 2014, as received from Mr. Mukesh Pamnani, Proprietor of M/s Mukesh Pamnani & Associates Company Secretaries, Ahmedabad who acted as a Scrutinizer for the 18th Annual General Meeting held on Friday, 10th September, 2021 through Video Conferencing (VC) / Other Audio Visual Means (OAVM).

Kindly take the same on record.

Thanking You,

For, Yug Decor Limited

Barkha

Barkha C. Lakhani
Company Secretary & Compliance Officer
Membership No.: A56854





MUKESH PAMNANI & ASSOCIATES

COMPANY SECRETARIES

B-423, Sumel-6, Dudheshwar Road,
Shahibaug, Ahmedabad-380004.
(M) +9199243 73469
Email : mukeshpamnani23@gmail.com

Form No. MGT 13

COMBINED SCRUTINIZER'S REPORT

*[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies
(Management and Administration) Rules, 2014]*

To,
The Chairman,
YUG DECOR LIMITED
709-714, Sakar- V,
B/h Natraj Cinema,
Ashram Road,
Ahmedabad – 380009

**Re: 18th Annual General Meeting of the Equity Shareholders of Yug Decor Limited held on
Friday, the 10th of September, 2021 commenced at 12:00 Noon through at Video
Conferencing (VC) / Other Audio Visual Means (OAVM).**

Dear Sir,

I Mukesh Pamnani, Proprietor of M/s Mukesh Pamnani & Associates, Practising Company Secretaries, Ahmedabad, was appointed as Scrutinizer for the purpose of scrutinizing the remote E-voting process and e-voting for the business to be transacted at the 18th Annual General Meeting the ("AGM") of Yug Decor Limited vide its Board Meeting held on 6th August, 2021 pursuant to Section 108 & 109 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration Rules), 2014 on the resolutions contained in the Notice to the 18th Annual General Meeting of the Equity Shareholders of Yug Decor Limited, held today on Friday, the 10th September, 2021 commenced at 12:00 Noon through at Video Conferencing (VC) / Other Audio Visual Means (OAVM), without the physical presence of the members at a common venue, in compliance with the General Circular Nos. 14/2020, 17/2020, 20/2020 and 02/2021 dated 8th April 2020, 13th April 2020, 5th May 2020 and 13th January, 2021, respectively, issued by the Ministry of Corporate Affairs ('MCA Circulars') and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May 2020 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January, 2021 issued by the Securities and Exchange Board of India ('SEBI Circulars') and as per the applicable provisions of the Companies Act, 2013 ('the Act') read with rules made thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations').



The MCA Circulars provides for relaxation to companies to hold its AGM through VC/ OAVM including the manner of voting at the meeting, which was warranted on account of the outbreak of COVID- 19 pandemic.

I hereby submit my report as under:

1. Pursuant to the MCA and SEBI Circulars, the Notice of the 18th Annual General Meeting along with the Annual Report for the year 2020-21 was sent in electronic form only to those shareholders whose email address are registered with the Company/Depositories. The Notice calling the 18th AGM had been uploaded on the website of the Company at www.yugdecor.com. The Notice can be accessed from the website of the Stock Exchanges i.e, BSE Limited ("BSE") at www.bseindia and is also available on the website of Central Depository (India) Limited ("CDSL") (agency for providing the Remote e-Voting facility) at www.evotingindia.com.
2. The Company published two newspaper advertisements before and after the Notice calling the 18th AGM along with the Board's Report for the year 2020-21 was sent to the shareholders via electronic mode pursuant to the MCA and SEBI Circulars. The advertisements were published on 7th August, 2021 and 17th August, 2021 respectively in 'Free Press Gujarat' in English and in 'Lokmitra' in Gujarati (Regional Language).
3. Since this AGM was held pursuant to the MCA Circulars through VC or OAVM, physical attendance of Members had been dispensed with, accordingly, in terms of the above-mentioned MCA and SEBI Circulars, the facility for appointment of proxies by the Members were also dispensed with. Members attended the meeting through VC or OAVM had been counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
4. As there was no physical presence of the shareholders no voting was allowed through ballot papers or any other means for the meeting.
5. The shareholders of the Company holding shares as on the "cut off" date 3rd September, 2021, were entitled to vote on the proposed resolutions as set out in item Nos., 1 to 6 in the Notice of the 18th AGM of Yug Decor Limited.
6. The shareholders were allowed to vote during the e-voting period which commenced from 9.00 A.M. on Tuesday, the 7th September, 2021 and ended on 5.00 P.M. on Thursday, the 9th September, 2021. Further the shareholders who did not cast their votes during the e-voting period, were also allowed to vote during the meeting hours and upto 15 minutes after the conclusion of the meeting.
7. **Management's Responsibility:**
The Management of the Company is responsible to ensure compliance with the requirements of (i) the Companies Act, 2013 and the Rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR") relating to e-voting on the resolutions contained in the Notice calling the AGM. The



Management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

8. Scrutinizer's Responsibility:

My responsibility as a Scrutinizer for e-voting process i.e. remote e-voting and Electronic Voting is restricted to making a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by M/s. Central Depository (India) Limited ("CDSL") authorized under the Rules and engaged by the Company to provide e-voting facility and attended papers/documents furnished to me electronically by the company and/or CDSL for my verification.

9. The votes casted through E-voting were unblocked by me on Friday 10th September, 2021 in presence of Ms. Ankita Shah and Ms. Ayushi Oza who were not in the employment of the Company.

10. The summary of the e-voting is given below:

a) Resolution: Ordinary Resolution for Adoption of Audited Financial Statements for the Financial Year ended 31st March, 2021 together with the Board's Report and Report of Auditors thereon.

i. Voted **in favour** of the resolution:

Type of voting	Number of members voted	Number of votes cast by them	% of valid votes cast from total number of shares
Remote E-voting	39	3133100	100%
E-voting	-	-	-
Total	39	3133100	100%

ii. Voted **against** the resolution:

Type of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	NIL		
E-voting			
Total			

iii. **Invalid votes:**

Type of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	NIL		
E-voting			
Total			



(Handwritten signature)

b) Resolution: Ordinary Resolution to appoint a director in place of Mr. Chandresh S. Saraswat (DIN: 01475370), Chairman & Managing Director of the Company, who retires by rotation and being eligible, offers himself for re-appointment.

i. Voted in favour of the resolution:

Type of voting	Number of members voted	Number of votes cast by them	% of valid votes cast from total number of shares
Remote E-voting	33	1307394	100%
E-voting	-	-	-
Total	33	1307394	100%

ii. Voted against the resolution:

Type of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	NIL		
E-voting			
Total			

iii. Invalid votes:

Type of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	NIL		
E-voting			
Total			

c) Resolution: Ordinary Resolution to appoint Mr. Rajesh G. Shah (DIN: 09254647) as the Independent Director of the Company.

i. Voted in favour of the resolution:

Type of voting	Number of members voted	Number of votes cast by them	% of valid votes cast from total number of shares
Remote E-voting	39	3133100	100%
E-voting	-	-	-
Total	39	3133100	100%

ii. Voted against the resolution:

Type of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	NIL		
E-voting			
Total			

(Handwritten signature)



iii. **Invalid votes:**

Type of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	NIL		
E-voting			
Total			

d) Resolution: Special Resolution to reappoint Mr. Chandresh S. Saraswat (DIN: 01475370), as the Managing Director of the Company and payment of remuneration.

i. **Voted in favour** of the resolution:

Type of voting	Number of members voted	Number of votes cast by them	% of valid votes cast from total number of shares
Remote E-voting	33	1307394	100%
E-voting	-	-	-
Total	33	1307394	100%

ii. **Voted against** the resolution:

Type of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	NIL		
E-voting			
Total			

iii. **Invalid votes:**

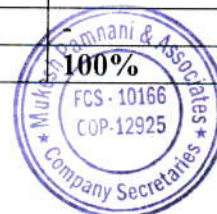
Type of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	NIL		
E-voting			
Total			

e) Resolution: Special Resolution to reappoint Ms. Ankita Saraswat (DIN: 05342198), as the Whole Time Director of the Company and payment of Remuneration.

i. **Voted in favour** of the resolution:

Type of voting	Number of members voted	Number of votes cast by them	% of valid votes cast from total number of shares
Remote E-voting	35	2104049	100%
E-voting	-	-	-
Total	35	2104049	100%

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ii. Voted **against** the resolution:

Type of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	NIL		
E-voting			
Total			

iii. **Invalid votes:**

Type of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	NIL		
E-voting			
Total			

f) Resolution: Special Resolution to reappoint Mr. Abhay Rameshchandra Shrivastava (DIN: 07719944) as an Independent Director of the Company.

i. Voted **in favour** of the resolution:

Type of voting	Number of members voted	Number of votes cast by them	% of valid votes cast from total number of shares
Remote E-voting	39	3133100	100%
E-voting	-	-	-
Total	39	3133100	100%

ii. Voted **against** the resolution:

Type of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	NIL		
E-voting			
Total			

iii. **Invalid votes:**

Type of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	NIL		
E-voting			
Total			



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11. Since the total votes polled in favour is 100% (Approximately), you may declare all the above resolutions set forth as an Ordinary Resolution and Special Resolution as passed.

Yours faithfully,

For Mukesh Pamnani & Associates



Mukesh Pamnani
Proprietor

M. No: 10166

CP No: 12925

UDIN: F010166C000931174



Date: 10th September, 2021

Place: Ahmedabad

In presence of:

1. Ms. Ankita Shah:



2. Ms. Ayushi Oza:

