



ARCHIDPLY INDUSTRIES LTD.

Corp. Office: 2/9, 1st Floor, W.H.S. Kirti Nagar, New Delhi-110015 (India)

Ph: 011 - 45642555, 45530828 E-mail: corporate@archidply.com

29.09.2020

The General Manager
Department of Corporate Services
BSE Limited
Floor 25th, P J Towers,
Dalal Street
Mumbai — 400 001

Scrip Code – 532994

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

NSE Stock Code – Archidply

Subject: Proceedings of the 25th Annual General Meeting of Archidply Industries Limited held on 29th September, 2020

Dear Sir/Madam,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, please find attached the following with regard to the 25th Annual General Meeting ("AGM") of the Company, held on Tuesday, September 29, 2020:

- (1) Proceeding of the AGM.
- (2) Consolidated Scrutinizer's Report

This is for your information and record, please.

Thanking You

Yours Faithfully

For **Archidply Industries Limited**

For **ARCHIDPLY INDUSTRIES LTD.**

Atul Krishna Pandey
Company Secretary & Compliance Officer

Encl: as above



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Summary of Proceedings of 25th Annual General Meeting of Archidply Industries Limited

Day and Date: Tuesday and 29th September, 2020

Mode: through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM")

Venue: Plot No. 7, Sector -9, Integrated Industrial Area Estate, SIDCUL, Pant Nagar, Rudrapur, Udham Singh Nagar, Uttarakhand – 263153. (*Deemed Venue*)

Time: 11:30 a.m.

Concluded: 12:30 p.m.

Following persons were present and participated through VC/OAVM:--

Directors:

Mr. Rajiv Daga	- Managing Director & CEO
Mr. Mohammad Shahid Aftab	- Independent Director, Chairperson of Audit Committee
Mr. Bharathkumar Hukumchand Rathi	- Independent Director
Mrs. Shanti Mallar Varadaraj	- Independent Director

KMPs:

Mr. Anil Sureka	- Chief Financial Officer
Mr. Atul Krishna Pandey	- Company Secretary & Compliance Officer

Statutory Auditors:

Mrs. Priti Jhawar	- Proprietor of Priti Jhawar & Co.
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Scrutinizer:

Ms. Komal	- Proprietor of Komal & Associates
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Members:

Through Video Conferencing -

Through Proxy: Facility to appoint proxy was dispensed with as this Meeting was held through VC

Chairperson of this Meeting: Mr. Rajiv Daga, Managing Director & CEO

The Company Secretary read out the detailed procedure to be adopted in the conduct of the AGM and casting of the vote.

The Chairman informed the Members that the meeting is being held through video conferencing in accordance with the circulars and guidelines issued by MCA and SEBI.

The Chairman informed the members that all the necessary arrangement have been made by the Company to enable the members to participate and vote on the items being considered in the AGM.

The chairman announced that with the permission of the Shareholders present, the notice of the AGM is taken as read. The Chairman further announced that since there was no qualification, observation or modification in the Statutory Auditors' report on the accounts, the Auditors Report is also taken as read in accordance with the provisions of section 145 of the Companies Act.

The Chairperson made his opening remarks covering outlook, industry and the Company performance during the financial year 2019-20 and the Company's response to the outbreak of COVID-19. The Chairperson then invited the Members to express their views, ask questions and seek clarifications on the operations and financial performance of the Company and the resolutions proposed.

Thereafter, the following items forming part of the Notice for the said Meeting, were considered by the Members: -

S. No.	Resolution	Type of Resolution
1	To receive, consider and adopt the Audited Balance Sheet as at 31st March, -2020 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.	Ordinary
2	To appoint a Director in place of Mr. Shyam Daga (DIN:0056180) who retires by rotation as per Section 152(6) of Companies Act 2013 and being eligible offers himself for re appointment	Ordinary
3	Appointment of Mr. Deen Dayal Daga (DIN : 00497806) as the Executive Chairman of the Company	Special
4	Appointment of Mr. Shyam Daga (DIN : 0056180)as the Executive Director of the Company	Special
5	Appointment of Mr. Rajiv Daga (DIN : 01412917) as the Managing Director & CEO of the Company	Special
6	Re-appointment of Mrs. Shanthi Varadaraj Mallar (DIN : 07114866), as an Independent Director of the Company for a period of five years with effect from 11th March, 2020 not liable to retire by rotation.	Special
7	Transaction with Related Party under Section 188 of the Companies Act, 2013	Special

Voting

In terms of the applicable provisions of the Companies Act, 2013 read with the Rules made thereunder and the SEBI Listing Regulations, the Company had provided an e-voting facility to the Members as on the cut-off date i.e. Tuesday, September 22, 2020.



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The Company engaged the services of CDSL to provide the electronic voting facility to the Members of the Company for 'Remote e-voting' & 'E-voting at the Meeting' on its website i.e. '<https://www.evotingindia.com/>'.

Remote e-voting:

- a) commenced on: Saturday, September 26, 2020 at 9 a.m.
- b) ended on : Monday, September 28, 2020 at 5 p.m.

E-voting at the Meeting:

The facility was made available for those members who participated in the meeting and had not cast their votes through remote e-voting for a duration of 15 minutes post completion of proceedings of the Meeting.

Results

Shall be submitted separately, in due course.

The same is also available on the website of the Company i.e. www.archidply.com.

Trust you will find the above in order

For Archidply Industries Limited
For ARCHIDPLY INDUSTRIES LTD.

A handwritten signature in blue ink, appearing to read "Atul K. Pandey".

Atul Krishna Pandey, Company Secretary
Company Secretary & Compliance Officer

Komal & Associates

(Corporate Legal Consultants)

Consolidated Scrutinizer Report

To,

The Chairman of the 25th Annual General Meeting ("AGM"/ "Meeting") of Archidply Industries Limited held on Tuesday, September 29, 2020 at 11:30 A.M. IST through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM"). The deemed venue for the AGM was the Registered Office of the Company.

Dear Sir,

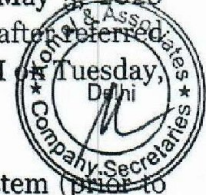
Sub: Consolidated Scrutinizer's Report on remote e-voting conducted prior to and during the 25th Annual General Meeting ("AGM") of Archidply Industries Limited in terms of provisions of the Companies Act, 2013 read with rules issued thereunder and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

I, Komal, Company Secretary in Practice (Prop of M/s Komal and Associates, Delhi, ACS No. 48168, CP No. 17597) had been appointed as Scrutinizer by the Board of Directors of M/s Archidply Industries Limited (hereinafter referred to as the "Company") vide Board Resolution dated August 28, 2020 pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the purpose of scrutinizing the process of voting through electronic means ("e-voting") prior to and at the AGM in a fair and transparent manner on all the resolutions contained in the Notice dated August 28, 2020 ("Notice") issued by the Company in accordance with General Circular No. 14/2020, 17/2020 and 20/2020 dated April 8, 2020, April 13, 2020 and May 5, 2020 respectively, issued by Ministry of Corporate Affairs, Government of India (hereinafter referred to as "MCA Circulars"), convening the 25th AGM of its Members through VC/OAVM on Tuesday, September 29, 2020 at 11:30 A.M. IST.

I hereby confirm that I am familiar and well-versed with the electronic voting system (prior to and at the AGM) and the provisions as prescribed under the Section 108 and 109 of the Act and Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014, as amended. As the Scrutinizer, I have to scrutinize the process of remote e-voting prior to and at the AGM in a fair and transparent manner.

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Landline No-011-41060837
eskomalahuja@gmail.com



Komal & Associates

(Corporate Legal Consultants)

Management's Responsibility

The management of the Company is responsible to ensure compliance with the requirement of the Act, Rules made thereunder, MCA Circulars and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, relating to remote e-voting prior to and during the AGM on the resolutions contained in the Notice convening the AGM.

Scrutinizer's Responsibility

My responsibility as a Scrutinizer for remote e-voting prior to and at the AGM is restricted to making a Consolidated Scrutinizer's Report on the votes cast "in favour" or "against" the resolutions stated in the Notice, based on the report generated from the e-voting system provided by Central Depository Services (India) Limited, the agency authorized under the Rules and engaged by the Company to provide remote e-voting facilities prior to and at the AGM, and that the e-voting is conducted in a fair and transparent manner.

In view of above, I submit my report as under:

- (a) The Company had availed the remote e-voting facility offered by Central Depository Services (India) Limited ("CDSL") for conducting remote e-voting prior to and at the AGM by the Members of the Company. Members had also an option to cast their vote through e-voting system at the AGM by attending the Meeting.
- (b) The Members of the Company holding shares as on the "cut-off" date i.e., Tuesday, September 22, 2020 were entitled to vote on all resolutions as contained in the Notice of the AGM.
- (c) The remote e-voting period (prior to the AGM) remained opened from Saturday September 26, 2020 (9:00 A.M.) (IST) to Monday, September 28, 2020 (5:00 P.M.) (IST).
- (d) The remote e-voting facility at the AGM was in operation till all the resolutions were considered and voted upon in the meeting and was used for voting only by the members attending the meeting and who have not exercised their right to vote through remote e-voting prior to the AGM.
- (e) The votes cast through remote e-voting prior to and at the AGM were unblocked on September 29, 2020 after the conclusion of the AGM and e-voting at the AGM in presence of two witnesses, who are not in the employment of the Company. They have

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Komal & Associates

(Corporate Legal Consultants)

signed below in confirmation of the same. Thereafter, the voting summary statement was downloaded from the CDSL e-voting system.

Soni's Caay
(Witness1)

Rishabh Gupta
(Witness2)

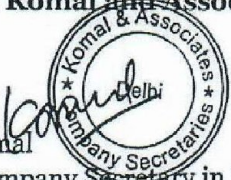
(f) I have scrutinized and reviewed the remote e-voting prior to and at the AGM and votes cast therein based on the data downloaded from the CDSL e-voting system and the summary of the e-voting results is as follows:

My responsibility as a scrutinizer for the remote e-voting and e-voting at the AGM is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

Consolidated Report on the result of the remote e-voting prior to and during the AGM in respect of the said resolutions are detailed in Annexure-A of this report.

Thanking You

Yours Faithfully,
For Komal and Associates


Komal
(Company Secretary in Practice)
ACS No. 48168
CP No. 17597

Place: Delhi
Dated: 29.09.2020

Countersigned by:
For Archidply Industries Limited

For ARCHIDPLY INDUSTRIES LTD.

Atul K. Pandey
Company Secretary

(Atul Krishna Pandey)
Company Secretary

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Archidex Industries Limited
Consolidated result of votes cast through remote E-Voting and e-voting at 25th AGM held on September 29, 2020 at 11:30 a.m.

Item no. of Notice of AGM	Subject Matter of the Resolutions	Remote E-Voting						e-voting at AGM		Total		% of total valid votes	Invalid Votes	
		Votes	No. of members votes	No. of valid votes cast	No. of members votes	No. of valid votes cast	No. of members votes	No. of valid votes cast	No. of members votes	No. of valid votes cast				
1	Ordinary Resolution to receive, consider and adopt the Audited Financial Statements (including Consolidated Financial Statements) of the Company for the financial year ended March 31, 2020, together with the Reports of the Board of Directors and the Auditors thereon	For	60	16058015	0	0	60	16058015	100.00					
		Against	4	203	0	0	4	203	0.00	0	0			
		Total	64	16058218	0	0	64	16058218	100.00					
2	Ordinary Resolution to appoint Director in place of Mr. Shivam Daga (having DIN-00561803), who retires from office by rotation and, being eligible, offers herself for re-appointment	For	59	16057507	0	0	59	16057507	100.00					
		Against	5	711	0	0	5	711	0.00	0	0			
		Total	64	16058218	0	0	64	16058218	100.00					
3	Special Resolution to appoint Mr. Deen Dayal Daga (having DIN-00497905) as the Executive Chairman of the Company on terms and conditions as set out.	For	59	16057507	0	0	59	16057507	100.00					
		Against	5	711	0	0	5	711	0.00	0	0			
		Total	64	16058218	0	0	64	16058218	100.00					
4	Special Resolution to appoint Mr. Shivam Daga (having DIN-00561803) as the Executive Director of the Company on terms and conditions as set out.	For	59	16057507	0	0	59	16057507	100.00					
		Against	5	711	0	0	5	711	0.00	0	0			
		Total	64	16058218	0	0	64	16058218	100.00					
5	Special Resolution to appoint Mr. Rajiv Daga (having DIN-01412917) as the Managing Director & CEO of the Company on terms and conditions as set out.	For	59	16057507	0	0	59	16057507	100.00					
		Against	5	711	0	0	5	711	0.00	0	0			
		Total	64	16058218	0	0	64	16058218	100.00					
6	Special Resolution to appoint Mrs. Shanti Varadaraj Malher (having DIN-0714866) as an Independent Director of the Company for a period of 5 years with effect from 13th March, 2020 not liable to retire by rotation.	For	60	16058015	0	0	60	16058015	100.00					
		Against	4	203	0	0	4	203	0.00	0	0			
		Total	64	16058218	0	0	64	16058218	100.00					
7	Special Resolution to enter into transaction with related party with effect from 1st April, 2020 upto the maximum per annum amounts as mentioned: 1) Sale, Purchase or Supply of any goods, material with Assam Timber Products Pvt Ltd upto Rs 50 Crore. 2) Royalty with Assam Timber Products Pvt Ltd upto Rs 1 crore. 3) Lease Rent with The Mysore Chipboards Limited upto Rs 1 Crore. 4) Rent with Archid Decor Limited upto Rs 10 Lac. 5) Sale, Purchase or Supply of any goods, materials with Archid Decor Limited upto Rs 25 Crore. 6) Royalty with Archid Planar Product upto Rs 50 Lac.	For	60	16058015	0	0	60	16058015	100.00					
		Against	4	203	0	0	4	203	0.00	0	0			
		Total	64	16058218	0	0	64	16058218	100.00					

