

30.09.2022

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

Scrip Code – 543231

**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 – ADL

Subject: Proceedings of the 5th Annual General Meeting of Archidply Decor Limited held on 30th September, 2022

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 5th Annual General Meeting (“AGM”) of the Company, held on Friday, 30th September, 2022:

- (1) Proceeding of the AGM – **Annexure -1**
- (2) Voting Result – **Annexure -2**
- (3) Consolidated Scrutinizer’s Report – **Annexure -3**

This is for your information and record, please.

Thanking You

Yours Faithfully

For Archidply Decor Limited

**Siva Kiran Mavoori
Company Secretary**

Encl: as above

ARCHIDPLY DECOR LIMITED

CORPORATE OFFICE: #29/2, G. K. Manor, 1st Floor, Nehru Nagar Circle, Seshadripuram, Bangalore — 560020

☎ (080) 43420000/23445607 | 📠 (080) 23348463 ✉ info@archidply.com 🌐 www.archidplydecor.com

REGD. OFFICE: Plot No. 7, Sector 9, Integrated Industrial Estate, SIDCUL, Pant Nagar, Rudrapur, Udham Singh Nagar, Uttarakhand — 263153.

☎ (05944) 250270 | 📠 (05944) 250269

CIN: U20231UR2017PLC008626

Summary of Proceedings of 5th Annual General Meeting of Archidply Decor Limited

The 5th Annual General Meeting ('AGM') of the Members of Archidply Decor Limited ('the Company') was held on Friday, 30th September, 2022 at 12.30 a.m. (IST) at the registered office of the company at Plot No. 7, Sector - 9, Integrated Industrial Estates, Sidcul, Pant Nagar, Dist. Udham Singh Nagar, Rudrapur, Uttarakhand, 263153.

After confirmation by the Company Secretary of the presence of requisite quorum, the Meeting was called to order. The Company Secretary welcomed the Members and informed the members that the Company has taken all feasible steps to ensure that shareholders were provided an opportunity to participate in Annual General Meeting and vote. He briefed the members on important points relating to the participation at the Meeting.

Mr. Rajiv Daga, Director, Chaired the Meeting. He welcomed the Members and the introduced the Directors & KMPs including the respective Chairpersons of the Audit Committee, Stakeholders Relationship Committee and Nomination and Remuneration Committee, representatives of the Statutory Auditors and Secretarial Auditors of the Company. Mr. Rajiv Daga also explained the reasons for directors not present due to their personal exigencies.

The Chairperson apprised the shareholders on the operational and financial performance of the Company.

The Members were informed that the Reports of the Statutory Auditor and the Secretarial Auditor of the Company for the financial year ended March 31, 2022 did not contain any qualification, observations or comments on any financial transactions or matters which have any adverse effect on the functioning of the Company and therefore it is not required to be read in Meeting.

The Shareholders approved the following resolutions with requisite majority:

S. No.	Resolution	Type of Resolution
1	To consider and adoption of audited financial statements for the year ended March 31, 2022, the Board's Report and Auditors thereon.	Ordinary
2	To appointment of Mr. Rajiv Daga, who retires by rotation, being eligible, offers himself for re appointment.	Ordinary
3	To revision in the remuneration of Mr. Shyam Daga (DIN 00561803), Chairman, CEO and Managing Director of the Company.	Special
4	To approve the various related party transactions by the Company during the financial year 2022-23 or thereafter with effect from 1st April, 2022	Special

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Members were briefed that the results of the remote e-voting and voting at the AGM, together with the scrutinizer report, would be disclosed to the Stock Exchanges and would be uploaded on the website of the Company as per provisions of Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Meeting Concluded at 01:15 p.m. with a vote of thanks to members.

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Disclosure in terms of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Scrip Code	543231
NSE Symbol	ADL
ISIN	INE0CHO01012
Date of the AGM/EGM	30 th September, 2022
Total no. of shareholders on record date	7455
No. of shareholders present in the meeting either in person or through proxy:	-
Promoters and Promoter Group:	5
Public:	26
Start Time of Meeting	12:30 PM
End Time of Meeting	01:15 P.M
Name of the Scrutinizer	Rajneesh Sharma
Firms Name	Rajneesh Sharma & Co
Membership Number	5549
Date of Board Meeting in which appointed	13.08.2022
Date of Issuance of Report to the company	30.09.2022

Resolution No. 1 (Ordinary Resolution)

To consider and adoption of audited financial statements for the year ended March 31, 2022, the Board's Report and Auditors thereon.

Whether promoter/ promoter group are interested in the agenda/resolution? No

Promoter/Public	Mode of voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No of votes in favour	No of votes against	% of votes in favour on votes polled	% of votes against on votes polled
		1	2	(3)=[(2)/(1)*100]	4	5	(6)=[(4)/(2)*100]	(7)=[(5)/(2)*100]
Promoter and Group	E-voting	4061399	4005374	98.621	4005374	0	100.000	0.000
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot		0	0.000	0	0	0.000	0.000
	Total	4061399	4005374	98.621	4005374	0	100.000	0.000
	E-voting	0	0	0.000	0	0	0.000	0.000

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Public-Institutional holders	Poll	0	0	0.000	0	0	0.000	0.000
	Postal Ballot	0	0	0.000	0	0	0.000	0.000
	Total	0	0	0.000	0	0	0.000	0.000
Public-Others	E-voting	1504851	193	0.003	154	39	59.231	15.000
	Poll		67	0.001	67	0	25.769	0.000
	Postal Ballot		0	0.000	0	0	0.000	0.000
	Total		260	0.005	221	39	85.000	15.000
Total		5566250	4005634	98.63	4005595	39	99.999	0.001
Whether resolution is Pass or Not. Yes								

Resolution No. 2 (Ordinary Resolution)

To appointment of Mr. Rajiv Daga, who retires by rotation, being eligible, offers himself for re appointment.

Whether promoter/ promoter group are interested in the agenda/resolution? No

Promoter/Public	Mode of voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No of votes in favour	No of votes against	% of votes in favour on votes polled	% of votes against on votes polled
		1	2	(3)=[(2)/(1)*100]	4	5	(6)=[(4)/(2)*100]	(7)=[(5)/(2)*100]
Promoter and Group	E-voting	4061399	4005374	71.96	4005374	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		4061399	4005374	71.96	4005374	0	100.00
Public-Institutional holders	E-voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0

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Public-Others	E-voting	1504851	193	0.003	154	39	59.23	15.00
	Poll		67	0.001	67	0	25.77	0.00
	Postal Ballot		0	0.000	0	0	0	0
	Total		260	0.005	221	39	85.00	15.00
Total		5566250	4005634	71.96	4005595	39	100.00	0.00
Whether resolution is Pass or Not.								Yes

Resolution No. 3 (Special Resolution)

To revision in the remuneration of Mr. Shyam Daga (DIN 00561803), Chairman, CEO and Managing Director of the Company.

Whether promoter/ promoter group are interested in the agenda/resolution? No

Promoter/Public	Mode of voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No of votes in favour	No of votes against	% of votes in favour on votes polled	% of votes against on votes polled
		1	2	(3)=[(2)/(1)*100]	4	5	(6)=[(4)/(2)*100]	(7)=[(5)/(2)*100]
Promoter and Group	E-voting	4061399	4005374	71.96	4005374	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		0	4005374	71.96	4005374	0	100.00
Public-Institutional holders	E-voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public-Others	E-voting	1504851	193	0.003	154	39	59.23	15.00
	Poll		67	0.001	67	0	25.77	0.00
	Postal Ballot		0	0.000	0	0	0	0
	Total		260	0.005	221	39	85.00	15.00

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Total		5566250	4005634	71.96	4005595	39	100.00	0.00
Whether resolution is Pass or Not.								Yes

Resolution No. 4 (Special Resolution)

To approve the various related party transactions by the Company during the financial year 2022-23 or thereafter with effect from 1st April, 2022

Whether promoter/ promoter group are interested in the agenda/resolution? No

Promoter/Public	Mode of voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No of votes in favour	No of votes against	% of votes in favour on votes polled	% of votes against on votes polled
		1	2	(3)=[(2)/(1)*100]	4	5	(6)=[(4)/(2)*100]	(7)=[(5)/(2)*100]
Promoter and Group	E-voting	4061399	11862776	59.72	11862776	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		0	11862776	69.89	11862776	0	100
Public-Institutional holders	E-voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public-Others	E-voting	1504851	139404	0.70	138572	832	95.98	0.58
	Poll		4973	0.03	4973	0	3.44	0.00
	Postal Ballot		0	0	0	0	0	0
	Total		144377	0.73	143545	832	99.42	0.58
Total		5566250	12007153	70.62	12006321	832	99.99	0.01
Whether resolution is Pass or Not.								Yes

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CIN: U20231UR2017PLC008626



RAJNEESH SHARMA & Co

COMPANY SECRETARIES

RAJNEESH SHARMA

FCS, Insolvency Professional, Registered Valuer (SFA), MMS (Finance)

FCS No: 5549, CP No: 24210

IP Regn No. : IBBI/IPA-002/IP-N01013/2020-2021/13249

RV Regn No. : IBBI/RV/03/2021/1443

Ref: CS/2022-2023/

September 30 ,2022

Consolidated Scrutinizer Report

To,
The Chairman of the 5th Annual General Meeting (“AGM”/ “Meeting”) of Archidply Decor Limited held on Friday, September 30, 2022 at 12:30 P.M. at the Registered Office of the Company at at Plot No. 7, Sector - 9, Integrated Industrial Estates, Sidcul, Pant Nagar, Dist. Udam Singh Nagar, Rudrapur, Uttarakhand, 263153.

Dear Sir,

Sub: Consolidated Scrutinizer’s Report on remote e-voting conducted prior to and voting during the 5th Annual General Meeting (“AGM”) of Archidply Decor 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, Rajneesh Sharma, Company Secretary in Practice (Prop of M/s Rajneesh Sharma and Associates, Bangalore, FCS No. 5549, CP No. 24210) had been appointed as Scrutinizer by the Board of Directors of M/s Archidply Decor Limited (hereinafter referred to as the “Company”) vide Board Resolution dated August 13, 2022 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 13,2022 (“Notice”) issued by the Company in accordance with applicable provisions of the Companies Act, 2013 and the Rules made thereunder convening the 5th AGM of its Members at its registered office on Friday, September 30 , 2022 at 12:30 P.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 voting at the AGM in a fair and transparent manner.

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 voting during the AGM on the resolutions contained in the Notice convening the AGM.

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RAJNEESH SHARMA & Co

COMPANY SECRETARIES

RAJNEESH SHARMA

FCS, Insolvency Professional, Registered Valuer (SFA), MMS (Finance)

FCS No: 5549, CP No: 24210

IP Regn No. : IBBI/IPA-002/IP-N01013/2020-2021/13249

RV Regn No. : IBBI/RV/03/2021/1443

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 physical voting at the AGM, and that the e-voting and physical voting through ballot at AGM 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 physical voting at the AGM by the Members of the Company. Members had also an option to cast their vote through ballot at the AGM by attending the Meeting.
- (b) The Members of the Company holding shares as on the "cut-off" date i.e., Friday, September 23, 2022 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 Tuesday, September 27, 2022 (10:00 A.M.) (IST) to Thursday, September 29, 2022 (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 were cast through ballot at the AGM, 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.
- (f) I have scrutinized and reviewed the remote e-voting prior to and ballot at the AGM and votes cast therein based on the data downloaded from the CDSL e-voting system.

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RAJNEESH SHARMA & Co

COMPANY SECRETARIES

RAJNEESH SHARMA

FCS, Insolvency Professional, Registered Valuer (SFA), MMS (Finance)

FCS No: 5549, CP No: 24210

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RV Regn No. : IBBI/RV/03/2021/1443

My responsibility as a scrutinizer for the remote e-voting and physical-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 physical voting during the AGM in respect of the said resolutions are detailed in Annexure-A of this report.

Thanking You

Yours Faithfully,

**For Rajneesh Sharma & Co.
Company Secretaries**

(Rajneesh Sharma)

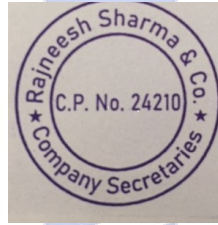
Proprietor

(FCS5549; COP: 24210)

UDIN: F005549D001088400

Place: Udaipur

Date: 26/07/2021



Countersigned by:
For Archidply Decor Limited

Sd/-

(Siva Kiran Mavoori)
Company Secretary

Address: 11, Sanskar Apt-1 Navaratan Complex , Udaipur (Rajasthan)-313001

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Annexure-A

Archidply Decor Limited

Consolidated result of votes cast through remote E-Voting and voting at 5th AGM held on September 30, 2022 at 12:30 p.m.

Item no. of Notice of AGM	Subject Matter of the Resolutions	Votes	Remote E-Voting		Voting at AGM		Total		% of total valid votes	Invalid 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 Consider and adoption of audited financial statements for the year ended March 31, 2022, the Board's Report and Auditors thereon.	For	16	4005528	25	67	41	4005595	99.999	0	0
		Against	5	39	0	0	5	39	0.001		
		Total	21	4005567	25	67	46	4005634	100.00		
2	Ordinary Resolution to appointment of Mr. Rajiv Daga, who retires by rotation, being eligible, offers himself for re appointment.	For	16	4005528	25	67	41	4005595	99.999	0	0
		Against	5	39	0	0	5	39	0.001		
		Total	21	4005567	25	67	46	4005634	100.00		
3	Special Resolution to	For	16	4005528	25	67	41	4005595	99.999	0	0

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RAJNEESH SHARMA & Co

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	Revision in the remuneration of Mr. Shyam Daga (DIN 00561803), Chairman, CEO and Managing Director of the Company.	Aga inst	5	39	0	0	5	39	0.001		
		Total	21	4005567	25	67	46	4005634	100.00		
4	Special Resolution to approve the various related party transactions by the Company during the financial year 2022-23 or thereafter with effect from 1st April, 2022	For	16	4005528	25	67	41	4005595	99.999	0	0
		Aga inst	5	39	0	0	5	39	0.001		
		Total	21	4005567	25	67	46	4005634	100.00		

**For Rajneesh Sharma & Co.
Company Secretaries**

(Rajneesh Sharma)

Proprietor

(FCS5549; COP: 24210)

UDIN: F005549D001088400

Place: Udaipur Date: 30/09/2022



Address: 11, Sanskar Apt-1 Navaratan Complex, Udaipur (Rajasthan)-313001

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