

Ref: BSE/SEC-02/

July 1,2019

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


**Sub: Disclosure of Voting Results of the Extra –Ordinary General Meeting held on
29th June, 2019**

Pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the disclosure of Voting Results of Extra Ordinary General Meeting of the Company held on 29th day of June, 2019 at 12:00 p.m. at Plot no.7, Sector- 9, Integrated Industrial Estate, SIDCUL, Pant Nagar, Udham Singh Nagar, Uttrakhand – 263153 and the copy of the scrutinizer on the e-voting and poll conducted.

This is for your information and record.

Thanking you.
Yours faithfully,

For Archidply Industries Limited

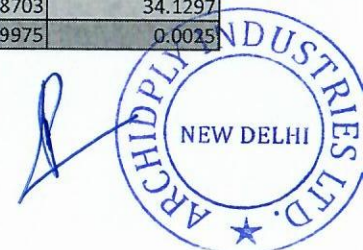

(Rajneesh Sharma)
Company Secretary



**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

	ARCHIDPLY INDUSTRIES LIMITED
Date of the AGM/EGM	29-06-2019
Total number of shareholders on record date	11203
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	6
Public:	24
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	1							
Resolution required: (Ordinary/ Special)	SPECIAL - To approve writing off the debit balance of Demerger Reconstruction Adjustment Account against the Securities Premium Account of the Company arising on account of the Scheme of Arrangement to Demerge the Demerged _x00D_ Undertaking i.e. Chintamani Undertaking of Archidply Industries Limited Demerged Company into Archidply Decor Limited Resulting Company pursuant to Sections 230 to 232 read alongwith Section 52 and Section 66 of the Companies Act, 2013.							
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	16,034,645	16,034,645	100.0000	16,034,645	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		16,034,645	100.0000	16,034,645	0	100.0000	0.0000
Public- Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	6,030,355	625	0.0104	225	400	36.0000	64.0000
	Poll		547	0.0091	547	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1,172	0.0195	772	400	65.8703	34.1297
Total		22,065,000	16,035,817	72.6754	16,035,417	400	99.9975	0.0025



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No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	6
Public:	24
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	2							
Resolution required: (Ordinary/ Special)	SPECIAL - Re-appointment of Mr. Mohammed Shahid Aftab, DIN 01363518 as an Independent Director for a Second term of five Consecutive years commencing from April 1, 2019 up to March 31, 2024.							
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	16,034,645	16,034,645	100.0000	16,034,645	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		16,034,645	100.0000	16,034,645	0	100.0000	0.0000
Public- Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	6,030,355	625	0.0104	625	0	100.0000	0.0000
	Poll		547	0.0091	547	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1,172	0.0195	1,172	0	100.0000	0.0000
Total		22,065,000	16,035,817	72.6754	16,035,817	0	100.0000	0.0000



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Date of the AGM/EGM	29-06-2019
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No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	6
Public:	24
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	3							
Resolution required: (Ordinary/ Special)	SPECIAL - Re-appointment of Mr. Bharath Kumar Hukumchand Rathi, DIN 01857860 as an Independent Director for a Second term of five Consecutive years commencing from April 1, 2019 up to March 31, 2024.							
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	16,034,645	16,034,645	100.0000	16,034,645	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		16,034,645	100.0000	16,034,645	0	100.0000	0.0000
Public- Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	6,030,355	625	0.0104	625	0	100.0000	0.0000
	Poll		547	0.0091	547	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1,172	0.0195	1,172	0	100.0000	0.0000
Total		22,065,000	16,035,817	72.6754	16,035,817	0	100.0000	0.0000





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

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

EXTRA-ORDINARY 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 Extra-Ordinary General Meeting of the Equity Shareholders of ARCHIDPLY INDUSTRIES LIMITED held on 29th day of June, 2019 at PLOT NO 7, SECTOR-9, INTEGRATED INDUSTRIAL ESTATE, SIDCUL, PANT NAGAR, RUDRAPUR, UDHAM SINGH NAGAR, RUDRAPUR UR 263153, INDIA at 12:00 PM

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



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Deepak Sadhu
Date: 2019.06.30
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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

Extra-Ordinary General Meeting of the Equity Shareholders of the Company held on 29th day of June, 2019 at 12:00 PM.

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 Extra-Ordinary General Meeting (EOGM) 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 EOGM.
3. The Notice dated 22nd 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 EOGM of the Company. The Notice was also published in "The Financial Express" (English) and "Jan Satta" (Hindi) on 27th May, 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.
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 June 26th, 2019 to 5.00 pm on June 28th, 2019 on the resolutions as per Annexure by the members of the company.
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.



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7. The votes cast through e-voting process were unblocked by me on 29th June 2019 at 01:31 pm after the completion of Extra-Ordinary 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 Extra-Ordinary General Meeting (EOGM) held on 29th June 2019, the chairman of the Extra-Ordinary 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 Extra-Ordinary General Meeting of the Company), to cast their vote at the said EOGM. I was appointed as the Scrutinizer to conduct the poll procedure at the said EOGM.
10. My consolidated report of the votes cast by shareholders through remote e-voting and physical ballot at the EOGM with their pattern of voting is, as per the Annexure annexed to this report.



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Deepak Sadhu
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ANNEXURE:

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

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

To approve writing off the debit balance of Demerger Reconstruction Adjustment Account against the Securities Premium Account of the Company arising on account of the Scheme of Arrangement to Demerge the Demerged Undertaking i.e. Chintamani Undertaking of Archidply Industries Limited Demerged Company into Archidply Decor Limited Resulting Company pursuant to Sections 230 to 232 read along with Section 52 and Section 66 of the Companies Act, 2013.

(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
36	16035417	99.9975%

(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	400	0.0025%

(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
0	0



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

Re-appointment of Mr. Mohammed Shahid Aftab, DIN 01363518 as an Independent Director for a Second term of five Consecutive years commencing from April 1, 2019 up to March 31, 2024.

(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
37	16035817	100%

(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
00	0

(iv) ABSTAIN Votes:	
Total e-votes cast and members present and voting (in person or by proxy)	Number of Votes cast
00	0



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Deepak Sadhu
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3. RESOLUTION NO.3 [(RESOLUTION – SPECIAL, BUSINESS – SPECIAL)] :-

Re-appointment of Mr. Bharath Kumar Hukumchand Rathi, DIN 01857860 as an Independent Director for a Second term of five Consecutive years commencing from April 1, 2019 up to March 31, 2024.

(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
37	16035817	100%

(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
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



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Deepak Sadhu
Date: 2019.06.30
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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 Extra-Ordinary General Meeting and the same shall be handed over thereafter to the Chairman / Company Secretary for safe custody.

Thanking You,

Date : 30th June, 2019

Yours Faithfully,



Digitally signed by Deepak Sadhu
Date: 2019.06.30 13:12:47 +05'30'

(CS DEEPAK SADHU)

Proprietor

DEEPAK SADHU & CO, COMPANY SECRETARIES

Scrutinizer

Address: No. 450, 9th cross, JP Nagar 2nd phase, Bangalore – 560 078.

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