

16.08.2021

**The General Manager**  
**Department of Corporate Services**  
**BSE Limited**  
**Floor 25<sup>th</sup>, 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 4th Annual General Meeting of Archidply Decor Limited held on 16<sup>th</sup> August, 2021**

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 4th Annual General Meeting (“AGM”) of the Company, held on Monday, 16<sup>th</sup> August, 2021:

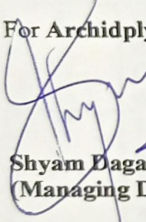
- (1) Proceeding of the AGM – **Annexure -1**
- (2) Voting Result – **Annexure -2**
- (3) Consolidated Scrutinizer’s Report – **Annexure -3**

This is for your information and record, please.

Thanking You

Yours Faithfully

For Archidply Decor Limited

  
**Shyam Daga**  
**(Managing Director)**



Encl: as above

## ARCHIDPLY DÉCOR LIMITED

**CORPORATE OFFICE:** Ground Floor - Elixir, Chancery Pavilion, 135 Residency Road, Bangalore – 560025

☎ 080 – 43714281 ✉ bangalore@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 4th Annual General Meeting of Archidply Decor Limited**

The 4th Annual General Meeting ('AGM') of the Members of Archidply Decor Limited ('the Company') was held on Monday, 16<sup>th</sup> August, 2021 at 11.00 p.m. (1ST) through Video Conferencing ('VC'). The meeting was held in compliance with the General Circular numbers 14/2020, 17/2020, 20/2020 and 02/2021 dated 8th April, 2020, 13th April, 2020, 5th May, 2020 and 13<sup>th</sup> January, 2021 respectively issued by the Ministry of Corporate Affairs (MCA) and Circular numbers SEBI/HO/CFD/CMDI/CIR7P/2020/79 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 12th May, 2020 and 15th January, 2021 respectively issued by the Securities and Exchange Board of India (SEBI) and as per the other applicable provisions of the Companies Act, 2013 and the Rules made thereunder.

The Company Secretary welcomed the Members and informed that this annual general meeting was being held through video conferencing. He 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 through VC.

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.

Mr. Shyam Daga, Managing Director & Chairman Chaired the Meeting. The Audit Committee Chairman, Nomination & Remuneration Committee Chairman, Stakeholders Relationship Committee Chairman, Statutory Auditors, Secretarial Auditor, Chief Financial Officer and Scrutiniser were present in the meeting. He welcomed the Members and after ascertaining the quorum, called the meeting to order.

Thereafter, Chairman made his opening remarks with respect to the growth outlook and the Operations of the Company.

The Shareholders approved the following resolutions with requisite majority:

S. No.	Resolution	Type of Resolution
1	To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2021 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: 00561803) who retires by rotation as per Section 152(6) of Companies Act 2013 and being eligible offers himself for re appointment.	Ordinary
3	To consider appropriate resolution on the matter specified under Section 180 (1) (a) of the Companies Act, 2013.	Special
4	To consider appropriate resolution on the matter specified under Section 180 (1) (c) of the Companies Act, 2013.	Special
5	To consider appropriate resolution on the matter specified under Section 186 of the Companies Act, 2013.	Special
6	To consider appropriate resolution on the matter specified under Section 185 of the Companies Act, 2013.	Special
7	Regularisation of Additional Director, Mr. Neeraj kumar Mittal by appointing him as independent director of the company	Special

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8. Dec	Regularisation of Additional Director, Mr. Dinesh kumar Marda by appointing him as independent director of the company	Special
9.	Shifting of Registered Office from the State of Uttarakhand to the State of Karnataka.	Special

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 with a vote of thanks to members by CFO.



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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	16 <sup>th</sup> August, 2021
Total no. of shareholders on record date	8677
No. of shareholders present in the meeting either in person or through proxy:	Not Applicable as the AGM was held through Video Conferencing/OAVM
Promoters and Promoter Group: Public:	
No. of shareholders attended the meeting through video conferencing-	46
Promoters and Promoter Group: Public:	13 33
Start Time of Meeting	11:00 AM
End Time of Meeting	11:20 AM
Name of the Scrutinizer	Rajneesh Sharma
Firms Name	Rajneesh Sharma & Co
Membership Number	5549
Date of Board Meeting in which appointed	26.06.2021
Date of Issuance of Report to the company	16.08.2021




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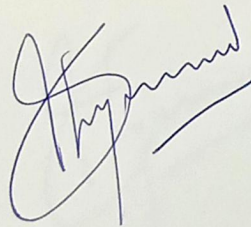
CIN: U20231UR2017PLC008626

**Resolution No. 1 (Ordinary Resolution)**

To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2021 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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	4,061,399	4,055,354	99.8512	4,055,354	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		4,055,354	99.8512	4,055,354	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	1,635	0	0.0000	0	0	0.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		0	0	0	0	0.0000	0.0000	0	0
Public- Non Institutions	E-Voting	1,503,216	130,787	8.7005	130,787	0	100.0000	0.0000	0	0
	Poll		25	0.0017	25	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		130,812	8.7022	130,812	0	100.0000	0.0000	0	0
<b>Total</b>		5,566,250	4,186,166	75.2062	4,186,166	0	100.0000	0.0000	0	0
Whether resolution is Pass or Not										Yes



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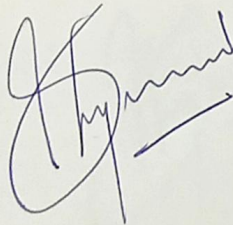
**Resolution No. 2 (Ordinary Resolution)**

To appoint a Director in place of Mr. Shyam Daga (DIN: 00561803) who retires by rotation as per Section 152(6) of Companies Act 2013 and 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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	4,061,399	4,055,354	99.8512	4,055,354	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>4,055,354</b>	<b>99.8512</b>	<b>4,055,354</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>
Public- Institutions	E-Voting	1,635	0	0.0000	0	0	0.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>
Public- Non Institutions	E-Voting	1,503,216	130,787	8.7005	130,787	0	100.0000	0.0000	0	0
	Poll		25	0.0017	25	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>130,812</b>	<b>8.7022</b>	<b>130,812</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>
<b>Total</b>		<b>5,566,250</b>	<b>4,186,166</b>	<b>75.2062</b>	<b>4,186,166</b>	<b>0</b>	<b>100.0000</b>			

Whether resolution is Pass or Not. Yes




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**Resolution No. 3 (Special Resolution)**

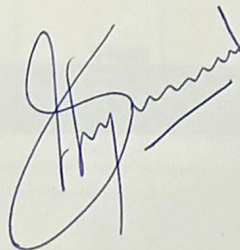
To consider appropriate resolution on the matter specified under Section 180 (1) (a) of the Companies Act, 2013.

**SPECIAL** - To mortgage/create charge on the assets of the Company, provided that the aggregate indebtedness secured by the assets of the Company does not exceed Rs. 500 Crores (Rupees Five Hundred Crores) at any point of time.

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	Votes Invalid & Abstained
Promoter and Promoter Group	E-Voting	4,061,399	4,055,354	99.8512	4,055,354	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>4,055,354</b>	<b>99.8512</b>	<b>4,055,354</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
Public-Institutions	E-Voting	1,635	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>
Public-Non Institutions	E-Voting	1,503,216	130,787	8.7005	3,270	127,517	2.5002	97.4997	0
	Poll		25	0.0017	25	0	100.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>130,812</b>	<b>8.7022</b>	<b>3,295</b>	<b>127,517</b>	<b>2.5189</b>	<b>97.4811</b>	<b>0</b>
<b>Total</b>	<b>5,566,250</b>	<b>4,186,166</b>	<b>75.2062</b>	<b>4,058,649</b>	<b>127,517</b>	<b>96.9538</b>	<b>3.0462</b>	<b>0</b>	

Whether resolution is Pass or Not Yes




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**Resolution No. 4 (Special Resolution)**

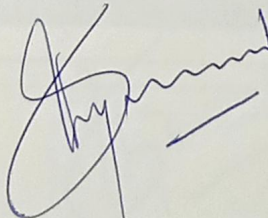
To consider appropriate resolution on the matter specified under Section 180 (1) (c) of the Companies Act, 2013.

**SPECIAL** - To borrow from time to time such sum or sums of money from banks/financial institutions or any other person, firms or body corporate, that the total borrowings exceed the aggregate of paid-up capital and free reserves of the company, provided however that the aggregate of amounts so borrowed and outstanding at any one time shall not exceed an amount of Rs. 500 Crores.

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	Vote s Invalid	Vote s Abstained
Promoter and Promoter Group	E-Voting	4,061,399	4,055,354	99.8512	4,055,354	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>4,055,354</b>	<b>99.8512</b>	<b>4,055,354</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>
Public-Institutions	E-Voting	1,635	0	0.0000	0	0	0.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>
Public-Non Institutions	E-Voting	1,503,216	130,787	8.7005	3,270	127,517	2.5002	97.4997	0	0
	Poll		25	0.0017	25	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>130,812</b>	<b>8.7022</b>	<b>3,295</b>	<b>127,517</b>	<b>2.5189</b>	<b>97.4811</b>	<b>0.0000</b>	<b>0</b>
<b>Total</b>	<b>5,566,250</b>	<b>4,186,166</b>	<b>75.2062</b>	<b>4,058,649</b>	<b>127,517</b>	<b>96.9538</b>	<b>3.0462</b>	<b>0</b>	<b>0</b>	

Whether resolution is Pass or Not  Yes




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### Resolution No. 5 (Special Resolution)

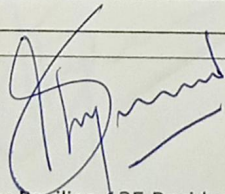
To consider appropriate resolution on the matter specified under Section 185 of the Companies Act, 2013

SPECIAL - The Company to (i) give any loan to any person or other body corporate. (ii) give any guarantee or provide any security in connection with a loan to any other body corporate or person and (iii) acquire by way of subscription, purchase or otherwise, the securities of any other body corporate, as they may in their absolute discretion deem beneficial and in the interest of the Company, subject however that the aggregate of the loans and investments so far made in and the amount for which guarantees or securities have so far been provided to all persons or bodies corporate along with the additional investments, loans, guarantees or securities proposed to be made or given or provided by the Company, from time to time, in future, shall not exceed a sum of Rs. 500 Crores (Rupees Five Hundred Crores) over.

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	Vote s Invalid	Vote s Abstained
Promoter and Promoter Group	E- Voting	4,061,399	4,055,354	99.8512	4,055,354	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>4,055,354</b>	<b>99.8512</b>	<b>4,055,354</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>
Public- Institutions	E- Voting	1,635	0	0.0000	0	0	0.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>
Public- Non Institutions	E- Voting	1,503,216	130,787	8.7005	3,270	127,517	2.5002	97.4997	0	0
	Poll		25	0.0017	25	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>130,812</b>	<b>8.7022</b>	<b>3,295</b>	<b>127,517</b>	<b>2.5189</b>	<b>97.4811</b>	<b>0.0000</b>	<b>0</b>
<b>Total</b>	<b>5,566,250</b>	<b>4,186,166</b>	<b>75.2062</b>	<b>4,058,649</b>	<b>127,517</b>	<b>96.9538</b>	<b>3.0462</b>	<b>0</b>	<b>0</b>	

Whether resolution is Pass or Not  Yes




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# ARCHIDPLY®

Decor For Better Living

## Resolution No. 6 (Special Resolution)

To consider appropriate resolution on the matter specified under Section 186 of the Companies Act, 2013.

SPECIAL - The Company to advance any loan including any loan represented by a book debt, or give any guarantee or provide any security in connection with any loan taken by any entity which is a subsidiary or associate or joint venture of the Company or any other person in whom any of the Directors of the Company is interested/deemed to be interested, up to limits approved by the shareholders of the Company u/s 186 of the Companies Act, 2013, from time to time, in their absolute discretion as may be deemed beneficial and in the interest of the Company, provided that such loans are utilized by the borrowing company for its principal business activities.

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	Vote s Invalid	Vote s Abstained
Promoter and Promoter Group	E-Voting	4,061,399	4,055,354	99.8512	4,055,354	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>4,055,354</b>	<b>99.8512</b>	<b>4,055,354</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>
Public-Institutions	E-Voting	1,635	0	0.0000	0	0	0.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>
Public-Non Institutions	E-Voting	1,503,216	130,787	8.7005	3,270	127,517	2.5002	97.4997	0	0
	Poll		25	0.0017	25	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>130,812</b>	<b>8.7022</b>	<b>3,295</b>	<b>127,517</b>	<b>2.5189</b>	<b>97.4811</b>	<b>0.0000</b>	<b>0</b>
<b>Total</b>	<b>5,566,250</b>	<b>4,186,166</b>	<b>75.2062</b>	<b>4,058,649</b>	<b>127,517</b>	<b>96.9538</b>	<b>3.0462</b>	<b>0</b>	<b>0</b>	

Whether resolution is Pass or Not  Yes



### ARCHIDPLY DÉCOR LIMITED

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CIN: U20231UR2017PLC008626

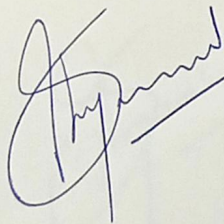
### Resolution No. 7 (Special Resolution)

Regularisation of Additional Director, Mr. Neeraj Kumar Mittal by appointing him as independent director of the company for a period of 5 years

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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	4,061,399	4,055,354	99.8512	4,055,354	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>4,055,354</b>	<b>99.8512</b>	<b>4,055,354</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>
Public- Institutions	E-Voting	1,635	0	0.0000	0	0	0.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>
Public- Non Institutions	E-Voting	1,503,216	130,787	8.7005	130,787	0	100.0000	0.0000	0	0
	Poll		25	0.0017	25	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>130,812</b>	<b>8.7022</b>	<b>130,812</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>
<b>Total</b>	<b>5,566,250</b>	<b>4,186,166</b>	<b>75.2062</b>	<b>4,186,166</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	

Whether resolution is Pass or Not Yes




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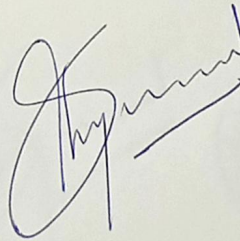
CIN: U20231UR2017PLC008626

**Resolution No. 8 (Special Resolution)**

Regularisation of Additional Director, Mr. Dinesh Kumar Marda by appointing him as independent director of the company for a period of 5 years.

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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	4,061,399	4,055,354	99.8512	4,055,354	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		4,055,354	99.8512	4,055,354	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	1,635	0	0.0000	0	0	0.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		0	0	0	0	0.0000	0.0000	0	0
Public- Non Institutions	E-Voting	1,503,216	130,787	8.7005	130,787	0	100.0000	0.0000	0	0
	Poll		25	0.0017	25	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		130,812	8.7022	130,812	0	100.0000	0.0000	0	0
<b>Total</b>		<b>5,566,250</b>	<b>4,186,166</b>	<b>75.2062</b>	<b>4,186,166</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>

 Whether resolution is Pass or Not Yes


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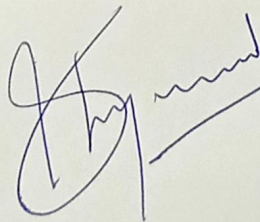
**Resolution No. 9 (Special Resolution)**

Shifting of Registered Office from the State of Uttarakhand to the State of Karnataka.

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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	4,061,399	4,055,354	99.8512	4,055,354	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>4,055,354</b>	<b>99.8512</b>	<b>4,055,354</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>
Public- Institutions	E-Voting	1,635	0	0.0000	0	0	0.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>
Public- Non Institutions	E-Voting	1,503,216	130,787	8.7005	130,787	0	100.0000	0.0000	0	0
	Poll		25	0.0017	25	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>130,812</b>	<b>8.7022</b>	<b>130,812</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>
<b>Total</b>		<b>5,566,250</b>	<b>4,186,166</b>	<b>75.2062</b>	<b>4,186,166</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>

 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/2021-2022/14

August 16, 2021

## Consolidated Scrutinizer Report

To,  
The Chairman of the 4<sup>th</sup> Annual General Meeting (“AGM”/ “Meeting”) of Archidply Decor Limited held on Monday, August 16, 2021 at 11:00 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 4<sup>th</sup> 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 June 26, 2021 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 June 26, 2021 (“Notice”) issued by the Company in accordance with General Circular No. 14/2020, 17/2020, 20/2020 and 02/2021 dated April 8, 2020, April 13, 2020, May 5, 2020 and 13<sup>th</sup> January, 2021 respectively, issued by Ministry of Corporate Affairs, Government of India (hereinafter referred to as “MCA Circulars”), and SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 12<sup>th</sup> May, 2020 and 15<sup>th</sup> January, 2021 respectively issued by the Securities and Exchange Board of India (SEBI) and as per the other applicable provisions of the Companies Act, 2013 and the Rules made thereunder convening the 4<sup>th</sup> AGM of its Members through VC/OAVM on Monday, August 16, 2021 at 11:00 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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# RAJNEESH SHARMA & Co

COMPANY SECRETARIES

**RAJNEESH SHARMA**

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

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

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## **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., Monday, 09-Aug-2021 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 13-Aug-2021 (Friday) (9:00 A.M.) (IST) to Sunday, 15-Aug-2021 (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 August 16, 2021 after the conclusion of the AGM and e-voting at the AGM were unblocked and counted
- (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.

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.

---

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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 Rajneesh Sharma & Co.**

**Company Secretaries**

**(Rajneesh Sharma)**

**Proprietor**

**(FCS5549; COP: 24210)**

**UDIN: F005549C000789871**

**Place: Bangalore**

**Date: 16/08/2021**

Countersigned by:

**For Archidply Decor Limited**

**(Shyam Daga)**

**Chairman**

---

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## Annexure-A

### Archidply Decor Limited

Consolidated result of votes cast through remote E-Voting and e-voting at 4th AGM held on August, 16, 2001 at 11:00 a.m.

Item no. of Notice of AGM	Subject Matter of the Resolutions	Votes	Remote E-Voting		e-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 receive, consider and adopt the Audited Financial Statements (Including Consolidated Financial Statements) of the Company for the financial year ended March 31, 2021, together with the Reports of the Board of	For	51	4186141	1	25	52	4186166	100.00	0	0
		Against	0	0	0	0	0	0	0.00		
		<b>Total</b>	<b>51</b>	<b>4186141</b>	<b>1</b>	<b>25</b>	<b>52</b>	<b>4186166</b>	<b>100.00</b>		

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	Directors and the Auditors thereon										
2	Ordinary Resolution to appoint Director in place of Mr. Shyam Daga (DIN:00561803), who retires from office by rotation and, being eligible, offers herself for re-appointment	For	51	4186141	1	25	52	4186166	100.00	0	0
		Against	0	0	0	0	0	0	0.00		
		<b>Total</b>	<b>51</b>	<b>4186141</b>	<b>1</b>	<b>25</b>	<b>52</b>	<b>4186166</b>	<b>100.00</b>		
3	Special Resolution To consider appropriate resolution on the matter specified under Section 180 (1) (a) of the Companies Act, 2013	For	47	4058624	1	25	48	4058649	96.95	0	0
		Against	4	127517	0	0	4	127517	3.05		
		<b>Total</b>	<b>51</b>	<b>4186141</b>	<b>1</b>	<b>25</b>	<b>52</b>	<b>4186166</b>	<b>100.00</b>		
4	Special Resolution:	For	47	4058624	1	25	48	4058649	96.95	0	0

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

	To consider appropriate resolution on the matter specified under Section 180 (1) (c) of the Companies Act, 2013.	Against	4	127517	0	0	4	127517	3.05		
		<b>Total</b>	<b>51</b>	<b>4186141</b>	<b>1</b>	<b>25</b>	<b>52</b>	<b>4186166</b>	<b>100.00</b>		
5	Special Resolution: To consider appropriate resolution on the matter specified under Section 186 of the Companies Act, 2013.	For	47	4058624	1	25	48	4058649	96.95	0	0
		Against	4	127517	0	0	4	127517	3.05		
		<b>Total</b>	<b>51</b>	<b>4186141</b>	<b>1</b>	<b>25</b>	<b>52</b>	<b>4186166</b>	<b>100.00</b>		
6	Special Resolution: To consider appropriate resolution on the matter specified under Section 185 of the Companies Act, 2013.	For	47	4058624	1	25	48	4058649	96.95	0	0
		Against	4	127517	0	0	4	127517	3.05		
		<b>Total</b>	<b>51</b>	<b>4186141</b>	<b>1</b>	<b>25</b>	<b>52</b>	<b>4186166</b>	<b>100.00</b>		

**Address:** B5-133 Janapriya Greenwoods Apt Somashetty Halli, Bangalore – 560 090.

**Mob:** 9986174563, **Web:** [www.csrajneeshsharma.com](http://www.csrajneeshsharma.com)

**Email:** [rajneeshsharmacs@gmail.com](mailto:rajneeshsharmacs@gmail.com)



# 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

7	Special Resolution :Regularisation of Additional Director, Mr. Neeraj Kumar Mittal by appointing him as independent director of the company	For	51	4186141	1	25	52	4186166	100.00	0	0	
		Against	0	0	0	0	0	0	0			0.00
		<b>Total</b>	<b>51</b>	<b>4186141</b>	<b>1</b>	<b>25</b>	<b>52</b>	<b>4186166</b>	<b>100.00</b>			

8	Special Resolution :Regularisation of Additional Director, Mr. Dinesh Kumar Marda by appointing him as independent director of the company	For	51	4186141	1	25	52	4186166	100.00	0	0	
		Against	0	0	0	0	0	0	0			0.00
		<b>Total</b>	<b>51</b>	<b>4186141</b>	<b>1</b>	<b>25</b>	<b>52</b>	<b>4186166</b>	<b>100.00</b>			

9.	Special Resolution : Shifting of Registered Office from	For	51	4186141	1	25	52	4186166	100.00	0	0
		Against	0	0	0	0	0	0	0		

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the State of Uttarakhan d to the State of Karnataka.	<b>Total</b>	<b>51</b>	<b>4186141</b>	<b>1</b>	<b>25</b>	<b>52</b>	<b>4186166</b>	<b>100.00</b>		
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**For Rajneesh Sharma & Co.  
Company Secretaries**

**(Rajneesh Sharma)**

**Proprietor**

**(FCS5549; COP: 24210)**

**UDIN: F005549C000789871**

**Place: Bangalore**

**Date: 16/08/2021**



**Address:** B5-133 Janapriya Greenwoods Apt Somashetty Halli, Bangalore – 560 090.

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