



YUG DECOR LIMITED

Date: 11th September, 2020

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai – 400 001

Dear Sir/Madam,

Security Code: 540550

Security ID: YUG

Sub: Outcome of 17th Annual General Meeting of the Company

The Company's 17th Annual General Meeting ('AGM') held today on Friday, 11th September, 2020 and 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 and 20/2020 dated 8th April 2020, 13th April 2020 and 5th May 2020, 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 issued by the Securities and Exchange Board of India ('SEBI Circular') 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'), to transact the businesses as stated in the Notice.

In this regard, please find enclosed herewith the copy of the following as required under the Listing Regulations, 2015 for your records:

- 1) Summary of the proceedings of the AGM of the Company as required under Regulation 30 r.w. Part A of Schedule III of the Listing Regulations, 2015 as **Annexure-I**;
- 2) Voting Results pursuant to Regulation 44(3) of the Listing Regulations, 2015 as **Annexure-II**;
- 3) Scrutinizer's Report dated 11th September, 2020, 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 **Annexure-III**.

Kindly take the same on your record.

Thanking You,

For, Yug Decor Limited

Barkha

Barkha C. Lakhani

Company Secretary & Compliance Officer

Membership No.: A56854



ANNEXURE-I

SUMMARY OF PROCEEDINGS OF THE 17TH ANNUAL GENERAL MEETING

The 17th Annual General Meeting (AGM) of the members of Yug Decor Limited ('the Company') was held today on Friday, 11th September, 2020 and commenced at 12.20 Noon through Video Conferencing (VC) / Other Audio Visual Means (OAVM) in accordance with the Circulars issued by Ministry of Corporate Affairs and the Securities and Exchange Board of India and applicable provisions of the Companies Act, 2013 read with rules framed thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Requirements, 2015.

Mr. Chandresh S. Saraswat, Chairman & Managing Director of the Company chaired the meeting. The Chairman informed the shareholders that due to COVID-19 pandemic and in compliance with the Circulars issued by MCA and SEBI and applicable provisions of the Companies Act, 2013 read with rules framed thereunder and SEBI Listing Regulations, the meeting is being held through Video Conferencing.

The Chairman thereafter introduced the Board Members, Key Managerial Personnel, Statutory Auditors and the Secretarial Auditors & Scrutinizers, who were present in the meeting through Video Conferencing.

After ascertaining that the requisite quorum was present, the Chairman called the meeting in order and commenced the proceedings of the meeting.

With the consent of the Members, the Notice of the Meeting was taken as read. The Chairman also informed that there were no qualifications, reservations, adverse remark or disclaimer in the Auditor's Report and Secretarial Audit Report, accordingly the reports were not required to be read out, as provided in the Companies Act, 2013.

The Chairman delivered the speech and shared the details of the overall performance of the Company for the fiscal year 2019-20. He also informed about the future prospects of the Company and further growth plans.

Further the Chairman asked the Company Secretary to brief the shareholders all the business items to be transacted in the Meeting, which were as follows:

SR. NO.	AGENDA ITEMS	RESOLUTION REQUIRED
Ordinary Business:		
1.	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended on 31 st March, 2020 together with the Board's Report and Report of Auditors thereon.	Ordinary Resolution
2.	To declare a Final Dividend of ₹ 1.40/- per equity share of ₹ 10/- each for the financial year ended 31 st March, 2020.	Ordinary Resolution



3.	To appoint a director in place of Mr. Santosh Kumar Saraswat (DIN: 00236008), Non-Executive Director of the Company, who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary Resolution
Special Business:		
4.	To appoint Ms. Zarna Shah (DIN: 08805309) as the Independent Director of the Company.	Ordinary Resolution

The Company Secretary then requested the members who were present at the AGM but had not cast their vote earlier through remote e-voting, to cast their vote during the AGM and also explained the process of e-voting on the resolutions, during the meeting through Central Depository Services (India) Limited (CDSL) website. She further informed that **Mr. Mukesh Pamnani (Membership No. F10166), proprietor of M/s. Mukesh Pamnani & Associates, Practicing Company Secretaries** was appointed as Scrutinizers by the Board to scrutinize the remote e-voting process and e-voting during the AGM in a fair and transparent manner. She further informed the members that the consolidated report of remote e-voting and e-voting conducted at the meeting would be announced within 48 (forty eight) hours from the conclusion of the meeting and be made available on the website of the stock exchange i.e. BSE Limited, on the website of the Company and on the website of CDSL.

The Company Secretary then requested the Chairman to take over the further proceedings of the meeting.

The Chairman informed that the Company has not received any request from the shareholders of the Company to raise queries or express their views in the meeting. Thereafter he concluded the meeting with vote of thanks and wished everyone with good health and safety. He further informed the members that the e-voting facility would be available with the shareholders present in the meeting and who have not voted earlier through remote e-voting, for 15 minutes after the closure of the meeting.

Thanking You,

Yours Faithfully,

For, Yug Decor Limited

Barkha

Barkha Lakhani

Company Secretary & Compliance Officer

Membership No.: A56854





ANNEXURE-II

Voting Results as Regulation 44(3) of SEBI (LODR) Regulations, 2015

Date of the AGM	11th September, 2020
Total number of shareholders on record date	150
No. of Shareholders present in the meeting either in person or through proxy	
Promoters and Promoter Group:	0
Public:	0
No. of Shareholders attended the meeting through Video Conferencing	9
Promoters and Promoter Group:	4
Public:	5

Resolution Required : (Ordinary)		1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended on 31st March, 2020 together with the Board's Report and Report of Auditors thereon.						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	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 Promoter Group	Remote E-Voting	2821100	2821100	100.0000	2821100	0	100.0000	0.0000
	E-voting		0	0.0000	0	0	0.0000	0.0000
	Total		2821100	100.0000	2821100	0	100.0000	0.0000
	Remote E-Voting		0	0.0000	0	0	0.0000	0.0000
Public Institutions	E-voting	0	0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
	Remote E-Voting		766833	56.8586	766833	0	100.0000	0.0000
Public Non Institutions	E-voting	1348666	0	0.0000	0	0	0.0000	0.0000
	Total		766833	56.8586	766833	0	100.0000	0.0000
	Total	4169766	3587933	86.0464	3587933	0	100.0000	0.0000





709-714, Sakar- V, B/h Natraj Cinema, Ashram Road, Ahmedabad – 380 009, Gujarat, India, Tel: 079-26580920
CIN: L24295GJ2003PLC042531, Email: account@yugdecor.com, Web: www.yugdecor.com

Resolution Required : (Ordinary)		2. To declare a Final Dividend of ₹ 1.40/- per equity share of ₹ 10/- each for the financial year ended 31st March, 2020.						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	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]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
Promoter and Promoter Group	E-Voting		2821100	100.0000	2821100	0	100.0000	0.0000
	Poll	2821100	0	0.0000	0	0	0.0000	0.0000
	Total		2821100	100.0000	2821100	0	100.0000	0.0000
Public Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000
	Poll	0	0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting		766833	56.8586	766833	0	100.0000	0.0000
	Poll	1348666	0	0.0000	0	0	0.0000	0.0000
	Total		766833	56.8586	766833	0	100.0000	0.0000
Total		4169766	3587933	86.0464	3587933	0	100.0000	0.0000





709-714, Sakar-V, B/h Natraj Cinema, Ashram Road, Ahmedabad - 380 009, Gujarat, India, Tel: 079-26580920
CIN: L24295GJ2003PLC042531, Email: account@yugdecor.com, Web: www.yugdecor.com

Resolution Required : (Ordinary)		3. To appoint a director in place of Mr. Santosh Kumar Saraswat (DIN: 00236008), Non-Executive Director of the Company, who retires by rotation and being eligible, offers himself for re-appointment.										
Category	Mode of Voting	No. of shares held	Yes							No. of Votes -Against	% of Votes in favour on votes polled	% of Votes against on votes polled
			No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes -- in favour	% of Votes in favour on votes polled	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 Promoter Group	E-Voting		2036404	72.1848	2036404	0	100.0000	0.0000				
	Poll	2821100	0	0.0000	0	0	0.0000	0.0000				
	Total		2036404	72.1848	2036404	0	100.0000	0.0000	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				
	Total		0	0.0000	0	0	0.0000	0.0000				
Public Non Institutions	E-Voting		766833	56.8586	766833	0	100.0000	0.0000				
	Poll	1348666	0	0.0000	0	0	0.0000	0.0000				
	Total		766833	56.8586	766833	0	100.0000	0.0000	0.0000			
Total		4169766	2803237	67.2277	2803237	0	100.0000	0.0000				





709-714, Sakar- V, B/h Natraj Cinema, Ashram Road, Ahmedabad – 380 009, Gujarat, India, Tel: 079-26580920
 CIN: L24295GJ2003PLC042531, Email: account@yugdecor.com, Web: www.yugdecor.com

Resolution Required : (Ordinary)		4. To appoint Ms. Zarna Shah (DIN: 08805309) as the Independent Director of the Company.						
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	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]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
Promoter and Promoter Group	E-Voting		2821100	100.0000	2821100	0	100.0000	0.0000
	Poll	2821100	0	0.0000	0	0	0.0000	0.0000
	Total		2821100	100.0000	2821100	0	100.0000	0.0000
Public Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000
	Poll	0	0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting		758833	56.2655	758833	0	100.0000	0.0000
	Poll	1348666	0	0.0000	0	0	0.0000	0.0000
	Total		758833	56.2655	758833	0	100.0000	0.0000
Total		4169766	3579933	85.8545	3579933	0	100.0000	0.0000





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: 17th Annual General Meeting of the Equity Shareholders of Yug Decor Limited Held on Friday, the 11th of September, 2020 commenced at 12:20 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 17th Annual General Meeting the ("AGM") of Yug Decor Limited vide its Board Meeting held on 8th August, 2020 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 17th Annual General Meeting of the Equity Shareholders of Yug Decor Limited, held today on Friday, the 11th September, 2020 commenced at 12:20 noon through 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 and 20/2020 dated 8th April 2020, 13th April 2020 and 5th May 2020, 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 issued by the Securities and Exchange Board of India ('SEBI Circular') 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 17th Annual General Meeting along with the Annual Report for the year 2019-20 was sent in electronic form only to those shareholders whose email address are registered with the Company/ Depositories. The Notice calling the 17th 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.com 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 17th AGM along with the Board's Report for the year 2019-20 was sent to the shareholders via electronic mode pursuant to the MCA and SEBI Circulars. The advertisements were published on 10th August, 2020 and 19th August, 2020 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 4th September, 2020, were entitled to vote on the proposed resolutions as set out in item Nos., 1 to 4 in the Notice of the 17th 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 8th September, 2020 and ended on 5.00 P.M. on Thursday, the 10th September, 2020. 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 e-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 evoting 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 11th September, 2020 in presence of Ms. Riddhi Khaneja and Mr. Amit Parmar 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 F.Y. 2019-20.

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	67	35,87,933	100%
E-voting	-	-	-
Total	67	35,87,933	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			



b) Resolution: Ordinary Resolution for declaration of a Final Dividend of Rs. 1.4/- per equity share of Rs.10/- each for the financial year ended 31st March, 2020.

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	67	35,87,933	100%
E-voting	-	-	-
Total	67	35,87,933	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			

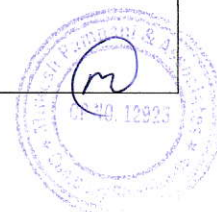
c) Resolution: To appoint a director in place of Mr. Santosh Kumar Saraswat (DIN: 00236008), Non-Executive Director of the Company, who retires by rotation and being eligible, offers himself for re-appointment

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	65	28,03,237	100
E-voting	-	-	-
Total	65	28,03,237	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			

d) **Resolution: Ordinary Resolution for appointment of Ms. Zarna Shah (DIN: 08805309) 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	65	35,79,933	100
E-voting	-	-	-
Total	65	35,79,933	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			

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

Yours faithfully,

For Mukesh Pamnani & Associates



Mukesh Pamnani, Proprietor

M. No: 10166, CP No: 12925

Date: 11th September, 2020

Place: Ahmedabad



In presence of:

Ms. Riddhi Khaneja:



Mr. Amit Parmar:

