

Ref: 5404/22-23/0052

September 28, 2022

**Department of Corporate Services**BSE Limited  
25th Floor, P.J. Towers,  
Dalal Street, Fort,  
Mumbai - 400 001Scrip Code : BSE : 516003

Dear Sir/Madam,

**Sub: Summary of Proceedings of the 65<sup>th</sup> Annual General Meeting ("AGM") of the Company held on September 28, 2022.****Ref: Regulation 30 read with Part A, Para A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended).**

With reference to the above cited subject, this is to inform that the 65<sup>th</sup> AGM of the Company was held on Wednesday, 28th September, 2022, through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM").

Please find enclosed the Summary of Proceedings of the 65<sup>th</sup> AGM as required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Part - A, Para A of Schedule III thereof.

Request you to kindly take the above information on record.

Yours faithfully,

For **Duroply Industries Limited**[KOMAL DHRUV]  
Company Secretary

## **SUMMARY OF PROCEEDINGS OF THE 65<sup>th</sup> ANNUAL GENERAL MEETING**

The 65<sup>th</sup> Annual General Meeting ("AGM") of the Company was duly convened and held on Wednesday, September 28, 2022, which commenced at 12:00 NOON (IST) and concluded at 12.35 P.M. (IST) through Video Conferencing (VC)/ Other Audio Visual Means (OAVM in accordance with the applicable provisions under the Companies Act, 2013 ['Act']; SEBI (Listing Obligation and Disclosure Requirements), Regulations, 2015 ['SEBI (LODR)'] and Relevant Circulars issued by Ministry of Corporate Affairs ['MCA Circulars'], Circulars issued by Securities Exchange Board of India ['SEBI Circulars']. The proceedings of the AGM were deemed to be conducted at the registered office of the Company i.e. 9 Parsee Church Street, Kolkata – 700 001 which was the deemed venue of the AGM.

### **Proceedings in Brief**

- Ms. Komal Dhruv, Company Secretary, welcomed all the Members attending the AGM and briefed the Members about the general guidelines to be followed during the Meeting and informed that the AGM was conducted through VC / OAVM. This meeting has been convened and being conducted in accordance with the circulars issued by Ministry of Corporate Affairs and Securities and Exchange Board of India (SEBI).
- She further introduced the Directors & Senior Executives, who have joined the Meeting. All the directors including the respective Chairpersons of the Audit Committee, Stakeholders Relationship Committee and Nomination and Remuneration Committee etc., were present at the AGM. Representatives of the Statutory Auditors and Secretarial Auditors of the Company and Mr. Atul Kumar Labh, Scrutinizer were also present at the Meeting from their respective locations.
- Total 49 Members attended the AGM as per the records of the attendance.
- Shri Probir Roy, Independent Director of the Company chaired the Meeting. The Chairman after ascertaining that the requisite quorum was present declared that the Meeting was validly constituted and commenced the proceedings of the Meeting.

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- The Chairman then delivered his speech to the Shareholders covering the highlights on the performance of the Company made during the year 2021-22 and thereafter with the consent of the Shareholders present, took the Notice and the Annual Report for the financial year 2021-2022 comprising of the Audited Financial Statements and Director's Report, as read.
- Thereafter he further stated that the Statutory Auditor's Report & Secretarial Auditor's Report does not contain any qualifications, reservation, adverse remarks or disclaimer. Hence, Reports are not required to be read out, as provided in the Companies Act, 2013. However, with the consent of the Members took them as read. Thereafter the Chairman requested to the Company Secretary to brief the Agenda of this AGM to Members.
- The Company Secretary thereafter informed the following points :-
  - a. The Company had engaged the services of Central Depository Services (India) Limited (CDSL) to provide remote e-voting facility which commenced on September 25, 2022 at 9 A.M. and ended on September 27, 2022 at 5 P.M. and e-voting facility during the AGM to all the eligible Members to enable them to cast their votes electronically in respect of the businesses transacted at the Meeting.
  - b. The facility for voting at the Meeting through e-Voting System provided by Central Depository Services (India) Limited was made available to Members who had not cast their vote by remote e-Voting prior to the Meeting and were attending the Meeting.
  - c. After the resolutions were duly move in at the Meeting, Members who had registered themselves as Speakers and were attending the Meeting through VC / OAVM, expressed their views and sought clarifications. Mr. Akhilesh Chitlangia, Executive Director & COO responded to the queries and provided necessary clarifications to the same.



The following resolutions set out in the Notice convening the AGM were put to vote by remote e-voting and voting during the Meeting:

Sr. No.	Particulars	Type of Resolution
<b>Ordinary Business :</b>		
1.	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2022, together with the Reports of the Board of Directors and Auditors thereon	Ordinary Resolution
2.	To appoint a Director in place of Mr. Sudeep Chitlangia (DIN: 00093908), who retires by rotation and being eligible, offers himself for re-appointment	Ordinary Resolution
3.	Re-appointment of M/s. S. K. Agarwal and Co. Chartered Accountants LLP, Chartered Accountants, (Firm Registration No. 306033E/E300272), as the Statutory Auditors of the Company for a second term of five (5) consecutive years and fixation of their remuneration	Ordinary Resolution
<b>Special Business :</b>		
4.	Re-appointment of Mr. Sudeep Chitlangia (DIN: 00093908), as the Managing Director of the Company with effect from April 01, 2023 for a further period of 3 years, liable to retire by rotation, and fixing his remuneration	Special Resolution
5.	Appointment of Mr. Vinay Agarwal (DIN: 06431086) as a Non-Executive Non-Independent Director of the Company w.e.f. August 09, 2022, liable to retire by rotation	Ordinary Resolution



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## Duroply Industries Limited

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Members were requested to cast their votes through the e-voting platform provided by CDSL. The Results of the e-voting would be announced on or before September 30, 2022 and the same would be intimated to the Stock Exchanges and uploaded on the websites of the Company and CDSL.

The Company Secretary then thanked the members present and declared the meeting as closed.

This is for your information and record.

Yours faithfully,

For **Duroply Industries Limited**

[KOMAL DHRUV]  
Company Secretary



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