

A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)
DIM, DHRD, PGHDSM, DIRPM
Practicing Company Secretary



A. K. LABH & Co.

Company Secretaries

40, Weston Street, 3rd Floor, Kolkata - 700 013

☎ (033) 2221-9381, Fax : (033) 2221-9381

Mobile : 98300-55689

e-mail : aklabh@aklabh.com / aklabhcs@gmail.com

Website : www.aklabh.com

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies
(Management and Administration) Rules, 2014]

**The Chairman
of the 62nd Annual General Meeting of
Duroply Industries Limited
9, Parsee Church Street
Kolkata - 700001**

Dear Sir,

I, Atul Kumar Labh, Practicing Company Secretary (FCS – 4848 / CP - 3238) and proprietor of M/s. A. K. Labh & Co., Company Secretaries, Kolkata was appointed as the scrutinizer in connection with the 62nd Annual General Meeting of the members of “**Duroply Industries Limited**” (“*Company*”) held on Wednesday, 25th September, 2019 at the Bharatiya Bhasha Parishad, 36A, Shakespeare Sarani, Kolkata – 700017 at 11.00 A.M. for the purpose of scrutinizing the remote e-voting and voting through physical ballot process in a fair and transparent manner and ascertaining the requisite majority for the said voting as per the provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, on the resolutions referred to in this report.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting and voting through physical ballot process on the resolutions contained in the Notice of the Annual General Meeting dated 30th May, 2019. My responsibility as a scrutinizer for remote e-voting and voting through physical ballots is restricted to make Scrutinizer's Report of the votes cast “in favour” or “against” the resolutions, based on the reports generated from the e-voting system of Central Depository Services (India) Limited (CDSL) and of voting through physical ballots as provided by M/s. Maheshwari Datamatics Private Limited, the agencies engaged by the Company to provide remote e-voting / physical ballot facilities.



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I submit my report as under:

1. The remote e-voting period remained open from 10.00 A.M. IST on Sunday, the 22nd September, 2019 up to 5.00 P.M. IST on Tuesday, the 24th September, 2019.
2. The Shareholders holding shares as on the “cut off” date, i.e. 18th September, 2019 were entitled to vote on the proposed 6 (Six) resolutions as mentioned in the Notice dated 30th May, 2019 of the Annual General Meeting of the Company.
3. The Company has also distributed the physical ballot forms at the venue of the Annual General Meeting to enable the shareholders to cast the votes physically in case the same has not been casted by them through remote e-voting.
4. The locked ballot box was subsequently opened in my presence and poll/ballot papers were diligently scrutinized. The poll/ballot papers were reconciled with the records maintained by the Registrar and Share Transfer Agents of the Company and the authorizations/ proxies lodged with the Company.
5. The votes were unblocked on Wednesday, the 25th September, 2019 around 02:30 P.M. after the completion of the Annual General Meeting in the presence of two witnesses, namely, Mrs. Anushree Dasgupta, residing at 28/N, Dwijen Mukherjee Road, Behala, Kolkata – 700060 and Ms. Rashmi Bubna, residing at Royal Residency, Dashadrone, Rajarhat, Kolkata – 700136 who are not in employment of the Company.
6. The ballots which were incomplete and/or which were otherwise found defective have been treated as invalid.
7. The combined result of the remote e-voting [EVSN : 190718008] and votes casted through physical ballot papers distributed at the AGM venue are as under:



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<A> ORDINARY BUSINESS:

a) Resolution 1

Adoption of the Financial Statements of the Company for the financial year ended 31st March, 2019 and the Reports of the Board of Directors and the Auditors thereon

(i) **Voted in favour of the Resolution:**

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	21	4443383	
Voting by ballot	14	158	
Total	35	4443541	99.9977%

(ii) **Voted against the Resolution:**

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	1	100	
Voting by ballot	0	0	
Total	1	100	0.0023%

(iii) **Invalid Votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by them
4	8



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b) Resolution 2

To re-appoint of Smt. Sheela Chitlangia (DIN: 00174354), who retires by rotation and being eligible, offers herself for re-appointment

(i) *Voted in favour of the Resolution:*

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	21	4443383	
Voting by ballot	14	158	
Total	35	4443541	99.9977%

(ii) *Voted against the Resolution:*

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	1	100	
Voting by ballot	0	0	
Total	1	100	0.0023%

(iii) *Invalid Votes:*

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 SPECIAL BUSINESS

c) Resolution 3 : Special Resolution

To re-appoint Mr. Ratan Lal Gaggar (DIN: 00066068) as an Independent Non-Executive Director

(i) *Voted in favour of the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	21	4443383	
Voting by ballot	14	158	
Total	35	4443541	99.9977%

(ii) *Voted against the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	1	100	
Voting by ballot	0	0	
Total	1	100	0.0023%

(iii) *Invalid Votes:*

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
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d) Resolution 4 : Special Resolution

To re-appoint Mr. Probir Roy (DIN: 00033045) as an Independent Non-Executive Director

(i) **Voted in favour of the Resolution:**

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	21	4443383	
Voting by ballot	14	158	
Total	35	4443541	99.9977%

(ii) **Voted against the Resolution:**

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	1	100	
Voting by ballot	0	0	
Total	1	100	0.0023%

(iii) **Invalid Votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by them
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e) Resolution 5 : Special Resolution

To re-appoint Mr. Sujit Chakravorti (DIN: 00066344) as an Independent Non-Executive Director

(i) *Voted in favour of the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	21	4443383	
Voting by ballot	14	158	
Total	35	4443541	99.9977%

(ii) *Voted against the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	1	100	
Voting by ballot	0	0	
Total	1	100	0.0023%

(iii) *Invalid Votes:*

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
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f) Resolution 6 : Special Resolution

To re-appoint Mr. Kali Kumar Chaudhuri (DIN: 00206157) as an Independent Non-Executive Director

(i) *Voted in favour of the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	21	4443383	
Voting by ballot	14	158	
Total	35	4443541	99.9977%

(ii) *Voted against the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	1	100	
Voting by ballot	0	0	
Total	1	100	0.0023%

(iii) *Invalid Votes:*

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
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8. All the resolutions proposed hereinabove have been passed with requisite majority.
9. The physical ballot forms, remote e-voting register and other related papers / registers and records shall remain in my safe custody until the Chairman of the meeting considers, approves and signs the minutes in this regard and thereafter it will be handed over to Company Secretary as authorised by the Board of Directors for safe keeping.

Thanking You,

Yours truly
For A. K. LABH & Co.
Company Secretaries



(CS A. K. LABH)
Practicing Company Secretary
FCS - 4848 / CP No. - 3238



Place: Kolkata

Dated: 25.08.2019

UIN: F004848A000015419



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Witness :

1. 

(Anushree Dasgupta)
28/N, Dwijen Mukherjee Road
Behala, Kolkata-700060

2. 

(Rashmi Bubna)
Royal Residency,
Dashadrone, Rajarhat
Kolkata - 700136



Received the Report of the Scrutinizer
For Duroply Industries Limited


for (Sudeep Chitlangia)
Managing Director
DIN: 00093908

