

**CONSOLIDATED SCRUTINIZER'S REPORT**

To
The Chairman
Sarda Plywood Industries Limited
9, Parsec Church Street
Kolkata - 700001

Dear Sir,

- (1) We have been appointed as Scrutinizer by the Company for conducting the postal ballot and e-voting process in a fair and transparent manner in terms of the resolution of the Board of Directors of the Company dated 6th October, 2018.
- (2) The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to e-voting and postal ballot on the resolution contained in the Notice of the postal ballot and e-voting dated the 23rd October, 2018. Our responsibility as a scrutinizer for the voting process through electronic means and postal ballots, is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolution, based on the reports generated from the e-voting system of Central Depository Services (India) Limited (CDSL) and of voting received through postal ballots as provided by M/s. Maheshwari Datamatics Private Limited, Kolkata, the agencies engaged by the Company to provide e-voting / postal ballot facilities.
- (3) We submit our report as under :
 - (a) The Company has completed the dispatch of Postal Ballot Notice and Postal Ballot forms (containing e-voting instructions) through e-mail / other permitted modes as applicable on 31st October, 2018 to its Members, whose name(s) appeared on the Register of Members / list of beneficiaries as on the close of business hours on 26th day of October, 2018.
 - (b) The postal ballot forms were kept under our safe custody in sealed and tamper proof ballot boxes.
 - (c) The ballot boxes were opened after 5:00 p.m. on Monday, 3rd day of December, 2018 in our presence.
 - (d) The postal ballot forms were duly opened in our presence and scrutinized.
 - (e) Particulars of all the postal ballot forms received from the Members have been entered in a register separately maintained for the purpose.



A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSF (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

- (f) All postal ballot forms received on or before 5:00 p.m. on Monday, 3rd day of December, 2018 the last date as fixed by the Company for receipt of the forms, were considered for our scrutiny.
- (g) Envelopes containing postal ballot forms received after 5:00 p.m. on Monday, 3rd day of December, 2018, *if any*, were not considered for our scrutiny.
- (h) We did not find any defaced ballot paper.
- (i) Members were provided the opportunity to cast their vote(s) through electronic voting system in terms of the platform as provided by CDSL e-voting system (www.evotingindia.com).
- (j) The e-voting period remained open from 10:00 A.M. IST on Sunday, the 4th day of November, 2018 up to 5:00 P.M. IST on Monday, the 3rd day of December, 2018.
- (k) The Shareholders holding shares as on the "cut off" date, i.e. 26th day of October, 2018 were entitled to vote on the proposed resolution as mentioned in the notice of the postal ballot and e-voting dated 23rd day of October, 2018.
- (l) The result of the electronic voting was downloaded after 5:00 p.m. on Monday, the 3rd day of December, 2018 from CDSL website providing the platform for e-voting system (www.evotingindia.com) and were unblocked in the presence of two witnesses, namely, Ms. Amrita Sampat, residing at 59, Kalicharan Ghosh Road, Kolkata – 700 050 and Ms. Rachana Agarwal residing at 162/2, Banaras Road, Salkia, Howrah – 711 106 and has been included in our report.
- (m) The consolidated summary of the votes casted [aggregate of Physical and Electronic Voting System (EVSN: 181026003)] is as follows :-

SPECIAL BUSINESS:

Resolution 1 : Special Resolution

Approval for Change of Name of the Company from "Sarda Plywood Industries Limited" to "Duroply Industries Limited" and consequential alteration to Memorandum & Articles of Association of the Company

(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
E-voting	23	2505561	
Voting by ballot	13	11270	
Total	36	2516831	99.9992%



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(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
E-voting	0	0	
Voting by ballot	2	20	
Total	2	20	0.0008%

(iii) **Invalid** Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

4. The proposed resolution has therefore been passed with requisite majority by the Shareholders of the Company.
5. You may accordingly declare the result of e-voting and Postal Ballot.
6. The postal ballot forms, e-voting register and other related papers / registers and records shall remain in our safe custody until the Chairman considers, approves and signs the minutes of postal ballot and e-voting.

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: 04.12.2018



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Witness:

1. *Amrita Sampat*

(Amrita Sampat)

59, Kalicharan Ghosh Road
Kolkata - 700 050

2. *Rachana Agarwal.*

(Rachana Agarwal)

162/2, Banaras Road,
Salkia, Howrah - 711 106



Received the Report of the Scrutinizer
For Sarda Plywood Industries Limited

Sudeep Chitlangia

(Sudeep Chitlangia)
Managing Director
DIN: 00093908

