



Duroply Industries Limited

113 Park Street, North Block 4th Floor  
Kolkata-700016, Ph: (033) 22652274



Ref: 5404/22-23/0053

September 28, 2022

**Department of Corporate Services**

BSE Limited  
25th Floor, P.J. Towers,  
Dalal Street, Fort,  
Mumbai - 400 001

Scrip Code: 516003

Dear Sir/Madam,

**Sub: Scrutinizer Report of the 65<sup>th</sup> Annual General Meeting**

We are enclosing herewith the Scrutinizer's Report of the Annual General Meeting of the Company held on Wednesday, September 28, 2022, pursuant to Section 108 of the Companies Act, 2013 read with rules made thereunder.

Kindly take it in your record.

Thanking you,

Yours faithfully,  
For DUROPLY INDUSTRIES LIMITED

[KOMAL DHRUV]  
Company Secretary

Toll Free: 1800-345-3876 (DURO) | E-Mail: corp@duroply.com | Website: www.duroply.in

Find us on:    duroplyindia

Regd. Office: 9, Parsee Church Street, Kolkata-700001 • CIN: L20211WB1957PLC023493

**A. K. LABH**

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



**A. K. LABH & Co.**

**Company Secretaries**

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

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Website : [www.aklabh.com](http://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 65<sup>th</sup> Annual General Meeting of  
Duroply Industries Limited  
9, Parsee Church Street  
Kolkata - 700 001**

*Dear Sir,*

I, Atul Kumar Labh, Practising 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 65<sup>th</sup> Annual General Meeting (“AGM”) of the members of **“Duroply Industries Limited”** (“Company”) held on Wednesday, the 28<sup>th</sup> day of September, 2022 at 12:00 Noon IST through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”) in terms of MCA Circular Nos. 14/2020 dated 8<sup>th</sup> April, 2020, 17/2020 dated 13<sup>th</sup> April, 2020, 20/2020 dated 5<sup>th</sup> May, 2020, 02/2021 dated 13<sup>th</sup> January, 2021, 19/2021 dated 8<sup>th</sup> December, 2021, 21/2021 dated 14<sup>th</sup> December, 2021 and 02/2022 dated 5<sup>th</sup> May, 2022 (collectively referred as “MCA Circulars”) for the purpose of scrutinizing the electronic voting (“e-voting”) process through remote e-voting and e-voting at the AGM 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, MCA Circulars and the Rules relating to remote e-voting and e-voting at the AGM on the resolutions contained in the Notice of the AGM dated the 9<sup>th</sup> day of August, 2022. My responsibility as a scrutinizer for remote e-voting and e-voting at the AGM is restricted to make a 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”), the agency engaged by the Company to provide the facilities for both remote e-voting and e-voting at the AGM.



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I submit my report as under:

1. The remote e-voting period remained open from 09:00 A.M. IST on Sunday, the 25<sup>th</sup> day of September, 2022 up to 5:00 P.M. IST on Tuesday, the 27<sup>th</sup> day of September, 2022.
2. The shareholders holding shares as on the "cut off" date, i.e. the 21<sup>st</sup> day of September, 2022 were entitled to vote on the proposed 5 (Five) resolutions as mentioned in the Notice of the AGM dated the 9<sup>th</sup> day of August, 2022.
3. The Company had also provided e-voting facility at the AGM to enable the shareholders attending the AGM through VC / OAVM to cast the votes in case the same had not been cast by them through remote e-voting.
4. The votes were unblocked on Wednesday, the 28<sup>th</sup> day of September, 2022 around 01:10 P.M. IST after the completion of the AGM in the presence of two witnesses, namely, Mr. Sanjay Sharma residing at 3, Anantram Mukherjee Lane, Howrah – 711 101 and Mrs. Anushree Dasgupta, residing at 28/N, Dwijen Mukherjee Road, Behala, Kolkata – 700060, who are not in employment of the Company.
5. The e-voting data/results downloaded from the e-voting system of CDSL were scrutinized and reviewed, the votes were counted, and the results were prepared.
6. The combined result of the remote e-voting and e-voting at the AGM [EVSN : 220831017] are as under:



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## <A> ORDINARY BUSINESS:

### a) Resolution 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*

(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	74	4367243	
E-voting at AGM	2	2	
<b>Total</b>	<b>76</b>	<b>4367245</b>	<b>99.9993%</b>

(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	6	29	
E-voting at AGM	0	0	
<b>Total</b>	<b>6</b>	<b>29</b>	<b>0.0007%</b>

(iii) *Invalid Votes:*

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
0	0



**b) 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*

(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	74	4367243	
E-voting at AGM	2	2	
<b>Total</b>	<b>76</b>	<b>4367245</b>	<b>99.9993%</b>

(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	6	29	
E-voting at AGM	0	0	
<b>Total</b>	<b>6</b>	<b>29</b>	<b>0.0007%</b>

(iii) *Invalid Votes:*

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
0	0



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## c) Resolution 3 : Ordinary Resolution

*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*

(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	74	4367243	
E-voting at AGM	2	2	
<b>Total</b>	<b>76</b>	<b>4367245</b>	<b>99.9993%</b>

(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	6	29	
E-voting at AGM	0	0	
<b>Total</b>	<b>6</b>	<b>29</b>	<b>0.0007%</b>

(iii) *Invalid Votes:*

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
0	0



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## <B> SPECIAL BUSINESS:

### d) Resolution 4 : Special Resolution

*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*

#### (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	74	4367243	
E-voting at AGM	2	2	
<b>Total</b>	<b>76</b>	<b>4367245</b>	<b>99.9993%</b>

#### (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	6	29	
E-voting at AGM	0	0	
<b>Total</b>	<b>6</b>	<b>29</b>	<b>0.0007%</b>

#### (iii) Invalid Votes:

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
0	0



**e) Resolution 5 : Ordinary Resolution**

*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*

(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	73	4367242	
E-voting at AGM	2	2	
<b>Total</b>	<b>75</b>	<b>4367244</b>	<b>99.9993%</b>

(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	7	30	
E-voting at AGM	0	0	
<b>Total</b>	<b>7</b>	<b>30</b>	<b>0.0007%</b>

(iii) *Invalid Votes:*

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
0	0





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7. All the resolutions proposed hereinabove have been passed with requisite majority.
8. The electronic data and e-voting registers 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 the 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)**

**Practising Company Secretary**

**FCS : 4848 / CP No. : 3238**

**UIN : S1999WB026800**

**PRCN : 1038/2020**

**UDIN : F004848D001067976**



**Place : Kolkata**

**Dated : 28.09.2022**



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*Witness:*

1. *Sanjay Sharma*

(Sanjay Sharma)

3, Anantram Mukherjee Lane,  
Howrah - 711 101

2. *Anushree Dasgupta*

(Anushree Dasgupta)

28/N, Dwijen Mukherjee Road, Behala  
Kolkata - 700060



Received the Report of the Scrutinizer  
For Duroply Industries Limited

*Komal Dhruv*

(Komal Dhruv)  
Company Secretary  
ACS 41850

