

A J & ASSOCIATES

COMPANY SECRETARIES IN WHOLE TIME PRACTICE

REPORT OF SCRUTINIZER(S)

[Pursuant to rule Section 108 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman,
SWASTIK PLYWOOD LIMITED

Re.: 34th (Thirty-Fourth) Annual General Meeting of the Equity Shareholders of Swastik Plywood Limited held on September 30, 2019 at 01:00 P.M. at the "Shyam Towers" EN-32, Sector-V, Salt Lake City, Kolkata - 700 091.

Dear Sir,

By the Board of Directors of your company vide its resolution dated September 12, 2019, I, CS Abhijeet Jain of A J & Associates, Practicing Company Secretaries, having its office at Diamond Chamber, 4, Chowringhee Lane, Block-I, 4th floor, Suite # 4M, Kolkata - 700 016, was appointed as Scrutinizer for the purpose of Scrutinizing e-voting process (remote e-voting) and voting by use of Ballot at the meeting pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 & 21 of the Company (Management and Administration) Rules, 2014 (Amendment Rules, 2015) in respect of the below mentioned resolutions proposed at the 34th Annual General Meeting of the Equity Shareholders of the Company held on September 30, 2019 at 01:00 P.M. at the "Shyam Towers" EN-32, Sector-V, Salt Lake City, Kolkata-700 091.

The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (by remote e-voting) and voting by using ballots by the shareholders on the resolutions proposed in the Notice of the 34th Annual General Meeting of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process both through electronic means and by use of ballot at the meeting are conducted in a fair and transparent manner and render consolidated scrutinizer's report of the total votes cast in favour or against if any, to the Chairman on the resolution, based on the reports generated from the electronic voting system provided by Central Depository Services Limited (CDSL) and the report generated physically for voting by use of ballots at the meeting.

I have rendered scrutinizers' report separately on the remote e-voting and by using ballots at the meeting and I hereby submit Consolidated Scrutinizers' Report pursuant to Rule 20(4)(xii) on all the resolutions contained in the Notice of the aforesaid Annual General Meeting, as under:

1. The Equity Shareholders holding shares as on 23rd September, 2019, "cut-off date", were entitled to vote on the resolutions stated in the Notice of the 34th Annual General Meeting of the Company.
2. The time fixed for closing of the remote e-voting was on 29th September, 2019 at 5 p.m.

'Diamond Chamber', 4, Chowringhee Lane, Block I, 4th Floor, Suite # 4M, Kolkata – 700 016
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3. After the time fixed for closing of the ballot voting by the Chairman, one ballot box kept for polling were locked in my presence with due identification marks placed by me.
4. The locked ballot box was subsequently opened in my presence and ballot papers were diligently scrutinized. It was observed that none of the members present has casted their votes through Ballot Papers.
5. After the closure of e-voting and conclusion of the Annual General Meeting and considering the votes casted in the AGM, we have unblocked the votes casted through remote e-voting, in the presence of two witnesses, viz., Mrs. Priyanka Tibrewal and Ms. Kavita Choudhary, who are not in the employment of the Company.
6. The combined result of the voting is as under:

a) **Resolution 1:** *Ordinary Resolution to receive, consider and adopt the Audited Financial Statements consisting of the Balance Sheet as at 31st March, 2019, the Statement of Profit & Loss, the Cash Flow Statement for the year ended on that date, the Report of the Auditors thereon and the Report of the Board of Directors of the Company for the year ended 31st March, 2019.*

i. Voted in favour of the resolution:

| Number of members voted | Number of votes cast by them | % of total number of valid votes cast (Favour and Against) |
|-------------------------|------------------------------|--|
| 14 | 236400 | 100 |

ii. Voted against the resolution:

| Number of members voted | Number of votes cast by them | % of total number of valid votes cast (Favour and Against) |
|-------------------------|------------------------------|--|
| Nil | Nil | Nil |

iii. Invalid votes:

| Total number of members whose votes were declared invalid | Total number of votes cast by them |
|---|------------------------------------|
| Nil | Nil |

b) **Resolution 2:** *Ordinary Resolution to appoint Mr. Ajay Kumar Gupta (DIN: 00531644), who retires by rotation and being eligible, offers himself for re-appointment:*

i. Voted in favour of the resolution:

| Number of members voted | Number of votes cast by them | % of total number of valid votes cast (Favour and Against) |
|-------------------------|------------------------------|--|
| 14 | 236400 | 100 |



ii. Voted against the resolution:

| Number of members voted | Number of votes cast by them | % of total number of valid votes cast (Favour and Against) |
|-------------------------|------------------------------|--|
| Nil | Nil | Nil |

iii. Invalid votes:

| Total number of members whose votes were declared invalid | Total number of votes cast by them |
|---|------------------------------------|
| Nil | Nil |

c) **Resolution 3:** Special Resolution for re –appointment of Mr. Sanket Harlalka (DIN: 06456485) as an Independent Director of the Company for period of five years.

i. Voted in favour of the resolution:

| Number of members voted | Number of votes cast by them | % of total number of valid votes cast (Favour and Against) |
|-------------------------|------------------------------|--|
| 14 | 236400 | 100 |

ii. Voted against the resolution:

| Number of members voted | Number of votes cast by them | % of total number of valid votes cast (Favour and Against) |
|-------------------------|------------------------------|--|
| Nil | Nil | Nil |

iii. Invalid votes:

| Total number of members whose votes were declared invalid | Total number of votes cast by them |
|---|------------------------------------|
| Nil | Nil |

d) **Resolution 4:** Special Resolution for re –appointment of Ms. Suchi Choudhury (DIN: 06958794) as an Independent Director of the Company for period of five years.

i. Voted in favour of the resolution:

| Number of members voted | Number of votes cast by them | % of total number of valid votes cast (Favour and Against) |
|-------------------------|------------------------------|--|
| 14 | 236400 | 100 |



ii. Voted against the resolution:

| Number of members voted | Number of votes cast by them | % of total number of valid votes cast (Favour and Against) |
|-------------------------|------------------------------|--|
| Nil | Nil | Nil |


iii. Invalid votes:

| Total number of members whose votes were declared invalid | Total number of votes cast by them |
|---|------------------------------------|
| Nil | Nil |

All relevant records of electronic and physical voting including a list of equity shareholders who voted for "FOR", "AGAINST" and those whose shares were declared invalid for each resolutions will remain in my safe custody until the Chairman considers, approves and signs the minutes of the 34th Annual General meeting and the same shall be handed over thereafter to the Chairman/Company Secretary for safe keeping.

Thanking You,

Yours Faithfully,
For A J & ASSOCIATES
Company Secretaries


CS Abhijeet Jain, Prop.
Scrutinizer



M. No. : FCS 4975
C.P. No. : 3426

Place : KOLKATA
Date : 30.09.2019