

NOTICE

NOTICE is hereby given that the 35th Annual General Meeting (AGM) of the Members of the Company is scheduled to be held on Wednesday, 30th September, 2020 at 12:00 NOON at the registered office of the Company situated at "Shyam Towers", EN-32, Sector-V, Salt Lake City, Kolkata-700 091 to transact the following businesses:

Ordinary Business:

1. To receive, consider and adopt the Audited Financial Statements consisting of the Balance Sheet as at 31st March, 2020, the Statement of Profit and 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 along with annexures for the year ended 31st March, 2020.
2. To appoint a director in place of Mr. Ajay Kumar Gupta (DIN: 00531644), who retires by rotation and being eligible, offers himself for re-appointment.

Special Business:

3. To consider and, if thought fit, to pass with or without modifications, the following resolution as an Ordinary Resolution:-

"RESOLVED THAT pursuant to the provisions of Section 196, 203 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 made thereunder read with Schedule V of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force) and such other approval(s) as may be required, consent of the Company be and is hereby accorded for the re-appointment of Mr. Magan Lal Patel (DIN: 00529999) as Whole-time Director of the Company for a further period of three years with effect from 1st September, 2019 whose office shall be liable to retire by rotation, and on such terms and conditions, as placed before the Board, without payment of any remuneration.

"RESOLVED FURTHER THAT any Director of the Company, be and is hereby severally authorized to sign and execute all such documents and papers as may be required for the purpose and file necessary e-form with the Registrar of Companies and to do all such acts, deeds and things as may considered expedient and necessary in this regard.

"RESOLVED FURTHER THAT any one of the Directors of the Company, be and is hereby severally authorised to sign the certified true copy of the resolution to be given as and when required.

Regd. Office:
"Shyam Towers"
EN-32, Sector-V,
Salt Lake City,
Kolkata - 700 091

Date: 05.09.2020
Place: Kolkata

**By Order of the Board
For Swastik Plywood Limited**

Vikash Kumar Khetan

**Vikash Kumar Khetan
Company Secretary
Mem. No. - A54937**

NOTES:

- 1) A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself/herself and such proxy need not be a member of the company. Proxies, in order to be effective, must be received by the Company not less than 48 hours before the commencement of the Meeting.
- 2) A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percentage of the total share capital of the company.
- 3) Members/Proxies should bring the attendance slip duly filled in for attending the meeting and also their copy of the annual report.
- 4) The register of members and share transfer books of the Company will remain closed from Friday, 25th September, 2020 to Wednesday, 30th September, 2020 (both days inclusive).
- 5) Members holding shares in physical form are requested to notify changes immediately, if any, in their registered address, bank particulars and income tax permanent account number (PAN) to the Company's Registrar and Share Transfer Agent at the below mentioned address quoting their folio numbers:-

M/s. Maheshwari Datamatics Private Limited
23, R.N Mukherjee Road, 5th Floor, Kolkata - 700001
Phone: (033) 2243-5029/2248-2248, Fax: 91-33-2248 4787
Email: mdpl@cal.vsnl.net.in/mdpldc@yahoo.com

In case shares are held in electronic form, this information should be passed on directly to their respective Depository Participant (DP).

- 6) The Register of Directors and Key Managerial Personnel and their shareholding, maintained under section 170 of the Companies Act, 2013 will be available for inspection by the members at the Annual General Meeting of the Company.
- 7) Electronic copy of the Notice of the 35th Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent to all the members whose email ids are registered with the Depository Participants for communication purpose unless any members has requested for a hard copy of the same. For Members who have not registered their email address, physical copies of the notice of 35th Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with attendance slip and Proxy Form is being sent in the permitted mode.

- 8) Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making request for the same, by post free of cost. For any communication, the members may also send requests to the Company's email id: compliance@swastikplywood.net
- 9) Corporate members intending to send their authorized representatives to attend the Annual General Meeting are requested to send a certified true copy of the board resolution authorizing their representative to attend and vote on their behalf at the Annual General Meeting.
- 10) Investors may address their queries / communications at compliance@swastikplywood.net.
- 11) Shareholders seeking any information with regard to the accounts are requested to write to the company at least seven days in advance so as to enable the management to keep the information ready at the annual general meeting.
- 12) The instructions for members for voting electronically are as under:-

The instructions for shareholders voting electronically are as under:

- (i) The remote e-voting period begins on Sunday, 27th September, 2020 at 10:00 a.m. and ends on Tuesday, 29th September, 2019 at 5:00 p.m. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 23rd September, 2020 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) The shareholders should log on to the e-voting website www.evotingindia.com.
- (iv) Click on Shareholders.
- (v) Now Enter your User ID
- For CDSL: 16 digits beneficiary ID,
 - For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (vi) Next enter the Image Verification as displayed and Click on Login.
- (vii) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (viii) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field. In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
Dividend Bank Details OR Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

- (ix) After entering these details appropriately, click on "SUBMIT" tab.
- (x) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xii) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (xiii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xvi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

- (xviii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xix) Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively on or after 30th June 2016. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- (xx) **Note for Non - Individual Shareholders and Custodians**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xxi) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.
- (xxii) Any person who acquire share and became the member after despatch of Notice and hold shares as of the cut-off dates may obtain the sequence number for remote e-voting by sending a request to the Company's RTA at mdpldc@yahoo.com.

General Instruction:

1. The Board of Directors has appointed Mr. Abhijeet Jain of M/s A J & Associates, Practising Company Secretary (FCS-4975), as a scrutinizer to scrutinise the e-voting process in a fair and transparent manner, whose e-mail address is: ajasso.abhijeet@gmail.com
2. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of "Polling Paper" for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
3. The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than *three* days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.

4. The results on resolution shall be declared on or after the AGM of the Company and the resolutions will be deemed to be passed on the AGM date subject to receipt of the requisites number of votes in favour of the resolutions.
5. The result declared along with the scrutiniser report will be available on the website of company at www.swastikplywood.net and Central Depository Services (India) Limited, within 48 (forty-eight) hours of passing of the resolutions and communicated to the Calcutta Stock Exchange Limited.

Regd. Office:

"Shyam Towers"
EN-32, Sector-V,
Salt Lake City,
Kolkata - 700 091

Date: 05.09.2020
Place: Kolkata

**By Order of the Board
For Swastik Plywood Limited**

Vikash Kumar Khetan

Vikash Kumar Khetan
Company Secretary
Mem. No. - A54937

Explanatory Statement pursuant to Section 102 of the Companies Act, 2013**ITEM Nos. 3.****Re-appointment of Mr. Magan Lal Patel as Whole Time Director**

The Members of the Company had approved the re-appointment of Mr. Magan Lal Patel (DIN : 00529999) as Whole Time Director of the Company for a period of five years with effect from 1st September, 2019 without payment of any remuneration. Mr. Magan Lal Patel have completed his respective terms on 31st August, 2019.

The Board of Directors of the Company ('the Board') at the meeting held on 12th February, 2020, on the recommendation of the Nomination & Remuneration Committee ('the Committee'), recommended for the approval of the Members, the re-appointment of Mr. Magan Lal Patel as Whole Time Director of the Company with effect from 1st September, 2019, in terms of Section 196, 197 and 203 read with Rule 8 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 as set out in the Resolutions relating to his respective re-appointment. His term shall not be liable to retire by rotation.

Mr. Magan Lal Patel is interested in the Resolution relating to his respective re-appointment. None of the other Directors and Key Managerial Personnel of the Company, or their relatives, are interested in these Resolutions.

The Board recommends these Ordinary Resolution for your approval.

Regd. Office:

"Shyam Towers"
EN-32, Sector-V,
Salt Lake City,
Kolkata - 700 091

Date: 05.09.2020

Place: Kolkata

**By Order of the Board
For Swastik Plywood Limited**

Vikash Kr. Khetan

Vikash Kumar Khetan
Company Secretary
Mem. No. - A54937

Swastik Plywood Limited
CIN: L20291WB1985PLC038657

ATTENDANCE SLIP

Regd. Office : Shyam Towers, EN-32, Sector-V, Salt Lake City, Kolkata – 700 091

Name :
Address :

Serial No.:
Share Holding :

Name(s) of joint Holder(s), if any :

Folio/DP ID & Client ID No. :

I/We hereby record my/our presence at the **35th Annual General Meeting held on Wednesday, 30th September, 2020 at 12:00 NOON** at Shyam Towers, EN-32, Sector-V, Salt Lake City, Kolkata – 700 091.

Name of Proxy (in BLOCK LETTERS)

Signature of Shareholder/Proxy Present

Please cut here and bring the Attendance Slip duly signed, to the meeting and hand it over at the entrance. Duplicate slips will not be issued at the venue of the Meeting.

Swastik Plywood Limited
CIN: L20291WB1985PLC038657

PROXY FORM-MGT.11

Regd. Office : Shyam Towers, EN-32, Sector-V, Salt Lake City, Kolkata – 700 091

35TH ANNUAL GENERAL MEETING ON WEDNESDAY, 30TH SEPTEMBER, 2020 AT 12:00 NOON

(Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19 (3) of the Companies (Management and Administration) Rules, 2014)

Name of the member(s) _____ Address: _____

E-mail: _____ Member's Folio /DP ID & Client ID No _____

I/We, being the member(s), holding.....shares of Swastik Plywood Limited hereby appoint as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 35th Annual General Meeting held on Wednesday, 30th September, 2020, At 12:00 NOON at Shyam Towers, EN-32, Sector-V, Salt Lake City, Kolkata – 700 091 and at any adjournment thereof in respect of such resolutions as are indicated below:

- (1) NameAddress.....
E-mail Id.....Signature.....or failing him/her
- (2) NameAddress.....
E-mail Id.....Signature.....or failing him/her
- (3) Name.....Address.....
E-mail Id.....Signature.....or failing him/her

Resolution No.	Resolutions	Optional *		
		For	Against	Abstain
Ordinary Business				
1.	To receive, consider and adopt the Audited Financial Statements consisting of the Balance Sheet as at 31st March, 2020, the Statement of Profit and 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 along with annexures for the year ended 31st March, 2020.			
2.	To appoint a director in place of Mr. Ajay Kumar Gupta (DIN: 00531644), who retires by rotation and being eligible, offers himself for re-appointment.			
Special Business				
3.	To re-appoint Mr. Magan Lal Patel (DIN: 00529999) as whole time director for a tenure of five years.			

Signed thisday of2020

Signature of Shareholder (s):

Signature of Proxy holder(s):

Note : 1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

2. For the Resolutions, Explanatory Statement and Notes, please refer to the Notice of the 35th Annual General Meeting.

*3. It is optional to put a 'X' in the appropriate column against the Resolutions indicated to the Box. If you leave the 'For' or 'Against' column blank against any or all 'Resolution' your proxy will be entitled to vote in the manner as he/she thinks appropriate.

Affix
Revenue
Stamp
of Re:1

ROUTE MAP TO SHYAM TOWERS, EN-32, SECTOR-V, SALT LAKE CITY, KOLKATA-700091

