

# AGARWAL

## DUPLEX BOARD MILLS LTD.

(CIN: L99999DL1984PLC019052) (GSTIN: 09AAACA3230H1Z4)

Regd. Office: 217, Aggarwal Prestige Mall, Plot No. 2, Community Center,

Along Road No. 44, Pitampura, New Delhi – 110034

Website: www.agarwalduplex.net; Tel.: +91 11 47527700, E-mail: agarwalduplex1984@gmail.com

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30<sup>th</sup> September 2024

To,

**Metropolitan Stock Exchange of India Limited,**

Vibgyor Towers, 4th floor, Plot No C 62, G - Block,

Opp. Trident Hotel, BandraKurla Complex, Bandra (E),

Mumbai – 400 098, India

**Sub: Details of Voting Results**

**Ref: Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirement) Regulations 2015**

Dear Sir/Madam,

Pursuant to the Regulation 44(3) of SEBI (Listing Obligation & Disclosure Requirement), Regulation, 2015, we submit herewith the details regarding the voting results of the business transacted at the 40<sup>th</sup> Annual General Meeting (AGM) of the members of Agarwal Duplex Board Mills Limited (the company) held on Monday, 30<sup>th</sup> September, 2024 at 11.30 A.M, through Video Conferencing /Other Audio Visual Means ("VC/OAVM") facility deemed to be conducted from Registered Office of Company at 217, Agarwal Prestige Mall, Near M2K Cinema, Pitampura, Delhi-110034.

We also enclose the copy of consolidated report of the scrutinizer dated 30.09.2024 on the remote e-voting & electronic voting at the AGM.

A copy of the above is being uploaded on the website of the company.

Please note that all the resolutions passed by shareholders with requisite majority.

This is for your information and records.

Thanking You,

Yours Faithfully,

**For Agarwal Duplex Board Mills Limited**

**Renu Malik**

**Company Secretary & Compliance officer**

**Managing Director**

**Add: 217, Agarwal Prestige Mall,**

**Plot no. 2, Community Center, along**

**Road no. 44, Pitampura, New Delhi – 110034**

Encl: as above

Copy to:

1. Calcutta Stock Exchange Limited

### FORMAT FOR VOTING RESULTS

<b>DATE OF THEAGM</b>	30/09/2024 (40 <sup>th</sup> Annual General Meeting)
<b>TOTAL NUMBER OF SHAREHOLDERS ON RECORD DATE</b>	984 Shareholders
<b>NO. OF SHAREHOLDERS PRESENT IN THE MEETING EITHER IN PERSON OR THROUGH PROXY:</b>  Promoters and Promoter Group: Public: <b>TOTAL</b>	NOT APPLICABLE
<b>NO. OF SHAREHOLDERS ATTENDED THE MEETING THROUGH VIDEO CONFERENCING</b>  Promoters and Promoter Group: Public: <b>TOTAL</b>	4 14 <b>18</b>

### AGENDA- WISE DISCLOSURE:

**Item No. 1:**

To consider and adopt the Audited Financial Statements of the Company for the year ended 31.03.2024 together with the Reports of Directors & Auditors thereon.

Resolution required: (Ordinary/Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes-in favour (4)	No. of Votes-against (5)	%of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	Remote E-Voting	25623000	25440000	99.28	25440000	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total (A)	25623000	25440000	99.28	25440000	0	100	0
Public-Institutions	Remote E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total (B)	0	0	0	0	0	0	0
Public-Non Institutions	Remote E-Voting	109377000	83369000	76.22	83369000	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total (C)	109377000	83369000	76.22	83369000	0	100	0
Total(A+B+C)		135000000	108809000	80.59	108809000	0	100	0

The above resolution was declared to have been duly passed by the members with unanimously as an Ordinary Resolution.

**Item No. 2:**

To appoint a Director in place of Mr. Suresh Chand (DIN 00453489), who retires by rotation at this meeting and being eligible, offer himself for reappointment.

Resolution required: (Ordinary/Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No.of Votes–in favor (4)	No. of Votes–against (5)	%of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	Remote E-Voting	25623000	22769500	88.86	22769500	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total (A)	25623000	22769500	88.86	22769500	0	100	0
Public-Institutions	Remote E-Voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total (B)	0	0	0	0	0	0	0
Public-Non Institutions	Remote E-Voting	109377000	83201000	76.06	83201000	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total (C)	109377000	83201000	76.06	83201000	0	100	0
Total		135000000	105970500	78.49	105970500	0	100	0

The above resolution was declared to have been duly passed by the members with unanimously as an Ordinary Resolution.

**Yours faithfully,  
Agarwal Duplex Board Mills Limited**

**Neeraj Goel  
DIN: 00017498  
Managing Director  
Add: 217, Agarwal Prestige Mall,  
Plot no. 2, Community Center, along  
Road no. 44, Pitampura, New Delhi – 110034**



# Shailly Goel & Co.

## Company Secretaries

### Consolidated Report of Scrutinizer

[Pursuant to the provisions of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014]

To,  
The Chairman of Annual General Meeting of Members of  
Agarwal Duplex Board Mills Limited  
(CIN: L99999DL1984PLC019052)  
217, Agarwal Prestige Mall,  
2nd Floor, Community Centre,  
Along Road No. 44, Pitampura,  
Delhi- 110034  
held on Monday, 30<sup>th</sup> September, 2024 at 11.30 A.M.

**Sub: Consolidated Report of Scrutinizer** in respect of Remote E – Voting and Voting at AGM conducted for 40<sup>th</sup> Annual General Meeting of Members of the Agarwal Duplex Board Mills Limited, held on Monday, 30<sup>th</sup> September, 2024 at 11.30 A.M. through Video Conferencing /Other Audio Visual Means ("VC/OAVM") facility.

Dear Sir,

#### 1. Appointment of Scrutinizer:

I, Shailly Goel, Proprietor of Shailly Goel & Co., Practicing Company Secretary having its office at 70/15, Second Floor, Ashok Nagar, New Delhi- 110018 was appointed as a scrutinizer for the purpose of scrutinizing the Remote E-voting process and Voting at AGM conducted pursuant to Section 108 and 109 of the Companies Act, 2013 read with the rule Companies (Management and Administration) Rules, 2014 as amended, on the below mentioned resolution at the 40<sup>th</sup> Annual General Meeting of the Members of the Agarwal Duplex Board Mills Limited, held on Monday, 30<sup>th</sup> September, 2024 at 11.30 A.M. through video conferencing ("VC")/ and other audio-visual means ("OAVM").

My responsibility as a Scrutinizer for the voting process of Remote E-voting process and Voting at AGM is restricted to making a Scrutinizer report of the votes cast 'in favour' or 'against', by the members in respect of the resolutions contained in the notice of AGM, based on the report generated from the e-voting system provided by Central Depository Services (India) Ltd for remote e-voting and voting at AGM.

#### 2. Scrutinizer's Responsibility:

My responsibility as a Scrutinizer for the voting process of Remote E-voting process and Voting at AGM is restricted to making a Scrutinizer report of the votes cast 'in favour' or 'against', by the members in respect of the resolutions contained in the notice of AGM, based on the report generated from the e-voting system provided by Central Depository Services (India) Ltd for remote e-voting and voting at AGM.

#### 3. Management Responsibility:

The management of the company is responsible to ensure compliance with the requirement of Companies Act, 2013, Rules and circulars issued by MCA and SEBI relating to conducting of AGM

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# Shailly Goel & Co.

## Company Secretaries

and voting through electronic means for the resolutions contained in the notice of 40<sup>th</sup> Annual General Meeting of the company.

#### 4. Dispatch of Notice dated 13<sup>th</sup> August, 2024:

The Company has informed that, on the basis of Register of Member maintained by the Beetal Financial & Computer Services Ltd., Registrar & Share Transfer Agents of the Company and the List of Beneficial Owners made available by the Depositories viz. National Securities Depositories Limited (NSDL) and Central Depository Securities (India) Limited (CDSL), the company completed dispatch of Notice of the AGM on 30<sup>th</sup> August, 2024 through e- mail to shareholders of the company in compliance with the General Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April13, 2020, Circular No. 20/2020 dated May 05, 2020 and Circular No. 02/2021 dated 13<sup>th</sup> January2021, Circular No. 02/2022, dated 5<sup>th</sup> May, 2022, Circular No. 10/2022 and 11/2022 dated 28<sup>th</sup> December, 2022 and Circular No. 09/2023 dated 25<sup>th</sup> September, 2023 issued by Ministry of Corporate Affairs and Circular nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12<sup>th</sup> May, 2020 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15<sup>th</sup> January, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13<sup>th</sup> May, 2022 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 5<sup>th</sup> January, 2023 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated 7th October, 2023 issued by the Securities and Exchange Board of India.

#### 5. Cut-off Date:

Monday, 23<sup>rd</sup> September, 2024 was fixed as Cut-off date. Only those members, whose name appeared in Register of Members and List of Beneficial Owners as on the Cut – off date were entitled to vote through (through Remote e-voting and Voting at AGM) on the resolutions (Item no. 1-2) set forth in the Notice of 40<sup>th</sup> AGM.

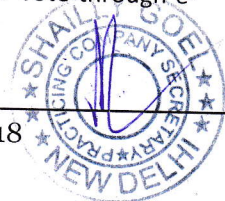
#### 6. Remote E- Voting:

- (i) The company has appointed Central Depository Services (India) Ltd. as the agency to provide the remote e-voting platform.
- (ii) The voting period commence on 27<sup>th</sup> September, 2024 at 10.00 A.M and ends on 29<sup>th</sup> September, 2024 at 5.00 P.M. During this period shareholders of the company, holding shares in physical form or in dematerialized form, as on cut-off date (record date) of 23<sup>rd</sup> September, 2024, were required to cast their votes electronically conveying their assent or dissent in respect of the 2 Resolutions.

#### 7. Voting at the AGM:

- (i) As prescribed under Rule 20(4) (xiii) of the Companies (Management and Administration) Amendment Rules, 2015, for the purpose of ensuring that facility for voting shall be made available at the meeting for the members attending the meeting who have not already cast their vote by Remote e-voting shall be able to exercise their right at the meeting.
- (ii) Accordingly, the company provided facility to those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, to cast their vote through e-Voting system available during the AGM.

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# Shailly Goel & Co.

## Company Secretaries

### 8. Counting Process:

On completion of Voting at the AGM, we unblocked the results of the remote e-voting and e-voting by members at the AGM, on the CDSL e-voting platform and downloaded the results.

### 9. Results:

Based on the report generated by Central Depository Services (India) Ltd, Consolidated Results with respect to each of the items on the agenda as set out in the Notice of the 40<sup>th</sup> AGM dated 13<sup>th</sup> August, 2024 are as under:

#### **RESOLUTION NO. 1 - ORDINARY RESOLUTION**

**To consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2024 together with the Reports of Directors & 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 (A)	24	108809000	100
Voting at the AGM (B)	Nil	Nil	Nil
Total (A+B)	24	108809000	100

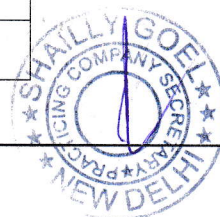
(ii) Voted against the resolution:

Mode of Voting	Number of Members Voted	Number of Votes cast by them	% of total number of valid votes cast
Remote E-voting (A)	Nil	Nil	Nil
Voting at the AGM (B)	Nil	Nil	Nil
Total (A+B)	Nil	Nil	Nil

(iii) Invalid Votes:

Mode of Voting	Number of Members Voted	Number of Votes cast by them
Remote E-voting (A)	Nil	Nil
Voting at the AGM (B)	Nil	Nil
Total (A+B)	Nil	Nil

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# Shailly Goel & Co.

## Company Secretaries

### RESOLUTION NO. 2- ORDINARY RESOLUTION

To appoint a Director in place of Mr. Suresh Chand (DIN 00453489), who retires by rotation at this meeting and being eligible, offer himself for reappointment.

(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 (A)	21	105970500	100
Voting at the AGM (B)	Nil	Nil	Nil
Total (A+B)	21	105970500	100

(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 (A)	Nil	Nil	Nil
Voting at the AGM (B)	Nil	Nil	Nil
Total (A+B)	Nil	Nil	Nil

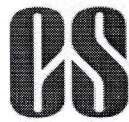
(iii) Invalid Votes:

Mode of Voting	Number of Members Voted	Number of Votes cast by them
Remote E-voting (A)	Nil	Nil
Voting at the AGM (B)	Nil	Nil
Total (A+B)	Nil	Nil

Accordingly, based on consolidated voting results [E-voting and Voting at AGM], all the above-mentioned resolutions have been passed with requisite majority.



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# Shailly Goel & Co.

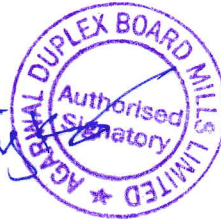
## Company Secretaries

You may declare the results of Remote e-voting and Voting at the AGM process of 40<sup>th</sup> Annual General Meeting.

Soft copy of the List of the Members, for both voting at the AGM as well as remote E-voting containing the details of the members who Voted "FOR", "AGAINST" and those whose votes are considered as invalid for each resolution will be provided to the Company Secretary, after the announcement of the result of the company.

Thank You

<p>Place: New Delhi Date: 30<sup>th</sup> September, 2024</p>	<p>For Shailly Goel &amp; Co. Company Secretaries</p>  <p>Shailly Goel Proprietor Membership No. – F8769 CP.No. – 9196 UDIN: F008769F001371988 Peer Review Certificate No. - 1634/2021</p>
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Neeraj Goel  
Chairman of the Meeting  
Agarwal Duplex Board Mills Ltd.