



National Plywood Industries Limited

C. I. No. : L20211AS1973PLC001856

Head Office : 5, Fancy Lane, Kolkata-700 001, Phones : 033-2248 0116/17

Fax : 033-2248 1246, Email : info.npil.ho@nationalplywood.net, Web : www.nationalplywood.net

Ref.NPIL/BSE./2016-17

OCTOBER 01, 2016.

To
The Secretary
Bombay Stock Exchange Limited
Phirozee Jeejeebhoy Towers
Dalal Street, 25th Floor
Mumbai – 400 001

Dear Sir,

Sub.: Scrutinizer Report on e-voting for our 41st Annual General Meeting.

Enclosed please find a copy of Report of Scrutinizer, M/s K.C. Dhanuka & Co. on e-voting result of our 41st Annual General Meeting held on 29th September, 2016.

This is for your kind information and doing the needful.

Thanking you,

Yours faithfully,
For National Plywood Industries Limited

Shruti Bothra
Company Secretary

Regd. Office & Factory : P.O. Makum Pathar-786187, Margherita, Dist. Tinsukia (Assam)



K. C. DHANUKA & CO.

COMPANY SECRETARIES

419, CENTRE POINT,
21 HEMANTA BASU SARANI,
KOLKATA - 700 001
& : 2248-5806, 3022-5806,
Mobile : 98300 53619,
E-mail : dhanuka419@yahoo.co.in

Report of Scrutinizer

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the
Companies (Management and Administration) Rules, 2014]

To,
The Chairman
National Plywood Industries LTD.
Regd Office-P.O. Makum Pathar,
Margherita, Dist. Tinsukia (Assam)
Head Office- 5, Fancy Lane,
7th Floor, Kolkata-700001

Dear Sir,

Sub: Scrutinizer's Report on E-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014.

I, Kailash Chandra Dhanuka, Practicing Company Secretary (FCS-2204/ CP-1247) and proprietor of M/s. K. C. Dhanuka & Co., Company Secretaries, Kolkata had been appointed, as the Scrutinizer by the Board of Directors of National Plywood Industries LTD ("Company"), vide resolution dated July 29th 2016, pursuant to Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as substituted by the Companies (Management and Administration) Amendment Rules, 2015 to conduct the E-voting process in respect of the below mentioned resolutions passed at the 41st Annual General Meeting ("AGM") of the Company, held on Thursday, the 29th September, 2016 at 2.30 P.M. at "The Registered office of the Company at Makum Pathar, Margherita-786187, Dist Tinsukia, Assam.

The Company had also provided the facility of voting through ballot paper to the members present at the AGM and who had not cast their vote earlier through remote e-voting.

The Company has engaged National Securities Depository Limited ("NSDL") as the authorized agency to provide secured system for remote e-voting process.

The compliance with the provisions of the Companies Act, 2013 and the Rules made there under relating to voting through electronic means (remote e-voting) and voting by using ballots by the shareholders on the resolutions proposed in the Notice of the 41st Annual General Meeting of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process through the 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 resolutions, based on





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the reports generated from the electronic voting system provided by the National Securities Depository Limited (NSDL) and the report generated by use of ballot papers.

Further to the above, I submit my report as under:-

- i) The e-voting period remained open from September 26, 2016 (10:00 am) to September 28, 2016 (5:00 pm)
- ii) The Members of the Company as on the "cut-off" date (record date for the purpose of e-voting, i.e. September 22, 2016) were entitled to vote on the resolutions (item no. 1 to 4 as set out in the Notice of 41st AGM of the Company).
- iii) After the close of period for remote e-voting and before the start of the general meeting, the details of the members who had cast their votes through remote e-voting, such as their names, folios, number of shares held etc., were downloaded from the e-voting module of NSDL, to ensure that members who have cast their votes through remote e-voting do not vote again at the AGM.
- iv) At the 41st AGM, after declaration to cast the vote by ballot paper by the Chairman, ballot box kept for polling was locked in my presence.
- v) The locked ballot boxes were subsequently opened in my presence along with two witnesses, Ms Devika Priyadarsini and Mr. Sukumar Kundu, who are not in employment of the Company.
- vi) The ballot papers which were incomplete and/or wrongly filled and/or otherwise found defective have been treated as invalid and kept separately and not considered for the purpose of this report.
- vii) After counting the votes cast by members and shareholders present at the 41st AGM through ballot papers, the votes cast through remote e-voting were unblocked on September 29th, 2016 at 03:50 PM in the presence of two witnesses, Ms Devika Priyadarsini and Mr. Sukumar Kundu, who are not in employment of the Company. Thereafter, the details containing inter alia, list of Equity Shareholders, who voted "for"/"against" each of the resolutions that were put to vote, were generated from the e-voting website of NSDL.
- viii) Based on the reports generated from the NSDL e-voting website and the voting through ballot paper at the 41st AGM, the consolidated report on the voting on each resolution, pursuant to Rule 20(4)(xii) of the Companies (Management and Administration) Amendment Rules, 2015, is as under:





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A. ORDINARY BUSINESS

1. Resolution 1

Adoption of Audited Profit & Loss Statement and the Balance Sheet for the financial year ended on March 31st, 2016, the Reports of Board of Directors and Auditors thereon.

i. Voted in favour of the resolution:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>	<i>% of Total No. of valid Votes cast</i>
E-voting	31	688605	100%
Voting through Ballot Forms	NIL	NIL	0%
Total	31	688605	100%

ii. Voted against the resolution:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>	<i>% of Total No. of valid Votes cast</i>
E-voting	NIL	NIL	0%
Voting through Ballot Forms	NIL	NIL	0%
Total	0	0	0%

iii. Invalid votes:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>
E-voting	NIL	NIL
Voting through Ballot Forms	NIL	NIL
Total	NIL	NIL

2. Resolution 2

Appointment of Sri Vijay Kumar Periwal (DIN: 00705848) as a Director, 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>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>	<i>% of Total No. of valid Votes cast</i>
E-voting	31	688605	100%
Voting through Ballot Forms	NIL	NIL	0%
Total	31	688605	100%





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i. Voted against the resolution:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>	<i>% of Total No. of valid Votes cast</i>
E-voting	NIL	NIL	0%
Voting through Ballot Forms	NIL	NIL	0%
Total	0	0	0%

ii. Invalid votes:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>
E-voting	NIL	NIL
Voting through Ballot Forms	NIL	NIL
Total	NIL	NIL

3. Resolution 3

Ratification of the appointment of M/s. Jhunjhunwala & Co. , Chartered Accountants, as Statutory Auditors of the Company and fixing of their remuneration.

i. Voted in favour of the resolution:

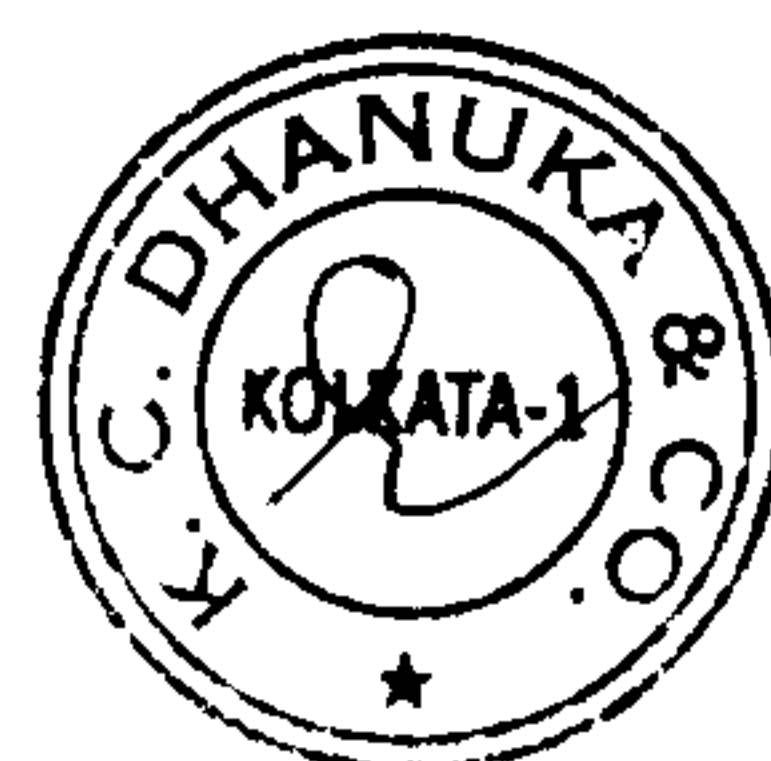
<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>	<i>% of Total No. of valid Votes cast</i>
E-voting	31	688605	100%
Voting through Ballot Forms	NIL	NIL	0%
Total	31	688605	100%

ii. Voted against the resolution:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>	<i>% of Total No. of valid Votes cast</i>
E-voting	NIL	NIL	0%
Voting through Ballot Forms	NIL	NIL	0%
Total	0	0	0%

iii. Invalid votes:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>
E-voting	NIL	NIL
Voting through Ballot Forms	NIL	NIL
Total	NIL	NIL





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B. SPECIAL BUSINESS

4. Resolution 4

As an Ordinary Resolution.

Appointment of Sri. Nani Gopal Paul (DIN:01576982) as a Whole-time Director of the company to hold office for a period of three years w.e.f. 30th May, 2016 to 29th May, 2019.

i. Voted in favour of the resolution:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>	<i>% of Total No. of valid Votes cast</i>
E-voting	31	688605	100%
Voting through Ballot Forms	NIL	NIL	0%
Total	31	688605	100%

ii. Voted against the resolution:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>	<i>% of Total No. of valid Votes cast</i>
E-voting	NIL	NIL	0%
Voting through Ballot Forms	NIL	NIL	0%
Total	0	0	0%

iii. Invalid votes:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>
E-voting	NIL	NIL
Voting through Ballot Forms	NIL	NIL
Total	NIL	NIL

The Registers, all other papers and relevant records relating to e-voting and ballot papers shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and thereafter the same will be handed over to the Company.

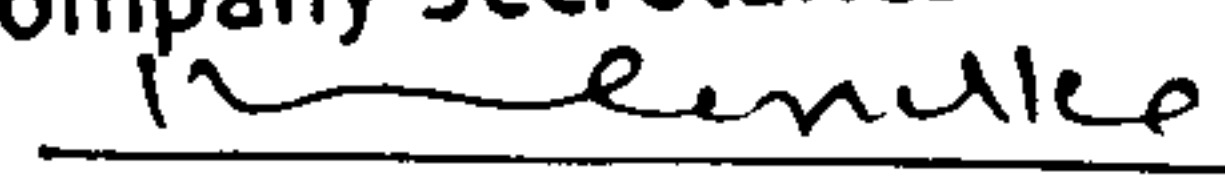
Thanking you,

Place: Kolkata

Dated: 30/09/2016

Yours faithfully,

K. C. DHANUKA & CO.
Company Secretaries


K. C. DHANUKA 30/09/2016
Proprietor
FCS-2204. CP-1247