

**Date: October 17, 2024**

To  
The National Stock Exchange of India  
Listing Department, Exchange Plaza,  
C/1, G Block, Bandra Kurla Complex,  
Bandra (E), Mumbai 400051

**NSE Symbol: SYLVANPLY**  
**ISIN: INE01IH01015**

**Sub: Minutes of 22nd Annual General Meeting of the Company**

Dear Sir/ Madam,

Please find enclosed herewith the copy of minutes of the proceedings of the 22<sup>nd</sup> Annual General Meeting of the Company held on Thursday, 26<sup>th</sup> September, 2024 at 3:00 P.M. through Video Conferencing (“VC”)/ Other Audio Visual Mode (“OAVM”).

We request you to take the above information on record.

**Thanking You,**

**Yours faithfully**  
For Sylvan Plyboard (India) Ltd.

**Rajneesh Mishra**  
**Company Secretary &**  
**Compliance Officer**  
**Membership No. — F11641**

**Sylvan Plyboard (India) Limited**

(An ISO 9001, ISO 14001 & ISO 45001 Certified Company)

CIN No.: L51431WB2002PLC095027

Corp. Office : Adventz Infinity@5, Block - BN5, Office No. 802, Sector - V, Salt Lake, Kolkata - 700 091, W.B. India, Ph.: +91 33 4801 7916

Regd. Office & Factory : NH-2, Delhi Road, Champsara, Chinnamore, P.O.: Baidyabati, Dist.: Hooghly, W.B., Pin: 712 222

Website : www.sylvanply.com



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**MINUTES OF THE TWENTY SECOND ANNUAL GENERAL MEETING OF THE MEMBERS OF SYLVAN PLYBOARD (INDIA) LIMITED HELD ON THURSDAY THE 26<sup>TH</sup> DAY OF SEPTEMBER, 2024 THROUGH VIDEO CONFERENCING (VC) FROM ITS CORPORATE OFFICE AT ADVENTZ INFINITY@5, BLOCK-BN5, 8<sup>TH</sup> FLOOR, OFFICE NO-802, SECTOR-V, SALLAKE, KOLKATA-700091, WEST BENGAL AT 03:00 P.M AND CONCLUDED AT 03:33 P.M**

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**PRESENT AT THE CORPORATE OFFICE:**

Shri Jai Prakash Singh - Chairman & Whole Time Director  
Shri Anand Kumar Singh - Managing Director

**PRESENT THROUGH VIDEO CONFERENCING:**

Shri Pallab Samajdar - Independent Director  
Shri Amit Singhania - Additional Director (Non-Executive Director)

**IN ATTENDANCE (PRESENT AT THE CORPORATE OFFICE)**

Shri. Shashi Kant Tiwari - Chief Financial Officer  
Shri. Rajneesh Mishra - Company Secretary & Compliance Officer

**INVITEES (PRESENT THROUGH VIDEO CONFERENCING)**

Shri Shubham Ranjan Sinha - Proprietor of M/s Shubham Sinha & Associates, Secretarial Auditor and scrutinizer for the meeting.

**MEMBERS**

Total of 24 members (Including authorized representatives) joined and were present through Video Conferencing ("VC") at the 22<sup>nd</sup> Annual General Meeting (the "Meeting") of the company.

Mr. Rajneesh Mishra, Company Secretary & Compliance Officer of the Company, welcomed the members attending the meeting and informed that the said meeting was being conducted through Video Conferencing ("VC") as per the applicable Circulars issued by Ministry of Corporate Affairs ("MCA") and Securities and Exchange Board of India ("SEBI") in this regard. He also briefed the Members about the aspects pertaining to participation at the Meeting through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

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He further stated that the Members can send their inspection request to the designated e-mail id at [cs@sylvanply.com](mailto:cs@sylvanply.com) for inspection of statutory registers and other relevant documents of the company.

The Company Secretary introduced the Directors present at the Meeting. He also informed that the Secretarial Auditor of the Company was also present in the Meeting through video conferencing.

He also stated that Mrs. Shakuntala Singh, Non-Executive Director, and Mr. Rathin Kumar Ray, Independent Director, were unable to join the meeting due to health reasons.

Thereafter, Mr. Jai Prakash Singh, Chairman and Whole Time Director of the Company presided as the Chairman of the 22<sup>nd</sup> Annual General Meeting of the Company in terms of Article 103 of Article of Association of the Company.

The Chairman extended a warm welcome to the Members at the Meeting. He expressed his gratitude for continued trust and support of the shareholders in the company. He acknowledged the inspiration drawn from their belief in Sylvan Ply's strategy, especially in a dynamic business environment. After confirming the presence of the requisite quorum, Mr. Singh declared the commencement of the meeting and invited Managing Director of the Company, Mr. Anand Kumar Singh to address the shareholders.

Further, Mr. Anand Kumar Singh, Managing Director of Sylvan Plyboard (India) Limited extended a warm welcome to the Members at the Meeting. He further reflected on the significant progress made during the fiscal year 2023-24 and key milestones included Sylvan Ply's successful listing on the SME platform of the NSE on July 1st, 2024. Despite challenges, the company achieved a 12.92% increase in revenue, reaching Rs. 224.87 Crores, and a 72.69% rise in Net Profit After Tax to Rs. 6.09 Crores. He highlighted strategic initiatives such as location advantages, integrated manufacturing, and operational improvements. Looking ahead, he expressed optimism about future growth, with plans to boost production, expand market presence, and innovate products.

Mr. Anand Kumar Singh thanked shareholders, stakeholders, and the Sylvan Ply team for their continued support and invited the Company Secretary, Mr. Rajneesh Mishra, to proceed the meeting.

Thereafter, the Company Secretary with the permission of Chairman Mr. Jai Prakash Singh, informed the shareholders that the Annual Report, Board's Report, financial statements, and notice of the AGM had already been circulated via email. With the Chairman's permission, they were taken as read. Since the Auditor's Report for FY 2023-24 contained no qualifications or adverse remarks, it was not read during the meeting. He then proceeded to present the agenda items. After presenting the agenda, Mr. Rajneesh Mishra handed the meeting back to the Chairman.

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Subsequently, The Chairman expressed gratitude to the Board of Directors for their guidance and support, and also thanked the management team and employees for their dedication and hard work.

He then handed over the proceedings to Mr. Rajneesh Mishra, who would provide details on the e-voting process and conclude the meeting.

The Company Secretary thereafter informed that the e-voting period had commenced on Monday, 23rd September, 2024 at 10:00 A.M. (IST) and ended on Wednesday, 25th September, 2024 at 5:00 P.M. (IST).

He then announced the activation of the window for e-voting for those Members who were attending the AGM and who could not cast their vote through remote e-voting. He further informed that the window for electronic voting will remain open for 15 minutes to allow the Members to cast their votes.

Thereafter, he further announced that the results shall be submitted to the Stock Exchanges within 2 (two) working days from the conclusion of the meeting, in the prescribed format and the said results along with the Consolidated Scrutinizer's Report on remote e-voting and e-voting during the AGM, shall also be placed on the Company's website.

The Company Secretary thanked all the members and Directors for their presence and participation and the meeting concluded at 03:33 P.M.

The e-voting was conducted on the following items:

**ORDINARY BUSINESS(S):**

**Item No. 1 – Adoption of Audited Financial Statements**

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2024, together with Reports of Board of Directors and Auditors' Report thereon.

**Item No. 2 – Re-appointment of Mrs. Shakuntala Singh, as Director, liable to retire by rotation**

To appoint a Director in place of Mrs. Shakuntala Singh (DIN: 00656073), who retires by rotation and being eligible, offers herself for re-appointment.

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**Item No. 3 – To reappoint M/s. Dokania S. Kumar & Co, Chartered Accountants as the Statutory Auditors of the company**

To consider and if thought fit pass the following resolution as an Ordinary Resolution:

**“RESOLVED THAT** pursuant to the provisions of Sections 139, 141, 142 and all other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s) or re-enactment thereof) and pursuant to the recommendations of the Audit Committee and the Board of Directors of the Company, M/s. Dokania S. Kumar & Co, Chartered Accountants (ICAI Firm Registration No. 322919E), be and is hereby re-appointed as Statutory Auditors of the Company for a further period of 5 (five) consecutive years, to hold office for a second term commencing from the conclusion of 22nd Annual General Meeting till the conclusion of the 27th Annual General Meeting to be held in the year 2029, at such remuneration as may be mutually agreed upon by the Board of Directors and the statutory Auditors based on the recommendations of the Audit Committee, plus applicable taxes and reimbursement of out-of-pocket expenses.”

**“RESOLVED FURTHER THAT** the Board of Directors of the Company be and are hereby authorized to do all acts and take all such steps as may be considered necessary, proper or expedient to give effect to this Resolution.”

**SPECIAL BUSINESS(S):**

**Item No. 4 – Appointment of Independent Director of the Company**

To consider and if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:

**“RESOLVED THAT** pursuant to the provisions of Section 149, 150, 152 and any other applicable provisions, if any, of the Companies Act, 2013, (“Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014, (“Rules”) or any other applicable Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Act, Regulation 16(1)(b), 25(2A) and other applicable Regulations, if any, of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), as amended from time to time (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and in accordance with the provisions of the Articles of Association of the Company, and the “Terms and Conditions of Appointment of Independent Directors,” & based on the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors of the Company, consent of the Members be and is hereby accorded for appointment of Mr. Amit Singhania (DIN: 07205621) who was appointed as an Additional Director (in the capacity of an Independent Director) of the Company by the Board of Directors with effect from 26th August, 2024, and who being eligible for appointment as an Independent Director has given his consent along with a declaration that he meets the criteria of independence under Section 149(6) of the Act read with Rules made

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thereunder and who holds office upto the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act proposing his candidature for the office of an Independent Director (under Non-Executive Category), not liable to retire by rotation, to hold office for a term of 5 (five) consecutive years on the Board of the Company with effect from 26th August, 2024 upto 25th August 2029 (both days inclusive).”

“**RESOLVED FURTHER THAT** the Board and/or any duly constituted Committee of the Board, be and is hereby authorized to do all such acts, deeds, matters and things as may be deemed necessary, proper and/or expedient in connection.”

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**Summary of Consolidated Scrutinizer's Report**

The e-voting during the Meeting was done as per the prescribed procedure.

For the purpose of e-voting during the AGM, the voting rights were reckoned as on 19th September, 2024 which was the cut-off date as per the Notice and the members (who had not cast their votes through remote e-voting) were allowed to cast their vote during the Meeting.

After following the prescribed procedure, the Scrutinizer submitted his Consolidated Report dated 27<sup>th</sup> September, 2024, to the Chairman. The Chairman announced the same at the Corporate Office of the Company on 27<sup>th</sup> September, 2024 and the same were also displayed at the Notice Board of the Company at its Corporate Office.

The e-voting results were then submitted to the Stock Exchanges in the prescribed format and the said results along with the Consolidated Scrutinizer's Report on remote e-voting and electronic voting during the AGM, were placed on the Company's website and also on the website of Bigshare.

The results as per the Scrutinizer's Report dated 27<sup>th</sup> September, 2024 on Remote e-voting and voting through electronic mode at the Annual General Meeting, as submitted by Shri Shubham Ranjan Sinha of M/s. Shubham Sinha & Associates, Practicing Company Secretaries has been recorded hereunder as part of the proceedings of the AGM.

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ITEM NO- 1

<b>1. Ordinary Business</b>	<b>To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2024, together with Reports of Board of Directors and Auditors' Report thereon.</b>							
<b>Whether promoter/ promoter group are interested in the agenda / resolution?</b>	No							
CATEGORY	MODE OF VOTING	NO OF SHARES HELD	NO. OF VOTES POLLED	% OF VOTES POLLED ON OUTSTANDING SHARES	NO.OF VOTES- IN FAVOUR	NO. OF VOT ES- AGA INST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTES POLLED
		{1}	{2}	{3}={2}/ {1}*100	{4}	{5}	{6}={4}/ {2}*100	{7}={5}/ {2}*100
Promoter and Promoter Group	E-VOTING	14246330	12858830	90.2606	12858830	0	100.0000	0.0000
	POLL		0	0.0000	0	0	0.0000	0.0000
	POSTAL BALLOT		0	0.0000	0	0	0.0000	0.0000
	<b>TOTAL</b>		<b>12858830</b>	<b>90.2606</b>	<b>12858830</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-VOTING	8000	0	0.0000	0	0	0.0000	0.0000
	POLL		0	0.0000	0	0	0.0000	0.0000
	POSTAL BALLOT		0	0.0000	0	0	0.0000	0.0000
	<b>TOTAL</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Non-Public Institutions	E-VOTING	5120500	106000	2.0701	106000	0	100.0000	0.0000
	POLL		0	0.0000	0	0	0.0000	0.0000
	POSTAL BALLOT		0	0.0000	0	0	0.0000	0.0000
	<b>TOTAL</b>		<b>106000</b>	<b>2.0701</b>	<b>106000</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>TOTAL</b>		<b>19374830</b>	<b>12964830</b>	<b>66.9158</b>	<b>12964830</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>

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**ITEM NO- 2**

<b>2. Ordinary Business</b>	<b>To appoint a Director in place of Mrs. Shakuntala Singh (DIN: 00656073), who retires by rotation and being eligible, offers herself for re-appointment.</b>							
<b>Whether promoter/ promoter group are interested in the agenda / resolution?</b>	<b>Yes</b>							
CATEGORY	MODE OF VOTING	NO OF SHARES HELD	NO. OF VOTES POLLED	% OF VOTES POLLED ON OUTSTANDING SHARES	NO.OF VOTES- IN FAVOUR	NO. OF VOTES- AGA INST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAONS T ON VOTES POLLED
		{1}	{2}	{3}={2}/ {1}*100	{4}	{5}	{6}={4}/ {2}*100	{7}={5}/ {2}*100
Promoter and Promoter Group	E-VOTING	14246330	12858830	90.2606	12858830	0	100.0000	0
	POLL		0	0.0000	0	0	0	0.0000
	POSTAL BALLOT		0	0.0000	0	0	0	0.0000
	<b>TOTAL</b>		<b>12858830</b>	<b>90.2606</b>	<b>12858830</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-VOTING	8000	0	0.0000	0	0	0	0.0000
	POLL		0	0.0000	0	0	0	0.0000
	POSTAL BALLOT		0	0.0000	0	0	0	0.0000
	<b>TOTAL</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>
Non-Public Institutions	E-VOTING	5120500	106000	2.0701	106000	0	100.0000	0.0000
	POLL		0	0.0000	0	0	0	0.0000
	POSTAL BALLOT		0	0.0000	0	0	0	0.0000
	<b>TOTAL</b>		<b>106000</b>	<b>2.0701</b>	<b>106000</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>TOTAL</b>		<b>19374830</b>	<b>12964830</b>	<b>66.9158</b>	<b>12964830</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>

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**ITEM NO- 3**

<b>3. Ordinary Business</b>		<b>To reappoint M/s. Dokania S. Kumar &amp; Co, (ICAI Firm Registration No. 322919E) Chartered Accountants as the Statutory Auditors of the company</b>						
<b>Whether promoter/ promoter group are interested in the agenda / resolution ?</b>		<b>No</b>						
<b>CATEGORY</b>	<b>MODE OF VOTING</b>	<b>NO OF SHARES HELD</b>	<b>NO. OF VOTES POLLED</b>	<b>% OF VOTES POLLED ON OUTSTANDING SHARES</b>	<b>NO.OF VOTES- IN FAVOUR</b>	<b>NO. OF VOT ES- AGA INST</b>	<b>% OF VOTES IN FAVOUR ON VOTES POLLED</b>	<b>% OF VOTES AGAONS T ON VOTES POLLED</b>
		{1}	{2}	{3}={2}/ {1}*100	{4}	{5}	{6}={4}/ {2}*100	{7}={5}/ {2}*100
Promoter and Promoter Group	E-VOTING	14246330	12858830	90.2606	12858830	0	100.0000	0
	POLL		0	0.0000	0	0	0	0.0000
	POSTAL BALLOT		0	0.0000	0	0	0	0.0000
	<b>TOTAL</b>		<b>12858830</b>	<b>90.2606</b>	<b>12858830</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-VOTING	8000	0	0.0000	0	0	0	0.0000
	POLL		0	0.0000	0	0	0	0.0000
	POSTAL BALLOT		0	0.0000	0	0	0	0.0000
	<b>TOTAL</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>
Non-Public Institutions	E-VOTING	5120500	106000	2.0701	106000	0	100.0000	0.0000
	POLL		0	0.0000	0	0	0	0.0000
	POSTAL BALLOT		0	0.0000	0	0	0	0.0000
	<b>TOTAL</b>		<b>106000</b>	<b>2.0701</b>	<b>106000</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>TOTAL</b>		<b>19374830</b>	<b>12964830</b>	<b>66.9158</b>	<b>12964830</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>

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**ITEM NO- 4**

<b>4. Special Business</b>		<b>Appointment of Mr. Amit Singhania (DIN: 07205621) as an Independent Director of the Company</b>						
<b>Whether promoter/ promoter group are interested in the agenda / resolution ?</b>		No						
<b>CATEGORY</b>	<b>MODE OF VOTING</b>	<b>NO OF SHARES HELD</b>	<b>NO. OF VOTES POLLED</b>	<b>% OF VOTES POLLED ON OUTSTANDING SHARES</b>	<b>NO.OF VOTES- IN FAVOUR</b>	<b>NO. OF VOTES- AGA INST</b>	<b>% OF VOTES IN FAVOUR ON VOTES POLLED</b>	<b>% OF VOTES AGAONS T ON VOTES POLLED</b>
		{1}	{2}	{3}={2}/ {1}*100	{4}	{5}	{6}={4}/ {2}*100	{7}={5}/ {2}*100
Promoter and Promoter Group	E-VOTING	14246330	12858830	90.2606	12858830	0	100.0000	0
	POLL		0	0.0000	0	0	0	0.0000
	POSTAL BALLOT		0	0.0000	0	0	0	0.0000
	<b>TOTAL</b>		<b>12858830</b>	<b>90.2606</b>	<b>12858830</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-VOTING	8000	0	0.0000	0	0	0	0.0000
	POLL		0	0.0000	0	0	0	0.0000
	POSTAL BALLOT		0	0.0000	0	0	0	0.0000
	<b>TOTAL</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>
Non-Public Institutions	E-VOTING	5120500	106000	2.0701	106000	0	100.0000	0.0000
	POLL		0	0.0000	0	0	0	0.0000
	POSTAL BALLOT		0	0.0000	0	0	0	0.0000
	<b>TOTAL</b>		<b>106000</b>	<b>2.0701</b>	<b>106000</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>TOTAL</b>		<b>19374830</b>	<b>12964830</b>	<b>66.9158</b>	<b>12964830</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>

Based on the Consolidated Scrutinizer's Report on the results of remote e-voting and e-voting during the AGM, all the Resolutions as set forth in the Notice have been passed with requisite majority and are deemed to be passed on the date of the 22<sup>nd</sup> Annual General Meeting of the Company i.e., 26<sup>th</sup> September, 2024.

**CERTIFIED TRUE COPY**

**Sylvan Plyboard (India) Limited**

(An ISO 9001, ISO 14001 & ISO 45001 Certified Company)

CIN No.: L51431WB2002PLC095027

Corp. Office : Adventz Infinity@5, Block - BN5, Office No. 802, Sector - V, Salt Lake, Kolkata - 700 091, W.B. India, Ph.: +91 33 4801 7916

Regd. Office & Factory : NH-2, Delhi Road, Chinnamora, P.O.: Baidyabati, Dist.: Hooghly, W.B., Pin: 712 222

Website : www.sylvanply.com



Indian Green Building Council  
MEMBER

The aforesaid resolutions have been passed in due compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder along with the mechanism provided in the Circulars No. 14/2020 dated April 8, 2020, No. 17/2020 dated April 13, 2020, No. 20/2020 dated May 05, 2020 and the latest being 09/2023 dated September 25, 2023 and other applicable circulars issued by MCA and Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023 issued by Securities and Exchange Board of India (“SEBI”).

**CERTIFIED TRUE COPY**

S/d  
Jai Prakash Singh  
**CHAIRMAN**  
Date: 17-10-2024  
Place: Kolkata

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