

## NOTICE

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**NOTICE IS HEREBY GIVEN THAT THE 35<sup>TH</sup> ANNUAL GENERAL MEETING OF THE SHAREHOLDERS OF THE COMPANY WILL BE HELD ON FRIDAY, 27<sup>TH</sup> SEPTEMBER, 2019 AT REGD. OFFICE OF THE COMPANY AT 217, AGARWAL PRESTIGE MALL, NEAR M2K CINEMA, PITAMPURA, DELHI-110034 AT 11:00 A.M. TO TRANSACT THE FOLLOWING BUSINESSES:**

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### **ORDINARY BUSINESS:**

1. To consider and adopt the Audited Balance Sheet as on 31.03.2019 and the Profit & Loss Account for the year ended 31.03.2019 together with the Reports of Directors & Auditors thereon.
2. To appoint a Director in place of Mr. Abhishek Agarwal (DIN 02140480), who retires by rotation at this meeting and being eligible, offer himself for reappointment.

### **SPECIAL BUSINESS:**

3. **Re-appointment of Mr. Ankur Sangal as a Non-Executive Independent Director of the Company**

To consider and if thought fit, to pass, the following resolution as a **Special Resolution**:

**“RESOLVED THAT** pursuant to the provisions of Sections 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 as amended from time to time and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mr. Ankur Sangal (DIN: 01095679), who was appointed as an Independent Director of the Company at the Extraordinary General Meeting held on 30<sup>th</sup> March, 2015 and who holds office as an Independent Director upto 29<sup>th</sup> March, 2020 and who meets the criteria for independence as specified in Section 149 (6) of the Act and Regulation 16 (1) (b) of Listing Regulations and has submitted a declaration to that effect and eligible for appointment, be and is hereby re-appointed as a Non-Executive Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of five consecutive years w.e.f. 30<sup>th</sup> March, 2020 to 29<sup>th</sup> March, 2025.”

4. **Re-appointment of Ms. Pooja Bhardwaj as a Non-Executive Independent Director of the Company**

To consider and if thought fit, to pass, the following resolution as a **Special Resolution**:

**“RESOLVED THAT** pursuant to the provisions of Sections 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 as amended from time to time and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Ms. Pooja Bhardwaj (DIN: 05158206), who was appointed as an Independent Director of the Company at the Extraordinary General Meeting held on 30<sup>th</sup> March, 2015 and who holds office as an Independent Director upto 29<sup>th</sup> March, 2020 and who meets the criteria for independence as specified in Section 149 (6) of the Act and Regulation 16 (1) (b) of Listing Regulations and has submitted a declaration to that effect and eligible

for appointment, be and is hereby re-appointed as a Non-Executive Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of five consecutive years w.e.f. 30<sup>th</sup> March, 2020 to 29<sup>th</sup> March, 2025.”

**5. Approval for continuation of directorship of Mr. Suresh Chand as Non Executive Director of the Company**

To consider and if thought fit, to pass the following Resolution as **Special Resolution**:

“**RESOLVED THAT** pursuant to Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the applicable provisions of the Companies Act, 2013 and relevant Rules framed thereunder (including any statutory modification(s) / amendment(s) / re-enactment(s) thereto), Mr. Suresh Chand (DIN 00453489), appointed as Non Executive Non Independent Director of the Company requires approval of members by way of special resolution, being more than 75 years of age, approval of members of the company be and is hereby accorded for the continuation of directorship of Mr. Suresh Chand as a Non-Executive Non Independent Director of the Company, whose term of office shall be liable to retire by rotation.”

**By the order of the Board  
FOR AGARWAL DUPLEX BOARD MILLS LTD**

**DATED: 13<sup>TH</sup> AUGUST, 2019  
PLACE: DELHI**

**Sd/-  
SARIKA AGARWAL  
(COMPANY SECRETARY)**

**EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO THE SECTION 102 OF THE COMPANIES ACT, 2013**

**Item No 3 &4**

At the Extraordinary General Meeting (EGM) held on 30th March, 2015, Mr. Ankur Sangal (DIN: 01095679) and Ms. Pooja Bhardwaj (DIN: 05158206), were appointed as Non-Executive Independent Director of the Company for a first term of 5 consecutive years i.e. upto 29th March, 2020.

Mr. Ankur Sangal and Ms. Pooja Bhardwaj are associated with the Company from past five years as Directors of the Company. They participated in various discussions and provided their valuable suggestions to the Board and promoted effective participation of all Directors in the meetings. Their rich knowledge, skills, wide experience and contributions have immensely benefited the Company.

Mr. Ankur Sangal and Ms. Pooja Bhardwaj, are fit and capable of discharging their duties as Independent Directors of the Company. Considering all the aforesaid factors and on the basis of report of performance evaluation of Mr. Ankur Sangal and Ms. Pooja Bhardwaj, the Nomination and Remuneration Committee recommended to the Board that their continued association will immensely benefit the Company. Pursuant to the recommendation of NRC and report of performance evaluation and in order to reap benefits of their rich and varied experience, the Board at its meeting held on 13<sup>th</sup> August 2019 approved and recommended re-appointment of Mr. Ankur Sangal (DIN: 01095679) and Ms. Pooja Bhardwaj (DIN: 05158206), as Non-Executive Independent Directors of the Company for a second term of five consecutive years with effect from 30<sup>th</sup> March, 2020 to 29<sup>th</sup> March, 2025.

The brief profile and other details of Mr. Ankur Sangal and Ms. Pooja Bhardwaj required as per Regulation 36(2) of the Listing Regulations and Secretarial Standard - 2 are provided in Annexure to this Notice.

The Company has received declaration of independence from the directors confirming that they met the criteria of independence as specified in Section 149 (6) of the Act and Regulation 16 (1) (b) the Listing Regulations and that they are not aware of any circumstance or situation, which exist or may be reasonably anticipated, that could impair or impact their ability to discharge duties with an objective independent judgment and without any external influence. The Board after assessing veracity of the same is of the opinion that they fulfill the conditions for re appointment as an Independent Director as specified in the Companies Act, 2013 and Rules made there under and the Listing Regulations and they are independent of the management. Further, Mr. Ankur Sangal and Ms. Pooja Bhardwaj are not disqualified to act as Director of the Company. They had also given a declaration that they are not debarred from holding the office of Director by virtue of any SEBI order or any other such authority.

The letters of re appointment of both setting out the terms and conditions of the said re appointment are available for inspection at the Registered Office of the Company on all days except Sundays or Public holidays between 2.00 p.m.to 4.00 p.m. upto the date of the AGM and also at the AGM.

Pursuant to the provisions of Section 149 of the Act read with Schedule IV of the Act, re appointment of Independent Directors shall be approved by the members of the Company.

The Board recommends the Special Resolution set out in Item No. 3 &4 of the Notice, for approval of the members of the Company.

None of the Directors and Key Managerial Personnel of the Company and their relatives, except the appointees and their relatives are concerned or interested, financially or otherwise, in the said resolution.

## **Item No 5**

As per Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), with effect from April 1, 2019, no listed company shall appoint or continue the directorship of a Non-Executive Director who has attained the age of 75 (Seventy Five) years, unless a Special Resolution is passed to that effect and justification thereof is indicated in the explanatory statement annexed to the Notice for such appointment.

Mr. Suresh Chand, Non Executive Director of the Company is associated with the company from past many years and he has good marketing & administrative skill. Also he is actively engaged in the marketing business of the Company.

Pursuant to the recommendation of NRC and report of performance evaluation and in order to reap benefits of his rich and varied experience, the Board of Directors approved and recommended the continuation of Directorship of Mr. Suresh Chand with reference to his age.

### **IMPORTANT NOTES:**

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY/ PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF SUCH A PROXY/ PROXIES NEED NOT BE A MEMBER OF THE COMPANY. A PERSON CAN ACT AS PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY (50) AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT (10%) OF THE TOTAL SHARE CAPITAL OF THE COMPANY.**
2. The instrument of Proxy in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 hours before the commencement of the meeting. A Proxy form is sent herewith. Proxies submitted on behalf of the companies, societies etc. must be supported by an appropriate resolution/authority, as applicable.
3. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company.
4. Details under Listing Regulations and Revised Secretarial Standards - 2 on General Meetings, in respect of the Directors seeking appointment/re-appointment at the Annual General Meeting, forms integral part of the notice. The Directors have furnished the requisite declarations for their appointment/re-appointment.
5. Electronic copy of the Annual Report for Financial Year 2018-19 is being sent to all the members whose email IDs are registered with the Company/Depository Participants(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Annual Report for Financial Year 2018-19 is being sent in the permitted mode.
6. Electronic copy of the Notice of the 35<sup>th</sup> 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 Company/Depository Participants(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Notice of the 35<sup>th</sup> 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.

7. Members may also note that the Notice of the 35<sup>th</sup> Annual General Meeting and the Annual Report for Financial Year 2018-19 will also be available on the Company's website <http://www.agarwalduplex.net/> for their download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office in New Delhi for inspection during normal business hours on working days. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by post free of cost.
8. The Register of Members and Share Transfer Registers will remain closed from Friday, 20.09.2019 to Friday, 27.09.2019 (Both days inclusive).
9. Beetal Financial and Computer Services Private Limited is the Registrar and Share Transfer Agent of the company for both physical and electronic form of shareholdings. All communications relating to shares should be directly addressed to:

Beetal Financial & Computer Services Pvt. Ltd.  
Beetal House, 3<sup>rd</sup> Floor, 99, Madangir  
Near Dada Harsukhdas Mandir  
New Delhi-110 062
10. All documents referred to in the accompanying Notice is open for inspection at the registered office of the Company during business hours on all the working days between 11:00 A.M and 1:00 P.M up to the date of the Meeting.
11. The Ministry of Company Affairs has taken a "Green Initiative in Corporate Governance" by allowing paperless compliance by Companies through electronic mode. We propose to send future communication, in electronic mode to the e-mail address provided by you. So, Shareholders whose e-mail address is not registered with us are requested to please get your email address registered with us, so that your Company can contribute to the safety of environment.
12. Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of Companies Act, 2013 and Register of Contracts or arrangements in which directors are interested maintained under Section 189 of the Companies Act, 2013 will be available for inspection by the members at the Annual General Meeting.

### **13. Voting through electronic means**

- a. In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide members facility to exercise their right to vote at the 35<sup>th</sup> Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services provided by Central Depository Services (India) Ltd.
- b. The instructions for e-voting are as under:

#### **E – Voting Instructions:-**

#### **The instructions for shareholders voting electronically are as under:**

- (i) The voting period begins on 24<sup>th</sup> September, 2019 at 10.00 A.M and ends on 26<sup>th</sup> 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 20<sup>th</sup> September, 2019, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

- (ii) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- (iii) Click on Shareholders.
- (iv) Now Enter your User ID

- a. For CDSL: 16 digits beneficiary ID,
- b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
- c. Members holding shares in Physical Form should enter Folio Number registered with the Company.

- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.

(vii) If you are a first time user follow the steps given below:

<b>For Members holding shares in Demat Form and Physical Form</b>	
PAN	<ul style="list-style-type: none"> <li>• Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</li> <li>• 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.</li> <li>• 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. E.g. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.</li> </ul>
Dividend Bank Details <b>OR</b> Date of Birth (DOB)	<ul style="list-style-type: none"> <li>• 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.</li> <li>• 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 (iv).</li> </ul>

- (vii) After entering these details appropriately, click on "SUBMIT" tab.
- (viii) 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.
- (ix) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

- (x) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (xi) 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.
- (xii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xiii) 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.
- (xiv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xvi) If a demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvii) 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. Please follow the instructions as prompted by the mobile app while voting on your mobile.**
- (xviii) 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](http://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](mailto: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](mailto: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.
- (i) Any person, who acquires shares of the Company and become Member of the Company after dispatch of the Notice and holding shares as on the cut-off date i.e. 20<sup>th</sup> September,

2019 may follow the same instructions as mentioned above for e-Voting.

- (ii) 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](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
- (iii) Facility for voting by way of polling shall also be made available at the meeting and the members attending the meeting who have not already cast their vote by e-voting shall be able to exercise their right at the meeting.
- (iv) Mrs. Shailly Goel, Practicing Company secretary has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- (v) The Scrutinizer shall, immediately after the conclusion of the voting at the general meeting, first count the votes casted at the Meeting and thereafter unblock the votes cast through remote e-Voting as well as ballot forms in the presence of at least two (2) witnesses not in the employment of the Company and make within a period not exceeding three (3) days from 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 an authorized person by him, of the Company.
- (vi) The Results shall be declared after receiving the Consolidated Scrutinizer’s Report from the Scrutinizer. The result declared shall be placed on the Company’s website <http://www.agarwalduplex.net/> and on the website of CDSL and communicated to the Stock Exchanges.

**By the order of the Board  
FOR AGARWAL DUPLEX BOARD MILLS LTD**

**Sd/-  
SARIKA AGARWAL  
(COMPANY SECRETARY)**

**DATED: 13<sup>TH</sup> AUGUST, 2019  
PLACE: DELHI**



**Annexure- Details of Proposed Directors**

Sr. No.	Name of Directors	Ankur Sangal	Pooja Bhardwaj	Suresh Chand	Abhishek Agarwal
1	<b>Director Identification Number (DIN)</b>	01095679	05158206	453489	2140480
2	<b>Date of Birth</b>	28.08.1981	16.10.1980	22.06.1942	23.06.1978
3	<b>Permanent Account Number (PAN)</b>	BCMPS2380C	ARUPK1321M	AAUPC3465D	ABPPA7324P
4	<b>Date of Appointment on the Board</b>	09/04/2011	30/09/2019	02.08.2012	39174
5	<b>Experience in specific functional area</b>	13 Years	8 Yrs	51 Yrs	16Yrs
6	<b>Expertise in specific functional area</b>	Mr. Ankur Sangal is experienced person having wide knowledge of Accounts and Finance.	Ms. Pooja Bhardwaj, being a Company Secretary has legal and secretarial experience having wide knowledge of corporate laws.	Shri Suresh Chand, has good marketing & administrative skill. He is actively engaged in the marketing business.	Shri Abhishek Agarwal is competent and capable to hold the current position and provide valuable services to the company and the work execution in a balanced manner.
7	<b>No. of equity shares held in the Company (as on 31st March, 2014)</b>	NIL	NIL	2,17,500 shares	1,30,850 shares
8	<b>Qualification</b>	Master in Computer Application	Company Secretary	Graduate	MBA in Marketing
9	<b>List of other Directorships</b>	1. URS CERTIFICATION LIMITED	Nil	1. Bindlas Duplux Limited	Nil
		2. URS PRODUCTS AND TESTING PRIVATE LIMITED		2. Bindal Rolling Mills Limited	
		3. ALGI ASSESSMENT INDIA PRIVATE LIMITED			
		4. URS INSPECTION (INDIA) PRIVATE LIMITED			
		5. URS VERIFICATION PRIVATE LIMITED			
		6. NEERAJ PAPER MARKETING LIMITED			
10	<b>Membership/Chairman of Committees of the other Companies</b>	1. <b>Chairman</b> - Audit Committee- Neeraj Paper Marketing Ltd 2. <b>Chairman</b> - Nomination and Remuneration Committee- Neeraj Paper Marketing Ltd	<b>N.A.</b>	Nil	Nil
11	<b>Relationships, if any, between Directors inter se</b>	-	-	N.A.	N.A.

**AGARWAL DUPLEX BOARD MILLS LIMITED**

**(CIN: L99999DL1984PLC019052)**

**Regd. Office: 217, Agarwal Prestige Mall, Near M2K Cinema, Pitampura,  
Delhi-110034**

**Website: www.agarwalduplex.net; Tel.: +91 11 47527700, Fax - +91 11  
47527777**

**Form No. MGT-11**

**Proxy form**

*[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies  
(Management and Administration) Rules, 2014]*

CIN	L99999DL1984PLC019052
Name of the company	AGARWAL DUPLEX BOARD MILLS LIMITED
Registered office	217, Agarwal Prestige Mall, Near M2K Cinema, Pitampura, Delhi- 110034

Name of the member/s	
Registered address	
E-mail Id	
Folio No/ Client Id	
DP ID	

I / We, being the member/s of \_\_\_\_\_ No. of Equity Shares of the above named  
Company, hereby

Name	
Address	
E-mail Id	
Signature	

Or failing  
him

Name	
Address	
E-mail Id	
Signature	

Or failing  
him

Name	
Address	
E-mail Id	
Signature	

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 35<sup>th</sup> Annual General Meeting of the Company to be held on the Friday, 27<sup>th</sup> September, 2019 at 217, Aggarwal Prestige Mall, Near M2K Cinema, Pitampura, Delhi-110034 at 11:00 am and at any adjournment thereof in respect of such resolutions as are indicated below:

Res No.	Resolution	FOR*	AGAINST*
1.	To consider and adopt the Audited Balance Sheet as on 31.03.2019 and the Profit & Loss Account for the year ended 31.03.2019 together with the Reports of Directors & Auditors thereon.		
2.	To appoint a Director in place of Mr. Abhishek Agarwal (DIN 02140480), who retires by rotation at this meeting and being eligible, offer himself for reappointment.		
3.	Re-appointment of Mr. Ankur Sangal as a Non-Executive Independent Director of the Company		
4.	Re-appointment of Ms. Pooja Bhardwaj as a Non-Executive Independent Director of the Company		
5.	Approval for continuation of directorship of Mr. Suresh Chand as Non Executive Director of the Company		

Signed this..... day of..... 2019

Affix Revenue Stamp
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Signature of Shareholder :

Signature of Proxy holder (s) :

**Note:**

- 1. Please put a 'X' in the Box in the appropriate column against the respective resolutions. If you leave the 'For' or 'Against' column blank against any or all the resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.**
- 2. A Proxy need not be a Member of the Company. Pursuant to the provisions of Section 105 of the Companies Act, 2013, a person can act as Proxy on behalf of not more than fifty Members and holding in aggregate not more than ten percent of the total Share Capital of the Company carrying voting rights. Members holding more than ten percent of the total Share Capital of the Company carrying voting rights may appoint a single person as Proxy, who shall not act as Proxy for any other Member.**
- 3. This form of Proxy, to be effective, should be deposited at the Registered Office of the Company at 217, Aggarwal Prestige Mall, Plot No. 2, Community Center, Along Road No. 44, Pitampura, New Delhi - 110034 not later than FORTY-EIGHT HOURS before the commencement of the aforesaid meeting.**

**AGARWAL DUPLEX BOARD MILLS LIMITED**

**(CIN: L99999DL1984PLC019052)**

**Regd. Office: 217, Agarwal Prestige Mall, Near M2K Cinema,  
Pitampura, Delhi-110034**

**Website: www.agarwalduplex.net; Tel.: +91 11 47527700, Fax - +91  
11 47527777**

**ATTENDANCE SLIP**

**Please fill Attendance Slip and hand it over at the entrance of the  
meeting hall**

1.	Name(s) of Member(s) including joint holders, if any (in Block Letter(s))	
2.	Registered Address of the Sole/First named Member	
3.	Registered Folio No./*DP ID No. and Client ID No. (* Applicable to Members holding shares in dematerialized form)	
4.	Number of Shares held	

I/We hereby record my/our presence at the 35<sup>th</sup> Annual General Meeting of the Company, to be held on the Friday, 27<sup>th</sup> September, 2019 at 11:00 A.M. at 217, Agarwal Prestige Mall, Near M2K Cinema, Pitampura, Delhi-110034.

\_\_\_\_\_  
Signature of Member / Proxy

