

SCRUTINIZER'S REPORT

To, M/s.Century Enka Limited, Plot No. 72 & 72-A, MIDC, Bhosari, <u>Pune-411026</u>

Dear Sir,

(

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

- I, Chetan Maru, Chartered Accountant in practice and Partner of Mantri Maru & Co. Chartered Accountants, has been appointed as the Scrutinizer by the Board of Directors of the Company, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 to scrutinize the electronic voting process in a fair and transparent manner and ascertaining the requisite majority on e-voting carried out for the below mentioned resolutions to be passed at the 53rd Annual General Meeting of the shareholders of the Company held on Saturday, 13th July, 2019.
- 2. As required under Sections 101 and 108 of the Act, Notice dated 21st May, 2019 along with Explanatory Statement under Section 102 of the Act were sent to the shareholders in respect of the 53rd Annual General Meeting of the Company. The shareholders holding shares as on the cut-off date (record date) i.e. Saturday, 6th July, 2019 were entitled to vote on the proposed resolutions on item no. 1 to 6 as set out in the notice of Annual General Meeting of the Company.
- 3. The Company has availed the e-voting facility offered by the National Security Depository Services Limited (NSDL) for conducting remote e-voting by shareholders of the Company. The remote e-voting period commenced on 10th July, 2019 at 9 AM and ended on 12th July, 2019 at 5.00 PM and the NSDL remote e-voting module was disabled by NSDL for voting thereafter.
- The shareholders who could not cast their vote through remote e-voting, were allowed to cast the vote at 53rd Annual General Meeting (AGM) venue on 13th July, 2019 by way of electronic mode conducted by NSDL.
- The votes through remote e-voting and e-voting at AGM venue were unblocked on 13th July, 2019 in the presence of two witnesses who are not in the employment of the Company.



T-2, Arvind Rachana Apartments, Lane No. 15, Prabhat Road, Erandwane, Pune - 411 004. Tel.: +91 20 2564 8700 / 2564 8800 / 2564 8900, Web: www.mantrimaru.com

- 6. I have scrutinized and reviewed the remote e-voting and e-voting at AGM venue and votes tendered therein and maintained a Register in which necessary entries have been made in accordance with the above rules.
- 7. I now submit my report as under on the result of the voting through electronic means in respect of the said Resolutions:

N.

Ordinary Resolution:-

Consider and adopt the Reports of the Auditors, Directors and Audited Financial Statements for the year ended 31st March, 2019.

In Favou	ur of the Res	olution	Agains	t the Resolu	ution	Inv	alid Votes	
No of shareholders	No. of e- votes cast	% of e- votes cast	No of shareholders	No. of e- votes cast	% of e- votes cast	No. of shareholders	No. of e- votes cast	% of e votes cast
94	73,02,488	100.00%	3	41	0.00%	Nil	Nil	Nil
			ng at AGM Ver	nue				
(B) I	Mode of Voti	ng : E-votir			ution	Inv	alid Votes	
(B) I		ng : E-votir		t the Resolu No. of e- votes cast	v tion % of e- votes cast	Inv No. of shareholders	No. of e- votes cast	% of e votes cast

Total (A + B)

In Favou	ur of the Res	olution	Agains	t the Resolu	ution	Invalid Votes		
No of shareholders	No. of e- votes cast	% of e- votes cast	No of shareholders	No. of e- votes cast	% of e- votes cast	No. of shareholders	No. of e- votes cast	% of e- votes cast
143	87,46,724	100.00%	3	41	0.00%	Nil	Nil	Nil



* * *

C

(

Ordinary Resolution:-

Re-appointment of Mrs. Rajashree Birla (DIN: 00022995) as a Director of the Company, liable to retire by rotation.

In Fav	our of the Re	solution	Against	the Resolu	tion	Inva	lid Votes	
No of sharehold ers	No. of e- votes cast	% of e- votes cast	No of shareholders	No. of e- votes cast	% of e- votes cast	No. of shareholders	No. of e- votes cast	% of e votes cast
82	67,77,487	92.81%	15	5,25,042	7.19%	Nil	Nil	Nil
		% of e-	No of	No. of e-	% of e-	No. of	No. of e-	% of
No of	No. of e-	% or e-	10001	110.016-	70010	110.01	110.016-	70 01
	No. of e- votes cast	votes cast	shareholders	votes cast	votes	shareholders	votes	vote
sharehold					votes		votes	vote
sharehold ers 49 Total (A +	votes cast 14,44,236 - B)	votes cast 100.00%	shareholders 0	votes cast	votes cast 0.00%	shareholders Nil	votes cast Nil	vote
sharehold ers 49 Total (A +	votes cast 14,44,236	votes cast 100.00%	shareholders 0		votes cast 0.00%	shareholders Nil	votes cast	vote cast Nil
sharehold ers 49 Total (A + In Favo	votes cast 14,44,236 B) Dur of the Res	votes cast 100.00%	shareholders 0 Against	votes cast	votes cast 0.00%	shareholders Nil Inva	votes cast Nil lid Votes	vote cast



Ordinary Resolution:-

Declaration of Dividend on equity shares @ Rs.7/- per equity share of Rs.10/- each face value for the Financial Year ended 31st March, 2019.

(A)	Mode	of \	/oting	: Ren	note	E-voting	
-----	------	------	--------	-------	------	-----------------	--

In Favo	ur of the Reso	olution	Agains	t the Resolu	ution	Inva	lid Votes	
No of shareholder s	No. of e-votes cast	% of e- votes cast	No of shareholder s	No. of e- votes cast	% of e- votes cast	No. of shareholders	No. of e- votes cast	% of e- votes cast
95	73,02,518	100.00%	2	11	0.00%	Nil	Nil	Nil

(B) Mode of Voting : E-voting at AGM Venue

In Favo	ur of the Reso	lution	Agains	t the Resolution	ution	Inva	lid Votes	
No of shareholder s	No. of e-votes cast	% of e- votes cast	No of shareholder s	No. of e- votes cast	% of e- votes cast	No. of shareholders	No. of e- votes cast	% of e votes cast
49	14,44,236	100.00%	0	-	0.00%	Nil	Nil	Nil

Total (A + B)

In Favo	ur of the Reso	lution	Agains	t the Resolu	ution	Inva	lid Votes	
No of shareholder s	No. of e-votes cast	% of e- votes cast	No of shareholder s	No. of e- votes cast	% of e- votes cast	No. of shareholders	No. of e- votes cast	% of e- votes cast
144	87,46,754	100.00%	2	11	0.00%	Nil	Nil	Nil



item No. 4

s

C

136

86,28,763

98.66%

Special Resolution:-

Re-appointment of Mr.K.S. Thar (DIN: 00390137) as Non -Executive Independent Director of the Company for a second term of five years w.e.f. 27 November, 2019.

In Favour o	of the Resolu	tion	n Against the Resolution Invalid		alid Votes			
No of shareholder s	No. of e- votes cast	% of e-votes cast	No of sharehold ers	No. of e- votes cast	% of e- votes cast	No. of shareholders	No. of e- votes cast	% of e votes cast
87	71,84,527	98.39%	9	1,17,302	1.61%	Nil	Nil	Nil
In Favour o	of the Resolu	tion	Agains	st the Resolu	ution	Inva	alid Votes	
In Favour o No of	of the Resolut No. of e-	tion % of e-votes	Agains No of	st the Resolu No. of e-	vtion % of e-	Inva No. of	alid Votes No. of e-	% of e
No of					1			
No of	No. of e-	% of e-votes	No of	No. of e-	% of e-	No. of	No. of e-	
No of shareholder	No. of e-	% of e-votes	No of sharehold	No. of e-	% of e- votes	No. of	No. of e- votes	% of e votes cast Nil
No of shareholder s 49 Total (A + E	No. of e- votes cast 14,44,236	% of e-votes cast 100.00%	No of sharehold ers 0	No. of e- votes cast -	% of e- votes cast 0.00%	No. of shareholders Nil	No. of e- votes cast Nil	votes cast
No of shareholder s 49 Total (A + E In Favo	No. of e- votes cast 14,44,236 3) ur of the Res	% of e-votes cast 100.00%	No of sharehold ers 0 Agains	No. of e- votes cast - t the Resolu	% of e- votes cast 0.00%	No. of shareholders Nil Inva	No. of e- votes cast Nil	votes cast Nil
No of shareholder s 49 Total (A + E	No. of e- votes cast 14,44,236	% of e-votes cast 100.00%	No of sharehold ers 0	No. of e- votes cast -	% of e- votes cast 0.00%	No. of shareholders Nil	No. of e- votes cast Nil	votes cast

cast

1.34%

ers

9

1,17,302



Nil

cast

Nil

cast

Nil

Special Resolution:-

Commission to Directors, other than Director in whole time employment of the Company at a rate not exceeding 1% (one percent) of the net profits of the Company.

(A) Mode of Voting : Remote E-voting

In Favour of the Resolution			Against	gainst the Resolution Invalid Votes			Invalid Votes		
No of shareholders	No. of e- votes cast	% of e- votes cast	No of sharehold ers	No. of e- votes cast	% of e- votes cast	No. of sharehol ders	No. of e- votes cast	% of e- votes cast	
85	72,64,832	99.48%	12	37,697	0.52%	Nil	Nil	Nil	

(B) Mode of Voting : E-voting at AGM Venue

3

In Favour of the Resolution			Agains	Against the Resolution			Invalid Votes		
No of shareholders	No. of e- votes cast	% of e- votes cast	No of sharehold ers	No. of e- votes cast	% of e- votes cast	No. of sharehol ders	No. of e- votes cast	% of e- votes cast	
49	14,44,236	100.00%	0	-	0.00%	Nil	Nil	Nil	

Total (A + B)

(

In Favour of the Resolution			Against the Resolution			Invalid Votes		
No of shareholders	No. of e- votes cast	% of e- votes cast	No of sharehold ers	No. of e- votes cast	% of e- votes cast	No. of sharehol ders	No. of e- votes cast	% of e- votes cast
134	87,09,068	99.57%	12	37,697	0.43%	Nil	Nil	Nil



Ordinary Resolution:-

Ratification of remuneration of M/s D.C. Dave & Co., Cost Accountants for financial year ended 31st March, 2019.

(A) Mode of Voting : Remote E-voting

In Favo	our of the Res	solution	Against	the Resol	ution	Inva	lid Votes	
No of shareholder s	No. of e- votes cast	% of e-votes cast	No of sharehold ers	No. of e- votes cast	% of e- votes cast	No. of shareholders	No. of e- votes cast	% of e- votes cast
90	73,01,873	100.00%	6	356	0.00%	Nil	Nil	Nil

(B) Mode of Voting : E-voting at AGM Venue

In Favour of the Resolution			Against the Resolution			Invalid Votes		
No of shareholder s	No. of e- votes cast	% of e-votes cast	No of sharehold ers	No. of e- votes cast	% of e- votes cast	No. of shareholders	No. of e- votes cast	% of e- votes cast
49	14,44,236	100.00%	0	-	0.00%	Nil	Nil	Nil

Total (A + B)

In Favour of the Resolution			Against the Resolution			Invalid Votes		
No of shareholder s	No. of e- votes cast	% of e-votes cast	No of sharehold ers	No. of e- votes cast	% of e- votes cast	No. of shareholders	No. of e- votes cast	% of e- votes cast
139	87,46,109	100.00%	6	356	0.00%	Nil	Nil	Nil

8. The result of the aforesaid e-voting for the Resolutions No. 1 to 6 as set out in Notice dated 21st May,2019 may accordingly be declared by the chairman of the meeting.

Thanking you,

For Mantri Maru & Co. Chartered Accountant (FRN 118690W)

MARU CA Chetan Maru PUNE Partner Membership No. 104522 UDIN:19104522AAAABE1315

Place: Pune Dated: 13th July, 2019