

SCRUTINIZER'S REPORT

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

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

1. 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.
4. 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.
5. 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.

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:

Item No. 1

Ordinary Resolution:-

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

(A) Mode of Voting : Remote E-voting								
In Favour of the Resolution			Against the Resolution			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
94	73,02,488	100.00%	3	41	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 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
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 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



Item No. 2**Ordinary Resolution:-**

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

(A) Mode of Voting : Remote E-voting								
In Favour of the Resolution			Against the Resolution			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
82	67,77,487	92.81%	15	5,25,042	7.19%	Nil	Nil	Nil
(B) Mode of Voting : E-voting at AGM Venue								
In Favour of the Resolution			Against the Resolution			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
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 shareholders	No. of e-votes cast	% of e-votes cast	No. of shareholders	No. of e-votes cast	% of e-votes cast
131	82,21,723	94.00%	15	5,25,042	6.00%	Nil	Nil	Nil



Item No. 3**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 Voting : Remote E-voting								
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 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 Favour of the Resolution			Against the Resolution			Invalid 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 Favour of the Resolution			Against the Resolution			Invalid 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**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.

(A) Mode of Voting : Remote E-voting								
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 shareholders	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
(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 shareholders	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 shareholders	No. of e-votes cast	% of e-votes cast	No. of shareholders	No. of e-votes cast	% of e-votes cast
136	86,28,763	98.66%	9	1,17,302	1.34%	Nil	Nil	Nil



Item No. 5**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 the Resolution			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
85	72,64,832	99.48%	12	37,697	0.52%	Nil	Nil	Nil
(B) Mode of Voting : E-voting at AGM Venue								
In Favour of the Resolution			Against the Resolution			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
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 shareholders	No. of e-votes cast	% of e-votes cast	No. of shareholders	No. of e-votes cast	% of e-votes cast
134	87,09,068	99.57%	12	37,697	0.43%	Nil	Nil	Nil



Item No. 6**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 Favour of the Resolution			Against the Resolution			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
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 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
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 shareholders	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)**



Chetan Maru
**CA Chetan Maru
Partner**

Place: Pune

Dated: 13th July, 2019

**Membership No. 104522
UDIN:19104522AAAAABE1315**