

September 6, 2019

BSE Limited Phiroze Jeejeebhoy Towers Dalal Street Mumbai- 400 001 Scrip Code: 532548	National Stock Exchange of India Ltd. Exchange Plaza, Bandra Kurla Complex, Bandra (E) Mumbai- 400 051 Scrip Name- Centuryply
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Dear Sirs

Sub: Voting Results under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we give below the Result of Voting at the Annual General Meeting of the Members of the Company held on 4th September, 2019 at 11:00 A.M. at Gyan Manch, 11 Pretoria Street, Kolkata- 700 071.

Date of Annual General Meeting	4 th September, 2019
Total number of shareholders on record date	57124
No. of Shareholders present in the meeting either in person or through proxy	
Promoters and Promoter Group	29
Public	653
No. of Shareholders attended the meeting through Video Conferencing	NIL
Promoters and Promoter Group	N.A.
Public	N.A.

The mode of voting for all resolutions was Remote E-voting conducted between August 31, 2019 (9.00 A.M) to September 3, 2019 (5.00 P.M) and Voting through Ballot paper at the Annual General Meeting.

Copy of consolidated report on voting submitted by scrutinizer, Mr. Manoj Kumar Banthia, Practising Company Secretary is enclosed herewith for your reference and record. Based on this report, the Chairman today announced the results and declared that all items of the Agenda as contained in the Notice of 38th Annual General Meeting have been passed with requisite majority.



Agenda-wise

Given below is resolution wise result of Remote E-voting and Voting through Ballot paper.

1. Ordinary Business			Receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2019, the Audited Consolidated Financial Statements for the said financial year and the Reports of the Board of Directors and the Auditors thereon.					
Whether promoter/promoter group are interested in the agenda/resolution ?			NO					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in favour (4)	No of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-Voting	161846964	160176024	98.9676	160176024	0	100.00	0.0000
	Poll		0	0.0000	0	0	0	0.0000
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		160176024	98.9676	160176024	0	100.00	0.0000
Public - Institutional holders	E-Voting	31569750	25594727	81.0736	25594727	0	100.00	0.0000
	Poll		0	0.0000	0	0	0	0.0000
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		25594727	81.0736	25594727	0	100.00	0.0000
Public - Non Institution	E-Voting	28756276	2286764	7.9522	2286575	189	99.9917	0.00830
	Poll		350	0.0012	350	0	100.00	0.0000
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		2287114	7.95340	2286925	189	99.9917	0.00830
Total		222172990	188057865	84.6447	188057676	189	99.9999	0.00010



Item No. 2-

2. Ordinary Business			Declaration of Dividend on Equity Shares for the financial year ended 31st March, 2019.					
Whether promoter/promoter group are interested in the agenda/resolution ?			NO					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in favour (4)	No of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-Voting	161846964	160176024	98.96760	160176024	0	100.000	0.0000
	Poll		0	0.00000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		160176024	98.96760	160176024	0	100.000	0.0000
Public - Institutional holders	E-Voting	31569750	25638776	81.21310	25638776	0	100.000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		25638776	81.21310	25638776	0	100.000	0.0000
Public - Non Institution	E-Voting	28756276	2286927	7.95280	2286811	116	99.9949	0.00510
	Poll		350	0.00120	350	0	100.000	0.0000
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		2287277	7.95400	2287161	116	99.9949	0.00510
Total		222172990	188102077	84.66469	188101961	116	99.99994	0.00006



Item No. 3-

3. Ordinary Business			Appointment of director in place of Sri Ajay Baldawa (DIN: 00472128) who retires by rotation and being eligible, offers himself for re-appointment.					
Whether promoter/promoter group are interested in the agenda/resolution ?			NO					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No.of votes in favour (4)	No of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-Voting	161846964	160176024	98.96760	160176024	0	100.0000	0.0000
	Poll		0	0.00000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		160176024	98.96760	160176024	0	100.0000	0.0000
Public - Institutional holders	E-Voting	31569750	25638776	81.21310	25638776	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		25638776	81.21310	25638776	0	100.0000	0.0000
Public - Non Institution	E-Voting	28756276	2286784	7.95230	2284004	2780	99.87840	0.12160
	Poll		350	0.00120	350	0	100.0000	0.0000
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		2287134	7.95350	2284354	2780	99.87850	0.12150
Total		222172990	188101934	84.66463	188099154	2780	99.99852	0.00148



Item No. 4-

4. Ordinary Business			Appointment of director in place of Smt. Nikita Bansal (DIN: 03109710) who retires by rotation and being eligible, offers herself for re-appointment.					
Whether promoter/promoter group are interested in the agenda/resolution ?			NO					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No.of votes in favour (4)	No of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-Voting	161846964	160176024	98.96760	160176024	0	100.0000	0.0000
	Poll		0	0.00000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		160176024	98.96760	160176024	0	100.0000	0.0000
Public - Institutional holders	E-Voting	31569750	25638776	81.21310	25594727	44049	99.8282	0.1718
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		25638776	81.21310	25594727	44049	99.8282	0.1718
Public - Non Institution	E-Voting	28756276	2286784	7.95230	2283878	2906	99.8729	0.1271
	Poll		350	0.00120	350	0	100.0000	0.0000
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		2287134	7.95350	2284228	2906	99.87290	0.12710
Total		222172990	188101934	84.66463	188054979	46955	99.97504	0.02496



Item No. 5-

5. Ordinary Business			Re-appointment of Statutory Auditors of the Company and to fix their remuneration.					
Whether promoter/promoter group are interested in the agenda/resolution ?			NO					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No.of votes in favour (4)	No of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-Voting	161846964	160176024	98.96760	160176024	0	100.0000	0.0000
	Poll		0	0.00000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		160176024	98.96760	160176024	0	100.0000	0.0000
Public - Institutional holders	E-Voting	31569750	25638776	81.21310	25638776	0	100.0000	0.0000
	Poll		0	0.0000	0	0		
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		25638776	81.21310	25638776	0	100.0000	0.0000
Public - Non Institution	E-Voting	28756276	2286784	7.95230	2286504	280	99.98780	0.01220
	Poll		350	0.00120	350	0	100.0000	0.0000
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		2287134	7.95350	2286854	280	99.98780	0.01220
Total		222172990	188101934	84.66463	188101654	280	99.99985	0.00015



SPECIAL BUSINESS

Item No. 6-

6. <u>Special Business</u>			Re-appointment of Sri Vijay Chhibber (DIN: 00396838) as an Independent Director.					
Whether promoter/promoter group are interested in the agenda/resolution ?			NO					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No.of votes in favour (4)	No of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-Voting	161846964	160176024	98.96760	160176024	0	100.0000	0.0000
	Poll		0	0.00000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		160176024	98.96760	160176024	0	100.0000	0.0000
Public - Institutional holders	E-Voting	31569750	24114071	76.38350	24114071	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		24114071	76.38350	24114071	0	100.0000	0.0000
Public - Non Institution	E-Voting	28756276	2286784	7.95230	2282939	3845	99.83190	0.16810
	Poll		350	0.00120	350	0	100.0000	0.0000
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		2287134	7.95350	2283289	3845	99.83190	0.16810
Total		222172990	186577229	83.97836	186573384	3845	99.99794	0.00206



Item No. 7-

7. <u>Special Business</u>			Re-appointment of Sri Sunil Mitra (DIN: 00113473) as an Independent Director.					
Whether promoter/promoter group are interested in the agenda/resolution ?			NO					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in favour (4)	No of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-Voting	161846964	160176024	98.9676	160176024	0	100.0000	0.0000
	Poll		0	0.00000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		160176024	98.96760	160176024	0	100.0000	0.0000
Public - Institutional holders	E-Voting	31569750	24114071	76.38350	24034634	79437	99.67060	0.32940
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		24114071	76.38350	24034634	79437	99.67060	0.32940
Public - Non Institution	E-Voting	28756276	2286784	7.95230	2282813	3971	99.82640	0.17360
	Poll		350	0.00120	350	0	100.0000	0.0000
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		2287134	7.95350	2283163	3971	99.82640	0.17360
Total		222172990	186577229	83.97836	186493821	83408	99.95530	0.04470



Item No. 8-

8. <u>Special Business</u>			Re-appointment of Sri Debanjan Mandal (DIN: 00469622) as an Independent Director.					
Whether promoter/promoter group are interested in the agenda/resolution ?			NO					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No.of votes in favour (4)	No of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-Voting	161846964	160176024	98.96760	160176024	0	100.0000	0.0000
	Poll		0	0.00000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		160176024	98.96760	160176024	0	100.0000	0.0000
Public - Institutional holders	E-Voting	31569750	22997978	72.84810	17091933	5906045	74.3193	25.6807
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		22997978	72.84810	17091933	5906045	74.3193	25.6807
Public - Non Institution	E-Voting	28756276	2285724	7.94860	2281718	4006	99.8247	0.1753
	Poll		350	0.00120	350	0	100.0000	0.0000
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		2286074	7.94980	2282068	4006	99.8248	0.1752
Total		222172990	185460076	83.47553	179550025	5910051	96.8133	3.1867

You are requested to take the above on record.

Thanking you,
Yours faithfully,
For Century Plyboards (India) Ltd.

Company Secretary





SCRUTINIZER'S REPORT

[Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management & Administration) Amendment Rules, 2015]

To,

The Chairman of the 38th (Thirty Eighth) Annual General Meeting (AGM) of Members of Century Plyboards (India) Limited (CIN: L20101WB1982PLC034435), held on Wednesday, 4th day of September, 2019 at Gyan Manch, 11 Pretoria Street, Kolkata- 700 071 at 11.00 A.M.

Dear Sir,

I, Manoj Kumar Banthia, Partner of MKB & Associates, Practicing Company Secretaries, appointed by the Board of Directors of **Century Plyboards (India) Limited** (the Company) for the purpose of scrutinizing the process of voting through Remote e-Voting and voting by use of ballot forms at the Annual General Meeting, pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 and 21 of the Companies (Management & Administration) Rules, 2014 as amended, Regulation 44 of SEBI (LODR) Regulations, 2015 and Secretarial Standards on General Meetings, in respect of the below mentioned Resolutions proposed at the 38th Annual General Meeting of the Company held on Wednesday, 4th day of September, 2019 at Gyan Manch, 11 Pretoria Street, Kolkata- 700 071 at 11.00 A.M., do hereby submit my report as follows:

- (a) The Notice dated 9th August, 2019 convening the 38th Annual General Meeting of the Company along with the Statement under Section 102 of the





Act setting out all material facts in respect of Resolutions mentioned therein, was sent by 11th August, 2019 to the members of the Company.

- (b) The Company provided remote e-voting facility offered by National Securities Depository Limited (NSDL) to its shareholders. At the Annual General Meeting, the Company provided voting facility by way of poll to the shareholders who did not cast their vote through remote e-voting.
- (c) The members holding shares either in physical or dematerialized form, as on the "Cut Off" date i.e. 28th August, 2019 were entitled to vote on the proposed resolutions.
- (d) In terms of the aforesaid Notice and as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, the voting period for remote e-voting commenced on Saturday, 31st August, 2019 at 9:00 AM (IST) and ended on Tuesday, 3rd September, 2019 at 5:00 PM (IST).
- (e) The member and/or their proxies at the meeting exercised their voting rights through ballot papers at the poll conducted at the Annual General Meeting as stated above.
- (f) After conclusion of voting at the 38th Annual General Meeting, the votes cast at the meeting were counted first, and thereafter, the votes cast through remote e-voting were unblocked in presence of Ms. Mudra Khetan and Ms. Payel Mundhra, who acted as witnesses in accordance with Rule 20 the Companies (Management & Administration) Rules, 2014 as amended.
- (g) Thereafter, the details containing, *inter alia*, list of the members, who voted "For" or "Against" on each of the resolutions that were put to vote, were derived from the ballot forms received at the poll conducted at the meeting, as well as the report generated from the e-voting website of NSDL, www.evoting.nsdl.com in respect of remote e-voting.





(h) 197 Members have cast their votes through remote e-voting and all such votes are valid, 49 Members and/or their proxy have cast their votes through poll at the AGM venue out of which votes of 16 members are invalid.

I now submit my consolidated report as under on the result of the remote e-voting and poll conducted at the meeting.

	Number of votes (shares) cast through Remote E- voting. (1)	Number of Votes (shares) cast on Poll at the meeting. (2)	Total (1)+(2)=(3)	% of total number of valid votes cast
ORDINARY BUSINESS				
Item No.1 as an Ordinary Resolution: Receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2019, the Audited Consolidated Financial Statements for the said financial year and the Reports of the Board of Directors and the Auditors thereon.				
(1) Voted in favour of the resolution	188057326	350	188057676	99.9999
(2) Voted against the resolution	189	--	189	0.0001
Total	188057515	350	188057865	100
(3) Invalid votes:	--	380	380	--





Item No. 2 as an Ordinary Resolution: Declaration of Dividend on Equity Shares for the financial year ended 31st March, 2019.

(1) Voted in favour of the resolution	188101611	350	188101961	99.9999
(2) Voted against the resolution	116	--	116	0.0001
Total	188101727	350	188102077	100
(3) Invalid votes:	--	380	380	--

Item No.3 as an Ordinary Resolution: Appointment of director in place of Sri Ajay Baldawa (DIN: 00472128) who retires by rotation and being eligible, offers himself for re-appointment.

(1) Voted in favour of the resolution	188098804	350	188099154	99.9985
(2) Voted against the resolution	2780	--	2780	0.0015
Total	188101584	350	188101934	100
(3) Invalid votes	--	380	380	--

Item No.4 as an Ordinary Resolution: Appointment of director in place of Smt. Nikita Bansal (DIN: 03109710) who retires by rotation and being eligible, offers himself for re-appointment.

(1) Voted in favour of the resolution	188054629	350	188054979	99.9750
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(2) Voted against the resolution	46955	--	46955	0.0250
Total	188101584	350	188101934	100
(3) Invalid votes	--	380	380	--
Item No.5 as an Ordinary Resolution: Re-appointment of Statutory Auditors of the Company and to fix their remuneration.				
(1) Voted in favour of the resolution	188101304	350	188101654	99.9998
(2) Voted against the resolution	280	--	280	0.0002
Total	188101584	350	188101934	100
(3) Invalid votes	--	380	380	--
SPECIAL BUSINESS				
Item No.6 as a Special Resolution: Re-appointment of Sri Vijay Chhibber (DIN: 00396838) as an Independent Director				
(1) Voted in favour of the resolution	186573034	350	186573384	99.9979
(2) Voted against the resolution	3845	--	3845	0.0021
Total	186576879	350	186577229	100





(3) Invalid votes:	--	380	380	--
Item No. 7 as a Special Resolution: Re-appointment of Sri Sunil Mitra (DIN: 00113473) as an Independent Director				
(1)Voted in favour of the resolution	186493471	350	186493821	99.9553
(2) Voted against the resolution	83408	--	83408	0.0447
Total	186576879	350	186577229	100
(3) Invalid votes:	--	380	380	--
Item No. 8 as an Special Resolution: Re-appointment of Sri Debanjan Mandal (DIN: 00469622) as an Independent Director				
(1)Voted in favour of the resolution	179549675	350	179550025	96.8133
(2) Voted against the resolution	5910051	--	5910051	3.1867
Total	185459726	350	185460076	100
(3) Invalid votes:	--	380	380	--

Based on the aforesaid results, the resolution no.(s) 1 to 8 as contained in the Notice have been passed with the requisite majority.

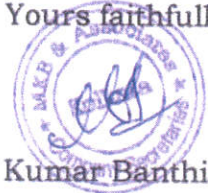




The physical ballot forms, remote e- voting register and other related papers/ registers and records is under my safe custody and will be handed over to the Chairman or Company Secretary for preserving safely after the minutes of the Meeting are signed.

Thanking you,

Yours faithfully



Manoj Kumar Banthia

Partner

MKB & Associates

Membership No.: 11470

COP No.: 7596

FRN: P2010WB042700

Date: 05.09.2019

Place: Kolkata

