

To,  
**Department of Corporate Service**  
**BSE Limited,**

Friday, May 31, 2024

Registered Office ; Floor 25, P. J. Towers,  
Dalal Street, Fort, Mumbai 400001. MAHARASHTRA.  
T: 2272 1233 / 1234 | F : 2272 3121 / 3719 | www.bseindia.com

**Subject : Scrutinizer Report dated May 31, 2024.**

**Reference: Centenial Surgical Suture Ltd. | Scrip Code: 531380**

Dear Sir,

We enclose herewith Scrutinizer Report received from Shri Hemant Shetye, having Membership No. FCS-2827 and Certificate of Practice No. 1483, Designated Partner of M/s. HSPN & Associates LLP stating the results of the votes casted for the Postal Ballot of the Company.

Further, please note that aforesaid Scrutinizer's Report is available on the website of the Company : [www.centenialindia.com](http://www.centenialindia.com).

Please take the above intimation on record.

Sincerely,

For **CENTENIAL SURGICAL SUTURE LTD.**



**MAHIMA  
BATHWAL**

Digitally signed  
by MAHIMA  
BATHWAL  
Date: 2024.05.31  
21:03:50 +05'30'

**Mahima BATHWAL**

Membership No. ACS A35069

**Company Secretary & Compliance Officer**

Enclosure : as mentioned above.

**Registered Office**  
F-29, MIDC, Murbad, Thane 421401.  
MAHARASHTRA.  
☎ 912524222905 Fax 912524222905

**Manufacturing Facility**  
B-17 / F-29 / F-22 MIDC, Murbad,  
Thane 421401. MAHARASHTRA.  
☎ 2524223200 Fax 912524 222872

**Sales Office - Mumbai**  
1<sup>st</sup> Floor, Palai Complex CHS Ltd.,  
Bhandarkar Road, Matunga (East),  
Mumbai 400019. MAHARASHTRA.  
☎ 912224102876 Fax 912224161261

**Sales Office - Bengaluru**  
No.12/42, Udhani Layout,  
Off. Cambridge Road, Halasur,  
Bengaluru 560008. KARNATAKA.  
☎ 9180 2557791 Fax 9180 2557792

**Sales Office - Kolkata**  
Flat No. N-1, Ground Floor, 385,  
Purbachal, Kalitala Road, P.S.Kasba,  
Kolkata 700078. WEST BENGAL.  
☎ 91 3324844875 Fax 91 3324844875

CENTENIAL

www.centenialindia.com | ISO 9001 : 2015 / ISO 13485 : 2016 certified company



# HSPN & ASSOCIATES LLP COMPANY SECRETARIES

LLPIN: AAZ-8456 | Unique Code: L2021MHE011400  
(Formerly known as HS ASSOCIATES  
Unique Code: P2007MH004300)

HEMANT S. SHETYE (Designated Partner)  
B.COM., LLB(Gen.), FCS  
Insolvency Professional

206, 2nd Floor, Tantia Jogani Industrial Estate,  
J. R. Boricha Marg, Opp. Lodha Excelus,  
Lower Parel (E), Mumbai - 400 011.  
Tel: 022 23088998/23008998/40026600/40061100  
Email: hs@hspnassociates.in  
Web.: www.hspnassociates.in

## SCRUTINIZER'S REPORT

To,  
Shri Vijay Majrekar,  
Managing Director,  
Centenial Surgical Suture Limited  
Plot No.F-29, MIDC Industrial Area,  
Murbad, Thane 421401. MAHARASHTRA.

**Subject:** Scrutinizer's Report on Postal Ballot conducted through Electronic Voting System as per Section 108 and Section 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of Companies (Management and Administration) Rules, 2014.

Dear Sir,

CENTENIAL SURGICAL SUTURE LIMITED ("the Company") vide, resolution passed by its Board of Directors at their meeting held on Monday, April 29, 2024, appointed Mr. Hemant Shetye (Membership No. FCS 2827 and COP No. 1483), Designated Partner, HSPN & Associates LLP, Practicing Company Secretary, Mumbai as the Scrutinizer to ensure that the process of Postal Ballot is conducted in the manner prescribed under Section 108 and Section 110 of the Companies Act, 2013 ("the Act") read with Rule 20 and Rule 22 of Companies (Management and Administration) Rules, 2014 (as amended).

As required under Section 110 of the Act read with Rule 22 of the Rules of Chapter VII, read with MCA General Circular No. 14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020, Circular No. 22/2020 dated June 15, 2020, Circular No. 33/2020 dated September 28, 2020, Circular No. 39/2020 dated December 31, 2020, Circular No. 10/2021 dated June 23, 2021, Circular No. 20/2021 dated December 8, 2021 and Circular No. 03/2022 dated 5th May, 2022 11/2022 dated December 28, 2022 and 09/2023 dated September 25, 2023 respectively issued by the Ministry of Corporate Affairs ("MCA") ("herein collectively referred to as MCA Circulars"), the Company has sent the Postal Ballot Notice dated Monday, April 29, 2024 and Explanatory Statement under Section 102 of the Companies Act, 2013 by email only to members who have registered their e-mail address with the Company/ Depositories.

As per the MCA Circulars, physical copies of the Notice, postal ballot forms and pre-paid business Reply Envelopes were not dispatched to the members for this Postal Ballot. Accordingly, the communication for the assent or dissent of the Members took place through remote e-voting system only.

The Company has published an advertisement on Wednesday, May 1, 2024 in New Hub an English Newspaper and in Mumbai Edition of Pratahkal (Regional Newspaper), Marathi newspaper regarding completion of dispatch of Notice of Postal Ballot on Tuesday, April 30, 2024 and also specifying therein the matters prescribed in the rules with regard to e-voting.

The Company has appointed Central Depository Services (India) Limited ("CDSL") for facilitating e-Voting to enable the members to cast their votes electronically (herein referred to as "Remote e-Voting").

Members whose names appeared on the Register of Members / List of Beneficial Owners as on the close of business hours on Friday, April 26, 2024 ("Cut-off date") were considered for the purpose of Remote e-Voting. The Remote e-Voting period commenced on Thursday, May 2, 2024 (09.00 a.m.) IST and ended on Friday, May 31, 2024 (05.00 p.m.) IST.



# HSPN & ASSOCIATES LLP

Thereafter, the votes cast by the members under the Remote e-Voting facility were unblocked and downloaded from the e-voting website <https://www.evotingindia.com/> in the presence of two witnesses who were not in employment of the Company.

The votes received electronically from members till Friday, May 31, 2024 (05.00 p.m.) IST being the last date and time fixed by the Company for postal ballot were considered for my scrutiny. In view of the same, the summary of Remote e-Voting confirmations received is given below:

## Resolution No. 1: Special Resolution

Appointment of Shri Anuj Shah (DIN: 10256390) as an Independent Non-Executive Director of the Company for a period of 05 (Five) years from April 1, 2024 to March 31, 2029.

Item No. (i)	Votes in favor of the Resolution		Votes against the Resolution		Invalid votes Nos. (vi)
	Nos. (ii)	As a % of total number of valid votes (Favor and against) (iii=ii/(ii+iv) *100)	Nos. (iv)	As a % of total number of valid votes (Favor and Against) (v =iv/(ii+iv) * 100)	
Appointment of Shri Anuj Shah (DIN: 10256390) as an Independent Non-Executive Director of the Company.	24,82,347	99.87%	3146	0.13%	#54700

Note: Decimals up to 2 digits have been considered.

# Shri Anuj Shah (DIN: 10256390) Independent Non-Executive Director & being interested in the matter, his and their relatives votes are considered invalid. Invalid votes are not included in calculation of Votes "for" and "against" and in total votes.

Thus, based on the Results, the Special Resolution as contained in Item No. 1 is passed with requisite majority.

## Resolution No. 2: Special Resolution

Appointment of Ms. Ridhima Limaye (DIN : 10256393) as an Independent Non-Executive Director of the Company for a period of 05 (Five) years from April 1, 2024 to March 31, 2029.

Item No. of the Notice (i)	Votes in favor of the Resolution		Votes against the Resolution		Invalid votes Nos. (vi)
	Nos. (ii)	As a % of total number of valid votes (Favor and against) (iii=ii/(ii+iv) *100)	Nos. (iv)	As a % of total number of valid votes (Favor and Against) (v =iv/(ii+iv) * 100)	
Appointment of Ms. Ridhima Limaye (DIN: 10256393) as an Independent Non-Executive Director of the Company	25,37,047	99.88%	3146	0.12%	0

Note: Decimals up to 2 digits have been considered.

Thus, based on the Results, the Special Resolution as contained in Item No. 2 is passed with requisite majority.



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## Resolution No. 3: Special Resolution

Appointment of Shri Akash Modi (DIN : 08698016) as an Independent Non-Executive Director of the Company for a period of 05 (Five) years from April 1, 2024 to March 31, 2029.

Item No. of the Notice (i)	Votes in favor of the Resolution		Votes against the Resolution		Invalid votes Nos. (vi)
	Nos. (ii)	As a % of total number of valid votes (Favor and against) (iii=ii/ii+iv)*100)	Nos. (iv)	As a % of total number of valid votes (Favor and Against) (v =iv/ (ii+iv)* 100)	
Appointment of Shri Akash Modi (DIN: 08698016) as an Independent Non-Executive Director of the Company.	25,37,047	99.88%	3146	0.12%	0

*Note: Decimals up to 2 digits have been considered*

Thus, based on the Results, the Special Resolution as contained in Item No.3 is passed with requisite majority.

## Resolution No. 4: Special Resolution

Consider and approve for giving authorisations to Board of Directors under Section 180(1)(c) of the Companies Act, 2013.

Item No. of the Notice (i)	Votes in favor of the Resolution		Votes against the Resolution		Invalid Votes Nos. (vi)
	Nos. (ii)	As a % of total number of valid votes (Favor and against) (iii=ii / (ii+iv) *100)	Nos. (iv)	As a % of total number of valid votes (Favor and Against) (v =iv/ (ii+iv)* 100)	
Consider and approve for giving authorization to Board of Directors under Section 180(1)(c) of the Companies Act, 2013.	25,37,047	99.88%	3146	0.12%	0

*Note: Decimals up to 2 digits have been considered*

Thus, based on the Results, the Special Resolution as contained in Item No. 4 is passed with requisite majority.



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## Resolution No. 5: Ordinary Resolution

Approve and amend material related party transactions limits with promoters.

Item No. of the Notice (i)	Votes in favor of the Resolution		Votes against the Resolution		Invalid Votes Nos. (vi)
	Nos. (ii)	As a % of total number of valid votes (Favor and against) (iii=ii / (ii+iv) *100)	Nos. (iv)	As a % of total number of valid votes (Favor and Against) (v =iv/ (ii+iv)* 100)	
Approve and amend material related party transactions limits with promoters.	8,26,446	99.62	3146	0.38%	#17,10,601

*Note: Decimals up to 2 digits have been considered*

Thus, based on the Results, the Ordinary Resolution as contained in Item No. 5 is passed with requisite majority.

#In the above resolution, Promoters have voted, however their voting being interested considered "Invalid".

Date: May 31, 2024  
Place: Mumbai  
ICSI UDIN: F002827F000512919  
Peer Review No: 2507/2022

Witness:

1. **Mr.: Abhisekh Wagh.**  
206, 2nd Floor,  
Tantia Jogani Industrial Estate,  
J.R. Boricha Marg, Opp. Lodha Excelus,  
Lower Parel East, Mumbai - 400011.

VIJAY  
KALIDAS  
MAJREKAR  
Digitally signed  
by VIJAY  
KALIDAS  
MAJREKAR  
Date: 2024.05.31  
20:26:21 +05'30'

Counter Signature of Chairman



Thanking you,  
For HSPN & Associates LLP  
Company Secretaries,

Mr. Hemant Shetye  
Designated Partner  
FCS No. -2827  
COP No. -1483

2. **Mr.: Kaushal Parab.**  
206, 2nd Floor,  
Tantia Jogani Industrial Estate,  
J.R. Boricha Marg, Opp. Lodha Excelus,  
Lower Parel East, Mumbai - 400011.