

## Century Plyboards (India) Limited

### Century House,

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Cin No : L20101WB1982PLC034435



Date: 22<sup>nd</sup> April, 2024

BSE Ltd. Phiroze Jeejeebhoy Towers Dalal Street Mumbai- 400 001 <b>Scrip Code: 532548</b>	National Stock Exchange of India Ltd. Exchange Plaza, Bandra Kurla Complex, Bandra (E) Mumbai- 400 051 <b>Scrip Name- Centuryply</b>
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Dear Sir(s)/Madam(s)

### **Sub: Minutes of the Resolutions passed by way of Postal Ballot through remote e-voting Process**

Enclosed herewith please find a copy of Minutes of the resolutions passed by way of postal ballot through remote e-voting process on 16<sup>th</sup> April, 2024. The results of postal ballot had already been announced vide our letter dated 17<sup>th</sup> April, 2024.

This is for your information and record.

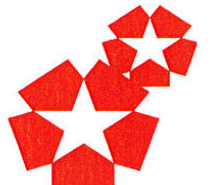
Thanking you,

Yours faithfully,

**For Century Plyboards (India) Ltd.**

**Company Secretary**

Enclosed: As above



**MINUTES OF THE DECLARATION OF RESULTS OF POSTAL BALLOT ON 17<sup>TH</sup> APRIL, 2024 AT AROUND 03:30 P.M. FOR THE SPECIAL BUSINESS PASSED BY THE SHAREHOLDERS OF CENTURY PLYBOARDS (INDIA) LIMITED AS SET OUT IN POSTAL BALLOT NOTICE DATED 15<sup>TH</sup> MARCH, 2024**

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Pursuant to provisions of Section 108, 110 of the Companies Act, 2013 read with Rules thereunder and in accordance with the guidelines prescribed by the Ministry of Corporate Affairs for conducting postal ballot process, the Postal Ballot Notice dated 15<sup>th</sup> March, 2024 along with Explanatory Statement was sent only through electronic mode on 16<sup>th</sup> March, 2024 to those Members whose e-mail addresses were registered with the Depositories/ Company/ Company's Registrar and Share Transfer Agent and whose names were recorded in the Register of Members or List of Beneficial Owners as on the close of working hours on 15<sup>th</sup> March, 2024 ("Cut-Off Date").

The Board of Directors had appointed Shri Manoj Kumar Banthia (ACS 11470/ CP-7596) and failing him, Shri Raj Kumar Banthia (ACS- 17190/CP-18428) of M/s MKB & Associates, Company Secretaries in Practice, Kolkata as Scrutinizer for conducting Postal Ballot, through the e-voting process, in a fair and transparent manner. In conformity with the regulatory requirements, communication of assent or dissent of the Members took place only through the remote e-voting system and option for voting through physical ballot papers was not provided. Accordingly, there was no dispatch of physical copies of Postal Ballot Notice and Postal Ballot forms to the Members of the Company. E-voting facility to Members was provided through National Securities Depository Limited (NSDL). The e-voting period commenced at 9:00 A.M. on 18<sup>th</sup> March, 2024 and ended at 5:00 P.M. on 16<sup>th</sup> April, 2024.

A newspaper advertisement as required under the provisions of the Companies Act, 2013 was published in in Business Standard (All India editions- English Language) and Aajkaal (Kolkata Edition- Bengali Language) on 18<sup>th</sup> March, 2024.

Based on the analysis of the valid votes, the Scrutinizer submitted his report dated 17<sup>th</sup> April, 2024 to the Chairman of the Company, who announced the result of the Postal Ballot as per the Scrutinizer's Report. The details of voting on the resolutions as per the Scrutinizer's report are as under:

**Item no. 1- Special Resolution- Appointment of Shri Pramod Agrawal (DIN: 00279727) as an Independent Director of the Company**

"RESOLVED that pursuant to the provisions of Sections 149, 150, 152, 161, Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') read with the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and 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), the Articles of Association of the Company and on recommendation of Nomination and Remuneration Committee and approval of Board of Directors of the Company, Shri Pramod Agrawal (DIN: 00279727), who has been appointed as an Additional Director of the Company in the Independent category and has submitted a declaration that he meets the criteria of Independence under Section 149(6) of the Act and Regulation

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16(1)(b) of the Listing Regulations and in respect of whom the Company has received a notice in writing under Section 160 (1) of the Act from a member, proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office for a term of 5 (five) years from 1<sup>st</sup> April, 2024 to 31<sup>st</sup> March, 2029 (both days inclusive) on such terms and conditions as stated in the explanatory statement hereto.”

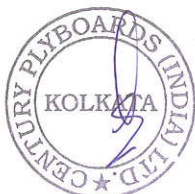
“RESOLVED FURTHER that Board of Directors of the Company, individual Directors and the Company Secretary of the Company, be and are hereby severally authorised to do all acts, deeds, matters and things on behalf of the Company, as may be deemed necessary, expedient or desirable in connection therewith or incidental thereto, to give effect to the foregoing resolution.”

	Voting through e-voting		Voting through Postal Ballot Form		Consolidated Voting Results		
	No. of Members who voted	No. of votes cast	No. of Ballots	No. of votes cast	No. of Members who voted	No. of votes cast	% of total number of valid votes cast
<b>Voted in favour of the resolution</b>	525	206,167,420	NA	NA	525	206,167,420	99.9968
<b>Voted against the resolution</b>	30	6,622	NA	NA	30	6,622	0.0032
<b>Total</b>	555	206,174,042	NA	NA	555	206,174,042	100

Voting results were noted as above and it was recorded that the Resolution(s), as set out in the Notice of Postal Ballot dated 15<sup>th</sup> March, 2024, were duly passed with requisite majority.

Date of entry in Minute Book – 22.04.2024

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Sd/-  
CHAIRMAN

Date: \_\_\_\_\_

Place: \_\_\_\_\_