

**SCRUTINIZER'S REPORT**

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

Dear Sirs,

**Subject: 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 54<sup>th</sup> Annual General Meeting of the shareholders of the Company scheduled on Thursday, 13<sup>th</sup> August, 2020 through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM").
2. As required under Sections 101 and 108 of the Act, Notice dated 14<sup>th</sup> July, 2020 along with Explanatory Statement under Section 102 of the Act were sent to the shareholders in respect of the 54<sup>th</sup> Annual General Meeting of the Company by e-mail on 18<sup>th</sup> July, 2020.

The Company, pursuant to General Circulars No. 14/2020, 17/2020 and 20/2020 dated 8<sup>th</sup> April, 2020, 13<sup>th</sup> April, 2020 and 5<sup>th</sup> May, 2020 respectively issued by the Ministry of Corporate Affairs, published the advertisement in Business Standard, (English newspaper – All Editions) and Loksatta, Pune edition (vernacular language newspaper) both on 17<sup>th</sup> July, 2020, specifying the date and time of the AGM, availability of the notice on Company's website and website of the Stock Exchanges, manner of registration of email ids by the members (both physical and demat) who are yet to register their email ids with the Company, manner of voting through remote e-voting or through e-voting system at the AGM etc.

3. The shareholders holding shares as on the cut-off date (record date) i.e. Thursday, 6<sup>th</sup> August, 2020 were entitled to vote on the proposed resolutions on item no. 1 to 7 as set out in the notice of Annual General Meeting of the Company.
4. 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 10<sup>th</sup> August, 2020 at 9 AM and ended on 12<sup>th</sup> August, 2020 at 5.00 PM and the NSDL remote e-voting module was disabled by NSDL for voting thereafter.
5. The shareholders who could not cast their vote through remote e-voting, were allowed to cast the vote at 54<sup>th</sup> Annual General Meeting (AGM) on 13<sup>th</sup> August, 2020 by way of electronic mode conducted by NSDL.
6. The votes through remote e-voting and e-voting at AGM venue were unblocked on 13<sup>th</sup> August, 2020, in the presence of two witnesses who are not in the employment of the Company.
7. 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.
8. 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, 2020.

<b>(A) Mode of Voting : Remote E-voting</b>								
<b>In Favour of the Resolution</b>			<b>Against the Resolution</b>			<b>Invalid Votes</b>		
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
<b>159</b>	<b>73,85,377</b>	<b>99.99%</b>	<b>7</b>	<b>940</b>	<b>0.01%</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>
<b>(B) Mode of Voting : Remote E-voting during AGM</b>								
<b>In Favour of the Resolution</b>			<b>Against the Resolution</b>			<b>Invalid Votes</b>		
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
<b>1</b>	<b>1,571</b>	<b>100%</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>
<b>Total (A + B)</b>								
<b>In Favour of the Resolution</b>			<b>Against the Resolution</b>			<b>Invalid Votes</b>		
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
<b>160</b>	<b>73,86,948</b>	<b>99.99%</b>	<b>7</b>	<b>940</b>	<b>0.01%</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>



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

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

<b>(A) Mode of Voting : Remote E-voting</b>								
<b>In Favour of the Resolution</b>			<b>Against the Resolution</b>			<b>Invalid Votes</b>		
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
<b>150</b>	<b>69,51,722</b>	<b>94.12%</b>	<b>16</b>	<b>4,34,595</b>	<b>5.88%</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>
<b>(B) Mode of Voting : Remote E-voting during AGM</b>								
<b>In Favour of the Resolution</b>			<b>Against the Resolution</b>			<b>Invalid Votes</b>		
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
<b>1</b>	<b>1,571</b>	<b>100%</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>
<b>Total (A + B)</b>								
<b>In Favour of the Resolution</b>			<b>Against the Resolution</b>			<b>Invalid Votes</b>		
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
<b>151</b>	<b>69,53,293</b>	<b>94.12%</b>	<b>16</b>	<b>4,34,595</b>	<b>5.88%</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>



**Item No. 3****Ordinary Resolution:-**

Declaration of Dividend on equity shares @ Rs.8/- per equity share of Rs.10/- each face value for the Financial Year ended 31st March, 2020.

<b>(A) Mode of Voting : Remote E-voting</b>								
<b>In Favour of the Resolution</b>			<b>Against the Resolution</b>			<b>Invalid Votes</b>		
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
<b>159</b>	<b>73,85,377</b>	<b>99.99%</b>	<b>7</b>	<b>940</b>	<b>0.01%</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>
<b>(C) Mode of Voting : Remote E-voting during AGM</b>								
<b>In Favour of the Resolution</b>			<b>Against the Resolution</b>			<b>Invalid Votes</b>		
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
<b>1</b>	<b>1,571</b>	<b>100%</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>
<b>Total (A + B)</b>								
<b>In Favour of the Resolution</b>			<b>Against the Resolution</b>			<b>Invalid Votes</b>		
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
<b>160</b>	<b>73,86,948</b>	<b>99.99%</b>	<b>7</b>	<b>940</b>	<b>0.01%</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>



**Item No. 4****Special Resolution:**

Continuation of holding office by Mrs. Rajashree Birla (DIN: 00022995) on her re-appointment as Director liable to retire by rotation and on her attaining the age of 75 years on 15th September, 2020.

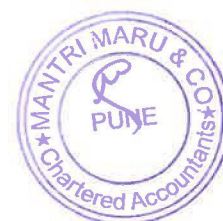
<b>(C) Mode of Voting : Remote E-voting</b>								
<b>In Favour of the Resolution</b>			<b>Against the Resolution</b>			<b>Invalid Votes</b>		
No of shareholders	No. of e-votes cast	% of e-votes cast	No of shareholders	No. of e-votes cast	% of e-votes cast	No. of shareholders	No. of e-votes cast	% of e-votes cast
<b>150</b>	<b>69,51,722</b>	<b>94.12%</b>	<b>16</b>	<b>4,34,595</b>	<b>5.88%</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>
<b>(D) Mode of Voting : Remote E-voting during AGM</b>								
<b>In Favour of the Resolution</b>			<b>Against the Resolution</b>			<b>Invalid Votes</b>		
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
<b>1</b>	<b>1,571</b>	<b>100%</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>
<b>Total (A + B)</b>								
<b>In Favour of the Resolution</b>			<b>Against the Resolution</b>			<b>Invalid Votes</b>		
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
<b>151</b>	<b>69,53,293</b>	<b>94.12%</b>	<b>16</b>	<b>4,34,595</b>	<b>5.88%</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>



**Item No. 5****Ordinary Resolution:-**

Appointment of Mr. Suresh Sodani (DIN 08789604) as a Director of the Company with effect from 1st September, 2020.

<b>(A) Mode of Voting : Remote E-voting</b>								
<b>In Favour of the Resolution</b>			<b>Against the Resolution</b>			<b>Invalid Votes</b>		
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
<b>158</b>	<b>73,85,372</b>	<b>99.99%</b>	<b>8</b>	<b>945</b>	<b>0.01%</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>
<b>(B) Mode of Voting : Remote E-voting during AGM</b>								
<b>In Favour of the Resolution</b>			<b>Against the Resolution</b>			<b>Invalid Votes</b>		
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
<b>1</b>	<b>1,571</b>	<b>100%</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>
<b>Total (A + B)</b>								
<b>In Favour of the Resolution</b>			<b>Against the Resolution</b>			<b>Invalid Votes</b>		
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
<b>159</b>	<b>73,86,943</b>	<b>99.99%</b>	<b>8</b>	<b>945</b>	<b>0.01%</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>



**Item No. 6****Ordinary Resolution:-**

Appointment of Mr. Suresh Sodani (DIN 08789604) as the Managing Director of the Company with effect from 1st September, 2020.

<b>(A) Mode of Voting : Remote E-voting</b>								
<b>In Favour of the Resolution</b>			<b>Against the Resolution</b>			<b>Invalid Votes</b>		
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
<b>158</b>	<b>73,85,372</b>	<b>99.99%</b>	<b>8</b>	<b>945</b>	<b>0.01%</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>
<b>(B) Mode of Voting : Remote E-voting during AGM</b>								
<b>In Favour of the Resolution</b>			<b>Against the Resolution</b>			<b>Invalid Votes</b>		
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
<b>1</b>	<b>1,571</b>	<b>100%</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>
<b>Total (A + B)</b>								
<b>In Favour of the Resolution</b>			<b>Against the Resolution</b>			<b>Invalid Votes</b>		
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
<b>159</b>	<b>73,86,943</b>	<b>99.99%</b>	<b>8</b>	<b>945</b>	<b>0.01%</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>





**Item No. 7****Ordinary Resolution:-**

Ratification of remuneration of M/s.D.C. Dave & Co., Cost Accountants as Cost Auditors for the financial year ended 31st March, 2020.

<b>(A) Mode of Voting : Remote E-voting</b>								
<b>In Favour of the Resolution</b>			<b>Against the Resolution</b>			<b>Invalid Votes</b>		
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
<b>157</b>	<b>73,84,872</b>	<b>99.98%</b>	<b>9</b>	<b>1,445</b>	<b>0.02%</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>
<b>(C) Mode of Voting : Remote E-voting during AGM</b>								
<b>In Favour of the Resolution</b>			<b>Against the Resolution</b>			<b>Invalid Votes</b>		
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
<b>1</b>	<b>1,571</b>	<b>100%</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>
<b>Total (A + B)</b>								
<b>In Favour of the Resolution</b>			<b>Against the Resolution</b>			<b>Invalid Votes</b>		
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
<b>158</b>	<b>73,86,443</b>	<b>99.98%</b>	<b>9</b>	<b>1,445</b>	<b>0.02%</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>

9. The result of the aforesaid e-voting for the Resolutions No. 1 to 7 as set out in Notice dated 14<sup>th</sup> July, 2020 may accordingly be declared by the chairman of the meeting.

Thanking you,

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



**CA Chetan Maru**  
Partner

Membership No. 104522  
UDIN: 20104522AAAAACL197

Place: Pune

Dated: 13<sup>th</sup> August, 2020