



Date: 16th April, 2022

To, The General Manager, Department of Corporate Services, Bombay Stock Exchange Limited, 1st Floor, New Trading Ring, Rotunda Bldg, P.J. Tower, Dalal Street, Mumbai – 400001 BSE Stock Code: 500083	To, The Listing Department, National Stock Exchange of India Limited, Exchange Plaza, Bandra Kurla Complex, Bandra (E), Mumbai – 400051 NSE Stock Code: CENTEXT EQ
---	--

Dear Sir/Madam,

Sub: Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015: Proceedings of the Extraordinary General Meeting (EGM) held on Monday, 04th April, 2022.

We are pleased to enclosing herewith a copy of the Minutes of the Proceedings of the Extraordinary General Meeting (EGM) of the Company held on Monday, the 04th April, 2022 through Video Conferencing/ Other Audio Visual Means ("VC/OAVM") facility.

You are requested to take the same on record and oblige.

Thanking you,

Yours faithfully,

For Century Extrusions Limited



Rohit Kumar
(Company Secretary &
Compliance officer)



ACS: 37781

Encl. As above

Century Extrusions Limited

Regd. & Head Office :
113, Park Street
"N" Block, 2nd Floor
Kolkata -700 016 (W.B.), India
Ph. + 91 (033) 2229 1012/1291
Fax : +91 (033) 2249 5656
E.Mail : century@centuryextrusions.com
Website : www.centuryextrusions.com



CIN : L27203WB1988PLC043705

Works :
WBIIDC Industrial Growth Centre
Plot No. 7A, Sector 'B' NIMPURA
P.O. : Rakhajungle, Kharagpur - 721 301
Dist. : Paschim Medinipur, West Bengal, India
Ph. : +91 (03222) 233 310/324
Fax : +91 (03222) 233 304
E.mail : works@centuryextrusions.com

CENTURY EXTRUSIONS LIMITED

MINUTES OF THE PROCEEDINGS OF THE EXTRAORDINARY GENERAL MEETING (EGM) OF THE MEMBERS OF THE CENTURY EXTRUSIONS LIMITED HELD ON MONDAY, THE 04TH DAY OF APRIL, 2022 WHICH COMMENCED AT 11:00 A.M. (IST) AND CONCLUDED AT 11:44 A.M. (IST) THROUGH VIDEO CONFERENCING/ OTHER AUDIO VISUAL MEANS (“VC/OAVM”) FACILITY

PRESENT

DIRECTORS

- i) Shri Vikram Jhunjhunwala- Chairman-Cum-Managing Director
- ii) Smt. Suhita Mukhopadhyay-Independent Director
- iii) Shri Arun Kumar Hazra- Independent Director
- iv) Shri Rajib Mazumdar- Non-Executive Director
- v) Shri. Deepankar Bose- Independent Director
- vi) Shri. Bishwanath Choudhary- Independent Director

Chief Financial Officer- Shri Nitesh Kumar Kyal

Company Secretary & Compliance Officer- Shri Rohit Kumar

MEMBERS

A total of 56 Members attended the meeting out of which all Members attended the meeting through VC/OAVM facility.

INVITEE

Representatives of the Statutory Auditors and the Secretarial Auditors were also present in the Meeting.

STATUTORY REGISTERS & REPORTS

The prescribed Statutory Registers & Reports of the Company in accordance with the Companies Act, 2013 were placed before the Meeting and remained open and accessible to the Members for inspection during the meeting at CDSL website.

CHAIRMAN

Shri Vikram Jhunjhunwala, being the Chairman of the Company occupied the chair.

QUORUM

The Chairman stated that the “requisite quorum” for commencing the proceedings of the Meeting were present, then the Chairman declared the Meeting open and welcomed the Members.

NOTICE

With the consent of the Members present, the Notice convening of the EGM dated 04th April, 2022 was taken as read.

CHAIRMAN'S SPEECH

The Chairman welcomed the Members and other participants to the Extraordinary General Meeting (EGM) of the Company. He further informed that in view of the current pandemic related situation, the meeting was held through video conferencing, He then delivered the speech apprising Members.

Finally, with his best wishes, he sincerely thanks the shareholders for the abundant trust reposed, and look forward to their continued cooperation in realization of corporate goals in the coming years.

ANNOUNCEMENT

The Company Secretary greeted the Members and briefed them about some basic rules relating to the EGM. He informed that the Company had provided the Members the facility to cast their votes electronically, on all the 3 Items of business set forth in the Notice through Remote e-voting prior to the EGM and through e-voting system during the EGM using the platform provided by Central Depository Services Limited ("CDSL"). The said facility of Remote e-voting commenced on Friday, 01st April, 2022 at 9.00 A.M. and ends on Sunday, 3rd April, 2022, at 5.00 P.M. Further, on 04th April, 2022 the day of EGM, the facility of e-voting was also provided by the Company to its Members present through VC/OAVM facility, who did not cast their votes through remote e-voting.

He further states that, Mrs. Ekta Chhaparia, proprietor of E Chhaparia & Associates, Practicing Chartered Accountant, (M No.: 301367) have been appointed as the Scrutinizer for the purpose to carry out the scrutiny of the Remote Electronic Voting ("E-Voting" here in after) and Electronic Voting at the Extraordinary General Meeting held for and in respect of all the three (3) resolutions, as mentioned herein and as contained in the notice of the said Extraordinary General Meeting ("said EGM" herein after) in a fair and transparent manner.

It was further informed by the Company Secretary that there would be no voting by show of hands. No result would be declared at the Meeting. He also informed that the Company had received request from some Members to pre-register themselves as speaker at the Meeting and accordingly, they would be invited to ask question or express their views when their names are called out by the Company Secretary after all 3 EGM Resolutions are taken up. Members were suggested to keep their question/suggestions brief. After the announcement, the chairman handed over to the Company Secretary to conduct the proceedings of the Meeting.

The following Businesses were transacted vide Resolutions at the Meeting:

Item No. 1: (As an Ordinary Resolution)- Appointment of Shri. Deepankar Bose (DIN-09450920) as a Non-Executive Independent Director of the Company.

After placing the agenda, it was:

"RESOLVED THAT, pursuant to the provisions of Sections 149, 150, 152, 178 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013 thereto, Regulation 17 of the Securities and Exchange Board of India (Listing

Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, and such other necessary approval(s), consent(s) or permission(s), as may be required, if any, Shri. Deepankar Bose holding (DIN-09450920), whose appointment was recommended by the Nomination and Remuneration Committee and confirmed by the Board of Directors as an Additional Director in the category of "Non-Executive Independent Director", in its meeting held on 11th January, 2022 under section 161 of the Companies Act, 2013 and who holds office until the date of General Meeting in terms of Section 161 of the Companies Act, 2013 ,who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and Listing Regulations and in respect of whom the Company has received a Notice in writing under Section 160 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, for a term up to five (5) consecutive years commencing from 11th January, 2022 and his office shall not be liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby severally authorized to do all acts, deeds and things, including but not limited to filing of all related forms with the Ministry of Corporate Affairs, for the implementation of this resolution in the manner most beneficial to the interests of the Company.”

Item No. 2: (As an Ordinary Resolution)- Appointment of Shri. Bishwanath Choudhary (DIN -02313294) as a Non-Executive Independent Director of the Company.

After placing the agenda, it was:

“RESOLVED THAT, pursuant to the provisions of Sections 149, 150, 152, 178 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013 thereto, Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, and such other necessary approval(s), consent(s) or permission(s), as may be required, if any, Shri. Bishwanath Choudhary holding (DIN -02313294), whose appointment was recommended by the Nomination and Remuneration Committee and confirmed by the Board of Directors as an Additional Director in the category of "Non-Executive Independent Director", in its meeting held on 11th January, 2022 under section 161 of the Companies Act, 2013 and who holds office until the date of General Meeting in terms of Section 161 of the Companies Act, 2013 ,who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act read with the Companies

(Appointment and Qualification of Directors) Rules, 2014 and Listing Regulations and in respect of whom the Company has received a Notice in writing under Section 160 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, for a term up to five (5) consecutive years commencing from 11th January, 2022 and his office shall not be liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby severally authorized to do all acts, deeds and things, including but not limited to filing of all related forms with the Ministry of Corporate Affairs, for the implementation of this resolution in the manner most beneficial to the interests of the Company.”

Item No.3: (As an Special Resolution)- Re-appointment of Shri Vikram Jhunjunwala (DIN:00169833) as Chairman & Managing Director of the Company.

After placing the agenda it was:

"RESOLVED THAT pursuant to recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors and pursuant to the provisions of Sections 196, 197, 198, 203 and all other applicable provisions if any, read with Schedule V of the Companies Act, 2013 ('Act') and pursuant to the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended and other applicable provisions of the Companies Act, 2013 and Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and any subsequent amendment/modification in the Rules, Act and/or applicable laws in this regard, the approval of the Members of the Company be and is hereby accorded for the re-appointment and payment of remuneration to Shri Vikram Jhunjunwala (DIN: 00169833) as Chairman & Managing Director of the Company for a period of three years effective from 12.02.2022 to 11.02.2025, on the terms and conditions as set out in the Explanatory Statement annexed to the notice convening this meeting and specifically approved with powers to the Board of Directors (which term shall be deemed to include any committee thereof for the time being and from time to time, to which all or any of the powers hereby conferred on the Board by this resolution may have been delegated) to alter, amend, vary and modify the terms and conditions of the said re-appointment and remuneration payable from time to time as they deem fit in such manner and within the limits prescribed under Schedule V to the said Act or any statutory amendment(s) and/or modification(s) thereof:

RESOLVED FURTHER THAT Shri Vikram Jhunjunwala (DIN: 00169833) Chairman & Managing Director of the Company be and is hereby authorised, empowered and vested with the substantial powers of the Management of the Company for carrying out the affairs and activities of the Company subject to the superintendence, control and direction of the Board of Directors of the Company.

RESOLVED FURTHER THAT the Board of Directors (which term shall, unless repugnant to the context or meaning thereof, be deemed to include a duly authorised 'Committee' thereof) be and is hereby authorised to do and perform all such acts, deeds, matters or things as may be considered necessary, appropriate, expedient or desirable to give effect to above resolution."

INVITATION TO PRE-REGISTERED SPEAKERS

The Company Secretary then invited the Members who had pre-registered themselves as speaker in the order in which they had pre-registered, to share their views, ask question and offer comments on the all three Agenda of the EGM dated 04th April, 2022. The Members express their views mainly relating to the all three agendas of the EGM.

The Company Secretary thereafter, thanked the Members for attending the Meeting and declared the EGM Closed.

DECLARATION OF VOTING RESULTS

On the basis of the Scrutinizer's Report on the 'Remote Electronic Voting' and 'Electronic Voting at the Meeting' submitted to the Chairman the results in respect of the Resolutions passed in the EGM of the Company' held on 04th April, 2022 through Video Conferencing/ Other Audio Visual Means ("VC/OAVM") Facility, were as follows:-

Item No 1: Ordinary Resolution

Appointment of Shri. Deepankar Bose (DIN-09450920) as a Non-Executive Independent Director of the Company.

Particulars	Remote e-voting		E-Voting at the EGM		Total		Percentag
	No. of Shareholders (A)	No. of Votes (B)	No. of Shareholders (C)	No. of Votes (D)	No. of Shareholders (A+C)	No. of Votes (B+D)	
Assent	38	24979957	0	0	38	24979957	99.9935
Dissent	7	1617	0	0	7	1617	0.0065
Total	45	24981574	0	0	45	24981574	100.00
Invalid	0	0	0	0	0	0	0

Item No 2: Ordinary Resolution

Appointment of Shri. Bishwanath Choudhary (DIN -02313294) as a Non-Executive Independent Director of the Company.

Particulars	Remote e-voting		E-Voting at the EGM		Total		Percentage
	No. of Shareholders (A)	No. of Votes (B)	No. of Shareholders (C)	No. of Votes (D)	No. of Shareholders (A+C)	No. of Votes (B+D)	
Assent	37	24979857	0	0	37	24979857	99.9931
Dissent	8	1717	0	0	8	1717	0.0069
Total	45	24981574	0	0	45	24981574	100.00
Invalid	0	0	0	0	0	0	0

Item No 3: Special Resolution

Re-appointment of Shri Vikram Jhunjunwala (DIN:00169833) as Chairman & Managing Director of the Company.

Particulars	Remote e-voting		E-Voting at the EGM		Total		Percentage
	No. of Shareholders (A)	No. of Votes (B)	No. of Shareholders (C)	No. of Votes (D)	No. of Shareholders (A+C)	No. of Votes (B+D)	
Assent	37	24675553	0	0	37	24675553	98.7968
Dissent	7	300521	0	0	7	300521	1.2032
Total	44	24976074	0	0	44	24976074	100.00
Invalid	0	0	0	0	0	0	0

The aforesaid voting results were made available within 2 working days from the date of the EGM and was posted on Company's website at www.centuryextrusions.com.

VOTE OF THANKS

As there was no other business to transact, the Meeting concluded with a Vote of thanks to the Chair.

SD/-
VIKRAM JHUNJHUNWALA
CHAIRMAN