

CENTURY ENKA LIMITED

Minutes of the proceedings of the Announcement of Postal Ballot Result
on Friday, the 16th April, 2010 at 'Birla Building', 16th Floor,
9/1, R. N. Mukherjee Road, Kolkata - 700001 at 12.30 P.M.

P r e s e n t

Shri G. M. Singhvi, Whole-time Director

.....-13-.....Members in person

Shri G. M. Singhvi informed that the Company on 12th & 13th March, 2010 had despatched to all the Shareholders, a Notice dated 22nd February, 2010 under Section 192A of the Companies Act, 1956 read with the Companies (Passing of Resolution by Postal Ballot) Rules, 2001 for seeking consent of the Shareholders to the following *Special Resolution* by means of voting by Postal Ballots.

“RESOLVED THAT pursuant to the provisions of Section 17, read with Section 146(2) and Section 192A and all other applicable provisions, if any, of the Companies Act, 1956, Companies (Passing of Resolution by Postal Ballot) Rules, 2001 (including any statutory modification(s) or re-enactment in the Act and Rules, for the time being in force) and subject to the requisite approval, confirmation or sanction of the Company Law Board / Central Government and subject to such conditions, as may be prescribed while granting such approval, confirmation or sanction, and as may be agreed by the Board of Directors of the Company (which term shall be deemed to include Committee of Directors as constituted or hereinafter constitute to exercise its powers including powers conferred by the resolution), the consent of the members of the Company be and is hereby accorded to change the Registered Office of the Company from the State of West Bengal to the State of Maharashtra.”

“RESOLVED FURTHER THAT Clause No.II of the Memorandum of Association of the Company be altered by the substitution of the words “State of Maharashtra” in place of the words “State of West Bengal.”

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"RESOLVED FURTHER THAT from the date of approval of e-form filed for alteration of Memorandum of Association of the Company, the Registered Office of the Company shall be situated at 2nd Floor, Century Arcade, Narangi Baug Road, Pune – 411 001."

"RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters and things as it may in its absolute discretion deem necessary or desirable for and on behalf of the Company."

"RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to delegate all or any of the power conferred by this resolution to Committee of Directors, Director(s) or Officer(s) of the Company to give effect to the above said resolution."

Shri G. M. Singhvi further informed that Mr. Karnal Kumar Sharma, the Scrutinizer appointed by the Board for scrutiny of Postal Ballots had submitted his Report on 14th April, 2010 after taking into consideration of Postal Ballots received upto the close of the working hours on 12th April, 2010.

Shri G. M. Singhvi then announced the result of the Postal Ballots based on the Report submitted by the Scrutinizer details whereof were given below :

Number of total Postal Ballot received	2043
Number of valid Postal Ballot	1973
Number of Invalid Postal Ballot	70
No. of Vote in favour of the Special Resolution	82,50,498
No. of Vote against the Special Resolution	2,583

Shri G. M. Singhvi, thereafter, declared that the Special Resolution stated hereinabove as carried by requisite majority.

G.M. Singhvi
16/04/10
Whole-time Director

CERTIFIED TO BE TRUE
For CENTURY ENKA LIMITED

C. S. P. G. S.

Secretary