

## ANNEXURE

## CENTURY ENKA LIMITED

## Details of Agenda

Item No. of AGM Notice	Brief Particulars of Resolution	Type of Resolution	Mode of Voting
1	To consider the Reports of the Auditors and Directors and to receive, consider and adopt the audited financial statements for the year ended 31 <sup>st</sup> March, 2014.	Ordinary Resolution	E-voting & Poll
2	To declare dividend on Equity Shares for the year ended 31 <sup>st</sup> March, 2014.	Ordinary Resolution	E-voting & Poll
3	To appoint a Director in place of Mr. B. K. Birla (holding DIN 00055856) who retires by rotation and being eligible offers himself for reappointment.	Ordinary Resolution	E-voting & Poll
4	To appoint M/s. Price Waterhouse, Chartered Accountants (Firm Registration No. 301112E) as Auditors of the Company and to authorise the Board of Directors to fix their remuneration.	Ordinary Resolution	E-voting & Poll
5	To appoint Mrs. Saraladevi Birla, (holding DIN 01625592) (who was appointed as an additional Director by the Board of Directors) as a Director of the Company liable to retire by rotation.	Ordinary Resolution	E-voting & Poll
6	To appoint Mr. R.A. Shah (holding DIN 00009851), Director of the Company, as an Independent Director of the Company to hold office for five consecutive years for a term upto 31 <sup>st</sup> March, 2019.	Ordinary Resolution	E-voting & Poll
7	To appoint Mr. B.S. Mehta (holding DIN 00035019), Director of the Company, as an Independent Director of the Company to hold office for five consecutive years for a term upto 31 <sup>st</sup> March, 2019.	Ordinary Resolution	E-voting & Poll
8	To appoint Mr. S.K. Jain (holding DIN 02843676), Director of the Company, as an Independent Director of the Company to hold office for five consecutive years for a term upto 31 <sup>st</sup> March, 2019.	Ordinary Resolution	E-voting & Poll
9	To accord consent of the Company to the Board of Directors pursuant to Section 180(1)(c) and other applicable provisions, if any, of the Companies Act,	Special Resolution	E-voting & Poll



	2013 to borrow monies up to Rs. 300 crores over and above the aggregate of the paid-up share capital and free reserves of the Company.		
10	To accord consent of the Company to the Board of Directors to mortgaging and/or charging of any of the immovable and movable properties and assets of the Company and/or whole or substantially the whole of the undertaking(s) of the Company, present and future, to secure the borrowings not exceeding Rs.300 crores over and above the aggregate of paid up share capital of the Company and its free reserves.	Special Resolution	E-voting & Poll
11	To accord approval of the Company for making offer or invitation to subscribe to Non-Convertible Debentures on private placement during a period of one year from the date of this Annual General Meeting provided the outstanding amount at any time shall not exceed Rs. 150 crores.	Special Resolution	E-voting & Poll
12	To accord approval of the Company for payment of commission to Directors, other than Whole-time Directors at a rate not exceeding 1% of the net profits of the Company.	Special Resolution	E-voting & Poll

