

o, cyons name, constant you do it. (Indi: Phones: +91(33) 3940-3950 Fax: +91(33) 2248 3539 E-mail: kolkata@centuryply.com Website: www.centuryply.com CIN: L20101WB1982PLC034435

### September 12, 2014

Phiroze Jeejeebhoy Towers Dalal Street  Exchange Plaza, Bandra Kurla Complex, Bandra (E) Mumbai 400 051	
Time 25 to 1 (E)	

#### **Dear Sirs**

# Sub: Voting Results under Clause 35A of the Listing Agreement

In terms of Clause 35A of the Listing Agreement, we give below the details of e-voting results declared at the Annual General Meeting of the Members of the Company held on 11<sup>th</sup> September, 2014 at 11:00 A.M at Indian Chamber of Commerce Auditorium, 10th Floor, 4, India Exchange Place, Kolkata 700 001.

Date of Annual General Meeting	September 11, 2014		
	11842		
Total number of shareholders on record date	2185		
No. of Shareholders present in the meeting either in person or through	2103		
proxy	26		
Promoters and Promoter Group	2159		
Public No. of Shareholders attended the meeting through Video	NIL		
Conferencing 1 Properties Group	N.A.		
Promoters and Promoter Group	N.A.		
Public			

## Agenda-wise

The mode of voting for all resolutions was E-voting conducted between September 5, 2014 (9.00 A.M) to September 7, 2014 (6.00 P.M).

Given below is resolution wise result of e-voting-





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<u>Item No. 1-</u>
Consider and adopt Audited Financial Accounts for the financial year ended 31st March, 2014, together with Report of the Board of Directors and Auditors thereon. (Ordinary Resolution)

Promoter/Public	No. of	No. of	% of Votes	No. of Votes	No. of	, 0 02 . 0 00	% of Votes
	shares held	votes	Polled on	- in favour	Votes		against on
	1		outstanding		-	votes polled	votes polled
		1	shares		against		
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=	(7)=
	(1)	(2)				[(4)/(2)]*100	[(5)/(2)]*100
Promoter and	165434851	165434851	100.00	165434851	Nil	100.00%	Nil
Promoter Group				225222	D T*1	100.000/	Nil
Public –	14480788	9873228	68.18	9873228	Nil	100.00%	1911
Institutional							
holders					10	00.000/	NT:1
Public-Others	42257351	16814586	39.79	16814538	48	99.99%	Nil
Total	222172990	192122665	86.47	192122617	48	99.99%	Nil

<u>Item No. 2-</u> Declaration of Dividend for the financial year ended 31st March, 2014. (Ordinary Resolution)

Promoter/Public	shares held	votes polled	Polled on	No. of Votes - in favour	Votes	in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=  [(4)/(2)]*100	(7)= $[(5)/(2)]*100$
Promoter and	165434851	165434851	100.00	165434851	Nil	100.00%	Nil
Promoter Group Public –	14480788	9873228	68.18	9873228	Nil	100.00%	Nil
Institutional holders			0.50	16814583	3	99.99%	Nil
Public-Others Total	42257351 222172990	16814586 192122665	39.79 86.47	192122662	<del> </del>	99.99%	Nil





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Item No. 3-Appointment of Sri Prem Kumar Bhajanka who retires by rotation and being eligible, offers himself for re-appointment. (Ordinary Resolution)

Promoter/Public	shares held	votes polled	% of Votes Polled on outstanding shares	Votes - in favour	Votes	in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and	1	165434851	100.00	165434851	Nil	100.00%	Nil
Promoter Group Public – Institutional	14480788	9873228	68.18	9873228	Nil	100.00%	Nil
holders	42257251	16814586	39.79	16814538	48	99.99%	Nil
Public-Others Total	42257351 222172990	192122665		192122617		99.99%	Nil

Appointment of Statutory Auditors and to authorise the Board of Directors to fix their remuneration. (Special Resolution)

Promoter/Public	shares held	votes polled	Polled on	Votes - in favour	Votes	in favour on votes polled	% of Votes against on votes polled
	(1)	1	(3) = [(2)/(1)] * 100	(4)	(5)	(6)= [(4)/(2)]*100	(7)=  [(5)/(2)]*100
Promoter and	165434851	165434851	100.00	165434851	Nil	100.00%	Nil
Promoter Group Public –	14480788	9873228	68.18	9873228	Nil	100.00%	Nil
Institutional holders				1.001.422.0	48	99.99%	Nil
Public-Others Total	42257351	16814386 192122465	39.79 86.47	16814338 192122417		99.99%	Nil





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Item No.5-

Approval of payment of remuneration by way commission to non-executive Directors. (Special Resolution)

7D 11:-	NI <sub>2</sub> of	No. of	% of Votes	No. of	No. of	% of Votes	% of Votes
Promoter/Public	shares held	110.01	Polled on	Votes - in	1		against on
	Silares fiera		outstanding	favour	ł	votes polled	votes polled
		1	shares		against		
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=	(7)=
		·				[(4)/(2)]*100	[(5)/(2)]*100
Promoter and	165434851	165434851	100.00	165434851	Nil	100.00%	Nil
Promoter Group	1				2 711	100.000/	Nil
Public –		9873228	68.18	9873228	Nil	100.00%	INII
Institutional							
holders			2.2.70	16811527	48	99.99%	Nil
Public-Others	42257351	16811575	39.78			99.99%	Nil
Total	222172990	192119654	86.47	192119606	48	37.33/0	1411

Item No. 6 -Appointment of Sri Mangi Lal Jain as an Independent Director of the Company. (Ordinary Resolution)

D / /D 11's	No. of	No. of	% of Votes	No. of		70 01 . 0002	% of Votes
Promoter/Public	shares held	110.02	Polled on	Votes - in			against on
		1000		favour	l .	r o co	votes polled
		Pozza	shares	-	against		
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=	(7)=
	(1)	(2)				[(4)/(2)]*100	[(5)/(2)]*100
			100.00	165434851	Nil	100.00%	Nil
Promoter and	165434851	165434851	100.00	103434031	1 111		
Promoter Group			(0.10	9873228	Nil	100.00%	Nil
Public -	14480788	9873228	68.18	9873220	1 111		
Institutional							
holders			20.70	16811328	48	99.99%	Nil
Public-Others	42257351	16811376	39.78	192119407		99.99%	Nil
Total	222172990	192119455	86.47	192119407			





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Item No. 7-Appointment of Sri Manindra Nath Banerjee as an Independent Director of the Company. (Ordinary Resolution)

Promoter/Public	shares held	votes	Polled on	Votes - in favour	Votes	in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)=  [(5)/(2)]*100
Promoter and	1	165434851	100.00	165434851	Nil	100.00%	Nil
Promoter Group Public – Lustitutional		9873228	68.18	9873228	Nil	100.00%	Nil
Institutional holders	40057051	16814386	39.79	16814338	48	99.99%	Nil
Public-Others Total	42257351 222172990		86.47	192122417		99.99%	Nil

Item No. 8-Appointment of Sri Santanu Ray as an Independent Director of the Company. (Ordinary Resolution)

Promoter/Public	shares held	votes	Polled on	No. of Votes - in favour	Votes	in favour on	% of Votes against on votes polled
		P	shares		against	1	
	(1)	!	(3) = [(2)/(1)] * 100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= $[(5)/(2)]*100$
Promoter and	1	165434851	100.00	165434851	Nil	100.00%	Nil
Promoter Group Public	14480788	9873228	68.18	9873228	Nil	100.00%	Nil
Institutional							> T*1
holders	42257251	16814381	39.79	16814333	48	99.99%	Nil
Public-Others Total	42257351 222172990	192122460		192122412	48	99.99%	Nil





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Item No. 9Appointment of Sri Samarendra Mitra as an Independent Director of the Company. (Ordinary Resolution)

Promoter/Public	shares held	votes polled	Polled on	No. of Votes - in favour	Votes - against	in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and		165434851	100.00	165434851	Nil	100.00%	Nil
Promoter Group Public – Institutional	14480788	9873228	68.18	9873228	Nil	100.00%	Nil
holders	40057251	16814376	39.79	16814328	48	99.99	Nil
Public-Others Total	42257351 222172990	192122455		192122407		99.99	Nil

Item No. 10-Appointment of Sri Asit Pal as an Independent Director of the Company. (Ordinary Resolution)

				C	NI. of	% of Votes	% of Votes
Promoter/Public	No. of	No. of	% of Votes	110.02		70 01 . 0	against on
Promoter/1 done	shares held		Polled on	Votes - in	,	ALL MOTOR	votes polled
		polled	outstanding	favour	1		votes poned
		P	shares		against		
				(4)	(5)	(6)=	(7)=
	(1)	(2)	(3)=[(2)/(1)]*100			[(4)/(2)]*100	[(5)/(2)]*100
				165434851		100.00%	Nil
Promoter and	165434851	165434851	100.00	103434031	1411		
Promoter Group				9873228	Nil	100.00%	Nil
Public -	14480788	9873228	68.18	98/3220	1411		
Institutional							
holders			20.70	16814333	48	99.99%	Nil
Public-Others	42257351	16814381	39.79	192122412		99.99%	Nil
Total	222172990	192122460	86.47	192122412	2 40	77.57	





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Item No. 11-

Appointment of Smt. Mamta Binani as an Independent Director of the Company. (Ordinary Resolution)

Promoter/Public	No. of	No. of	% of Votes	No. of	No of	% of Votes	% of Votes
		12.00					
	shares held	votes	Polled on	Votes - in	Votes		against on
		polled	outstanding	favour	-	votes polled	votes polled
	-		shares		against		
	(1)	(2)	(3)=[(2)/(1)]*100	(4)		(6)=	(7)=
•						[(4)/(2)]*100	[(5)/(2)]*100
			100.00	1.65.40.4051	» T'1	100 000/	Nil
Promoter and	165434851	165434851	100.00	165434851	Nil	100.00%	INII
Promoter Group							
Public –	14480788	9873228	68.18	9873228	Nil	100.00%	Nil
Institutional							
holders							2 704
Public-Others	42257351	16814370	39.79	16814322	48	99.99	Nil
Total	222172990	192122449	86.47	192122401	48	99.99	Nil

Item No. 12-Adoption of revised Articles of the Articles of Association of the Company. (Special Resolution)

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polled
2)]*100
Vil
Nil
Nil
Nil
7





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<u>Item No. 13-</u> Authorisation to the Board to mortgage, hypothecate or create charge on Company's assets. (Special Resolution)

Promoter/Public	shares held	votes polled	Polled on	Votes - in	Votes -	in favour on	% of Votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)		(6)= [(4)/(2)]*100	(7)=  [(5)/(2)]*100
Promoter and Promoter Group	165434851	165434851	100.00	165434851	Nil	100.00%	Nil
Public – Institutional	14480788	9873228	68.18	1876548	7996680	19.01%	80.99%
holders	40057251	16514381	39.08	16514198	183	99.99%	Nil
Public-Others Total	42257351 222172990	191822460		183825597			4.17%

<u>Item No. 14-</u> Authorisation to the Board to borrow up to an amount not exceeding Rs. 2,000 crores. (Ordinary Resolution)

Promoter/Public	shares held	votes polled	Polled on	Votes - in	Votes -	in favour on	% of Votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= $[(5)/(2)]*100$
Promoter and		165434851	100.00	165434851	Nil	100.00%	Nil
Promoter Group Public –		9873228	68.18	1876548	7996680	19.01%	80.99%
Institutional holders				1.012702	683	99.99%	Nil
Public-Others Total	42257351	16814385 192122464	39.79 86.47	16813702 184125101			4.16





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Item No. 15-

Appointment of Sri Rajesh Kumar Agarwal, relative of a Director, as an employee in the company. (Special Resolution)

Promoter/Public	shares held	votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	Votes	in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)=  [(5)/(2)]*100
Promoter and	165434851	154979853	93.68	154979853	Nil	100.00%	Nil
Promoter Group Public –	14480788	9873228	68.18	9873228	Nil	100.00%	Nil
Institutional holders		1.001.4296	39.79	16814203	183	99.99%	Nil
Public-Others Total	42257351 222172990	16814386 181667467		181667284		99.99%	Nil

Item No. 16-Appointment of Sri Abhishek Rathi, relative of a Director, as an employee in the company. (Special Resolution)

•				) C	NIo of	% of Votes	% of Votes
Promoter/Public	110.02	110.01	/0 OI V 0 0 0 5	1 101 02		, O Oz . O	against on
	shares held	1000	Polled on	Votes - in			votes polled
		polled	outstanding	favour	l	· Cool F	votes pozzes
			shares		against		
		(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=	(7)=
	(1)	(2)	(3)-[(2)/(1)] 100			[(4)/(2)]*100	[(5)/(2)]*100
•							
Duramatan and	165434851	165434851	100.00	165434851	Nil	100.00%	Nil
	103434031	103 13 100					NT:1
Promoter Group	1.1.100700	9873228	68.18	9873228	Nil	100.00%	Nil
Public –	14480788	9813220	00.10				
Institutional							
holders		1.6721276	20.50	16731193	183	99.99%	Nil
Public-Others	42257351	10,0	39.59			99,99%	Nil
Total	222172990	192039455	86.44	192039272	103	33.3370	1





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<u>Item No. 17-</u>
Appointment of Sri Surender Kumar Gupta, relative of a Director, as an employee in the company. (Special Resolution)

							,
Promoter/Public	No. of	No. of	% of Votes	No. of		, 0 02 . 0000	% of Votes
	shares held	votes	Polled on	Votes - in	Votes		against on
	1		outstanding	favour	-	votes polled	votes polled
		<del>*</del>	shares		against		
	(1)	(2)	(3)=[(2)/(1)]*100	(4)		(6)=	(7)=
						[(4)/(2)]*100	[(5)/(2)]*100
	1.5710.1071	1.5.60.00.60.1	04.40	156308681	Nil	100.00%	Nil
Promoter and	165434851	156308681	94.48	130308081	1411	100.0070	1 111
Promoter Group						100000/	NT:1
Public –	14480788	9873228	68.18	9873228	Nil	100.00%	Nil
Institutional							
holders							2 704
Public-Others	42257351	16814386	39.79	16814203	183	99.99%	Nil
Total		182996295	82.37	182996112	183	99.99%	Nil
I Utai	444114770	120-220-2		<u> </u>			

You are requested to take the above on record.

Thanking you, Yours faithfully,

For Century Plyboards (India) Ltd.

Sundeep Jhunjhunwala Company Secretary