

# CENTURY ENKA LIMITED

PHONE : +91-22-4321 5300 / 2202 7375  
FAX : +91-22-4321 5353 / 2287 3952  
E-mail : admin@centuryenka.com  
Website : www.centuryenka.com



HEAD OFFICE :  
"BAKHTAWAR"  
NARIMAN POINT,  
MUMBAI-400 021.

16<sup>th</sup> July, 2016

**BSE Limited**  
Phiroze Jeejeebhoy Towers  
Dalal Street,  
Mumbai - 400 001.

Ref : **Scrip Code : 500280**

Sub: **Proceeding of the 50<sup>th</sup> Annual General Meeting**

**Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

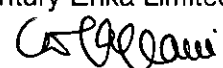
Dear Sirs,

This is to inform that the 50<sup>th</sup> Annual General Meeting (AGM) of the Shareholders of the Company was held on 15<sup>th</sup> July, 2016 at 12.30 P.M at Pudumjee Hall, Mahratta Chamber of Commerce, Industries and Agriculture, Tilak Road, Pune-411002. The proceeding of the meeting passing the resolutions is given herebelow:

Item No. of AGM Notice	Brief Particulars of Resolutions	Type of Resolution	Result
1	To consider the Reports of the Auditors and directors and to receive, consider and adopt the audited financial statements for the year ended 31st March, 2016.	Ordinary Resolution	Passed by Requisite Majority
2	To appoint a Director in place of Mr.B.K. Birla who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary Resolution	Passed by Requisite Majority
3	To declare dividend on equity shares @ Rs.7.50 per equity share of Rs.10/- each face value for the Financial Year ended 31st March, 2016 which includes Special Dividend at the rate of Rs.1.50 per Equity Share to commemorate Golden Jubilee Year.	Ordinary Resolution	Passed by Requisite Majority
4	To appoint M/s. Khimji Kunverji & Co. Chartered Accountants (Firm Registration No.105146W) as Auditors of the Company for a term of five consecutive years and authorise the Board of Directors to fix their remuneration.	Ordinary Resolution	Passed by Requisite Majority
5	To Re-appoint Mr. G. M. Singhvi as a Whole-time Director of the Company for a period of 1 year.	Special Resolution	Passed by Requisite Majority
6	To offer or invitation to subscribe to Non-Convertible Debentures on private placement basis not exceeding Rs.150 crores at any time.	Special Resolution	Passed by Requisite Majority

Copy of Scrutinizer's Report dated July 15, 2016 is attached herewith.

Thanking you,

Yours faithfully,  
For Century Enka Limited  
  
(C B Gagrani)  
Company Secretary

Regd. Off. : Plot No. 72 & 72-A, MIDC, Bhosari, Pune - 411 026.  
Factory : Bhosari, Pune - 411 026.  
Tel. : +91-20-6612 7300, 2712 0423 • Fax : +91-20-2712 0113  
CIN : L24304PN1965PLC139075

ISO 9001  
BUREAU VERITAS  
Certification

Excluding Design





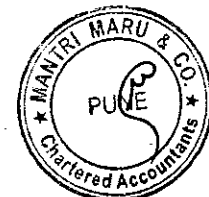
## SCRUTINIZER'S REPORT

To,  
The Chairman,  
Century Enka Limited,  
Plot No.72 & 72-A,  
MIDC, Bhosari,  
Pune-411 026.

Dear Sir,

Sub: 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 50<sup>th</sup> Annual General Meeting of the shareholders of the Company held on Friday, 15<sup>th</sup> July, 2016.
2. As required under Section 101 and 108 of the Act, Notice dated 4<sup>th</sup> May, 2016 along with Explanatory Statement under Section 102 of the Act were sent to the shareholders in respect of the 50<sup>th</sup> Annual General Meeting of the Company. The shareholders holding shares as on the cut-off date (record date) i.e. Friday, 8<sup>th</sup> July, 2016 were entitled to vote on the proposed resolutions on item no. 1 to 6 as set out in the notice of Annual General Meeting of the Company.
3. The Company has availed the e-voting facility offered by the National Securities Depository Limited (NSDL) for conducting remote e-voting by shareholders of the Company. The remote e-voting period commenced on 12<sup>th</sup> July, 2016 at 9:00 AM and ended on 14<sup>th</sup> July, 2016 at 5:00 PM and NSDL remote e-voting module was disabled by NSDL for voting thereafter.
4. The shareholders who could not cast their vote through remote e-voting, were allowed to cast the vote at 50<sup>th</sup> Annual General Meeting (AGM) venue on 15<sup>th</sup> July, 2016 by way of electronic mode conducted by NSDL.
5. The votes through remote e-voting and e-voting at AGM venue were unblocked on 15<sup>th</sup> July, 2016 in the presence of two witnesses who are not in the employment of the Company.



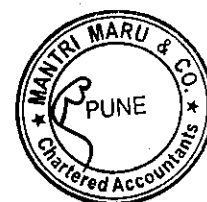
6. I have scrutinized and reviewed the remote e-voting and e-voting at AGM venue and votes tendered therein and maintained a Register in which necessary entries have been made in accordance with the above rules.
7. I now submit my report as under on the result of the voting through electronic means in respect of the said Resolutions:

**Item No. 1**

**Ordinary Resolution:-**

To consider the Reports of the Auditors and directors and to receive, consider and adopt the audited financial statements for the year ended 31st March, 2016.

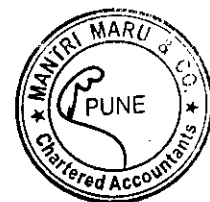
<b>(A) Mode of Voting : Remote E-voting</b>								
<b>In Favour of the Resolution</b>			<b>Against the Resolution</b>			<b>Invalid Votes</b>		
No of shareholders	No. of e-votes cast	% of e-votes cast	No of shareholders	No. of e-votes cast	% of e-votes cast	No. of shareholders	No. of e-votes cast	% of e-votes cast
101	85,93,467	99.46%	1	10	0.00%	3	46,373	0.54%
<b>(B) Mode of Voting : E-voting at AGM Venue</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
51	14,94,997	100.00%	Nil	Nil	Nil	Nil	Nil	Nil
<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
152	1,00,88,464	99.54%	1	10	0.00%	3	46,373	0.46%



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

To appoint a Director in place of Mr.B.K. Birla who retires by rotation and being eligible, offers himself for re-appointment.

<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
93	85,11,629	98.49%	9	84,212	0.97%	3	46,373	0.54%
<b>(B) Mode of Voting : E-voting at AGM Venue</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
51	14,94,997	100.00%	Nil	Nil	Nil	Nil	Nil	Nil
<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
144	1,00,06,626	98.71%	9	84,212	0.83%	3	46,373	0.46%

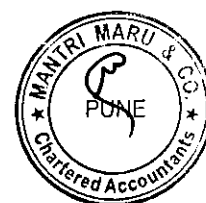


**Item No. 3**

**Ordinary Resolution:-**

To declare dividend on equity shares @ Rs.7.50 per equity share of Rs.10/- each face value for the Financial Year ended 31st March, 2016.

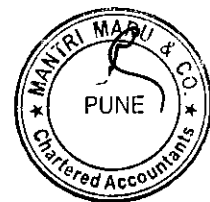
<b>(A) Mode of Voting : Remote E-voting</b>								
<b>In Favour of the Resolution</b>			<b>Against the Resolution</b>			<b>Invalid Votes</b>		
No of shareholders	No. of e-votes cast	% of e-votes cast	No of shareholders	No. of e-votes cast	% of e-votes cast	No. of shareholders	No. of e-votes cast	% of e-votes cast
101	85,95,582	99.46%	2	295	0.00%	3	46,373	0.54%
<b>(B) Mode of Voting : E-voting at AGM Venue</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
51	14,94,997	100.00%	Nil	Nil	Nil	Nil	Nil	Nil
<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
152	1,00,90,579	99.54%	2	295	0.00%	3	46,373	0.46%



**Item No. 4****Ordinary Resolution:-**

To appoint M/s. Khimji Kunverji & Co. Chartered Accountants (Firm Registration No.105146W) as Auditors of the Company for a term of five consecutive years and authorise the Board of Directors to fix their remuneration.

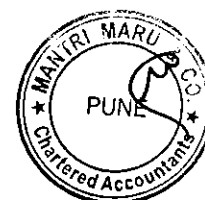
<b>(A) Mode of Voting : Remote E-voting</b>								
<b>In Favour of the Resolution</b>			<b>Against the Resolution</b>			<b>Invalid Votes</b>		
No of shareholders	No. of e-votes cast	% of e-votes cast	No of shareholders	No. of e-votes cast	% of e-votes cast	No. of shareholders	No. of e-votes cast	% of e-votes cast
99	85,88,383	99.38%	3	6795	0.08%	3	46,373	0.54%
<b>(B) Mode of Voting : E-voting at AGM Venue</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
51	14,94,997	100.00%	Nil	Nil	Nil	Nil	Nil	Nil
<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
150	1,00,83,380	99.48%	3	6,795	0.07%	3	46,373	0.46%



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

To Re-appoint Mr. G. M. Singhvi as a Whole-time Director of the Company for a period of 1 year.

<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
98	85,95,330	99.46%	4	496	0.01%	3	46,373	0.54%
<b>(D) Mode of Voting : E-voting at AGM Venue</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
51	14,94,997	100.00%	Nil	Nil	Nil	Nil	Nil	Nil
<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
149	1,00,90,327	99.54%	4	496	0.00%	3	46,373	0.46%



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

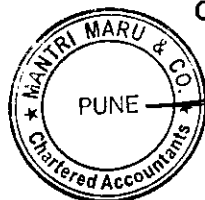
To offer or invitation to subscribe to Non-Convertible Debentures on private placement basis not exceeding Rs.150 crores at any time.

<b>(E) 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
96	85,94,973	99.45%	8	915	0.01%	3	46,373	0.54%
<b>(F) Mode of Voting : E-voting at AGM Venue</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
50	14,94,996	100.00%	1	1	0.00%	Nil	Nil	Nil
<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
146	1,00,89,969	99.53%	9	916	0.01%	3	46,373	0.46%

8. The result of the aforesaid e-voting for the Resolutions No. 1 to 6 as set out in Notice dated 04.05.2016 may accordingly be declared by the chairman.

Thanking you,

For Mantri Maru & Co.  
Chartered Accountants



*Chetan Maru*  
CA Chetan Maru  
Partner

Membership No. 104522

Place: Pune

Dated: July 15, 2016