

September 6, 2016

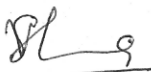
<b>To,</b> <b>The Secretary,</b> <b>Bombay Stock Exchange Limited,</b> <b>Listing Department</b> <b>1st Floor, New Trading Ring,</b> <b>Rotunda Bldg, P.J. Tower, Dalal Street,</b> <b>Mumbai – 400001</b> <b>BSE Stock Code: 500083</b>	<b>To,</b> <b>The Secretary,</b> <b>National Stock Exchange of India Limited,</b> <b>Exchange Plaza,</b> <b>Bandra Kurla, Complex,</b> <b>Bandra (E),</b> <b>Mumbai – 400051</b> <b>NSE Stock Code: CENTEXT EQ</b>
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**Sub: Minutes of 28<sup>th</sup> Annual General Meeting of the Company**

Please find enclosed the minutes of 28<sup>th</sup> Annual General Meeting of the company held on 5<sup>th</sup> September, 2016 at Kolkata, for your information and records.

This is in compliance with the Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Yours faithfully,  
For **Century Extrusions Limited**

  
**Vishal Sharma**  
**(Company Secretary &**  
**Compliance officer)**



**Encl: As above**

## Century Extrusions Limited

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Works :  
WBIDC Industrial Growth Centre  
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Dist. : Paschim Medinipur, West Bengal, India  
Ph. : +91 (03222) 233 310/324  
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E.mail : [works@centuryextrusions.com](mailto:works@centuryextrusions.com)

CIN : L27203WB1988PLC043705

Proceedings of the Twenty- Eighth Annual General Meeting of the Company held on Monday, the 5<sup>th</sup> Day of September 2016 at 10.30 A.M. at Bharatiya Bhasha Parishad, 36A, Shakespeare Sarani, Kolkata-700016

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**PRESENT**

**1. DIRECTORS**

- i) Shri Vikram Jhunjunwala
- ii) Shri Madan Gopal Todi
- iii) Shri R.K. Sharma
- iv) Shri Arun Kumar Hazra

**ABSENT**

- v) Smt. Suhita Mukhopadhyay

**2. MEMBERS**

199 persons were present out of whom 199 Members and no proxy were present at the Meeting. Among them, the under noted Companies were represented under due authorization.

**Name of Company**

**Represented by**

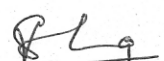
- |  |   |                       |
|--|---|-----------------------|
| 1. Century Aluminium Mfg. Co. Ltd.     | - | Shri Prajesh Tripathi |
| 2. Paramsukh Properties Pvt Ltd.       | - | Shri B.L. Sharma      |
| 3. Vintage Securities Ltd.             | - | Shri Raj Narayan De   |
| 4. Vintage Capital Markets Ltd.        | - | Shri Hemant Murarka   |
| 5. Jeco Exports & Finance Ltd.         | - | Shri Nikesh Bhojak    |
| 6. Atash Properties & Finance Pvt. Ltd | - | Shri Laxmi Kant Parwa |
| 7. Kutir Udyog Kendra (I) Ltd.         | - | Shri S.C. Manna       |

**IN ATTENDANCE**

Shri J.K. Malpani, President

Shri Vishal Sharma, Company Secretary & Compliance Officer

For CENTURY EXTRUSIONS LIMITED

  
Company Secretary &  
Compliance Officer

Shri Pradeep Agarwal, DGM (Finance & Accounts)

### **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.

### **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. The quorum was present throughout the meeting.

### **CHAIRMAN'S SPEECH**

The Chairman welcomed the Members and other participants to the 28<sup>th</sup> Annual General Meeting of the Company. He then delivered the speech apprising Members of the financial performance of the Company during the year under review, i.e., the year ended on 31.03.2016.

### **NOTICE**

With the consent of the Members present, the Notice of the Meeting was taken as read.

### **AUDITORS' REPORT AND SECRETARIAL AUDIT REPORT**

As per the provisions of Section 143 of the Companies Act, 2013 since the Auditors' Report did not contain any qualification, it was taken as read. Similarly, the Secretarial Audit Report was also without any qualification, hence it was also taken as read.

FOR CENTURY EXTRUSIONS LIMITED

  
Company Secretary &  
Compliance Officer

**REMOTE E-VOTING AND BALLOT AT ANNUAL GENERAL MEETING (AGM)**

The Company was pleased to provide to its Members the facility of voting through electronic means through remote e-voting process. The Company had engaged Central Depository Services Pvt. Ltd. (CDSL) for facilitating e-voting in compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and as per applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. The E-voting process commenced on 2<sup>nd</sup> September, 2016 at 9.00 A.M. and closed at 5.00 P.M. on 4<sup>th</sup> September, 2016. The Chairman also informed the Members that the Company had also made arrangements for voting at the AGM through Ballot for those Members who did not have access to e-voting. However, he further informed the Members present there that those Members who had opted for the e-voting facility were not entitled to vote through ballot.

**The following Businesses were transacted vide Resolutions at the Meeting :**

**ITEM NO. 1 :** Ordinary Resolution to receive, consider and adopt the Profit & loss Account for the year ended 31<sup>st</sup> March, 2016 the Balance Sheet as on that date, and the Reports of the Directors and the Auditors thereon.

**Shri Satya Narayan Pal proposed the following resolution as an Ordinary Resolution which was seconded by Shri Sukla Roy.**

The Chairman invited the members to offer their comments or ask questions on the working of the Company during the year under review. Thereafter, some Members spoke on the resolution and put forth a few queries. The Chairman replied to their queries and thanked the shareholders for their keen interest in the Company's working.

The Resolution would be put to vote by Ballot at the end of the Meeting.

For CENTURY EXTRUSIONS LIMITED  
  
Company Secretary &  
Compliance Officer

**ITEM NO. 2** : Ordinary Resolution to appoint Auditors of the Company to hold office from the conclusion of this Meeting until the conclusion of the next Annual General Meeting of the Company and to authorize the Board of Directors to fix their remuneration.

**Shri Meghnath Banerjee proposed the following resolution as an Ordinary Resolution which was seconded by Shri Biswajit Sinha.**

The Resolution would be put to vote by Ballot at the end of the Meeting.

**ITEM NO.3** : Special Resolution for appointment and terms of remuneration of Mr. Vikram Jhunjhunwala (DIN: 00169833), as Managing Director of the Company for the period from 12<sup>th</sup> February, 2016 to 11<sup>th</sup> February, 2019.

**Shri Tapan Lal Jadav proposed the following resolution as an Ordinary Resolution which was seconded by Shri Anindya Sunder Roy.**

The Resolution would be put to vote by Ballot at the end of the Meeting.

**ITEM NO. 4:** Ordinary Resolution for ratification of remuneration of Cost Auditors, M/s. N. Radhakrishnan & Co. for Financial Year 2016-17 for audit of cost records of the Company.

**Shri Debasis Bhattacharaya proposed the following resolution as an Ordinary Resolution which was seconded by Shri Barun Chand Dey.**

The Resolution would be put to vote by Ballot at the end of the Meeting.

#### **VOTING THROUGH BALLOT AT AGM**

After all the Resolutions were proposed and seconded, the Scrutinizer, Ms. Bharti Singh and Mr. Rohit Dada, authorized representative of Scrutinizer, Mrs. Priti Lakhota was requested to take over for conduct of the voting process. The Scrutinizer accordingly

For CENTURY EXTRUSIONS LIMITED

  
Company Secretary &  
Compliance Officer

started the voting process by distributing ballot papers to the Members willing to participate in the same. After all the Members had cast their vote, the Scrutinizer took custody of the Ballot Box. The ballot box was then taken to the registered office and opened in presence of two independent witnesses, not being employee of the Company, for scrutiny of the voting.

### **SCRUTINIZER'S REPORT ON VOTING**

Based on the scrutiny and processing of all votes cast by remote e-voting and by ballot at the AGM, the Scrutinizer prepared and submitted his Consolidated Scrutinizer's Report to the Chairman. Summary of the voting results of all Resolutions based on the Scrutinizer's Report is as follows:

#### **Item No. 1: Ordinary Resolution**

Adoption of Profit & Loss A/c. for the financial year ended 31<sup>st</sup> March, 2016, the Balance Sheet as on that date and the Reports of Directors and Auditors thereon

Particulars	Remote e-voting		Voting at AGM via Ballot		Total		Percentage
	No of Shareholders (A)	No of Votes (B)	No of Shareholder (C)	No of Votes (D)	No of Shareholders (A+C)	No of Votes (B+D)	
Assent	14	41630149	67	6871	81	41637232	99.99
Dissent	2	2442	6	212	8	2654	0.01
Total	16	41632591	73	7083	89	41639674	100
Invalid	0	0	0	0	0	0	0

Results: Resolution passed by requisite majority.

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

Appointment of M/s. ALPS & Co., Chartered Accountants as the Statutory Auditors and fixing of their remuneration

Particulars	Remote e-voting		Voting at AGM via Ballot		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	14	41630149	71	6883	85	41637232	99.99
Dissent	2	2442	2	200	4	2642	0.01
Total	16	41632591	73	7083	89	41639674	100
Invalid	0	0	0	0	0	0	0

Results: Resolution passed by requisite majority.

For CENTURY EXTRUSIONS LIMITED

  
Company Secretary &  
Compliance Officer



**Item No. 3 : Special Resolution**

Appointment of Mr. Vikram Jhunjhunwala (DIN: 00169833) as Chairman & Managing Director of the Company for a period of 3 years commencing on and from 12.02.2016.

Particulars	Remote e-voting		Voting at AGM via Ballot		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	13	40860816	71	6883	84	40867699	99.99
Dissent	2	2442	2	200	4	2642	0.01
Total	15	40863258	73	7083	88	40870341	100
Invalid	0	0	0	0	0	0	0

Results: Resolution passed by requisite majority.

**Item No. 4 : Special Resolution**

Approval of remuneration to be paid to the Cost Auditors of the Company M/s. N. Radhakrishnan & Co, for Cost Audit of cost records of the Company for the financial year 2016-17

Particulars	Remote e-voting		Voting at AGM via Ballot		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	14	41630149	71	6883	85	41637032	99.99
Dissent	2	2442	2	200	4	2642	0.01
Total	16	41632591	73	7083	89	41639674	100
Invalid	0	0	0	0	0	0	0

Results: Resolution passed by requisite majority.

**VOTE OF THANKS**

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

For CENTURY EXTRUSIONS LIMITED

  
Company Secretary &  
Compliance Officer