

Century Plyboards (I) Limited

6, Lyons Range, Kolkata-700 001 (India)
 Phones : +91(33) 3940-3950
 Fax : +91(33) 2248 3539
 E-mail : kolkata@centuryply.com
 Website : www.centuryply.com
 CIN : L20101WB1982PLC034435



August 28, 2015

BSE Limited Phiroze Jeejeebhoy Towers Dalal Street Mumbai- 400 001 Scrip Code: 532548	National Stock Exchange of India Ltd. Exchange Plaza, Bandra Kurla Complex, Bandra (E) Mumbai- 400 051 Scrip Name- Centuryply
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Dear Sirs

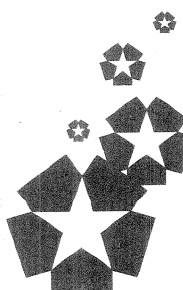
Sub: Voting Results under Clause 35A of the Listing Agreement

In terms of Clause 35A of the Listing Agreement, we give below the Result of Voting at the 34th Annual General Meeting of the Members of the Company held on 27th August, 2015 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	August 27, 2015
Total number of shareholders on record date	25511
No. of Shareholders present in the meeting either in person or through proxy	
Promoters and Promoter Group	22
Public	1222
No. of Shareholders attended the meeting through Video Conferencing	NIL
Promoters and Promoter Group	N.A.
Public	N.A.

The mode of voting for all resolutions was E-voting conducted between August 24, 2015 (9.00 A.M) to August 26, 2015 (5.00 P.M) and Voting through Ballot paper at the Annual General Meeting.

Copy of the consolidated report on voting submitted by the Scrutinizer, Mr. Manoj Kumar Banthia, Practising Company Secretary is enclosed herewith for your reference and record. Based on this report, the Chairman today announced the results and declared that all four items of the Agenda as contained in the Notice of 34th Annual General Meeting have been passed with requisite majority.



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Given below is resolution wise consolidated result of E-voting and Voting through Ballot paper.

Item No. 1- Ordinary Resolution

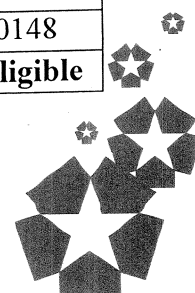
Consider and adopt the Financial Statements of the Company for the financial year ended 31st March, 2015, the Consolidated Financial Statements for the said financial year and the Reports of the Board of Directors and the Auditors.

Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of 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 Promoter Group	162934851	162834851	99.9386	162834851	-	100.0000	-
Public – Institutional holders	31898437	28117158	88.1459	28117158	-	100.0000	-
Public-Others	27339702	487206	1.7820	487156	50	99.9897	0.0103
Total	222172990	191439215	86.1667	191439165	50	99.9999	Negligible

Item No. 2- Ordinary Resolution

Confirm declaration and payment of Interim Dividend and to declare final dividend on Equity Shares for the financial year ended 31st March, 2015.

Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of 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 Promoter Group	162934851	162834851	99.9386	162834851	-	100.0000	-
Public – Institutional holders	31898437	28117158	88.1459	28117158	-	100.0000	-
Public-Others	27339702	487231	1.7821	487159	72	99.9852	0.0148
Total	222172990	191439240	86.1667	191439168	72	99.9999	Negligible



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**Item No. 3- Ordinary Resolution**

Appointment of Sri Hari Prasad Agarwal who retires by rotation and being eligible, seeks re-appointment.

Promoter/Public	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of 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 Promoter Group	162934851	144435863	88.6464	144435863	-	100.0000	-
Public – Institutional holders	31898437	28117158	88.1459	16873900	11243258	60.0128	39.9872
Public-Others	27339702	487176	1.7819	486941	235	99.9518	0.0482
Total	222172990	173040197	77.8853	161796704	11243493	93.5024	6.4976

Item No. 4- Ordinary Resolution

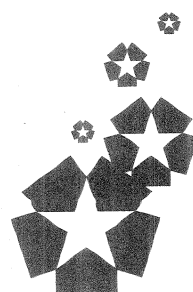
Ratify appointment of Statutory Auditors and to authorise the Board of Directors to fix their remuneration.

Promoter/Public	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of Votes - in favour	No. of Votes against	% of 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 Promoter Group	162934851	162834851	99.9386	162834851	-	100.0000	-
Public – Institutional holders	31898437	28117158	88.1459	28102501	14657	99.9479	0.0521
Public-Others	27339702	487206	1.7820	487023	183	99.9624	0.0376
Total	222172990	191439215	86.1667	191424375	14840	99.9922	0.0078

Thanking you,
 Yours faithfully,

For Century Plyboards (India) Ltd.

Sundeep Jhunjunwala
 Company Secretary





MKB & Associates
Company Secretaries

SHANTINIKETAN | 5TH FLOOR | ROOM NO. 511 | 8, CAMAC STREET | KOLKATA-700 017
TEL : 91 - 33 - 2282 1348, 3052 1719 | E-mail : mbanthia2010@gmail.com

SCRUTINIZER'S REPORT

[Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management & Administration) Amendment Rules, 2015]

August 28, 2015

To

The Chairman of the 34th (Thirty Fourth) Annual General Meeting (AGM) of Members of **Century Plyboards (India) Limited** (CIN: L20101WB1982PLC034435), held on Thursday, 27th day of August, 2015 at Indian Chamber of Commerce Auditorium, 10th Floor, 4, India Exchange Place, Kolkata-700001, West Bengal at 11:00 am.

Dear Sir,

I, Manoj Kumar Banthia, Proprietor of M/s MKB & Associates, Practicing Company Secretary, appointed by the Board of Directors of **Century Plyboards (India) Limited** (the Company) for the purpose of scrutinizing the process of voting through Remote E-voting, and by use of ballot at the Annual General Meeting pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management & Administration) Rules, 2014 as amended by Companies (Management & Administration) Amendment Rules, 2015] in respect of the below mentioned Resolutions proposed at the 34th Annual General Meeting of the Company held on Thursday, 27th August, 2015 at Indian Chamber of Commerce Auditorium, 10th Floor, 4, India Exchange Place, Kolkata-700001, West Bengal at 11:00 am do hereby submit my report as follows:

- (a) The Notice dated 21st July convening the 34th Annual General Meeting of the Company setting out all material facts in respect of Resolutions mentioned therein was sent on 1st August, 2015 to the shareholders of the company.
- (b) The company provided remote e-voting facility offered by National Securities Depository Limited (NSDL) to its Shareholders. At the Annual General Meeting, the Company provided voting facility by way of poll to the shareholders who did not cast their vote through remote e-voting facility.





- (c) The members holding shares either in physical or dematerialized form, as on the "Cut Off date" i.e. 20th August, 2015 were entitled to vote on the proposed resolutions.
- (d) In terms of the aforesaid Notice and as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, the voting period for remote e-voting commenced on Monday, 24th August, 2015 at 9:00 AM and ended on Wednesday, 26th August, 2015 at 5:00 PM.
- (e) The member and/or their proxy at the meeting exercised their voting rights at the poll conducted at the venue as stated above.
- (f) After conclusion of voting at the 34th Annual General Meeting, the votes cast at the meeting were counted first, and thereafter, the votes cast through remote e-voting were unblocked in presence of Mr. Saheb Ali and Miss Bidisha Achari who acted as witnesses in accordance with Rule 20 of the Companies (Management & Administration) Rules, 2014.
- (g) Thereafter, the details containing inter alia, list of the members, who voted "For" or "Against" on each of the resolution that were put to vote, were derived from the ballot forms received at the poll conducted at the meeting as well as the report generated from the e-voting website of NSDL, <http://www.evoting.nsdl.com> in respect of remote e-voting.
- (h) 168 members have cast their votes through remote e-voting and all such votes are valid. 71 members and/or their proxy have cast their votes through poll at the AGM venue, out of which 15 ballots are invalid.

I now submit my consolidated report as under on the result of the remote e-voting and poll conducted at the meeting.

Item no. 1 – Ordinary Resolution - Consider and adopt the Financial Statements of the Company for the financial year ended 31st March, 2015, the Consolidated Financial Statements for the said financial year and the Reports of the Board of Directors and the Auditors.



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MKB & Associates
Company Secretaries

SHANTINIKETAN | 5TH FLOOR | ROOM NO. 511 | 8, CAMAC STREET | KOLKATA-700 017
TEL : 91 - 33 - 2282 1348, 3052 1719 | E-mail : mbanthia2010@gmail.com

	Remote e-voting		Voting through Ballot Paper		Consolidated Voting Results		
	No. of Members who voted	Number of votes cast	No. of Members who voted	Number of votes cast	No. of Members who voted	Number of votes cast	% of total number of valid votes cast
Voted in favour of the resolution	164	191436845	52	2320	216	191439165	99.99
Voted against the resolution	3	45	4	5	7	50	Negligible
Invalid votes	Nil	Nil	15	382	15	382	Nil

Item no. 2 – Ordinary Resolution

Confirm declaration and payment of Interim Dividend and to declare final dividend on Equity Shares for the financial year ended 31st March, 2015.

	Remote e-voting		Voting through Ballot Paper		Consolidated Voting Results		
	No. of Members who voted	Number of votes cast	No. of Members who voted	Number of votes cast	No. of Members who voted	Number of votes cast	% of total number of valid votes cast
Voted in favour of the resolution	166	191436848	52	2320	218	191439168	99.99
Voted against the resolution	2	67	4	5	6	72	Negligible
Invalid votes	Nil	Nil	15	382	15	382	Nil



[Handwritten signature]



Item no. 3 – Ordinary Resolution

Appointment of Sri Hari Prasad Agarwal who retires by rotation and being eligible, seeks re-appointment.

	Remote e-voting		Voting through Ballot Paper		Consolidated Voting Results		
	No. of Members who voted	Number of votes cast	No. of Members who voted	Number of votes cast	No. of Members who voted	Number of votes cast	% of total number of votes cast
Voted in favour of the resolution	125	161794384	52	2320	177	161796704	93.50
Voted against the resolution	35	11243488	4	5	39	11243493	6.50
Invalid votes	Nil	Nil	15	382	15	382	Nil

Item no. 4 – Ordinary Resolution

Ratify appointment of Statutory Auditors and to authorise the Board of Directors to fix their remuneration.

	Remote e-voting		Voting through Ballot Paper		Consolidated Voting Results		
	No. of Members who voted	Number of votes cast	No. of Members who voted	Number of votes cast	No. of Members who voted	Number of votes cast	% of total number of votes cast
Voted in favour of the resolution	160	191422055	52	2320	212	191424375	99.99
Voted against the resolution	7	14835	4	5	11	14840	0.01
Invalid votes	Nil	Nil	15	382	15	382	Nil





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Company Secretaries

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Thanking You,

Yours Faithfully

Manoj Kumar Banthia
Company Secretary
Membership No.: 11470
COP No.: 7596

Date: 28th August, 2015
Place: Kolkata



Saija Mayank