

**PROCEEDINGS OF THE 26<sup>TH</sup> ANNUAL GENERAL MEETING OF CENTURY  
EXXTRUSIONS LIMITED HELD AT BHARATIYA BHASHA PARISHAD,  
SITARAM SEKSARIA AUDITORIUM, 36A, SHAKESPEARE SARANI, KOLKATA  
- 700017 ON 5<sup>TH</sup> DAY OF SEPTEMBER, 2014 AT 10.30 A.M.**

**PRESENT**

**1. DIRECTORS**

- i) Shri M.P. Jhunjhunwala
- ii) Shri R.K. Sharma
- iii) Shri V. Jhunjhunwala
- iv) Shri Arun Kumar Hazra

**2. MEMBERS**

186 persons of whom 171 Members in person and 8 in proxy and 7 as Corporate Representatives were present at the Meeting. The under noted Companies were represented under due authorization.

<b><u>Name of Company</u></b>	<b><u>Represented by</u></b>
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 Kumar Murarka
5. Jeco Exports & Finance Ltd. -	Shri Sachin Gupta
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 Sunil Sureka, GM (Finance & Accounts)

Smt. Sumana Raychaudhuri, Company Secretary & Compliance Officer



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*Sumana Raychaudhuri*  
Company Secretary &  
Compliance Officer

### STATUTORY REGISTERS

The Statutory Registers of the Company were placed before the Meeting and were available for inspection.

### CHAIR

The Chairman & Managing Director, Mr. M.P. Jhunjhunwala being the Chairman of the Meeting occupied the chair

### QUORUM & ANNOUNCEMENTS

The Chairman ascertained the quorum, confirmed it and announced that the Meeting could commence. The Chairman then announced that the total number of valid proxies received by the Company is 8, which were available for inspection and the Statutory Registers were also available for inspection.

### CHAIRMAN'S SPEECH

The Chairman delivered the speech.

### NOTICE

With the consent of the Members present, Notice dated 27<sup>th</sup> May, 2014 convening the 26<sup>th</sup> Annual General Meeting of the Company, was taken as read.

### AUDITORS' REPORT

As per the provisions of Section 143 of the Companies Act, 2013 since the Auditors' Report is without any qualifications, it was taken as read.

The Chairman stated that most of the provisions of the Companies Act, 2013 and rules made there under have been made effective from 1<sup>st</sup> April, 2014 and therefore proceedings of the Annual General Meeting should be carried out as per the revised requirements. He stated that providing electronic voting facility to the Members was a welcome step and was clearly directed towards inclusiveness and encouraging more Members to participate. The Company has also provided the electronic voting facility to the Members.

In compliance with provisions of the Listing Agreement and the Companies Act, 2013 the Company had provided the facility to exercise the right to vote at the 26<sup>th</sup> Annual General Meeting (AGM) by electronic means to the Members as on the cut-off date of 25<sup>th</sup> July, 2014 to vote from 29<sup>th</sup> August, 2014 to 31<sup>st</sup> August, 2014. Mr. Mohan Ram Goenka, (C.P. No. 2551, Membership No. FCS 4515) had been appointed as Scrutinizer to scrutinize the e-voting process in a fair and transparent manner, and had submitted the



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Company Secretary &  
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Report on the electronic voting to the Chairman at the Annual General Meeting in presence of the Members.

The Chairman thereafter requested the Company Secretary to declare the results of e-voting which was as follows:

### ORDINARY BUSINESS

**Item 1:**

Ordinary Resolution for adoption of the Profit & Loss A/c. for the year ended 31<sup>st</sup> March, 2014, the Balance Sheet as on date and the Report of the Directors and Auditors thereon

**Type of Resolution – Ordinary Resolution**

**Electronic Voting Details:**

(i) Voted in favour of the Resolution:

No. of members Voted	No. of votes cast	% of total no. of valid votes cast
14	41633349	99.9972% (approx.)

(ii) Voted against the Resolution:

No. of members Voted	No. of votes cast	% of total no. of valid votes cast
2	1152	0.0028% (approx.)

(iii) Invalid Votes:

Total no. of Members whose Votes were declared invalid	Total no. of votes cast by them
NIL	NIL

The Resolution was passed by requisite majority.

**Item 2:**

Ordinary Resolution to appoint a Director in place of Mr. Vikram Jhunjunwala, who retires by rotation and being eligible, offers himself for reappointment.

**Type of Resolution – Ordinary Resolution**

**Electronic Voting Details:**

(i) Voted in favour of the Resolution:

No. of members Voted	No. of votes cast	% of total no. of valid votes cast
14	41633349	99.9972% (approx.)



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Company Secretary &  
Compliance Officer

(ii) Voted against the Resolution:

No. of members Voted	No. of votes cast	% of total no. of valid votes cast
2	1152	0.0028% (approx.)

(iii) Invalid Votes:

Total no. of Members whose Votes were declared invalid	Total no. of votes cast by them
NIL	NIL

The Resolution was passed by requisite majority.

**Item 3:**

Ordinary Resolution to appoint M/s ALPS & Company, Chartered Accountants as Statutory Auditors

**Type of Resolution – Ordinary Resolution**

Electronic Voting Details:

(i) Voted in favour of the Resolution:

No. of members Voted	No. of votes cast	% of total no. of valid votes cast
14	41633349	99.9972% (approx.)

(ii) Voted against the Resolution:

No. of members Voted	No. of votes cast	% of total no. of valid votes cast
2	1152	0.0028% (approx.)

(iii) Invalid Votes:

Total no. of Members whose Votes were declared invalid	Total no. of votes cast by them
NIL	NIL

The Resolution was passed by requisite majority.

**Item 4:**

Ordinary Resolution to approve the remuneration of Cost Auditors

**Type of Resolution – Ordinary Resolution**



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For CENTURY EXTRUSIONS LIMITED

*Suvana Rajendran*

Company Secretary &  
Compliance Officer

Electronic Voting Details:

(i) Voted in favour of the Resolution:

No. of members Voted	No. of votes cast	% of total no. of valid votes cast
14	41633349	99.9972% (approx.)

(ii) Voted against the Resolution:

No. of members Voted	No. of votes cast	% of total no. of valid votes cast
2	1152	0.0028% (approx.)

(iii) Invalid Votes:

Total no. of Members whose Votes were declared invalid	Total no. of votes cast by them
NIL	NIL

The Resolution was passed by requisite majority.

**SPECIAL BUSINESS**

**Item 5:**

Ordinary Resolution to appoint Mr. V.K. Mushran as an Independent Director

**Type of Resolution – Ordinary Resolution**

Electronic Voting Details:

(i) Voted in favour of the Resolution:

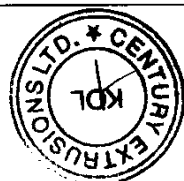
No. of members Voted	No. of votes cast	% of total no. of valid votes cast
14	41633349	99.9972% (approx.)

(ii) Voted against the Resolution:

No. of members Voted	No. of votes cast	% of total no. of valid votes cast
2	1152	0.0028% (approx.)

(iii) Invalid Votes:

Total no. of Members whose Votes were declared invalid	Total no. of votes cast by them
NIL	NIL



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*Sumana Roychoudhury*  
Company Secretary &  
Compliance Officer

The Resolution was passed by requisite majority.

**Item 6:**

Ordinary Resolution to appoint Mr. M.G. Todi as an Independent Director

**Type of Resolution – Ordinary Resolution**

Electronic Voting Details:

(i) Voted in favour of the Resolution:

No. of members Voted	No. of votes cast	% of total no. of valid votes cast
14	41633349	99.9972% (approx.)

(ii) Voted against the Resolution:

No. of members Voted	No. of votes cast	% of total no. of valid votes cast
2	1152	0.0028% (approx.)

(iii) Invalid Votes:

Total no. of Members whose Votes were declared invalid	Total no. of votes cast by them
NIL	NIL

The Resolution was passed by requisite majority.

**Item 7:**

Ordinary Resolution to appoint Mr. R.K. Sharma as an Independent Director

**Type of Resolution – Ordinary Resolution**

Electronic Voting Details:

(i) Voted in favour of the Resolution:

No. of members Voted	No. of votes cast	% of total no. of valid votes cast
14	41633349	99.9972% (approx.)

(ii) Voted against the Resolution:

No. of members Voted	No. of votes cast	% of total no. of valid votes cast
2	1152	0.0028% (approx.)



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*Sumans Rajshanker*

Company Secretary &  
Compliance Officer

(iii) Invalid Votes:

Total no. of Members whose Votes were declared invalid	Total no. of votes cast by them
NIL	NIL

The Resolution was passed by requisite majority.

**Item 8:**

Ordinary Resolution to appoint Mr. A.K. Hajra as an Independent Director

**Type of Resolution – Ordinary Resolution**

Electronic Voting Details:

(i) Voted in favour of the Resolution:

No. of members Voted	No. of votes cast	% of total no. of valid votes cast
14	41633349	99.9972% (approx.)

(ii) Voted against the Resolution:

No. of members Voted	No. of votes cast	% of total no. of valid votes cast
2	1152	0.0028% (approx.)

(iii) Invalid Votes:

Total no. of Members whose Votes were declared invalid	Total no. of votes cast by them
NIL	NIL

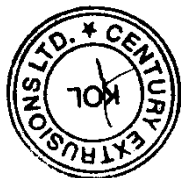
The Resolution was passed by requisite majority.

After the results were declared, the Chairman asked the Members present, if they have any queries on the Annual Accounts for the year ended 31<sup>st</sup> March, 2014.

The Chairman of the Meeting replied to the satisfaction of the Members

**VOTE OF THANKS**

There being no other business to transact, the Meeting concluded with a vote of thanks to the Chair.



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