

To,
The Chairman of the meeting,
Century Textiles and Industries Limited,
Century Bhavan,
Dr. Annie Besant Road,
Worli,
Mumbai - 400030

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, as amended.

1. I, Gagan B. Gagrani, Practicing Company Secretary, 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 as amended 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 as set out in the Notice dated 7th June, 2019 of the 122nd Annual General Meeting of the shareholders of the company held on Tuesday, the 30th July, 2019.
2. As required under Section 101 and 108 of the Act, Notice dated 7th June, 2019 along with Explanatory Statement under Section 102 of the Act was sent to the shareholders in respect of the 122nd Annual General Meeting of the Company. The shareholders holding shares as on the cut-off date (record date) i.e. 23rd July, 2019 were entitled to vote on the proposed resolutions on item no. 1 to 9 as set out in the notice of the Annual General Meeting of the company.
3. The company has availed the e-voting facility offered by National Securities Depository Limited (NSDL) for conducting e-voting by shareholders of the company. The remote e-voting period commenced on 26th July, 2019 at 9.00 a.m. and ended on 29th July, 2019 at 5.00 p.m. and the NSDL e-voting platform was blocked thereafter.
4. The e-voting at the venue of the Annual General Meeting held on 30th July, 2019 was conducted at the venue of the AGM Nehru Centre Auditorium, Discovery of India Building, Dr. Annie Besant Road, Worli, Mumbai - 400018.
5. The votes were unblocked on 30th July, 2019 in the presence of two witnesses who are not in the employment of the company.
6. I have scrutinized and reviewed the voting through electronic means and votes tendered therein and maintained Register in which necessary entries have been made in accordance with the above rules.

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I now submit my Report as under on the result of the voting through electronic means (remote e-voting as well as e-voting at the venue of the Annual General Meeting) in respect of the said Resolutions:

Resolution No. 1: Ordinary Resolution: To receive, consider and adopt (a) the Audited Standalone Financial Statements of the company for the financial year ended 31st March, 2019 and the Reports of the Board of Directors and the Auditors thereon; and (b) the Audited Consolidated Financial Statements of the company for the financial year ended 31st March, 2019 and the Report of the Auditors thereon.

	In Favour of the Resolution			Against the Resolution			Invalid Votes	
	No. of Share holders	No. of Shares / e- votes	% of Shares/ e-votes received	No. of Share holders	No. of Shares / e- votes	% of Shares/ e-votes received	No. of Share holders	No. of Shares/ e- votes
R e-vote	271	84368379	100	2	6	0	-	-
V e-vote	24	5076	100	-	-	-	-	-
Total	295	84373455	100	2	6	0	-	-

(R e-vote is Remote e-voting and V e-vote is e-voting at Venue of the AGM)

Resolution No. 2: Ordinary Resolution: To declare dividend on Equity Shares for the year ended 31st March, 2019.

	In Favour of the Resolution			Against the Resolution			Invalid Votes	
	No. of Share holders	No. of Shares / e- votes	% of Shares/ e-votes received	No. of Share holders	No. of Shares / e- votes	% of Shares/ e-votes received	No. of Share holders	No. of Shares/ e- votes
R e-vote	270	84368352	100	2	6	0	-	-
V e-vote	24	5076	100	-	-	-	-	-
Total	294	84373428	100	2	6	0	-	-

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Resolution No. 3: Ordinary Resolution: To appoint a Director in place of Shri Kumar Mangalam Birla (holding DIN 00012813) who retires from office by rotation, being eligible, offers himself for re-election.

	In Favour of the Resolution			Against the Resolution			Invalid Votes	
	No. of Share holders	No. of Shares / e- votes	% of Shares/ e-votes received	No. of Share holders	No. of Shares / e- votes	% of Shares/ e-votes received	No. of Share holders	No. of Shares/ e- votes
R e-vote	201	76981300	93.71	69	5166282	6.29	-	-
V e-vote	24	5076	100	-	-	-	-	-
Total	225	76986376	93.71	69	5166282	6.29	-	-

Resolution No. 4: Ordinary Resolution: To approve the appointment of Ms. Preeti Vyas (holding DIN 02352395) as an Independent Director of the Company for holding office for a term of five consecutive years from 1st April, 2019 till 31st March, 2024.

	In Favour of the Resolution			Against the Resolution			Invalid Votes	
	No. of Share holders	No. of Shares / e- votes	% of Shares/ e-votes received	No. of Share holders	No. of Shares / e- votes	% of Shares/ e-votes received	No. of Share holders	No. of Shares/ e- votes
R e-vote	259	82260957	99.96	8	32023	0.04	-	-
V e-vote	24	5076	100	-	-	-	-	-
Total	283	82266033	99.96	8	32023	0.04	-	-

Resolution No. 5 : Special Resolution: To approve the re-appointment of Shri Yazdi P. Dandiwala (holding DIN 01055000) as an Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of five consecutive years commencing with effect from 25th July, 2019 up to 24th July, 2024.

	In Favour of the Resolution			Against the Resolution			Invalid Votes	
	No. of Share holders	No. of Shares / e- votes	% of Shares/ e-votes received	No. of Share holders	No. of Shares / e- votes	% of Shares/ e-votes received	No. of Share holders	No. of Shares/ e- votes
R e-vote	251	79697889	99.53	13	374288	0.47	-	-
V e-vote	24	5076	100	-	-	-	-	-
Total	275	79702965	99.53	13	374288	0.47	-	-

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Resolution No. 6 : Special Resolution: To approve the re-appointment of Shri Rajan A. Dalal (holding DIN 00546264) as an Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of five consecutive years commencing with effect from 25th July, 2019 up to 24th July, 2024.”

	In Favour of the Resolution			Against the Resolution			Invalid Votes	
	No. of Share holders	No. of Shares / e- votes	% of Shares/ e-votes received	No. of Share holders	No. of Shares / e- votes	% of Shares/ e-votes received	No. of Share holders	No. of Shares/ e- votes
R e-vote	258	82292659	100	8	254	0	-	-
V e-vote	24	5076	100	-	-	-	-	-
Total	282	82297735	100	8	254	0	-	-

Resolution No. 7 : Special Resolution: To approve the re-appointment of Shri Sohanlal K. Jain (holding DIN 02843676), as an Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of five consecutive years commencing with effect from 31st October, 2019 upto 30th October, 2024.

	In Favour of the Resolution			Against the Resolution			Invalid Votes	
	No. of Share holders	No. of Shares / e- votes	% of Shares/ e-votes received	No. of Share holders	No. of Shares / e- votes	% of Shares/ e-votes received	No. of Share holders	No. of Shares/ e- votes
R e-vote	259	82292726	100	8	254	0	-	-
V e-vote	24	5076	100	-	-	-	-	-
Total	283	82297802	100	8	254	0	-	-

Resolution No. 8 : Ordinary Resolution: To approve remuneration payable to the Cost Auditors M/s. R. Nanabhoy & Co. appointed by the Board of Directors of the Company to conduct the cost audit for the financial Year ending 31st March, 2020.

	In Favour of the Resolution			Against the Resolution			Invalid Votes	
	No. of Share holders	No. of Shares / e- votes	% of Shares/ e-votes received	No. of Share holders	No. of Shares / e- votes	% of Shares/ e-votes received	No. of Share holders	No. of Shares/ e- votes
R e-vote	267	84368294	100	4	81	0	-	-
V e-vote	24	5076	100	-	-	-	-	-
Total	291	84373370	100	4	81	0	-	-

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Resolution No. 9 : Ordinary Resolution: To approve the appointment and remuneration of Shri R. K. Dalmia (holding DIN 00040951) as a Whole-time Director of the Company.

	In Favour of the Resolution			Against the Resolution			Invalid Votes	
	No. of Share holders	No. of Shares / e- votes	% of Shares/ e-votes received	No. of Share holders	No. of Shares / e- votes	% of Shares/ e-votes received	No. of Share holders	No. of Shares/ e- votes
R e-vote	254	81906262	99.53	13	386718	0.47	-	-
V e-vote	24	5076	100	-	-	-	-	-
Total	278	81911338	99.53	13	386718	0.47	-	-

7. The results of the aforesaid e-voting for the Resolutions No.1 to 9 as set out in Notice dated 7th June, 2019 may accordingly be declared by the Chairman of the meeting.

Thanking you.



Gagan B. Gagrani
Practicing Company Secretary
M. No. FCS: 1772
CP No. : 1388

Place: Mumbai
Dated: July 30, 2019



Shri R. K. Dalmia, wholetime Director,
authorised by the Chairman of the meeting