



22nd September, 2020

To,
The General Manager,
Department of Corporate Services,
Bombay Stock Exchange Limited,
1st Floor, New Trading Ring,
Rotunda Bldg, P.J. Tower,
Dalal Street,
Mumbai – 400001
BSE Stock Code: 500083

To,
The Listing Department,
National Stock Exchange of India
Limited,
Exchange Plaza,
Bandra Kurla Complex,
Bandra (E),
Mumbai – 400051
NSE Stock Code: CENTEXT EQ

Dear Sir/Madam,

Sub: Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015: Proceedings of the 32nd Annual General Meeting (AGM) held on Saturday, 12th September, 2020.

We are pleased to enclosing herewith a copy of the Minutes of the Proceedings of the 32nd Annual General Meeting (AGM) of the Company held on Saturday, 12th September, 2020 through Video Conferencing/ Other Audio Visual Means (“VC/OAVM”) facility.

You are requested to take the same on record and oblige.

Thanking you,

Yours faithfully,

For Century Extrusions Limited

Rohit Kumar
Company Secretary &
Compliance Officer

(Company Secretary &
Compliance officer)

ACS: 37781

Encl. As above

Century Extrusions Limited

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CIN : L27203WB1988PLC043705

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MINUTES OF THE PROCEEDINGS OF THE 32ND (THIRTY-SECOND) ANNUAL GENERAL MEETING OF THE MEMBERS OF THE CENTURY EXTRUSIONS LIMITED HELD ON SATURDAY, THE 12TH DAY OF SEPTEMBER, 2020 WHICH COMMENCED AT 11:00 A.M. (IST) AND CONCLUDED AT 12:05 P.M. (IST) THROUGH VIDEO CONFERENCING/ OTHER AUDIO VISUAL MEANS (“VC/OAVM”) FACILITY

PRESENT

1. DIRECTORS

- i) Shri Vikram Jhunjhunwala- Chairman-Cum-Managing Director
- ii) Smt. Suhita Mukhopadhyay-Independent Director
- iii) Shri R.K. Sharma- Independent Director
- iv) Shri Arun Kumar Hazra- Independent Director
- v) Shri Rajib Mazumdar- Non-Executive Director

Chief Financial Officer- Shri Nitesh Kumar Kyal

Company Secretary & Compliance Officer- Shri Rohit Kumar

2. MEMBERS

A total of 50 Members attended the meeting out of which 47 Members attended the meeting through VC/OAVM facility and 3 Members were represented by their authorized representatives at the meeting through the afore-mentioned VC/OAVM facility. Among them, the under noted Companies were represented under due authorization.

<u>Name of Company</u>		<u>Represented by</u>
1. Vintage Capital Markets Ltd.	-	Shri Gopal Agarwal
2. Vintage Securities Ltd.	-	Shri Raj Narayan De
3. Jeco Exports & Finance Ltd.	-	Shri Laxmi Kant Parwa

INVITEE

Representatives of the Statutory Auditors and the Secretarial Auditors were also present in the Meeting.

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 at CDSL website.

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, then the Chairman declared the Meeting open and welcomed the Members.

NOTICE

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

DIRECTORS' REPORT, AUDITED ACCOUNTS AND AUDITORS' REPORT

Further, the Chairman stated that, Directors' Report, Audited Accounts and Auditors' Report for the year ended 31st March 2020 have already been circulated to all eligible members, with the consent of the Members present, was taken as read.

CHAIRMAN'S SPEECH

The Chairman welcomed the Members and other participants to the 32nd Annual General Meeting of the Company. He further informed that in view of the current pandemic related situation, the meeting was held through video conferencing, He then delivered the speech apprising Members then place the financial performance of the Company during the year under review, i.e., the financial year ended on 31.03.2020.

Finally, with his best wishes, he sincerely thanks the shareholders for the abundant trust reposed, and look forward to their continued cooperation in realization of corporate goals in the coming years.

ANNOUNCEMENT

The Company Secretary greeted the Members and briefed them about some basic rules relating to the AGM. He informed that the Company had provided the Members the facility to cast their votes electronically, on all the 4 Items of business set forth in the Notice through Remote e-voting prior to the AGM and through e-voting system during the AGM using the platform provided by Central Depository Services Limited (“CDSL”). The said facility of Remote e-voting commenced on 09th September, 2020 at 9.00 A.M. and ends on 11th September, 2020, at 5.00 P.M. Further, on 12th of September, 2020, the day of 32nd AGM, the facility of e-voting was also provided by the Company to its Members present through VC/OAVM facility, who did not cast their votes through remote e-voting. He further states that, Mrs. Ekta Chhaparia, proprietor of E Chhaparia & Associates, Practicing Chartered Accountant, (M No.: 301367) have been appointed as the Scrutinizer for the purpose to carry out the scrutiny of the Remote Electronic Voting (“E-Voting” here in after) and Electronic Voting at the Annual General Meeting held for and in respect of all the four (4) resolutions, as mentioned herein and as contained in the notice of the said Annual General Meeting (“said AGM” herein after) in a fair and transparent manner.

It was further informed by the Company Secretary that there would be no voting by show of hands. No result would be declared at the Meeting. He also informed that the Company had received request from some Members to pre-register themselves as speaker at the Meeting and accordingly, they would be invited to ask question or express their views when their names are called out by the Company Secretary after all 4 AGM Resolutions are taken up. Members were suggested to keep their question/suggestions brief. After the announcement, the chairman handed over to the Company Secretary to conduct the proceedings of the Meeting.

The following Businesses were transacted vide Resolutions at the Meeting:

Item No. 1: (As an Ordinary Resolution)- To receive, consider and adopt the Profit & loss Account for the year ended 31st March, 2020 the Balance Sheet as on that date, and the Reports of the Directors and the Auditors thereon.

After placing the agenda it was :

“**RESOLVED THAT** the Audited Statements of Profit & loss Account for the year ended 31st March, 2020 the Balance Sheet as on that date, and the Reports of the Directors and the Auditors thereon, along with all annexures as circulated to the Members and laid before this Annual General Meeting be and are hereby received, considered, approved and adopted.”

Item No. 2: (As an Ordinary Resolution)- To appoint a Director in place of Shri Rajib Mazumdar holding (DIN 08508043), who retires by rotation and being eligible, offers himself for re-appointment.

After placing the agenda it was :

“**RESOLVED THAT** Shri Rajib Mazumdar holding (DIN 08508043), who retires by rotation at this meeting and being eligible, offers himself for re-appointment as a Non-Executive Director of the Company be and is hereby appointed.”

Item No 3: (As an Special Resolution) -To approve the Re-appointment of Smt. Suhita Mukhopadhyay (DIN 07144051) as an Independent Director of the Company with effect from 07.09.2020, whose current period of office is expiring on 06.09.2020.

After placing the agenda it was :

“**RESOLVED THAT** pursuant to recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors in their respective meetings held on 18th July, 2020 and pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and any other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of Listing Regulations (including any statutory modification(s) or reenactment thereof for the time being in force), the approval of the Members of the Company be and is hereby accorded for re-appointment of Smt. Suhita Mukhopadhyay (DIN 07144051) whose current period of office is expiring on 06th September, 2020

and who has submitted a declaration confirming the criteria of Independence under Section 149(6) of the Companies Act, 2013 read with the Listing Regulations, as amended from time to time, and who is eligible for re-appointment for a second term under the provisions of the Companies Act, 2013, Rules made thereunder and Listing Regulations and in respect of whom the Company has received a notice in writing from a Member proposing her candidature for the office of Director pursuant to Section 160 of the Companies Act, 2013, as an Independent Non-Executive Director of the Company, whose term shall not be subject to retirement by rotation, to hold office for 5 (five) consecutive years on the Board of the Company for a term w.e.f. 07th September, 2020 upto 06th September, 2025;

Item No.4: (As an Ordinary Resolution)- Ratification of remuneration of Cost Auditors for the Financial Year 2020-21.

After placing the agenda it was:

“RESOLVED THAT pursuant to the provisions of Section 148 of the Companies Act, 2013 and other applicable provisions, if any, read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, and the Companies (Cost Records and Audit) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the consent of the Members of the Company be and is hereby accorded to the ratification of the remuneration of M/s. N. Radhakrishnan & Co., Cost Accountants, (Firm Registration No 000056), having office at 11A, Dover Lane, Flat B 1/34, Kolkata 700029, appointed as the Cost Auditors by the Board of Directors of the Company (“the Board”) for the financial year ending 31st March, 2021 to conduct cost audits relating to cost records of the Company and that the Cost Auditors be paid a remuneration of Rs.,25,000/- (Rupees Twenty Five Thousand only) plus applicable taxes.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to above resolution.”

INVITATION TO PRE-REGISTERED SPEAKERS

The Company Secretary then invited the Members who had pre-registered themselves as speaker in the order in which they had pre-registered, to share their views, ask question and offer comments on the working of the Company. The Members express their views mainly relating to the future plans of the Company and how to dealing with the pandemic.

The Company Secretary thereafter, thanked the Members for attending the Meeting and declared the 32nd AGM Closed.

DECLARATION OF VOTING RESULTS

On the basis of the Scrutinizer's Report on the 'Remote Electronic Voting' and 'Electronic Voting at the Meeting' submitted to the Chairman the results in respect of the Resolutions passed in the 32nd AGM of the Company' held on 12th September, 2020 through Video Conferencing/ Other Audio Visual Means ("VC/OAVM") Facility, were as follows:-

Item No 1: Ordinary Resolution

To receive, consider and adopt the Profit & Loss Account for the year ended 31st March 2020, the Balance Sheet as on that date and the Reports of the Directors and Auditors thereon.

Particulars	Remote e-voting		E-Voting at the AGM		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	28	41633065	1	10	29	41633075	99.9971
Dissent	4	1194	0	0	4	1194	0.0029
Total	32	41634259	1	10	33	41634269	100.00
Invalid	0	0	0	0	0	0	0

Item No 2: Ordinary Resolution

To appoint a Director in place of Shri Rajib Mazumdar (holding DIN 08508043), who retires by rotation and being eligible, offers himself for re-appointment.

Particulars	Remote e-voting		E-Voting at the AGM		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	28	41633065	1	10	29	41633075	99.9971
Dissent	4	1194	0	0	4	1194	0.0029
Total	32	41634259	1	10	33	41634269	100.00
Invalid	0	0	0	0	0	0	0

Item No 3: Special Resolution

To approve the Re-appointment of Smt. Suhita Mukhopadhyay (DIN 07144051) as an Independent Director of the Company with effect from 07.09.2020, whose current period of office is expiring on 06.09.2020.

Particulars	Remote e-voting		E-Voting at the AGM		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	27	41632865	1	10	28	41632875	99.9967
Dissent	5	1394	0	0	5	1394	0.0033
Total	32	41634259	1	10	33	41634269	100.00
Invalid	0	0	0	0	0	0	0

Item No 4: Ordinary Resolution**Ratification of remuneration of Cost Auditors for the Financial Year 2020-21.**

Particulars	Remote e-voting		E-Voting at the AGM		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	28	41633065	1	10	29	41633075	99.9971
Dissent	4	1194	0	0	4	1194	0.0029
Total	32	41634259	1	10	33	41634269	100.00
Invalid	0	0	0	0	0	0	0

VOTE OF THANKS

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

SD/-
VIKRAM JHUNJUNWALA
CHAIRMAN