



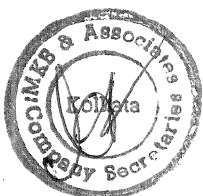
December 17, 2014

To
Century Plyboards (India) Limited
6, Lyons Range
Kolkata-700001

Sub: Scrutinizer's Report on E-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") and Rule 20(3)(xi) of the Companies (Management and Administration) Rules, 2014 ("the Rules") read with Rule 22(15) of the said Rules and on Postal Ballot pursuant to the provisions of Section 110 of the Companies Act, 2013 read with Rule 22(9) of the said Rules for scrutinizing the postal ballot forms received from the shareholders who did not avail e-voting facility.

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) to act as the Scrutinizer for the purpose of scrutinizing the electronic voting process pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") and Rule 20(3)(xi) read with Rule 22(15) of the said Rules and the postal ballot forms received from the shareholders pursuant to the provisions of Section 110 of the Companies Act, 2013 read with Rule 22(9) of the said Rules in respect of the Resolution proposed in the notice dated 7th November, 2014 , do hereby submit my report as follows:

- (a) The Notice dated 7th November, 2014 along with the Statement under Section 102 of the Act setting out all material facts in respect of Resolutions mentioned therein and Postal Ballots was sent on 17th November, 2014 to the shareholders of the company, whose names appeared on register of members as on 7th November, 2014. The company has also provided the members an option to avail e- voting facility.
- (b) E-voting:
- i. The e-voting services were provided through National Securities Depository Limited (NSDL).
 - ii. Voting rights were reckoned on the shares registered in the names of the Members as on Friday, 7th November, 2014.





- iii. The period for e-voting had begun at 9.00 a.m. on Monday, 17th November, 2014 and ended at 6.00 p.m. on Tuesday, 16th December, 2014.
- iv. The votes cast were unblocked on Wednesday, 17th December, 2014 at 11.00 a.m. in the presence of 2 witnesses, Mrs. Sonam Lakhotia and Mr. Saheb Ali, who are not in the employment of the Company
- v. The results of e-voting are based on the reports generated from NSDL's e-voting website <https://www.evoting.nsdl.com>
Percentages have been taken up to two decimals.

(c) Postal Ballots:

- i. The Company had dispatched along with the Notice, the Postal ballot forms with postage prepaid business reply envelope to its Members whose names appeared on the Register of Members as on 7th November, 2014.
- ii. The Postal ballot forms were opened on 17th December, 2014 in my presence and scrutinized by me. The signature of shareholder, shareholding and other details was matched /confirmed with the Register of Members of the company as on 7th November, 2014 with the assistance of Registrar and Transfer Agents of the Company.
- iii. All Postal ballot forms received up to 6.00 pm on 16th December, 2014, being the last date and time fixed by the Company for receipt of the forms, were considered by me for scrutiny.
- iv. I did not find any defaced or mutilated ballot paper.
- v. The Company received 170 postal ballot forms, representing 84690 shares in the Company, of which 1 ballot representing 100 shares was found to be invalid.

I submit below my Report as under on the result of the voting through electronic means and postal ballots in respect of the said resolution:

Special Resolution: to increase the number of directors on the Board of the company to a maximum of 20 Directors.





Manoj Kumar Banthia

Company Secretary

MKB & Associates

SHANTINIKETAN | 5TH FLOOR | ROOM NO. 511 | 8, CAMAC STREET | KOLKATA-700 017

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	Number of Member who voted through e-voting	Number of e-votes cast	Number of Member who voted through Postal Ballot	Number of votes cast by Postal Ballot	Total Number of votes cast through e-voting and Postal Ballot	% of total number of valid votes cast
(1) Voted in favour of the resolution	146	186552771	151	83460	186636231	99.99%
(2) Voted against the resolution	18	4290	18	1130	5420	Negligible
Total	164	186557061	169	84590	186641651	99.99%
(3) Invalid votes:	Nil	Nil	1	100	100	Nil

Thanking You,

Yours Faithfully

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

Date: December 17, 2014

Place: Kolkata

We, the undersigned, have witnessed that the results of voting, which were unblocked from NSDL's e-voting website www.evoting.nsdl.com in our presence on Wednesday, 17th December, 2014.

Saheb Ali

Name: Saheb Ali
Address: M/s MKB & Associates
Shantiniketan, 8, Camac Street,
5th Floor, Room no. 511,
Kolkata - 700017

Sonam Lakhota

Name: Sonam Lakhota
Address: M/s MKB & Associates
Shantiniketan, 8, Camac Street,
5th Floor, Room no. 511,
Kolkata - 700017