

CS PRAGATI KAKANI
M.COM, L.I.I.I, FCS

P.M. KAKANI & CO;
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Swavlambi Nagar,
NAGPUR-440022 (MH)
Call:098901-27067 /2293119
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1st January, 2021

To,
The Chairman
Central Cables Limited;
CIN: L31300MH1981PLC023772;
5 Temple Road, Civil Lines, Nagpur MH 440001 IN.

Dear Sir/ Mam,

I would like to thank you for appointing me as the Scrutinizer for e-voting by your Members at the 39th Annual General Meeting (AGM) of your Company held on Thursday, 31st December, 2020 at 11:00 A.M.

We are pleased to submit the Scrutinizer's Report which is comprehensive and self-explanatory in all respects.

Place: Nagpur
Date: 1st January, 2021

Thanking You,
Yours Faithfully

Kakani



Practicing Company Secretary
FCS Pragati Kakani
COP NO. : 5329
FCS NO. : 8109

Encl:

1. Scrutinizer's Report- Consolidated
2. Scrutinizer's Report E-Voting.

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SCRUTINIZER'S REPORT - CONSOLIDATED

To,

The Chairman of 39th Annual General Meeting of the members of Central Cables Limited; L31300MH1981PLC023772; Held on 31st Day of December, 2020 through video conferencing (VC)/other audio-visual means (OAVM) at 11.00 A.M. The deemed venue for the AGM shall be the Registered Office of the Company.

Dear Sir,

Consolidated Scrutinizer's Report on remote e-voting conducted on resolutions mentioned in the notice dated 7th December, 2020 of Annual General Meeting of Central Cables Limited held through video conferencing (VC)/other audio-visual means (OAVM) on Thursday, 31st December, 2020 at 11.00 A.M.

APPOINTMENT AS SCRUTINIZER

I, Pragati Kakani, Company Secretary in Practice appointed as a Scrutinizer by

- i. The Board of Directors of Central Cables Limited (the Company) in terms of the provisions of Section 108 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2015 as amended (Rules) and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) for the purpose of scrutinizing and ascertaining the results of voting by electronic means i.e. remote e-voting on the following resolutions mentioned in the notice of AGM as aforesaid passed by the Members through video conferencing (VC)/other audio-visual means (OAVM) on Thursday, 31st December, 2020 at 11.00 A.M. in a fair and transparent manner.

MANAGEMENT'S RESPONSIBILITY

1. The Management of the company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to the passing of resolutions set out in notice dated 7th December, 2020. The Management is also responsible to comply the protocols as notified in General Circular No 17/2020 dated 13 April 2020 and General Circular No 20/2020 dated 5 May 2020 (MCA Circulars), 12th May 2020 (MCA Circulars) and other Circulars issued by the MCA in this regard in view of the current extra ordinary circumstances due to COVID -19 pandemic requiring social distancing in holding AGM virtually or physically as applicable and to take all decisions requiring Members approval, other than items of ordinary business or businesses where any person has a right to heard, through the mechanism of postal ballot / e voting in accordance with the provisions of the Companies Act 2013 and mca circulars without holding a general meeting that requires physical presence of Members at a common venue. My responsibility, as a scrutinizer for e-voting process is restricted to the extent of ascertaining requisite votes casted i.e., "in Favour" and "Against" the resolutions mentioned in the said notice by the Members after taking the effect of "invalid" and "abstained"

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votes in respect of the resolutions set forth in the notice of the said AGM of the Company. The deemed venue for the AGM shall be the Registered Office of the Company.

SCRUTINIZER'S RESPONSIBILITY

2. 3.1. As per information provided by the Management, the Company had completed the dispatch of notice of AGM dated 7th December, 2020 inter-alia containing User ID, password and Annual Report for the financial year 2019-2020 through electronic mode by 9th December, 2020, to those Members whose email id's registered with the RTA as on 4th December, 2020 being the cut-off date for dispatch of notice along with other necessary information and whose email address were registered with the Company and Registrar and Transfer Agents (RTA) in terms of MCA Circulars. As per provisions of the Companies Act, 2013, the numbers of votes cast in respect of each resolution have been counted according to the number of shares held by the concerned Shareholders. One share held is equal to one vote.
- 3.2. The Members holding shares in physical mode or not having email ID registered with their Depository Participants or Registrar & Share Transfer Agent were given special facility to get their email ID registered either with (RTA) Link Intime Private Limited at rnt.helpdesk@linkintime.co.in or with the Company at care.centralcables@gmail.com to receive the notice of AGM electronically and participate in remote e-voting process.
- 3.3. In compliance with provisions of Rule 20 of the Companies (Management and Administration) Amendments Rules, 2015 read with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, the Company arranged for remote e-voting facility provided by Central Depository Services (India) Limited (CDSL) for conducting remote e-voting by the Shareholders of the Company on AGM resolutions. The Board of the Company has fixed 23rd December, 2020 as cut-off date for determining the names of Members, who are eligible to cast their vote through remote e-voting. The Company had also provided remote electronic voting facility through CDSL platform to the Shareholders during the course of the Annual General Meeting also, who had attended the meeting through above process and did not vote on resolutions by means of remote e-voting prior to the AGM. Members attended this meeting through VC or OAVM had been counted for the purpose of reckoning the requisite quorum under section 103 of the Companies Act 2013.
- 3.4. The e-voting period was commenced on Monday, 28th December 2020 from 9.00 A.M. (IST) and concluded on Wednesday, 30th December 2020 at 5:00 P.M. (IST). The Shareholders who were holding shares of the Company physically and/or electronically as on the "cut-off" date i.e., 23rd December, 2020, fixed by the Company, were entitled to vote on the resolutions set out in the notice of AGM only electronically. As a scrutinizer, I shall have access after closure of period of remote e-voting and before start of the AGM, to only such details relating to Members who have cast their votes through remote e-voting such as their names, DPID, Client ID/Folios, number of shares held but not the manner in which they have voted to ensure that Members who have cast their vote through remote e-voting do not vote again during the course of AGM.
- 3.5. Mr. Mritunjay Kumar, Company Secretary and Compliance Officer, was made responsible for conducting the entire e-voting process and was authorized to do all things and to take all incidental and necessary steps for conducting the AGM through VC/OAVM.



3.6. The votes cast through remote e-voting facility were unblocked after the conclusion of AGM at 11.44 A.M approx. in the presence of Two (2) witnesses, CS Navnee Jain and Rakshanda Modak who were not in the employment of the Company. The votes cast by the Shareholders before AGM were scrutinized by verifying it using the Scrutinizer's login on the CDSL e-voting website. The details of vote cast by the attending Members during the course of AGM were also provided by CDSL.

3.7. The report inter alia containing details, who voted "for" and "against", on each of the resolutions that were put to vote and whose votes became invalid or who abstained from voting, in respect of resolutions set out in the notice of the said AGM were generated from the e-voting website of CDSL in respect of remote e-voting and vote cast during the course of AGM .

3.8. My responsibility as a scrutinizer for the remote e-voting process and voting at the AGM is restricted to make Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated in the Notice, based on the reports generated from the e-voting system provided by Central Depository Services Limited (CDSL), the Agency authorized under the Rules and engaged by the Company to provide e-voting facilities for voting through electronic means.

3.9. I have issued separate Scrutinizer's report dated 1st January, 2021 on the e-voting on the resolutions stated in the notice calling AGM. I Submit herewith my Consolidated Scrutinizer's Report on the results of voting through electronic means on the reports generated by Central Depository Services Limited (CDSL) .

3. VOTING RESULTS :The result of the voting is as under:-

Item No. of the Notice	Remote E Voting	Voting at AGM	Total Votes in favour of the resolution		Votes against the resolution		Invalid Votes
	Numbers	Numbers	Numbers	% of total number of valid votes cast (Favour and Against)	Number	% of total number of valid votes cast (Favour and Against)	Number s
Item No. 1 of the Notice: To consider and Adopt Financial Statements for the year ended 31 st March 2020 together with the Reports of the Board of the Directors and Auditors thereon. (As an Ordinary Resolution)	1119175	300	1119475	100%	0	0	0
Item No. 2 of the Notice: To re-appoint Mr. Govinddas Daga, (DIN: 00202975), a	1119175	300	1119475	100%	0	0	0

Director retiring by Rotation. (As an Ordinary Resolution)							
Item No. 3 of the Notice: To regularize the appointment of Mrs. Yogita Sunil Pise-Additional Director (08960502) as an Independent Director. (As Special Business Ordinary Resolution)	1119175	300	1119475	100%	0	0	0
Item No. 4 of the Notice: To re-appoint Mr. Sanjay Dattatray Agnihotri (DIN: 06442128) as an Independent Director of the Company and continue her directorship as a Non-Executive Director of the Company. (As Special Business Special Resolution)	1119175	300	1119475	100%	0	0	0

Based on the aforesaid results, we report that the **Ordinary Resolutions** as contained in **Item No. 1, 2** and **Special Business Ordinary Resolution** as contained in **Item No 3 and Special Business Special Resolution** as contained in **Item No. 4** of the Notice of the AGM dated 7th December, 2020 has been passed with **requisite majority**.

4. DATA: The electronic data and all other relevant records relating to the remote e-voting is under my safe custody and will be handed over to the Company Secretary for preserving safely after the chairman considers, approves and signs the minutes of the AGM.

Place: Nagpur
Date: 1st January, 2021

Thanking You,
Your's Faithfully
Practicing Company Secretary

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FCS Pragati Kakani
COP NO. : 5329
FCS NO. : 8109



Signed by Chairman of the meeting

CS PRAGATI KAKANI
M.COM, L.I.I.I, FCS

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email: vedpragati@rediffmail.com
cspmkakani@gmail.com

SCRUTINIZER'S REPORT - E-VOTING

[Pursuant to section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 as amended]

To,

The Chairman of 39th Annual General Meeting of the members of Central Cables Limited; L31300MH1981PLC023772; Held on 31st Day of December, 2020 through video conferencing (VC)/other audio-visual means (OAVM) at 11.00 A.M. The deemed venue for the AGM shall be the Registered Office of the Company.

Dear Sir,

1. APPOINTMENT AS SCRUTINIZER

I, Pragati Kakani, Company Secretary in Practice appointed as a Scrutinizer by the Board of Directors of Central Cables Limited (the Company) for the purpose of scrutinizing the e-voting process under the provisions of Section 108 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended (Rules) on the resolutions contained in the notice to the 39th AGM of the members of the Company, held on 31st December, 2020 at 11.00 A.M at 5 Temple Road, Civil Lines, Nagpur MH 440001 IN.

2. DISPATCH OF NOTICE CONVENING THE AGM

The Company has informed that, on the basis of the Register of Members and the List of Beneficiary Owners made available by the depository viz., Central Depository Services Limited (CDSL), the company completed dispatch of Notice of the AGM as under

- On December 9, 2020 by email to 185 members who had registered their emails-ids with the company / Link Intime India Pvt Ltd (Registrar & Transfer Agent)

3. CUT-OFF DATE

The Voting rights were reckoned as on 23rd December, 2020, being the cut-off date for the purpose of deciding the entitlements of members at the e-voting and voting at the AGM.

4. E-VOTING PROCESS

4.1 E-voting period was kept open from 28th December, 2020 at 9:00 A.M. to 30th December, 2020 till 5:00 P.M.

4.2 At the end of the voting period on 30th December, 2020 the voting portal of the Service Provider was blocked forthwith, On 31st December, 2020 at 11.44 AM. i.e. after the Annual General Meeting, the votes cast through e-voting facility was duly unblocked by me as a Scrutinizer in the presence of CS Navnee Jain and Rakshanda Modak, who acted as the witnesses, as prescribed in Sub Rule 3 (xi) of the Rule 20.

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5. VOTING AT THE AGM

- 5.1 In keeping with Regulation 44 (1) and 44 (2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as prescribed under Rule 20 (4) (xiii) of the Companies (management and Administration) Amendment Rules, 2015, for the purpose of ensuring that Members who have cast their votes through e-voting so not vote again at the general meeting, the Scrutinizer shall have access after closure period of e-voting and before the start of general meeting, to only such details relating to Members who have cast their votes through e-voting, such as their names, DP id & Client Id/ folios, number of shares held but not the manner in which they have voted.
- 5.2 Accordingly, Central Depository Services Limited (CDSL), the e-voting agency provided us with the names, DP ID & Client ID/ Folios and Shareholding of the members who had cast their votes through e-voting.

6. E-VOTING RESULTS

The result of the e-voting is as under: -

Item No. of the Notice	Votes in favour of the resolution		Votes against the resolution		Invalid Votes Numbers
	Numbers	% of total number of valid votes cast (Favour and Against)	Number	% of total number of valid votes cast (Favour and Against)	
Item No. 1 of the Notice: To consider and Adopt Financial Statements for the year ended 31 st March 2020 together with the Reports of the Board of the Directors and Auditors thereon. (As an Ordinary Resolution)	1119475	100%	0	0	0
Item No. 2 of the Notice: To re-appoint Mr. Govinddas Daga, (DIN: 00202975), a Director retiring by Rotation. (As an Ordinary Resolution)	1119475	100%	0	0	0
Item No. 3 of the Notice: To regularize the appointment of Mrs. Yogita Sunil Pise-Additional Director (08960502) as an Independent Director. (As Special Business Ordinary Resolution)	1119475	100%	0	0	0
Item No. 4 of the Notice: To re-appoint Mr. Sanjay Dattatray Agnihotri (DIN: 06442128) as an Independent Director of the Company	1119475	100%	0	0	0



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P. M. KAKANI & CO;

and continue her directorship as a
Non-Executive Director of the
Company.
(As Special Business Special
Resolution)

Place: Nagpur

Date: 1st January, 2021

Thanking You,
Yours Faithfully
Practicing Company Secretary

Pragati Kakani

FCS Pragati Kakani
COP NO. : 5329
FCS NO. : 8109



Witness No. 1:
Navnee Jain,

Navnee Jain

Witness No. 2:
Rakshanda Modak

Rakshanda Modak