

FORM 'DIR-8'

Intimation by Director

[Pursuant to Section 164(2) and rule 14(1) of Companies (Appointment and Qualification of Directors) Rules 2014]

Registration No. of Company : 034435
Nominal Capital : Rs. 67,05,00,000
Paid-up-Capital : Rs. 22,21,72,990
Name of the Company : Century Plyboards (India) Ltd.

To

Century Plyboards (India) Limited

P-15/1, Taratala Road

Kolkata- 700 088

I, Pramod Agrawal, son of Shri Badri Prasad Agrawal resident of Ranchi proposed director in the company hereby give notice that I am/was a director in the following companies during the last three years:

Sl. No	Name of the Company	Date of Appointment	Date of Cessation
1	BSE Limited	29/11/2023	Continuing
2	Coal India Limited	01/02/2020	30/06/2023
3.	CIL Solar PV limited	16/04/2021	06/07/2023
4	CIL Navkarniya Urja Limited	16/04/2021	06/07/2023

I further confirm that I have not incurred disqualification under section 164(1) or 164(2) of the Companies Act, 2013 in any of the above companies, in the previous financial year, and that I, at present, stand free from any disqualification from being a director.

OR

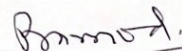
I further confirm that I have **not** incurred disqualification –

- (A) Under Section 164(1) on the following ground(s) in the previous financial year; :- **NIL** or
- (B) Under Section 164(2) of the Companies Act, 2013 in the following Company(s) in the previous financial year, and that I, present stand free from any disqualification from being a Director:

Name of the Company	Date of Appointment	Date of Cessation
NIL		

Dated: 06.03.2024

Place: Ranchi



Signature
(Pramod Agrawal)

DIN- 00279727

Form 'DIR-2'

Consent to act as a director of a company
[Pursuant to section 152(5) and rule 8 of Companies
(Appointment and Qualification of Directors) Rules, 2014]

To

Century Plyboards (India) Limited
P-15/1, Taratala Road
Kolkata- 700 088

Subject: Consent to act as a director

I, Pramod Agrawal, hereby give my consent to act as director of Century Plyboards (India) Limited, pursuant to sub-section (5) of section 152 of the Companies Act, 2013 and certify that I am not disqualified to become a director under the Companies Act, 2013.

S.No	Particulars	Details
1	Director Identification Number (DIN)	00279727
2	Name (in full)	Pramod Agrawal
3	Father's Name (in full)	Shri Badri Prasad Agrawal
4	Address	C 702, Pebble Bay Apartments, Bariatu Road Ranchi 834009
5	E-mail id	Pramodagrawal91@yahoo.com
6	Mobile no	9406900032
7	Income-tax PAN	ADOPA3473G
8	Occupation	Retired from Coal india
9	Date of birth	03/06/1963
10	Nationality	Indian
11	No. of companies in which I am already a Director and out of such companies the names of the companies in which I am a Managing Director, Chief Executive Officer, Whole time Director, Secretary, Chief Financial Officer, Manager	1 I am non executive Chairman in Bombay Stock Exchange
12	Particulars of membership No. and Certificate of practice No. if the applicant is a member of any professional Institute.	

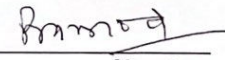
Declaration

(i) I declare that I have not been convicted of any offence in connection with the promotion, formation or management of any company or LLP and have not been found guilty of any fraud or misfeasance or of any breach of duty to any company under this Act or any previous company law in the last five years. I further declare that if appointed my total Directorship in all the companies shall not exceed the prescribed number of companies in which a person can be appointed as a Director.

(ii) further declare that –

I am not required to obtain the security clearance from the Ministry of Home Affairs, Government of India before seeking appointment as director; _____ or

I am required to obtain the security clearance from the Ministry of Home Affairs, Government of India before seeking appointment as director and the same has been obtained and is attached _____.



Signature
(Pramod Agrawal)
DIN - 00279727

Dated: 06.03.2024

Place: Ranchi

Attachments:

1. Proof of identity;
2. Proof of residence

FORM MBP - 1
Notice of interest by director
[Pursuant to section 184 (1) and rule 9(1)]

To
The Board of Directors
Century Plyboards (India) Limited
P-15/1, Taratala Road
Kolkata- 700 088

Dear Sir(s)/ Madam(s)

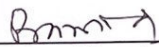
I, Pramod Agrawal, son of Shri Badri Prasad Agrawal, resident of Ranchi, hereby give notice of my interest or concern in the following company or companies, bodies corporate, firms or other association of individuals:-

Sl. No	Name of Companies/ bodies corporate/ firms/ association of individuals	Nature of interest or concern/ Change in interest or concern	Shareholding (No. of Shares)	Date on which interest or concern arose/ changed
	BSE Limited	Director	--	29/11/2023

*Interest in Companies/bodies corporate/firms/ association of individuals as a Shareholder/member is annexed separately.

Place: Ranchi

Date: 06.03.2024


Signature
(Pramod Agrawal)
DIN- 00279727

Companies in which, I hold 2% or more of the Paid Up Capital

No	Name of Companies/ bodies corporate/ firms/ association of individuals	Nature of interest or concern/ Change in interest or concern	Shareholding (No. of Shares)	Date on which interest or concern arose/ changed
1	NIL			
2				
3				

Companies in which, I hold less than 2% of the Paid Up Capital

Sl. No.	Name of Companies/ bodies corporate/ firms/ association of individuals	Nature of interest or concern/ Change in interest or concern	Shareholding (No. of Shares)	Date on which interest or concern arose/ changed
1.	Kotak Mahindra bank	Shareholder	20	
2.				
3.				



Signature
(Pramod Agrawal)
DIN- 00279727

To
The Board of Directors
Century Plyboards (India) Limited
P-15/1, Taratala Road
Kolkata- 700 088

Dear Sir(s) / Madam(s)

**Sub: Declaration under Section 149(7) of the Companies Act, 2013 and Regulation 25(8) of the SEBI
(Listing Obligations and Disclosure Requirements) Regulations, 2015**

I, **Pramod Agrawal** son of Shri Badri Prasad Agrawal resident of Ranchi being an Independent Director in the Company hereby declare that-

- 1) I am not / was never a promoter of Century Plyboards (India) Ltd. or its Holding, Subsidiary or Associate Company or member of the promoter group of Century Plyboards (India) Ltd. (the Company);
- 2) I am not related to promoters or directors in the company, its Holding, Subsidiary or Associate company;
- 3) I have/had no pecuniary relationship other than receiving director's remuneration or having transaction not exceeding ten per cent of my total income with the Company, its Holding, Subsidiary or Associate company, or their promoters, or directors, during the three immediately preceding financial years or during the current financial year;
- 4) None of my relatives
 - i. is holding any securities of or interest in the company, its holding, subsidiary or associate company during the three immediately preceding financial years or during the current financial year in excess of face value of fifty lakh rupees or two percent of the paid-up capital of the company, its holding, subsidiary or associate company;
 - ii. is indebted to the company, its holding, subsidiary or associate company or their promoters, or directors, in excess of fifty lakhs rupees at any time during the three immediately preceding financial years or during the current financial year;
 - iii. has given a guarantee or provided any security in connection with the indebtedness of any third person to the company, its holding, subsidiary or associate company or their promoters, or directors of such holding company, in excess of fifty lakhs rupees at any time during the three immediately preceding financial years or during the current financial year;
 - iv. has any other pecuniary transaction or relationship with the company, or its holding or subsidiary, or associate company amounting to two percent or more of its gross turnover or total income or fifty lakhs rupees, whichever is lower, singly or in combination with the transactions referred to in sub-clause (i), (ii) or (iii) above at any time during the three immediately preceding financial years or during the current financial year; or
 - v. has any pecuniary relationship or transaction with the company, its holding, subsidiary or associate company or their promoters, or directors in relation to points (i) to (iv) above in excess of two percent of its gross turnover or total income or fifty lakh rupees, whichever is lower.;

5) Neither myself nor any of my relatives –

- (i) holds or has held the position of a key managerial personnel of the company or is or has been employee of the Company, its Holding, Subsidiary or Associate Company, in any of the three immediately preceding financial years;
 - (ii) is or has been an employee or proprietor or a partner, in any of the three immediately preceding financial years, of –
 - (a) a firm of auditors or company secretaries in practice or cost auditors of the Company or its Holding, Subsidiary or Associate company; or
 - (b) any legal or a consulting firm that has or had any transaction with the company, its Holding, Subsidiary or Associate company amounting to ten per cent or more of the gross turnover of such firm;
 - (iii) hold together with my relatives two per cent or more of the total voting power of the company; or
 - (iv) is a Chief Executive or director, by whatever name called, of any non-profit organisation that receives twenty-five per cent or more of its receipts from the company, any of its promoters, directors or its Holding, Subsidiary or Associate company or that holds two per cent. or more of the total voting power of the company;
 - (v) is a material supplier, service provider or customer or a lessor or lessee of the Company.
- 6) I possess appropriate skills, experience and knowledge in the field of Finance, administration and other disciplines related to Company's business.
- 7) I am not a Non-Independent Director of any other company on the Board of which any Non-Independent Director of Century Plyboards (India) Ltd. is an Independent Director.
- 8) I am not aware of any circumstance or situation, which exist or may be reasonably anticipated, that could impair or impact my ability to discharge my duties with an objective independent judgment and without any external influence.
- 9) I have complied with the provisions of Rule 6(1) & 6(2) of the Companies (Appointment & Qualification of Directors) Rules, 2014.


Signature
(Pramod Agrawal)
DIN- 00279727

Date: 06.03.2024
Place: Ranchi

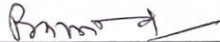
To
The Board of Directors
Century Plyboards (India) Ltd.

I, Pramod Agrawal son of Shri Badri Prasad Agrawal resident of Ranchi, hereby give notice that I am interested directly/through my relative(s) in the following companies :

Particulars	Nature of Interest
1. As per Annexure "A"	List of Relatives
2. As per Annexure "B"	Firms in which my relatives are Partners
3. As per Annexure "C"	Private Companies in which my relatives are Member or Director
4. As per Annexure "D"	Public Companies in which I in which I am a Director and along with my relatives hold more than 2% of its share capital
5. As per Annexure "E"	Committees in which I am a Member/Chairman

Dated the 6th day of March, 2024

Signature


Signature
(Pramod Agrawal)
DIN- 00279727

Name: Pramod Agarwal

Annexure "A"
LIST OF MY RELATIVES

Relation	Name
1. Spouse	Renu Agrawal
2. Father	Shri Badri Prasad Agrawal
3. Mother	Smt Durga Devi Agrawal
4. Sons	1. Sarthak Agrawal 2. Shashwat Agrawal
5. Daughters	—
6. Son's wife	1. Eshita Gupta. 2. Priyal Jalan
7. Daughter's Husband	—
8. Brothers	1. Shri Govind Lall Agrawal 2. Shri Pawan Kumar Agrawal 3. Shri Pravin Agrawal
9. Sisters	1. Smt Vidya Agrawal 2. Smt Lalita Agrawal 3. Smt Pushpa Gutgutia 4. Kiran Jain 5. Smt Hansa Banka 6. Smt Vanita Khaitan
10. Member of Hindu Undivided Family	Yes I am member of HUF of my father and karta of Pramod Agrawal HUF

Annexure "B"

Firms in which my relatives are Partners

S.No	Name of the Firm	Name of Relative
	P & R Agrawal Associates	Renu Agrawal

Annexure "C"

Private Companies in which my relatives are Member or Director

S.No	Name of the Private Companies	Name of Relative
	Praneet Ispat Udyog Pvt Limited (details of brothers and sisters are not included)	Renu Agrawal (11% share)

Annexure "D"

Public Companies in which I am a Director and along with my relatives hold more than 2% of its share capital


S.No	Name of the Private Companies	Name of Relative
	Nil	

Annexure "E"

Committees in which I am a Member/Chairman

S.No	Name of the Companies	Committee Membership/Chairmanship
1.	BSE Limited	Chairman. Chairman, Member Committee Member, Regulatory Oversight Committee Member, Nomination and Remuneration Committee

Member, Audit Committee


Signature
(Pramod Agrawal)
DIN- 00279727

RAHUL TULSIAN

**3rd Floor, Flat No 301 302,
Vaishnav Apt., Block B,
335, Netaji Subhash Raod,
Howrah-711101**

06.03.2024

To
The Board of Directors
Century Plyboards (India) Ltd.
P-15/1, Taratala Road
Kolkata-700 088

Dear Sirs,

Ref: **DP ID and Client ID: IN30302868604668**

Sub: **Proposal for appointment of Shri Pramod Agrawal (DIN 00279727) as Director**

In terms of Section 160 of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014, I, Rahul Tulsian, being a member of the Company, hereby propose the candidature of Shri Pramod Agrawal (DIN 00279727), for appointment as an Independent Director of Century Plyboards (India) Ltd. for a term of five years from 1st April, 2024 to 31st March, 2029.

You are requested to kindly treat this letter as a notice in terms of Section 160 of the Companies Act, 2013 and do the needful.

Please confirm receipt.



RAHUL TULSIAN

Century Plyboards (India) Limited

Century House,

P-15/1, Taratala Road, Kolkata - 700088

P: (033) - 3940 3950 • F: (033) - 2248 3539

kolkata@centuryply.com • www.centuryply.com

CIN: L20101WB1982PLC034435



Date: 13.03.2024

To,
Mr. Pramod Agrawal
C 702, Pebble Bay Apartments,
Bariatu Road
Ranchi 834009

Sub: Letter of Appointment

On behalf of the Company, I write to inform you that you have been appointed as a Non-Executive Independent Director of the Company with effect from 1st April, 2024. The terms and conditions of the Appointment, which shall be subject to the Articles of Association of the Company, are set out below:

1. Term of Appointment:

- (a) Your appointment as an Independent Director of the Company shall be for a term beginning on 1st April, 2024 and ending on 31st March, 2029. You shall be eligible for reappointment for another one term of maximum 5 consecutive years in terms of the applicable provisions of the Companies Act, 2013.
- (b) Notwithstanding the other provisions of this Letter, the Appointment may be terminated at any time in accordance with the provisions of the Articles of Association of the Company or the provisions for the removal of directors under the Companies Act, 2013.
- (c) Upon termination or upon your resignation for any reason, you will not be entitled to any damages for loss of office and no fee will be payable to you in respect of any unexpired portion of the term of the Appointment.

2. Expectations of the Board from you:

You will devote such time to the affairs of the Company as is required by you to perform your duties as Independent Director. By accepting the Appointment, you confirm that you will be in a position to allocate sufficient time to meet the expectations of your role.

You may also be appointed as a member of any Committee of the Board, based on your availability and eligibility to become such member.



3. Fiduciary duties & liabilities connected to the office:

The Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 prescribes number of statutory duties, which are the personal responsibility of each director and not of the Company. The Company expects that in discharge of your duties as a Director of the Company, you will take care of the following:

- (a) Subject to the provisions of Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, you will act in accordance with the articles of the company.
- (b) You will act in good faith in order to promote the objects of the company for the benefit of its members as a whole, and in the best interests of the company, its employees, the shareholders, the community and for the protection of environment.
- (c) You will exercise your duties with due and reasonable care, skill and diligence and shall exercise independent judgment.

As an Independent Director, you are also expected to ensure the following:

- (a) To undertake appropriate induction and regularly update and refresh their skills, knowledge and familiarity with the company;
- (b) To seek appropriate clarification or amplification of information and, where necessary, take and follow appropriate professional advice and opinion of outside experts at the expense of the company;
- (c) To strive to attend all meetings of the Board of Directors and of the Board committees of which you are/ or become a member;
- (d) To participate constructively and actively in the committees of the Board in which you are a chairperson or member;
- (e) To strive to attend the general meetings of the company;
- (f) Where you have concerns about the running of the company or a proposed action, ensure that these are addressed by the Board and, to the extent that they are not resolved, insist that your concerns are recorded in the minutes of the Board meeting;
- (g) To keep yourself well informed about the company and the external environment in which it operates;
- (h) Not to unfairly obstruct the functioning of an otherwise proper Board or committee of the Board;



Century Plyboards (India) Limited

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kolkata@centuryply.com • www.centuryply.com

CIN: L20101WB1982PLC034435



- (i) To pay sufficient attention and ensure that adequate deliberations are held before approving related party transactions and assure yourself that the same are in the interest of the company;
- (j) To ascertain and ensure that the company has an adequate and functional vigil mechanism and to ensure that the interests of a person who uses such mechanism are not prejudicially affected on account of such use;
- (k) To report concerns about unethical behaviour, actual or suspected fraud or violation of the company's code of conduct or ethics policy;
- (l) To act within your authority, to assist in protecting the legitimate interests of the company, shareholders and its employees;
- (m) Not to disclose confidential information, including commercial secrets, technologies, advertising and sales promotion plans, unpublished price sensitive information, unless such disclosure is expressly approved by the Board or required by law

You will be liable as an Officer-in-default in respect of a contravention of any of the provisions of Companies Act, 2013 which you are aware by virtue of the receipt by you of any proceedings of the Board or participation in such proceedings without objecting to the same, or where such contravention had taken place with your consent or connivance;

In terms of Section 166(7) of the Companies Act, 2013, it is to bring to your notice that if a director of the company contravenes the provisions of Section 166 which lays down duties of directors, such director shall be punishable with fine which shall not be less than one lakh rupees but which may extend to five lakh rupees.

4. Provision for Directors and Officers (D and O) Insurance, if any.

You are hereby informed that the Company has a D and O Insurance Policy for its Directors.

5. Adherence to various 'Codes'

You are required to adhere to various codes and policies adopted by the Company including "Code of Conduct for Directors and Senior Management Executives", "Code of Conduct to regulate, monitor and report trading by Designated Persons", "Code of Practices and Procedures for Fair Disclosures of Unpublished Price Sensitive Information" and "Vigil Mechanism/Whistle Blower Policy".

Copies of such codes are being made available to you and can also be accessed from the Company's website www.centuryply.com. You are expected to abide by the same. Further, you are also expected to abide by Code for Independent Directors as per Schedule IV of the Companies Act, 2013.



VENEERS | EXTERIOR LAMINATES | DOOR
BAMBU PLY | PVC BOARD | CFS



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6. List of actions you should not indulge into:

- (a) You will not involve in a situation in which you may have a direct or indirect interest that conflicts, or possibly may conflict, with the interest of the company.
- (b) You will not achieve or attempt to achieve any undue gain or advantage either to yourself or to your relatives, partners, or associates and if you are found guilty of making any undue gain, you will be liable to pay an amount equal to that gain to the company.
- (c) As a director of the Company, you will not assign your authorities and responsibilities and any assignment so made shall be void.

In the event that you become aware of any potential conflicts of interest these should be disclosed to the Company as soon as they become apparent.

7. Remuneration:

You will be remunerated by way of sitting fees for attending the meetings of the Board of Directors and that of the Committees as may be approved by the Board from time to time and reimbursement of expenses for participation in the Board and other meetings. You shall also be entitled to such profit related commission as approved by the members.

You will not be entitled to any remuneration other than the above.

You will have no entitlement to any bonus during the Appointment and no entitlement to participate in any share scheme or pension scheme operated by the Company.

8. Review process

Your performance as an Independent Director will be reviewed by the Board and/ or any Committee thereof on an annual basis as per requirements of the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

9. Confidentiality

You must apply the highest standards of confidentiality, and not disclose to any person or company (whether during the course of the Appointment or at any time after its termination), any confidential information concerning the Company and any of the Group Companies with which you come into contact by virtue of your position as Independent Director.



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Century Plyboards (India) Limited

Century House,

P-15/1, Taratala Road, Kolkata - 700088

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CIN: L20101WB1982PLC034435



Your attention is drawn to the requirements of SEBI (Prohibition of Insider Trading) Regulations 2015 in respect of disclosure of unpublished price-sensitive information. Consequently you should not make any statements that might risk a breach of these requirements.

Please confirm your agreement to the above by signing and returning to us the enclosed duplicate of this letter.

For Century Plyboards (India) Limited

Sajjan Bhattacharya

Chairman



Communication of Acceptance:

I confirm and agree to the above

Pramod Agrawal

[Pramod Agrawal]

DIN- 00279727

16/3/24

