

**CHEMFAB/SEC/2019 -20/24**

**June 28, 2019**

The Manager,  
Listing Department  
The Bombay Stock Exchange Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai- 400 001.

The Manager,  
Listing Department  
National Stock Exchange of India Limited  
“Exchange Plaza”  
Bandra - Kurla Complex, Bandra (E)  
Mumbai - 400 051.

**BSE – Security Code: 541269**

**NSE Symbol: CHEMFAB**

**Dear Sir/ Madam,**

**Sub: Submission of Voting results along with Scrutinizer's Report of the 10<sup>th</sup> Annual General Meeting.**

**Ref.: Regulation 44 of the SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015**

With reference to the above subject, we hereby enclose the voting results as per regulation 44 of the LODR Regulations, along with scrutinizer's report on remote e - voting and voting through ballot for the 10<sup>th</sup> Annual General Meeting of the Members of CHEMFAB ALKALIS LIMITED [Formerly known as Teamec Chlorates Limited] held on Thursday, the 27<sup>th</sup> Day of June, 2019.

We are pleased to inform that all the resolutions set out in the notice of AGM have been passed with requisite majority.

Kindly take the above information on record.

Thanking You,

Yours faithfully,

For **CHEMFAB ALKALIS LIMITED**  
(formerly known as Teamec Chlorates Limited)



**Dr. V. Rajesh**  
**Company Secretary and Compliance Officer**



**S.A. INBAVADIVU**  
**Advocate**  
Madras High Court  
☎ : 93827 26408

## FORM NO. MGT-13

### REPORT OF THE SCRUTINIZER

*[Pursuant to Section 108 and 109 of the Companies Act, 2013 and rule 20 and 21(2) of the Companies (Management and Administration) Rules, 2014]*

28<sup>TH</sup> June 2019

To

THE CHAIRMAN,

The 10<sup>TH</sup> Annual General Meeting of the Equity Shareholders of M/s.CHEMFAB ALKALIS LIMITED [Formerly known as Teamec Chlorates Limited], held on Thursday, the 27<sup>th</sup> June 2019 at 9.30 A.M. at Kalyan Homotel - A Sarovar Hotel, No:247, GST Road, Vandalur, Chennai -600048.

**Subject:** Ordinary & Special Resolution(s) under different provisions of the Companies Act, 2013 read with Rules made there under – *Voting through electronic means & ballot paper in terms of Section 108 of the Companies Act, 2013 read with Rule 20 and Rule 21 of the Companies (Management & Administration) Rules, 2014 as amended till date.*

Dear Sir,

I, S A INBAVADIVU, Practicing as an Advocate, having office at 38/33, 2<sup>nd</sup> Floor, KNS Estate, Karpagambal Nagar, Mylapore , Chennai – 600004 appointed as a Scrutinizer as per the letter dated 20-05-2019 , for the purpose of remote e- voting and voting through ballot, at the 10<sup>th</sup> Annual General Meeting of the Members of CHEMFAB ALKALIS LIMITED [Formerly known as Teamec Chlorates Limited] held on Thursday , the 27<sup>th</sup> Day of June 2019 , at 9.30 a.m at Kalyan Homotel - A Sarovar Hotel, No: 247, GST Road, Vandalur, Chennai -600048, on the below mentioned resolutions, hereby submit my report as under:

**INBAA ASSOCIATES**

**Advocates**

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1. Pursuant to Sections 101 and 108 of the Companies Act, 2013 (Act) and Rule 20 of the Companies (Management & Administration) Rules, 2014 as amended till date, the Notice convening the Meeting including the statement u/s. 102 of the Act have been dispatched to all the Members of the Company through electronic means (wherever e-mail ids were available) on 29<sup>th</sup> May 2019 and to the other Members by Registered Post / Courier on the 1<sup>st</sup> day of June, 2019 and subsequently, the Notice convening the Annual General Meeting was also placed on the website of the Company. The Members of the Company were given an Option to vote electronically on e-voting platform, provided by the Central Depository Services (India) Limited (CDSL);
2. The Public Advertisement with respect to dispatch of Notices and conduction of voting through electronic means was published in an English Newspaper "Business Standard" of wide circulation and a vernacular Newspaper "Makkal Kural" on 5<sup>th</sup> June 2019.
3. The Shareholders holding shares as on the "cut off" date i.e., on 21<sup>st</sup> June 2019 were entitled to vote on the proposed 7(Seven) Resolutions as mentioned in the Notice of the 10<sup>th</sup> Annual General Meeting of **CHEMFAB ALKALIS LIMITED** [Formerly known as Teamec Chlorates Limited].
4. That E-Voting period remained open from 09.00 A.M. on Monday, the 24<sup>th</sup> June 2019 up to 05.00P.M. on Wednesday, the 26<sup>th</sup> day of June 2019.
5. The Electronic votes cast were taken into an account and at the end of the above said evoting period at 05.00 p.m. on 26<sup>th</sup> day of June 2019, after that the CDSL portal was blocked for evoting.
6. The Corporate Members who had participated in the voting through Ballot at the time of AGM had provided the copies of Resolutions passed by the Board of Directors of respective Companies.



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7. On the conclusion of the Annual General Meeting, the votes cast through remote e-voting were unblocked and were available for viewing by me. The votes cast through e-voting and through ballot at the venue of the Annual general meeting i.e., at Kalyan Homotel –A Sarovar Hotel, No: 247, GST Road, Vandalur, Chennai – 600048 were duly considered, pursuant to the extant rules.

At the Annual General Meeting held at the scheduled time, date and venue, the Chairman announced a poll through Ballot, taking into an account, the provisions of Law as well as the Companies (Management and Administration) Rules, 2014 as amended till date by the Ministry of Corporate Affairs.

The Polling papers in form No.MGT-12 as per Companies (Management and Administration) Rules, 2014 were distributed to the Shareholders present at the Annual General Meeting. The Shareholders cast their votes in one Ballot box kept at a convenient location in the venue.

- a. At the time fixed for closing the Poll by the Chairman, the Ballot box kept for polling was locked in my presence with due identification marks placed by me;
- b. The locked Ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The Poll papers were reconciled with the records maintained by the Company and the authorisation for Proxies lodged with the Company.
- c. The Poll papers which were incomplete and / or which were otherwise found defective have been treated as INVALID.

The results of the remote e-voting by electronic means and ballot voting are as follows:



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**RESOLUTION NO:1**

**Adoption of Accounts:**

**“RESOLVED THAT** the Audited Financial Statements i.e., Balance Sheet of the Company as at 31st March, 2019 and the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date, together with the Reports of the Board of Directors ('the Board') and the Auditors thereon as presented to this Annual General meeting, be and are hereby approved and adopted”.

i. Voted in favour of the resolution:

| Number of members voted through e-voting system and present and voting (in person or by proxy) | Number of votes cast by them | Number of Shares | % of total number of valid votes cast. |
|------------------------------------------------------------------------------------------------|------------------------------|------------------|----------------------------------------|
| 42                                                                                             | 9561886                      | 9561886          | 100                                    |

ii. Voted against the resolution:

| Number of members voted through e-voting system and present and voting (in person or by proxy) | Number of votes cast by them | Number of Shares | % of total number of valid votes cast. |
|------------------------------------------------------------------------------------------------|------------------------------|------------------|----------------------------------------|
| 0                                                                                              | 0                            | 0                | 0                                      |



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iii. Invalid votes:

| Number of members voted through e-voting system and present and voting (in person or by proxy) | Number of votes cast by them. | Number of Shares | % of total number of valid votes cast. |
|------------------------------------------------------------------------------------------------|-------------------------------|------------------|----------------------------------------|
| NIL                                                                                            | NIL                           | NIL              | NIL                                    |

**RESOLUTION No:2**

**Dividend**

“**RESOLVED THAT** a Dividend at the rate of Rs. 1.25 per Equity Share (12.50%) be and is hereby declared, on the fully paid-up Equity Shares of Rs. 10/- each in the Paid-up Capital of the Company, to those Members whose names appear in the Register of Members of the Company as on the date of the Book Closure”

i. Voted in favour of the resolution:

| Number of members voted through e-voting system and present and voting (in person or by proxy) | Number of votes cast by them. | Number of Shares | % of total number of valid votes cast. |
|------------------------------------------------------------------------------------------------|-------------------------------|------------------|----------------------------------------|
| 42                                                                                             | 9561886                       | 9561886          | 100                                    |



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ii. Voted against the resolution:

| Number of members voted through e-voting system and present and voting (in person or by proxy) | Number of votes cast by them. | Number of Shares | % of total number of valid votes cast. |
|------------------------------------------------------------------------------------------------|-------------------------------|------------------|----------------------------------------|
| 0                                                                                              | 0                             | 0                | 0                                      |

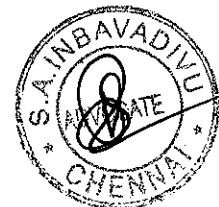
iii. Invalid votes:

| Number of members voted through e-voting system and present and voting (in person or by proxy) | Number of votes cast by them. | Number of Shares | % of total number of valid votes cast. |
|------------------------------------------------------------------------------------------------|-------------------------------|------------------|----------------------------------------|
| NIL                                                                                            | NIL                           | NIL              | NIL                                    |

### RESOLUTION NO:3

#### Retirement by Rotation

“RESOLVED THAT Mr. Suresh Krishnamurthi Rao (DIN: 00127809), Director, who retires by rotation and, being eligible, offers himself for reappointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.”



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i. Voted in **favour** of the resolution:

| Number of members voted through e-voting system and present and voting (in person or by proxy) | Number of votes cast by them. | Number of Shares | % of total number of valid votes cast. |
|------------------------------------------------------------------------------------------------|-------------------------------|------------------|----------------------------------------|
| 42                                                                                             | 9561886                       | 9561886          | 100                                    |

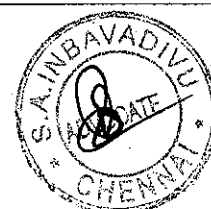
ii. Voted **against** the resolution:

| Number of members voted through e-voting system and present and voting (in person or by proxy) | Number of votes cast by them. | Number of Shares | % of total number of valid votes cast. |
|------------------------------------------------------------------------------------------------|-------------------------------|------------------|----------------------------------------|
| 0                                                                                              | 0                             | 0                | 0                                      |

iii. Invalid votes:

| Number of members voted through e-voting system and present and voting (in person or by proxy) | Number of votes cast by them. | Number of Shares | % of total number of valid votes cast. |
|------------------------------------------------------------------------------------------------|-------------------------------|------------------|----------------------------------------|
| NIL                                                                                            | NIL                           | NIL              | NIL                                    |

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**RESOLUTION NO:4**

**RATIFICATION OF COST AUDITOR'S REMUNERATION**

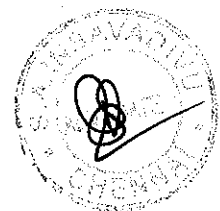
“**RESOLVED THAT** the decision to pay a Remuneration of Rs.1,50,000/- to Mr. A. Madhavan, the Cost Auditor of the Company for the year 2019 – 20, as recommended by the Audit Committee and approved by the Board of Directors, be and is hereby ratified”.

i. Voted **in favour** of the resolution :

| Number of members voted through e-voting system and present and voting (in person or by proxy) | Number of votes cast by them. | Number of Shares | % of total number of valid votes cast. |
|------------------------------------------------------------------------------------------------|-------------------------------|------------------|----------------------------------------|
| 42                                                                                             | 9561886                       | 9561886          | 100                                    |

ii. Voted **against** the resolution:

| Number of members voted through e-voting system and present and voting (in person or by proxy) | Number of votes cast by them. | Number of Shares | % of total number of valid votes cast. |
|------------------------------------------------------------------------------------------------|-------------------------------|------------------|----------------------------------------|
| 0                                                                                              | 0                             | 0                | 0                                      |



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**iii. Invalid votes:**

| Number of members voted through e-voting system and present and voting (in person or by proxy) | Number of votes cast by them. | Number of Shares | % of total number of valid votes cast. |
|------------------------------------------------------------------------------------------------|-------------------------------|------------------|----------------------------------------|
| NIL                                                                                            | NIL                           | NIL              | NIL                                    |

**RESOLUTION NO:5**

**RE - APPOINTMENT OF MR. T. RAMABADRAN (HOLDING DIN: 00701503) AS AN INDEPENDENT DIRECTOR**

“RESOLVED THAT pursuant to the provisions of Sections 149,152 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”), and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule – IV of the Act and General Circular No. 14/2014 dated 9<sup>th</sup> June 2014 of the Ministry of Corporate Affairs and as per regulation 17(1A) of Securities Exchange Board of India (Listing Obligation and Disclosure Requirement) Amendment Regulations 2018, Mr. T.Ramabadran (holding DIN: 00701503) be and is hereby appointed as Independent Director of the Company as recommended by the Nomination and Remuneration Committee at its meeting held on 07.05.2019 for a second term consists of five years from 2019-2024 irrespective of his age, whose office shall not be liable to retire by rotation, be and is hereby approved.”



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i. Voted in favour of the resolution:

| Number of members voted through e-voting system and present and voting (in person or by proxy) | Number of votes cast by them. | Number of Shares | % of total number of valid votes cast. |
|------------------------------------------------------------------------------------------------|-------------------------------|------------------|----------------------------------------|
| 42                                                                                             | 9561886                       | 9561886          | 100                                    |

ii. Voted against the resolution:

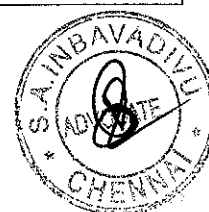
| Number of members voted through e-voting system and present and voting (in person or by proxy) | Number of votes cast by them. | Number of Shares | % of total number of valid votes cast. |
|------------------------------------------------------------------------------------------------|-------------------------------|------------------|----------------------------------------|
| 0                                                                                              | 0                             | 0                | 0                                      |

iii. Invalid votes:

| Number of members voted through e-voting system and present and voting (in person or by proxy) | Number of votes cast by them. | Number of Shares | % of total number of valid votes cast. |
|------------------------------------------------------------------------------------------------|-------------------------------|------------------|----------------------------------------|
| NIL                                                                                            | NIL                           | NIL              | NIL                                    |

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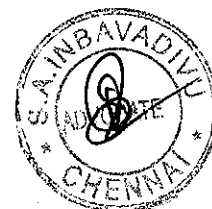
**RESOLUTION NO:6**

**REGULARIZATION OF APPOINTMENT MR. A. JANAKIRAMAN (HOLDING DIN: 01831854).**

"RESOLVED THAT pursuant to the provisions of Sections 149,152 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), and the Rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule-IV of the Act and General Circular No:14/2014 dated 9<sup>th</sup> June 2017 of the Ministry of Corporate Affairs and as per SEBI (LODR) Regulations, 2015, Mr. A. Janakiraman (holding DIN: 01831854) who was appointed as an Non-Executive -Independent Director during the year 2017-18 for a term of five years which extends upto 2021-2022 and as per regulations 17(1A) of Securities Exchange Board of India (Listing Obligation and Disclosure Requirement) (Amendment ) Regulations 2018, be and is hereby approved to continue his office as a Non-Executive -Independent Director for a full term which extends upto 2021-2022 irrespective of his age."

i. Voted in favour of the resolution:

| Number of members voted through e-voting system and present and voting (in person or by proxy) | Number of votes cast by them. | Number of Shares | % of total number of valid votes cast. |
|------------------------------------------------------------------------------------------------|-------------------------------|------------------|----------------------------------------|
| 42                                                                                             | 9561886                       | 9561886          | 100                                    |



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