

99TH ANNUAL GENERAL MEETING FOR THE FINANCIAL YEAR 2014-15 HELD ON 7TH AUGUST, 2015
Details of Voting Results

Sr. No.	Particulars	Details
1	Date of the Annual General Meeting	Friday, the 7 th August, 2015
2	Total number of Shareholders on Record Date/Commencement of Book closing	25846 shareholders as on 25 th July, 2015 (i.e. Date of commencement of book closing)

Details of the Agenda

Resolution No.	Details of Agenda	Resolution required (Ordinary/Special)	Vote Cast in favour	Vote Cast against	
1	Adoption of Financial statements for the year ended 31 st March, 2015	Ordinary	24311684 (100%)	18 (0.00%*)	Carried by majority
2	Declaration of dividend on Equity Shares @ 4.00/- per share	Ordinary	24311692 (100%)	10 (0.00%*)	Carried by majority
3	Re-appointment of Mr. Mrigank Dhanuka, Director who retires by rotation	Ordinary	24310331 (100%)	321 (0.00%*)	Carried by majority
4	Ratification of Appointment of M/s. Lovelock & Lewes, Chartered Accountants as the Statutory Auditors of the Company and fixing of their remuneration	Ordinary	24310301 (100%)	11 (0.00%*)	Carried by majority
5	Modification in the terms of Agreement of Mr. C. K. Dhanuka, Executive Chairman	Special	24309479 (100%)	1673 (0.00%*)	Carried by majority
6	Re-appointment of Mr. Mrigank Dhanuka as the Vice Chairman & Managing Director	Special	24311310 (100%)	342 (0.00%*)	Carried by majority
7	Re-appointment of Mr. Biswanath Chattopadhyay as the Managing Director & CEO	Special	24311641 (100%)	11 (0.00%*)	Carried by majority
8	Re-appointment of Mr. Rajiv Kumar Sharma as the Executive Director (Finance)	Special	24308168 (100%)	328 (0.00%*)	Carried by majority
9	Appointment of Ms. Shraddha Mookim as an Independent Director	Ordinary	24311288 (100%)	364 (0.00%*)	Carried by majority
10	Ratification of the remuneration of Cost Auditors for the year 2015-16	Ordinary	24310532 (100%)	1120 (0.00%*)	Carried by majority

* Rounded Off

Further, enclosed please find the Scrutinizer's Report in respect of the e-voting facility and physical voting facility through Ballot provided to the Members of the Company.



K. C. DHANUKA & CO.

COMPANY SECRETARIES

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Report of Scrutinizer

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

To,
The Chairman
Dhunseri Petrochem Limited
Dhunseri House, 4A, Woodburn Park,
Kolkata-700020

Dear Sir,

Sub: Scrutinizer's Report on E-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014.

I, Kailash Chandra Dhanuka, Practicing Company Secretary (FCS-2204/ CP-1247) and proprietor of M/s. K. C. Dhanuka & Co., Company Secretaries, Kolkata had been appointed, as the Scrutinizer by the Board of Directors of Dhunseri Petrochem Limited ("Company"), vide resolution dated May 14th 2015, pursuant to Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as substituted by the Companies (Management and Administration) Amendment Rules, 2015 to conduct the E-voting process in respect of the below mentioned resolutions to be passed at the 99th Annual General Meeting ("AGM") of the Company to be held on Friday, the 7th August, 2015 at 10.30 A.M. at "Kala Kunj", Sangit Kala Mandir Trust, 48, Shakespeare Sarani, Kolkata – 700017.

The Company had also provided the facility of voting through ballot paper to the members present at the AGM and who had not cast their vote earlier through remote e-voting.

The Company has engaged National Securities Depository Limited ("NSDL") as the authorized agency to provide secured system for remote e-voting process.

The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (remote e-voting) and voting by using ballots by the shareholders on the resolutions proposed in the Notice of the 99th Annual General Meeting of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process both through the electronic means and by use of ballot at the meeting are conducted in a fair and transparent manner and render consolidated scrutinizer's





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report of the total votes cast in favour or against if any, to the Chairman on the resolutions, based on the reports generated from the electronic voting system provided by the National Securities Depository Limited(NSDL) and the report generated by use of ballot papers at the meeting.

Further to the above, I submit my report as under:-

- i) The e-voting period remained open from August 04, 2015 (9:00 am) to August 06, 2015 (5:00 pm)
- ii) The Members of the Company as on the "cut-off" date (record date for the purpose of e-voting, i.e. July 31, 2015) were entitled to vote on the resolutions (item no. 1 to 10 as set out in the Notice of 99th AGM of the Company).
- iii) After the close of period for remote e-voting and before the start of the general meeting, the details of the members who had cast their votes through remote e-voting, such as their names, folios, number of shares held etc., were downloaded from the e-voting module of NSDL, to ensure that members who have cast their votes through remote e-voting do not vote again at the AGM.
- iv) At the 99th AGM, after declaration to cast the vote by ballot paper by the Chairman, ballot box kept for polling was locked in my presence.
- v) The locked ballot boxes were subsequently opened in my presence along with two witnesses, Ms Devika Priyadarsini and Mr. Sukumar Kundu, who are not in employment of the Company.
- vi) The ballot papers which were incomplete and/or wrongly filled and/or otherwise found defective have been treated as invalid and kept separately and not considered for the purpose of this report.
- vii) After counting the votes cast by members and proxy holders present at the 99th AGM through ballot papers, the votes cast through remote e-voting were unblocked on August 7th, 2015 at 12.30 P.M. in the presence of two witnesses, Ms Devika Priyadarsini and Mr. Sukumar Kundu, who are not in employment of the Company. Thereafter, the details containing inter alia, list of Equity Shareholders, who voted "for"/"against" each of the resolutions that were put to vote, were generated from the e-voting website of NSDL.
- viii) Based on the reports generated from the NSDL e-voting website and the voting through ballot paper at the 99th AGM, the consolidated report on the voting on each resolution, pursuant to Rule 20(4)(xii) of the Companies Amendment Rules, 2015, is as under:





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A. ORDINARY BUSINESS

1. Resolution 1

Adoption of the Audited Financial Statements of the Company for the year ended 31st March, 2015.

i. Voted in favour of the resolution:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>	<i>% of Total No. of valid Votes cast</i>
E-voting	60	24311279	99.998%
Voting through Ballot Forms	20	405	0.002%
Total	80	24311684	100%

ii. Voted against the resolution:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>	<i>% of Total No. of valid Votes cast</i>
E-voting	2	11	0.000%
Voting through Ballot Forms	1	7	0.000%
Total	3	18	0%*

iii. Invalid votes:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>
E-voting	NIL	NIL
Voting through Ballot Forms	7	139
Total	7	139

*Rounded Off

2. Resolution 2

Declaration of dividend on Equity Shares for the year ended 31st March, 2015.

i. Voted in favour of the resolution:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>	<i>% of Total No. of valid Votes cast</i>
E-voting	61	24311280	99.998%
Voting through Ballot Forms	21	412	0.002%
Total	82	24311692	100%





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ii. Voted against the resolution:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>	<i>% of Total No. of valid Votes cast</i>
E-voting	1	10	0.000%
Voting through Ballot Forms	0	0	0.000%
Total	1	10	0%*

iii. Invalid votes:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>
E-voting	NIL	NIL
Voting through Ballot Forms	7	139
Total	7	139

*Rounded Off

3. Resolution 3

Re-appointment of Mr. Mrigank Dhanuka, Director (DIN 00005666), who retires by rotation.

i. Voted in favour of the resolution:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>	<i>% of Total No. of valid Votes cast</i>
E-voting	57	24309919	99.998%
Voting through Ballot Forms	21	412	0.002%
Total	78	24310331	100%

ii. Voted against the resolution:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>	<i>% of Total No. of valid Votes cast</i>
E-voting	3	321	0.000%
Voting through Ballot Forms	0	0	0.000%
Total	3	321	0%*

iii. Invalid votes:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>
E-voting	NIL	NIL
Voting through Ballot Forms	7	139
Total	7	139

*Rounded Off





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4. Resolution 4

Appointment Statutory Auditors and fixing their remuneration.

i. Voted in favour of the resolution:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>	<i>% of Total No. of valid Votes cast</i>
E-voting	58	24309889	99.998%
Voting through Ballot Forms	21	412	0.002%
Total	79	24310301	100%

ii. Voted against the resolution:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>	<i>% of Total No. of valid Votes cast</i>
E-voting	2	11	0.000%
Voting through Ballot Forms	0	0	0.000%
Total	2	11	0%*

iii. Invalid votes:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>
E-voting	NIL	NIL
Voting through Ballot Forms	7	139
Total	7	139

*Rounded Off

B. SPECIAL BUSINESS

5. Resolution 5

Modification in the terms of Agreement of Mr. Chandra Kumar Dhanuka, Executive Chairman.

i. Voted in favour of the resolution:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>	<i>% of Total No. of valid Votes cast</i>
E-voting	55	24309067	99.998%
Voting through Ballot Forms	21	412	0.002%
Total	76	24309479	100%





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ii. Voted against the resolution:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>	<i>% of Total No. of valid Votes cast</i>
E-voting	5	1673	0.000%
Voting through Ballot Forms	0	0	0.000%
Total	5	1673	0%*

iii. Invalid votes:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>
E-voting	NIL	NIL
Voting through Ballot Forms	7	139
Total	7	139

*Rounded Off

6. Resolution 6

Re-appointment of Mr. Mrigank Dhanuka as the Vice Chairman & Managing Director.

i. Voted in favour of the resolution:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>	<i>% of Total No. of valid Votes cast</i>
E-voting	57	24310898	99.998%
Voting through Ballot Forms	21	412	0.002%
Total	78	24311310	100%

ii. Voted against the resolution:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>	<i>% of Total No. of valid Votes cast</i>
E-voting	4	342	0.000%
Voting through Ballot Forms	0	0	0.000%
Total	4	342	0%*

iii. Invalid votes:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>
E-voting	NIL	NIL
Voting through Ballot Forms	7	139
Total	7	139

*Rounded Off





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7. Resolution 7

Re-appointment of Mr. Biswanath Chattopadhyay as Managing Director & CEO.

i. Voted in favour of the resolution:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>	<i>% of Total No. of valid Votes cast</i>
E-voting	59	24311229	99.998%
Voting through Ballot Forms	21	412	0.002%
Total	80	24311641	100%

ii. Voted against the resolution:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>	<i>% of Total No. of valid Votes cast</i>
E-voting	2	11	0.000%
Voting through Ballot Forms	0	0	0.000%
Total	2	11	0%*

iii. Invalid votes:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>
E-voting	NIL	NIL
Voting through Ballot Forms	7	139
Total	7	139

*Rounded Off

8. Resolution 8

Re-appointment of Mr. Rajiv Kumar Sharma as the Executive Director (Finance).

i. Voted in favour of the resolution:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>	<i>% of Total No. of valid Votes cast</i>
E-voting	56	24307763	99.998%
Voting through Ballot Forms	20	405	0.002%
Total	76	24308168	100%

ii. Voted against the resolution:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>	<i>% of Total No. of valid Votes cast</i>
E-voting	3	321	0.000%
Voting through Ballot Forms	1	7	0.000%
Total	4	328	0%*





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iii. Invalid votes:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>
E-voting	NIL	NIL
Voting through Ballot Forms	7	139
Total	7	139

*Rounded Off

9. Resolution 9

Appointment of Ms. Shraddha Mookim as an Independent Director.

i. Voted in favour of the resolution:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>	<i>% of Total No. of valid Votes cast</i>
E-voting	57	24310883	99.998%
Voting through Ballot Forms	20	405	0.002%
Total	77	24311288	100%

ii. Voted against the resolution:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>	<i>% of Total No. of valid Votes cast</i>
E-voting	4	357	0.000%
Voting through Ballot Forms	1	7	0.000%
Total	5	364	0%*

iii. Invalid votes:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>
E-voting	NIL	NIL
Voting through Ballot Forms	7	139
Total	7	139

*Rounded Of





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10. Resolution 10

Ratification of the remuneration of Cost Auditors for the year 2015-16.

i. Voted in favour of the resolution:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>	<i>% of Total No. of valid Votes cast</i>
E-voting	58	24310127	99.998%
Voting through Ballot Forms	20	405	0.002%
Total	78	24310532	100%

ii. Voted against the resolution:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>	<i>% of Total No. of valid Votes cast</i>
E-voting	3	1113	0.000%
Voting through Ballot Forms	1	7	0.000%
Total	4	1120	0%*

iii. Invalid votes:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>
E-voting	NIL	NIL
Voting through Ballot Forms	7	139
Total	7	139

*Rounded Off

The Registers, all other papers and relevant records relating to e-voting and ballot papers shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and thereafter the same will be handed over to the Company.

Thanking you,

Place: Kolkata

Dated: 10/08/2015

Yours faithfully,

K. C. DHANUKA & CO.
Company Secretaries

K. C. Dhanuka
K. C. DHANUKA
Proprietor

WCS-2204, CP-1247

10/08/2015