Manali Petrochemicals Limited
SPIC House, 88, Mount Road, Guindy, Chennai - 600 032
Telefax : 044 - 2235 1098 Website : www.manalipetro.com
CIN : L24294TN1986PLC013087

August 7, 2019

RESULTS OF VOTING AT THE GENERAL MEETING

The 33rd Annual General Meeting of the Company was held at 10.00 AM on 5th August 2019 at Rajah Annamalai Mandram, No.5, Esplanade Road (Near High Court), Chennai – 600 108.

Pursuant to the provisions of Companies Act, 2013 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided e-voting facility through CDSL platform to its members for voting on resolutions proposed in the AGM Notice. E-voting commenced on 2nd August 2019 at 9:00 AM and ended on 4th August 2019 at 5:00 PM.

As per the requirements of Rule 20 of the Companies (Management & Administration) Rules, 2014, as amended, Members who had not availed the e-voting facility, were provided an opportunity to cast their vote at the venue by Poll.

M/s B Chandra & Associates, Practising Company Secretaries were appointed as the Scrutinizers for both e-voting and polling at the venue. The voting by the members through e-voting and by poll at the venue of AGM have been consolidated and the Scrutinizers have submitted their report vide copy enclosed.

As per the Report of the Scrutinizers, all the resolutions proposed in the notice of the AGM have been duly passed with requisite majority, details of which are furnished in the report.

For Manali Petrochemicals Limited

C Subash Chandra Bose
Wholetime Director (Works)

Encl.: As stated

B CHANDRA & ASSOCIATES
PRACTISING COMPANY SECRETARIES

FORM NO. MGT - 13

Report of the Scrutinizer
[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

Dated 7th August 2019

To
The Chairman,
of the Annual General Meeting of the Equity Shareholders of Manali Petrochemicals Limited, held on 05th August, 2019 at Rajah Annamalai Mandram, No. 5, Esplanade Road, Chennai - 600 108 at 10.00 A.M.

Subject: Ordinary & Special Resolution(s) under different provisions of the Companies Act, 2013 read with Rules made thereunder by Voting through electronic means in terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rules, 2014, framed there under & Voting by Poll at the venue of the meeting under Section 109 of the Companies Act read with Rule 21 of the Companies (Management & Administration) Rules, 2014, framed there under

Dear Sir,

We, B Chandra & Associates, Practising Company Secretaries, having our office at AG3, Ragamalika, No. 26 Kumaran Colony Main Road, Vadapalani, Chennai 600 026, appointed as Scrutinizer as per the letter dated 20th May 2019 for the purpose of voting by electronic means and voting by Poll at the venue of the meeting on the below mentioned resolutions, at the Annual General Meeting of the Equity Shareholders of M/s. Manali Petrochemicals Limited held on 05th August 2019, at Rajah Annamalai Mandram, No. 5, Esplanade Road, Chennai - 600 108 at 10.00 A.M hereby submit our report as under:

a.	Pursuant to Section 101, 108 of the Act and 3(1) of Rule 20 of the Companies (Management & Administration) Rules, 2014, the notice convening the meeting including Statement under Section 102 of the Act have been dispatched to all the members of the Company. The notice was sent through electronic means on 08th July 2019 (wherever email ids were available) and to the other shareholders dispatch of physical copies of the notice through permitted modes was completed on 12th July 2019 and subsequently, the Notice convening the meeting was also placed on the website of the Company and Central Depository Services (India) Limited (CDSL), the E-voting agency through whom the Members of the Company were given an option to vote electronically on the e-voting platform.

AG 3, RAGAMALIKA,
No.26, Kumaran Colony Main Road,
Vadapalani,
Chennai - 600026.

E-mail : bchandraandassociates@gmail.com
bchandracosecy@gmail.com
H/P : 9840276313, 9840375053
Phone : 044-23620157

b.	The Public Advertisement with respect to dispatch of notices and conducting of voting through electronic means was published in newspapers in English in "Financial Express" and in Tamil in "Makkal Kural" on 13th July 2019
c.	The e-voting period commenced on August 02, 2019 at 9:00 A.M. and ended on August 04, 2019 at 5:00 P.M.
d.	Accordingly, the electronic votes cast were taken into account and at the end of this voting period, i.e. on August 04, 2019 at 05:00 P.M, and the CDSL portal was blocked for voting.
e.	The votes cast were unblocked in the presence of two witnesses on the August 05, 2019.
f.	The Corporate members who had participated in the e-voting had provided the copies of the relevant resolutions/documents for authorization to exercise their votes through E-Voting.

At the Annual General Meeting held at the scheduled time, date and venue, the Chairman announced a poll taking into account the provisions of law as well as the clarifications dated 19-03-2015 issued by the Ministry of Corporate Affairs.

The polling papers in **Form MGT-12** as per Companies (Management & Administration) Rules, 2014 were distributed to the shareholders present. The shareholders cast their votes in four ballot boxes kept at convenient locations in the Venue.

1. At the time fixed for closing of the poll by the Chairman, all the ballot boxes kept for polling were locked in my presence with due identification marks placed by me.
2. The locked ballot boxes were 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 authorizations/proxies lodged with the company.
3. None of the poll papers were found to be incomplete or were otherwise found defective and hence there were no invalid votes.

The resolutions for which this Annual General Meeting of the shareholders was held were as follows:

S. No	Resolutions	Nature of Resolution
1	To receive, consider and adopt the Stand Alone and Consolidated Financial Statements of the Company and other Reports for the year ended 31st March 2019.	**Ordinary**
2	To declare a dividend.	**Ordinary**
3	To appoint a Director in the place of Mr. Ashwin Chidambaram Muthiah (DIN:00255679) who retired by rotation and being eligible offered himself for re-appointment.	**Ordinary**
4	To fix the remuneration of Auditors for the years 2019-20 and 2020-21.	**Ordinary**
5	To ratify the remuneration to the Cost Auditor for the year 2018-19.	**Ordinary**
6	To approve the appointment of Dr. Aneesh Sekhar S, IAS (DIN: 07887010) as a Director.	**Ordinary**

7	To approve the appointment of Lt. Col. (Retd.) Chatapuram Swaminathan Shankar (DIN: 08397818) as an Independent Director of the Company for a period of five years from 20th May 2019.	**Ordinary**
8	To approve the appointment of Dr. N Sundaradevan, IAS, (Retd.) (DIN: 00223399) as an Independent Director of the Company for a period of five years from 12th June 2019.	**Ordinary**
9	To appoint Mr. G Chellakrishna (DIN 01036398) as an Independent Director for a second term of five years.	**Special**
10	To appoint Ms. Sashikala Srikanth (DIN 01678374) as an Independent Director for a second term of five years.	**Special**

The results of the poll & voting by electronic means are as follows:

The details of the number of members who voted either through electronic mode or at the venue in person or by proxy and the valid / invalid votes in respect of each of the resolutions are given below.

Resolution Sl No.	Number of members who cast their votes by e-voting / poll at the AGM		Number of members who cast valid Votes	Number of members whose votes were considered invalid
	ASSENT	DISSENT		
1	55	1	56	0
2	55	1	56	0
3	53	2	55	0
4	55	1	56	0
5	55	1	56	0
6	54	2	56	0
7	55	1	56	0
8	55	1	56	0
9	54	2	56	0
10	55	1	56	0

B CHANDRA & ASSOCIATES Company Secretaries

The summary of the results in terms of the Number of votes cast for and against out of the total valid votes is given below:

E VOTING & POLL						
Resolution Sl No.	**No. of VOTES CAST IN FAVOUR**	**No. of VOTES CAST AGAIN ST**	**Total - Valid Votes**	**Assent %**	**Dissent %**	**Passed/Not Passed**
1	79682010	150	79682160	99.9998	0.0002	Passed as ordinary resolution
2	79682010	150	79682160	99.9998	0.0002	Passed as ordinary resolution
3	79668361	151	79668512	99.9998	0.0002	Passed as ordinary resolution
4	79682010	150	79682160	99.9998	0.0002	Passed as ordinary resolution
5	79682010	150	79682160	99.9998	0.0002	Passed as ordinary resolution
6	79682009	151	79682160	99.9998	0.0002	Passed as ordinary resolution
7	79682010	150	79682160	99.9998	0.0002	Passed as ordinary resolution
8	79682010	150	79682160	99.9998	0.0002	Passed as ordinary resolution
9	79682009	151	79682160	99.9998	0.0002	Passed as special resolution
10	79682010	150	79682160	99.9998	0.0002	Passed as special resolution

Since the number of votes cast in favour exceeded the number of votes cast against in respect of resolutions in S No 1 to 8 and the number of votes cast in favour were not less than three times the votes cast against in respect of resolution in S No 9 to 10, we hereby report that the above resolutions were duly passed with requisite majority as Ordinary and Special Resolutions respectively.

4. The poll papers and all other relevant records have been sealed and kept under my safe custody for handing over to the Company after signing of the minutes by the Chairman.

Thanking you,

Yours faithfully,
B Chandra & Associates
Company Secretaries in Practice

B Chandra
Partner
(CP No. 7859)

B CHANDRA & ASSOCIATES Company Secretaries

COUNTER SIGNED ON BEHALF OF THE CHAIRMAN

For Manali Petrochemicals Limited

C.S.L.B.M.

Whole Time Director (Works)

PLACE : CHENNAI
DATE : 07.08.2019