MANALI PETROCHEMICALS

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

September 29, 2021

## RESULTS OF VOTING AT THE GENERAL MEETING

The 35th Annual General Meeting of the Company was held at 1:30 PM on 28th September 2021 through Video Conferencing/Other Audio Visual Means.

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 remote e-voting facility through CDSL platform to its members for voting on resolutions proposed in the AGM Notice. E-voting commenced on 25th September 2021 at 9:00 AM and ended on 27th September 2021 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 remote e-voting facility, were provided an opportunity to cast their vote electronically during the meeting.

M/s B Chandra & Associates, Practising Company Secretaries were appointed as the Scrutinizers for both remote e-voting and e-voting during the meeting. The voting by the members through remote e-voting and during the 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**

**M Karthikeyan**
***Wholetime Director (Operations)***

Encl.: As stated

MANALI PETROCHEMICALS LIMITED Chennai 600 032

B CHANDRA & ASSOCIATES
PRACTISING COMPANY SECRETARIES
Regn. No : P2017TN065700

FORM NO. MGT - 13

**Report of the Scrutinizer**

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

Dated 29th September, 2021

To

The Chairman,

of the 35th Annual General Meeting of Manali Petrochemicals Limited, held on 28th September, 2021 through Video Conferencing /Other Audio-Visual Means (VC/OAVM) at 01.30 P.M.

**Subject:** Ordinary Resolutions of Members passed 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 thereunder & Voting by electronic means during the meeting under Section 109 of the Companies Act read with Rule 21 of the Companies (Management & Administration) Rules, 2014, framed thereunder and the relevant Circulars of MCA.

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 Scrutinizers as per the letter dated 16th August 2021 for the purpose of voting by Remote E-voting and E-voting provided at the 35th Annual General Meeting of the Equity Shareholders of Manali Petrochemicals Limited held through Video Conferencing (VC) / Other Audio Visual Means (OAVM) at 01.30 PM in line with the Circular No14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020, Circular No.20/2020 dated May 5, 2020 and Circular No.02/2021 dated January 13, 2021 of the Ministry of Corporate Affairs and Circulars of SEBI dated May, 12, 2020 and January, 15, 2021 on the below mentioned resolutions, hereby submit our report as under:

B CHANDRA & ASSOCIATES Company Secretaries

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

| | |
|---|---|
| a. | Pursuant to Section 101, 108 of the Act and Rule 20 of the Companies (Management & Administration) Rules, 2014, as amended upto date, the notices convening the meeting including Statement under Section 102 of the Act have been dispatched to all the Members of the Company through electronic means (wherever email ids were available with the Company/ RTA) on 2nd September 2021 and simultaneously, the Notice convening the AGM was also placed on the websites of the Company and Central Depository Services India Limited,(CDSL), the Agency appointed to provide the E Voting facility.<br><br>The required paper advertisement with respect to other shareholders inter alia by way of seeking updation of mail ids to a dedicated email id/online process was given in English in Chennai Editions of Financial Express and Makkal Kural vernacular newspaper on 18th August 2021, both of which are also published in electronic version. |
| b. | The Public Advertisement with respect to dispatch of notices and conducting of voting through electronic means was published in newspapers in Tamil in Chennai Edition of "Makkal Kural" on 03rd September, 2021 and in English in all editions of "Financial Express" on 04th September 2021 |
| c. | The Remote E-voting period commenced on September 25, at 9:00 A.M. and ended on September 27, 2021 at 5:00 P.M. The Members were given an option to vote electronically during the meeting, in the E-voting platform of CDSL. |
| d. | The electronic votes cast were taken into account and at the end of this voting period, i.e., on September 27, 2021 at 05:00 P.M, and the CDSL portal was blocked for voting. |
| e. | The votes cast through Remote E-voting and during the meeting were unlocked in the presence of two witnesses on the September 28, 2021. |
| f. | The Corporate Members who had participated in the E-voting had provided copies of the relevant resolutions for authorization to exercise their votes through E-voting. Wherever the resolutions were not provided the voting by Corporate Members have been invalidated. |

Mr. Ashwin C Muthiah (DIN: 00255679), the Chairman of the Company commenced the proceedings at 01.30 PM. Pursuant to the Circulars mentioned aforesaid and the provisions of law read with the Companies (Management & Administration) Rules, 2014 as amended till date by the Ministry of Corporate Affairs, the facility for E-voting by those Members who were present and had not voted earlier through Remote E-voting, to cast their vote during the meeting commenced on announcement by the Chairman and remained open for five minutes after the conclusion of the meeting.

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

B CHARIRA & ASSOCIATES Company Secretaries

| S. No | Resolutions | Nature of Resolution |
|---|---|---|
| 1 | To receive, consider and adopt the Standalone & Consolidated Financial Statements of the Company and other Reports for the year ended 31st March 2021 | Ordinary |
| 2 | To declare a dividend. | Ordinary |
| 3 | To appoint a Director in the place of Mr. Ashwin C Muthiah (DIN: 00255679) who retired by rotation | Ordinary |
| 4 | To ratify the remuneration to the Cost Auditor for the year 2020-21 | Ordinary |
| 5 | To appoint Ms. Vandana Garg, IAS (DIN: 09205529) as a Director under Section 160 of the Companies Act, 2013 | Ordinary |
| 6 | To approve the transactions with Tamilnadu Petroproducts Limited under Regulation 23 of the SEBI (LODR) Regulations, 2015 | Ordinary |

A register has been maintained electronically to record the assent or dissent, received mentioning the particulars of name, address, folio number or client ID of the shareholders, number of shares held by them, nominal value of such shares. As there were no shares with differential voting rights, the question of maintaining the list of shares with differential voting rights did not arise.

The results of the Remote E-voting and E-voting at AGM through VC/OAVM are summarised as follows in terms of the Count and sum of votes cast for and against out of the total valid votes is given below

| Remote E-voting & E-voting at the Annual General Meeting | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|
| **Resolution S. No** | **Count of Votes cast for** | **Sum of votes cast for** | **Count of votes cast against** | **Sum of votes cast against** | **Total valid votes** | **Assent %** | **Dissent %** | **Count of votes treated invalid** | **Sum of votes treated invalid** |
| 1 | 245 | 81285182 | 6 | 651 | 81285833 | 99.9992% | 0.0008% | 1 | 8100 |
| 2 | 247 | 81373043 | 5 | 565 | 81373608 | 99.9993% | 0.0007% | 1 | 8100 |
| 3 | 237 | 81328376 | 14 | 44932 | 81373308 | 99.9448% | 0.0552% | 1 | 8100 |
| 4 | 237 | 81371754 | 15 | 1854 | 81373608 | 99.9977% | 0.0023% | 1 | 8100 |
| 5 | 237 | 81371706 | 15 | 1902 | 81373608 | 99.9977% | 0.0023% | 1 | 8100 |
| 6 | 236 | 4216484 | 11 | 3517 | 4220001 | 99.9167% | 0.0833% | 1 | 8100 |

D. CHANDRA & ASSOCIATES Company Secretaries

For the resolution No. 6 pertaining to approval of material related party transactions, the related parties had abstained from voting, as stipulated under the relevant Regulations.

Since the number of votes cast in favour exceeded the number of votes cast against in respect of resolutions in S No 1 to 6, we hereby report that all these resolutions were duly passed with requisite majority as Ordinary Resolutions.

The data sheet relating to Remote E-voting and E-voting after AGM through VC/OAVM, records are in the safe custody of the undersigned for handing over to the Company after signing of the minutes by the Chairman.

Thanking you,

Yours Sincerely,
**B Chandra & Associates**
Company Secretaries in Practice

**B Chandra**
**Partner**
**(CP No. 7859)**
**UDIN: A020879C001031891**

Received the Report on behalf of the Chairman

**For Manali Petrochemicals Limited**

M Karthikeyan
**Wholetime Director (Operations)**
29-09-2021

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Chennai
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