

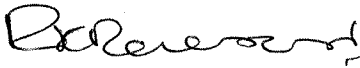
RESULTS OF THE VOTING AT THE ANNUAL GENERAL MEETING INCLUDING E VOTING
AS PER REGULATION 44 (3) OF SEBI (LODR) REGULATIONS, 2015

DATE OF ANNUAL GENERAL MEETING : 25TH JULY 2017

Voting results	
Record date	18-07-2017
Total number of shareholders on record date	131652
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	5
b) Public	60
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	0
b) Public	0
No. of resolution passed in the meeting	7

§ The total number of shareholders as on the cut off date is exclusive of 6540 persons holding 1581201 shares in unclaimed suspense account on which voting rights remain frozen

For Manali Petrochemicals Limited


R. Kothandaraman
 Company Secretary

Resolution (1)									
Resolution required: (Ordinary / Special)			Ordinary						
Whether promoter/promoter group are interested in the agenda/resolution?			No						
Description of resolution considered			Adoption of Audited Financial Statements for the year 2016-17						
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled	Invalid Votes
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	(8)
Promoter and Promoter Group	E-Voting		11222500	14.5591	11222500	0	100.0000	0.0000	0
	Poll	77082201	65859701	85.4409	65859701	0	100.0000	0.0000	0
	Postal Ballot (if applicable)								
	Total	77082201	77082201	100.0000	77082201	0	100.0000	0.0000	0
Public- Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000	0
	Poll	3033292	0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)								
	Total	3033292	0	0.0000	0	0	0.0000	0.0000	0
Public- Non Institutions	E-Voting		17896	0.0195	17746	150	99.1618	0.8382	0
	Poll	91883736	5013	0.0055	5013	0	100.0000	0.0000	0
	Postal Ballot (if applicable)								
	Total	91883736	22909	0.0249	22759	150	99.3452	0.6548	0
Total		171999229	77105110	44.8288	77104960	150	99.9998	0.0002	0
						Whether resolution is Pass or Not.			
						Yes			

For Manali Petrochemicals Limited



R. Kothandaraman
Company Secretary

Resolution (2)									
Resolution required: (Ordinary / Special)		Ordinary							
Whether promoter/promoter group are interested in the agenda/resolution?		No							
Description of resolution considered		Declaration of Dividend for 2016-17							
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled	Invalid Votes
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	(6)
Promoter and Promoter Group	E-Voting		11222500	14.5591	11222500	0	100.0000	0.0000	0
	Poll	77082201	65859701	85.4409	65859701	0	100.0000	0.0000	0
	Postal Ballot (if applicable)								
	Total	77082201	77082201	100.0000	77082201	0	100.0000	0.0000	0
Public- Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000	0
	Poll	3033292	0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)								
	Total	3033292	0	0.0000	0	0	0.0000	0.0000	0
Public- Non Institutions	E-Voting		17896	0.0195	17746	150	99.1618	0.8382	0
	Poll	91883736	5013	0.0055	5013	0	100.0000	0.0000	0
	Postal Ballot (if applicable)								
	Total	91883736	22909	0.0249	22759	150	99.3452	0.6548	0
Total		171999229	77105110	44.8288	77104960	150	99.9998	0.0002	0
						Whether resolution is Pass or Not.		Yes	

For Manali Petrochemicals Limited



R. Kothandaraman
Company Secretary

Resolution (3)									
Resolution required: (Ordinary / Special)									
Whether promoter/promoter group are interested in the agenda/resolution?									
Ordinary No									
Appointment of Director Retiring by Rotation									
Description of resolution considered									
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled	Invalid Votes
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	(6)
Promoter and Promoter Group	E-Voting		11222500	14.5591	11222500	0	100.0000	0.0000	0
	Poll	77082201	65859701	85.4409	65859701	0	100.0000	0.0000	0
	Postal Ballot (if applicable)								
	Total	77082201	77082201	100.0000	77082201	0	100.0000	0.0000	0
Public- Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000	0
	Poll	3033292	0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)								
	Total	3033292	0	0.0000	0	0	0.0000	0.0000	0
Public- Non Institutions	E-Voting		17896	0.0195	17746	150	99.1618	0.8382	0
	Poll	91883736	5013	0.0055	4563	450	91.0233	8.9767	0
	Postal Ballot (if applicable)								
	Total	91883736	22909	0.0249	22309	600	97.3809	2.6191	0
Total		171999229	77105110	44.8288	77104510	600	99.9992	0.0008	0
						Whether resolution is Pass or Not.		Yes	

For Manali Petrochemicals Limited

R. Kothandaraman
R. Kothandaraman
Company Secretary

Resolution (4)									
Resolution required: (Ordinary / Special)					Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?					No				
Description of resolution considered					Appointment of Auditors				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled	Invalid Votes
Promoter and Promoter Group	E-Voting	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	(8)
	Poll	77082201	11222500	14.5591	11222500	0	100.0000	0.0000	0
	Postal Ballot (if applicable)		65859701	85.4409	65859701	0	100.0000	0.0000	0
	Total	77082201	77082201	100.0000	77082201	0	100.0000	0.0000	0
Public- Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000	0
	Poll	3033292	0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)								
	Total	3033292	0	0.0000	0	0	0.0000	0.0000	0
Public- Non Institutions	E-Voting		17896	0.0195	17746	150	99.1618	0.8382	0
	Poll	91883736	5013	0.0055	5013	0	100.0000	0.0000	0
	Postal Ballot (if applicable)								
	Total	91883736	22909	0.0249	22759	150	99.3452	0.6548	0
Total		171999229	77105110	44.8288	77104960	150	99.9998	0.0002	0
					Whether resolution is Pass or Not.				
					Yes				

For Manali Petrochemicals Limited

R. Kothandaraman

R. Kothandaraman
Company Secretary

Resolution (5)									
Resolution required: (Ordinary / Special)					Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?					No				
Description of resolution considered					Appointment of Director				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled	Invalid Votes
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	(6)
Promoter and Promoter Group	E-Voting		11222500	14.5591	11222500	0	100.0000	0.0000	0
	Poll	77082201	65859701	85.4409	65859701	0	100.0000	0.0000	0
	Postal Ballot (if applicable)								
	Total	77082201	77082201	100.0000	77082201	0	100.0000	0.0000	0
Public- Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000	0
	Poll	3033292	0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)								
	Total	3033292	0	0.0000	0	0	0.0000	0.0000	0
Public- Non Institutions	E-Voting		17896	0.0195	17746	150	99.1618	0.8382	0
	Poll	91883736	5013	0.0055	5013	0	100.0000	0.0000	0
	Postal Ballot (if applicable)								
	Total	91883736	22909	0.0249	22759	150	99.3452	0.6548	0
Total		171999229	77105110	44.8288	77104960	150	99.9998	0.0002	0
Whether resolution is Pass or Not.						Yes			

For Manali Petrochemicals Limited

R. Kothandaraman

R. Kothandaraman
Company Secretary

Resolution (6)									
Resolution required: (Ordinary / Special)					Special				
Whether promoter/promoter group are interested in the agenda/resolution?					No				
Description of resolution considered					Reappointment of Managing Director				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled	Invalid Votes
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	(8)
Promoter and Promoter Group	E-Voting		1122500	14.5591	1122500	0	100.0000	0.0000	0
	Poll	77082201	65859701	85.4409	65859701	0	100.0000	0.0000	0
	Postal Ballot (if applicable)								
	Total	77082201	77082201	100.0000	77082201	0	100.0000	0.0000	0
Public- Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000	0
	Poll	3033292	0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)								
	Total	3033292	0	0.0000	0	0	0.0000	0.0000	0
Public- Non Institutions	E-Voting		17896	0.0195	17746	150	99.1618	0.8382	0
	Poll	91883736	5013	0.0055	5013	0	100.0000	0.0000	0
	Postal Ballot (if applicable)								
	Total	91883736	22909	0.0249	22759	150	99.3452	0.6548	0
Total		171999229	77105110	44.8288	77104960	150	99.9998	0.0002	0
Whether resolution is Pass or Not.						Yes			

For Manali Petrochemicals Limited

R. Kothandaraman

R. Kothandaraman
Company Secretary

Resolution (7)										
Resolution required: (Ordinary / Special)				Special						
Whether promoter/promoter group are interested in the agenda/resolution?				No						
Description of resolution considered				Approval for appointment and remuneration of Wholetime Director						
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled	Invalid Votes	
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	(6)	
Promoter and Promoter Group	E-Voting		11222500	14.5591	11222500	0	100.0000	0.0000	0	
	Poll	77082201	65859701	85.4409	65859701	0	100.0000	0.0000	0	
	Postal Ballot (if applicable)									
	Total	77082201	77082201	100.0000	77082201	0	100.0000	0.0000	0	
Public- Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000	0	
	Poll	3033292	0	0.0000	0	0	0.0000	0.0000	0	
	Postal Ballot (if applicable)									
	Total	3033292	0	0.0000	0	0	0.0000	0.0000	0	
Public- Non Institutions	E-Voting		17896	0.0195	17746	150	99.1618	0.8382	0	
	Poll	91883736	5013	0.0055	5013	0	100.0000	0.0000	0	
	Postal Ballot (if applicable)									
	Total	91883736	22909	0.0249	22759	150	99.3452	0.6548	0	
Total		171999229	77105110	44.8288	77104960	150	99.9998	0.0002	0	
						Whether resolution is Pass or Not.				Yes

For Manali Petrochemicals Limited



R. Kothandaraman
Company Secretary

26th July 2017**RESULTS OF VOTING AT THE GENERAL MEETING**

The 31st Annual General Meeting of the Company was held at 10.30 a.m. on 25th July 2017 at Rajah Annamalai Mandram, No.5, Esplanade Road, 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 21st July 2017 at 9.00 a.m. and ended on 24th July 2017 at 5.00 p.m.

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.

Mrs. B. Chandra was appointed as the Scrutiniser 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 Scrutiniser has submitted her report vide copy enclosed.

As per the Report of the Scrutiniser, 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

CSCB
C Subash Chandrabose
Wholetime Director (Works)

Encl.: As stated





B. CHANDRA
Practising Company Secretary

AG3, Ragamalika,
#26, Kumaran Colony Main Road,
Vadapalani, Chennai - 600 026.

E-mail : behandra1@gmail.com
behandracosecy@gmail.com
H/P : 9840276313, 9840375053, 7358269819

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 26th July 2017

To
The Chairman,
of the Annual General Meeting of the Equity Shareholders of M/s. Manali Petrochemicals Limited, held on 25th July, 2017 at Rajah Annamalai Mandram, No. 5, Esplanade Road, Chennai - 600 108 at 10.30 A.M.

Subject: Ordinary & Special Resolution(s) under different provisions of the Companies Act, 2013 read with Rules made there under-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 under Section 109 of the Companies Act read with Rule 21 of the Companies (Management & Administration) Rules, 2014, framed there under

Dear Sir,

I, B Chandra, Practising Company Secretary, having my office at AG3, Ragamalika No 26 Kumaran Colony Main Road, Vadapalani, Chennai 600 026, appointed as Scrutinizer as per the letter dated 14th June, 2017 for the purpose of voting by electronic means on the below mentioned resolutions, at the Annual General Meeting of the Equity Shareholders of M/s Manali Petrochemicals Limited held on 25th July 2017, at Rajah Annamalai Mandram, No. 5, Esplanade Road, Chennai - 600 108 at 10.30 A.M hereby submit my 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 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 on 23.06.2017 (wherever email ids were available) and to the other shareholders through permitted modes on 27.06.2017 and subsequently, the Notice convening the meeting was also placed on the website of the Company and that of the agency, i.e., 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 their e-voting platform,
b.	The Public Advertisement with respect to dispatch of notices and conducting of

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B. CHANDRA
PRACTISING COMPANY SECRETARY

	voting through electronic means was published in newspapers in English in "Financial Express" and in Tamil in "Makkal Kural" on 28.06.2017
c.	The e-voting period commenced on July 21, 2017 at 09:00 A.M. and ended on July 24, 2017 at 05.00 P.M.
d.	Accordingly, the electronic votes cast were taken into account and at the end of this voting period, on July 24, 2017 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 July 25, 2017.
f.	The Corporate members who had participated in the e-voting had provided the copies of the relevant resolutions 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 issued by the Ministry of Corporate Affairs dated 19-03-2015.

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 the ballot box 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 Financial Statements of the Company and other Reports for the year ended 31st March 2017.	Ordinary
2	To declare a dividend A dividend of fifty paise per equity share on 17,19,99,229 Equity Shares of Rs. 5/- each, absorbing Rs. 860 lakh (Rupees eight hundred and sixty lakh only).	Ordinary
3	To appoint a Director in the place of Mr. Ashwin C Muthiah [DIN: 00255679], who retires by rotation and being eligible offers himself for re-appointment.	Ordinary

4	To appoint M/s. Brahmayya & Co, Chartered Accountants (Registration No. 000511S), Chennai as the auditors of the Company for a period of five years and fix their remuneration.	Ordinary
5	To appoint Mr. C Subash Chandra Bose [DIN: 06586982] as a Director liable to retire by rotation.	Ordinary
6	To approve the reappointment of Mr. Muthukrishnan Ravi [DIN: 03605222] as the Managing Director for a period of three years from 29 th July 2017.	Special
7	To approve the appointment and remuneration of Mr. C. Subash Chandra Bose, [DIN: 06586982] as the Whole-time Director (Works).	Special

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

The details of the number of members present and voting in person or by proxy and the valid / invalid votes in respect of each of the resolutions are given below.

Resolution S.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	64	1	65	0
2	64	1	65	0
3	63	2	65	0
4	64	1	65	0
5	64	1	65	0
6	64	1	65	0
7	64	1	65	0

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.

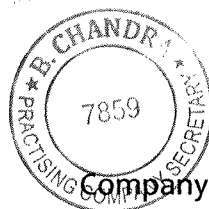
E VOTING & POLL						
Resolution S.No	No of VOTES CAST IN FAVOUR	No of VOTES CAST AGAINST	Total - Valid Votes	Assent %	Dissent %	Passed/Not Passed
1	77104960	150	77105110	99.9998	0.0002	Passed as ordinary resolution
2	77104960	150	77105110	99.9998	0.0002	Passed as ordinary resolution
3	77104510	600	77105110	99.9992	0.0008	Passed as ordinary resolution

4	77104960	150	77105110	99.9998	0.0002	Passed as ordinary resolution
5	77104960	150	77105110	99.9998	0.0002	Passed as ordinary resolution
6	77104960	150	77105110	99.9998	0.0002	Passed as special resolution
7	77104960	150	77105110	99.9998	0.0002	Passed as special resolution

Since the no. of votes cast in favour exceeded the No. of votes cast against in respect of resolutions in S No 1 to 5 and the no of votes cast in favour were not less than three times the votes cast against in respect of resolution in S No 6 to 7, I 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

B Chandra

Company Secretary in Practice

CP No 7859

COUNTER SIGNED ON BEHALF OF THE CHAIRMAN
For Manali Petrochemicals Limited

C. Subash Chandrabose

C Subash Chandrabose
Wholetime Director (Works)
DIN: 06586982

Place: Chennai
Date: 26th July 2017

