FCL FINEOTEX CHEMICAL LIMITED

22nd September, 2016

16s/48

To,

General Manager, Listing Department, The Bombay Stock Exchange Limited, P.J. Towers, Dalal Street, Mumbai – 400 001 Company code: 533333	The Manager, Listing & Compliance Department The National Stock Exchange of India Limited Exchange Plaza, BandraKurla Complex, Bandra East, Mumbai - 400051 Company code: FCL

Subject: Report as per regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

The 13th Annual General Meeting (AGM) of the Company was held on 20/09/2016. E-voting facility as well voting on ballot on the resolutions proposed at the AGM was given to the shareholders. The shareholders who did not vote earlier were also permitted to vote at the AGM. On the basis of the total voting the results were as enclosed. The report of the scrutinizer appointed for this purpose is hereby enclosed.

Kindly acknowledge receipt.

For Fineotex Chemical Limited

Raina D'Silva
Company Secretary

Encl: As above

HS ASSOCIATES
COMPANY SECRETARIES

NITIN SARFARE (Partner)
B.COM, A.C.S
COMPANY SECRETARY

206, 2nd Floor, Tantia Jogani Industrial Estate,
J. R. Boricha Marg, Opp. Lodha Excelus,
Lower Parel (E), Mumbai - 400 011.
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To,
The Chairman
FINEOTEX CHEMICAL LIMITED
42/43 Manorama Chambers
4th Floor S V Road
Bandra (W),
Mumbai-400050

Dear Sir,

Subject: Consolidated Scrutinizer's Report on voting through remote e-voting and physical ballot forms in terms of provisions of Section 108 of the Companies Act, 2013 read with the Rules issue there under and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

A. I, Nitin Sarfare, Partner of M/S HS Associates, Practicing Company Secretaries, appointed as scrutinizer in the meeting of Board of Directors of the Company held on Wednesday, 25th May, 2016 to conduct the following:-

Remote e-voting process and to scrutinize the **Physical Ballot Forms** received from the shareholders of the Company pursuant to the provisions of Section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014.

B. The Company had availed the remote e-voting facility provided by Central Depository Services Limited (CDSL) for conducting the remote e – voting by the shareholders of the Company. The remote e-voting commenced on Saturday 17thSeptember, 2016 at 9.00 a.m. and ended on Monday 19thSeptember, 2016, at 5.00 p.m. and the CDSL remote e – voting platform was blocked thereafter.

C. The votes cast under the remote e – voting facility were thereafter unblocked in the presence of two witnesses who were not in employment of the Company and after the conclusion of the voting at the AGM the votes cast there under were counted. Votes cast through physical ballot forms received up to 5:00 p.m. on **Monday, 19th September, 2016**were considered.

HS ASSOCIATES ★ ACS: 36769 CP No. 13720 MUMBAI ★ COMPANY SECRETARIES

D. The company had also provided voting by Physical ballot forms to the members who do not have access to remote e – voting.

E. After the closure of the voting at the Annual General Meeting, the report on voting done at the meeting was generated in my presence and the voting was diligently scrutinized.

F. I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the CDSL e-voting system and physical ballot forms received respectively.

G. As requested by the management, I am submitting herewith a consolidated report on the results of remote e – voting together with the results of voting through Physical Ballot forms in respect of the said resolutions:-

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Mode of voting: E-voting and Ballot:

To receive, consider and adopt the Audited the Balance Sheet as at 31st March, 2016, Statement of Profit and Loss and Cash Flow Statement for the financial year ended on that date together with the Reports of the Directors and Auditors thereon.								
Resolution Required: (Ordinary or Special)			Ordinary					
Whether Promoter/ Promoter group are interested in the agenda / resolution								
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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)] * 100	(7)=[(5)/(2)] * 100
Promoter & Promoter Group	E-voting	80537020	80537020	100%	80537020	0	100%	0%
	Poll		-	-	-	-	-	-
	Physical Ballot		-	-	-	0	-	0%
	Total	80537020	80537020	100%	80537020	0	100%	0%
Public Institution	E-voting	174746	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Physical Ballot		-	-	-	-	-	-
	Total	174746	-	-	-	-	-	-
Public Non-Institution	E-voting	31586344	377409	1.19	376899	510	99.86%	0.14%
	Poll		-	-	-	-	-	-
	Physical Ballot		573	0.01	573	0	100%	0%
	Total	31586344	377982	1.2	377472	510	99.87%	0.13%
Total		112298110	80915002	72.05	80914492	510	99.99%	0.13%

HS ASSOCIATES ★ COMPANY SECRETARIES ★ ACS: 38769 CP No. 13729 MUMBAI

Resolution 2: To appoint a director in place of Ms. Ritu Gupta who retires by rotation at the conclusion of this meeting and being eligible offers herself for reappointment.								
Resolution Required: (Ordinary or Special)			Ordinary					
Whether Promoter/ Promoter group are interested in the agenda / resolution								
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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)] * 100	(7)=[(5)/(2)] * 100
Promoter & Promoter Group	E-voting	80537020	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Physical Ballot		-	-	-	-	-	-
	Total	80537020	-	-	-	-	-	-
Public Institution	E-voting	174746	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Physical Ballot		-	-	-	-	-	-
	Total	174746	-	-	-	-	-	-
Public Non-Institution	E-voting	31586344	377409	1.19%	376899	510	99.86%	0.14%
	Poll		-	-	-	-	-	-
	Physical Ballot		573	0.01%	573	0	100%	0%
	Total	31586344	377982	1.2%	377472	510	0.14%	0%
Total		112298110	377982	0.34%	377472	510	99.87%	0.13%

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Resolution 3: Ratification of Appointment of Auditor and to fix their remuneration for the financial year 2016-2017								
Resolution Required: (Ordinary or Special)			Ordinary					
Whether Promoter/ Promoter group are interested in the agenda / resolution								
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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)] * 100	(7)=[(5)/(2)]* 100
Promoter & Promoter Group	E-voting	80537020	80537020	100%	80537020	0	100%	0%
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	0	-	0%
	Total	80537020	80537020	100%	80537020	0	100%	0%
Public Institution	E-voting	174746	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total	174746	-	-	-	-	-	-
Public Non-Institution	E-voting	31586344	377409	1.19	376899	510	99.86%	0.14%
	Poll		-	-	-	-	-	-
	Postal Ballot		573	0.01	573	0	100%	0%
	Total	31586344	377982	1.2	377472	510	99.87%	0.13%
Total		112298110	80915002	72.05	80914492	510	99.99%	0.13%

Resolution 4: Re-appointment of Mr. Surendrakumar Tibrewala as a Managing Director of the Company for a period of 3 years.								
Resolution Required: (Ordinary or Special)			Special					
Whether Promoter/ Promoter group are interested in the agenda / resolution								
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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)] * 100	(7)=[(5)/(2)]* 100
Promoter & Promoter Group	E-voting	80537020	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total	80537020	-	-	-	-	-	-
Public Institution	E-voting	174746	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total	174746	-	-	-	-	-	-
Public Non-Institution	E-voting	31586344	377409	1.19%	376899	510	99.86%	0.14%
	Poll		-	-	-	-	-	-
	Postal Ballot		573	0.01%	573	0	100%	0%
	Total	31586344	377982	1.2%	377472	510	0.14%	0%
Total		112298110	377982	0.34%	377472	510	99.87%	0.13%

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Resolution 5: Re-appointment of Mr. Sanjay Tibrewala as an Executive Director for a period of 3 years.								
Resolution Required: (Ordinary or Special)			Special					
Whether Promoter/ Promoter group are interested in the agenda / resolution								
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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)] * 100	(7)=[(5)/(2)] * 100
Promoter & Promoter Group	E-voting	80537020	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total	80537020	-	-	-	-	-	-
Public Institution	E-voting	174746	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total	174746	-	-	-	-	-	-
Public Non-Institution	E-voting	31586344	377409	1.19%	376899	510	99.86%	0.14%
	Poll		-	-	-	-	-	-
	Postal Ballot		573	0.01%	573	0	100%	0%
	Total	31586344	377982	1.2%	377472	510	0.14%	0%
Total		112298110	377982	0.34%	377472	510	99.87%	0.13%

Resolution 6: Approval of Contracts with Related Parties.								
Resolution Required: (Ordinary or Special)		Special						
Whether Promoter/ Promoter group are interested in the agenda / resolution								
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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)] * 100	(7)=[(5)/(2)] * 100
Promoter & Promoter Group	E-voting	80537020	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total	80537020	-	-	-	-	-	-
Public Institution	E-voting	174746	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total	174746	-	-	-	-	-	-
Public Non-Institution	E-voting	31586344	377409	1.19%	376699	710	99.81%	0.19%
	Poll		-	-	-	-		
	Postal Ballot		573	0.01%	573	-	100%	-
	Total	31586344	377982	1.2%	377272	710	99.81%	0.19%
Total		112298110	377982	0.34%	377272	710	99.81%	0.19%

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Based on the above remote e-voting and physical ballot forms, all the aforesaid resolutions were passed with requisite majority.

For HS Associates,
Company Secretaries,
Nitin Sarfare,
Partner

ACS.- 36769
CP No. - 13729
Date : - 21st September, 2016
Place :-Mumbai