

11th August, 2017

DCS – Listing,
BSE Limited,
1st Floor, New Trading Ring,
Rotunda Building, P.J.Towers,
Dalal Street, P.J.Towers,
Mumbai 4000 001

Listing Department,
National Stock Exchange of India Limited,
Exchange Plaza, 5th Floor,
Plot No.C/1, G Block,
Bandra Kurla Complex, Bandra (East),
Mumbai 400 051

Dear Sir,

Sub : Results of the Remote E-Voting / Voting by Poll - Regulation 44(3) of the SEBI – (Listing Obligations and Disclosure Requirements) Regulations, 2015

Ref : Report of the Scrutinizer

In connection with the above subject matter, we are enclosing herewith the Combined Report submitted by M/s. Rajesh Karunakaran & Co, Practicing Company Secretary, the Scrutinizer appointed to conduct the poll process in a fair and transparent manner for the 66th Annual General Meeting of the Company held on 10th August, 2017 at Pune.

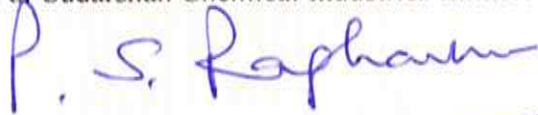
The remote e-voting commenced on 7th August, 2017 at 9.00 A.M. and ended on 9th August, 2017 at 5.00 P.M.

On behalf of the Company, we clarify that all the resolutions have been passed with the required majority.

Kindly take the above on record.

Thank you,

Yours truly,
For Sudarshan Chemical Industries Limited



P S Raghavan
Company Secretary

Encl : As above



Sudarshan Chemical Industries Limited

Global Head Office :

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COMPANY SECRETARIES

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**CONSOLIDATED REPORT OF SCRUTINIZER ON REMOTE E-VOTING AND VOTING THROUGH BALLOT
PAPER**

(Pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 108 of the Companies Act , 2013 and Rule 20 the Companies (Management and Administration) Rules , 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015)

To:

Mr. P.R. Rathi
Chairman
66th Annual General Meeting
of the Shareholders of
Sudarshan Chemical Industries Limited
held on Thursday , 10th August 2017 at 11.30 a.m.
at Sumant Moolgaokar Auditorium, A Wing,
Ground Floor, Mahratta Chamber of Commerce,
Industries and Agriculture, Trade Tower,
ICC Complex, Senapati Bapat Road,
Pune 411 016.

Sub: Scrutinizer's Report on e-voting and voting through Ballot Paper conducted pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the provisions of section 108 of the Companies Act , 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules , 2014 as amended .

1. I , Rajesh Karunakaran, Practicing Company Secretary (F.C.S. No. 7441) ,appointed as Scrutinizer by :

(I) the Board of Directors of Sudarshan Chemical Industries Limited (the Company) for the purpose of scrutinizing e-voting process in a fair and transparent manner under the provisions of Section 108 of the Companies Act , 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules 2015 as amended to ascertain the sense of each of the resolutions contained in the Notice to the Annual General Meeting (AGM) of the Members of the Company held on Thursday , 10th August 2017 at 11.30 a.m. at Sumant Moolgaokar Auditorium, A Wing, Ground Floor, Mahratta Chamber of Commerce, Industries and Agriculture, Trade Tower, ICC Complex, Senapati Bapat Road, Pune 411 016 .



2. The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act 2013 and Rules relating to remote e-voting and Ballot on the resolutions contained in the Notice to the Annual General Meeting of the Members of the Company. My responsibility as a scrutinizer for the remote e-voting process and for the Ballot is restricted to make a Scrutinizers Report of the votes cast in favour or against the resolutions stated above, based on reports generated from the remote e-voting system provided by National Securities Depository Limited, the authorised agency engaged by the Company to provide remote e-voting facilities for remote e-voting and based on the votes cast by ballot paper by Members/Proxies at the AGM.

3. I have issued separate Scrutinizer's report dated 11th August 2017 on the votes exercised through remote e-voting and report dated 11th August 2017 on the voting conducted through Ballot Paper on the resolutions contained in the Notice to the AGM. As requested by management I submit herewith my consolidated report of votes exercised through remote e-voting together with that of votes exercised through Ballot Paper as under.

4. The Remote e-voting period remained open from 9.00 a.m. (IST) on Monday, 7th August 2017 until 5.00 p.m. (IST) on Wednesday, 9th August 2017.

5. The Cut -Off date for the purpose of determining the entitlement for voting, by remote e-voting or voting through Ballot Paper, on the proposed resolutions was Thursday, 3rd August 2017 (Item No. 1 to 6) as set out in the Notice of the 66th Annual General Meeting.

6. The facility for voting through Physical ballot papers was made available at the meeting and members attending the meeting, who did not cast their vote by remote- e voting exercised their right to vote at the meeting through Ballot papers.

7. Immediately, after conclusion of the voting at the AGM, the Ballot box containing the ballot papers were opened and votes were counted in the presence of Mr. Manoj Kalani and Mr. Subhash Adawal who are not in the employment of the Company.

6. Thereafter, the votes cast through remote e-voting facility were unblocked on 10th August 2017 after 2.10 p.m. in the presence of Mr. Manoj Kalani and Mr. Subhash Adawal who are not in the employment of the Company and downloaded, inter alia, list of equity shareholders, who voted "For" and "Against" from the e-voting website of National Securities Depository Limited (NSDL).

8. The combined results of the remote e-voting and through Ballot Paper are as under :

Date of the Annual General Meeting	10 th August 2017
Total Number of shareholders on the AGM date	20468
No of shareholders present in the Meeting either in Person or through Proxy :	78
Promoters and Promoter Group	06 (in Person)
Public	72
No of shareholders attended the meeting through Video Conferencing	0
Promoters and Promoter Group	0
Public	0



Item No. 1 of the Notice - To receive, consider and adopt the Financial Statements of the Company for the Financial Year ended March 31, 2017 together with the report of the Auditors and Board of Directors thereon and Consolidated financial statements of the Company for the Financial Year ended March 31,2017.

Resolution Required					Ordinary				
Whether Promoter / Promoter Group are interested in the Agenda Resolution					No				
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	
Promoter and Promoter Group	EVOTING	-	-	-	-	-	-	-	
	PHYSICAL	36616260	36616260	100	36616260	0	100	0	
	POSTAL BALLOT	-	-	-	-	-	-	-	
	TOTAL	36616260	36616260	100	36616260	0	100	0	
Public Institutions	EVOTING	4036351	4036351	100	4036351	0	100	0	
	PHYSICAL	5579890	5579890	100	5579890	0	100	0	
	POSTAL BALLOT	-	-	-	-	-	-	-	
	TOTAL	9616241	9616241	100	9616241	0	100	0	
Public Non Institutions	EVOTING	2506046	2506046	100	2506046	0	100	0	
	PHYSICAL	9652	9652	100	9652	0	100	0	
	POSTAL BALLOT	-	-	-	-	-	-	-	
	TOTAL	2515698	2515698	100	2515698	0	100	0	
Total	GRAND TOTAL	48,748,199	48,748,199	100	48,748,199	0	100	0	

Result: : Passed with requisite majority



Item No. 2 of the Notice- To declare final Dividend for the Financial Year 2016-17 and confirmation of Interim Dividend during March 2017 .

Resolution Required					Ordinary			
Whether Promoter / Promoter Group are interested in the Agenda Resolution					No			
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
Promoter and Promoter Group	EVOTING	-	-	-	-	-	-	-
	PHYSICAL	36616260	36616260	100	36616260	0	100	0
	POSTAL BALLOT	-	-	-	-	-	-	-
	TOTAL	36616260	36616260	100	36616260	0	100	0
Public Institutions	EVOTING	4064351	4064351	100	4064351	0	100	0
	PHYSICAL	5579890	5579890	100	5579890	0	100	0
	POSTAL BALLOT	-	-	-	-	-	-	-
	TOTAL	9,644,241	9,644,241	100	9,644,241	0	100	0
Public Non Institutions	EVOTING	2506046	2506046	100	2506046	0	100	0
	PHYSICAL	9652	9652	100	9652	0	100	0
	POSTAL BALLOT	-	-	-	-	-	-	-
	TOTAL	2,515,698	2,515,698	100	2,515,698	0	100	0
Total	GRAND TOTAL	48,776,199	48,776,199	100	48,776,199	0	100	0

Result: : Passed with requisite majority



Item No. 3 To reappoint a Director in place of Mr. K.L. Rathi who retires by rotation and being eligible offers himself for re-appointment.

Resolution Required					Ordinary			
Whether Promoter / Promoter Group are interested in the Agenda Resolution					Yes			
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
Promoter and Promoter Group	EVOTING	-	-	-	-	-	-	-
	PHYSICAL	36616260	36616260	100	36616260	0	100	0
	POSTAL BALLOT	-	-	-	-	-	-	-
	TOTAL	36616260	36616260	100	36616260	0	100	0
Public Institutions	EVOTING	4,064,351	4,064,351	100	1915040	2149311	47.12	52.88
	PHYSICAL	5579890	5579890	100	5579890	0	100	0
	POSTAL BALLOT	-	-	-	-	-	-	-
	TOTAL	9,644,241	9,644,241		7,494,930	2149311	77.71	22.29
Public Non Institutions	EVOTING	2506046	2506046	100	2506046	0	100	0
	PHYSICAL	9652	9652	100	9652	0	100	0
	POSTAL BALLOT	-	-	-	-	-	-	-
	TOTAL	2,515,698	2,515,698		2,515,698	0	100	0
Total	GRAND TOTAL	48,776,199	48,776,199		46,626,888	2149311	95.59	4.41

Result: : Passed with requisite majority



Item No. 4.To appoint M/s. BSR Associates LLP Chartered Accountants, Mumbai as Statutory Auditors and to fix their remuneration.

Resolution Required					Ordinary			
Whether Promoter / Promoter Group are interested in the Agenda Resolution					No			
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
Promoter and Promoter Group	EVOTING	-	-	-	-	-	-	-
	PHYSICAL	36616260	36616260	100	36616260	0	100	0
	POSTAL BALLOT	-	-	-	-	-	-	-
	TOTAL	36616260	36616260	100	36616260	0	100	0
Public Institutions	EVOTING	4064351	4064351	100	4064351	0	100	0
	PHYSICAL	5579890	5579890	100	5579890	0	100	0
	POSTAL BALLOT	-	-	-	-	-	-	-
	TOTAL	9,644,241	9,644,241	100	9,644,241	0	100	0
Public Non Institutions	EVOTING	2,506,046	2,506,046	100	2505946	100	99.99	0.01
	PHYSICAL	9652	9652	100	9652	0	100	0
	POSTAL BALLOT	-	-	-	-	-	-	-
	TOTAL	2,515,698	2,515,698	100	2,515,598	100	100	Negligible
Total	GRAND TOTAL	48,776,199	48,776,199	100	48,776,099	100	100	Negligible

Result: : Passed with requisite majority



Item No. 5. To approve appointment of Mr. A.B. Rathi as a Non Independent Director of the Company liable to retire by rotation.

Resolution Required					Ordinary				
Whether Promoter / Promoter Group are interested in the Agenda Resolution					Yes				
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	
Promoter and Promoter Group	EVOTING	-	-	-	-	-	-	-	
	PHYSICAL	36616260	36616260	100	36616260	0	100	0	
	POSTAL BALLOT	-	-	-	-	-	-	-	
	TOTAL	36616260	36616260	100	36616260	0	100	0	
Public Institutions	EVOTING	4,064,351	4,064,351	100	3801181	263170	93.52	6.48	
	PHYSICAL	5579890	5579890	100	5579890	0	100	0	
	POSTAL BALLOT	-	-	-	-	-	-	-	
	TOTAL	9,644,241	9,644,241	100	9,381,071	263170	97.27	2.73	
Public Non Institutions	EVOTING	2,506,046	2,506,046	100	2506031	15	100	Negligible	
	PHYSICAL	9652	9652	100	9652	0	100	0	
	POSTAL BALLOT	-	-	-	-	-	-	-	
	TOTAL	2,515,698	2,515,698	100	2,515,683	15	100	Negligible	
Total	GRAND TOTAL	48,776,199	48,776,199	100	48,513,014	263185	99.46	0.54	

Result: : Passed with requisite majority





Item No. 6. To ratify and confirm the payment of remuneration M/s. Parkhi Limaye & Co.-Cost Auditors for the year 2017-18.

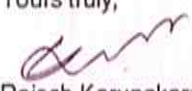
Resolution Required					Ordinary			
Whether Promoter / Promoter Group are interested in the Agenda Resolution					No			
Category	Mode of Voting	No of shares held	No of votes polled	% of Votes polled on outstanding shares	No of votes in favour	No of votes against	% of Votes in favour on votes Polled	% of Votes against on votes Polled
Promoter and Promoter Group	EVOTING	-	-	-	-	-	-	-
	PHYSICAL	36616260	36616260	100	36616260	0	100	0
	POSTAL BALLOT	-	-	-	-	-	-	-
	TOTAL	36616260	36616260	100	36616260	0	100	0
Public Institutions	EVOTING	4064351	4064351	100	4064351	0	100	0
	PHYSICAL	5579890	5579890	100	5579890	0	100	0
	POSTAL BALLOT	-	-	-	-	-	-	-
	TOTAL	9,644,241	9,644,241	100	9,644,241	0	100	0
Public Non Institutions	EVOTING	2,506,046	2,506,046	100	2504836	1210	99.95	0.05
	PHYSICAL	9652	9652	100	9652	0	100	0
	POSTAL BALLOT	-	-	-	-	-	-	-
	TOTAL	2,515,698	2,515,698	100	2,514,488	1210	99.95	0.05
Total	GRAND TOTAL	48,776,199	48,776,199	100	48,774,989	1210	100	Negligible

Result : Passed with requisite majority.

The Register, other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the Annual General Meeting and the same will be handed over to the Company Secretary for safe keeping.

Thank you.

Yours truly,


Rajesh Karunakaran
Company Secretary
Membership No. -FCS 7441
C.P. No. 6581



Pune 11th August 2017

Witnesses:

Sr. No.	Name of the Person and Address	Signature:
1.	Manoj kalani Add: 204, Pragati Tower Shivaji Nagar Pune-5	<u>M. S. Kalani</u>
2.	Subhash Laxman Adawal 1360, Ghukrawar peth, pune.	<u>Adawal</u>