TECIL CHEMICALS AND HYDRO POWER LTD.

REGISTERED OFFICE
P.O.CHINGAVANAM,
DIST.-KOTTAYAM, KERALA -686 531
EMAIL ID: tecilchemicals@gmail.com
PAN No.: AAACT8096J
CIN No.: L24299KL1945PLC001206
Website: www.tecilchemicals.com

CORPORATE OFFICE
EMPIRE HOUSE, 3RD FLOOR,
214, DR. D. N. ROAD, FORT,
MUMBAI – 400 001
TEL NO: 022-2207 83 81 / 82
FAX NO: 022-2207 42 94

VOTING RESULTS

Date of the AGM	08th SEPTEMBER, 2016
Total number of shareholders on record date	22,692
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	 2 30
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public	NONE

Agenda- wise disclosure (to be disclosed separately for each agenda item)

Resolution required: (Ordinary)

RESOLUTION NO. 1: (AS ORDINARY RESOLUTION)

To consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31/03/2016 and the report of Board of Director's and Auditor's thereon

Resolution Required:					Ordinary Resolution			
Whether promoter / promoter groups 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**
		(1)	**(2)**	**(3)= [(2)/(1)]*100**	**(4)**	**(5)**	**(6)=[(4)/(2)]*100**	**(7)=[(5)/(2)]*100**
Promoter and Promoter Group	E-Voting	75,45,657	7101120	94.11%	7101120	0	100%	0
	Poll		0	0%	0	0	0	0
	Total	75,45,657	7101120	94.11%	7101120	0	100%	0
Public – Institutions	E-Voting	1982200	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public - Non Institutions	E-Voting	9435843	166250	1.76%	1662500	0	100%	0
	Poll		28150	0.30%	28150	0	100%	0
	Total	9435843	194400	0	0	0	0	0
Total		**18963700**	**7154100**	**37.73%**	**7154100**	**0**	**100%**	**0**



RESOLUTION NO. 2: (AS ORDINARY RESOLUTION)

To appoint a Director in place of Shri. S. B. Somani (DIN No. - 00077939), who retires by rotation and being eligible offer himself for re-appointment.

Resolution Required:					Ordinary Resolution			
Whether promoter / promoter groups 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**
		(1)	**(2)**	**(3)=[(2)/(1)]*100**	**(4)**	**(5)**	**(6)=[(4)/(2)]*100**	**(7)=[(5)/(2)]*100**
Promoter and Promoter Group	E-Voting	75,45,657	7101120	94.11%	7101120	0	100%	0
	Poll		0	0%	0	0	0	0
	Total	75,45,657	7101120	94.11%	7101120	0	100%	0
Public – Institutions	E-Voting	1982200	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public - Non Institutions	E-Voting	9435843	166250	1.76%	1662500	0	100%	0
	Poll		28150	0.30%	28150	0	100%	0
	Total	9435843	194400	0	0	0	0	0
Total		**18963700**	**7154100**	**37.73%**	**7154100**	**0**	**100%**	**0**



RESOLUTION NO. 3: (AS ORDINARY RESOLUTION)

To Appoint Auditors to hold office from the conclusion of this meeting till the conclusion of the next Annual General Meeting and fix remuneration.

Resolution Required:					Ordinary Resolution			
Whether promoter / promoter groups 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**
		(1)	**(2)**	**(3)=[(2)/(1)]*100**	**(4)**	**(5)**	**(6)=[(4)/(2)]*100**	**(7)=[(5)/(2)]*100**
Promoter and Promoter Group	E-Voting	75,45,657	7101120	94.11%	7101120	0	100%	0
	Poll		0	0%	0	0	0	0
	Total	75,45,657	7101120	94.11%	7101120	0	100%	0
Public – Institutions	E-Voting	1982200	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public - Non Institutions	E-Voting	9435843	166250	1.76%	1662500	0	100%	0
	Poll		28150	0.30%	28150	0	100%	0
	Total	9435843	194400	0	0	0	0	0
Total		**18963700**	**7154100**	**37.73%**	**7154100**	**0**	**100%**	**0**



RESOLUTION NO. 4: (AS SPECAIL RESOLUTION)

To Adopt New Set of Articles of Association as per Companies Act, 2013

Resolution Required:					Ordinary Resolution			
Whether promoter / promoter groups 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**
		(1)	**(2)**	**(3)= [(2)/(1)]*100**	**(4)**	**(5)**	**(6)=[(4)/(2)]*100**	**(7)=[(5)/(2)]*100**
Promoter and Promoter Group	E-Voting	75,45,657	7101120	94.11%	7101120	0	100%	0
	Poll		0	0%	0	0	0	0
	Total	75,45,657	7101120	94.11%	7101120	0	100%	0
Public – Institutions	E-Voting	1982200	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public - Non Institutions	E-Voting	9435843	166250	1.76%	1662500	0	100%	0
	Poll		28150	0.30%	28150	0	100%	0
	Total	9435843	194400	0	0	0	0	0
Total		**18963700**	**7154100**	**37.73%**	**7154100**	**0**	**100%**	**0**

FOR TECIL CHEMICALS AND HYDRO POWER LIMITED

S. B. SOMANI
DIRECTOR
(DIN NO. - 00077939)

Shubh Karan Jain (Dr.)
M.Com. L.L.B., FCS, Ph.D. MIIA (USA)

CS S. K. Jain & Co.
Company Secretaries

FORM NO. MGT-13

Report On Scrutinizer

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

To,

The Chairman of Tecil Chemicals and Hydro Power Limited,

The **71st Annual General Meeting** of the Shareholders of **Tecil Chemicals and Hydro Power Limited,** held on **Thursday, 8th September, 2016 at 10:00 A.M.** at P.O. Chingavanam, Dist. Kottayam – 686531, Kerala.

Dear Sir,

I, Dr. S. K. Jain, Practicing Company Secretary, appointed as Scrutinizer pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and pursuant to Regulation 44(3) of the SEBI (Listing Obligations Disclosures Requirements) Regulations, 2015 for the purpose of Scrutinizing the remote e-voting and voting by poll taken at the 71ST Annual General Meeting of the Equity Shareholders of **Tecil Chemicals and Hydro Power Limited,** held on **Thursday, 8th September, 2016 at 10:00 A.M.** at P.O. Chingavanam, Dist. Kottayam – 686531, Kerala submit my report as under:

A. Relating to E-Voting:

1. The Remote E-Voting period remained open from 9:00 A.M. on Monday, 5th September, 2016 up to 5.00 P.M. on Wednesday, 7th September, 2016.

2. The Remote E-Voting was unblocked on 7th September, 2016 at 06:08 P.M. in presence of two witnesses who were not in the employment of the Company.

S. K. JAIN & CO. MUMBAI FCS NO.1473 CP - 3076 * Company Secretary *

Name: Miss Uma Bohra

Name: Miss Geeta Vandur

B. Relating to voting by Poll:

1.

Members present through Authorized Representatives	4
Members present in person	28
Members who cast vote through Poll	26
Members who had cast vote through Remote E-voting but present in meeting	6

2. After the time fixed for closing of the poll by the Chairman one ballot box kept for polling was locked in my presence with due identification mark placed by me.

3. The locked ballot box was subsequently opened in my .presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations/proxies lodged with the Company.

C. Result of E-Voting and Poll:

1. The voting rights were reckoned as on 1st September, 2016, being cut-off date for the purpose of deciding the entitlements of members at the remote e-voting and voting at the meeting.

2. After the conclusion of the Annual General Meeting, the votes cast through remote e-voting were unblocked. The ballot box was opened and polling papers were removed and examined.

3. Thereafter, the details of equity shareholders, who voted for or against was extracted from the polling papers and the list of equity shareholders who voted "For" or "Against" were downloaded from the E-Voting website of Central Depository Services Limited (CSDL) (https://www.evotingindia.com)

4. The combined result of remote E-voting and poll is as under:

S.K. JAJODIA & CO. MUMBAI FCS NO.1473 CP - 3076 Company Secretary

VOTING RESULTS

Date of the AGM/EGM	8th September, 2016
Total number of shareholders on record date	22,692
No. of shareholders present in the Meeting either in person or through proxy: Promoters and Promoter Group: Public:	32 2 30
No. Of Shareholders who Voted through Remote E-Voting and were present in the Meeting	6
No. Of Members whose signature did not match with the signature as per the Records of the Company and hence declared Invalid	1
No. Of shareholders who Validly Voted Through Poll	25
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public:	 0 0



Agenda-wise disclosure

Item No. 1 – To consider and adopt the Audited Financial Statement of the Company for the Financial Year ended 31st March, 2016 and the Report of the Board of Directors and Auditors Report thereon:

Resolution Required:					Ordinary Resolution			
Whether promoter / promoter groups 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**
		(1)	**(2)**	**(3)=[(2)/(1)]*100**	**(4)**	**(5)**	**(6)=[(4)/(2)]*100**	**(7)=[(5)/(2)]*100**
Promoter and Promoter Group	E-Voting	75,45,657	7101120	94.11%	7101120	0	100%	0
	Poll		0	0%	0	0	0	0
	Total	75,45,657	7101120	94.11%	7101120	0	100%	0
Public – Institutions	E-Voting	1982200	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public - Non Institutions	E-Voting	9435843	166250	1.76%	1662500	0	100%	0
	Poll		28150	0.30%	28150	0	100%	0
	Total	9435843	194400	0	0	0	0	0
Total		**18963700**	**7154100**	**37.73%**	**7154100**	**0**	**100%**	**0**



Item No. 2 – To appoint a Director in place of Shri. S.B. Somani (DIN: 0077939) who retires by rotation and being eligible for reappointment.

Resolution Required:					Ordinary Resolution			
Whether promoter / promoter groups 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**
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Promoter and Promoter Group	E-Voting	75,45,657	7101120	94.11%	7101120	0	100%	0
	Poll		0	0%	0	0	0	0
	Total	75,45,657	7101120	94.11%	7101120	0	100%	0
Public – Institutions	E-Voting	1982200	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public - Non Institutions	E-Voting	9435843	166250	1.76%	1662500	0	100%	0
	Poll		28150	0.30%	28150	0	100%	0
	Total	9435843	194400	0	0	0	0	0
Total		**18963700**	**7154100**	**37.73%**	**7154100**	**0**	**100%**	**0**



Item No. 3 – To appoint Statutory Auditors and fix their Remuneration and in this regards to consider and, if though fit, to pass with or without modification(s) the following Resolution as Ordinary Resolution:

Resolution Required:					Ordinary Resolution			
Whether promoter / promoter groups 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**
		(1)	**(2)**	**(3)=[(2)/(1)]*100**	**(4)**	**(5)**	**(6)=[(4)/(2)]*100**	**(7)=[(5)/(2)]*100**
Promoter and Promoter Group	E-Voting	75,45,657	7101120	94.11%	7101120	0	100%	0
	Poll		0	0%	0	0	0	0
	Total	75,45,657	7101120	94.11%	7101120	0	100%	0
Public – Institutions	E-Voting	1982200	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public - Non Institutions	E-Voting	9435843	166250	1.76%	1662500	0	100%	0
	Poll		28150	0.30%	28150	0	100%	0
	Total	9435843	194400	0	0	0	0	0
Total		**18963700**	**7154100**	**37.73%**	**7154100**	**0**	**100%**	**0**



Item No. 4 – To Adopt new set of Articles of Association:

Resolution Required:					Ordinary Resolution			
Whether promoter / promoter groups 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**
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	Poll		0	0%	0	0	0	0
	Total	75,45,657	7101120	94.11%	7101120	0	100%	0
Public – Institutions	E-Voting	1982200	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public - Non Institutions	E-Voting	9435843	166250	1.76%	1662500	0	100%	0
	Poll		28150	0.30%	28150	0	100%	0
	Total	9435843	194400	0	0	0	0	0
Total		**18963700**	**7154100**	**37.73%**	**7154100**	**0**	**100%**	**0**



The poll papers and all other relevant records were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.

Thanking You.
Yours Faithfully,

Name and Signature of the Scrutinizer



S.K. Jain
Practicing Company Secretary
COP No. – 3076

TECIL CHEMICALS AND HYDRO POWER LTD.

Place: Mumbai
Date: 09/09/2016

Chairman