



M. M. SHETH & Co.
Company Secretaries

TEL: +91 22 22906123

+ 91 9892203752

+ 91 9892770645

E-mail: shethmm_cs@yahoo.co.in

209, Aqua Corp., Churchgate Chambers, Near American Centre, 5 New Marine Lines, Mumbai - 400 020.

M. M. SHETH
Proprietor

Date: 4th July 2015

To,
The Chairman of
Extra-Ordinary General Meeting of
Vinyl Chemicals (India) Limited
CIN: L24100MH1986PLC039837
Regd. Off: Regent Chambers, 7th Floor,
Jamanalal Bajaj Marg,
208, Nariman Point, Mumbai - 400021.

Subject: Consolidated Scrutinizer's Report for voting at the Extra -Ordinary General Meeting held on 3rd July, 2015

The Board of Directors of the Company at their meeting held on 18th May 2015 had appointed me as Scrutinizer for remote e-voting, voting by Ballot Forms sent with notice convening the Extra -Ordinary General Meeting (EGM) and also voting at EGM by Ballot Papers.

Pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 and pursuant to SEBI circular dated 17th April, 2014, the Company has provided remote e-voting and ballot facility to its members in respect of business to be transacted at EGM.

The Company had appointed National Securities Depository Limited (NSDL) as the service provider, for the facility of electronic voting to the shareholders of the Company. The remote e-voting results were unblocked by me on 3rd July, 2015 after conclusion of EGM in the presence of two witnesses.

Cut-off date : 26th June 2015
Remote e-voting commencement date: 9.00. a.m. 30th June 2015
Remote e-voting end date: 5.00 p.m. 2nd July 2015



sheth



M. M. SHETH & Co.
Company Secretaries

The Company has delivered by 6th June 2015 copy of EGM notice and ballot forms with self addressed business reply envelopes to all the members by Courier/Registered Post/ Registered Air Mail.

The Company has published a notice in this regard, in Business Standard (newspaper in English) and Nav Shakti (newspaper in Marathi) on 11th June 2015

The results of the remote e-voting together with that of the ballot forms & ballot papers are as under:

Special Business – Special Resolution no. 1.

Approval under clause 49 of Listing Agreement for entering into arrangements/transactions for sale of company's goods/products/materials to Pidilite Industries Limited, a related party.

No. of Members who casted Vote	No. of shares held by them	% of Total Paid-up Share Capital
263	585673	3.19%

	Remote e-voting		Voting by Ballot forms sent with EGM Notice		Voting at EGM by Ballot papers		Total	
	No of members	No of shares held	No of members	No of shares held	No of members	No of shares held	No of shares held	%
Assent	17	183963	221	390143	7	600	574706	98.13
Dissent	1	12	1	500	0	0	512	0.08
Invalid	0	0	16	10455	0	0	10455	1.79
Total	18	183975	238	401098	7	600	585673	100

The related parties as defined in clause 49 of Listing Agreement have not voted on the aforesaid Special Resolution.



sheth

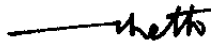


M. M. SHETH & Co.
Company Secretaries

The Resolution has been approved by the members with requisite majority as a Special Resolution.

I hereby confirm that I am maintaining the Registers received from the Service Provider both electronically and manually, in respect of the votes cast through e-voting and Ballot by the shareholders of the Company. I shall be arranging to hand over these records to you or such other person authorised by you.

FOR M M SHETH & Co.,

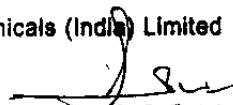


(M M Sheth)
Prop.

FCR- 1455
CP- 729.



Countersigned by
For Vinyl Chemicals (India) Limited


P. C. Patel
Secretary

