

**RAJESH KARUNAKARAN**  
**COMPANY SECRETARY**  
**C.P. NO. 6581**

204 Pragati Towers , Opp. Shivajinagar S.T. Stand ., Shivajinagar , Pune – 411 005 Tel.  
No. : 020- 3022 4146 -M- 9890320874

=====

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

( Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 108 of the Companies Act , 2013 and Rule 20 of the Companies ( Management and Administration ) Rules , 2014 as substituted by the Companies ( Management and Administration ) Amendment Rules , 2015)

To:

Mr. P.R. Rathi  
Chairman and Managing Director  
65<sup>th</sup> Annual General Meeting  
of the Shareholders of  
Sudarshan Chemical Industries Limited  
held on Friday , 12<sup>th</sup> August 2016 at  
Maharatta Chamber of Commerce Industries and Agriculture ,  
Trade Tower, ICC Complex , 403 Senapati Road , Pune – 411 016 , Maharashtra at 11.30 a.m.

Sub: Scrutinizer's Report on e-voting and poll conducted pursuant to the provisions of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and section 108 and section 109 of the Companies Act , 2013 ( "the Act" ) read with Rule 20 and Rule 21 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 ) vide Board Resolution dated 27<sup>th</sup> May 2016 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 2014 as amended and

(II) the Chairman of the Annual General Meeting ( AGM ) on Poll under the Provisions of Section 109 of the 2013 Act read with Rule 21 of Rules , on the resolutions contained in the Notice to the Annual General Meeting (AGM) of the Members of the Company held on Friday , 12<sup>th</sup> August 2016 at Sumant Moolgaokar Auditorium , " A " Wing, Ground Floor , Maharatta Chamber of Commerce , Industries and Agriculture , Trade Tower, ICC Complex , 403 Senapati Road , Pune – 411 016 , Maharashtra.

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 poll 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 poll is restricted to making a Scrutinizers Report of the votes cast in favour or against the resolutions stated in the Notice of the AGM dated 27<sup>th</sup> May 2016 , 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 Physical votes cast by ballot by Members/Proxies at the AGM .

3. I have issued separate Scrutinizer's report dated 12<sup>th</sup> August 2016 on the votes exercised through remote e-voting and report dated 12<sup>th</sup> August 2016 on the Poll 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 Poll as under :

4. The Remote e-voting period remained open from 9.00 a.m. (IST) on Tuesday , 9<sup>th</sup> August 2016 until 5.00 p.m. on Thursday, 11<sup>th</sup> August 2016.

5. The Cut –Off date for the purpose of determining the entitlement for voting , be remote e-voting or voting through polling paper , on the proposed resolutions was 5<sup>th</sup> August 2016 (Item Nos. 1 to 7 ) as set out in the Notice of the Annual General Meeting of Sudarshan Chemical Industries Limited .

6. The votes cast through remote e-voting facility were unblocked on 12<sup>th</sup> August 2016 after the AGM in the presence of Mr. Amar Mulik and Mr. Manoj Kalani who are not in the employment of the Company .

7. Thereafter , the details , containing , inter alia, list of equity shareholders , who voted "For" and " Against" were downloaded from the e-voting website of National Securities Depository Limited ( NSDL ) .

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

Date of the AGM	12 <sup>th</sup> August 2016
Total Number of shareholders on the Record date	16798
No of shareholders present in the Meeting either in Person or through Proxy :	66
Promoters and Promoter Group Public	9
No of shareholders attended the meeting through Video Conferencing	NIL
Promoters and Promoter Group Public	NIL



**Item No. 1 of the Notice- To receive, consider and adopt the audited financial statements and consolidated audited financial statements of the Company for the Financial Year ended 31. March, 2016 together with the Report of the Board of Directors and the Auditors .**

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	E Voting	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Poll	36616260	36616260	100	36616260	NIL	100	NIL
	Postal Ballot	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	<b>Total</b>	<b>36616260</b>	<b>36616260</b>	<b>100</b>	<b>36616260</b>	<b>NIL</b>	<b>100</b>	<b>NIL</b>
Public Institutions	E Voting	1783401	1716248	96.23	1716248	NIL	100	NIL
	Poll	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Postal Ballot	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	<b>Total</b>	<b>1783401</b>	<b>1716248</b>	<b>96.23</b>	<b>1716248</b>	<b>NIL</b>	<b>100</b>	<b>NIL</b>
Public Non Institutions	E Voting	14275	14275	100	14275	NIL	100	NIL
	Poll	6088	6088	100	6088	NIL	100	NIL
	Postal Ballot	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	<b>Total</b>	<b>20363</b>	<b>20363</b>	<b>100</b>	<b>20363</b>	<b>NIL</b>	<b>100</b>	<b>NIL</b>
<b>Total</b>		<b>38420024</b>	<b>38352871</b>	<b>99.83</b>	<b>38352871</b>	<b>NIL</b>	<b>100</b>	<b>Nil</b>

Result: Passed with requisite majority



**Item No. 2 of the Notice- To declare final dividend of Rs. 0.50 per equity share for the year ended 31<sup>st</sup> March 2016 and to confirm the declaration and payment of interim dividend of Rs.2.50 ( 125%) per equity share for the Financial Year 2015-16.**

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	E Voting	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Poll	36616260	36616260	100	36616260	NIL	100	NIL
	Postal Ballot	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	<b>Total</b>	<b>36616260</b>	<b>36616260</b>	<b>100</b>	<b>36616260</b>	<b>NIL</b>	<b>100</b>	<b>NIL</b>
Public Institutions	E Voting	1783401	1716248	96.23	1716248	NIL	100	NIL
	Poll	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Postal Ballot	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	<b>Total</b>	<b>1783401</b>	<b>1716248</b>	<b>96.23</b>	<b>1716248</b>	<b>NIL</b>	<b>100</b>	<b>NIL</b>
Public Non Institutions	E Voting	14275	14275	100	14275	NIL	100	NIL
	Poll	6088	6088	100	6088	NIL	100	NIL
	Postal Ballot	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	<b>Total</b>	<b>20363</b>	<b>20363</b>	<b>100</b>	<b>20363</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>
<b>Total</b>		<b>38420024</b>	<b>38352871</b>	<b>99.83</b>	<b>38352871</b>	<b>NIL</b>	<b>100</b>	<b>NIL</b>

**Result: Passed with requisite majority**



**Item No. 3 of the Notice- To appoint a Director in place of Mr. N. J. Rathi (DIN 00018597), who retires by rotation and, being eligible, seeks reappointment..**

Resolution Required					Ordinary			
Whether Promoter / Promoter Group are interested in the Agenda Resolution					Yes-Partially interested			
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	E Voting	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Poll	36616260	27985100	76.42	27985100	NIL	100	NIL
	Postal Ballot	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	<b>Total</b>	<b>36616260</b>	<b>27985100</b>	<b>76.42</b>	<b>27985100</b>	<b>NIL</b>	<b>100</b>	<b>NIL</b>
Public Institutions	E Voting	1783401	1716248	96.23	1716248	NIL	100	NIL
	Poll	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Postal Ballot	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	<b>Total</b>	<b>1783401</b>	<b>1716248</b>	<b>96.23</b>	<b>1716248</b>	<b>NIL</b>	<b>100</b>	<b>NIL</b>
Public Non Institutions	E Voting	14275	14275	100	13740	535	96.25	3.75
	Poll	6088	6088	100	6088	NIL	100	NIL
	Postal Ballot	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	<b>Total</b>	<b>20363</b>	<b>20363</b>	<b>100</b>	<b>19828</b>	<b>535</b>	<b>97.37</b>	<b>2.63</b>
<b>Total</b>		<b>38420024</b>	<b>29721711</b>	<b>77.36</b>	<b>29721176</b>	<b>535</b>	<b>99.99</b>	<b>0.01</b>

**Result: Passed with requisite majority**



Item No. 4 of the Notice- Appointment of M/s B.K. Khare & Co.,(Firm Reg. No.105102W), Chartered Accountants, the retiring Auditors, as Statutory Auditors of the Company to hold the office from conclusion of the 65<sup>th</sup> Annual General Meeting until the conclusion of the 66<sup>th</sup> Annual General Meeting .

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	E Voting	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Poll	36616260	36616260	100	36616260	NIL	100	NIL
	Postal Ballot	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	<b>Total</b>	<b>36616260</b>	<b>36616260</b>	<b>100</b>	<b>36616260</b>	<b>NIL</b>	<b>100</b>	<b>NIL</b>
Public Institutions	E Voting	1783401	1716248	96.23	NIL	1716248	NIL	100
	Poll	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Postal Ballot	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	<b>Total</b>	<b>1783401</b>	<b>1716248</b>	<b>96.23</b>	<b>NIL</b>	<b>1716248</b>	<b>NIL</b>	<b>100</b>
<i>Public non Institutions</i>	E Voting	14275	14275	100	14275	NIL	100	NIL
	Poll	6088	6088	100	6088	NIL	100	NIL
	Postal Ballot	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	<b>Total</b>	<b>20363</b>	<b>20363</b>	<b>100</b>	<b>20363</b>	<b>NIL</b>	<b>100</b>	<b>NIL</b>
<b>Total</b>		<b>38420024</b>	<b>38352871</b>	<b>99.83</b>	<b>36636623</b>	<b>1716248</b>	<b>95.53</b>	<b>4.47</b>

Result: Passed with requisite majority



**Item No. 5 of the Notice- Approval for appointment of Mr. R.B. Rathi as a Director not liable to retire by rotation.**

Resolution Required					Ordinary			
Whether Promoter / Promoter Group are interested in the Agenda Resolution					Yes- Partially interested			
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	E Voting	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Poll	36616260	25759140	70.34	25759140	NIL	100	NIL
	Postal Ballot	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	<b>Total</b>	<b>36616260</b>	<b>25759140</b>	<b>70.34</b>	<b>25759140</b>	<b>NIL</b>	<b>100</b>	<b>NIL</b>
Public Institutions	E Voting	1783401	1716248	96.23	NIL	1716248	NIL	100
	Poll	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Postal Ballot	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	<b>Total</b>	<b>1783401</b>	<b>1716248</b>	<b>96.23</b>	<b>NIL</b>	<b>1716248</b>	<b>NIL</b>	<b>100</b>
Public Non Institutions	E Voting	14275	13740	100	13740	NIL	96.25	3.75
	Poll	6088	6088	100	6088	NIL	100	NIL
	Postal Ballot	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	<b>Total</b>	<b>20363</b>	<b>19828</b>	<b>100</b>	<b>19828</b>	<b>NIL</b>	<b>100</b>	<b>NIL</b>
<b>Total</b>		<b>38420024</b>	<b>27495216</b>	<b>71.56</b>	<b>25778968</b>	<b>1716248</b>	<b>93.76</b>	<b>6.24</b>

**Result: Passed with requisite majority**



**Item No. 6 of the Notice- Approval for payment of remuneration to Parkhi Limaye & Co., Cost Auditors for the Financial Year 2016-17 to conduct Audit of Cost Records of the Company for "Specified Products" . .**

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	E Voting	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Poll	36616260	36616260	100	36616260	NIL	100	NIL
	Postal Ballot	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	<b>Total</b>	<b>36616260</b>	<b>36616260</b>	<b>100</b>	<b>36616260</b>	<b>NIL</b>	<b>100</b>	<b>NIL</b>
Public Institutions	E Voting	1783401	1716248	96.23	1716248	NIL	100	NIL
	Poll	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Postal Ballot	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	<b>Total</b>	<b>1783401</b>	<b>1716248</b>	<b>96.23</b>	<b>1716248</b>	<b>NIL</b>	<b>100</b>	<b>NIL</b>
Public Non Institutions	E Voting	14275	14275	100	14275	NIL	100	NIL
	Poll	6088	6088	100	6088	NIL	100	NIL
	Postal Ballot	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	<b>Total</b>	<b>20363</b>	<b>20363</b>	<b>100</b>	<b>20363</b>	<b>NIL</b>	<b>100</b>	<b>NIL</b>
<b>Total</b>		<b>38420024</b>	<b>38352871</b>	<b>99.83</b>	<b>38352871</b>	<b>NIL</b>	<b>100</b>	<b>NIL</b>

**Result: Passed with requisite majority**





**Item No. 7 of the Notice- To accept deposits from Members and Public.**

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	E Voting	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Poll	36616260	36616260	100	36616260	NIL	100	NIL
	Postal Ballot	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	<b>Total</b>	<b>36616260</b>	<b>36616260</b>	<b>100</b>	<b>36616260</b>	<b>NIL</b>	<b>100</b>	<b>NIL</b>
Public Institutions	E Voting	1783401	1716248	96.23	1689395	26853	98.43	1.57
	Poll	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Postal Ballot	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	<b>Total</b>	<b>1783401</b>	<b>1716248</b>	<b>96.23</b>	<b>1689395</b>	<b>26853</b>	<b>98.43</b>	<b>1.57</b>
Public Non Institutions	E Voting	14275	14275	100	14275	NIL	100	NIL
	Poll	6088	6088	100	6088	NIL	100	NIL
	Postal Ballot	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	<b>Total</b>	<b>20363</b>	<b>20363</b>	<b>100</b>	<b>20363</b>	<b>NIL</b>	<b>100</b>	<b>NIL</b>
<b>Total</b>		<b>38420024</b>	<b>38352871</b>	<b>99.82</b>	<b>38326018</b>	<b>26853</b>	<b>99.93</b>	<b>0.07</b>

**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  
12<sup>th</sup> August 2016