

30<sup>th</sup> March, 2020

DCS – Listing  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai – 400 001  
**Scrip Code - 506655**

Listing Department  
National Stock Exchange of India Limited  
Exchange Plaza, C-1, Block G,  
Bandra Kurla Complex,  
Bandra (East), Mumbai – 400 051  
**Scrip Symbol - SUDARSCHEM**

Dear Sir,

**Sub : Submission of Voting Results of the Postal Ballot as per the format prescribed under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

This is further to our letter dated 27<sup>th</sup> February, 2020, forwarding a copy of the Postal Ballot Notice dated 5<sup>th</sup> February, 2020.

Pursuant to the provisions of the Companies Act, 2013 and Regulation 17(6)(e) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Voting Results of the business transacted by way of Postal Ballot, as Annexure A.

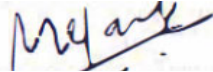
We are also enclosing the Scrutinizer's Report on the Voting Results of Postal Ballot as Annexure B.

Based on the Scrutinizer's Report, the business item as mentioned in the Notice of the Postal Ballot has been passed as a Special Resolution with requisite majority.

Kindly take the same on record.

Thanking You,  
Yours faithfully,

For SUDARSHAN CHEMICAL INDUSTRIES LIMITED



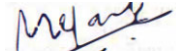
MANDAR VELANKAR  
DGM – LEGAL & COMPANY SECRETARY



**Annexure - A**  
**Format of Voting Results**

Particulars	Details
Date of the AGM/EGM	Not Applicable (Resolution passed through Postal Ballot)
Total number of shareholders on the Record Date (i.e. 14th February, 2020)	32,273
<b>Number of Shareholders present in the meeting either in person or through proxies</b> Promoters and Promoters Group Public	Not Applicable (Resolution passed through Postal Ballot)
<b>Number of Shareholders attended the meeting through Video Conferencing</b> Promoters and Promoters Group Public	Not Applicable (Resolution passed through Postal Ballot)

For SUDARSHAN CHEMICAL INDUSTRIES LIMITED



MANDAR VELANKAR

DGM - LEGAL AND COMPANY SECRETARY



## Sudarshan Chemical Industries Limited

Resolution Required : (Special)			1 - Remuneration of Mr. Rajesh B. Rathi (DIN: 00018628) as Managing Director in accordance with the provisions of the Companies Act, 2013 and Regulation 17(6)(e) of the Listing Regulations					
Whether Promoter/ Promoter Group are interested in the Agenda/Resolution?			Mr. Rajesh B. Rathi, Managing Director of the Company and his immediate relatives are 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
		[1]	[2]	[3]= $\frac{[2]}{[1]}*100$	[4]	[5]	[6]= $\frac{[4]}{[2]}*100$	[7]= $\frac{[5]}{[2]}*100$
Promoter and Promoter Group	E-Voting	29342740	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		18885620	27.28	18885620	0	100.00	0.00
	<b>Total</b>		<b>18885620</b>	<b>27.28</b>	<b>18885620</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public Institutions	E-Voting	6780504	3519909	5.08	3441075	78834	97.76	2.24
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>3519909</b>	<b>5.08</b>	<b>3441075</b>	<b>78834</b>	<b>97.76</b>	<b>2.24</b>
Public Non Institutions	E-Voting	33104006	5632681	8.14	5628916	3765	99.93	0.07
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		5875015	8.49	5875010	5	100.00	0.00
	<b>Total</b>		<b>11507696</b>	<b>16.62</b>	<b>11503926</b>	<b>3770</b>	<b>99.97</b>	<b>0.03</b>
<b>Total</b>		<b>69227250</b>	<b>33913225</b>	<b>48.99</b>	<b>33830621</b>	<b>82604</b>	<b>99.76</b>	<b>0.24</b>

For SUDARSHAN CHEMICAL INDUSTRIES LIMITED

*Mandar Velankar*

MANDAR VELANKAR  
DGM - LEGAL AND COMPANY SECRETARY



Annexure - B  
**RAJESH KARUNAKARAN**  
**COMPANY SECRETARY**

C.P. NO. 6581

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

**REPORT OF SCRUTINIZER ON REMOTE E-VOTING AND VOTING THROUGH POSTAL BALLOT IN  
PHYSICAL MODE**

( Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 108 and 110 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:  
The Chairman  
Sudarshan Chemical Industries Limited  
162 Wellesley Road ,Pune – 411001  
Maharashtra , India

Dear Sir,

**Sub: Passing of Resolution through Postal Ballot under the provisions of section 110 of the Companies Act , 2013 including any statutory modification of re-enactment thereof read with Rule 22 of the Companies ( Management and Administration ) , Rules 2014 as amended and Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

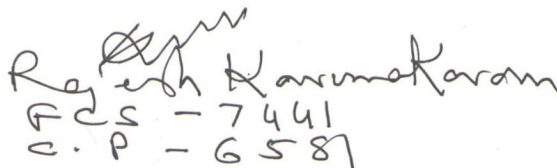
Please refer to your letter dated 5<sup>th</sup> February 2020 , attaching therewith a copy of the Board Resolution and Notice of the Postal Ballot both dated 5<sup>th</sup> February 2020 informing me of my appointment as Scrutinizer for the purpose of ascertaining the result of the below mentioned special resolution to be passed by means of Postal Ballot under the provisions of section 108 and 110 of the Companies Act , 2013 including any statutory modification of re-enactment thereof read with the Companies ( Management and Administration ) , Rules 2014 as amended.

**Special Resolution:**

**Remuneration of Mr. Rajesh B. Rathi (DIN 00018628) as Managing Director in accordance with the provisions of the Companies Act, 2013 and Regulation 17(6)(e) of the Listing Regulations .**

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act 2013 and Rules relating to offering to shareholders facility of remote e-voting and voting in physical mode through Postal Ballot forms in respect of the resolution contained in the Notice of Postal Ballot dated 5<sup>th</sup> February 2020 . My responsibility as a scrutinizer for the remote e-voting process and for the voting done through Ballot Forms is restricted to making a Scrutinizers Report of the votes cast in favour or against the resolution stated in the Notice of the Postal Ballot dated 5<sup>th</sup> February 2020 , 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.

The shareholders of the Company were offered an option to vote either through Postal Ballot forms or through E- Voting facility . Shareholders opting for E- Voting facility cast their votes through the voting platform provided

  
Rajesh Karunakaran  
FCS - 7441  
C.P - 6581

by M/s National Securities Depositories Limited (hereinafter referred to as "NSDL" on their official website i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com) .

The Remote e-voting period remained open from 9.00 a.m. (IST) on Friday , 28<sup>th</sup> February 2020 until 5.00 p.m. on Saturday 28<sup>th</sup> March 2020 .

I have monitored the process of E-Voting through the scrutiniser's secured link provided by NSDL on their official website. The votes cast through remote e-voting facility were downloaded on 28<sup>th</sup> March 2020 ( after 5.00 p.m. ) in the presence of two witnesses who are not in the employment of the Company .

The particulars of all Postal Ballot forms received from the Shareholders in physical form have been entered in a separate register maintained for the purpose . The Postal Ballot forms were kept in safe custody in a sealed tamper proof ballot box before commencing the scrutiny of such Postal Ballot forms.

All Postal Ballot forms received up to 5.00 p.m. on 28<sup>th</sup> March 2020 have been considered .The shareholders have either cast their votes by E- Voting or Physical mode.

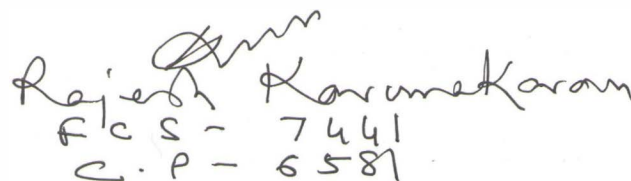
**The Schedule for the Postal Ballot process was as under:**

Sr. No.	Particulars	Date
1.	The date of determination of entitlement to receive Postal Ballot forms.	14 <sup>th</sup> February 2020
2.	Date of Completion of despatch of Notice and other enclosures thereon together with Postal Ballot Forms and Business Reply envelope.	27 <sup>th</sup> February 2020
3.	Date of Public announcement with respect to completion of despatch of Postal Ballot forms in newspapers .	28 <sup>th</sup> February 2020
4.	Last date to receive the Postal Ballot forms /exercise of votes through E-voting .	28 <sup>th</sup> March 2020

As per the information furnished to us by the Company and according to the scrutiny of votes by Physical mode I report that, I have considered and taken on record the sealed envelopes containing postal ballot forms received at Link Intime India Private Limited ,C-13 Pannalal Silk Mills Compound , L.B.S. Marg , Bhandup(W), Mumbai - 400078 until 5.00 p.m. on 28<sup>th</sup> March 2020 .The total number of envelopes received were 4 containing 4 Postal Ballot forms. The sealed envelopes were opened on 29<sup>th</sup> March 2020 at 6.00 p.m. at my home office at B2 104 The Greater Ganga Panama , Pimple Nilakh Pune -411027 in the presence of two witnesses who are not employees of the Company. I further report that the signature verification in respect of these Postal ballots has been verified online by the Registrar and Transfer Agent (RTA) of the Company i.e. M/s Link Intime India Private Limited .

**Brief Summary of Postal Ballot forms despatched and received :**

1.	Total number of Postal Ballot forms issued and despatched (including notice sent through mail)	32273
2.	Total number of Postal Ballot forms received	17
3.	Total number of shareholders who exercised their votes (electronic mode )	109

  
Rajesh Karanekar  
F.C.S - 7441  
C.P - 5581

**Postal Ballot forms /E- Voting received found valid :**

	Particulars	In terms of number of Postal Ballot form	In terms of number of shares
<b>Physical mode : (A)</b>			
1.	Total Postal Ballot forms received	17	24760635
2.	Invalid / Rejected /Abstained postal Ballot forms	Nil	Nil
3.	Valid Postal Ballot forms	17	24760635
<b>E-Voting : (B)</b>			
1.	Total E - Voting	109	9152590
2.	Invalid E - Voting	Nil	Nil
3.	Valid E- Voting	109	9152590

**Summarised Results of Postal Ballot:**

Resolution Required					Special			
Whether Promoter / Promoter Group are interested in the Agenda Resolution					Members of Promoter Group- viz. Mr. Rajesh B. Rathi and his relatives and entities directly /indirectly controlled by him.			
	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	-	0	0	0	0	0	0
	Poll	-	NA	NA	NA	NA	NA	NA
	Postal Ballot	-	18885620	64.36	18885620	0	100	0
	<b>Total</b>	<b>29342740</b>	<b>18885620</b>	<b>64.36</b>	<b>18885620</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public Institutions	E Voting	-	3519909	51.91	3441075	78834	97.76	2.24
	Poll	-	NA	NA	NA	NA	NA	NA
	Postal Ballot	-	0	0	0	0	0	0
	<b>Total</b>	<b>6780504</b>	<b>3519909</b>	<b>51.91</b>	<b>3441075</b>	<b>78834</b>	<b>97.76</b>	<b>2.24</b>

*Rajesh Karumakaran*  
 FCS - 7441  
 C.P - 6587

Public Non Institutions	E Voting	-	5632681	17.01	5628916	3765	99.93	0.07
	Poll	-	NA	NA	NA	NA	NA	NA
	Postal Ballot	-	5875015	17.74	5875010	5	100	0
	<b>Total</b>	<b>33104006</b>	<b>11507696</b>	<b>34.76</b>	<b>11503926</b>	<b>3770</b>	<b>99.97</b>	<b>0.03</b>
<b>Grand Total</b>		<b>69227250</b>	<b>33913225</b>	<b>48.99</b>	<b>33830621</b>	<b>82604</b>	<b>99.76</b>	<b>0.24</b>

**Combined Result :**

Resolution ( Special )	Votes in assent		Votes in dissent		Remark
	Number	%	Number	%	
Remuneration of Mr. Rajesh B. Rathi (DIN 00018628) as Managing Director in accordance with the provisions of the Companies Act, 2013 and Regulation 17(6)(e) of the Listing Regulations	<b>33830621</b>	99.76	82604	0.24	Passed with requisite majority

The voting has been reckoned in proportion to a members share in the paid up equity share capital of the Company as on the cut off date i.e 14<sup>th</sup> February 2020. Since the number of votes cast by shareholders in favour the special resolution is more than 3/4<sup>th</sup> of the votes cast against I am of the opinion that the special resolution has been passed with the requisite majority.

The Postal Ballot forms and all other related records are kept in my custody and shall be handed over to the Chairman of the Company after completion of due formalities .

Thank you.

Yours truly,



RAJESH KARUNAKARAN  
COMPANY SECRETARY  
C.P. NO. 6581  
F.C.S. NO. 7441  
UDIN-F007441A000627599  
Pune , 30<sup>th</sup> March 2020