

SPIC House, 88, Mount Road, Guindy, Chennai - 600 032 Telefax: 044-22351098 Website: www.manalipetro.com CIN: L24294TN1986PLC013087

RESULTS OF THE VOTING AT THE ANNUAL GENERAL MEETING INCLUDING E VOTING AS PER REGULATION 44 (3) OF SEBI (LODR) REGULATIONS, 2015

DATE OF ANNUAL GENERAL MEETING : 25TH JULY 2017

Voting results	
Record date	18-07-2017
Total number of shareholders on record date	131652
No. of shareholders present in the meeting either in person or through prox	i y
a) Promoters and Promoter group	5
b) Public	10/10/10/10/10/10/10/10/10/10/10/10/10/1
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	0
b) Public	0
No. of resolution passed in the meeting	7

\$ The total number of shareholders as on the cut off date is exclusive of 6540 persons holding 1581201 shares in unclaimed suspense account on which voting rights remain frozen

For Manali Petrochemicals Limited

Reverse

R. Kothandaraman Company Secretary



Factories : Plant - 1 : Ponneri High Road, Manali, Chennai - 600 068 Plant - 2 : Sathangadu Village, Manali, Chennai - 600 068 Phone : 044-25941025 Fax : 044-25941199 E-mail: <u>cs@manalipetro.com</u>



Resolution required: (Ordinary / Special) Whether promoter/promoter group are interested in the agenda/resolution? Description of resolution considered Category Mode of voting No. of shares held	Rest								
Whether promoter/pror Category Mode		Resolution required: (Ordinary / Special)	linary / Special)			Ordinary			
	noter group are i	interested in the ager	Ida/resolution?			No			
		Description of resolution considered	tion considered	Ą	doption of Audited I	Adoption of Audited Financial Statements for the year 2016-17	for the year 2016-:	17	
	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	Invalid Votes
		(7)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	(9)
E-Voting			11222500	14.5591	11222500	0	100.000	0.0000	0
Promoter and Poll	na na mangana na mangana na katana katana katana na katana na mangana na mangana na mangana na mangana na mang	77082201	65859701	85.4409	65859701	0	100.000	00000	0
Promoter Group Postal Ballot (if applicable)	(if applicable)								
Total		77082201	77082201	100:000	77082201	0	100.000	0.000	0
E-Voting			0	0.0000	0	0	0:000	0.000	0
Public- Poll		3033292	0	0.000	0	0	0.000	0.000	0
Institutions Postal Ballot	Postal Ballot (if applicable)								
Total		3033292	0	00000	0	0	00000	00000	0
E-Voting			17896	0.0195	17746	150	99.1618	0.8382	0
Public- Non Poll	A COMPANY AND A CONTRACTOR OF A CONTRACTOR AND A CONTRACTOR	91883736	5013	0.0055	5013	0	100.000	0.000	0
Institutions Postal Ballot	Postal Ballot (if applicable)								
Total		91883736	22909	0.0249	22759	150	99.3452	0.6548	0
	Total	171999229	77105110	44.8288	77104960	150	99-9998	3 0.002	0
					Whether resolution is Pass or Not	i is Pass or Not.		Yes	

Bulleverent R. Kothandaraman Company Secretary

	Res	Resolution required: (Ordir	dinary / Special)			Ordinary			
Whether	Whether promoter/promoter group are interested in the agenda/resolution?	interested in the ager	nda/resolution?	ny mo vymo vyda planato stały zana ostana na zana na przema na prze z vykojsty ukówski kladowi dodowi	na na dia mandri ana na mandri na mandri ana ana mandri ana na mana mana mana mana na mana na mana na mana man	No	NUMORONNA DA LA		
		Description of resolution considered	tion considered		Declarat	Declaration of Dividend for 2016-17	2016-17		
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	Invalid Votes
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(2)/(2)]*100	(9)
	E-Voting		11222500	14.5591	11222500	0	100.000	0.000	0
Promoter and	Poll	77082201	65859701	85.4409	65859701	o	100.000	00000	0
Promoter Group	Postal Ballot (if applicable)								ne o companya ne
	Total	77082201	77082201	100.000	77082201	0	100:000	00000	0
	E-Voting		ο	0.0000	0	0	0:0000	000010	0
Public-	Poll	3033292	ο	0:0000	0	0	0.0000	00000	0
Institutions	Postal Ballot (if applicable)								
	Total	3033292	0	0.0000	0	0	0:000	00000	0
	E-Voting		17896		17746	150	99.1618	0.8382	0
Public- Non	Poll	91883736	5013	0:0055	5013	0	100.000	0.000	0
Institutions	Postal Ballot (if applicable)								
	Total	91883736	22909	0.0249	22759	150	99.3452	0.6548	0
	Total	171999229	77105110	44.8288	77104960	150	8666-66	0.0002	0
					Whether resolution is Pass or Not-	is Pass or Not.		Yes	

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R. Kothan**daraman** Company Secretary

	Res	Resolution required: (Ordi	dinary / Special)			Ordinary			
Whether	Whether promoter/promoter group are interested in the agenda/resolution?	interested in the ager	nda/resolution?	يەرىپە يېرىمىيە بىرىمىيە بىرىم يەرىپەر يەرىپەر يەرىپەر يەرىپەر يەرىپەر يەرىپەر بىرىمىيە بىرىمىيە بىرىمىيە بىرىمىيە بىرىمىيە بىرىمىيە بىرىمىيە		No	A CANADA A TANÀNA MININA MANANA M		
		Description of resolution considered	tion considered		Appointment	Appointment of Director Retiring by Rotation	by Rotation		
Category	Mode of voting	No. of shares heid	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	Invalid Votes
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(2)/(2)]*100	(6)
	E-Voting		11222500	14.5591	11222500	0	100.000	00000	0
Promoter and	Poil	77082201	65859701	85.4409	65859701	0	100.000	0.0000	0
Promoter Group	Postal Ballot (if applicable)								
	Total	77082201	77082201	100:000	77082201	0	100.000	0.0000	0
	E-Voting		0	0:0000	0	0	0.0000		0
Public-	Poll	3033292	0	0:0000	o	0	0:000	00000	
Institutions	Postal Ballot (if applicable)								
	Total	3033292	0	0.000	0	0	00000	0.0000	0
	E-Voting		17896	0.0195	17746	150	99.1618	0.8382	0
Public- Non	Poli	91883736	5013	0.0055	4563	450	61.0233	8.9767	0
Institutions	Postal Ballot (if applicable)						10 10 10		
	Total	91883736	22909	0.0249	22309	600	97.3809	2.6191	0
	Total	171999229	77105110	44.8288	77104510	600	2666.66	0.0008	0
					Whether resolution is Pass or Not	ic Pace or Not	>	Vac	

R. Kothandaraman Company Secretary

na fra santa sa mandana a mangan saga sa	Rei	Resolution required: (Ordinary / Special)	dinary / Special)			Ordinary			
Whether	Whether promoter/promoter group are interested in the agenda/resolution?	interested in the age	nda/resolution?			No			
		Description of resolution considered	ttion considered		Αp	Appointment of Auditors	SS		
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	Invalid Votes
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(2)	(6)=[(4)/(2)]*100	(7)=[(2)/(2)]*100	(9)
	E-Voting		11222500	14.5591	11222500	0	100.000	0.000	
Promoter and	Poll	77082201	65859701	85.4409	65859701	0	100.000	0.0000	
omoter Group	Promoter Group Postal Ballot (if applicable)								
	Total	77082201	77082201	100:000	77082201	0	100.000	00000	
	E-Voting		0	00000	0	0	0.0000		
Public- Institutions	Poll	3033292	0	0.0000	0	0	00000	00000	
	Postal Ballot (if applicable)								
	Total	3033292	0	00000	0	0	0.000	0.000	
	E-Voting		17896	0.0195	17746	150	99.1618	0.8382	
Public- Non	Poll	91883736	5013	0.0055	5013	0	100.0000	0.0000	
Institutions	Postal Ballot (if applicable)								
	Total	91883736	22909	0.0249	22759	150	99.3452	0.6548	
	Total	171999229	77105110	44.8288	77104960	150	8666'66	0.002	
					Whether recolution is Date or Not	ic Dace or Mot		V	

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R. Kothandaraman Company Secretary

	Res	Resolution required: (Ordinary / Special)	dinary / Special)			Ordinary			
Whether	Whether promoter/promoter group are interested in the agenda/resolution?	interested in the age	nda/resolution?			No	meneral and an experimental and an experimental and and a second and a second and a second and a second and a s		
		Description of resolution considered	tion considered		Αp	Appointment of Director	or		
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	Invalid Votes
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	(9)
	E-Voting		11222500	14.5591	11222500	°,	100.000	0.000	0
Promoter and	Poll	77082201	65859701	85.4409	65859701	0	100.000		0
Promoter Group	Postal Ballot (if applicable)	-							
	Total	77082201	77082201	100.000	77082201	0	100:000	0.0000	0
	E-Voting		0	00000	0	0	0:000	00000	0
Public-	Poll	3033292	0	0.000	0	0	0.0000	0.000	0
Institutions	Postal Ballot (if applicable)								- A
	Total	3033292	0	00000	0	0	00000	0.0000	0
	E-Voting		17896	0.0195	17746	150	99.1618	0.8382	0
Public- Non	Poll	91883736	5013	0.0055	2013	0	100:000		0
Institutions	Postal Ballot (if applicable)								
	Total	91883736	22909	0.0249	22759	150	99.3452	0.6548	0
	Total	171999229	77105110	44.8288	77104960	. 150	8666.66	0.0002	0
					Whether recolution is Date or Not	ir Duce on Not		Ver.	

R. Kothandaraman Company Secretary

	Res	Resolution required: (Ordir	dinary / Special)			Special			
Whether	Whether promoter/promoter group are interested in the agenda/resolution?	interested in the age	nda/resolution?			No		na dena para manana kanana kanana kanana dan sa sa ma jang panana na manana kanana kanana kanana kanana kanana	
		Description of resolution considered	ttion considered		Reappoir	Reappointment of Managing Director	Director		
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	Invalid Votes
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(2)/(2)]*100	(9)
	E-Voting		11222500	14.5591	11222500	0	100.000	00000	0
Promoter and	Poll	77082201	65859701	85.4409	65859701	0	100.000	00000	c
Promoter Group	Postal Ballot (if applicable)		900 Mer / Mar Andread Angeler and a second a second and a s						
	Total	77082201	77082201	100.000	77082201	0	100.000	0.0000	c
	E-Voting		0	00000	0	0	0.0000		
Public-	Poli	3033292	0	00000	o	0	0.0000		And a VA A want of an and provide a state of the state of
Institutions	Postal Ballot (if applicable)								and a standard standard of the standard and standard standard standards and standard standards.
	Total	3033292	0	00000	0	0	0.0000	0.0000	0
	E-Voting	1	17896	0.0195	17746	150	99.1618	0.8382	0
Public- Non	Poll	91883736	5013	0.0055	5013	0	100.0000		0
Institutions	Postal Ballot (if applicable)						4		
	Total	91883736	22909	0.0249	22759	150	69.3452	0.6548	0
	Total	171999229	77105110	44.8288	77104960	150	8666.66	0.0002	0
					Whether resolution is Pass or Not	ic Pace or Not	>	Voc	

Precessory, R. Kothandaraman Company Secretary

	Re:	Resolution required: (Ordinary / Special)	dinary / Special)			Special			
Whether	Whether promoter/promoter group are interested in the agenda/	interested in the age	nda/resolution?			No			
		Description of resolution considered	rtion considered	App	roval for appointme	Approval for appointment and remuneration of Wholetime Director	n of Wholetime Dire	sctor	
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	Invalid Votes
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(2)/(2)]*100	(9)
	E-Voting		11222500	14.5591	11222500	0	18868	1.00.000	
Promoter and	Poll	77082201	65859701	85.4409	65859701	0			
Promoter Group	Postal Ballot (if applicable)		ver up et a upper a desta de la companya de la com		na na man a na man a man a na manga na mangana na mangana na mangana na mangana na ma				
	Total	77082201	77082201	100.000	77082201	0	100.000	0.000	
	E-Voting		0	00000	0	0			
Public-	Poll	3033292	0	0.0000	0	0	0.000		nove which are a second and a first second
Institutions	Postal Ballot (if applicable)								
	Total	3033292	0	00000	0	0	0.0000	0.0000	
	E-Voting		17896	0.0195	17746	150	99.1618	0.8382	
Public- Non	Poil	91883736	5013	0.0055	2013	0	100.0000	0.0000	the second se
Institutions	Postal Ballot (if applicable)								
	Total	91883736	22909	0.0249	22759	150	99:3452	0.6548	
	Total	171999229	77105110	44.8288	77104960	150	8666-66		
					Whether resolution is Pass or Not	ic Pace or Not		, in the second s	

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R. Kothandar**aman** Company Secretary



SPIC House, 88, Mount Road, Guindy, Chennai - 600 032 Telefax:044-22351098 Website:www.manalipetro.com CIN:L24294TN1986PLC013087

26th July 2017

RESULTS OF VOTING AT THE GENERAL MEETING

The 31st Annual General Meeting of the Company was held at 10.30 a.m. on 25th July 2017 at Rajah Annamalai Mandram, No.5, Esplanade Road, Chennai – 600 108.

Pursuant to the provisions of Companies Act, 2013 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided e-voting facility through CDSL platform to its members for voting on resolutions proposed in the AGM Notice. E-voting commenced on 21st July 2017 at 9.00 a.m. and ended on 24th July 2017 at 5.00 p.m.

As per the requirements of Rule 20 of the Companies (Management & Administration) Rules, 2014, as amended, Members who had not availed the e-voting facility, were provided an opportunity to cast their vote at the venue by Poll.

Mrs. B. Chandra was appointed as the Scrutiniser for both e-voting and polling at the venue. The voting by the members through e-voting and by poll at the venue of AGM have been consolidated and the Scrutiniser has submitted her report vide copy enclosed.

As per the Report of the Scrutiniser, all the resolutions proposed in the notice of the AGM have been duly passed with requisite majority, details of which are furnished in the report.

For Manali Petrochemicals Limited

050 000 C Subash Chandrabose Wholetime Director (Works) Encl.: As stated





Factories : Plant - 1 : Ponneri High Road, Manali, Chennai - 600 068 Plant - 2 : Sathangadu Village, Manali, Chennai - 600 068 Phone : 044-25941025 Fax : 044-25941199 E-mail: <u>cs@manalipetro.com</u>



B. CHANDRA Practising Company Secretary

AG3, Ragamalika, #26, Kumaran Colony Main Road, Vadapalani, Chennai - 600 026.

E-mail : bchandra1@gmail.com bchandracosecy@gmail.com H/P : 9840276313, 9840375053,7358269819

FORM NO. MGT - 13

Report of the Scrutinizer [Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

Dated 26th July 2017

То

The Chairman,

of the Annual General Meeting of the Equity Shareholders of M/s. Manali Petrochemicals Limited, held on 25th July, 2017 at Rajah Annamalai Mandram, No. 5, Esplanade Road, Chennai - 600 108 at 10.30 A.M.

Subject: Ordinary & Special Resolution(s) under different provisions of the Companies Act, 2013 read with Rules made there under–Voting through electronic means in terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rules, 2014, framed there under & Voting by Poll under Section 109 of the Companies Act read with Rule 21 of the Companies (Management & Administration) Rules, 2014, framed there under

Dear Sir,

I, B Chandra, Practising Company Secretary, having my office at AG3, Ragamalika No 26 Kumaran Colony Main Road, Vadapalani, Chennai 600 026, appointed as Scrutinizer as per the letter dated 14th June, 2017 for the purpose of voting by electronic means on the below mentioned resolutions, at the Annual General Meeting of the Equity Shareholders of M/s Manali Petrochemicals Limited held on 25th July 2017, at Rajah Annamalai Mandram, No. 5, Esplanade Road, Chennai - 600 108 at 10.30 A.M hereby submit my report as under:

a. Pursuant to Section 101, 108 of the Act and 3(1) of Rule 20 of the Companies (Management & Administration) Rules, 2014, the notices convening the meeting including Statement under Section 102 of the Act have been dispatched to all the members of the Company through electronic means on 23.06.2017 (wherever email ids were available) and to the other shareholders through permitted modes on 27.06.2017 and subsequently, the Notice convening the meeting was also placed on the website of the Company and that of the agency, i.e., **CENTRAL DEPOSITORY SERVICES (INDIA) LIMITED** (CDSL), the E-voting agency through whom the members of the Company were given an option to vote electronically on their e-voting platform,

b. The Public Advertisement with respect to dispatch of notices and conducting of

	voting through electronic means was published in newspapers in English in "Financial Express" and in Tamil in "Makkal Kural" on 28.06.2017
с.	The e-voting period commenced on July 21, 2017 at 09:00 A.M. and ended on July 24, 2017 at 05.00 P.M.
d.	Accordingly, the electronic votes cast were taken into account and at the end of this voting period, on July 24, 2017 at 05:00 P.M, and the CDSL portal was blocked for voting.
e.	The votes cast were unblocked in the presence of two witnesses on the July 25, 2017.
f.	The Corporate members who had participated in the e-voting had provided the copies of the relevant resolutions for authorization to exercise their votes through E-Voting.

At the Annual general meeting held at the scheduled time, date and venue, the Chairman announced a poll taking into account the provisions of law as well as the clarifications issued by the Ministry of Corporate Affairs dated 19-03-2015.

The polling papers in **Form MGT-12** as per Companies (Management & Administration) Rules, 2014 were distributed to the shareholders present. The shareholders cast their votes in the ballot box kept at convenient locations in the Venue.

- 1. At the time fixed for closing of the poll by the Chairman, all the ballot boxes kept for polling were locked in my presence with due identification marks placed by me.
- 2. The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company and the authorizations/proxies lodged with the company.
- 3. None of the poll papers were found to be incomplete or were otherwise found defective and hence there were no invalid votes.

The resolutions for which this Annual General Meeting of the shareholders was held were as follows:

S.No	Resolutions	Nature of Resolution
1	To receive, consider and adopt the Financial Statements of the Company and other Reports for the year ended 31st March 2017.	Ordinary
2	To declare a dividend A dividend of fifty paise per equity share on 17,19,99,229 Equity Shares of Rs. 5/- each, absorbing Rs. 860 lakh (Rupees eight hundred and sixty lakh only).	Ordinary
3	To appoint a Director in the place of Mr. Ashwin C Muthiah [DIN: 00255679], who retires by rotation and being eligible offers himself for re-appointment.	Ordinary

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4	To appoint M/s. Brahmayya & Co, Chartered Accountants (Registration No. 000511S), Chennai as the auditors of the Company for a period of five years and fix their remuneration.	Ordinary
5	To appoint Mr. C Subash Chandra Bose [DIN: 06586982] as a Director liable to retire by rotation.	Ordinary
6	To approve the reappointment of Mr. Muthukrishnan Ravi [DIN: 03605222] as the Managing Director for a period of three years from 29 th July 2017.	Special
7	To approve the appointment and remuneration of Mr. C. Subash Chandra Bose, [DIN: 06586982] as the Whole-time Director (Works).	Special

The results of the poll & voting by electronic means are as follows:

The details of the number of members present and voting in person or by proxy and the valid / invalid votes in respect of each of the resolutions are given below.

Resolution S.No	cast their vote	nembers who es by e-voting / the AGM	Number of members who cast	Number of members whose votes
	ASSENT	DISSENT	valid Votes	were considered invalid
1	64	1	65	0
2	64	1	65	0
3	63	2	65	0
4	64	1	65	0
5	64	1	65	0
6	64	1	65	0
7	64	. 1	65	0

The summary of the results in terms of the Number of votes cast for and against out of the total valid votes is given below.

E VOTING & POLL									
Resolution S.No	No of VOTES CAST IN FAVOUR	No of VOTES CAST AGAINST	Total - Valid Votes	Assent %	Dissent %	Passed/Not Passed			
1	77104960	150	77105110	99.9998	0.0002	Passed as ordinary resolution			
2	77104960	150	77105110	99.9998	0.0002	Passed as ordinary resolution			
3	77104510	600	77105110	99.9992	0.0008	Passed as ordinary resolution			

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4	77104960	150	77105110	99.9998	0.0002	Passed as ordinary
						resolution
5	77104960	150	77105110	99.9998	0.0002	Passed as ordinary resolution
6	77104960	150	77105110	99.9998	0.0002	Passed as special resolution
7	77104960	150	77105110	99.9998	0.0002	Passed as special resolution

Since the no. of votes cast in favour exceeded the No. of votes cast against in respect of resolutions in S No 1 to 5 and the no of votes cast in favour were not less than three times the votes cast against in respect of resolution in S No 6 to 7, I hereby report that the above resolutions were duly passed with requisite majority as Ordinary and Special Resolutions respectively.

4. The poll papers and all other relevant records have been sealed and kept under my safe custody for handing over to the Company after signing of the minutes by the Chairman.

Thanking you,

AND 7859

Yours faithfully,

Bue **B** Chandra

Chandra Company Secretary in Practice CP No 7859

COUNTER SIGNED ON BEHALF OF THE CHAIRMAN For Manali Petrochemicals Limited

cs CB

C Subash Chandrabose Wholetime Director (Works) DIN: 06586982



Place: Chennai Date: 26th July 2017