

Ref: MPL / SectI / BSE & NSE / E-2 & E-3 / 2016

29th March 2016

The Manager,
Listing Department,
Bombay Stock Exchange Limited
Corporate Relationship Department
1st Floor, New Trading Ring,
Rotunda Building, P J Tower,
Dalal Street, Fort,
Mumbai – 400 001.
Stock Code: 500268

The Listing Department
National Stock Exchange of India
Limited
Exchange Plaza, 5th Floor,
Plot No.C/1, G Block,
Bandra-Kurla Complex,
Bandra (East)
Mumbai – 400 051
Stock Code: MANALIPETC

Dear Sir,

Sub: Results of Postal Ballot – reg

Ref: Our letters of even number dated 24th February 2016 and 25th February 2016

With reference to the above and pursuant to Regulation 44 (3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing the Results of the Postal Ballot together with Scrutinizer's Report and the details of voting in the prescribed format for your reference and records.

We request you to kindly take the above on record.

Thanking you,

Yours faithfully,

For Manali Petrochemicals Limited



R Kothandaraman

Company Secretary

Encl.: as above

RESULT OF VOTING BY POSTAL BALLOT

Notice of Postal Ballot dated 24th February 2016 was issued pursuant to Section 110 of the Companies Act, 2013 (the Act), read with Rule 22 of the Companies (Management and Administration) Rules, 2014 (the Rules) for obtaining the consent of the members for the Special Business by way of an ordinary resolution, through postal ballot for appointment of Mr. Muthukrishnan Ravi to an office or place of profit in AMCHEM Speciality Chemicals Private Limited, Singapore, the Wholly Owned Subsidiary of the Company, in terms of Section 188 and other applicable provisions of the Act and the rules made there-under. The draft of the Resolution to be passed for this purpose, together with the Explanatory Statement pursuant to Section 102(1) of the Act setting out the material facts and reasons thereto, was circulated to the members for sending their assent or dissent in writing by postal ballot means so as to reach the Scrutinizer before 5.00 PM on 26th March 2016.

In accordance with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the Regulations) and in terms of Section 108 of the Act, and the Rules made there-under, the Company engaged Central Depository Services (India) Limited (CDSL) as the agency for facilitating the members to communicate their assent or dissent through *Electronic Means* in respect of the aforesaid resolution. The e-voting commenced at 9.00 AM on 26th February 2016 and ended on 26th March 2016 at 5.00 PM.

Mrs. B Chandra Practising Company Secretary, Chennai, was appointed as the Scrutinizer, in terms of the resolution of the Board passed at its meeting held on 2nd February 2016 for conducting the voting by postal ballot and through electronic means in a fair and transparent manner.

The Voting by Postal Ballot and Electronic means was completed at 5.00 pm on 26th March 2016 and the Scrutinizer has submitted her report on 28th March 2016 (copy enclosed). As per the Report, the following resolution proposed in the notice of the Postal Ballot has been duly passed:

RESOLVED THAT

- a. Pursuant to Section 188 and other applicable provisions, if any, of the Companies Act, 2013, the Rules made thereunder and subject to such other approvals as may be required, sanction is accorded to appoint Mr. Muthukrishnan Ravi, (DIN: 03605222), Managing Director, to hold office or place of profit in **AMCHEM Speciality Chemicals Private Limited, Singapore**, the Wholly Owned Subsidiary of the Company on such terms and conditions as may be decided from time to time by the Board of Directors of the said Subsidiary.



REGD. OFFICE : "SPIC House" 88, Mount Road, Guindy, Chennai - 600 032.

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- b. The Board of Directors of the Company (hereinafter called "the Board" which term shall be deemed to include any Committees, which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by this resolution and with the power to delegate such authority to any person or persons), is authorized to take such further actions as may be required for giving effect to the above proposal, which shall include the power to settle all or any matter, issue or question arising out of or in relation to or incidental to the aforesaid proposal and to do all other acts, deeds, matters and things as, the Board in its absolute discretion and as may be necessary, expedient or desirable in this regard.

Pursuant to Rule 22 of the Rules, the above resolution is deemed to have been passed with requisite majority on 26th March 2016 at a meeting of the Members convened in that behalf.

By order of the Board
For Manali Petrochemicals Limited

Place: Chennai
Date: 29-03-2016



G. Balasubramanian

G Balasubramanian

Wholetime Director (Works)

DIN: 06874838

REGD. OFFICE : "SPIC House" 88, Mount Road, Guindy, Chennai - 600 032.

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CIN : L24294TN1986PLC013087 - visit us at : www.manalipetro.com

E-mail: cs@manalipetro.com



28th March, 2016

SCRUTINIZER'S REPORT

To

The Chairman

M/S Manali Petrochemicals Limited
SPIC House, 88, Mount Road, Guindy,
Chennai - 600 032

Subject: Approving the appointment of Mr. Muthukrishnan Ravi, (DIN: 03605222) Managing Director to hold office or place of profit in AMCHEM Speciality Chemicals Private Limited, Singapore, the Wholly Owned Subsidiary of the Company by way of Ordinary Resolution in terms of Section 188 and other applicable provisions, if any of the Companies Act 2013

Dear Sir,

Please refer to your letter dated 18th February 2016 appointing me as the Scrutinizer for the purpose of ascertaining the result of the above said resolution(s) passed by means of Postal Ballot process.

As per the information furnished to me by the Company and after carrying out the scrutiny of the Postal Ballot Forms (both by physical mode & e-voting) received from the members of the Company, I hereby submit my report as under:

1.1	The Company, on 24 th February 2016 sent the Postal ballot forms along with the Notice and the Explanatory Statement by e-mail through the Registrar & Transfer Agent M/s Cameo Corporate Services Limited to those members whose e-mail id is registered with the Company. Dispatch of Postal Ballot Forms along with the Notice, Explanatory Statement and self-addressed postage prepaid envelope to its Members whose e mail ids are not registered with the Company but whose name(s) appeared on the Register of Members/list of beneficiaries as on 19 th February 2016 was completed on 25 th February 2016. Members were also given the option to vote electronically on e-voting platform, provided by the Central
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	Depository Services (India) Limited (CDSL), as an alternate, to enable them to cast their votes electronically instead of dispatching Postal Ballot Form.
1.2	The Public Advertisement with respect to dispatch of postal ballot was published on 26 th February 2016 in "FINANCIAL EXPRESS" English Daily News Paper & "MAKKAL KURAL" Tamil Daily News Paper.
1.3	In terms of the Notice, the last date and time fixed to receive the Postal Ballot Forms from the Members was not later than close of working hours i.e. before 5.00 PM on Saturday, 26 th March 2016. In case of E-voting, members were requested to cast their votes electronically before 5.00 P.M., Saturday, 26 th March 2016.
1.4	Particulars of all the postal ballot forms received from the Members physically and votes cast electronically have been entered in a register separately maintained for the purpose.
1.5	The postal ballot forms were kept under the safe custody in a sealed and tamper proof ballot box.
1.6	The ballots box was opened on 26 th March 2016 at 5.15 P.M. in my presence. The votes downloaded from the e-Voting system were collated immediately.
1.7	The envelopes containing the postal ballot forms were duly opened in my presence and scrutinized and the shareholding was matched/confirmed with the Register of Members of the company/list of beneficiaries as on 19 th February 2016 as maintained by the Company. Votes cast by e-voting were matched with the Register of Members of the company/ list of beneficiaries and checked for duplication viz., voting by both physical and electronic mode. No duplicate votes were detected.
1.8	All postal ballot forms received and votes cast through e-voting upto 5.00 PM on 26 th March 2016, the last date and time fixed by the Company for receipt of the forms, were considered for my scrutiny.
1.9	There were no envelopes containing postal ballot forms received after 5.00 PM on 26 th March 2016 and therefore considering them did not arise. .
1.10	5318 envelopes containing postal ballot forms were returned undelivered and 5805 emails were returned undelivered
1.11	I did not find any defaced or mutilated ballot papers.

2. A summary of the voting by postal ballot forms and e-voting is given below:

2.1 With reference to resolution proposed to be passed as an Ordinary Resolution under Section 188 of the Companies Act 2013 - Passing of resolution by means of Postal Ballot in terms of Section 110 read with Section 2(65) and all other applicable provisions of the Companies Act 2013 and Rules framed there under, the following are the details of votes cast through postal ballot and e-voting:

Particulars		No. of postal ballot forms	Total No. of votes
PHYSICAL			
(a)	Total postal ballot forms received	93	6,60,23,707
(b)	Less: Invalid postal ballot forms (as per register)	0	0
(c)	Net valid postal ballot forms/ No. of votes (as per register)	93	6,60,23,707
(d)	Postal ballot forms / No. of votes with assent to the Resolution	93	6,60,23,707
(e)	Postal ballot forms / No. of votes with dissent to the Resolution	0	0
E-VOTING			
Particulars		Voter Count	Votes Count
(a)	Total count	55	1,15,89,320
(b)	Invalid votes	0	0
(c)	Valid votes	55	1,15,89,320
(d)	Total votes – Assent to the resolution	45	1,13,30,926
(e)	Total votes – Dissent to the resolution	10	2,58,394

SUMMARY



Particulars	IN NOS. (Shares)	IN %
Total votes – Assent to the resolution	7,73,54,633	99.6671%
Total votes – Dissent to the resolution	2,58,394	0.3329%
TOTAL	7,76,13,027	100%

Since 7,73,54,633 being the no. of votes have given assent to the aforesaid Ordinary Resolution constituting 99.6671% of the total number of votes representing net valid votes cast as per summary above, I hereby report that the above said resolution has been duly passed as an Ordinary Resolution.

3. You may accordingly declare the result of the voting by Postal Ballot as having been passed with requisite majority which shall be deemed to have been approved at a meeting held on 26th March 2016.
4. The e-voting data, the postal ballot forms and all other connected records relating to the aforesaid postal ballot/e-voting process received are under my safe custody and the same, for preserving safely, will be handed over to the Company after the Chairman signs the Minutes.

Thanking you,

Yours faithfully,

B Chandra
Company Secretary in Practice
CP No. 7859

ON BEHALF OF THE CHAIRMAN
For MANALI PETROCHEMICALS LIMITED





G BALASUBRAMANIAN

WHOLETIME DIRECTOR (WORKS)

DIN: 06874838 28/3/16

MANALI PETROCHEMICALS LIMITED, CHENNAI
RESULTS OF THE POSTAL BALLOT INCLUDING E-VOTING NOTICE DATED 24.02.2016

As per Regulation 44(3) of The SEBI (LODR) Regulations, 2015

Date of the General Meeting / declaration of Postal Ballot results / e-Voting Results	29-Mar-16
Total number of shareholders on cut-off date i.e. 19 February 2016	140182 \$
No. of shareholders cast their votes through Postal Ballot / e-Voting	148
Promoters and Promoter Group	5
Public	143
No. of Shareholders attended the meeting through Video Conferencing	NA
Promoters and Promoter Group	
Public	

\$ Includes 6585 shareholders holding 1597251 equity shares in unclaimed suspense account and accordingly voting rights frozen.

ITEM NO: 1: Approval for appointment of Mr Muthukrishnan Ravi, (DIN: 03605222) Managing Director to hold office or place of profit in AMCHEM Speciality Chemicals Private Limited, Singapore, the Wholly Owned Subsidiary of the Company in terms of Section 188 and other applicable provisions of the Companies Act, 2013.

Resolution required: (Ordinary/ Special)				Ordinary Resolution				
Whether promoter/ promoter group are interested in the agenda/resolution?				No				
Particulars	Mode of Voting	No. of shares held	No. of votes polled-#	% of shares polled on outstanding shares	No. of votes in favour	No. of vote-against	% of votes in favour on votes polled	% of votes against on vote polled
		(1)	(2)	(3)= (2/1)*100	(4)	(5)	(6)=(4/2)*100	(7)=(5/2)*100
Promoter and Promoter Group	E-Voting	77082201	11212500	14.55	11212500	0	100.00	0.00
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot		65869701	85.45	65869701	0	100.00	0.00
	Total		77082201	100.00	77082201	0	100.00	0.00
Public- Institutions	E-Voting	3488066	253881	7.28	0	253881	0.00	100.00
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot		0	-	0	0	0.00	0.00
	Total		253881	7.28	0	253881	0.00	100.00
Public- Non Institutions	E-Voting	91428962	122939	0.13	118426	4513	96.33	3.67
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot		154006	0.17	154006	0	100.00	0.00
	Total		276945	0.30	272432	4513	98.37	1.63
TOTAL		171999229	77613027	45.12	77354633	258394	99.67	0.33

Note: excludes votes rejected / abstained

Result - Resolution passed with requisite majority



For Manali Petrochemicals Limited

R. Kothandaraman
R. Kothandaraman
Company Secretary 29/3/16