

SCRUTINIZER'S REPORT

To
The Chairman
AGRIMAS CHEMICALS LIMITED
H2, MIDC Ind. Estate
Taloja, Raigadh-410208
Maharashtra.

Date: 24th February, 2016

Dear Sir,

Sub: Scrutinizer's Report in respect of Postal Ballot process

I, Rashida Adenwala, Practicing Company Secretary, R & A Associates, Hyderabad bearing Membership No: 4020 was appointed as scrutinizer by the Board of Directors in their board meeting held on 30th December, 2015 for conducting the postal ballot voting process pursuant to the provisions of Section 110 of the Companies Act, 2013, read with Rule 22 of the Companies (Management And Administration) rules, 2014 for passing special resolution in respect of Item No. 1 mentioned in the postal ballot notice of the Company.

A. I submit my report as under:-

1. The Company has completed the dispatch of postal ballot forms along with postage prepaid business reply envelop to its members on 20th January, 2016, whose name(s) appeared on the register of members/list of beneficiaries as on 15th January, 2016.
2. The members were provided with the option of either voting electronically or physically.
3. The voting for the resolutions commenced on Thursday, 21st January, 2016 (9:00 AM IST) and ended on Friday, 19th February, 2016 (6:00 PM IST) for both the options i.e physical ballot as well as electronic voting.
4. No votes were casted through the e-voting platform as reported by Central Depository Services (India) Limited (CDSL) agency facilitating e-voting platform.
5. The postal ballot forms were kept under our safe custody in sealed and tamperproof ballot boxes before commencing the scrutiny for such postal ballot forms.



6. The ballot boxes were opened in my presence on 19th February, 2016.
7. The postal ballot forms were duly scrutinized in my presence and the shareholding was matched / confirmed with the register of Members of the Company / list of beneficiaries.
8. All ballot forms received / votes casted up to 6.00 pm on 19th February, 2016 being the last date and time fixed by the Company for receipt of the forms / e-voting were considered for scrutiny.
9. No envelopes containing the postal ballot forms were received after 6.00 pm on 19th February, 2016.
10. Particulars of all the postal ballot forms received physically from the members have been entered in a register separately maintained for the purpose.
11. Based on the physical ballot forms received, I hereby report as under :

Item No. 1: Special Resolution for alterations to main objects clause of the Memorandum of Association of the Company:

1.	Votes cast in favor	11
2.	Votes cast against	0
3.	Invalid votes	0
4.	Total no. ballots received	11

Promoters / Public	No. of Shares held (1)	No. of Votes Polled (2)	% of Votes Polled on Outstanding Shares (3) = $[2/1]*100$	No. of Votes in favour (4)	No. of Votes in against (5)	% of votes in favour on votes polled (6) = $[4/2]*100$	% of votes against on votes polled (7) = $[5/2]*100$
Promoter and Promoter Group	8137690	7287692	89.558	7287692	0	100	0
Public Institutional Holders	150000	0	0	0	0	0	0
Public	2762310	133	0.004815	133	0	100	0



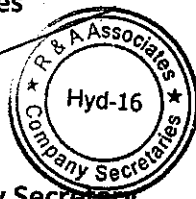
Others							
Total	11050000	7287825	65.95	7287825	0	100	0

- B. The shareholders have, therefore, approved the resolution 1 with the requisite majority.
- C. I have handed over the postal ballot forms and other related papers/registers and records for safe custody to the person authorized by the Board to supervise the postal ballot process.
- D. You may accordingly declare the result of the voting by postal ballot.

Thanking you,
Yours sincerely,

For R & A Associates,
Company Secretaries

Rashida



Rashida Adenwala
Practicing Company Secretary
SCRUTINIZER
FCS No. 4020
C. P. No: 2224