



Ragini Chokshi & Co.

Tel. : 022-2283 1120
022-2283 1134

Company Secretaries

34, Kamer Building, 5th Floor, 38 Cawasji Patel Street, Fort, Mumbai - 400 001.
E-mail : ragini.c@rediffmail.com / mail@csraginichokshi.com
web: csraginichokshi.com

Date : 27/08/2016

Consolidated Scrutinizer's Report

[Pursuant to Section 108 and 109 of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014 as amended]

To,
The Chairman of 44th Annual General Meeting (AGM) of the Equity Shareholders of Triochem Products Limited ("the Company") held on Saturday, 27th day of August, 2016 at 3.00 P.M. at Sambava Chambers, 4th Floor, Sir P. M. Road, Mumbai – 400001 .

Dear Sir,

I, Ragini Chokshi, Partner of M/s. Ragini Chokshi & Co., a Company Secretary Firm having its registered office at 34, Kamer Bldg, 5th Floor, 38, Cawasji Patel Street, Fort, Mumbai-400001, have been appointed as a Scrutinizer by the Board of Directors of **Triochem Products Limited** (the Company) for the purpose of:

- (i) Scrutinizing the e-voting process (remote e-voting) under the provisions of Section 108 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015, and
- (ii) Scrutinizing the physical ballot (Poll) voting process under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014, conducted for passing the resolutions contained in the Notice of the 44th AGM of the Equity Shareholders of the Company held on Saturday, 27th day of August, 2016 at 3.00 p.m. at Sambava Chambers, 4th Floor, Sir P. M. Road, Mumbai – 400001.

The Notice dated 27th May, 2016 convening the AGM along with the statement setting out material facts under Section 102 of the 2013 Act were sent to the shareholders in respect of the below mentioned resolutions to be passed at the 44th AGM of the Equity Shareholders of the Company.



The Company had availed the remote e - voting facility offered by Central Depository Services (India) Limited (CDSL) for facilitating remote e-voting by the Shareholders of the Company. The Company also provided voting by physical ballot at the venue of the AGM to those members who attended the AGM and who had not voted electronically.

The Shareholders of the Company holding shares of the Company as on the "cut-off" date of 20th August, 2016 were entitled to vote on the resolutions as contained in the Notice of AGM of the Company .

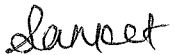
The period for remote e-voting commenced on Wednesday, 24th August, 2016 at 09.00 a.m. (IST) and ended on Friday, 26th August, 2016 at 5.00 p.m. (IST).

On 27th August, 2016, after the end of the Remote e-voting period, I was provided access to details of the members who had opted for e-voting. The details such as the name of the member, folio no., and number of shares held by the member could be seen to ensure that these members do not vote again at the AGM. However the manner in which the votes were cast by the members were not available.

Further, the Chairman announced the poll at the AGM for the Shareholders who attended the meeting and had not cast their vote earlier through remote e-voting.

After the time fixed for closing of the poll by the Chairman, One (1) ballot box kept for polling was locked in our presence with due identification marks placed by me.

The locked ballot box was subsequently opened in the presence of two witnesses, Mr. Sanket Shah (Residing at J-401 Sonam Satlaj Phase 14 New Golden Nest Bhayandar -East) and Ms. Pooja Prabhulkar (Residing at E/105, Veena-Beena Apt., A. D. Road, Sewree, Mumbai-400015) who are not in the employment of the Company. They have signed below in confirmation of the ballot box being opened in their presence.



Name: Sanket Shah



Name: Pooja Prabhulkar

The poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by Sharex Dynamic (India) Pvt Ltd , Registrar and Transfer Agents of the Company and the authorization/proxies lodged with the Company.

The poll papers, which were incomplete and /or which were otherwise found defective have been treated as invalid and kept separately.



The votes cast through e-voting were unblocked after the AGM in the presence of two witnesses, Mr. Sanket Shah (Residing at J-401 Sonam Satlaj Phase 14 New Golden Nest Bhayandar -East) and Ms. Pooja Prabhulkar (Residing at E/105, Veena-Beena Apt., A. D. Road, Sewree, Mumbai-400015). They have signed below in confirmation of the votes being unblocked in their presence.

Sanket

Name: Sanket Shah

Pooja

Name: Pooja Prabhulkar

I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the e-voting website of CDSL and also the ballot forms received during the poll process at the AGM.

The Consolidated Report on the result of the remote e-voting and voting at the meeting through poll (physical ballot) in respect of the said Resolutions is as under:

Resolution No.1: Ordinary: Adoption of Statement of Profit & Loss, Balance Sheet, Report of Board of Directors and Auditors for the year ended March 31, 2016.

(i) Voted **in favour** of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	7	176720	100.00
Physical Ballot	16	39970	100.00
Total	23	216690	100.00

(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	NIL	NIL	0.0000
Physical Ballot	NIL	NIL	0.0000
Total	NIL	NIL	0.0000



(iii) **Invalid votes:**

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-voting	NIL	NIL
Physical Ballot	NIL	NIL

Resolution No.2: Ordinary: Re-appointment of Mr. Shyam Sunder Sharma as a Director.

(i) **Voted in favour** of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	7	176720	100.00
Physical Ballot	16	39970	100.00
Total	23	216690	100.00

(ii) **Voted against** the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	NIL	NIL	0.0000
Physical Ballot	NIL	NIL	0.0000
Total	NIL	NIL	0.0000

(iii) **Invalid votes:**

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-voting	NIL	NIL
Physical Ballot	NIL	NIL



Resolution No.3:Ordinary: Appointment of M/s. M. L. Bhuwania & Co., Chartered Accountants, as Statutory Auditors and to fix their remuneration.

(i) Voted in favour of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	7	176720	100.00
Physical Ballot	16	39970	100.00
Total	23	216690	100.00

(ii) Voted against the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	NIL	NIL	0.0000
Physical Ballot	NIL	NIL	0.0000
Total	NIL	NIL	0.0000

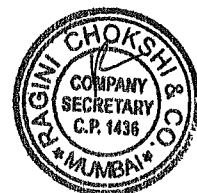
(iii) Invalid votes:

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-voting	NIL	NIL
Physical Ballot	NIL	NIL

Resolution No.4: Ordinary: Ratification of remuneration payable to the Cost Auditors.

(i) Voted in favour of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	7	176720	100.00
Physical Ballot	16	39970	100.00
Total	23	216690	100.00



(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	NIL	NIL	0.0000
Physical Ballot	NIL	NIL	0.0000
Total	NIL	NIL	0.0000

(iii) **Invalid** votes:

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-voting	NIL	NIL
Physical Ballot	NIL	NIL

Resolution No.5: Special Resolution: Authorization for related party transaction u/s. 188 of the Companies Act, 2013.

(i) Voted **in favour** of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	NIL	NIL	0.0000
Physical Ballot	14	12500	100.00
Total	14	12500	100.00

(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	NIL	NIL	0.0000
Physical Ballot	NIL	NIL	0.0000
Total	NIL	NIL	0.0000



(iii) **Invalid votes:**

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-voting	*7	176720
Physical Ballot	**2	27470

***Note : Seven (7) shareholders holding 1,76,720 shares being Related Parties have not been taken into consideration for remote e-voting on this particular resolution.**

****Note : Two (2) shareholders holding 27,470 shares being Related Parties have not been taken into consideration for physical ballot voting on this particular resolution.**

All the Resolutions at item nos. 1 to 5 have been passed with requisite majority.

The register, all other papers and relevant records relating to remote e-voting/physical ballot forms and voting at the meeting shall remain in our safe custody until the chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting, after which the same will be handed over to the Company Secretary for safe keeping.

Thanking You,
Yours faithfully,

Place: Mumbai

Date: 27/08/2026



FOR RAGINI CHOKSHI & CO.

R. R. Chokshi

MRS. RAGINI CHOKSHI
(Partner)

C.P. Number : 1436

Membership number:2390

Counter Signed by

For TRIOCHEM PRODUCTS LIMITED


Chairman

