



**SAHARA**  
INDIA PARIWAR

**MASTER CHEMICALS LIMITED**

**CIN: L99999MH1980PLC022653**

**REGISTERED OFFICE: Sahara India Point, CTS 40-44, S.V. Road, Goregaon (W),  
Mumbai-400 104. Tel: 022 6698 1111. Fax: 022 67992207**

**E-mail: [statutorymcl@rediffmail.com](mailto:statutorymcl@rediffmail.com) site: [www.masterchemicals.in](http://www.masterchemicals.in)**

**Date of AGM: 26<sup>th</sup> September, 2014**

**Total number of shareholders on record date: 30**

**No. of Shareholders present in the meeting either in person or through proxy:**

Promoters and Promoter Group: 2

Public: 5

**No. of Shareholders attended the meeting through Video Conferencing:**

Promoters and Promoter Group: NIL

Public: NIL

**Details of the Agenda:**

**Item no. 1. Adoption of Account and the Directors & Auditors Report thereon:**

Mode of voting: Poll & E-voting

The following resolution was placed by the Chairman as an Ordinary Resolution:

**“RESOLVED THAT** the Audited Balance Sheet as at 31st March, 2014 and the Profit & Loss Account and Cash Flow Statement for the year ended on that date along with Auditor’s Report and Directors’ Report thereon, including the Notes to Accounts and Schedules attached thereto be and are hereby considered, approved and adopted.”

Promoter / Public	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)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	171800	171800	100	171800	NIL	100	NIL
Public – Institutional holders	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public – others	73200	1450	1.981	1450	NIL	100	NIL
Total	245000	173250	70.714	173250	NIL	100	NIL

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RESULT: the ordinary resolution was passed as the requisite majority of votes were cast /  
polled in favour of the resolution.

**Item no. 2. Re-appointment of Shri R. S. Dubey**

Mode of voting: Poll & E-voting

The following resolution was placed by the Chairman as an Ordinary Resolution:

“RESOLVED THAT Shri R. S. Dubey, Director retiring by rotation at this meeting and  
being eligible for re-appointment, be and is hereby re-appointed as Director of the  
Company whose period of office will be liable to retire by rotation.”

Promoter / Public	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)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	171800	171800	100	171800	NIL	100	NIL
Public – Institutional holders	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public – others	73200	1450	1.981	1450	NIL	100	NIL
Total	245000	173250	70.714	173250	NIL	100	NIL

RESULT: the ordinary resolution was passed as the requisite majority of votes were cast /  
polled in favour of the resolution.

**Item no. 3. Appointment of Auditors**

Mode of voting: Poll & E-voting

The following resolution was placed by the Chairman as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 139,142 and all other  
applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder

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M/s Chaturvedi & Co., Chartered Accountants, (Firm Regn. No. 302137E), be and is hereby appointed as Statutory Auditors of the Company for a term of 3 (three) years, to hold office from the conclusion of this meeting until the conclusion of the Thirty Seventh (37th) Annual General Meeting of the company, subject to ratification of such appointment at every Annual General Meeting by the members of the Company, on a remuneration as may be fixed for each financial year by the Board of Directors of the Company.”

Promoter / Public	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)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	171800	171800	100	171800	NIL	100	NIL
Public – Institutional holders	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public – others	73200	1450	1.981	1450	NIL	100	NIL
Total	245000	173250	70.714	173250	NIL	100	NIL

**RESULT:** the ordinary resolution was passed as the requisite majority of votes were cast / polled in favour of the resolution.

**Item no. 4 Appointment of Shri Tapas Basak as an Independent Director**

Mode of voting: Poll & E-voting

The following resolution was placed by the Chairman as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made there under, read with Schedule IV to the said Act, Shri Tapas Basak (DIN 00568665), Director of the Company who retires by rotation at this Annual General Meeting, be and is hereby appointed as an Independent Director of the Company to hold office for a term up to five consecutive years commencing from the 26th September, 2014.”

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Promoter / Public	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)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	171800	171800	100	171800	NIL	100	NIL
Public - Institutional holders	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public - others	73200	1450	1.981	1450	NIL	100	NIL
Total	245000	173250	70.714	173250	NIL	100	NIL

RESULT: the ordinary resolution was passed as the requisite majority of votes were cast / polled in favour of the resolution.

For Master Chemicals Limited

(Somesh Bose)  
Director

# **REPORT OF SCRUTINIZER**

**E-VOTING AND POLL**

**MASTER CHEMICALS LIMITED**

**34<sup>TH</sup> ANNUAL GENERAL MEETING**

**26<sup>TH</sup> SEPTEMBER, 2014**

**CS AMARENDRA KUMAR RAI**

Amarendra Rai & Associates

Company Secretaries

B-182, Sector-50, Noida, 201301

Tel. No.: 0120-4208078, Mob.No. +919654157016

E-mail: akrai-cs@hotmail.com



**COMBINED SCRUTINIZER REPORT FOR E-VOTING AND POLL FOR MASTER  
CHEMICALS LIMITED**

To,  
The Chairman  
Master Chemicals Limited  
Sahara India Point, CTS 40-44, S.V. Road,  
Goregaon (W), Mumbai-400104

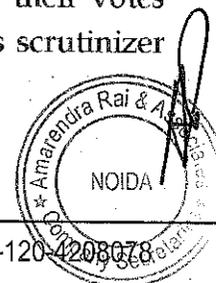
**Sub: Passing of Resolution through Electronic and Poll conducted at the 34<sup>th</sup> Annual General Meeting of Master Chemicals Limited (the Company) held on 26<sup>th</sup> September, 2014.**

Dear Sir,

The Board of the Company had appointed me as Scrutinizer on 11<sup>th</sup> August, 2014, at their duly convened meeting for the E-Voting, commenced from 19<sup>th</sup> September, 2014 at 10.00 am to 21<sup>st</sup> September, 2014 at 6.00 pm and the Chairman of the 34<sup>th</sup> Annual General Meeting (AGM) has appointed me as Scrutinizer for the Poll held at the 34<sup>th</sup> AGM of the Company on 26<sup>th</sup> September, 2014.

The Company had appointed Central Depository Securities Limited (CDSL) as service provider for extending the facility of electronic voting to the Shareholders of the Company from Friday, 19<sup>th</sup> September, 2014 at 10.00 am to Sunday, 21<sup>st</sup> September, 2014 at 6.00 pm Link Intime India Pvt. Limited as the Registrar and Share Transfer Agent of the Company. The e-voting results were unblocked by me on 24<sup>th</sup> September, 2014 in the presence of two witnesses viz Ms. Rachna Khantwal and Ms. Sakshi Mishra, who are not in the employment of the Company. For Further details kindly refer my Scrutinizer's Report dated 26<sup>th</sup> September, 2014 attached herewith.

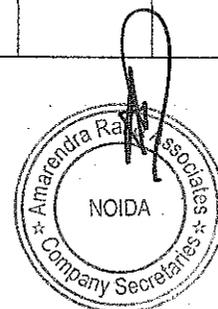
At the 34<sup>th</sup> AGM of the Company held on 26<sup>th</sup> September, 2014, the Chairman of the Company had suo motto called for poll to facilitate the members present in the meeting and the member who could not participate in e-voting process to record their votes through the poll process. The Chairman of the AGM had appointed me as scrutinizer



for the same. For further details kindly refer my scrutinizer's report in Form MGT-13 dated 26<sup>th</sup> September, 2014.

The Result of the E-voting together with that of the Poll is under:

Item of Notice Particulars of Business	Type of Votes	Votings in Favour of Resolution		Votings against the Resolution		Invalid Votes	
		No. of Shares	%	No. of Shares	%	No. of Shares	%
Item No. 1 of the Notice Ordinary resolution  (Adoption of Audited Fiancial Statement)	E-Voting	NIL	NIL	NIL	NIL	NIL	NIL
	Poll	173250	100	NIL	NIL	NIL	NIL
	Total	173250	100	NIL	NIL	NIL	NIL
Item No. 2 of the Notice Ordinary resolution  (Appointment of Shri R. S. Dubey as a Director)	E-Voting	NIL	NIL	NIL	NIL	NIL	NIL
	Poll	173250	100	NIL	NIL	NIL	NIL
	Total	173250	100	NIL	NIL	NIL	NIL
Item No. 3 of the Notice Ordinary resolution  (Appointment of Auditor)	E-Voting	NIL	NIL	NIL	NIL	NIL	NIL
	Poll	173250	100	NIL	NIL	NIL	NIL
	Total	173250	100	NIL	NIL	NIL	NIL
Item No. 4 of the Notice Ordinary resolution  (Appointment of Shri Tapas Basak as an Independent director)	E-Voting	NIL	NIL	NIL	NIL	NIL	NIL
	Poll	173250	100	NIL	NIL	NIL	NIL
	Total	173250	100	NIL	NIL	NIL	NIL



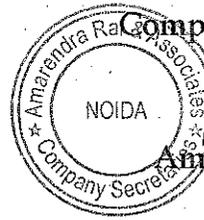
All the Resolution stands passed under e-voting and poll with the requisite majority.

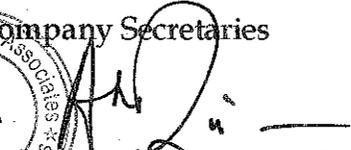
I hereby confirm that I am maintaining the registers received from the Service Provider both electronically and manually, in respect of votes cast through e-voting and poll by the Shareholders of the Company. I shall be arranging to hand over these records to you or such other person as authorized by you.

Thanking You

Issued at Mumbai dated 26<sup>th</sup> September, 2014

For Amarendra Rai & Associates  
Company Secretaries



  
Amarendra Kumar Rai  
CP: 9373