

Report of Scrutinizer

To,
The Chairman
Himadri Chemicals & Industries Limited (CIN: L27106WB1987PLC042756)
Ruby House, 2nd floor
8, Indian Exchange Place,
Kolkata- 700001

Reg: Report on E Voting and Ballot paper

Dear Sir,

I, as a scrutinizer, hereby submit my Consolidated Report on the Result of the e-voting and ballot paper (during the period commencing from 17th September, 2014 at 10:00 A.M to 19th September, 2014 at 6:00 P.M) as per notice dated 11th August, 2014 for the 26th Annual General Meeting to be held on Wednesday, 24th September, 2014 at 10:00 A.M. in respect of the under mentioned Resolutions:

Resolution No. 1-As an Ordinary Resolution:

To receive, consider and adopt the financial statements of the Company for the year ended 31st March 2014 including Audited Balance Sheet as at 31st March 2014 and the statement of Profit & Loss and the Consolidated Financial Statement for the year ended on that date, together with the report of the Board of Directors and Auditors thereon.

(i) Voted in favour of the Resolution:

Mode of Voting	Total number of members voted through e-voting process	Number of votes cast by them	% of total number of valid votes casted
E-voting	39	288263045	97.71
Poll	55	6761902	2.29
Total voting	94	295024947	100

(ii) Voted against the Resolution:

Mode of Voting	Total number of members voted through e-voting process	Number of votes cast by them	% of total number of valid votes casted
E-voting	0	0	0.00
Poll	3	1205	0.00
Total voting	3	1205	0.00



Resolution No-2-As an Ordinary Resolution:

To declare dividend.

(i) Voted in favour of the Resolution:

Mode of Voting	Total number of members voted through e-voting process	Number of votes cast by them	% of total number of valid votes casted
E-voting	38	288262695	97.71
Poll	55	6761902	2.29
Total voting	93	295024597	100

(ii) Voted against the Resolution:

Mode of Voting	Total number of members voted through e-voting process	Number of votes cast by them	% of total number of valid votes casted
E-voting	1	350	0.00
Poll	3	1205	0.00
Total Voting	4	1555	0.00

Resolution No. 3-As an Ordinary Resolution:

To Appoint a Director in place of Mr. Shyam Sundar Choudhary (DIN: 00173732) who retires by rotation and being eligible offers himself for reappointment.

(i) Voted in favour of the Resolution:

Mode of Voting	Total number of members voted through e-voting process	Number of votes cast by them	% of total number of valid votes casted
E-voting	36	288223981	97.70
Poll	53	6760661	2.29
Total Voting	89	294984642	99.99

(ii) Voted against the Resolution:

Mode of Voting	Total number of members voted through e-voting process	Number of votes cast by them	% of total number of valid votes casted
E-voting	3	39064	0.01
Poll	5	2446	0.00
Total Voting	8	41510	0.01



Resolution No. 4-As an Ordinary Resolution:

To appoint a Director in place of Mr. Vijay Kumar Choudhary (DIN: 0173858) who retires by rotation and being eligible offers herself for reappointment.

(i) Voted in favour of the Resolution:

Mode of Voting	Total number of members voted through e-voting process	Number of votes cast by them	% of total number of valid votes casted
E-voting	36	288223981	97.70
Poll	53	6760661	2.29
Total Voting	89	294984642	99.99

(ii) Voted against the Resolution:

Mode of Voting	Total number of members voted through e-voting process	Number of votes cast by them	% of total number of valid votes casted
E-voting	3	39064	0.01
Poll	5	2446	0.00
Total Voting	8	41510	0.01



Resolution No. 5-As an Ordinary Resolution:

M/s S. Jaykishan (Firm Registration No. 309005E), Chartered Accountants and M/s B S R & Co. LLP, Chartered Accountants (Firm Registration No. 101248W) are appointed as Joint Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of next Annual General Meeting of the Company at such remuneration as shall be fixed by the Board of Directors.

(i) Voted in favour of the Resolution:

Mode of Voting	Total number of members voted through e-voting process	Number of votes cast by them	% of total number of valid votes casted
E-voting	37	28862395	97.71
Poll	53	6760661	2.29
Total Voting	90	295023056	100

(ii) Voted against the Resolution:

Mode of Voting	Total number of members voted through e-voting process	Number of votes cast by them	% of total number of valid votes casted
E-voting	2	650	0.00
Poll	5	2446	0.00
Total Voting	7	3096	0.00



Resolution No. 6-As an Ordinary Resolution:

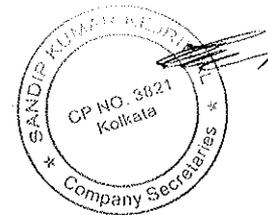
To appoint Mr. Santimoy Dey (DIN: 06875452) as Independent Director of the Company for a period of five (5) consecutive years from the date of this Meeting, not liable to retire by rotation.

(i) Voted in favour of the Resolution:

Mode of Voting	Total number of members voted through e-voting process	Number of votes cast by them	% of total number of valid votes casted
E-voting	38	288242045	97.70
Poll	55	6761902	2.29
Total Voting	93	295003947	99.99

(ii) Voted against the Resolution:

Mode of Voting	Total number of members voted through e-voting process	Number of votes cast by them	% of total number of valid votes cast
E-voting	1	21000	0.01
Poll	3	1205	0.00
Total Voting	4	22205	0.01



Resolution No. 7-As an Ordinary Resolution:

To appoint Mr. Chandra Shekhar Sarma (DIN: 00252003) as an Independent Director of the Company for a period of five (5) consecutive years from the date of this Meeting, not liable to retire by rotation.

(i) Voted in favour of the Resolution:

Mode of Voting	Total number of members voted through e-voting process	Number of votes cast by them	% of total number of valid votes casted
E-voting	38	288242045	97.70
Poll	54	6760677	2.29
Total Voting	92	295002722	99.99

(ii) Voted against the Resolution:

Mode of Voting	Total number of members voted through e-voting process	Number of votes cast by them	% of total number of valid votes casted
E-voting	1	21000	0.01
Poll	4	2430	0.00
Total Voting	5	23430	0.01



Resolution No. 8-As an Ordinary Resolution:

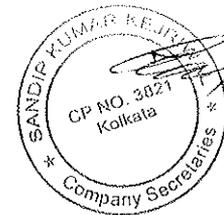
To appoint Mr. Hanuman Mal Choraria (Din: 00018375) an Independent Director of the Company for a period of five (5) consecutive years from the date of this Meeting, not liable to retire by rotation.

(i) Voted in favour of the Resolution:

Mode of Voting	Total number of members voted through e-voting process	Number of votes cast by them	% of total number of valid votes casted
E-voting	38	288242045	97.70
Poll	53	6761386	2.29
Total Voting	91	295003431	99.99

(iii) Voted against the Resolution:

Mode of Voting	Total number of members voted through e-voting process	Number of votes cast by them	% of total number of valid votes casted
E-voting	1	21000	0.01
Poll	5	1721	0.00
Total voting	6	22721	0.01



Resolution No. 9-As an Ordinary Resolution:

Mr. Sakti Kumar Banerjee (DIN: 00631772) an existing Independent Director of the company who retires at this meeting is appointed as Independent Director of the company to hold office for five (5) consecutive years for a term upto 31st March,2019, not liable to retire by rotation.

(i) Voted in favour of the Resolution:

Mode of Voting	Total number of members voted through e-voting process	Number of votes cast by them	% of total number of valid votes casted
E-voting	38	288262745	97.71
Poll	54	6761402	2.29
Total Votes	92	295024147	100

(ii) Voted against the Resolution:

Mode of Voting	Total number of members voted through e-voting process	Number of votes cast by them	% of total number of valid votes casted
E-voting	1	300	0.00
Poll	4	1705	0.00
Total Voting	5	2005	0.00



Resolution No. 10-As an ordinary Resolution:

Mr. Krishnava Satyaki Dutt (DIN: 02792753), an existing Independent Director of the company who retires at this meeting is appointed as Independent Director of the company to hold office for five (5) consecutive years for a term upto 31st March,2019, not liable to retire by rotation.

(i) Voted in favour of the Resolution:

Mode of Voting	Total number of members voted through e-voting process	Number of votes cast by them	% of total number of valid votes casted
E-voting	37	288244935	97.70
Poll	52	6760161	2.29
Total voting	89	295005096	99.99

(ii) Voted against the Resolution:

Mode of Voting	Total number of members voted through e-voting process	Number of votes cast by them	% of total number of valid votes casted
E-voting	1	17764	0.01
Poll	6	2946	0.00
Total Voting	7	20710	0.01



Resolution No. 11-As a Ordinary Resolution:

Mr. Hardip Singh Mann (DIN: 00104948), an existing Independent Director of the company who retires at this meeting is appointed as Independent Director of the company to hold office for five (5) consecutive years for a term upto 31st March,2019, not liable to retire by rotation.

(i) Voted in favour of the Resolution:

Mode of Voting	Total number of members voted through e-voting process	Number of votes cast by them	% of total number of valid votes casted
E-voting	37	288224281	97.70
Poll	52	6760161	2.29
Total Voting	89	294984442	99.99

(iii) Voted against the Resolution:

Mode of Voting	Total number of members voted through e-voting process	Number of votes cast by them	% of total number of valid votes casted
E-voting	2	38764	0.01
Poll	6	2946	0.00
Total Voting	8	41710	0.01



Resolution No. 12-As a Special Resolution:

To appoint Mr. Anurag Choudhary, a relative of the director of the company, for holding and continuing to hold an office or place of profit as the Chief Executive Officer- CEO.

(i) Voted in favour of the Resolution:

Mode of Voting	Total number of members voted through e-voting process	Number of votes cast by them	% of total number of valid votes casted
E-voting	37	288241945	97.71
Poll	53	6761386	2.29
Total voting	90	295003331	100

(ii) Voted against the Resolution:

Mode of Voting	Total number of members voted through e-voting process	Number of votes cast by them	% of total number of valid votes casted
E-voting	0	0	0.00
Poll	5	1721	0.00
Total Voting	5	1721	0.00



Resolution No. 13-As a Special Resolution:

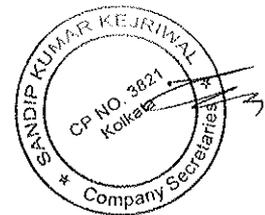
To appoint Mr. Tushar Choudhary, relative of the director of the company, for holding and continuing to hold an office or place of profit as President- Operations.

(i) Voted in favour of the Resolution:

Mode of Voting	Total number of members voted through e-voting process	Number of votes cast by them	% of total number of valid votes casted
E-voting	36	288240695	97.71
Poll	54	6761886	2.29
Total voting	90	295002581	100

(ii) Voted against the Resolution:

Mode of Voting	Total number of members voted through e-voting process	Number of votes cast by them	% of total number of valid votes casted
E-voting	1	350	0.00
Poll	4	1221	0.00
Total Voting	5	1571	0.00



Resolution No. 14-As a Special Resolution:

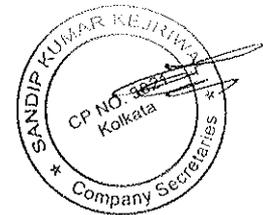
To appoint Mr. Amit Choudhary, a relative of a Director of the company for holding and continuing to hold an office or place as the President- Projects.

(i) Voted in favour of the Resolution:

Mode of Voting	Total number of members voted through e-voting process	Number of votes cast by them	% of total number of valid votes casted
E-voting	37	288241695	97.71
Poll	54	6761886	2.29
Total Voting	91	295003581	100

(ii) Voted against the Resolution:

Mode of Voting	Total number of members voted through e-voting process	Number of votes cast by them	% of total number of valid votes casted
E-voting	1	350	0.00
Poll	4	1221	0.00
Total Voting	5	1571	0.00



Resolution No. 15-As a Special Resolution:

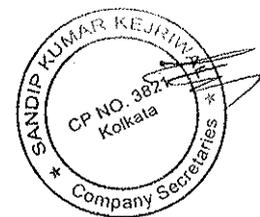
Consent of the Company accorded to the Board Of Directors for mortgaging, hypothecating, creation of charge on properties of the Company.

(i) Voted in favour of the Resolution:

Mode of Voting	Total number of members voted through e-voting process	Number of votes cast by them	% of total number of valid votes casted
E-voting	35	288243835	97.70
Poll	51	6760656	2.29
Total Voting	86	295004491	99.99

(ii) Voted against the Resolution:

Mode of Voting	Total number of members voted through e-voting process	Number of votes cast by them	% of total number of valid votes casted
E-voting	3	19110	0.01
Poll	7	2451	0.00
Total voting	10	21561	0.01



Resolution No. 16-As a Special Resolution:

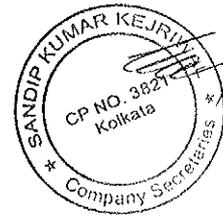
Consent of the Company accorded to the Board Of Directors to borrow from time to time, both in Indian currency and in Foreign currencies, including External commercial Borrowing(ECB). and by issue of debentures of any kind, by issue of commercial papers, raising through bonds in foreign currencies.

(i) Voted in favour of the Resolution:

Mode of Voting	Total number of members voted through e-voting process	Number of votes cast by them	% of total number of valid votes casted
E-voting	35	288243585	97.70
Poll	52	6761881	2.29
Total Voting	87	295005466	99.99

(ii) Voted against the Resolution:

Mode of Voting	Total number of members voted through e-voting process	Number of votes cast by them	% of total number of valid votes casted
E-voting	4	19460	0.01
Poll	6	1226	0.00
Total Voting	10	20686	0.01



Resolution No. 17-As a Special Resolution:

To amend the Articles of Association of the company.

(i) Voted in favour of the Resolution:

Mode of Voting	Total number of members voted through e-voting process	Number of votes cast by them	% of total number of valid votes casted
E-voting	34	288238348	97.71
Poll	54	6761886	2.29
Total Voting	88	295000234	100

(ii) Voted against the Resolution:

Mode of Voting	Total number of members voted through e-voting process	Number of votes cast by them	% of total number of valid votes casted
E-voting	3	3696	0.00
Poll	4	1221	0.00
Total Voting	7	4917	0.00



Resolution No. 18-As a Ordinary Resolution:

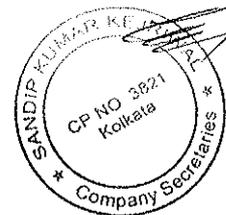
The remuneration Rs 40000 to Mr. Sambhu Banerjee, Cost Auditor.

(i) Voted in favour of the Resolution:

Mode of Voting	Total number of members voted through e-voting process	Number of votes cast by them	% of total number of valid votes casted
E-voting	37	288262349	97.71
Poll	55	6761902	2.29
Total Voting	92	295024251	100

(ii) Voted against the Resolution:

Mode of Voting	Total number of members voted through e-voting process	Number of votes cast by them	% of total number of valid votes casted
E-voting	2	696	0.00
Poll	3	1205	0.00
Total Voting	5	1901	0.00



Resolution No. 19-As a Special Resolution:

Consent of the members accorded to the Board of Directors for entering into transactions, contracts or arrangements with the related parties.

(i) Voted in favour of the Resolution:

Mode of Voting	Total number of members voted through e-voting process	Number of votes cast by them	% of total number of valid votes casted
E-voting	34	288240299	97.70
Poll	49	6759156	2.29
Total Voting	83	294999455	99.99

(i) Voted against the Resolution:

Mode of Voting	Total number of members voted through e-voting process	Number of votes cast by them	% of total number of valid votes casted
E-voting	5	22746	0.01
Poll	9	3951	0.00
Total Voting	14	26697	0.01

My aforesaid Report of the votes cast "in favour" or "against" the resolutions and invalid votes based on the report generated from the e-voting system provided by NSDL, the authorized agency to provide e-voting facilities, engaged by the company and ballot paper.

Thanking You.

Yours Sincerely,
Sandip Kumar kejriwal
Company Secretary
[C.P No.-3821]
[FCS No.-5152]
Scrutinizer for E-voting



Place: Kolkata

Date: 22nd September 2014