



# NGL Fine-Chem Limited

Regd. Office 301, E – Square, Subhash Road, Vile Parle East, Mumbai 400057 Maharashtra, India.  
Tel.: (+91 22) 40842222, Fax: (+91 22) 2610 8030, Email: [info@nglfinechem.com](mailto:info@nglfinechem.com) CIN L24110MH1981PLC025884, Website [www.nglfinechem.com](http://www.nglfinechem.com)

23<sup>rd</sup> August, 2024

To,  
The Manager Listing,  
**The BSE Ltd.,**  
Dalal Street, Fort,  
Mumbai –400001.  
Scrip Code: 524774

To,  
Listing Department  
**National Stock Exchange of India Limited**  
Exchange Plaza, 5<sup>th</sup> Floor, Plot No/C/1, G Block,  
Bandra Kurla Complex, Bandra ( E), Mumbai 400050.  
Symbol: NGLFINE

**Sub: Disclosure of voting Results of the 43<sup>rd</sup> Annual General Meeting of the Company**

Dear Sir,

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find attached herewith the voting results in respect of the remote e-voting and e-voting at the AGM on the resolutions item No. 1 to 4 as per the Notice dated May 21, 2024 of 43<sup>rd</sup> Annual General Meeting of the Company held on August 23, 2024. A copy of the consolidated Scrutinizer's Report dated August 23, 2024 in respect of the e-voting is enclosed herewith.

Kindly take the above information on your record and acknowledge a receipt of the same.

Thanking you,

Yours faithfully,  
**FOR NGL FINE-CHEM LIMITED**

Pallavi Satish  
Pednekar

Digitally signed by Pallavi  
Satish Pednekar  
Date: 2024.08.23 16:11:27  
+05'30'

**Pallavi Pednekar**  
**Company Secretary & Compliance Officer**  
**Membership No: A33498**

Encl: As Above.

Date of the AGM	23/08/2024
Total Number of Shareholders on record date	14640
<b>No. of shareholders present in the meeting either in person or through proxy:</b>	-
Promoters and Promoter Group	-
Public	-
No. of Shareholders attend the meeting through video conferencing:	
Promoters and Promoter Group	5
Public	38

Sr. No.	Details of the Item	Resolution required (Ordinary/Special)	Passed with
1.	To receive, consider and adopt the audited financial statements (including audited consolidated financial statements) for the financial year ended 31st March, 2024 and the Reports of the Directors and the Auditors thereon.	Ordinary Resolution	requisite majority
2.	To declare Final dividend for the financial year ended 31st March, 2024.	Ordinary Resolution	requisite majority
3.	To re-appoint Mr. Rajesh Lawande, Director (holding DIN 00327301) who retires by rotation and being eligible offers himself for re-appointment as Director.	Ordinary Resolution	requisite majority
4.	To ratify remuneration payable to Cost Auditor.	Ordinary Resolution	requisite majority

**SCRUTINIZER'S REPORT**

**Date: 23-08-2024**

**To,**  
The Chairman,  
**NGL FINE-CHEM LIMITED.**  
301, E-Square, Subhash Road,  
Vile Parle(East)  
Mumbai - 400057

**Re: Consolidated Scrutinizer's Report on voting through remote E-voting and E-voting during the course of 43<sup>rd</sup> Annual General Meeting held on 23<sup>rd</sup> August, 2024 in terms of provisions of the Companies Act, 2013 read with the Rules and Circulars issued thereunder and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Circulars issued thereunder.**

Dear Sir,

- A. I, Mr. Hemant Shetye, Designated Partner of M/s HSPN & Associates LLP, Practicing Company Secretaries, appointed as a scrutinizer vide Board Resolution dated **21<sup>st</sup> May, 2024** to conduct the following: -

To Scrutinize Remote E-voting process and the E-Voting facility offered to the shareholders of the Company during the course of 43<sup>rd</sup> Annual General Meeting (hereinafter referred as AGM) held on 23<sup>rd</sup> August, 2024, pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the resolutions mentioned in the notice of 43<sup>rd</sup> Annual General Meeting dated **23<sup>rd</sup> August, 2024**.

The voting rights were reckoned as on **Friday, 16<sup>th</sup> August, 2024** being the Cut-off date for the purpose of deciding the entitlements of members eligible for voting on the Resolutions.

- B. The AGM was held through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) pursuant to provisions of the Companies Act, 2013 & Rules made thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with MCA Circulars No. 14/2020 dated April 8, 2020, No. 17/2020 dated April 13, 2020, No. 20/2020 dated May 05, 2020, No 02/2021 dated January 13, 2021, No. 21/2021 dated December 14, 2021, No 02/2022 dated May 05, 2022, 10/2022 dated December 28, 2022 and 09/2023 dated September 25, 2023 (Collectively referred to as MCA Circulars) and SEBI Circular dated May 12, 2020 January 15, 2021, May 13, 2022 and January 05, 2023.



- C. I have also attended the AGM through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM) as per the specific Login ID for Scrutinizer provided by Company.
- D. The Company had availed remote E-voting facility offered by Central Depository Services (India) Limited (CDSL) for the purpose of E-voting by the members of the Company from **Tuesday, 20<sup>th</sup> August, 2024 (from 9.00 a.m. IST) and ended on Thursday, 22<sup>nd</sup> August, 2024 (till 5.00 p.m. IST)**. The E-voting facility was also offered during the course of AGM for the members who had not voted on the resolutions through remote E-voting facility, the CDSL E-voting platform was blocked thereafter.
- E. The votes cast under the remote E-voting facility and E-voting during AGM were thereafter unblocked and counted after the conclusion of the voting at the AGM in the presence of two witnesses (Names, Address and signature given below) who were not in employment of the Company.
- F. After the closure of the voting at the Annual General Meeting, the report on voting done for the meeting was generated in my presence and the voting was diligently scrutinized.
- G. I have scrutinized and reviewed the remote E-voting and E-voting during the AGM tendered therein based on the data downloaded from the CDSL E-voting system.
- H. The management of the company is responsible to ensure the compliance with the requirements of the companies Act, 2013 and the rules relating to AGM by Video Conferencing (VC)/ Other Audio Visual Means (OAVM) and the E-voting on the resolutions contained in the notice of the AGM, my responsibility as a scrutinizer for the voting process is restricted to make a Scrutinizer's Report of the total votes cast, votes in favor and against including invalid votes (if any) on resolutions contained in the said notice, based on the Report generated from the E-voting system provided by Central Depository Services (India) Limited (CDSL).
- I. I have scrutinized and reviewed the entire e-voting process and votes tendered therein as per the data downloaded from the Central Depository Services (India) Limited (CDSL) e-voting system, and on the basis of the votes received on the same, I hereby report the following:



A handwritten signature in blue ink, consisting of a stylized, cursive script.

# HSPN & ASSOCIATES LLP

Item No. of the Notice (i)	Votes in favour of the Resolution		Votes against the Resolution		Invalid votes Nos. (vi)
	Nos. (ii)	As a % of total number of valid votes (Favour and Against) (iii=ii / (ii+iv) *100)	Nos. (iv)	As a % of total number of valid votes (Favour and Against) (v =iv / (ii+iv)* 100)	
<b>Item No. 1- Ordinary Resolution:</b> To receive, consider and adopt the Audited Financial Statements of the Company (including audited consolidated financial statements) for the financial year ended March 31, 2024, together with the Reports of the Board of Directors and Auditors thereon.	19,00,365	99.99	5	0.01	0

Note: Decimals up to 2 digits have been considered.

# Since Resolutions are put to Vote through only E-voting process voting by poll is not applicable.

Thus, based on the Results, the **Ordinary Resolution** as contained in Item No. 1 is passed with requisite majority.



# HSPN & ASSOCIATES LLP

Item No. of the Notice (i)	Votes in favour of the Resolution		Votes against the Resolution		Invalid votes Nos. (vi)
	Nos. (ii)	As a % of total number of valid votes (Favour and Against) $(iii=ii / (ii+iv) * 100)$	Nos. (iv)	As a % of total number of valid votes (Favour and Against) $(v = iv / (ii+iv) * 100)$	
<b>Item No. 2- Ordinary Resolution:</b> To declare a Final Dividend of Rs. 1.75/- per equity share i.e. 35% for the financial year ended 31 <sup>st</sup> March, 2024.	19,01,350	99.99	5	0.01	0

Note: Decimals up to 2 digits have been considered.

# since Resolutions are put to Vote through only E-voting process voting by poll is not applicable.

Thus, based on the Results, the **Ordinary Resolution** as contained in Item No. 2 is passed with requisite majority.



# HSPN & ASSOCIATES LLP

Item No. of the Notice (i)	Votes in favour of the Resolution		Votes against the Resolution		Invalid votes Nos. (vi)
	Nos. (ii)	As a % of total number of valid votes (Favour and Against) $(iii=ii / (ii+iv) * 100)$	Nos. (iv)	As a % of total number of valid votes (Favour and Against) $(v = iv / (ii+iv) * 100)$	
<b>Item No. 3- Ordinary Resolution:</b> To re-appoint Mr. Rajesh Lawande, Director (holding DIN: 00327301) who retires by rotation & being eligible offers himself for re-appointment as Director.	5,47,999	99.82	990	0.18	0

Note: Decimals up to 2 digits have been considered.

# Since Resolutions are put to Vote through only E-voting process voting by poll is not applicable.

##Mr. Rajesh Lawande did not vote on this resolution.

Thus, based on the Results, the **Ordinary Resolution** as contained in Item No. 3 is passed with requisite majority.



# HSPN & ASSOCIATES LLP

Item No. of the Notice (i)	Votes in favour of the Resolution		Votes against the Resolution		Invalid votes Nos. (vi)
	Nos. (ii)	As a % of total number of valid votes (Favour and Against) $(iii=ii / (ii+iv) * 100)$	Nos. (iv)	As a % of total number of valid votes (Favour and Against) $(v = iv / (ii+iv) * 100)$	
<b>Item No. 4- Ordinary Resolution: (Special Business)</b> Payment of Remuneration to Cost Auditor	19,01,350	99.99	5	0.01	0

Note: Decimals up to 2 digits have been considered.

# since Resolutions are put to Vote through only E-voting process, voting by poll is not applicable

Thus, based on the Results, the **Ordinary Resolution** as contained in Item No. 4 is passed with majority.





- J. The electronic data and all other relevant records relating to e-voting are under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

## K. Restriction on Use

This report has been issued at the request of the Company for (i) submission to Stock Exchange i.e., BSE Limited and NSE Limited (ii) placing on website of the Company and (iii) website of Central Depository Services (India) Limited (CDSL). This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or in to whose hands it may come without my prior consent in writing.

**Date: 23-08-2024**

**Place: Mumbai**

**ICSI UDIN: F002827F001032042**

**Peer Review No: 2507/2022**



**For HSPN & Associates LLP,  
Company Secretaries,**

**Mr. Hemant Shetye  
Designated Partner  
FCS. -2827  
CP No. - 1483**

Name: Mr. Kunal Sakpal  
Witness 1  
Address: 206, 2<sup>nd</sup> Floor,  
Tantia & Jogani Industrial Estate,  
J. R. Boricha Marg, Lower Parel (E),  
Mumbai- 400 011.

Name: Mr. Ajay Ballal  
Witness 2  
Address: 206, 2<sup>nd</sup> Floor,  
Tantia & Jogani Industrial Estate,  
J. R. Boricha Marg, Lower Parel (E),  
Mumbai- 400 011.

**Counter Signature of Chairman**

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Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt the audited financial statements (including audited consolidated financial statements) for the financial year ended 31st March, 2024 and the Reports of the Directors and the Auditors thereon.				
Category	Mode of voting	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	E-Voting	4493646	1870237	41.6196	1870237	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		4493646	1870237	41.6196	1870237	0	100.0000
Public- Institutions	E-Voting	1147	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		1147	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	1683231	30133	1.7902	30128	5	99.9834	0.0166
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		1683231	30133	1.7902	30128	5	99.9834
<b>Total</b>		6178024	1900370	30.7602	1900365	5	99.9997	0.0003
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							<a href="#">Add Notes</a>	

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Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To declare Final dividend for the financial year ended 31st March, 2024.				
Category	Mode of voting	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	E-Voting	4493646	1870237	41.6196	1870237	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		4493646	1870237	41.6196	1870237	0	100.0000
Public- Institutions	E-Voting	1147	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		1147	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	1683231	31118	1.8487	31113	5	99.9839	0.0161
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		1683231	31118	1.8487	31113	5	99.9839
<b>Total</b>		6178024	1901355	30.7761	1901350	5	99.9997	0.0003
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							<a href="#">Add Notes</a>	

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Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To re-appoint Mr. Rajesh Lawande, Director (holding DIN 00327301) who retires by rotation & being eligible offers himself for re-appointment as Director.				
Category	Mode of voting	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	E-Voting	4493646	517871	11.5245	517871	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		<b>4493646</b>	<b>517871</b>	<b>11.5245</b>	<b>517871</b>	<b>0</b>	<b>100.0000</b>
Public- Institutions	E-Voting	1147	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		<b>1147</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>
Public- Non Institutions	E-Voting	1683231	31118	1.8487	30128	990	96.8186	3.1814
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		<b>1683231</b>	<b>31118</b>	<b>1.8487</b>	<b>30128</b>	<b>990</b>	<b>96.8186</b>
<b>Total</b>		<b>6178024</b>	<b>548989</b>	<b>8.8862</b>	<b>547999</b>	<b>990</b>	<b>99.8197</b>	<b>0.1803</b>
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							<a href="#">Add Notes</a>	

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Resolution (4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To ratify remuneration payable to the Cost Auditor.				
Category	Mode of voting	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	E-Voting	4493646	1870237	41.6196	1870237	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		<b>4493646</b>	<b>1870237</b>	<b>41.6196</b>	<b>1870237</b>	<b>0</b>	<b>100.0000</b>
Public- Institutions	E-Voting	1147	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		<b>1147</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>
Public- Non Institutions	E-Voting	1683231	31118	1.8487	31113	5	99.9839	0.0161
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		<b>1683231</b>	<b>31118</b>	<b>1.8487</b>	<b>31113</b>	<b>5</b>	<b>99.9839</b>
<b>Total</b>		<b>6178024</b>	<b>1901355</b>	<b>30.7761</b>	<b>1901350</b>	<b>5</b>	<b>99.9997</b>	<b>0.0003</b>
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							<a href="#">Add Notes</a>	