

The Chairman
CHEMPLAST SANMAR LIMITED
CIN: L24230TN1985PLC011637
9 CATHEDRAL ROAD,
CHENNAI 600086

Dear Sir,

Subject: Consolidated Scrutinizer's Report on remote e-voting and e-Voting during the AGM 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 amendments thereto extended by M/s KFin Technologies limited at the 38th Annual General Meeting ("AGM") of Chemplast Sanmar Limited held on Friday, 24th June 2022 at 03.00 PM through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

At the outset, We would like to thank the Board of Directors of the Company for appointing us, B Ravi & Associates, Practicing Company Secretaries represented by Dr. B. Ravi, Managing Partner as the Scrutinizer for the remote e-Voting and e-Voting conducted during the 38th AGM of the members of your Company held on Friday, 24th June 2022 at 03.00PM through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

We are pleased to submit the Consolidated Scrutinizer's report, which is comprehensive and self-explanatory in all respects.

Place : Chennai

Date : 25.06.2022

Signature:

B. Ravi

Name of Company Secretary in practice: CS Dr. B Ravi

FCS No.: 1810 CP No.: 3318

Managing Partner

B RAVI & ASSOCIATES

Firm Registration Number: P2016TN052400

Peer Review Certificate Number: 930/2020



SCRUTINIZER'S REPORT

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

1. Appointment as Scrutinizer:

We, B Ravi & Associates, Practicing Company Secretaries represented by Dr. B. Ravi, Managing Partner, have been appointed by the Board of Directors of **Chemplast Sanmar Limited** ("the Company") as Scrutinizer for the purpose of scrutinizing the remote e-Voting and e-Voting conducted during the 38th Annual General Meeting (AGM) held on Friday, 24th June 2022 at 03.00 PM and ascertaining the requisite majority, as per the provisions of Section 108 of the Companies Act, 2013 (hereinafter referred to as "Act") read with Rule 20 and Rule 21 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and subject to Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

2. Dispatch of Notice convening the Meeting and Public Advertisement thereto:

- 2.1. The Company has informed that the Notice dated 10th May 2022 along with statement setting out material facts under Section 102 of the Act were sent to the Shareholders in respect of the resolutions passed at the AGM of the Company, on 01st June 2022.
- 2.2. The Public Advertisement with respect to dispatch of Notices and conduct of voting through electronic means was published in an English newspaper "The Financial Express" and vernacular newspaper "Dinamani" of wide circulation in their respective editions dated 02nd June 2022.

3. Cut-off date:

The voting rights were reckoned as on **Friday, June 17, 2022** and the members of the Company as on the "cut-off" date i.e. **Friday, June 17, 2022** were entitled to vote on the resolutions (items no. 1 to 5 as set out in the notice of the 38th AGM of the Company) either through remote e-Voting or e-Voting during the AGM.

4. Remote e-Voting:

- 4.1. **Agency:** The Company had engaged the services of M/s KFin Technologies Limited ("KFIN") to provide e-Voting facility to its Members.



B. Ravi

4.2. **Remote e-Voting period:** The remote e-Voting period remained open from Tuesday, June 21, 2022 (09:00 A.M. Indian Standard Time) to Thursday, June 23, 2022 (05:00 P.M. Indian Standard Time).

5. Voting at the AGM:

The Company had also provided the facility for e-Voting to the shareholders who attended the AGM through VC/OAVM and who had not cast their vote earlier through remote e-Voting facility.

6. Results:

- 6.1. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the Rules relating to voting through electronic means on the resolutions, Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Our responsibility as a Scrutinizer for the e-voting process is restricted to presenting a Scrutinizer's Report of the votes cast "in favour" or "against" or "abstained", in respect of the resolutions passed at the AGM, based on the reports generated from the e-voting system provided by KFIN, the authorized agency to provide e-Voting facilities, engaged by the Company.
- 6.2. The votes cast under remote e-Voting facility and e-voting conducted during the AGM were unblocked after the expiry of the period as stipulated in presence of Ms. Shiva Priyaa S and Ms. Anusha M who were not in employment of the Company
- 6.3. Thereafter, the consolidated details containing inter alia, list of Equity Shareholders, who voted "for", "against" or "abstained", in respect of each of the resolutions that were put to vote, were generated from the e-voting website of KFIN and based on such reports generated, the result of the e-Voting is enclosed.
- 6.4. Based on the aforesaid results, we report that **Five Ordinary Resolutions** as contained in Item Nos. 01 to 05 of the Notice dated 10th May 2022 have been passed with requisite majority.

Place : Chennai
Date : 25.06.2022



Signature: *B. Ravi*
Name of Company Secretary in Practice: CS Dr. B Ravi
FCS No.: 1810 **CP No.:** 3318
Managing Partner
B RAVI & ASSOCIATES
Firm Registration Number: P2016TN052400
Peer Review Certificate Number: 930/2020
UDIN: F001810D000529447

CONSOLIDATED RESULTS

I. ORDINARY BUSINESS

Resolution No. 1:

- a) Adoption of Audited Standalone Financial Statements for the financial year ended 31.03.2022 along with the Reports of the Board of Directors and Auditors thereon and (b) Adoption of Audited Consolidated Financial Statements for the year ended 31.03.2022 along with the Report of the Auditors thereon.

Voting Method	Total Valid Votes	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	Abstained Votes	
		No. of folios	No. of Shares	% of total number of valid votes cast	No. of folios	No. of Shares	% of total number of valid votes cast		No. of folios	No. of Shares
Remote e-voting and voting at the AGM	137626686	249	137626079	99.99	7	607	0.0004	0	0	0
Total	137626686	249	137626079	99.99	7	607	0.0004	0	0	0

Based on the aforesaid results, We report that the **Ordinary Resolution** as contained in Item No.1(a) and (b) of the AGM Notice dated 10th May 2022 has been passed with **requisite majority**.



B. Ravi

Resolution No. 2:

To appoint a Director in place of Dr Amarnath Ananthanarayanan (DIN 02928105), who retires by rotation and being eligible, offers himself for re-appointment

Voting Method	Total Valid Votes	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	Abstained Votes	
		No. of folios	No. of Shares	% of total number of valid votes cast	No. of folios	No. of Shares	% of total number of valid votes cast		No. of folios	No. of Shares
Remote e-voting and voting at the AGM	137625673	240	137264916	99.74	14	360757	0.2621	0	1	1003
Total	137625673	240	137264916	99.74	14	360757	0.2621	0	1	1003

Based on the aforesaid results, We report that the **Ordinary Resolution** as contained in Item No.2 of the AGM Notice dated 10th May 2022 has been passed with **requisite majority**.



B. Ravi

Resolution No. 3:

To appoint BSR &Co LLP, Chartered Accountants (Firm Registration No.: 101248W/W100022) as Statutory auditors for a period of 5 years and fix their remuneration

Voting Method	Total Valid Votes	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	Abstained Votes	
		No. of folios	No. of Shares	% of total number of valid votes cast	No. of folios	No. of Shares	% of total number of valid votes cast		No. of folios	No. of Shares
Remote e-voting and voting at the AGM	137625682	247	137625050	99.99	9	632	0.0005	0	1	1003
Total	137625682	247	137625050	99.99	9	632	0.0005	0	1	1003

Based on the aforesaid results, We report that the **Ordinary Resolution** as contained in Item No.3 of the AGM Notice dated 10th May 2022 has been passed with **requisite majority**.



B Ravi

II. SPECIAL BUSINESS

Resolution No. 4:

To approve the payment of Remuneration to Cost Auditors, N Sivashankaran & Co, Cost Accountants for the Financial year 2022-23

Voting Method	Total Valid Votes	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	Abstained Votes	
		No. of folios	No. of Shares	% of total number of valid votes cast	No. of folios	No. of Shares	% of total number of valid votes cast		No. of folios	No. of Shares
Remote e-voting and voting at the AGM	137625675	239	137624896	99.99	15	779	0.0006	0	1	1003
Total	137625675	239	137624896	99.99	15	779	0.0006	0	1	1003

Based on the aforesaid results, We report that the **Ordinary Resolution** as contained in Item No.4 of the AGM Notice dated 10th May 2022 has been passed with **requisite majority**.

B. Ram.



Resolution No. 5:

To approve the payment of annual commission to all the Independent Directors for a period of 5 years from the Financial Year 2021-22

Voting Method	Total Valid Votes	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	Abstained Votes	
		No. of folios	No. of Shares	% of total number of valid votes cast	No. of folios	No. of Shares	% of total number of valid votes cast		No. of folios	No. of Shares
Remote e-voting and voting at the AGM	137626650	230	137620820	99.99	24	5830	0.0042	0	1	27
Total	137626650	230	137620820	99.99	24	5830	0.0042	0	1	27

Based on the aforesaid results, We report that the **Ordinary Resolution** as contained in Item No.5 of the AGM Notice dated 10th May 2022 has been passed with **requisite majority**.



B. Ravi