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CIN L24230TN1985PLC011637

9th August 2024

BSE Limited
Department of Corporate Services
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai- 400 001
Scrip Code - 543336

National Stock Exchange of India Limited Exchange Plaza, Bandra-Kurla Complex, Mumbai- 400 051 Scrip Symbol: CHEMPLASTS

Dear Sir/Madam,

### Sub: Voting Results and Scrutinizer Report of 40th Annual General Meeting held on 8th August, 2024

Pursuant to Regulation 44(3) of the Listing Regulations and 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, we enclose details of the voting results of 40th Annual General Meeting of the Company held on Thursday, the 8th August, 2024 at 3.00 PM IST through Video Conferencing / Other Audio-Visual Means in the prescribed format as Annexure 1 along with copy of the Scrutinizers' Report dated 9th August, 2024 received from M/s B Ravi & Associates, Company Secretaries, represented by the Managing Partner, CS B Ravi.

Please note that based on the results, we hereby inform that Five Ordinary Resolutions as contained in Item Nos. 1 to 5 and One Special Resolution as contained in Item no. 6 of the Notice dated 24<sup>th</sup> June, 2024 have been passed with requisite majority.

This is for your information and records.

Thanking you,

Yours faithfully,

For CHEMPLAST SANMAR LIMITED

M Raman Company Secretary & Compliance Officer Memb. No. ACS 6248



#### Annexure - 1

General information about company	
Scrip code	543336
NSE Symbol	CHEMPLASTS
MSEI Symbol	NOTLISTED
ISIN	INE488A01050
Name of the company	CHEMPLAST SANMAR LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	08-08-2024
Start time of the meeting	03:00 PM
End time of the meeting	03:32 PM

Scrutinizer Details									
Name of the Scrutinizer	CS Dr B Ravi								
Firms Name	B RAVI & ASSOCIATES								
Qualification	CS								
Membership Number	1810								
Date of Board Meeting in which appointed	20-05-2024								
Date of Issuance of Report to the company	09-08-2024								

Voting results									
Record date	01-08-2024								
Total number of shareholders on record date	74996								
No. of shareholders present in the meeting either in person or through proxy	·								
a) Promoters and Promoter group	0								
b) Public	0								
No. of shareholders attended the meeting through video conferencing	·								
a) Promoters and Promoter group	6								
b) Public	34								
No. of resolution passed in the meeting	6								
Disclosure of notes on voting results									

				Resolution	n(1)					
Resolution re	quired: (Ordin	ary / Special)	)	Ordinary						
Whether pror the agenda/re	noter/promote solution?	r group are in	terested in	No						
Description of resolution considered			financial year ende thereon and Board of the Company fo	Adoption of a)the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2024, together with the Reports of the Auditors thereon and Board of Directors. b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2024 together with the Report of Auditors thereon.						
Category	Category Mode of voting No. of shares held No. of votes polled on outstanding shares						% 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		
	E-Voting		86945065	100	86945065	0	100	0		
Promoter	Poll									
and Promoter Group	Postal Ballot (if applicable)	86945065								
	Total	86945065	86945065	100	86945065	0	100	0		
	E-Voting		60110866	96.5444	60110866	0	100	0		
	Poll									
Public- Institutions	Postal Ballot (if applicable)	62262389								
	Total	62262389	60110866	96.5444	60110866	0	100	0		
	E-Voting		11193	0.1257	11008	185	98.3472	1.6528		
	Poll									
Public- Non Institutions	Postal Ballot (if applicable)	8902120								
	Total	8902120	11193	0.1257	11008	185	98.3472	1.6528		
	Total	158109574	147067124	93.016	147066939	185	99.9999	0.0001		
				Whethe	er resolution is F	ass or Not.	Yes			
				Disclo	sure of notes or	resolution				

				Resolution(	2)					
Resolution req	uired: (Ordinar	y / Special)		Ordinary						
Whether prom agenda/resolut	oter/promoter g ion?	group are inter	ested in the	No						
Description of	resolution cons	sidered					y Sankar (DIN: 00 ligible, offers hims			
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		
	E-Voting		86945065	100	86945065	0	100	0		
	Poll									
Promoter and Promoter Group	Postal Ballot (if applicable)	86945065								
	Total	86945065	86945065	100	86945065	0	100	0		
	E-Voting		60110866	96.5444	56219050	3891816	93.5256	6.4744		
	Poll									
Public- Institutions	Postal Ballot (if applicable)	62262389								
	Total	62262389	60110866	96.5444	56219050	3891816	93.5256	6.4744		
	E-Voting		11171	0.1255	10959	212	98.1022	1.8978		
	Poll									
Public- Non Institutions	Postal Ballot (if applicable)	8902120								
	Total	8902120	11171	0.1255	10959	212	98.1022	1.8978		
	Total	158109574	147067102	93.0159	143175074	3892028	97.3536	2.6464		
				Wheth	er resolution is	Pass or Not.	Yes			
				Disclo	osure of notes o	n resolution				

				Resolution	n(3)					
Resolution re	quired: (Ordina	ary / Special)		Ordinary						
Whether pronting the agenda/re	noter/promoter solution?	group are int	erested in	No						
Description o	f resolution co	nsidered		Appointment of Mr Sumit Maheshwari (DIN:06920646) as Non-Executive Non-Independent Director of the Company liable to retire by rotation, in the casual vacancy caused by the retirement of Mr Chandran Ratnaswami (DIN: 00109215).						
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		
	E-Voting		86945065	100	86945065	0	100	0		
Promoter	Poll									
and Promoter Group	Postal Ballot (if applicable)	86945065								
	Total	86945065	86945065	100	86945065	0	100	0		
	E-Voting		60110866	96.5444	56369698	3741168	93.7762	6.2238		
	Poll									
Public- Institutions	Postal Ballot (if applicable)	62262389								
	Total	62262389	60110866	96.5444	56369698	3741168	93.7762	6.2238		
	E-Voting		11161	0.1254	10949	212	98.1005	1.8995		
	Poll									
Public- Non Institutions	Postal Ballot (if applicable)	8902120								
	Total	8902120	11161	0.1254	10949	212	98.1005	1.8995		
	Total	158109574	147067092	93.0159	143325712	3741380	97.456	2.544		
		•		Wheth	ner resolution is	Pass or Not.	Yes	•		
				Discl	losure of notes of	n resolution				

				Resolution	n(4)					
Resolution re	quired: (Ordin	nary / Special)	)	Ordinary						
Whether pror	noter/promote esolution?	er group are in	nterested in	No						
Description of	Description of resolution considered			reimbursement of & Co., Cost Accouthe Board of Direc	Payment of Remuneration of Rs. 5,00,000 (Rupees Five Lacs Only), apart from reimbursement of out-of-pocket expenses and applicable taxes, to N Sivashankaran & Co., Cost Accountants, (Firm Registration No. 100662), who were appointed by the Board of Directors at its meeting held on May 20, 2024 for carrying out Cost Audit of the Company for the Financial Year 2024-25.					
Category	Category Mode of voting No. of shares held No. of votes polled votes polled shares held No. of votes polled shares No. of votes on outstanding shares No. of votes again						% 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		
	E-Voting		86945065	100	86945065	0	100	0		
Promoter	Poll									
and Promoter Group	Postal Ballot (if applicable)	86945065								
	Total	86945065	86945065	100	86945065	0	100	0		
	E-Voting		60110866	96.5444	60110866	0	100	0		
	Poll									
Public- Institutions	Postal Ballot (if applicable)	62262389								
	Total	62262389	60110866	96.5444	60110866	0	100	0		
	E-Voting		11193	0.1257	10740	453	95.9528	4.0472		
	Poll									
Public- Non Institutions	Postal Ballot (if applicable)	8902120								
	Total	8902120	11193	0.1257	10740	453	95.9528	4.0472		
	Total	158109574	147067124	93.016	147066671	453	99.9997	0.0003		
				Whethe	er resolution is F	ass or Not.	Yes			
				Disclo	sure of notes or	resolution				

				Resolution(5	5)					
Resolution req	uired: (Ordinary	y / Special)		Ordinary						
Whether promagenda/resolut	oter/promoter g ion?	roup are intere	ested in the	No						
Description of	resolution cons	idered		Remuneration/Co	Remuneration/Commission to Independent Directors					
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		
	E-Voting		86945065	100	86945065	0	100	0		
D	Poll	]								
Promoter and Promoter Group	Postal Ballot (if applicable)	86945065								
	Total	86945065	86945065	100	86945065	0	100	0		
	E-Voting		60110866	96.5444	60067011	43855	99.927	0.073		
	Poll									
Public- Institutions	Postal Ballot (if applicable)	62262389								
	Total	62262389	60110866	96.5444	60067011	43855	99.927	0.073		
	E-Voting		11193	0.1257	10510	683	93.898	6.102		
	Poll									
Public- Non Institutions	Postal Ballot (if applicable)	8902120								
	Total	8902120	11193	0.1257	10510	683	93.898	6.102		
	Total 158109574 147067124				147022586	44538	99.9697	0.0303		
				Whether	resolution is P	ass or Not.	Yes			
				Disclos	sure of notes on	resolution				

				Resolution(	6)				
Resolution req	uired: (Ordinar	y / Special)		Special					
Whether promagenda/resolut	oter/promoter g ion?	group are inter-	ested in the	No					
Description of	resolution cons	sidered		Raising of funds including through	by issue of Equ n Qualified Inst	ity Shares ar itutional Plac	nd/or convertible in cement.	nstruments	
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	
	E-Voting		86945065	100	86945065	0	100	0	
Promoter and Promoter Group	Poll								
	Postal Ballot (if applicable)	86945065							
	Total	86945065	86945065	100	86945065	0	100	0	
	E-Voting		60110866	96.5444	56279558	3831308	93.6263	6.3737	
	Poll								
Public- Institutions	Postal Ballot (if applicable)	62262389							
	Total	62262389	60110866	96.5444	56279558	3831308	93.6263	6.3737	
	E-Voting		11191	0.1257	10749	442	96.0504	3.9496	
	Poll								
Public- Non Institutions	Postal Ballot (if applicable)	8902120							
	Total	8902120	11191	0.1257	10749	442	96.0504	3.9496	
	Total 158109574 147067122				143235372	3831750	97.3946	2.6054	
				Whethe	er resolution is	Pass or Not.	Yes		
<u> </u>				Disclo	osure of notes o	n resolution			



email: bravics@gmail.com

P2016TN052400

GSTIN: 33AAQFB4598N1ZO

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 Annual General Meeting 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, provided by M/s KFIN Technologies limited at the 40th Annual General Meeting ("AGM") of Chemplast Sanmar Limited held on Thursday, 08th August, 2024 at 03.00 PM IST 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 CS Dr. B. Ravi, Managing Partner as the Scrutinizer for the remote e-Voting and e-Voting conducted during the 40<sup>th</sup>AGM of the members of your Company held on Thursday, 08<sup>th</sup>August, 2024 at 03.00 PM 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

Signature: B Ray

Date: 09.08.2024

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

FCS No.: 1810 CP No.: 3318

Managing Partner

**BRAVI & ASSOCIATES** 

Firm Registration Number: P2016TN052400

Peer Review Certificate Number: 930/2020



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P2016TN052400

GSTIN: 33AAQFB4598N1ZO

### **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 CS 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 40th Annual General Meeting (AGM) held on Thursday, 08th August,2024 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 24<sup>th</sup> June, 2024 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 13<sup>th</sup> July, 2024.
- 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 15th July, 2024.



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P2016TN052400

**GSTIN: 33AAQFB4598N1ZO** 

### 3. Cut-off date:

The voting rights were reckoned as on **Thursday**, 1<sup>st</sup> August, 2024 and the members of the Company as on the "cut-off" date i.e. **Thursday**, 1<sup>st</sup> August, 2024 were entitled to vote on the resolutions (items no. 1 to 6 as set out in the notice of the 40<sup>th</sup> 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.
- 4.2. Remote e-Voting period: The remote e-Voting period remained open from Monday, 5th August, 2024 (09:00 A.M. Indian Standard Time) to Wednesday, 7th August, 2024 (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.



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P2016TN052400

GSTIN: 33AAQFB4598N1ZO

- 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. CS Shiva Priyaa S and Ms. CS 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 and **One Special Resolution** as contained in Item no. 06 of the Notice dated 24<sup>th</sup> June, 2024 have been passed with requisite majority.

Place: Chennai

Date: 09.08.2024

Signature:

Ray

Sample of the Control of the Co

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

FCS No.: 1810 CP No.: 3318

**Managing Partner** 

**BRAVI & ASSOCIATES** 

Firm Registration Number: P2016TN052400 Peer Review Certificate Number: 930/2020

UDIN: F001810F000934522

### I. ORDINARY BUSINESS

### Resolution No. 1:

To receive, consider and adopt:

- a) the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2024, together with the Reports of the Auditors thereon and Board of Directors.
- b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2024 together with the Report of Auditors thereon.

Voting Method	Total Valid Votes	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	1	tained otes
		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	14,70,67,124	244	14,70,66,939	99.9999	6	185	0.0001	0	2	1027
Total	14,70,67,124	244	14,70,66,939	99,9999	6	185	0.0001	0	2	1027

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 24<sup>th</sup> June, 2024 has been passed with **requisite majority**.



### Resolution No. 2:

To appoint a Director in place of Mr. Vijay Sankar(DIN: 00007875) Director, who retires by rotation and being eligible, offers himself for reappointment.

Voting Method	Total Valid Votes	Votes in favour of the resolution			Votes a	against the re	Invalid Votes		tained otes	
		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	14,70,67,102	231	14,31,75,074	97.354	24	38,92,028	2.646	0	3	1054
Total	14,70,67,102	231	14,31,75,074	97.354	24	38,92,028	2.646	0	3	1054

Based on the aforesaid results, We report that the **Ordinary Resolution** as contained in Item No.2 of the AGM Notice dated 24<sup>th</sup> June, 2024has been passed with **requisite majority**.



### **II. SPECIAL BUSINESS**

### Resolution No. 3:

To appoint Mr. Sumit Maheshwari (DIN: 06920646) as Non-Executive Non-Independent Director of the Company liable to retireby rotation, in the casual vacancy caused by the retirement of Mr. Chandran Ratnaswami (DIN: 00109215)

Voting Method	Total Valid Votes	Votes in	favour of the res	Votes a	Invalid Votes	i	tained otes			
		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	14,70,67,092	239	14,33,25,712	97.456	15	37,41,380	2.544	.0	3	1054
Total	14,70,67,092	239	14,33,25,712	97.456	15	37,41,380	2.544	0	3	1054

Based on the aforesaid results, We report that the **Ordinary Resolution** as contained in Item No.3 of the AGM Notice dated 24<sup>th</sup> June, 2024 has been passed with **requisite majority**.



### Resolution No. 4:

To approve the payment of Remuneration to Cost Auditors, N Sivashankaran& Co, Cost Accountants (Firm Registration No.100662) for the Financial year 2024-25

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	14,70,67,124	241	14,70,66,671	99.9997	10	453	0.0003	0	2	1027
Total	14,70,67,124	241	14,70,66,671	99.9997	10	453	0.0003	0	2	1027

Based on the aforesaid results, We report that the **Ordinary Resolution** as contained in Item No.4of the AGM Notice dated 24<sup>th</sup> June, 2024 has been passed with **requisite majority**.



### Resolution No. 5:

To approve the payment of commission/remuneration to the Independent directors for a period of 3 years commencing from and effective from the financial year 2023-24

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	14,70,67,124	234	14,70,22,586	99.970	17	44,538	0.030	0	2	1027
Total	14,70,67,124	234	14,70,22,586	99.970	17	44,538	0.030	0	2	1027

Based on the aforesaid results, we report that the **Ordinary Resolution** as contained in Item No.5 of the AGM Notice dated 24th June, 2024 has been passed with **requisite majority**.



### Resolution No. 6:

To approve raising of funds by issue of equity shares and/ or convertible instruments including through Qualified Institutional Placement.

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	14,70,67,122	233	14,32,35,372	97.395	22	38,31,750	2.605	0	2	1027
Total	14,70,67,122	233	14,32,35,372	97.395	22	38,31,750	2.605	0	2	1027

Based on the aforesaid results, We report that the **Special Resolution** as contained in Item No. 6 of the AGM Notice dated 24<sup>th</sup> June, 2024 has been passed with **requisite majority**.

