



TRANSCHEM LIMITED

March 25, 2019

The Manager
BSE Limited
1st Floor, P.J. Towers
Dalal Street, Fort
Mumbai – 400 001

Stock Code: 500422

Dear Sirs,

Sub: Submission of voting result of Postal Ballot and E-Voting along with Scrutinizer's Report, pursuant to Regulation 44 of SEBI (LODR) Regulations 2015

This is with reference to Postal Ballot Notice dated February 20, 2019 informing you that Company proposed to seek the approval of the members of the Company by Postal Ballot and e-voting as per Section 110 and other applicable provisions, if any, of the Companies Act, 2013 (Act) read with the Companies (Management and Administration) Rules 2014 (Rules) and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 executed by the Company with BSE Limited. Voting by Postal Ballot was sought to be initiated for seeking approval of Members for:

1. To alter the main object clause of the Memorandum of Association so that Company can take up new business activity of food processing and/or providing of warehousing facilities
2. To authorize Board to rent-out, leased out or to dispose off the assets of the Mushroom Division for a consideration not less than Rs. 18 Crores which is well above the guideline value and to use the proceeds from the sale exclusively for business purposes of Company
3. To authorize Board to give loan or to give guarantee or provide security in connection with loan and to acquire securities of any other body corporate for an amount that shall not exceed a sum of Rs.40 Crores (Rupees Forty Crores Only) that is in excess of the limit of 60% of the aggregate of paid-up capital, free reserves and securities premium account of the Company or 100% of free reserves and securities premium account of the Company

The Board of Directors in compliance with Rule 22(5) of the Rules appointed CS. Amita Saxena, Company Secretary in practice as Scrutinizer for conducting the said Postal Ballot process in fair and transparent manner. The Scrutinizer has submitted her Report dated March 25, 2019 to the Chairperson

CIN : L24100MH1976PLC019327

Regd. Office : 304, Ganatra Estate, Pokhran Road No. 1, Khopat, Thane (W) 400 601.

Tel.: 022-2547 7077 Telefax : 022-2547 8601 E-mail : secretary@transchem.net Website : www.transchem.net



On the basis of the report received from the Scrutinizer today i.e. March 25, 2019 the said special resolutions have been approved as the resolutions were passed with requisite majority.

Please find enclosed the details of voting results of Postal Ballot pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Please find enclosed the copy of Scrutinizer's Report.

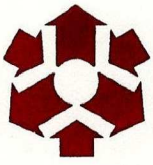
The copy of Scrutinizer's Report is also available on the Company's website www.transchem.net

You are requested to arrange to take the same on record.

For **TRANSCHEM LIMITED**

A handwritten signature in black ink, appearing to read 'Neeraja Karandikar', written over a circular stamp or mark.

(Neeraja Karandikar)
Company Secretary
ACS- 10130

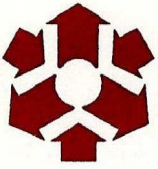


Date of Postal Ballot Notice	20/03/2019
Total number of shareholders on the cut-off date on 15/02/2019	13244
No of shareholders present in the meeting either in person or through proxy Promoters and Promoter Group Public	Not Applicable
Number of shareholders attended meeting through video conferencing	Not Applicable

RESOLUTION 1: To alter the main object clause of the Memorandum of Association so that Company can take up new business activity of food processing and/or providing of warehousing facilities								
Resolution required (Ordinary/ Special)							Special	
Whether promoter/ promoter group are interested in the agenda/resolution							No	
Category	Mode of voting	Number of shares held	No of vote polled	% of vote polled	No of vote in favour	No of vote against	% of vote in favour	% of vote against
		1	2	3	4	5	6	7
promoter/ promoter group	E-Voting		2274373	53.21	2274373	0	100	0
	Postal Ballot		0	0	0	0	0	0
	Total	4274373	2274373	53.21	2274373	0	100	0
Public Institutions	E-Voting		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	4000	0	0	0	0	0	0
Public Non-Institution	E-Voting		941165	11.82	940304	861	99.91	0.09
	Postal Ballot		1345	0.02	1345	0	100	0
	Total	7961627	942510	11.84	941649	861	99.91	0.09
TOTAL		12240000	3216883	26.28	3216022	861	99.97	0.03



RESOLUTION 2: To authorize Board to rent-out, leased out or to dispose off the assets of the Mushroom Division for a consideration not less than Rs. 18 Crores which is well above the guideline value and to use the proceeds from the sale exclusively for business purposes of Company								
Resolution required (Ordinary/ Special)							Special	
Whether promoter/ promoter group are interested in the agenda/resolution							No	
Category	Mode of voting	Number of shares held	No of vote polled	% of vote polled	No of vote in favour	No of vote against	% of vote in favour	% of vote against
		1	2	3	4	5	6	7
promoter/ promoter group	E-Voting		2274373	53.21	2274373	0	100	0
	Postal Ballot		0	0	0	0	0	0
	Total	4274373	2274373	53.21	2274373	0	100	0
Public Institutions	E-Voting		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	4000	0	0	0	0	0	0
Public Non-Institution	E-Voting		941165	11.82	940304	861	99.91	0.09
	Postal Ballot		1346	0.02	1346	0	100	0
	Total	7961627	942511	11.84	941650	861	99.91	0.09
TOTAL		12240000	3216884	26.28	3216023	861	99.97	0.03



RESOLUTION 3: To authorize Board to give loan or to give guarantee or provide security in connection with loan and to acquire securities of any other body corporate for an amount that shall not exceed a sum of Rs.40 Crores (Rupees Forty Crores Only) that is in excess of the limit of 60% of the aggregate of paid-up capital, free reserves and securities premium account of the Company or 100% of free reserves and securities premium account of the Company								
Resolution required (Ordinary/ Special)							Special	
Whether promoter/ promoter group are interested in the agenda/resolution							No	
Category	Mode of voting	Number of shares held	No of vote polled	% of vote polled	No of vote in favour	No of vote against	% of vote in favour	% of vote against
		1	2	3	4	5	6	7
promoter/ promoter group	E- Voting		2274373	53.21	2274373	0	100	0
	Postal Ballot		0	0	0	0	0	0
	Total	4274373	2274373	53.21	2274373	0	100	0
Public Institutions	E- Voting		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	4000	0	0	0	0	0	0
Public Non- Institution	E- Voting		941165	11.82	940204	961	99.90	0.10
	Postal Ballot		1346	0.02	1146	200	85.14	14.86
	Total	7961627	942511	11.84	941350	1161	99.88	0.12
TOTAL		12240000	3216884	26.28	3215723	1161	99.96	0.04

For **TRANSCHEM LIMITED**

(Neeraja Karandikar)
Company Secretary
ACS- 10130

**COMBINED SCRUTINIZER'S REPORT
ON E-VOTING & POSTAL BALLOT**

M/s TRANSCHEM LIMITED (CIN: L24100MH1976PLC019327)

Notice of Postal Ballot dated 20.02.2019

AMITA SAXENA

Practising Company Secretary
501, Swapnavan, RSC-3C, PPK – 17,
Lokmanaya Nagar, Thane – 400 606
Mobile: 9821319306
Email: amitavijay1994@yahoo.co.in



COMBINED SCRUTINIZER'S REPORT ON E-VOTING & POSTAL BALLOT

Board of Directors,
Transchem Limited,
304, Ganatra Estate, Pokharan Road No. 1,
Khopat, Thane (W), – 400 601

Sub.: Report on Passing of Resolution through E-Voting and Postal Ballot as per the notice of
Postal Ballot dated 20/02/2019

Dear Sir,

At the outright we would like to thank you for giving us an opportunity to serve the Company.

With respect to my appointment by the Board of Directors of the Company at its Meeting held on February 20, 2019 as Scrutinizer for conducting the e-voting process in respect of Postal Ballot Notice dated February 20, 2019 between February 22, 2019 (9.00 a.m.) to March 23, 2019 (5.00 p.m.) pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015, Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and Secretarial Standards.

The Company has made arrangement with NSDL for extending the facility of E-Voting to the Members of the Company from Friday, February 22, 2019 (9.00 a.m.) to Saturday, March 23, 2019 (5.00 p.m.)

My combined report on the result of the E-voting together with duly filled in Postal Ballot received up to Saturday, March 23, 2019 (5.00 p.m.) is as under:





Agenda number and business transacted as per Notice	Voting Process	No of person voted	Number of Vote casted For	Number of Vote casted against	Invalid/ Rejected Votes
Item 1: (Special Resolution) To alter the main object clause of the Memorandum of Association so that Company can take up new business activity of food processing and/or providing of warehousing facilities	E-Voting				
	Promoter	1	2,274,373	0	0
	Public	18	940,304	861	0
	Postal Ballot :				
	Promoter	0	0	0	0
	Public- Institutional	0	0	0	0
	Public – Non Institutional	15	1345	0	0
	Total	34	3,216,022	861	0

Agenda number and business transacted as per Notice	Voting Process	No of person voted	Number of Vote casted For	Number of Vote casted against	Invalid/ Rejected Votes
Item 2: (Special Resolution) To authorize Board to rent-out, leased out or to dispose off the assets of the Mushroom Division for a consideration not less than Rs. 18 Crores which is well above the guideline value and to use the proceeds from the sale exclusively for business purposes of Company	E-Voting				
	Promoter	1	2,274,373	0	0
	Public	18	940,304	861	0
	Postal Ballot :				
	Promoter	0	0	0	0
	Public- Institutional	0	0	0	0
	Public – Non Institutional	16	1346	0	0
	Total	35	3,216,023	861	0





Agenda number and business transacted as per Notice	Voting Process	No of person voted	Number of Vote casted For	Number of Vote casted against	Invalid/ Rejected Votes	
Item 3: (Special Resolution) To authorize Board to give loan or to give guarantee or provide security in connection with loan and to acquire securities of any other body corporate for an amount that shall not exceed a sum of Rs.40 Crores (Rupees Forty Crores Only) that is in excess of the limit of 60% of the aggregate of paid-up capital, free reserves and securities premium account of the Company or 100% of free reserves and securities premium account of the Company	E-Voting					
	Promoter	1	2,274,373	0	0	
	Public	18	940,204	961	0	
	Postal Ballot :					
	Promoter	0	0	0	0	
	Public- Institutional	0	0	0	0	
	Public – Non Institutional	16	1146	200	0	
	Total		35	3,215,723	1,161	0

Based on the foregoing all Special Resolutions voted upon under e-voting and Postal Ballot process may be considered as carried by requisite majority.

I confirmed that no interested person have casted vote on the resolution relating to related party transaction wherein he may be considered as interested

I hereby further confirm that I have maintained the Register received from the NSDL both electronically and manually, in respect of the votes casted through e-voting and ballot papers in respect of Postal Ballot process received from shareholders during Friday, February 22, 2019 (9.00 a.m.) to Saturday, March 23, 2019 (5.00 p.m.).

The Ballot Paper and all other relevant records were sealed and handed over to the Company Secretary/Director authorized by the Board for safe Keeping.

Thanking you,
Yours Faithfully



CS Amita Saxena
FCS. No. 3964, COP No. 3438
Practicing Company Secretary
Thane, March 25, 2019