

CHEMFAB/SEC/2020-21

July 30, 2020

The Manager,  
Listing Department  
The BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai- 400 001.

The Manager,  
Listing Department  
National Stock Exchange of India Limited  
"Exchange Plaza"  
Bandra - Kurla Complex, Bandra (E)  
Mumbai - 400 051.

**BSE – Security Code: 541269**

**NSE Symbol: CHEMFAB**

**Dear Sir/ Madam,**

**Sub: Submission of Voting results along with Scrutinizer's Report of the 11<sup>th</sup> Annual General Meeting.**

**Ref.: Regulation 44 of the SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015**

With reference to the above subject, we hereby enclose the voting results as per regulation 44 of the LODR Regulations, along with scrutinizer's report on remote e - voting and Venue-voting for the 11<sup>th</sup> Annual General Meeting of the Members of CHEMFAB ALKALIS LIMITED held on Wednesday, the 29<sup>th</sup> day of July, 2020.

We are pleased to inform that all the resolutions set out in the notice of AGM have been passed with requisite majority.

Kindly take the above information on record.

Thanking You,

Yours faithfully,

For CHEMFAB ALKALIS LIMITED



**Dr. V. Rajesh**  
**Company Secretary and Compliance Officer**

NAME OF THE COMPANY: TCH-CHEMFAB ALKALIS LTD

1.ADOPTION OF FINANCIAL STATEMENTS

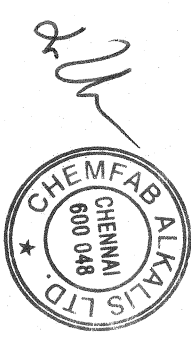
Resolution Required:(Ordinary/Special)

Ordinary Resolution

Whether promoter/ promoter groups are interested in the agenda/resolution?

No

PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING SHARES	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTE POLLED
		(1)	(2)	(3)=(2/1)*100	(4)	(5)	(6)=(4/2)*100	(7)=(5/2)*100
PROMOTER AND PROMOTER~GROUP	E-VOTING	10368577	10368577	100	10368577	0	100	0
	POLL	0	0	0	0	0	0	0
	POSTAL BALLOT	0	0	0	0	0	0	0
	VENUE-VOTING	0	0	0	0	0	0	0
	<b>SUB TOTAL</b>	<b>10368577</b>	<b>10368577</b>	<b>100</b>	<b>10368577</b>	<b>0</b>	<b>100</b>	<b>0</b>
PUBLIC-INSTITUTIONS	E-VOTING	12284	0	0	0	0	0	0
	POLL	0	0	0	0	0	0	0
	POSTAL BALLOT	0	0	0	0	0	0	0
	VENUE-VOTING	0	0	0	0	0	0	0
	<b>SUB TOTAL</b>	<b>12284</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
PUBLIC-NON INSTITUTIONS	E-VOTING	3607213	163076	4.52	163074	2	100	0
	POLL	0	0	0	0	0	0	0
	POSTAL BALLOT	0	0	0	0	0	0	0
	VENUE-VOTING	0	410	0	409	1	99.76	0.24
	<b>SUB TOTAL</b>	<b>3607213</b>	<b>163486</b>	<b>4.53</b>	<b>163483</b>	<b>3</b>	<b>100</b>	<b>0</b>
<b>GRAND TOTAL</b>		<b>13988074</b>	<b>10532063</b>	<b>75.29</b>	<b>10532060</b>	<b>3</b>	<b>100</b>	<b>0</b>



**NAME OF THE COMPANY: TCH-CHEMFAB ALKALIS LTD**

**2.DECLARATION OF DIVIDEND**

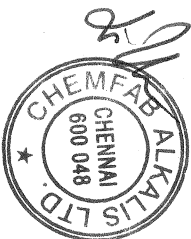
Resolution Required:(Ordinary/Special)

Ordinary Resolution

Whether promoter/ promoter groups are interested in the agenda/resolution?

No

PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING SHARES	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTE POLLED
		(1)	(2)	(3)=(2/1)*100	(4)	(5)	(6)=(4/2)*100	(7)=(5/2)*100
PROMOTER AND PROMOTER~GROUP	E-VOTING	10368577	10368577	100	10368577	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	<b>SUB TOTAL</b>	<b>10368577</b>	<b>10368577</b>	<b>100</b>	<b>10368577</b>	<b>0</b>	<b>100</b>	<b>0</b>
PUBLIC-INSTITUTIONS	E-VOTING	12284	0	0	0	0	0	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	<b>SUB TOTAL</b>	<b>12284</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
PUBLIC-NON INSTITUTIONS	E-VOTING	3607213	163076	4.52	163074	2	100	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		410	0	409	1	99.76	0.24
	<b>SUB TOTAL</b>	<b>3607213</b>	<b>163486</b>	<b>4.53</b>	<b>163483</b>	<b>3</b>	<b>100</b>	<b>0</b>
<b>GRAND TOTAL</b>		<b>13988074</b>	<b>10532063</b>	<b>75.29</b>	<b>10532060</b>	<b>3</b>	<b>100</b>	<b>0</b>



NAME OF THE COMPANY: TCH-CHEMFAB ALKALIS LTD

3. RETIREMENT BY ROTATION

Resolution Required:(Ordinary/Special)

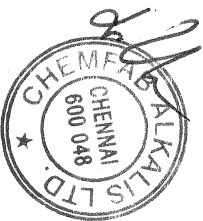
Ordinary Resolution

Whether promoter/ promoter groups are interested in the

No

agenda/resolution?

PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING SHARES (3)=(2/1)*100	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED (6)=(4/2)*100	% OF VOTES AGAINST ON VOTE POLLED (7)=(5/2)*100
PROMOTER AND PROMOTER~GROUP	E-VOTING POLL POSTAL BALLOT VENUE-VOTING SUB TOTAL	(1) 10368577	(2) 10368577 0 0 0	(3) 100 0 0 0	(4) 10368577 0 0 0	(5) 0 0 0 0	(6) 100 0 0 0	(7) 0 0 0 0
PUBLIC-INSTITUTIONS	E-VOTING POLL POSTAL BALLOT VENUE-VOTING SUB TOTAL	12284	0 0 0 0	0 0 0 0	0 0 0 0	0 0 0 0	0 0 0 0	0 0 0 0
PUBLIC-NON INSTITUTIONS	E-VOTING POLL POSTAL BALLOT VENUE-VOTING SUB TOTAL	3607213	163076 0 0 410	4.52 0 0 0	163074 0 0 0	2 0 0 410	100 0 0 0	0 0 0 100
GRAND TOTAL		13988074	10532063	75.29	10531651	412	100	0



NAME OF THE COMPANY: TCH-CHEMFAB ALKALIS LTD

4.RATIFICATION OF COST AUDITOR'S REMUNERATION

Resolution Required:(Ordinary/Special)

Ordinary Resolution

Whether promoter/ promoter groups are interested in the

No

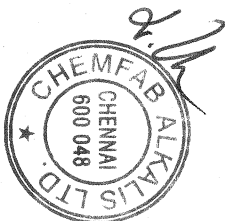
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING SHARES	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTE POLLED
		(1)	(2)	(3)=(2/1)*100	(4)	(5)	(6)=(4/2)*100	(7)=(5/2)*100
PROMOTER AND PROMOTER~GROUP	E-VOTING	10368577	10368577	100	10368577	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	<b>SUB TOTAL</b>		<b>10368577</b>	<b>10368577</b>	<b>100</b>	<b>10368577</b>	<b>0</b>	<b>100</b>
PUBLIC-INSTITUTIONS	E-VOTING	12284	0	0	0	0	0	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	<b>SUB TOTAL</b>		<b>12284</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
PUBLIC-NON INSTITUTIONS	E-VOTING	3607213	163076	4.52	163074	2	100	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		410	0	409	1	99.76	0.24
	<b>SUB TOTAL</b>		<b>3607213</b>	<b>163486</b>	<b>4.53</b>	<b>163483</b>	<b>3</b>	<b>100</b>
<b>GRAND TOTAL</b>		<b>13988074</b>	<b>10532063</b>	<b>75.29</b>	<b>10532060</b>	<b>3</b>	<b>100</b>	<b>0</b>



**NAME OF THE COMPANY: TCH-CHEMFAB ALKALIS LTD**

**5. APPOINTMENT OF MR. NITIN S COWLAGI WHO WAS APPOINTED AS AN ADDITIONAL DIRECTOR**

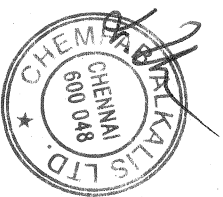
Resolution Required:(Ordinary/Special)		Ordinary Resolution						
Whether promoter/ promoter groups are interested in the agenda/resolution?		No						
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING SHARES	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTE POLLED
PROMOTER AND PROMOTER~GROUP	E-VOTING	(1) 10368577	(2) 10368577	(3)=(2/1)*100 100	(4) 10368577	(5) 0	(6)=(4/2)*100 100	(7)=(5/2)*100 0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	<b>SUB TOTAL</b>		<b>10368577</b>	<b>10368577</b>	<b>100</b>	<b>10368577</b>	<b>0</b>	<b>100</b>
PUBLIC-INSTITUTIONS	E-VOTING	12284	0	0	0	0	0	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	<b>SUB TOTAL</b>		<b>12284</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
PUBLIC-NON INSTITUTIONS	E-VOTING	3607213	163076	4.52	163074	2	100	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		410	0	0	0	410	0
	<b>SUB TOTAL</b>		<b>3607213</b>	<b>163486</b>	<b>4.53</b>	<b>163074</b>	<b>412</b>	<b>99.75</b>
<b>GRAND TOTAL</b>		<b>13988074</b>	<b>10532063</b>	<b>75.29</b>	<b>10531651</b>	<b>412</b>	<b>100</b>	<b>0</b>



**NAME OF THE COMPANY: TCH-CHEMFAB ALKALIS LTD**

**6. PAYMENT OF COMMISSION TO Mr. SURESH KRISHANMURTHI RAO NON EXECUTIVE DIRECTOR OF Resolution Required:(Ordinary/Special)**

Whether promoter/ promoter groups are interested in the agenda/resolution?		Special Resolution						
		Yes						
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING SHARES	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTE POLLED
		(1)	(2)	(3)=(2/1)*100	(4)	(5)	(6)=(4/2)*100	(7)=(5/2)*100
PROMOTER AND PROMOTER~GROUP	E-VOTING	10368577	10368577	100	10368577	0	100	0
	POLL	0	0	0	0	0	0	0
	POSTAL BALLOT	0	0	0	0	0	0	0
	VENUE-VOTING	0	0	0	0	0	0	0
	<b>SUB TOTAL</b>	<b>10368577</b>	<b>10368577</b>	<b>100</b>	<b>10368577</b>	<b>0</b>	<b>100</b>	<b>0</b>
PUBLIC-INSTITUTIONS	E-VOTING	12284	0	0	0	0	0	0
	POLL	0	0	0	0	0	0	0
	POSTAL BALLOT	0	0	0	0	0	0	0
	VENUE-VOTING	0	0	0	0	0	0	0
	<b>SUB TOTAL</b>	<b>12284</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
PUBLIC-NON INSTITUTIONS	E-VOTING	3607213	163076	4.52	163046	30	99.98	0.02
	POLL	0	0	0	0	0	0	0
	POSTAL BALLOT	0	0	0	0	0	0	0
	VENUE-VOTING	410	409	0	409	1	99.76	0.24
	<b>SUB TOTAL</b>	<b>3607213</b>	<b>163486</b>	<b>4.53</b>	<b>163455</b>	<b>31</b>	<b>99.98</b>	<b>0.02</b>
<b>GRAND TOTAL</b>	<b>13988074</b>	<b>10532063</b>	<b>75.29</b>	<b>10532032</b>	<b>31</b>	<b>100</b>	<b>0</b>	



**NAME OF THE COMPANY: TCH-CHEMFAB ALKALIS LTD**

**7.APPROVAL OF CHEMFAB ALKALIS EMPLOYEES STOCK**

**OPTION SCHEME 2020**

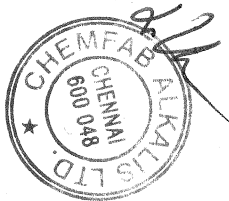
Resolution Required:(Ordinary/Special)

Special Resolution

Whether promoter/ promoter groups are interested in the agenda/resolution?

No

PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING SHARES	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTE POLLED
PROMOTER AND PROMOTER~GROUP	E-VOTING	10368577	10368577	100	10368577	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	<b>SUB TOTAL</b>	<b>10368577</b>	<b>10368577</b>	<b>100</b>	<b>10368577</b>	<b>0</b>	<b>100</b>	<b>0</b>
PUBLIC-INSTITUTIONS	E-VOTING	12284	0	0	0	0	0	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	<b>SUB TOTAL</b>	<b>12284</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
PUBLIC-NON INSTITUTIONS	E-VOTING	3607213	163076	4.52	162789	287	99.82	0.18
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		410	0	409	1	99.76	0.24
	<b>SUB TOTAL</b>	<b>3607213</b>	<b>163486</b>	<b>4.53</b>	<b>163198</b>	<b>288</b>	<b>99.82</b>	<b>0.18</b>
<b>GRAND TOTAL</b>		<b>13988074</b>	<b>10532063</b>	<b>75.29</b>	<b>10531775</b>	<b>288</b>	<b>100</b>	<b>0</b>

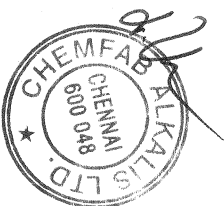




**NAME OF THE COMPANY: TCH-CHEMFAB ALKALIS LTD**

**8. GRANT OF STOCK OPTIONS TO THE EMPLOYEES OF THE HOLDING/ SUBSIDIARY/ ASSOCIATE COMPANY(IES)**

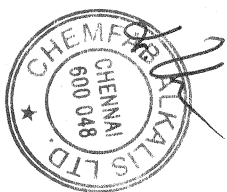
Resolution Required:(Ordinary/Special)		Special Resolution						
Whether promoter/ promoter groups are interested in the agenda/resolution?		No						
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING SHARES	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTE POLLED
PROMOTER AND PROMOTER~GROUP	E-VOTING	(1) 10368577	(2) 10368577	(3)=(2/1)*100 100	(4) 10368577	(5) 0	(6)=(4/2)*100 100	(7)=(5/2)*100 0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	<b>SUB TOTAL</b>		<b>10368577</b>	<b>10368577</b>	<b>100</b>	<b>10368577</b>	<b>0</b>	<b>100</b>
PUBLIC-INSTITUTIONS	E-VOTING	12284	0	0	0	0	0	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	<b>SUB TOTAL</b>		<b>12284</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
PUBLIC-NON INSTITUTIONS	E-VOTING	3607213	163076	4.52	162789	287	99.82	0.18
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		410	0	409	1	99.76	0.24
	<b>SUB TOTAL</b>		<b>3607213</b>	<b>163486</b>	<b>4.53</b>	<b>163198</b>	<b>288</b>	<b>99.82</b>
<b>GRAND TOTAL</b>		<b>13988074</b>	<b>10532063</b>	<b>75.29</b>	<b>10531775</b>	<b>288</b>	<b>100</b>	<b>0</b>



**NAME OF THE COMPANY: TCH-CHEMFAB ALKALIS LTD**

**9. GRANT OF STOCK OPTIONS TO THE EMPLOYEES IN EXCESS OF 1% OF ISSUED EQUITY CAPITAL**

Resolution Required:(Ordinary/Special)		Special Resolution						
Whether promoter/ promoter groups are interested in the agenda/resolution?		No						
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING SHARES	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTE POLLED
PROMOTER AND PROMOTER-GROUP	E-VOTING	(1) 10368577	(2) 10368577	(3)=(2/1)*100 100	(4) 10368577	(5) 0	(6)=(4/2)*100 100	(7)=(5/2)*100 0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	<b>SUB TOTAL</b>	<b>10368577</b>	<b>10368577</b>	<b>100</b>	<b>10368577</b>	<b>0</b>	<b>100</b>	<b>0</b>
PUBLIC-INSTITUTIONS	E-VOTING	12284	0	0	0	0	0	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	<b>SUB TOTAL</b>	<b>12284</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
PUBLIC-NON INSTITUTIONS	E-VOTING	3607213	163076	4.52	162789	287	99.82	0.18
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		410	0	409	1	99.76	0.24
	<b>SUB TOTAL</b>	<b>3607213</b>	<b>163486</b>	<b>4.53</b>	<b>163198</b>	<b>288</b>	<b>99.82</b>	<b>0.18</b>
<b>GRAND TOTAL</b>		<b>13988074</b>	<b>10532063</b>	<b>75.29</b>	<b>10531775</b>	<b>288</b>	<b>100</b>	<b>0</b>



## FORM NO. MGT-13

### REPORT OF THE SCRUTINIZER

*[Pursuant to Section 108 and 109 of the Companies Act, 2013 and rule 20 and 21(2) of the Companies (Management and Administration) Rules, 2014]*

29<sup>th</sup> July 2020

To

**THE CHAIRMAN,**

**The 11<sup>th</sup> Annual General Meeting of the Equity Shareholders of M/s.CHEMFAB ALKALIS LIMITED** held on Wednesday, the **29<sup>th</sup> July 2020 at 10.00 A.M.** through Video Conferencing (VC)/Other Audio Visual Means (OVAM) as per Section 108 read with Rule 20 & 21 of the Companies (Management and Administration ) Rules, 2014.

**Subject: Ordinary & Special Resolution(s) under different provisions of the Companies Act, 2013 read with Rules made there under – Voting through Video Conferencing (VC)/Other Audio Visual Means (OVAM) in terms of Section 108 of the Companies Act, 2013 read with Rule 20 and Rule 21 of the Companies (Management & Administration) Rules, 2014 as amended till date.**

Dear Sir,

1. **I, S A INBAVADIVU, Practicing as an Advocate,** having office at Parsn Manere, C-Wing, 8<sup>th</sup> Floor, Flat No:9, Old No:602, New No: 442 (Mount Road) Anna Salai, Chennai – 600056 appointed as a Scrutinizer as per the letter dated 11<sup>th</sup> July 2020, for the purpose of scrutinizing e-Voting process (remote-e-Voting) pursuant to Section 108 of the Companies Act, 2013 read with Rule 20& 21 of the Companies (Management and Administration ) Rules, 2014 ( Amendment Rules, 2015) in respect of the below mentioned resolutions proposed at the 11<sup>th</sup> Annual General Meeting of the Equity Shareholders of the Company **M/s. CHEMFAB ALKALIS LIMITED** held on Wednesday, the 29<sup>th</sup> day of July 2020 at 10.00 A.M. through Video Conferencing (VC)/Other Audio Visual Means (OVAM).

#### **INBAA ASSOCIATES**

ADVOCATES [Corporate Affairs & Company Secretaries)  
Parsn Manere, 8<sup>th</sup> Floor, Flat No:9,  
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Email ID: [inbacs@gmail.com](mailto:inbacs@gmail.com) cell: 9382726408

2. The Compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (by remote/venue e-voting) by the shareholders on the resolutions proposed in the Notice of the 11<sup>th</sup> Annual General Meeting of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process through electronic means (by remote/venue e-voting) in the meeting are conducted in a faith and transparent manner and render consolidated Scrutinizer's Report of the total votes cast in favour or against if any, to the Chairman.
3. In accordance with the Notice of the 11<sup>th</sup> Annual General Meeting sent to the shareholders and the "Advertisement " published pursuant to Rule 20(4) (v) of the Companies (Management and Administration ) Rules, 2014 ( Amendment Rules 2015) on 01 July 2020 , the remote e-voting commenced on Sunday the 26<sup>th</sup> July 2020 at 09.00 a.m and ends on Tuesday the 28<sup>th</sup> July 2020 at 05.00 p.m.
4. The Equity shareholders holding shares as on the "cutoff date" i.e., 22<sup>nd</sup> July 2020 were entitled to vote on the resolutions stated in the Notice of the 11<sup>th</sup> Annual General Meeting of the Company.
5. This 11<sup>th</sup> Annual General Meeting of the Equity shareholders of M/s. CHEMFAB ALKALIS LIMITED was convened through Video Conferencing (VC) / Other Audio Visual Means (OAVM) pursuant to the General Circular number 14/2020 dated 8<sup>th</sup> April , 2020, 17/2020 dated 13<sup>th</sup> April 2020 and 20/2020 dated 05<sup>th</sup> May 2020 issued by the Ministry of Corporate Affairs (MCA) and Circular number SEBI/HO/CFD/CMDI/CIR/P/2020/79 DATED May 12<sup>th</sup>, 2020 issued by the Securities and Exchange Board of India (SEBI) without the physical presence of the shareholders at common venue. The results of the polls as provided by the Registrar and Transfer Agents (R & TA) were reconciled.
6. The votes on venue vote e-voting were blocked at around 11.05 A.M., the e-voting results/list of equity shareholders who have voted for and against were downloaded from the e-voting website of Central Depository Services (India ) Limited (CDSL) and the same are being handed over to the Chairman/ Company Secretary.
7. The Total votes cast in favour or against all the resolutions proposed in the Notice of the 11<sup>th</sup> Annual General Meeting are as under.

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a) **RESOLUTION : 1 ORDINARY RESOLUTION:**

**ADOPTION OF FINANCIAL STATEMENTS:**

“**RESOLVED THAT** the Audited Standalone and Consolidated Financial Statements of the Company i.e., Balance Sheet of the Company as at 31st March, 2020 and Statement of Profit and Loss A/c (incl. Comprehensive income), Statement of Cash Flows and Statement of Changes in Equity year ended on that date, together with the Reports of the Board of Directors (“the Board”) and the Auditors thereon as presented to this Annual General Meeting, be and are hereby approved and adopted”.

i. Voted **in favour** of the resolution:

<b>Mode of Voting</b>	<b>Number of Members voted</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast.</b>
Remote e-voting	45	10531651	99.99612
Venue e-voting	1	409	0.00388
Total	46	10532060	100.00

ii. Voted **against** the resolution:

<b>Mode of Voting</b>	<b>Number of Members voted</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast.</b>
Remote e-voting	1	2	66.6666
Venue e-voting	1	1	33.3334
Total	2	3	100.00

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iii. Invalid Votes

<b>Mode of Voting</b>	<b>Number of Members voted</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast.</b>
Remote e-voting	0	0	0
Venue e-voting	0	0	0
Total	0	0	0

b) **RESOLUTION: 2 ORDINARY RESOLUTION: DIVIDEND:**

“**RESOLVED THAT** a Dividend at the rate of Rs. 1.25 per Equity Share (12.50%) be and is hereby declared, on the fully paid-up Equity Shares of Rs.10/- each in the Paid-up Capital of the Company, to those Members whose names appear in the Register of Members of the Company as on the date of the Book Closure.”

i. Voted **in favour** of the resolution:

<b>Mode of Voting</b>	<b>Number of Members voted</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast.</b>
Remote e-voting	45	10531651	99.99612
Venue e-voting	1	409	0.00388
Total	46	10532060	100.00

ii. Voted **against** the resolution:

<b>Mode of Voting</b>	<b>Number of Members voted</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast.</b>
Remote e-voting	1	2	66.67
Venue e-voting	1	1	33.33
Total	2	3	100

**INBAA ASSOCIATES**

iii. Invalid Votes

<b>Mode of Voting</b>	<b>Number of Members voted</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast.</b>
Remote e-voting	0	0	0
Venue e-voting	0	0	0
Total	0	0	0

c) **RESOLUTION : 3 ORDINARY RESOLUTION: RETIREMENT BY ROTATION:**

“**RESOLVED THAT** Mr. R. Mahendran (DIN: 07451058), Director, who retires by rotation and, being eligible, offers himself for reappointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.”

i. Voted **in favour** of the resolution:

<b>Mode of Voting</b>	<b>Number of Members voted</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast.</b>
Remote e-voting	45	10531651	100
Venue e-voting	0	0	0
Total	45	10531651	100

ii. Voted **against** the resolution:

<b>Mode of Voting</b>	<b>Number of Members voted</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast.</b>
Remote e-voting	1	2	99.51
Venue e-voting	2	410	00.49
Total	3	412	100.00

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iii. Invalid Votes

<b>Mode of Voting</b>	<b>Number of Members voted</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast.</b>
Remote e-voting	0	0	0
Venue e-voting	0	0	0
Total	0	0	0

d) **RESOLUTION: 4 ORDINARY RESOLUTION: RATIFICATION OF COST AUDITOR'S REMUNERATION:**

“**RESOLVED THAT** the decision to pay a Remuneration of Rs.1,70,000/- to M/s. Madhavan, Mohan & Associates, the Cost Auditors of the Company for the year 2020 – 21, as recommended by the Audit Committee and approved by the Board of Directors, be and is hereby ratified”.

i. Voted **in favour** of the resolution:

<b>Mode of Voting</b>	<b>Number of Members voted</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast.</b>
Remote e-voting	45	10531651	99.99611
Venue e-voting	1	409	0.00389
Total	46	10532060	100.00

ii. Voted **against** the resolution:

<b>Mode of Voting</b>	<b>Number of Members voted</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast.</b>
Remote e-voting	1	2	66.67
Venue e-voting	1	1	33.33
Total	2	3	100.00

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iii. Invalid Votes

<b>Mode of Voting</b>	<b>Number of Members voted</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast.</b>
Remote e-voting	0	0	0
Venue e-voting	0	0	0
Total	0	0	0

e) **RESOLUTION: 5 ORDINARY RESOLUTION: APPOINTMENT OF MR. NITIN S COWLAGI (DIN:06703283) WHO WAS APPOINTED AS AN ADDITIONAL DIRECTOR:**

“**RESOLVED THAT** pursuant to the provisions of Sections 152, 160 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”), and the Rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) Mr. Nitin S Cowlagi (DIN: 06703283) who was appointed as an Additional Director by the Board of Directors of the Company upon recommendation of Nomination and Remuneration Committee and who holds office as such up to the date of this Annual General Meeting of the Company proposing his candidature for the office of director be and is hereby appointed as a Director of the Company, whose term of office is liable to retire by rotation.”

i. Voted **in favour** of the resolution:

<b>Mode of Voting</b>	<b>Number of Members voted</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast.</b>
Remote e-voting	45	10531651	100
Venue e-voting	0	0	0
Total	45	10531651	100

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ii. Voted **against** the resolution:

<b>Mode of Voting</b>	<b>Number of Members voted</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast.</b>
Remote e-voting	1	2	0.4854
Venue e-voting	2	410	99.5146
Total	3	412	100.00

iii. Invalid Votes

<b>Mode of Voting</b>	<b>Number of Members voted</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast.</b>
Remote e-voting	0	0	0
Venue e-voting	0	0	0
Total	0	0	0

**f) RESOLUTION : 6 SPECIAL RESOLUTION : PAYMENT OF COMMISSION TO Mr. SURESH KRISHANMURTHI RAO, (DIN:00127809) NON – EXECUTIVE DIRECTOR OF THE COMPANY.**

“**RESOLVED THAT** pursuant to the provisions of sections 197, 198 of the Companies Act 2013 (ACT”) read with Regulation 17(6)(ca) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including amended regulations 2018 (“Listing Regulations”) and rules made thereunder, the consent of the members of the company be and is hereby accorded to the payment of commission for the financial year 2019 – 2020 to Mr. Suresh Krishnamurthi Rao, (DIN: 00127809) Non – Executive Director of the company, computed in the manner prescribed under section 198 of the Act, which may exceed 50% (Fifty percent) of total remuneration payable to all Non – Executive Directors for the financial year 2019 – 2020.”

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**“RESOLVED FURTHER THAT** the above-mentioned total remuneration shall be into the fees in addition to the fees may be decided/approved by the Board of Directors (including any Committee thereof) and reimbursement of various expenses incurred in performance of his duties including travelling and other out – of – pocket expenses as required from time to time.”

**“RESOLVED FURTHER THAT** Dr.V. Rajesh, the Company Secretary of the Company be and is hereby authorized to do all such acts, deeds and things as may be necessary to give effect to the foregoing resolutions.”

i. Voted **in favour** of the resolution:

<b>Mode of Voting</b>	<b>Number of Members voted</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast.</b>
Remote e-voting	44	10531623	99.99611
Venue e-voting	1	409	0.00389
Total	45	10532032	100.00

ii. Voted **against** the resolution:

<b>Mode of Voting</b>	<b>Number of Members voted</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast.</b>
Remote e-voting	2	30	96.7741
Venue e-voting	1	1	3.2259
Total	3	31	100.00

iii. Invalid Votes

<b>Mode of Voting</b>	<b>Number of Members voted</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast.</b>
Remote e-voting	0	0	0
Venue e-voting	0	0	0
Total	0	0	0

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**g) RESOLUTION: 7 SPECIAL RESOLUTION: APPROVAL OF CHEMFAB  
ALKALIS EMPLOYEES STOCK OPTION SCHEME 2020 (CAESOS-2020)  
AND GRANT OF EMPLOYEES STOCK OPTIONS TO THE EMPLOYEES  
OF THE COMPANY THEREUNDER.**

**“RESOLVED THAT** pursuant to the provisions of Section 62(1)(b) read with Rule 12 of the Companies (Share Capital and Debentures) Rules, 2014 and all other applicable provisions, if any, of the Companies Act, 2013 read with the Rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Memorandum and Articles of Association of the Company, Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014, as amended from time to time (hereinafter referred to as “SEBI (SBEB) Regulations”) and subject to such other approvals, permissions and sanctions as may be necessary and subject to such conditions and modifications as may be prescribed or imposed while granting such approvals, permissions and sanctions, which may be accepted by the Board of Directors of the Company (hereinafter referred to as the “Board” which term shall be deemed to include any Committee, including the Nomination and Remuneration Committee, which the Board has constituted to exercise its powers, including the powers, conferred by this Resolution), approval and consent of the Shareholders of the Company (“Shareholders”) be and is hereby accorded respectively to the 'Chemfab Alkalis Employees Stock Option Scheme 2020 (hereinafter referred to as the “CAESOS-2020” or “the Scheme”) and to the Board to create, offer and grant from time to time up to 4,00,000 (Four Lakhs) Employees stock options (Options) being not exceeding 2.87 % approximately of the paid-up equity share capital of the Company as on the date of passing the resolution to the permanent Employees including Directors of the Company [other than Promoter(s) or persons belonging to the Promoter Group of the Company, Independent Directors and Directors holding directly or indirectly more than 10% of the outstanding equity shares of the Company], whether Whole time or otherwise, whether working in India or out of India [hereinafter referred to as an “Employee(s)”], as may be decided solely by the Board under the Scheme, exercisable into not more than 4,00,000 (Four Lakhs) fully paid-up equity shares in the Company in aggregate of the face value of Rs. 10/- (Rupees Ten) each at

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such price or prices, in one or more tranches and on such terms and conditions, as may be determined by the Board in accordance with the provisions of the Scheme, SEBI (SBEB) Regulations and in due compliance with other applicable laws and regulations.”

**RESOLVED FURTHER THAT** all actions taken by the Board in connection with the above and all incidental and ancillary things done, including appointment of Merchant Banker, are hereby specifically approved and ratified.

**RESOLVED FURTHER THAT** the Board be and is hereby further authorised to issue and allot equity shares upon exercise of the options from time to time in accordance with the Scheme and such equity shares shall rank pari-passu in all respects with the then existing equity shares of the Company.

**RESOLVED FURTHER THAT** in case of any corporate action(s) such as rights issues, bonus issues, change in capital structure, merger and/or sale of division/undertaking or other re-organisation, and others, if any additional equity shares are required to be issued by the Company to the Shareholders (“Additional Shares”), the ceiling as aforesaid of 4,00,000 (Four Lakhs) options and equity shares respectively to be issued and allotted shall be deemed to increase in proportion of such Additional Shares issued to facilitate making a fair and reasonable adjustment.

**RESOLVED FURTHER THAT** in case the equity shares or other relevant securities of the Company are either sub-divided or consolidated, then the number of shares to be allotted and the price of acquisition payable by the option grantees under the Scheme shall automatically stand augmented or reduced, as the case may be, in the same proportion as the present face value of Rs. 10/- (Rupees Ten) per equity share bears to the revised face value of the equity shares of the Company after such sub-division or consolidation, without affecting any other rights or obligations of the option grantees.

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**RESOLVED FURTHER THAT** the Board be and is hereby also authorised at any time to modify, change, vary, alter, amend, suspend or terminate CAESOS-2020 subject to the compliance with the applicable laws and regulations and to do all such acts, deeds, matters and things as it may in its absolute discretion deem fit, for such purpose and also to settle any issues, questions, difficulties or doubts that may arise in this regard without being required to seek any further consent or approval of the Shareholders and further to execute all such documents, writings and to give such directions and/or instructions as may be necessary or expedient to give effect to such modification, change, variation, alteration, amendment, suspension or termination of CAESOS-2020 and do all other things incidental and ancillary thereof.

**RESOLVED FURTHER THAT** the Company shall conform to the accounting policies prescribed from time to time under the SEBI (SBEB) Regulations and any other applicable laws and regulations to the extent relevant and applicable to CAESOS - 2020.

**RESOLVED FURTHER THAT** the Board be and is hereby also authorised to take necessary steps for listing of the equity shares allotted under CAESOS-2020 on the Stock Exchanges, where the equity shares of the Company are listed as per the provisions of the Listing Regulations with the concerned Stock Exchanges and other applicable laws, guidelines, rules and regulations.

**RESOLVED FURTHER THAT** the Board be and is hereby further authorised to do all such acts, deeds and things, as it may in its absolute discretion, deem necessary including authorising or appointing Merchant Bankers, Brokers, Solicitors, Registrars, Advertisement Agency, Compliance Officer, Investors Service Centre and other Advisors, Consultants or Representatives, being incidental to the effective implementation and administration of CAESOS-2020 as also to prefer applications to the appropriate authorities, parties and the institutions for their requisite approvals as also to initiate all necessary actions for the preparation and issue of public announcement and filing of public

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announcement, if required, with the SEBI/Stock Exchange(s), and all other documents required to be filed in the above connection and to settle all such questions or difficulties whatsoever which may arise and take all such steps and decisions in this regard.

**RESOLVED FURTHER THAT** the Board be and is hereby also authorised to nominate and appoint one or more persons to represent the Company for carrying out any or all of the activities that the Board is authorised to do for the purpose of giving effect to this Resolution.”

i. Voted **in favour** of the resolution:

<b>Mode of Voting</b>	<b>Number of Members voted</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast.</b>
Remote e-voting	44	10531366	99.99611
Venue e-voting	1	409	0.00389
Total	45	10531775	100.00

ii. Voted **against** the resolution:

<b>Mode of Voting</b>	<b>Number of Members voted</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast.</b>
Remote e-voting	2	287	99.65278
Venue e-voting	1	1	0.34722
Total	3	288	100.00

iii. Invalid Votes

<b>Mode of Voting</b>	<b>Number of Members voted</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast.</b>
Remote e-voting	0	0	0
Venue e-voting	0	0	0
Total	0	0	0

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**h) RESOLUTION : 8 SPECIAL RESOLUTION: GRANT OF STOCK OPTIONS TO THE EMPLOYEES OF THE HOLDING / SUBSIDIARY / ASSOCIATE COMPANY(IES) OF THE COMPANY UNDER CHEMFAB ALKALIS EMPLOYEES STOCK OPTION SCHEME 2020**

“**RESOLVED THAT** pursuant to the provisions of Section 62(1)(b) and all other applicable provisions, if any, of the Companies Act, 2013 read with the Rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Memorandum and Articles of Association of the Company, Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 as amended from time to time (hereinafter referred to as “SEBI SBEB Regulations”) and subject to such other approvals, permissions and sanctions as may be necessary and subject to such conditions and modifications as may be prescribed or imposed while granting such approvals, permissions and sanctions, which may be accepted by the Board of Directors of the Company (hereinafter referred to as the “Board” which term shall be deemed to include any Committee, including the Nomination and Remuneration Committee which the Board has constituted to exercise its powers, including the powers, conferred by this resolution), approval and consent of the Shareholders of the Company (“Shareholders”) be and is hereby accorded to create, offer and grant from time to time 4,00,000 (Four Lakhs) Employees stock options within the overall ceiling of 4,00,000 (Four Lakhs) equity shares to the permanent Employees including Directors [other than Promoter(s) or persons belonging to the Promoter Group of the Company, Independent Directors and Directors holding directly or indirectly more than 10% of the outstanding equity shares of the Company], whether Whole time or otherwise, whether working in India or out of India of any existing and future Holding / Subsidiary / Associate Company(ies) of the Company whether in or outside India (hereinafter referred to as an “Employee(s)”), as may be decided solely by the Board under the 'Chemfab Alkalis Employees Stock Option Scheme 2020' (hereinafter referred to as “CAESOS-2020” or “the Scheme”), exercisable into not more than 4,00,000 (Four Lakhs) fully paid-up equity shares in the Company in aggregate of face value of

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Rs. 10/- (Rupees Ten) each at such price or prices, in one or more tranches and on such terms and conditions, as may be determined by the Board in accordance with the provisions of the Scheme, SEBI (SBEB) Regulations and in due compliance with other applicable laws and regulations.

**RESOLVED FURTHER THAT** all actions taken by the Board in connection with the above and all incidental and ancillary things done, including appointment of Merchant Banker, are hereby specifically approved and ratified.

**RESOLVED FURTHER THAT** the Board for this purpose be and is hereby further authorised to issue and allot equity shares upon exercise of the options from time to time in accordance with the Scheme and such equity shares shall rank pari-passu in all respects with the then existing equity shares of the Company.

**RESOLVED FURTHER THAT** in case of any corporate action(s) such as rights issues, bonus issues, change in capital structure, merger and/or sale of division/undertaking or other re-organisation, and others, if any additional equity shares are required to be issued by the Company to the Shareholders ("Additional Shares"), the ceiling as aforesaid of 4,00,000 (Four Lakhs) Options and equity shares respectively to be issued and allotted shall be deemed to increase in proportion of such Additional Shares issued to facilitate making a fair and reasonable adjustment.

**RESOLVED FURTHER THAT** in case the equity shares of the Company are either sub-divided or consolidated, then the number of shares to be allotted and the price of acquisition payable by the option grantees under the Scheme shall automatically stand augmented or reduced, as the case may be, in the same proportion as the present face value of Rs. 10/- (Rupees Ten) per equity share bears to the revised face value of the equity shares of the Company after such sub-division or consolidation, without affecting any other rights or obligations of the option grantees.

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**RESOLVED FURTHER THAT** the Board be and is hereby also authorised at any time to modify, change, vary, alter, amend, suspend or terminate CAESOS-2020 subject to the compliance with the applicable laws and regulations and to do all such acts, deeds, matters and things as it may in its absolute discretion deem fit, for such purpose and also to settle any issues, questions, difficulties or doubts that may arise in this regard without being required to seek any further consent or approval of the Shareholders and further to execute all such documents, writings and to give such directions and/or instructions as may be necessary or expedient to give effect to such modification, change, variation, alteration, amendment, suspension or termination of the CAESOS-2020 and do all other things incidental and ancillary thereof.

**RESOLVED FURTHER THAT** the Company shall conform to the accounting policies prescribed from time to time under the SEBI (SBEB) Regulations and any other applicable laws and regulations to the extent relevant and applicable to the CAESOS-2020.

**RESOLVED FURTHER THAT** the Board be and is hereby also authorized to take necessary steps for listing of the equity shares allotted under the CAESOS-2020 on the Stock Exchanges, where the equity shares of the Company are listed as per the provisions of the Listing Agreement with the concerned Stock Exchanges and other applicable laws, guidelines, rules and regulations.

**RESOLVED FURTHER THAT** the Board be and is hereby further authorized to do all such acts, deeds and things, as it may in its absolute discretion, deem necessary including authorizing or appointing Merchant Bankers, Brokers, Solicitors, Registrars, Advertisement Agency, Compliance Officer, Investors Service Centre and other Advisors, Consultants or Representatives, being incidental to the effective implementation and administration of CAESOS-2020 as also to prefer applications to the appropriate authorities, parties and the institutions for their requisite approvals as also to initiate all necessary actions for the preparation and issue of public announcement and filing of public

**INBAA ASSOCIATES**

ADVOCATES [Corporate Affairs & Company Secretaries)  
Parsn Manere, 8<sup>th</sup> Floor, Flat No:9,  
Old No:602 New No:442 (Mount Road) Anna Salai, Chennai – 600006  
Email ID: [inbacs@gmail.com](mailto:inbacs@gmail.com) cell: 9382726408

announcement, if required, with the SEBI/Stock Exchange(s), and all other documents required to be filed in the above connection and to settle all such questions or difficulties whatsoever which may arise and take all such steps and decisions in this regard.

**RESOLVED FURTHER THAT** the Board be and is hereby also authorised to nominate and appoint one or more persons to represent the Company for carrying out any or all of the activities that the Board is authorized to do for the purpose of giving effect to this Resolution.”

i. Voted **in favour** of the resolution:

<b>Mode of Voting</b>	<b>Number of Members voted</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast.</b>
Remote e-voting	44	10531366	99.99611
Venue e-voting	1	409	0.00389
Total	45	10531775	100.00

ii. Voted **against** the resolution:

<b>Mode of Voting</b>	<b>Number of Members voted</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast.</b>
Remote e-voting	2	287	99.65278
Venue e-voting	1	1	0.34722
Total	3	288	100.00

iii. Invalid Votes

<b>Mode of Voting</b>	<b>Number of Members voted</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast.</b>
Remote e-voting	0	0	0
Venue e-voting	0	0	0
Total	0	0	0

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i) **RESOLUTION : 9 SPECIAL RESOLUTION: GRANT OF STOCK OPTIONS TO THE EMPLOYEES IN EXCESS OF 1% OF ISSUED EQUITY CAPITAL UNDER CHEMFAB ALKALIS EMPLOYEES STOCK OPTION SCHEME 2020.**

**“RESOLVED THAT** pursuant to the provisions of Section 62(1)(b) and all other applicable provisions, if any, of the Companies Act, 2013 read with the Rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Memorandum and Articles of Association of the Company, Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 as amended from time to time (hereinafter referred to as “SEBI (SBEB) Regulations”) and subject to such other approvals, permissions and sanctions as may be necessary and subject to such conditions and modifications as may be prescribed or imposed while granting such approvals, permissions and sanctions, which may be accepted by the Board of Directors of the Company (hereinafter referred to as the “Board” which term shall be deemed to include any Committee, including the Nomination and Remuneration Committee which the Board has constituted to exercise its powers, including the powers, conferred by this resolution), approval and consent of the Shareholders of the Company (“Shareholders”) be and is hereby accorded to create, offer and grant from time to time, in a financial year, employees stock options in excess of 1% of the issued capital of the Company (excluding outstanding warrants and conversions) at the time of grant of such options within the overall ceiling of 4,00,000 (Four Lakhs) equity shares to the permanent Employees of the Company or of the Holding Company or of the Subsidiary Company(ies) or of Associate Company(ies) including Directors [other than Promoter(s) or persons belonging to the Promoter Group of the Company, Independent Directors and Directors holding directly or indirectly more than 10% of the outstanding equity shares of the Company], whether Whole time or otherwise, whether working in India or out of India of any existing and future Holding Company or Subsidiary Company(ies) or Associate Company(ies) whether in or outside India (hereinafter referred to as an “Employee(s)”), as may be decided solely by the Board under the 'Chemfab Alkalys Employees Stock Option Scheme 2020'

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(hereinafter referred to as “CAESOS-2020” or “the Scheme”), exercisable into not more than 4,00,000 (Four Lakhs) fully paid-up equity shares in the Company in aggregate of face value of Rs. 10/- (Rupees Ten) each at such price or prices, in one or more tranches and on such terms and conditions, as may be determined by the Board in accordance with the provisions of the Scheme, SEBI (SBEB) Regulations and in due compliance with other applicable laws and regulations.”

i. Voted **in favour** of the resolution:

<b>Mode of Voting</b>	<b>Number of Members voted</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast.</b>
Remote e-voting	44	10531366	99.99611
Venue e-voting	1	409	0.00389
<b>Total</b>	<b>45</b>	<b>10531775</b>	<b>100.00</b>

ii. Voted **against** the resolution:

<b>Mode of Voting</b>	<b>Number of Members voted</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast.</b>
Remote e-voting	2	287	99.6527
Venue e-voting	1	1	0.3473
<b>Total</b>	<b>3</b>	<b>288</b>	<b>100.00</b>

iii. Invalid Votes

<b>Mode of Voting</b>	<b>Number of Members voted</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast.</b>
Remote e-voting	0	0	0
Venue e-voting	0	0	0
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>

**INBAA ASSOCIATES**

8. All relevant records of voting will remain in my custody until the Chairman considers, approves and signs the Minutes of the **11<sup>th</sup> Annual General Meeting** of the Company and the same shall be handed over thereafter to the Chairman / Company Secretary for safe keeping.

Thanking you.,

Yours Faithfully.,



**S.A. INBAVADIVU**  
Advocate  
M.No:3943/2012  
29<sup>th</sup> July 2020

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