

August 21, 2020

To, The Bombay Stock Exchange Limited Corporate Relationship Department 1 st Floor, New Trading Ring Rotunda Building, P. J. Towers Dalal Street, Mumbai - 400 001 Scrip: 5063902 <u>E-mail: corp.relations@bseindia.com</u>	To, The National Stock Exchange of India Limited Listing Department, Exchange Plaza, 5 th floor, Plot No. C/1, G Block, Bandra-Kurla Complex, Bandra (E), Mumbai - 400 051 Scrip: CLNINDIA <u>E-mail: cmlist@nse.co.in</u>
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Sub.: Disclosure of Voting Results of 63rd Annual General Meeting of the Company

Pursuant to Regulation 30 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (the said Regulations), we wish to inform you that the Company has successfully concluded the 63rd Annual General Meeting (AGM) held on August 20, 2020 through Video Conferencing.

The Company had provided the facility of Remote E-voting to the Shareholders and E-voting during the AGM.

Pursuant to Regulation 44 of the said Regulations, please find enclosed herewith the disclosures pertaining to consolidated results of Remote E-Voting and the E-voting during the AGM along with the Scrutinizer's Report dated August 21, 2020, issued by Mr. Bhadresh Shah, Practising Company Secretary.

All the resolutions mentioned in the Notice of 63rd AGM were passed with requisite majority.

Kindly take the same on your record and acknowledge the receipt.

Thanking you,

Yours faithfully,
For **Clariant Chemicals (India) Limited**

Ameesh Joshi
Company Secretary

Encl: As above

**CLARAINT CHEMICALS (INDIA) LIMITED
(CIN: L24110MH1956PLC010806)**

Disclosure as per Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015

Date of AGM: August 20, 2020
Total No. of Shareholders as on Record Date: August 13, 2020 No. of Shareholder: 55,198
No. of Shareholders attended the Meeting held through Video Conferencing: NA
No. of Shareholders attended the Meeting through Video Conferencing: 70
Promoters and promoter group: 2
Public: 68

For Clariant Chemicals (India) Limited

Amees Joshi
Company Secretary

Date: August 21, 2020
Place: Mumbai

BHADRESH SHAH & ASSOCIATES

PRACTICING COMPANY SECRETARY

M: 9920440720

E: csbhadreshshah@gmail.com

Office Address:
21, Hasan Ali Building,
2nd Floor, 17, Jijobhoy Dadabhai Lane,
Behind Videocon House,
Fort, Mumbai - 400001

SCRUTINIZER'S REPORT

To,

Mr. Kewal Handa

The Chairman of 63rd Annual General Meeting (AGM) of Clariant Chemicals (India) Limited (hereinafter referred to as the "Company") held on Thursday, the August 20, 2020 at 4.00 p.m. through video conferencing.

Dear Sir,

Re: Consolidated Scrutinizer's Report on Voting done by the Equity Shareholders at Sixty Third Annual General Meeting (AGM) of Clariant Chemicals (India) Limited ("the Company") held on August 20, 2020 through video Conferencing.

1. I, **Bhadresh B. Shah**, proprietor of **M/s Bhadresh Shah and Associates, Practicing Company Secretary** has been appointed as the Scrutinizer by the Board of Directors of Company for the purpose of Scrutinizing the process of voting to be done by way of remote e-voting and e-voting done at the AGM of the Company on resolutions as mentioned in **Annexure – 'A'**.
2. The said appointment as Scrutinizer is under the provisions of Section 108 of Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and meeting being conducted in consonance of Circular No. 20 dated May 5, 2020 read with Circular No. 17 dated April 13, 2020 and Circular No. 14 dated April 8, 2020 issued by Ministry of Corporate Affairs ('MCA') (hereinafter collectively referred to as 'MCA Circulars') and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 permitting the holding of Annual General Meeting through Video Conference (VC) or Other Audio-Visual Means (OAVM) without the physical presence of Members at a common venue and any other applicable provision of the Act.

Management Responsibility

3. The Management of the Company is responsible to ensure the compliance with the requirements of the (i) Act and the Rules made thereunder and (ii) the SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015 (LODR) relating to voting through electronic means on the resolution contained in the Notice calling Annual General Meeting.

Scrutinizer Responsibility

4. My responsibility as the scrutinizer for the e-voting process (Remote e-voting and e-voting during the meeting) is restricted to making consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions, based on the reports generated from the e-voting system provided by Link Intime India Private Limited (Link Intime), the authorised agency to provide e-voting facilities and engaged by the Company.
5. I submit my report as under:
 - a) The Company had on Saturday, July 25, 2020, completed the dispatch of Notices of the Sixty Third Annual General Meeting along with the Annual Report for the Financial Year 2019-20 as required under the provisions of Companies Act, 2013 and applicable SEBI Regulations to Shareholders whose name (s) appeared on the Register of Members / List of Beneficial Owners as on as Friday, July 24, 2020 and had registered their email id.
 - b) The Company had issued Public Notice dated Monday, July 27, 2020 regarding dispatch of Notice of AGM in Business Standard (English Newspaper) and in e-sakal (Regional Language Newspaper) on Tuesday, July 28, 2020.
 - c) The Shareholders holding shares either in physical forms or dematerialized form as on the cut – off date i.e. Thursday, August 13, 2020 were entitled to vote on the proposed resolution(s) as set out in the notice of AGM dated Wednesday, June 17, 2020.
 - d) The Company had provided e-voting facility and video conferencing facility to its Shareholders and had engaged the services of Link Intime India Private Limited (Link Intime) for this purpose.
 - e) The remote e-Voting period commenced on Monday, August 17, 2020 (09:00 a.m.) and ended on Wednesday, August 19, 2020 (05:00 p.m.). The e-voting was also made available during the AGM.
 - f) All the e-votes casted by means of remote e-voting up to 5.00 P.M. on Wednesday, August 19, 2020 the last date and time fixed by the Company for remote e-voting and E-votes as casted during the meeting were considered for my Scrutiny.
 - g) After the closure of e-voting the data of remote e-voting and e-voting was downloaded in presence of two witnesses, who are not in the employment of the Company.
 - h) Since the meeting was held through video conferencing, no poll papers were cast.

- i) The consolidated results of the remote e-voting and e-voting during the AGM is given in the Annexure – 'A'.
- j) Since the votes cast FOR the Resolutions exceed number of votes cast AGAINST the Resolutions by requisite majority as per attached Annexure A, all the Resolutions are considered to be duly passed.
- k) A soft copy containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is sent separately.
- l) The Particulars of all Votes casted by way of E-voting via Report generated from Link Intime have been entered in a Register separately maintained for the purpose.
- m) The relevant records will be handed over to the Company Secretary for safe keeping.
- n) You are requested to declare the Voting Results as per attached Annexure to the Shareholders of the Company.
- o) The attendance details for the 63rd Annual General Meeting are as follows:

Date of the AGM : August 20, 2020
Total number of shareholders on record date: 13th August 2020 – No. of Shareholders – 55198 (Fifty Five Thousand One Hundred and Ninety Eight)
No of Shareholders who attended the AGM : 70
No. of shareholders voted for the Resolutions: 33 Promoters and Promoter Group: 2 Public: 31

**For Bhadresh Shah and Associates
Practicing Company Secretary**

**Bhadresh
Shah**

Digitally signed by
Bhadresh Shah
Date: 2020.08.21
17:30:47 +05'30'

**Bhadresh Shah
Proprietor
Membership No. - 23847
C. P No. 15957**

Encl: a/a
Date: August 21, 2020
Place: Mumbai

Annexure 'A'

Resolution Required : (Ordinary)			1 - To receive, consider and adopt the Audited Financial Statements of the Company for the year ended March 31, 2020, together with the Reports of the Directors and Auditors thereon.					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]= {[2]/[1]}* 100	[4]	[5]	[6]= {[4]/[2]}* 100	[7]= {[5]/[2]}* 100
Promoter and Promoter Group	Remote E-Voting	11772050	11772050	100.0000	11772050	0	100.0000	0.0000
	E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		11772050	100.0000	11772050	0	100.0000	0.0000
Public Institutions	Remote E-Voting	1209164	840529	69.5132	840529	0	100.0000	0.0000
	E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		840529	69.5132	840529	0	100.0000	0.0000
Public Non Institutions	Remote E-Voting	10100584	3692	0.0366	3687	5	99.8646	0.1354
	E-voting at AGM		1487	0.0147	1195	292	80.3631	19.6369
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		5179	0.0513	4882	297	94.2653	5.7347
Total		23081798	12617758	54.6654	12617461	297	99.9976	0.0024

Resolution Required : (Ordinary)		2 - To declare Final Dividend on Equity Shares for the Financial year 2019-20.						
Whether promoter/ promoter group are interested in the agenda/resolution?		NO						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3] = {[2]/[1]} * 100	[4]	[5]	[6] = {[4]/[2]} * 100	[7] = {[5]/[2]} * 100
Promoter and Promoter Group	Remote E-Voting	11772050	11772050	100.0000	11772050	0	100.0000	0.0000
	E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		11772050	100.0000	11772050	0	100.0000	0.0000
Public Institutions	Remote E-Voting	1209164	840529	69.5132	840529	0	100.0000	0.0000
	E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		840529	69.5132	840529	0	100.0000	0.0000
Public Non Institutions	Remote E-Voting	10100584	3692	0.0366	3687	5	99.8646	0.1354
	E-voting at AGM		1487	0.0147	1195	292	80.3631	19.6369
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		5179	0.0513	4882	297	94.2653	5.7347
Total		23081798	12617758	54.6654	12617461	297	99.9976	0.0024

Resolution Required : (Ordinary)		3 - To appoint a Director in place of Mr. Thomas Wenger (DIN 08350960) who retires by rotation and being eligible, offers himself for re-appointment.						
Whether promoter/ promoter group are interested in the agenda/resolution?		NO						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3] = {[2]/[1]} * 100	[4]	[5]	[6] = {[4]/[2]} * 100	[7] = {[5]/[2]} * 100
Promoter and Promoter Group	Remote E-Voting	11772050	11772050	100.0000	11772050	0	100.0000	0.0000
	E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		11772050	100.0000	11772050	0	100.0000	0.0000
Public Institutions	Remote E-Voting	1209164	840529	69.5132	826624	13905	98.3457	1.6543
	E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		840529	69.5132	826624	13905	98.3457	1.6543
Public Non Institutions	Remote E-Voting	10100584	3692	0.0366	3687	5	99.8646	0.1354
	E-voting at AGM		1487	0.0147	1194	293	80.2959	19.7041
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		5179	0.0513	4881	298	94.2460	5.7540
Total		23081798	12617758	54.6654	12603555	14203	99.8874	0.1126

Resolution Required : (Ordinary)		4 - Appointment of M/s MSKA & Associates, Chartered Accountants (Firm Registration No. 105047W) as Statutory Auditors in place of M/s Price Waterhouse Chartered Accountants LLP for a term of 5 (five) years						
Whether promoter/ promoter group are interested in the agenda/resolution?		NO						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3] = {[2]/[1]} * 100	[4]	[5]	[6] = {[4]/[2]} * 100	[7] = {[5]/[2]} * 100
Promoter and Promoter Group	Remote E-Voting	11772050	11772050	100.0000	11772050	0	100.0000	0.0000
	E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		11772050	100.0000	11772050	0	100.0000	0.0000
Public Institutions	Remote E-Voting	1209164	840529	69.5132	840529	0	100.0000	0.0000
	E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		840529	69.5132	840529	0	100.0000	0.0000
Public Non Institutions	Remote E-Voting	10100584	3692	0.0366	3687	5	99.8646	0.1354
	E-voting at AGM		1487	0.0147	1173	314	78.8837	21.1163
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		5179	0.0513	4860	319	93.8405	6.1595
Total		23081798	12617758	54.6654	12617439	319	99.9975	0.0025

Resolution Required : (Ordinary)		5 - Appointment of Mr. Sanjay Ghadge (DIN 08455742) as a Director of the Company liable to retire by rotation.						
Whether promoter/ promoter group are interested in the agenda/resolution?		NO						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3] = {[2]/[1]} * 100	[4]	[5]	[6] = {[4]/[2]} * 100	[7] = {[5]/[2]} * 100
Promoter and Promoter Group	Remote E-Voting	11772050	11772050	100.0000	11772050	0	100.0000	0.0000
	E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		11772050	100.0000	11772050	0	100.0000	0.0000
Public Institutions	Remote E-Voting	1209164	840529	69.5132	826624	13905	98.3457	1.6543
	E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		840529	69.5132	826624	13905	98.3457	1.6543
Public Non Institutions	Remote E-Voting	10100584	3692	0.0366	3687	5	99.8646	0.1354
	E-voting at AGM		1487	0.0147	1183	304	79.5562	20.4438
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		5179	0.0513	4870	309	94.0336	5.9664
Total		23081798	12617758	54.6654	12603544	14214	99.8873	0.1127

Resolution Required : (Ordinary)		6 - Approval for Supply Agreement, being Material Related Party Transaction, entered into by the Company with Colorants Solutions Singapore Pte. Ltd.						
Whether promoter/ promoter group are interested in the agenda/resolution?		YES						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3] = {[2]/[1]} * 100	[4]	[5]	[6] = {[4]/[2]} * 100	[7] = {[5]/[2]} * 100
Promoter and Promoter Group	Remote E-Voting	11772050	0	0.0000	0	0	0.0000	0.0000
	E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Institutions	Remote E-Voting	1209164	840529	69.5132	826624	13905	98.3457	1.6543
	E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		840529	69.5132	826624	13905	98.3457	1.6543
Public Non Institutions	Remote E-Voting	10100584	3692	0.0366	3437	255	93.0932	6.9068
	E-voting at AGM		1487	0.0147	1191	296	80.0941	19.9059
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		5179	0.0513	4628	551	89.3609	10.6391
Total		23081798	845708	3.6640	831252	14456	98.2907	1.7093

Resolution Required : (Ordinary)		7 - Approval for License Agreement, being Material Related Party Transaction, to be entered into by the Company with Colorants International AG						
Whether promoter/ promoter group are interested in the agenda/resolution?		YES						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3] = {[2]/[1]} * 100	[4]	[5]	[6] = {[4]/[2]} * 100	[7] = {[5]/[2]} * 100
Promoter and Promoter Group	Remote E-Voting	11772050	0	0.0000	0	0	0.0000	0.0000
	E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Institutions	Remote E-Voting	1209164	840529	69.5132	840529	0	100.0000	0.0000
	E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		840529	69.5132	840529	0	100.0000	0.0000
Public Non Institutions	Remote E-Voting	10100584	3692	0.0366	3437	255	93.0932	6.9068
	E-voting at AGM		1487	0.0147	1191	296	80.0941	19.9059
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		5179	0.0513	4628	551	89.3609	10.6391
Total		23081798	845708	3.6640	845157	551	99.9348	0.0652

Resolution Required : (Ordinary)		8 - Appointment of M/s. RA & Co., Cost Accountant as Cost Auditors of the Company for the financial year 2020-21 to conduct audit of cost accounts of the Company for a remuneration of Rs. 250,000 (Two lakh Fifty Thousand) plus other expenses.						
Whether promoter/ promoter group are interested in the agenda/resolution?		NO						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3] = {[2]/[1]} * 100	[4]	[5]	[6] = {[4]/[2]} * 100	[7] = {[5]/[2]} * 100
Promoter and Promoter Group	Remote E-Voting	11772050	11772050	100.0000	11772050	0	100.0000	0.0000
	E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		11772050	100.0000	11772050	0	100.0000	0.0000
Public Institutions	Remote E-Voting	1209164	840529	69.5132	840529	0	100.0000	0.0000
	E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		840529	69.5132	840529	0	100.0000	0.0000
Public Non Institutions	Remote E-Voting	10100584	3692	0.0366	3662	30	99.1874	0.8126
	E-voting at AGM		1487	0.0147	1184	303	79.6234	20.3766
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		5179	0.0513	4846	333	93.5702	6.4298
Total		23081798	12617758	54.6654	12617425	333	99.9974	0.0026

SUMMARY

SR. NO.	RESOLUTION	TYPE OF RESOLUTION	FAVOUR (%)	AGAI SNT (%)	RESULT
1.	To receive, consider and adopt the Audited Financial Statements of the Company for the year ended March 31, 2020, together with the Reports of the Directors and Auditors thereon.	Ordinary Resolution	99.9976	0.0024	Resolution Passed With Requisite Majority
2.	To declare Final Dividend on Equity Shares for the Financial year 2019-20.	Ordinary Resolution	99.9976	0.0024	Resolution Passed With Requisite Majority
3.	To appoint a Director in place of Mr. Thomas Wenger (DIN 08350960) who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary Resolution	99.8874	0.1126	Resolution Passed With Requisite Majority
4.	Appointment of M/s MSKA & Associates, Chartered Accountants (Firm Registration No. 105047W) as Statutory Auditors in place of M/s Price Waterhouse Chartered Accountants LLP for a term of 5 (five) years	Ordinary Resolution	99.9975	0.0025	Resolution Passed With Requisite Majority
5.	Appointment of Mr. Sanjay Ghadge (DIN 08455742) as a Director of the Company liable to retire by rotation.	Ordinary Resolution	99.8873	0.1127	Resolution Passed With Requisite Majority
6.	Approval for Supply Agreement, being Material Related Party Transaction, entered into by the Company with Colorants Solutions Singapore Pte. Ltd.	Ordinary Resolution	98.2907	1.7093	Resolution Passed With Requisite Majority
7.	Approval for License Agreement, being Material Related Party Transaction, to be entered into by the Company with Colorants International AG.	Ordinary Resolution	99.9348	0.0652	Resolution Passed With Requisite Majority
8.	Appointment of M/s. RA & Co., Cost Accountant as Cost Auditors of the Company for the financial year 2020-21 to conduct audit of cost accounts of the Company for a remuneration of Rs. 250,000 (Two lakh Fifty Thousand) plus other expenses.	Ordinary Resolution	99.9974	0.0026	Resolution Passed With Requisite Majority