



THE ANDHRA PETROCHEMICALS LIMITED

Regd. Office :
VENKATARAYAPURAM
(Tanuku) - 534 215
West Godavari Dist. (A.P.)
Tel : 08819-224075, 224755, 224911 (7 Lines)
Fax : 08819-224168
E-mail : info.tnk@andhrapetrochemicals.com
CIN : L23209AP1984PLC004635
Website : www.andhrapetrochemicals.com

No. APL/SEC/32 AGM/2016

The Relationship Manager,
Corporate Relationship Department
The Bombay Stock Exchange Ltd,
1st Floor, New Trading Ring
Rotunda Building
Phiroze Jeejeebhoy Towers
Dalal Street, FORT,
MUMBAI - 400 001

Dt. 29.9. 2016

Dear Sirs,

Sub: Voting results of 32nd Annual General Meeting (AGM) pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Ref: Scrip Code: 500012

In accordance with Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, this is to inform you that the Members of the Company at the 32nd AGM held on 29th September, 2016 transacted the following business:

Sl No.	Description	Particulars		
1	Date of AGM	29 th September, 2016		
2	Total No. of Shareholders as on record (cut off) date i.e., 22 nd September, 2016	77,168		
3	No. of Shareholders present in meeting either in person or through proxy			
4	Shareholders	Present in person	Present through proxy	Total
	Promoter & Promoter group	3	Nil	3
	Public – Institutions	Nil	Nil	Nil
	Public – Non-institutions	157	Nil	157
	Total	160	Nil	160
5	No. of shareholders attended the meeting through video conferencing: Not arranged Promoter & Promoter group: Not applicable Public: Not applicable			
6	Mode of voting for all resolutions was e-voting and poll conducted at the meeting			

The details of agenda item, result of voting (both by way of e-voting & poll), the report of scrutinizer for e-voting, Form MGT-13 for poll and the combined report (for e-voting & Poll) are attached as Annexures.

Thanking you,

Yours faithfully,
for THE ANDHRA PETROCHEMICALS LIMITED,


(Y V Krishna Rao)
Special Grade Officer (Secretarial)

Encl: as above

32nd Annual General Meeting Voting Results of The Andhra Petrochemicals Limited

Date of the AGM	29.9.2016
Total Number of shareholders on record date i.e., 22nd September, 2016	77168
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	3
Public:	157
No. of shareholders attended the meeting through Video Conferencing:	Not Applicable
Promoters and Promoter Group:	do
Public:	do

Agenda-wise disclosure for each Resolution:

Resolution required:					Ordinary Resolution: Adoption of Annual Accounts for the Financial Year ended 31st March, 2016			
Whether promoter / promoter group are interested in the agenda / resolution:					Not interested			
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	E-voting	38274594	0	0	0	0	0	0
	Poll		38274594	100	38274594	0	100	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		38274594	38274594	100	38274594	0	100
Public - Institutions	E-voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public - Non-Institutions	E-voting	1244132	7062	0.567624657	4307	2755	60.98838855	39.01161144
	Poll		1237070	99.43237534	1237070	0	100	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		1244132	1244132	100	1241377	2755	99.77856047
Total		39518726	39518726	100	39515971	2755	99.99302862	0.00697137

Resolution required:					Ordinary Resolution: Reappointment of Sri Ravi Pendyala as Director			
Whether promoter / promoter group are interested in the agenda / resolution:					Not Interested			
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	E-voting	38274594	0					
	Poll		38274594	100	38274594	0	100	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		38274594	38274594	100	38274594	0	100
	E-voting	0	0	0	0	0	0	0



Public - Institutions	Poll	0	0	0	0	0	0	0
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	0	0	0	0	0	0	0
Public - Non-Institutions	E-voting	1244132	6888	0.055363900	4133	2755	60.00290360	39.99709639
	Poll		1236050	99.35039047	1236050	0	100	0
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	1244132	1242938	99.90402947	1240183	2755	99.77834775	0.22165224
Total	39518726	39517532	99.99697864	39514777	2755	99.99302841	0.00697158	

Resolution required:					Ordinary Resolution: Reappointment of Smt Y V Anuradha, I.A.S., as Director				
Whether promoter / promoter group are interested in the agenda / resolution:					Not Interested				
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	E-voting	38274594	0	0	0	0	0	0	
	Poll		38274594	100	38274594	0	100	0	
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		38274594	38274594	100	38274594	0	100	0
Public - Institutions	E-voting	0	0	0	0	0	0	0	
	Poll	0	0	0	0	0	0	0	
	Postal Ballot	0	0	0	0	0	0	0	
	Total	0	0	0	0	0	0	0	
Public - Non-Institutions	E-voting	1244132	6888	0.55363900	4133	2755	60.00290360	39.99709639	
	Poll		1237070	99.43237534	1237070	0	100	0	
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total	1244132	1243958	99.98601434	1241203	2755	99.77852950	0.22147049	
Total	39518726	39518552	99.99955970	39515797	2755	99.99302859	0.00697140		

Resolution required:					Ordinary Resolution: Ratification of appointment of M/s Brahmayya & Co., as Statutory Auditors for the Financial Year 2016-17 and fixing their remuneration for the Financial Year 2016-17 at Rs.2,86,000/- (Rupees two lakhs eighty six thousand only) plus reimbursement of travelling and out-of-pocket expenses				
Whether promoter / promoter group are interested in the agenda / resolution:					Not Interested				
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	E-voting	38274594	0	0	0	0	0	0	
	Poll		38274594	100	38274594	0	100	0	
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		38274594	38274594	100	38274594	0	100	0



Group	Total	38274594	38274594	100	38274594	0	100	0
Public - Institutions	E-voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public - Non-Institutions	E-voting	1244132	6888	0.55363900	4133	2755	60.00290360	39.99709639
	Poll		1237070	99.43237534	1237070	0	100	0
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total	1244132	1243958	99.98601434	1241203	2755	99.77852950	0.22147049
Total	39518726	39518552	99.99955970	39515797	2755	99.99302859	0.00697140	

Resolution required:					Special Resolution: Reappointment of Dr B B Ramaiah as Managing Director, not liable to retire by rotation, for a further period of 5 years w.e.f. 12th November, 2016 without any remuneration			
Whether promoter / promoter group are interested in the agenda / resolution:					Not Interested			
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	E-voting	38274594	0	0	0	0	0	0
	Poll		38274594	100	38274594	0	100	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		38274594	38274594	100	38274594	0	100
Public - Institutions	E-voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public - Non-Institutions	E-voting	21322	6888	32.30466185	4133	2755	60.0029036	39.9970964
	Poll		14260	66.87927961	14260	0	100	0
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total	21322	21148	99.18394146	18393	2755	86.97276338	13.02723661
Total	38295916	38295742	99.99954564	38292987	2755	99.99280598	0.00719401	

Resolution required:					Ordinary Resolution: Ratification of the resolution of the Board with regard to remuneration of Rs.1,10,000/- (Rupees one lakh ten thousand only) per annum plus reimbursement of travelling and out-of-pocket expenses to be paid to M/s Narasimha Murthy & Co., Cost Accountants, Cost Auditors, for the Financial Year 2016-17			
Whether promoter / promoter group are interested in the agenda / resolution:					Not interested			
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	E-voting	38274594	0	0	0	0	0	0
	Poll		38274594	100	38274594	0	100	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		38274594	38274594	100	38274594	0	100
Public - Institutions	E-voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public - Non-Institutions	E-voting	1244132	6888	0.55363900	4133	2755	60.00290360	39.99709639
	Poll		1237070	99.43237534	1237070	0	100	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		1244132	1243958	99.98601434	1241203	2755	99.77852950
Total		39518726	39518552	99.99955970	39515797	2755	99.99302859	0.00697140

Resolution required:					Ordinary Resolution: Appointment of Sri B Sreedhar, I.A.S., as Director			
Whether promoter / promoter group are interested in the agenda / resolution:					Not interested			
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	E-voting	38274594	0	0	0	0	0	0
	Poll		38274594	100	38274594	0	100	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		38274594	38274594	100	38274594	0	100
Public - Institutions	E-voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public - Non-Institutions	E-voting	1244132	7062	0.56762465	4307	2755	60.98838855	39.01161144
	Poll		1237070	99.43237534	1237070	0	100	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		1244132	1244132	100	1241377	2755	99.77856047
Total		39518726	39518726	100	39515971	2755	99.99302862	0.00697137

Resolution required:					Special Resolution: Consent of the Members to Board of Directors to invite and accept Fixed Deposits from the Public and Members of the Company within the limits prescribed in the Companies Act, Fixed Deposit Rules and overall borrowing limits of the Company			
Whether promoter / promoter group are interested in the agenda / resolution:					Not Interested			



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	E-voting	38274594	0	0	0	0	0	0
	Poll		38274594	100	38274594	0	100	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		38274594	38274594	100	38274594	0	100
Public - Institutions	E-voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public - Non-Institutions	E-voting	1244132	6888	0.55363900	4133	2755	60.00290360	39.99709639
	Poll		1237070	99.43237534	1237070	0	100	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		1244132	1243958	99.98601434	1241203	2755	99.77852950
Total		39518726	39518552	99.99955970	39515797	2755	99.99302859	0.00697140

Resolution required:				Ordinary Resolution: Increasing Authorised Share Capital of the Company from existing Rs.85 crores to Rs.125 Crores				
Whether promoter / promoter group are interested in the agenda / resolution:				Not Interested				
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	E-voting	38274594	0	0	0	0	0	0
	Poll		38274594	100	38274594	0	100	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		38274594	38274594	100	38274594	0	100
Public - Institutions	E-voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public - Non-Institutions	E-voting	1244132	7062	0.56762465	4307	2755	60.98838855	39.01161144
	Poll		1237070	99.43237534	1237070	0	100	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		1244132	1244132	100	1241377	2755	99.77856047
Total		39518726	39518726	100	39515971	2755	99.99302862	0.00697137

Resolution required:				Special Resolution: Alteration of provisions of Memorandum of Association and Articles of Association of the Company in connection with the increase in the Authorised Share Capital of the Company				
Whether promoter / promoter group are interested in the agenda / resolution:				Not Interested				



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	E-voting	38274594	0	0	0	0	0	0
	Poll		38274594	100	38274594	0	100	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		38274594	38274594	100	38274594	0	100
Public - Institutions	E-voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public - Non-Institutions	E-voting	1244132	7062	0.56762465	4307	2755	60.98838855	39.01161144
	Poll		1237070	99.43237534	1237070	0	100	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		1244132	1244132	100	1241377	2755	99.77856047
Total		39518726	39518726	100	39515971	2755	99.99302862	0.00697137



SCRUTINIZER REPORT FOR E-VOTING

To
The Chairman,
32nd Annual General Meeting of THE ANDHRA PETROCHEMICALS LIMITED
Venkatarayapuram,
TANUKU - 534215,
Andhra Pradesh

32nd Annual General Meeting of the Equity Shareholders of The Andhra Petrochemicals Limited held on Thursday, September 29, 2016 at 3.00 P.M. at the Registered Office of the Company, Venkatarayapuram, Tanuku – 534215

Dear Sir,

Sub: Scrutinizers Report on Electronic Voting in respect of matters set out in the notice of 32nd Annual General Meeting pursuant to section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014.

Pursuant to the Resolution passed by the Board of The Andhra Petrochemicals Limited (hereinafter referred to as the "Company") on August 11, 2016, I have been appointed as the Scrutinizer for the e-voting process as mentioned under Rule 20 of the Companies (Management and Administration) Rules, 2014.

The Company has appointed Central Depository Services Limited (CDSL) as the Service Provider for extending the facility of electronic voting to the shareholders of the Company. The Service Provider had provided a system for recording the votes of the shareholders electronically on all the items of the business (both Ordinary and Special businesses) sought to be transacted in the 32nd Annual General Meeting (AGM) of the Company, which is held on Thursday, September 29, 2016.

The Service Provider accordingly had set up e-Voting facility on their website, <https://www.evotingindia.com>. The Company had uploaded all the items of the business to be transacted on the website of the Company and also it's Service Provider to facilitate their shareholders to cast their vote through e-Voting.

As on the cut off date there were 77168 shareholders of the Company. The Company had sent the Notice of the AGM and instructions for e-voting through physical form and through e-mail.

The e-voting instructions sent contained the detailed procedure to be followed by the shareholders who were desirous of casting their votes electronically as provided in the Rule 20 of the Companies (Management and Administration) Rules, 2014.

The Cut-off date (record date) for the purposes of identifying the shareholders who will be entitled to vote on the resolutions placed for approval of the shareholders was 22nd September, 2016. As prescribed in the aforesaid Rules, the e-Voting facility was kept open for three days from Monday, September 26, 2016 9:00 A.M. till Wednesday, September 28, 2016 5:00 P.M.



As prescribed in the Rule 20, the Company also released an advertisement, which was published more than 5 days in advance from the date of beginning of the voting period in English in The Deccan Chronicle newspaper dated September 9, 2016 and in Telugu in Andhra Bhoomi newspaper dated September 9, 2016. The notice published in the newspaper carried the required information as specified in said Rule 20.

On September 29, 2016, the votes cast through e-Voting facility was duly unblocked by me as a Scrutinizer in the presence of Mr. Abdul Aleem and Mr. Mullapudi Veera Venkata Satya Vara Prasadu who acted as the witnesses, as prescribed in the said Rule 20.

There are in all 19 members holding 7062 equity shares of the Company, who have participated in the e-Voting process carried out by the Company.

The result of the E-voting is as under:

Item No.1 – Ordinary Resolution:

“To receive, consider and adopt the audited Profit & Loss Account for the year ended 31st March 2016 and the Balance Sheet as at that date together with the Reports of Board of Directors and Auditors thereon”.

	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	16	4307	60.99
(ii) Voted against the resolution	3	2755	39.01
(iii) Invalid votes	-	-	Not applicable

Item No.2 – Ordinary Resolution:

“To appoint a Director in place of Sri Ravi Pendyala (DIN : 03375555) who retires by rotation and being eligible offers himself for reappointment”.

	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	15	4133	60.00
(ii) Voted against the resolution	3	2755	40.00
(iii) Invalid votes	-	-	Not applicable



Item No.3 – Ordinary Resolution:

“To appoint a Director in place of Smt. Y.V. Anuradha, I.A.S., (DIN : 07097311) who retires by rotation and being eligible offers herself for reappointment”.

	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	15	4133	60.00
(ii) Voted against the resolution	3	2755	40.00
(iii) Invalid votes	-	-	Not applicable

Item No.4 – Ordinary Resolution:

“To ratify appointment of M/s. Brahmayya & Co., (Regn. No.000513S), Chartered Accountants, Vijayawada as statutory auditors for the year 2016-17 and fix their remuneration”.

	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	15	4133	60.00
(ii) Voted against the resolution	3	2755	40.00
(iii) Invalid votes	-	-	Not applicable

Item No.5 – Special Resolution:

To re-appoint Sri Dr. B.B. Ramaiah (DIN 00015061) as Managing Director of the Company for a period of five years with effect from 12th November, 2016 without any remuneration”

	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	15	4133	60.00
(ii) Voted against the resolution	3	2755	40.00
(iii) Invalid votes	-	-	Not applicable



Item No.6 – Ordinary Resolution:

"Ratification of remuneration to be paid to M/s. Narasimha Murthy & Co., Cost Accountants as Cost Auditors for the Financial Year 2016-17".

	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	15	4133	60.00
(ii) Voted against the resolution	3	2755	40.00
(iii) Invalid votes	-	-	Not applicable

Item No.7 – Ordinary Resolution:

"Appointment of Sri B. Sreedhar, I.A.S. as Director"

	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	16	4307	60.99
(ii) Voted against the resolution	3	2755	39.01
(iii) Invalid votes	-	-	Not applicable

Item No.8 – Special Resolution:

"To invite and accept deposits pursuant to the provisions of Section 73, 76 and other applicable provisions of the Companies Act, 2013 read with Companies (Acceptance of Deposits) Rules, 2014 within the limits prescribed in the Act and the overall borrowing limits of the Company"

	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	15	4133	60.00
(ii) Voted against the resolution	3	2755	40.00
(iii) Invalid votes	-	-	Not applicable



Item No.9 – Ordinary Resolution:*“Increase of authorised Share Capital of the Company from existing Rs.85 crores to Rs.125 crores”*

	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	16	4307	60.99
(ii) Voted against the resolution	3	2755	39.01
(iii) Invalid votes	-	-	Not applicable

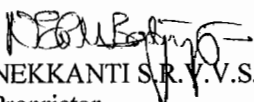
Item No.10 – Special Resolution:*“Alteration of provisions of the Memorandum and Articles of Association with regard to increase of the Authorised Share Capital of the Company”*

	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	16	4307	60.99
(ii) Voted against the resolution	3	2755	39.01
(iii) Invalid votes	-	-	Not applicable

Thanking you,

Yours faithfully,

For NEKKANTI S.R.V.V.S. NARAYANA & CO.


 NEKKANTI S.R.V.V.S. NARAYANA
 Proprietor
 M.No.F7157, C.P.No.7839

Place: Venkatarayapuram
 Date: September 29, 2016



FORM No. MGT-13

Report of Scrutinizer(s)

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

To,
The Chairman,
32nd Annual General Meeting of THE ANDHRA PETROCHEMICALS LIMITED
Venkatarayapuram,
TANUKU - 534215,
Andhra Pradesh

Dear Sir,

I, Nekkanti S.R.V.V.S. Narayana, appointed as Scrutinizer(s) for the purpose of the poll taken on the below mentioned resolution(s), at the 32nd Annual General Meeting of the Equity Shareholders of The Andhra Petrochemicals Limited (the Company), held on Thursday, September 29, 2016 at 3.00 P.M. at the Registered Office of the Company, Venkatarayapuram, Tanuku – 534 215, submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, one ballot box kept for polling was locked in my presence with due identification marks placed by me.
2. The locked ballot box was subsequently opened in my presence and in presence of two witnesses and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of Company and the authorizations / proxies lodged with the Company.
3. No poll papers have been treated or found defective or otherwise treated as invalid.
4. The result of the Poll is as under:

Item No.1 – Ordinary Resolution:

“To receive, consider and adopt the audited Profit & Loss Account for the year ended 31st March 2016 and the Balance Sheet as at that date together with the Reports of Board of Directors and Auditors thereon”.

	Number of members present and voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	25	39511664	100
(ii) Voted against the resolution	-	-	-
(iii) Invalid votes	-	-	Not applicable



Item No.2 – Ordinary Resolution:

“To appoint a Director in place of Sri Ravi Pendyala (DIN : 03375555) who retires by rotation and being eligible offers himself for reappointment”.

	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	25	39510644	100
(ii) Voted against the resolution	-	-	-
(iii) Invalid votes	-	-	Not applicable

Item No.3 – Ordinary Resolution:

“To appoint a Director in place of Smt. Y.V. Anuradha, I.A.S., (DIN : 07097311) who retires by rotation and being eligible offers herself for reappointment”.

	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	25	39511664	100
(ii) Voted against the resolution	-	-	-
(iii) Invalid votes	-	-	Not applicable

Item No.4 – Ordinary Resolution:

“To ratify appointment of M/s. Brahmayya & Co., (Regn. No.000513S), Chartered Accountants, Vijayawada as statutory auditors for the year 2016-17 and fix their remuneration”.

	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	25	39511664	100
(ii) Voted against the resolution	-	-	-
(iii) Invalid votes	-	-	Not applicable



Item No.5 – Special Resolution:

"To re-appoint Sri Dr. B.B. Ramaiah (DIN 00015061) as Managing Director of the Company for a period of five years with effect from 12th November, 2016 without any remuneration"

	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	25	38288854	100
(ii) Voted against the resolution	-	-	-
(iii) Invalid votes	-	-	Not applicable

Item No.6 – Ordinary Resolution:

"Ratification of remuneration to be paid to M/s. Narasimha Murthy & Co., Cost Accountants as Cost Auditors for the Financial Year 2016-17"

	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	25	39511664	100
(ii) Voted against the resolution	-	-	-
(iii) Invalid votes	-	-	Not applicable

Item No.7 – Ordinary Resolution:

"Appointment of Sri B. Sreedhar, I.A.S. as Director"

	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	25	39511664	100
(ii) Voted against the resolution	-	-	-
(iii) Invalid votes	-	-	Not applicable



Item No.8 – Special Resolution:

“To invite and accept deposits pursuant to the provisions of Section 73, 76 and other applicable provisions of the Companies Act, 2013 read with Companies (Acceptance of Deposits) Rules, 2014 within the limits prescribed in the Act and the overall borrowing limits of the Company”

	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	25	39511664	100
(ii) Voted against the resolution	-	-	-
(iii) Invalid votes	-	-	Not applicable

Item No.9 – Ordinary Resolution:

“Increase of authorised Share Capital of the Company from existing Rs.85 crores to Rs.125 crores”

	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	25	39511664	100
(ii) Voted against the resolution	-	-	-
(iii) Invalid votes	-	-	Not applicable

Item No.10 – Special Resolution:

“Alteration of provisions of the Memorandum and Articles of Association with regard to increase of the Authorised Share Capital of the Company”

	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	25	39511664	100
(ii) Voted against the resolution	-	-	-
(iii) Invalid votes	-	-	Not applicable

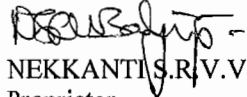
5. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", AGAINST" and those whose votes were declared invalid for each resolution is enclosed.



6. The poll papers 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,
For NEKKANTI S.R.V.V.S. NARAYANA & CO.,
Company Secretaries




NEKKANTI S.R.V.V.S. NARAYANA
Proprietor
C.P.No.7839



Place: Venkatarayapuram
Date: September 29, 2016

Witness 1:


(ABDUL ALGEM)

Witness 2:



M.N.N.S.V. PRASADU

COMBINED SCRUTINIZER REPORT FOR E-VOTING & POLL

To,
The Chairman,
32nd Annual General Meeting of THE ANDHRA PETROCHEMICALS LIMITED
Venkatarayapuram,
TANUKU - 534215,
Andhra Pradesh

Sub: Consolidated Scrutinizer Report on remote E-voting conducted pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Rules, 2015 and voting at the 32nd Annual General Meeting of THE ANDHRA PETROCHEMICALS LIMITED (the Company) held on 29th September, 2016

I, Nekkanti S.R.V.V.S. Narayana, M/s. Nekkanti S.R.V.V.S. Narayana & Co., Company Secretaries, had been appointed me as Scrutinizer by the Board of Directors of M/s. THE ANDHRA PETROCHEMICALS LIMITED pursuant to Section 108 of the Companies Act, 2013 (the 'Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (the 'Rules') as amended, to conduct the remote e-voting process in respect of the resolutions forming part of the Notice of the 32nd Annual General Meeting of the members of the Company (AGM) held on Thursday, 29th September, 2016 at 3:00 PM at its Registered Office.

I was also appointed as Scrutinizer to scrutinize the voting process at the said Annual General Meeting held on Thursday, 29th September, 2016 at 3:00 PM.

The Notice dated August 11, 2016 along with statement setting out material facts under Section 102 of the Act was sent to the members in respect of the below mentioned resolutions passed at the Annual General Meeting of the Company.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to e-voting and poll on the resolutions contained in the notice to the AGM of the members of the Company. My responsibility as scrutinizer for the e-voting process and for poll at the AGM is restricted to make Scrutinizer's Report of votes cast "in favour" or 'against" the resolutions stated above, based on the reports generated from the e-voting system provided by CDSL, the authorized agency engaged by the Company to provide e-voting facilities for e-voting and also at the time of poll at AGM.

I, now, submit my consolidated report as under on the result of the remote e-voting and voting at the meeting in respect of the said resolutions:



Item no of Notice	Particulars of business	Votes in favour of the resolution		Votes against the resolution		Invalid votes	
		Nos.	%age	Nos.	%age	Nos.	%age
ORDINARY BUSINESS							
Item No.1 of Notice as ordinary resolution (To receive, consider and adopt the audited Profit & Loss Account for the year ended 31st March 2016 and the Balance Sheet as at that date together with the Reports of Board of Directors and Auditors thereon)	E-voting	4307	0.01	2755	0	0	0
	Poll	39511664	99.99	0	0	0	0
	Total	39515971	100.00	2755	0		
Item No.2 of Notice as ordinary resolution (To appoint a Director in place of Sri Ravi Pendyala (DIN : 03375555) who retires by rotation and being eligible offers himself for reappointment)	E-voting	4133	0.01	2755	0	0	0
	Poll	39510644	99.99	0	0	0	0
	Total	39514777	100.00	2755	0		
Item No.3 of Notice as ordinary resolution (To appoint a Director in place of Smt. Y.V. Anuradha, I.A.S., (DIN : 07097311) who retires by rotation and being eligible offers herself for reappointment)	E-voting	4133	0.01	2755	0	0	0
	Poll	39511664	99.99	0	0	0	0
	Total	39515797	100.00	2755	0		
Item No.4 of Notice as ordinary resolution (To ratify appointment of M/s. Brahmayya & Co., (Regn. No.000513S), Chartered Accountants, Vijayawada as statutory auditors for the year 2016-17 and fix their remuneration)	E-voting	4133	0.01	2755	0	0	0
	Poll	39511664	99.99	0	0	0	0
	Total	39515797	100.00	2755	0		



*

Item no of Notice	Particulars of business	Votes in favour of the resolution		Votes against the resolution		Invalid votes	
		Nos.	%age	Nos.	%age	Nos.	%age
SPECIAL BUSINESS							
Item No.5 of Notice as Special resolution (<i>To re-appoint Sri Dr. B.B. Ramaiah (DIN 00015061) as Managing Director of the Company for a period of five years with effect from 12th November, 2016 without any remuneration</i>)	E-voting	4133	0.01	2755	0	0	0
	Poll	38288854	99.99	0	0	0	0
	Total	38292987	100.00	2755	0		
Item No.6 of Notice as ordinary resolution (<i>Ratification of remuneration to be paid to M/s. Narasimha Murthy & Co., Cost Accountants as Cost Auditors for the Financial Year 2016-17</i>)	E-voting	4133	0.01	2755	0	0	0
	Poll	39511664	99.99	0	0	0	0
	Total	39515797	100.00	2755	0		
Item No.7 of Notice as Ordinary resolution (<i>Appointment of Sri B. Sreedhar, I.A.S. as Director</i>)	E-voting	4307	0.01	2755	0	0	0
	Poll	39511664	99.99	0	0	0	0
	Total	39515971	100.00	2755	0		
Item No.8 of Notice as Special resolution (<i>Acceptance of Fixed Deposits</i>)	E-voting	4133	0.01	2755	0	0	0
	Poll	39511664	99.99	0	0	0	0
	Total	39515797	100.00	2755	0		
Item No.9 of Notice as Ordinary resolution (<i>Increase of authorised Share Capital of the Company from existing Rs.85 crores to Rs.125 crores</i>)	E-voting	4307	0.01	2755	0	0	0
	Poll	39511664	99.99	0	0	0	0
	Total	39515971	100.00	2755	0		

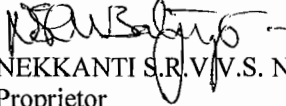


Item no of Notice	Particulars of business	Votes in favour of the resolution		Votes against the resolution		Invalid votes	
		Nos.	%age	Nos.	%age	Nos.	%age
SPECIAL BUSINESS							
Item No.10 of Notice as Special resolution (Alteration of provisions of the Memorandum and Articles of Association with regard to increase of the Authorised Share Capital of the Company)	E-voting	4307	0.01	2755	0	0	0
	Poll	39511664	99.99	0	0	0	0
	Total	39515971	100.00	2755	0		

All the Resolutions stand passed under e-voting and poll with the requisite majority.


Thanking you,

Yours faithfully,
For NEKKANTI S.R.V.V.S. NARAYANA & CO.,
Company Secretaries


NEKKANTI S.R.V.V.S. NARAYANA
Proprietor
M.No.F7157, C.P.No.7839

Place: Venkatarayapuram
Date: September 29, 2016




Signed by Dr. B.B. Ramaiah
Chairman of the Meeting