

## Lords Chloro Alkali Limited

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Date: 15th February 2016

To,
The Secretary
Bombay Stock Exchange Ltd. (BSE)
P.J. Towers,
Dalal Street,
Mumbai-400 001

Scrip Code 500284

Sub: Declaration of Result of Postal Ballot including e-voting pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosures Requirements)

Regulations, 2015

Dear Sir/Madam,

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 and as per Section 110 of the Companies Act, 2013 read with rules the Companies (Management and Administration) Rules, 2014, we are pleased to inform you that the members of the Company have passed the Special Resolutions as set out in the Notice of the Postal Ballot dated 29th December 2015.

Please find enclosed herewith the result of voting on Postal Ballot include e-voting based on the Scrutinizer's Report(Enclosed) dated 15th February 2016.

Request you to kindly take the same on record.

Yours faithfully, For **Lords Chloro Alkali Limited** 

Rajiv Kumar

(CFO)

Encl: As above.

CIN: L24117RJ1979PLC002099

#### LORDS CHLORO ALKALI LIMITED

	Ter on more (Date of	f declaration of Postal Ballot including E-voting results)
Date of the AGM/EGM		1 decidios de la companya del companya del companya de la companya
Total number of shareholders on record date	46,673	
No. of shareholders present in the meeting either in person or through		
proxy:	and the state of	
Promoters and Promoter Group	Not Applicable	
Public:	Not Applicable	
No. of Shareholders attended the meeting through Video Conferencing		•
Promoters and Promoter Group	Not Applicable	
Public:	Not Applicable	

	Pr. 1	THE FRAME MILETIN	ant to section 180 (1) (c	se Disclosures	ies Act, 2013					
		125 Crore, pursu	and to section 200 (17)	Special Resolution	on					
Resolution Require	d:	1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1		NO						
Whether promoter	/ promoter group a	are interested in	the				1			
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		
100000		(1)	(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6) = [(4)/(2)]*100	(7) = [(5)/(2)]*1 00		
		15 224 058	15,334,068	100	16,334,068	3	0 10	0		
Promoter &	E-Voting	16,334,068	10,534,666							
Promoter Group	Poll	7			N.A.			0 0		
	Postal Ballot (if applicable)									
			16,334,06	8 10	0 16,334,06	8	0 10			
Public Institutions	Total E-Voting	47,061		0	0	0	0	0		
1		-					N.A.			
	Poll Postal Ballot (if	1		0	0	0	0	0		
	applicable)	-		0	0	0	0	0		
Public Non-	Total E-Voting	8,772,732	1,362,39	15.5	1,362,39	99	0 1	00		
Institutions	Poli	-						00		
	Postal Ballot (if applicable)		2,24	47 0.	03 2,2					
-	Total	-	1,364,6	46 15.	56 1,364,6	46	-	.00		
Total	10(0)	251538			36 17,698,7	14	0 1	.00		





				Simmoveable properties of the Company.  Special Resolution						
lesolution Require					011			-		
Whether promoter/ promoter group are interested in the			the	NO		*				
agenda/resolution	?							Т		
Category	Mode of Voting	No. of Shares held	No. of Votes Polled	% of Votes Polled on outstanding Shares	1000	of Votes - avour	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)]*1 00
Prompter &	E-Voting	16.334,068	16,334,068	100		16,334,068		0	100	0
Prompter Group	Poll		N.A.							
	Postal Ballot (if applicable)		C	0	)	0		0	0	0
	Total	1	. 16,334,068	100	0	16,334,068		0	100	0
Public Institutions	E-Voting	47,061	(		0	0		0	0	0
	Poll	1		*			N.A.			
	Postal Ballot (if applicable)				0	(		0		
	Total	7	(	V	0	(		0		
Public Non-	E-Voting	8,772,732	1,362,399	15.5	3	1,362,399		0	100	
	Poll				-				,	
	Postal Ballot (if applicable)		2,24	7 0.0	3	2,24	7	0		
	Total	7	1,364,64			1,364,64	6	C		
Total		2515386	17,698,71	4 70.3	16	17,698,71	4	0	10	0

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Resolution Requi	endmends) to Men	norandum of Ass	ociation of the Compa	nv.	-			
Whether promot	red:			Special Resolut	dan			
agenda/resolutio	er/ promoter group in?	are interested in	1 the	NO NO	tion			
Category	Made of Voting	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
Promoter &		(1)	(2)	(3) = [(2)/{1}]*100	(4)	(5)	(6) = {(4)/(2)}*100	(7) = [[S]/(2]]*
	E-Voting	16,334,068	16,334,068	100			100 37 4 104	00
Promoter Group	Poll		10,004,008	100	20,234,000	0	100	
	Postal Ballot (if		0	-	N.A.			
	applicable) Total			0	0	0	0	
Public Institutions	E-Voting	47,061	16,334,068	100	16,334,068	0		
	Pall	47,061	0	0	0	0	100	-
	Postal Bailot (if	-			N.A.		0	
	applicable)		0	0	0	0	0	(
ublic Non-	Total		0	0				
stitutions	E-Voting	8,772,732	1,362,399	15.53	0	0	0	
istrictions.	Poll			13.33	1,362,399	0	100	0
	Postal Ballot (if applicable)		2,247	0.03	2,247	0	100	0
otal	Total		1,364,646	10.55			100	Ü
)(a)		25153861	17,698,714	15.56	1,364,646	0	100	0
		-	27,030,714	70.36	17,698,714	0	100	0

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Ernail: adassociates.asia@gmail.com awanishcorporate@gmail.com Web.: www.awanishdwivedi.info

#### SCRUTINIZER'S REPORT

The Chairman/ Managing Director, LORDS CHLORO ALKALI LIMITED SP-460, Matsya Industrial Area, Alwar-301030, Rajasthan

Subject:

Passing of Resolution(s) through postal ballot under the provisions of Section 110 of Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirements), Regulations, 2015 (including any statutory modification or re-enactment thereof, for the time being in force).

Dear Sir,

Please refer to our acceptance letter dated December 23, 2015, confirming our appointment as Scrutinizer for the purpose of ascertaining the result(s) of the below mentioned resolutions to be passed by means of Postal Ballot under the provisions of Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirements), Regulations, 2015 (including any statutory modification or re-enactment thereof, for the time being in force):

- 1. Borrow money upto Rs. 125 Crore, pursuant to section 180(1) (c) of the Companies Act, 2013.
- Creation of Mortgage and/or Charge over the moveable and immovable properties of the Company.
- 3. Amendments(s) to Memorandum of Association of the Company.

The shareholders of the Company had an option to vote either through the postal ballot forms or through the e-voting facility. Shareholders opting for e-voting facility, casted their votes, via M/s National Securities Depositories Limited (hereinafter referred to as the "NSDL"), on the designated website, <a href="https://www.evoting.nsdl.com">www.evoting.nsdl.com</a>.

We monitored the process of electronic voting through the scrutinizer's secured link provided by NSDL on the designated website. The particulars of all postal ballot forms received from the Members in physical form(s) have been entered in a separate Register maintained for the purpose. The postal ballot forms were kept under our safe custody in scaled and tamper proof ballot box before commencing the scrutiny of such postal ballot forms.



All postal ballot forms received up to the close of working hours on Saturday 13th February, 2016 (17:00 hours) were considered and all the envelopes containing postal ballot form received after the working hours (17:00 hours) on Saturday 13th February, 2016 were not considered for the purpose of this report.

The shareholders exercised their voting either by electronic or physical mode. There was no shareholder who opted for both the facilities.

The paid up Share Capital of the Company as on Saturday 13th February, 2016 was Rs. 25,15,38,610/- (Rupees Twenty Five Crore Fifteen Lacs and Thirty Eight Thousand Six Hundred and Ten Only) divided into 2,51,53,861 (Two Crore Fifty One Lacs Fifty Three Thousand Eight Hundred and Sixty One) Equity Shares of Rs. 10/-

As per the information furnished to us by the Company and according to the scrutiny of Postal Ballot Forms received (through physical and electronic mode) from members of the Company, we hereby submit our report as under:

S. No.	Particulars	Date
1.	The date of determination of entitlement to receive Postal Ballot Forms. (Record Date)	08.01.2016
2.	Date of completion of dispatch of Notice and other enclosures thereon together with Postal Ballot Form(s) and Business Reply Envelope.	14.01.2016
3.	Date of Public Announcement with respect to completion of dispatch of Postal Ballot Forms in two newspapers:	
	The Mint (English daily)	15.01.2016
	Naya India (Hindi Daily)	15.01.2016
4.	Last date to receive the Postal Ballot Forms/E-Voting from members of the Company.	13.02.2016

We report that, we have considered and taken on record the sealed envelopes containing postal ballot forms, either through post or directly by hand, received at our office at A-308, LGF, Defence Colony, New Delhi- 110024 upto Saturday 13th February, 2016 (17:00 hrs) and voting through evoting facility by shareholders of the Company upto Saturday 13th February, 2016 (17:00 hrs).

The sealed envelopes were opened on Saturday  $13^{th}$  February, 2016 at our office. Further, we did not find any defaced or mutilated Postal Ballot Form.

We further report that the signature verification in respect of these postal ballots has been verified online through E-voting access window provided by Registrar and Transfer Agent (RTA) of the Company i.e. M/s Alankit Assignments Limited.



AWANISH DWIVEDI & ASSOCIATES
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## Brief summary containing details of postal ballot(s):

## Postal ballot forms dispatched and received:

		•
1.	Total number of Postal Ballot Forms issued and dispatched (including e-mail)	46,673
2.	Total number of Postal Ballot Forms received	11
3.	Total number of Shareholders who have exercised e-voting facility	25

# > Postal ballot forms/e-voting received, found valid for Resolution No. (1):

	Particulars	In terms of Number of Postal Ballot Form	In terms of Number of Shares voted	
Physic	al Mode:		Voted	
1.	Total Postal Ballot Forms received:	11	2,247	
2.	Less: Invalid Postal Ballot Forms	NIL	NIL	
3.	Less: Remained neutral (Abstain from Voting)	NIL	NIL	
4.	Net Valid Postal Ballot Forms (A)	11	2,247	
Electro	nic Mode: Total e-voting done:	25	1,76,96,467	
6.	Less: Invalid e- voting	NIL	NIL	
7.	Less: Remained neutral	NIL		
8.	Net Valid e-voting (B)	25 .	NIL	
	Total Net Valid Postal Ballot in physical and voting through electronic mode (A+B)	36	1,76,96,467 1,76,98,714	



#### Postal ballot forms/e-voting received, found valid for Resolution No. (2):

·	Particulars	In terms of Number of Postal Ballot Form	In terms of Number of Shares voted	
Physica	al Mode:			
1.	Total Postal Ballot Forms received:	11	2,247	
2.	Less: Invalid Postal Ballot Forms	NIL	NIL	
3.	Less: Remained neutral (Abstain from Voting)	NIL	NIL	
4.	Net Valid Postal Ballot Forms (A)	11	2,247	
Electro	nic Mode:			
5. '	Total e-voting done:	25	1,76,96,467	
6.	Less: Invalid e- voting	NIL	NIL	
7.	Less: Remained neutral	NIL	NIL	
8.	Net Valid e-voting (B)	25	1,76,96,467	
	Total Net Valid Postal Ballot in physical and voting through electronic mode (A+B)	36	1,76,98,714	

## > Postal ballot forms/e-voting received, found valid for Resolution No. (3):

	Particulars	In terms of Number of Postal Ballot Form	In terms of Number of Shares voted
Physi	cal Mode:		



2.	Less: Invalid Postal Ballot Forms	NIL	NIL
3,	Less: Remained neutral (Abstain from Voting)	NIL	NIL
4.	Net Valid Postal Ballot Forms (A)	11	2,247
Elect, 5.	Total e-voting done:	25	1,76,96,467
		NIL	NIL
6.	Less: Invalid e- voting		
7.	Less: Remained neutral	NIL	NIL
8.	Net Valid e-voting (B)	25	1,76,96,467
	Total Net Valid Postal Ballot in	36	1,76,98,714

We further report that, following are the details of voting in respect of the resolution:

Res. No.	Resolutions	Votes in assent		Votes in dissent		Remark	
		Number	%	Number	%		
1.	Borrow money up to Rs.125 Crore, pursuant to section 180 (1) (c) of the Companies Act, 2013. (Special Resolution)	1,76,98,714	100	00	00	More than ¾ of the shareholders have assented for the resolution	
2.	Creation of Mortgage and / or Charge over the moveable and immoveable properties of the Company.  (Special Resolution)	1,76,98,714	100	00	00	More than 3/4 of the shareholders have assented for the resolution	
3.	Amendment(s) to Memorandum of Association of the Company (Special Resolution)	1,76,98,714	100	00	00	More than 34 of the shareholders have assented for the resolution	



AWANISH DWIVEDI & ASSOCIATES Page 5 of 6

The Postal Ballot Forms and all other related records are kept in our custody and shall be handed over to Mr. Rajiv Kumar, Chief Financial Officer of the Company, who is authorized by the Board to supervise the Postal Ballot process.

The result as per Regulation 44 of Listing Regulation, 2015 is attached as Annexure-1.

The voting has been reckoned in proportion to a member's share of the paid up equity share capital of the Company as on 8th January, 2016. Since, the number(s) of vote(s) casted by the members of Company in favour of the resolution(s) is more than 34 of the votes casted against, we hereby report that the above said resolutions are duly passed with requisite majority. You may accordingly declare the result of the voting by Postal Ballot.

Thanking you,

Yours faithfully,

FOR AWANISH DWIVEDI & ASSOCIATES COMPANY SECRETARIES

CS AWANISH K. DWIVEDI

SCRUTINIZER FCS No. 8055 CP No. 9080

Place: New Delhi Date: 15.02.2016 For Lords Chloro Alkali Limited

Managing Director

#### LORDS CHLORO ALKALI LIMITED

		n of Postal Ballot including E-voting results)
	15-02-2016 (Date of declaration	1 di Postal Danot
Date of the AGM/EGM	46,673	
otal number of shareholders on record date		
otal number of shareholders of record to, of shareholders present in the meeting either in person or through		
proxy:	Not Applicable	
Promoters and Promoter Group	Not Applicable	
Public: Van Nagurah Video Conferencing		
Public: No. of Shareholders attended the meeting through Video Conferencing	Not Applicable	
Promoters and Promoter Group	Not Applicable	
Public:		

ublic:											
			Agenda W	ise Disclosures	ies Act. 20	13					
esolution 1: Borrow	money upto Rs.	125 Crore, pursu	ant to section 180 (1) (	Special Resolution	n						
t also Required:				Special Resolution							
Vhether promoter/ genda/resolution?	promoter group	are interested in	the	NO						% of	
Category			No. of Votes Polled	% of Votes Polled on outstanding Shares	No. of Votes - in favour		No. of Votes - against	favour on vote Polled	our on votes led	Votes against on votes	
		(2)	(3) = [(2)/(1)]*100	(4)	)	(5)	(6) = [(4)/(2)]*100		(7) = [(5)/(2)]*1 00		
		16,334,068	16,334,06	8 10	16,3	34,068		0	10	0 (	
Promoter & Promoter Group	E-Voting	16,334,000			N.A.						
	Poll			0	0	0		0		0	
	Postal Ballot (if applicable)			59 10	16.	334,068		0	10		
	Total	47,061	16,334,06	0	0	(		0		0	
Public institutions	E-Voting	47,002		N.A.							
	Poll			0	0		0	0		0	
	Postal Ballot (if						0	0		0	
	applicable) Total	-		0	0	,362,39		0	10	00	
Public Non-	E-Voting	8,772,732	1,362,3	15	55 1	1,302,333					
Institutions	Poll		2,	247 0	7 0.03 2,7		17	0		100	
	Postal Ballot (if				F.C.	1,364,64	16	0		100	
	Total		1,364,	040	100	7,698,7	-	0		100	
Total		251538	361 17,636,	7.4.7							



Resolution 2: Creation of Mortgage and / or Charge over the moveable and				Special Resolution							
Resolution Required: Whether promoter/ promoter group are interested in the				NO							
Whether promoter, agenda/resolution?		are interested in	the								
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)]*1 00			
			46.224.069	100	16,334,068	3 0	100	0			
Promoter & Promoter Group	E-Voting	16,334,068	16,334,068 100 16,334,068 0 100 N.A.								
	Poll			0	0 0	0	0				
	Postal Ballot (if		1								
	applicable)		16,334,068	100	16,334,06	8	100				
	Total				0		) (	) (			
Public Institutions	E-Voting	47,061		N.A.							
	Poll			0	0 0		0	0			
	Postal Ballot (if										
	applicable)			0	0	0	0	0			
	Total		1,362,39	0	MIN TO STATE OF THE STATE OF TH	19	0 10	0			
Public Non-	E-Voting	8,772,732	1,302,335								
	Poll		2,24	17 0.0	2,24	17	0 100	)			
	Postal Ballot (if										
	applicable)		1,364,64	6 15.5	1,364,64	16	0 10				
	Total					14	0 10	00			



Resolution Requi	red:		ociation of the Compar								
Whether promoter/ promoter group are interested in the agenda/resolution?				Special Resolution							
				NO							
Category	Mode of Voting	held	,	% 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) = (4) [(2)/(1)]*100	(5)	(6) = [(4)/(2)]*100	(7) = [(5)/(2)]*1 00				
Promoter & Promoter Group	E-Voting	16,334,068	16,334,068	100	16,334,068	0	100				
	Poll		100 16,334,068 0 100 N.A.								
	Postal Ballot (if applicable)		0	0	0	0	0	(			
	Total		16,334,068	100	16,334,068	0	100				
Public Institutions	E-Voting	47,061	0	0	20,554,000	0	100				
	Poll			N.A.							
	Postal Ballot (if applicable)		0	0	0	0	0	0			
	Total		0	0	0	0	0				
Public Non- Institutions	E-Voting	8,772,732	1,362,399	15.53	1,362,399	0	100	0			
	Pall										
	Postal Ballot (if applicable)		2,247	0.03	2,247	0	100	0			
	Total		1,364,646	15.56	1,364,646						
otal		25153861	17,698,714	70.36	17,698,714	0	100	0			

