

**RESULT AS PER CLAUSE 35A OF LISTING AGREEMENT**

**Resoluiton No. 1- Ordinary Resolution**

**To receive, consider and adopt the Audited Balance Sheet of the company as at 31<sup>st</sup> March,2014 and Statement of Profit and Loss for the year ended on that date together with reports of the Directors and Auditor's thereon.**

<b>Promoter /Public</b>	No.of Shares held	No. of Votes Polled	% of Votes polled on outstanding in Shares	No. of Votes in favour	No.of Votes Against	% votes in favour of Votes polled	% Votes against on votes polled	Remark
Promoter and Promoter Group	2008079	1817579	90.51	1817579	0	100	0	
Public-Insitution Holders	150	0	0	0	0	0	0	
Public others	1968421	2847	0.14	2847	0	100	0	
	3976650	1820426	45.78	1820426				

**Resoluiton No. 2- Ordinary Resolution**

**To declare final dividend of Rs. 2.5/- (in addition to the Interim Dividend of Rs. 7.50/-) on 10% Cumulative Preference Shares of Rs. 100/- each.**

<b>Promoter /Public</b>	No.of Shares held	No. of Votes Polled	% of Votes polled on outstanding in Shares	No. of Votes in favour	No.of Votes Against	% votes in favour of Votes polled	% Votes against on votes polled	Remark
Promoter and Promoter Group	2008079	1817579	90.51	1817579	0	100	0	
Public-Insitution Holders	150	0	0	0	0	0	0	
Public others	1968421	2847	0.14	2847	0	100	0	
	3976650	1820426	45.78	1820426				



**Resoluiton No. 3- Ordinary Resolution****To declare a final dividend Rs. 0.25/- (in addition to the interim dividend of Rs. 0.75) on Equity Shares of Rs. 10/- each.**

<b>Promoter /Public</b>	No.of Shares held	No. of Votes Polled	% of Votes polled on outstanding in Shares	No. of Votes in favour	No.of Votes Against	% votes in favour of Votes polled	% Votes against on votes polled	Remark
Promoter and Promoter Group	2008079	1817579	90.51	1817579	0	100	0	
Public-Insitution Holders	150	0	0	0	0	0	0	
Public others	1968421	2847	0.14	2837	10	99.65	0.35	
	3976650	1820426	45.78	1820416				

**Resoluiton No. 4- Ordinary Resolution****To appoint Director in place of Mr. R.N Sharma, who retire by rotation in ensuing annual general meeting, offer himself for reappointment**

<b>Promoter /Public</b>	No.of Shares held	No. of Votes Polled	% of Votes polled on outstanding in Shares	No. of Votes in favour	No.of Votes Against	% votes in favour of Votes polled	% Votes against on votes polled	Remark
Promoter and Promoter Group	2008079	1817579	90.51	1817579	0	100	0	
Public-Insitution Holders	150	0	0	0	0	0	0	
Public others	1968421	2797	0.14	2797	0	100.00	0.00	
	3976650	1820376	45.78	1820376				

**Resoluiton No. 5- Ordinary Resolution****Appointment of G.P Kejriwal & Co. Chartered Accountant (FRN No. 001036C) as Statutory Auditor of the company**

Promoter /Public	No.of Shares held	No. of Votes Polled	% of Votes polled on outstanding in Shares	No. of Votes in favour	No.of Votes Against	% votes in favour of Votes polled	% Votes against on votes polled	Remark
Promoter and Promoter Group	2008079	1817579	90.51	1817579	0	100	0	
Public-Insitution Holders	150	0	0	0	0	0	0	
Public others	1968421	2847	0.14	2847	0	100.00	0.00	
	3976650	1820426	45.78	1820426				

**Resoluiton No. 6- Ordinary Resolution**

**Appointment of Mr. Ramadoss Srinivasan (DIN: 00235831) as an Independent Director.**

Promoter /Public	No.of Shares held	No. of Votes Polled	% of Votes polled on outstanding in Shares	No. of Votes in favour	No.of Votes Against	% votes in favour of Votes polled	% Votes against on votes polled	Remark
Promoter and Promoter Group	2008079	1817579	90.51	1817579	0	100	0	
Public-Insitution Holders	150	0	0	0	0	0	0	
Public others	1968421	2847	0.14	2797	50	98.24	1.76	
	3976650	1820426	45.777878	1820376	50			

**Resoluiton No. 7- Ordinary Resolution**

**Appointment of Mr. Kishori Lal Sonthlia (DIN :0089958) as an Independent Director**



Promoter /Public	No. of Shares held	No. of Votes Polled	% of Votes polled on outstanding in Shares	No. of Votes in favour	No. of Votes Against	% votes in favour of Votes polled	% Votes against on votes polled	Remark
Promoter and Promoter Group	2008079	1817579	90.51	1817579	0	100	0	
Public-Insitution Holders	150	0	0	0	0	0	0	
Public others	1968421	2847	0.14	2847	0	100.00	0.00	
	3976650	1820426	45.78	1820426	0			

**Resoluiton No. 8- Ordinary Resolution**

**Appointment of Mr. Basant Kumar Agarwal (DIN:00520558)as an Independent Director.**

Promoter /Public	No. of Shares held	No. of Votes Polled	% of Votes polled on outstanding in Shares	No. of Votes in favour	No. of Votes Against	% votes in favour of Votes polled	% Votes against on votes polled	Remark
Promoter and Promoter Group	2008079	1817579	90.51	1817579	0	100	0	
Public-Insitution Holders	150	0	0	0	0	0	0	
Public others	1968421	2847	0.14	2797	50	98.24	1.76	
	3976650	1820426	45.777878	1820376	50			

**Resoluiton No. 9- Ordinary Resolution**

**Appointment of Mr. Vipin Beharilal Mathur (DIN 00247388)as an Independent Director.**



Promoter /Public	No.of Shares held	No. of Votes Polled	% of Votes polled on outstanding in Shares	No. of Votes in favour	No.of Votes Against	% votes in favour of Votes polled	% Votes against on votes polled	Remark
Promoter and Promoter Group	2008079	1817579	90.51	1817579	0	100	0	
Public-Insitution Holders	150	0	0	0	0	0	0	
Public others	1968421	2847	0.14	2847	0	100.00	0.00	
	3976650	1820426	45.777878	1820426	0			

**Resoluiton No.10- Ordinary Resolution**

**Appointment of Mr. Narayan Shroff (DIN:05207412)as an Independent Director.**

Promoter /Public	No.of Shares held	No. of Votes Polled	% of Votes polled on outstanding in Shares	No. of Votes in favour	No.of Votes Against	% votes in favour of Votes polled	% Votes against on votes polled	Remark
Promoter and Promoter Group	2008079	1817579	90.51	1817579	0	100	0	
Public-Insitution Holders	150	0	0	0	0	0	0	
Public others	1968421	2847	0.14	2847	0	100.00	0.00	
	3976650	1820426	45.777878	1820426	0			

**Resoluiton No.11- Ordinary Resolution**

**Appointment of Mr. Shanker Menon(DIN:01890229) as an Independent Director.**



Promoter /Public	No.of Shares held	No. of Votes Polled	% of Votes polled on outstanding in Shares	No. of Votes in favour	No.of Votes Against	% votes in favour of Votes polled	% Votes against on votes polled	Remark
Promoter and Promoter Group	2008079	1817579	90.51	1817579	0	100	0	
Public-Insitution Holders	150	0	0	0	0	0	0	
Public others	1968421	2847	0.14	2847	0	100.00	0.00	
	3976650	1820426	45.777878	1820426	0			

**Resoluiton No.12 Special Resolution**

**Re-Appointment of Mr. Sanjiv Shroff (DIN:00296008) as Vice Chairman & Managing Director for a period of 3 Years**

Promoter /Public	No.of Shares held	No. of Votes Polled	% of Votes polled on outstanding in Shares	No. of Votes in favour	No.of Votes Against	% votes in favour of Votes polled	% Votes against on votes polled	Remark
Promoter and Promoter Group	2008079	1733909	86.35	1733909	0	100	0	
Public-Insitution Holders	150	0	0	0	0	0	0	
Public others	1968421	2847	0.14	2847	0	100.00	0.00	
	3976650	1736756	43.67	1736756	0			

**Resoluiton No.13 Special Resolution**

**Re-Appointment of Mr. R.N Sharma (DIN:00368947) as Whole-time Director for a period of 3 Years.**



Promoter /Public	No.of Shares held	No. of Votes Polled	% of Votes polled on outstanding in Shares	No. of Votes in favour	No.of Votes Against	% votes in favour of Votes polled	% Votes against on votes polled	Remark
Promoter and Promoter Group	2008079	1817579	90.51	1817579	0	100	0	
Public-Insitution Holders	150	0	0	0	0	0	0	
Public others	1968421	2797	0.14	2797	0	100.00	0.00	
	3976650	1820376	45.78	1820376	0			

**Resoluton No.14 Special Resolution**

To approve lease/leave and licensee agreement with M/s. A.R Commercial Private Limited as per Section 188 of Companies Act, 2013.

Promoter /Public	No.of Shares held	No. of Votes Polled	% of Votes polled on outstanding in Shares	No. of Votes in favour	No.of Votes Against	% votes in favour of Votes polled	% Votes against on votes polled	Remark
Promoter and Promoter Group	2008079	1817579	90.51	1817579	0	100	0	
Public-Insitution Holders	150	0	0	0	0	0	0	
Public others	1968421	2847	0.14	2847	0	100.00	0.00	
	3976650	1820426	45.78	1820426	0			

**Resoluton No.15 Special Resolution**

To approve lease/leave and licensee agreement with M/s. Indo Textile Fibre Limited as per Section 188 of Companies Act, 2013



Promoter /Public	No.of Shares held	No. of Votes Polled	% of Votes polled on outstanding in Shares	No. of Votes in favour	No.of Votes Against	% votes in favour of Votes polled	% Votes against on votes polled	Remark
Promoter and Promoter Group	2008079	1817579	90.51	1817579	0	100	0	
Public-Insitution Holders	150	0	0	0	0	0	0	
Public others	1968421	2847	0.14	2847	0	100.00	0.00	
	3976650	1820426	45.78	1820426	0			

**Resoluiton No.16 Special Resolution**

To approve lease/leave and licensee agreement with M/s. Indo Textile Fibre Limited as per Section 188 of Companies Act, 2013.

Promoter /Public	No.of Shares held	No. of Votes Polled	% of Votes polled on outstanding in Shares	No. of Votes in favour	No.of Votes Against	% votes in favour of Votes polled	% Votes against on votes polled	Remark
Promoter and Promoter Group	2008079	1817579	90.51	1817579	0	100	0	
Public-Insitution Holders	150	0	0	0	0	0	0	
Public others	1968421	2847	0.14	2847	0	100.00	0.00	
	3976650	1820426	45.78	1820426	0			

**Resoluiton No.17 Special Resolution**

To approve lease/leave and licensee agreement with M/s. A.S Chemotex Pvt Limited as per Section 188 of Companies Act, 2013





<b>Promoter /Public</b>	No.of Shares held	No. of Votes Polled	% of Votes polled on outstanding in Shares	No. of Votes in favour	No.of Votes Against	% votes in favour of Votes polled	% Votes against on votes polled	Remark
Promoter and Promoter Group	2008079	1817579	90.51	1817579	0	100	0	
Public-Insitution Holders	150	0	0	0	0	0	0	
Public others	1968421	2847	0.14	2847	0	100.00	0.00	
	3976650	1820426	45.78	1820426	0			

**Resoluiton No.18 Special Resolution**

To approve lease/leave and licensee agreement with M/s. Spell Fashions Private Limited as per Section 188 of Companies Act, 2013.

<b>Promoter /Public</b>	No.of Shares held	No. of Votes Polled	% of Votes polled on outstanding in Shares	No. of Votes in favour	No.of Votes Against	% votes in favour of Votes polled	% Votes against on votes polled	Remark
Promoter and Promoter Group	2008079	1817579	90.51	1817579	0	100	0	
Public-Insitution Holders	150	0	0	0	0	0	0	
Public others	1968421	2847	0.14	2847	0	100.00	0.00	
	3976650	1820426	45.78	1820426	0			

**Resoluiton No.19 Special Resolution**

To consider rectification of resolution passed in EOGM for allotment of Preferential Issue of 190000 Equity Shares



<b>Promoter /Public</b>	No. of Shares held	No. of Votes Polled	% of Votes polled on outstanding in Shares	No. of Votes in favour	No. of Votes Against	% votes in favour of Votes polled	% Votes against on votes polled	Remark
Promoter and Promoter Group	2008079	1817579	90.51	1817579	0	100	0	
Public-Insitution Holders	150	0	0	0	0	0	0	
Public others	1968421	2847	0.14	2847	0	100.00	0.00	
	3976650	1820426	45.78	1820426	0			

**Resoluiton No.20 Ordinary Resolution**

**To approve the remuneration of Cost Auditor of the company M/s. HVMN & Associates**

<b>Promoter /Public</b>	No. of Shares held	No. of Votes Polled	% of Votes polled on outstanding in Shares	No. of Votes in favour	No. of Votes Against	% votes in favour of Votes polled	% Votes against on votes polled	Remark
Promoter and Promoter Group	2008079	1817579	90.51	1817579	0	100	0	
Public-Insitution Holders	150	0	0	0	0	0	0	
Public others	1968421	2847	0.14	2847	0	100.00	0.00	
	3976650	1820426	45.78	1820426	0			



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**COMPANY SECRETARY**

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"USHA - KIRAN", 11, GEEJ GARH VIHAR, HAWA SARAK, JAIPUR - 302019.

**Scrutinizer's Report**

[Pursuant to Section 108 of the Companies Act, 2013 and rule 20(3)(xi) of the Companies (Management and Administration) Rules, 2014]

To,

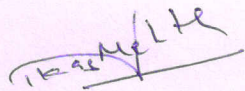
The Chairman of 36<sup>th</sup> Annual General Meeting of the members of **Reliance Chemotex Industries Limited** to be held on Monday, 29<sup>th</sup> September, 2014 at Alka Hotel, Shastri Circle, Udaipur- 313 001 (Rajasthan).

Dear Sir,

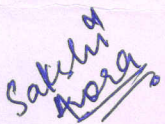
1. I, Manoj Maheshwari, Company Secretary in practice, have been appointed by the Company, "**Reliance Chemotex Industries Limited**", as a Scrutinizer for the purpose of scrutinizing the e-voting process and ascertaining the requisite majority on e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 on the resolutions contained in the Notice to the 36<sup>th</sup> Annual General Meeting [AGM] of the members of the Company, to be held on Monday, 29<sup>th</sup> September, 2014 at Alka Hotel, Shastri Circle, Udaipur- 313 001 (Rajasthan).
2. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules related to voting through electronic means on the resolutions contained in the Notice to the 36<sup>th</sup> Annual General Meeting [AGM] of the members of the Company. My responsibility as a scrutinizer for the e-voting process is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" or abstained from voting on the resolutions stated above, based on the reports generated from the e-voting system provided by CDSL.

Further to the above, I submit my report as under:-

- i. The e-voting period remained open from Monday 22<sup>nd</sup> September, 2014 at 10.00 a.m. and ended on Wednesday, 24<sup>th</sup> September, 2014 at 6.00 p.m.
- ii. The members of the Company as on the cut-off date i.e. Friday, 29<sup>th</sup> August, 2014 were entitled to vote on the resolutions (Ordinary Business being item nos. 1-5 and Special Business being item nos. 6-20 as set out in the notice to the 36<sup>th</sup> AGM of the Company).
- iii. The votes cast were unblocked on Thursday, 25<sup>th</sup> September, 2014 in presence of 2 witnesses, Mr. Vikas Mehta & Ms. Sakshi Arora, who are not in the employment of the Company. They have signed below in confirmation of the e-votes being unblocked in their presence.

Signature: 

Name: Mr. Vikas Mehta

Signature: 

Name: Ms. Sakshi Arora



**MANOJ MAHESHWARI**  
**COMPANY SECRETARY**

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"USHA - KIRAN", 11, GEEJ GARH VIHAR, HAWA SARAK, JAIPUR - 302019.

- iv. The total number of fully paid up equity shares outstanding as on 29<sup>th</sup> August, 2014 were **39,76,650**. The details containing inter alia, total folios voted were 11, aggregating to **18,17,709** shares (47.69%) who voted "for", "against" or abstained from voting on each of the resolutions that were put to vote, were generated from the e-voting website of CDSL i.e. <https://www.evotingindia.com> and based on such reports generated, the result of the e-voting is as under:

**ORDINARY BUSINESS**

**Item No. 1:-**

**Ordinary Resolution** to receive, consider and adopt Audited Balance Sheet as at 31<sup>st</sup> March, 2014 and the Statement of Profit and Loss for the year ended on that date and the reports of Directors and Auditors thereon.

Voted <b>in favour</b> of the resolution	Voted <b>against</b> the resolution	<b>Abstained/Invalid</b>	<b>Total</b>
18,17,709 (100%)	0 (0.00%)	--	18,17,709

**Item No. 2 :-**

**Ordinary Resolution** to declare Final Dividend of Rs. 2.50/- (in addition to the interim dividend of Rs 7.50/-) on 10% Cumulative Preference Shares of Rs. 100/- each.

Voted <b>in favour</b> of the resolution	Voted <b>against</b> the resolution	<b>Abstained/Invalid</b>	<b>Total</b>
18,17,709 (100%)	0 (0.00%)	--	18,17,709

**Item No. 3 :-**

**Ordinary Resolution** to declare a final dividend Rs. 0.25/- and (in addition to the interim dividend of Rs. 0.75/-) on Equity Shares of Rs 10/- each.

Voted <b>in favour</b> of the resolution	Voted <b>against</b> the resolution	<b>Abstained/Invalid</b>	<b>Total</b>
18,17,709 (100%)	0 (0.00%)	--	18,17,709



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**Item No. 4 :-**

**Ordinary Resolution** to appoint a Director in place of Mr. R.N Sharma (Din:00368947), who retires by rotation, but being eligible, offers himself for re-appointment.

Voted in favour of the resolution	Voted against the resolution	Abstained/Invalid	Total
18,17,709 (100%)	0 (0.00%)	--	18,17,709

**Item No. 5 :-**

**Ordinary Resolution** to re-appoint M/s G.P. Kejriwal & Co. as auditors of the company, who shall hold office from the conclusion of this Annual General Meeting to the conclusion of the 39<sup>th</sup> Annual General Meeting.

Voted in favour of the resolution	Voted against the resolution	Abstained/Invalid	Total
18,17,709 (100%)	0 (0.00%)	--	18,17,709

**SPECIAL BUSINESS**

**Item No. 6 :-**

**Ordinary Resolution** to appoint Mr. Ramadoss Srinivasan (DIN:00235831) as an Independent Director.

Voted in favour of the resolution	Voted against the resolution	Abstained/Invalid	Total
18,17,709 (100%)	0 (0.00%)	--	18,17,709



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**Item No. 7:-**

**Ordinary Resolution** to appoint Mr. Kishori Lal Sonthalia (DIN: 0089958) as an Independent Director.

Voted <b>in favour</b> of the resolution	Voted <b>against</b> the resolution	<b>Abstained/Invalid</b>	<b>Total</b>
18,17,709 (100%)	0 (0.00%)	--	18,17,709

**Item No. 8 :-**

**Ordinary Resolution** to appoint Mr. Basant Kumar Agarwal (DIN: 00520558) as an Independent Director.

Voted <b>in favour</b> of the resolution	Voted <b>against</b> the resolution	<b>Abstained/Invalid</b>	<b>Total</b>
18,17,709 (100%)	0 (0.00%)	--	18,17,709

**Item No. 9 :-**

**Ordinary Resolution** to appoint Mr. Vipin Beharilal Mathur (DIN: 00247388) as an Independent Director

Voted <b>in favour</b> of the resolution	Voted <b>against</b> the resolution	<b>Abstained/Invalid</b>	<b>Total</b>
18,17,709 (100%)	0 (0.00%)	--	18,17,709

**Item No. 10 :-**

**Ordinary Resolution** to appoint Mr. Narayan Shroff (DIN: 05207412) as an Independent Director

Voted <b>in favour</b> of the resolution	Voted <b>against</b> the resolution	<b>Abstained/Invalid</b>	<b>Total</b>
18,17,709 (100%)	0 (0.00%)	--	18,17,709



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**Item No. 11 :-**

**Ordinary Resolution** to appoint Mr. Shanker Menon (DIN:01890229) as an Independent Director.

Voted <b>in favour</b> of the resolution	Voted <b>against</b> the resolution	<b>Abstained/Invalid</b>	<b>Total</b>
18,17,709 (100%)	0 (0.00%)	--	18,17,709

**Item No. 12 :-**

**Special Resolution** to re-appoint Mr. Sanjiv Shroff (DIN 00296008) Managing Director of the company for a period of three years.

Voted <b>in favour</b> of the resolution	Voted <b>against</b> the resolution	<b>Abstained/Invalid</b>	<b>Total</b>
17,33,909 (100%)	0 (0.00%)	83,800	18,17,709

**Item No. 13 :-**

**Special Resolution** to re- appoint Mr. R.N Sharma ( DIN: 00368947) as a Whole-time Director for a period of three years.

Voted <b>in favour</b> of the resolution	Voted <b>against</b> the resolution	<b>Abstained/Invalid</b>	<b>Total</b>
18,17,709 (100%)	0 (0.00%)	--	18,17,709

**Item No. 14 :-**

**Special Resolution** for approval of related party transaction with A.R. Commercial Private Limited as per Section 188 of Companies Act, 2013.

Voted <b>in favour</b> of the resolution	Voted <b>against</b> the resolution	<b>Abstained/Invalid</b>	<b>Total</b>
18,17,709 (100%)	0 (0.00%)	--	18,17,709



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**Item No. 15 :-**

**Special Resolution** for approval of related party transaction with Indo Textile and Fibre Limited for a monthly rental of Rs. 1,50,000/- as per Section 188 of Companies Act, 2013.

Voted <b>in favour</b> of the resolution	Voted <b>against</b> the resolution	<b>Abstained/Invalid</b>	<b>Total</b>
18,17,709 (100%)	0 (0.00%)	--	18,17,709

**Item No. 16 :-**

**Special Resolution** for approval of related party transaction with Indo Textile and Fibre Limited for a monthly rental of Rs. 2,25,000/- with 5% increase in every two year as per Section 188 of Companies Act, 2013.

Voted <b>in favour</b> of the resolution	Voted <b>against</b> the resolution	<b>Abstained/Invalid</b>	<b>Total</b>
18,17,709 (100%)	0 (0.00%)	--	18,17,709

**Item No. 17 :-**

**Special Resolution** for approval of related party transaction with A.S. Chemotex Private Limited as per Section 188 of Companies Act, 2013.

Voted <b>in favour</b> of the resolution	Voted <b>against</b> the resolution	<b>Abstained/Invalid</b>	<b>Total</b>
18,17,709 (100%)	0 (0.00%)	--	18,17,709

**Item No. 18 :-**

**Special Resolution** for approval of related party transaction with Spell Fashions Private Limited as per Section 188 of Companies Act, 2013.

Voted <b>in favour</b> of the resolution	Voted <b>against</b> the resolution	<b>Abstained/Invalid</b>	<b>Total</b>
18,17,709 (100%)	0 (0.00%)	--	18,17,709





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"USHA - KIRAN", 11, GEEJ GARH VIHAR, HAWA SARAK, JAIPUR - 302019.

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**Item No. 19 :-**

**Special Resolution** for rectification of resolution passed in EOGM dated 20<sup>th</sup> March, 2014 for preferential Issue of 1,90,000 equity shares.

Voted <b>in favour</b> of the resolution	Voted <b>against</b> the resolution	<b>Abstained/Invalid</b>	<b>Total</b>
18,17,709 (100%)	0 (0.00%)	--	18,17,709

**Item No. 20 :-**

**Ordinary Resolution** for appointment of M/s HMVN & associates as Cost Auditor of the Company.

Voted <b>in favour</b> of the resolution	Voted <b>against</b> the resolution	<b>Abstained/Invalid</b>	<b>Total</b>
18,17,709 (100%)	0 (0.00%)	--	18,17,709

**Note: The percentage of votes cast in favour or against has been calculated on the basis of total valid votes.**

I am pleased to submit my report dated 26.09.2014 for your appropriate action and doing needful in the matter.

Thanking You,  
Yours faithfully



**CS Manoj Maheshwari,**  
**Scrutinizer**  
**FCS: 3355 C.P. No.: 1971**



**Place: Jaipur**  
**Date: 26.09.2014**

**MANOJ MAHESHWARI**  
**COMPANY SECRETARY**

☎ 2370 954; 93145 04821 (M)

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"USHA - KIRAN" , 11 , GEEJ GARH VIHAR , HAWA SARAK , JAIPUR - 302 019.

**FORM No. MGT-13**  
**Report of Scrutinizer(s)**

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

To,  
The Chairman of the Meeting,  
36<sup>th</sup> Annual General Meeting [AGM] of the shareholders of RELIANCE CHEMOTEX INDUSTRIES  
**LIMITED** to be held on MONDAY, 29<sup>th</sup> September, 2014 at 10.30 A.M. at Alka Hotel, Shastri  
Circle-Udaipur- 313 001(Raj).

Dear Sir,

I, Manoj Maheshwari, Company Secretary in practice, appointed as a Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the 36<sup>th</sup> AGM of the shareholders of **RELIANCE CHEMOTEX INDUSTRIES LIMITED**, held on MONDAY, 29<sup>th</sup> September, 2014 at 10.30 A.M. at Alka Hotel, Shastri Circle-Udaipur- 313 001(Raj) submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, the ballot box kept for polling was locked in presence of members, with due identification marks placed by me.
2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
3. I find 2 poll papers invalid.

The result of the Poll is as under:

- (a) **Resolution No. 1:** To receive, consider and adopt the Audited Balance Sheet of the company as at 31<sup>st</sup> March, 2014 and Statement of Profit and Loss for the year ended on that date together with reports of the Directors and Auditor's thereon.

(i) Voted in **favour** of the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
48	2717	100%

(ii) Voted **against** the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
-	-	-

(iii) **Invalid** votes:

Total Number of Members (in person or by proxy) Whose votes were declared invalid	Total Number of votes cast by them
2	300



**MANOJ MAHESHWARI**  
**COMPANY SECRETARY**

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**Resolution No. 2:** To declare final dividend of Rs. 2.5/- (in addition to the Interim Dividend of Rs. 7.50/-) on 10% Cumulative Preference Shares of Rs. 100/- each.

(i) Voted in favour of the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
48	2717	100%

(ii) Voted against the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
-	-	-

(iii) Invalid votes:

Total Number of Members (in person or by proxy) Whose votes were declared invalid	Total Number of votes cast by them
2	300

**Resolution No. 3:** To declare a final dividend Rs. 0.25/- (in addition to the interim dividend of Rs. 0.75) on Equity Shares of Rs. 10/- each.

(i) Voted in favour of the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
47	2707	99.63%

(ii) Voted against the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	10	0.37%

(iii) Invalid votes:

Total Number of Members (in person or by proxy) Whose votes were declared invalid	Total Number of votes cast by them
2	300

**Resolution No. 4:** To appoint Director in place of Mr. R.N Sharma, who retire by rotation in ensuing annual general meeting, offer himself for reappointment

(i) Voted in favour of the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
47	2667	98.16%

(ii) Voted against the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
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(iii) Invalid votes:

Total Number of Members (in person or by proxy) Whose votes were declared invalid	Total Number of votes cast by them
2	300

**Resolution No. 5** Appointment of G.P Kejriwal & Co. Chartered Accountant (FRN No. 001036C) as Statutory Auditor of the company

(i) Voted **in favour** of the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
48	2717	100%

(ii) Voted **against** the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
-	-	-

(iii) **Invalid** votes:

Total Number of Members (in person or by proxy) Whose votes were declared invalid	Total Number of votes cast by them
2	300

**Resolution No. 6:** Appointment of Mr. Ramadoss Srinivasan (DIN: 00235831) as an Independent Director.

(i) Voted **in favour** of the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
47	2667	98.16%

(ii) Voted **against** the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	50	1.84%

(iii) **Invalid** votes:

Total Number of Members (in person or by proxy) Whose votes were declared invalid	Total Number of votes cast by them
2	300



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"USHA - KIRAN", 11, GEEJ GARH VIHAR, HAWA SARAK, JAIPUR - 302 019.

**Resolution No. 7:** Appointment of Mr. Kishori Lal Sonthlia (DIN :0089958) as an Independent Director

(i) Voted **in favour** of the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
48	2717	100%

(ii) Voted **against** the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
-	-	-

(iii) **Invalid** votes:

Total Number of Members (in person or by proxy) Whose votes were declared invalid	Total Number of votes cast by them
2	300

**Resolution No. 8:** Appointment of Mr. Basant Kumar Agarwal (DIN: 00520558) as an Independent Director.

(i) Voted **in favour** of the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
47	2667	98.16%

(ii) Voted **against** the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	50	1.84%

(iii) **Invalid** votes:

Total Number of Members (in person or by proxy) Whose votes were declared invalid	Total Number of votes cast by them
2	300

**Resolution No. 9:** Appointment of Mr. Vipin Beharilal Mathur (DIN 00247388) as an Independent Director

(i) Voted **in favour** of the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
48	2717	100%

(ii) Voted **against** the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
-	-	-



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(iii) **Invalid** votes:

Total Number of Members (in person or by proxy) Whose votes were declared invalid	Total Number of votes cast by them
2	300

**Resolution No. 10:** Appointment of Mr. Narayan Shroff (DIN:05207412) as an Independent Director.

(i) Voted **in favour** of the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
48	2717	100%

(ii) Voted **against** the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
-	-	-

(iii) **Invalid** votes:

Total Number of Members (in person or by proxy) Whose votes were declared invalid	Total Number of votes cast by them
2	300

**Resolution No. 11:** Appointment of Mr. Shanker Menon(DIN:01890229) as an Independent Director.

(i) Voted **in favour** of the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
48	2717	100%

(ii) Voted **against** the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
-	-	-

(iii) **Invalid** votes:

Total Number of Members (in person or by proxy) Whose votes were declared invalid	Total Number of votes cast by them
2	300



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**Resolution No. 12:** Re Appointment of Mr. Sanjiv Shroff (DIN:00296008) as Vice Chairman & Managing Director for a period of 3 Years.

(i) Voted **in favour** of the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
48	2717	100%

(ii) Voted **against** the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
-	-	-

(iii) **Invalid** votes:

Total Number of Members (in person or by proxy) Whose votes were declared invalid	Total Number of votes cast by them
2	300

**Resolution No. 13:** Re Appointment of Mr. R.N Sharma (DIN:00368947) as Whole time Director for a period of 3 Years.

(i) Voted **in favour** of the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
47	2667	98.16%

(ii) Voted **against** the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
--	--	--

(ii) **Invalid** votes:

Total Number of Members (in person or by proxy) Whose votes were declared invalid	Total Number of votes cast by them
2	300

**Resolution No. 14:** To approve lease/leave and licensee agreement with M/s. A.R Commercial Private Limited as per Section 188 of Companies Act, 2013.

(i) Voted **in favour** of the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
48	2717	100%

(ii) Voted **against** the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
-	-	-



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(iii) **Invalid** votes:

Total Number of Members (in person or by proxy) Whose votes were declared invalid	Total Number of votes cast by them
2	300

**Resolution No. 15** To approve lease/leave and licensee agreement with M/s. Indo Tex◻le Fibre Limited as per Section 188 of Companies Act, 2013.

(i) Voted **in favour** of the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
48	2717	100%

(ii) Voted **against** the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
-	-	-

(iii) **Invalid** votes:

Total Number of Members (in person or by proxy) Whose votes were declared invalid	Total Number of votes cast by them
2	300

**Resolution No. 16:** To approve lease/leave and licensee agreement with M/s. Indo Tex◻le Fibre Limited as per Section 188 of Companies Act, 2013.

(i) Voted **in favour** of the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
48	2717	100%

(ii) Voted **against** the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
-	-	-

(iii) **Invalid** votes:

Total Number of Members (in person or by proxy) Whose votes were declared invalid	Total Number of votes cast by them
2	300





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**Resolution No. 17:** To approve lease/leave and licensee agreement with M/s. A.S Chemotex Pvt. Limited as per Section 188 of Companies Act, 2013.

(i) Voted **in favour** of the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
48	2717	100%

(ii) Voted **against** the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
-	-	-

(iii) **Invalid votes:**

Total Number of Members (in person or by proxy) Whose votes were declared invalid	Total Number of votes cast by them
2	300

**Resolution No. 19** To consider rectification of resolution passed in EOGM for allotment of Preferential Issue of 190000 Equity Shares.

(i) Voted **in favour** of the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
48	2717	100%

(ii) Voted **against** the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
-	-	-

(iii) **Invalid votes:**

Total Number of Members (in person or by proxy) Whose votes were declared invalid	Total Number of votes cast by them
2	300



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**Resolution No. 20:** To approve the remuneration of Cost Auditor of the company M/s. HMVN & Associates.

(i) Voted **in favour** of the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
48	2717	100%

(ii) Voted **against** the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
-	-	-

(iii) **Invalid** votes:

Total Number of Members (in person or by proxy) Whose votes were declared invalid	Total Number of votes cast by them
2	300

- A list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
- The poll papers and all other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.

Thanking You,  
Yours Faithfully,



**CS Manoj Maheshwari,**  
**Scrutinizer**  
**FCS: 3355 C.P. No.: 1971**



**Place: Jaipur**  
**Date: 30.09.2014**