



Ref: TFL/SECTL/AGM/2018/

3rd August, 2018

The Manager
Department of Corporate Affairs
BSE Limited
Mumbai – 400 023

Dear Sir,

VOTING – 45TH ANNUAL GENERAL MEETING

The 45th Annual General Meeting of our Company was held today at Rajah Annamanai Hall, Esplanade, Chennai 600 108.

Pursuant to the Companies Act, 2013 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided evoting facility through CDSL platform to its members for voting proposed in the AGM Notice.

For those who have not availed evoting, voting through ballot was provided at the AGM venue. Mr. R Kannan, Practising Company Secretary, Chennai was appointed as Scrutinizer for both evoting and voting at the AGM venue.

Mr. R Kannan has submitted the consolidated report on evoting and voting through ballot. The report submitted by Mr. Kannan is enclosed

Kindly take on record the report and do the needful.

Thanking you,

Yours Faithfully
For TUTICORIN ALKALI CHEMICALS
AND FERTILIZERS LIMITED


S RAGHAVAN
COMPANY SECRETARY

Encl

Tuticorin Alkali Chemicals and Fertilizers Limited

CS R.KANNAN M.Com., GDMM., ACMA., F.C.S
Practicing Company Secretary
Trade Mark Agent
Ex - Insolvency Professional

SRI SANKARA GURUKRIPA ILLAM
No. 6A, 10th Street,
New Colony, Adambakkam,
Chennai - 600 088
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SCRUTINIZER'S REPORT FOR ANNUAL GENERAL MEETING UNDER E VOTING AND BALLOT
[Pursuant to Section 108 of the Companies Act, 2013 ["the Act"], read with Rule 20 of the Companies
[Management & Administration] Rules, 2014 and other applicable provisions of the Act]

M/s. TUTICORIN ALKALI CHEMICALS AND FERTILIZERS LIMITED.
(CIN: L24119TN1971PLC006083)
SPIC House
88, Mount Road
Guindy
Chennai-600032

Dear Sirs,

Sub: Passing of resolution via E-voting [EVSN 180618022] held between 31st July 2018 and 2nd August 2018 and Ballot held on 3rd August 2018 of M/s. TUTICORIN ALKALI CHEMICALS AND FERTILIZERS LIMITED.

I, R. Kannan, M.Com., GDMM., ACMA., FCS, Practising Company Secretary having office at No.6A, 10th Street, New Colony, Adambakkam, Chennai – 600 088, Tamil Nadu, India, was appointed as the Scrutinizer by the Board of Directors of M/s. TUTICORIN ALKALI CHEMICALS AND FERTILIZERS LIMITED for the Ballot process under e-voting [EVSN 180618022] ballot held from Tuesday, the 31st July, 2018 (10.00 a.m.) to Thursday, the 2nd August, 2018, [5.00 p.m.] under the CDSL platform viz. www.evotingindia.com and the ballot held on 3rd August, 2018.

Responsibility of the Management

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and the rules made there under in relation to exercising of voting rights through electronic means and Ballot on the Resolution(s) as set out in the AGM notice dated 16th May, 2018.

Responsibility as a Scrutinizer

My responsibility, as a Scrutinizer under E-Voting and Ballot is restricted to make a Scrutinizer's report of the votes cast "in favour" of or "against" the resolution(s) set out in the AGM notice based on the reports generated from the e- voting system provided by the Central Depository Services [India] Limited (CDSL), the authorised agency engaged by the Company for providing e- voting facilities and also the ballot papers as received either in person.

No ballot papers were found invalid.

In view of the above, I hereby submit my consolidated report on the results of the e- voting together with that of the ballot in respect of the said resolution(s) in the following paragraphs.




ORDINARY BUSINESS:

ITEM NO.1

ORDINARY RESOLUTION

To receive consider and adopt the Audited Financial Statement of the Company for the year ended 31st March, 2018, and the Report of the Board of Directors and Auditors' Report thereon by passing the following

Resolution as an Ordinary Resolution:

RESOLVED THAT the Audited Financial Statement of the Company for the year ended 31st March 2018, and the Report of the Board of Directors and Auditors' Report thereon be and are hereby received and adopted.

VOTES CAST IN FAVOUR OF THE RESOLUTION

PARTICULARS	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND BALLOT			NUMBER OF VOTES CAST			PERCENTAGE OF TOTAL NUMBER OF VOTES CAST	
	E-VOTING	BALLOT	TOTAL	E-VOTING	BALLOT	TOTAL	E-VOTING	BALLOT
Promoter and Promoter group	0	1	1	0	6680113	6680113	0	99.98
Public	8	16	24	495	1538	2033	100	0.02
Total Voting	8	17	26	495	6681651	6682146	100	100

VOTES CAST AGAINST THE RESOLUTION

PARTICULARS	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND BALLOT			NUMBER OF VOTES CAST			PERCENTAGE OF TOTAL NUMBER OF VOTES CAST	
	E-VOTING	BALLOT	TOTAL	E-VOTING	BALLOT	TOTAL	E-VOTING	BALLOT
Promoter and Promoter group	0	0	0	0	0	0	0	0
Public	0	0	0	0	0	0	0	0
Total Voting	0	0	0	0	0	0	0	0

[Handwritten Signature]



INVALID VOTES

PARTICULARS	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND BALLOT		NUMBER OF VOTES CAST		PERCENTAGE OF TOTAL NUMBER OF VOTES CAST	
	E-VOTING	BALLOT	E-VOTING	BALLOT	E-VOTING	BALLOT
Promoter and Promoter group	0	0	0	0	0	0
Public	0	0	0	0	0	0
Total Voting	0	0	0	0	0	0

ABSTAINED FROM VOTING

PARTICULARS	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND BALLOT		NUMBER OF VOTES CAST		PERCENTAGE OF TOTAL NUMBER OF VOTES CAST	
	E-VOTING	BALLOT	E-VOTING	BALLOT	E-VOTING	BALLOT
Promoter and Promoter group	0	0	0	0	0	0
Public	0	0	0	0	0	0
Total Voting	0	0	0	0	0	0

ITEM NO.2

ORDINARY RESOLUTION

To appoint a Director in place of Mr. G. Ramachandran, (DIN00051999) who retires by rotation and, being eligible, offers himself for re-appointment, by passing the following Resolution as an Ordinary Resolution.

RESOLVED THAT Mr. G.Ramachandran (DIN 00051999) who retires by rotation, be and is hereby reappointed as a Director of the Company.

VOTES CAST IN FAVOUR OF THE RESOLUTION

PARTICULARS	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND BALLOT			NUMBER OF VOTES CAST			PERCENTAGE OF TOTAL NUMBER OF VOTES CAST	
	E-VOTING	BALLOT	TOTAL	E-VOTING	BALLOT	TOTAL	E-VOTING	BALLOT
Promoter and Promoter group	0	1	1	0	6680113	6680113	0	99.98
Public	8	16	24	495	1538	2033	100	0.02
Total Voting	8	17	26	495	6681651	6682146	100	

[Handwritten Signature]

R. KANNAN
C.P.No. 3363
PRACTISING COMPANY SECRETARY

SPECIAL BUSINESS

ITEM NO.3

ORDINARY RESOLUTION

To consider and if thought fit, to pass, with or without modifications, the following Resolution as an Ordinary Resolution:

RESOLVED THAT pursuant to Section 148 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the remuneration of Rs.90,000/- plus applicable taxes and reimbursement of out of pocket expenses as approved by the Board of Directors to Mr. P R Tantri the Cost Auditor to conduct the audit of the Cost Records of the Company for the Financial Year ended 31st March, 2018 be and is hereby ratified.

VOTES CAST IN FAVOUR OF THE RESOLUTION

PARTICULARS	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND BALLOT			NUMBER OF VOTES CAST			PERCENTAGE OF TOTAL NUMBER OF VOTES CAST	
	E-VOTING	BALLOT	TOTAL	E-VOTING	BALLOT	TOTAL	E-VOTING	BALLOT
Promoter and Promoter group	0	1	1	0	6680113	6680113	0	99.98
Public	8	16	24	495	1538	2033	100	0.02
Total Voting	8	17	26	495	6681651	6682146	100	100

VOTES CAST AGAINST THE RESOLUTION

PARTICULARS	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND BALLOT			NUMBER OF VOTES CAST			PERCENTAGE OF TOTAL NUMBER OF VOTES CAST	
	E-VOTING	BALLOT	TOTAL	E-VOTING	BALLOT	TOTAL	E-VOTING	BALLOT
Promoter and Promoter group	0	0	0	0	0	0	0	0
Public	0	0	0	0	0	0	0	0
Total Voting	0	0	0	0	0	0	0	0

[Handwritten Signature]

R. KANNAN
C.P.No. 3363
PRACTISING COMPANY SECRETARY

VOTES CAST AGAINST THE RESOLUTION

PARTICULARS	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND BALLOT			NUMBER OF VOTES CAST			PERCENTAGE OF TOTAL NUMBER OF VOTES CAST	
	E-VOTING	BALLOT	TOTAL	E-VOTING	BALLOT	TOTAL	E-VOTING	BALLOT
Promoter and Promoter group	0	0	0	0	0	0	0	0
Public	0	0	0	0	0	0	0	0
Total Voting	0	0	0	0	0	0	0	0

INVALID VOTES

PARTICULARS	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND BALLOT		NUMBER OF VOTES CAST		PERCENTAGE OF TOTAL NUMBER OF VOTES CAST	
	E-VOTING	BALLOT	E-VOTING	BALLOT	E-VOTING	BALLOT
Promoter and Promoter group	0	0	0	0	0	0
Public	0	0	0	0	0	0
Total Voting	0	0	0	0	0	0

ABSTAINED FROM VOTING

PARTICULARS	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND BALLOT		NUMBER OF VOTES CAST		PERCENTAGE OF TOTAL NUMBER OF VOTES CAST	
	E-VOTING	BALLOT	E-VOTING	BALLOT	E-VOTING	BALLOT
Promoter and Promoter group	0	0	0	0	0	0
Public	0	0	0	0	0	0
Total Voting	0	0	0	0	0	0

[Handwritten Signature]



INVALID VOTES

PARTICULARS	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND BALLOT		NUMBER OF VOTES CAST		PERCENTAGE OF TOTAL NUMBER OF VOTES CAST	
	E-VOTING	BALLOT	E-VOTING	BALLOT	E-VOTING	BALLOT
Promoter and Promoter group	0	0	0	0	0	0
Public	0	0	0	0	0	0
Total Voting	0	0	0	0	0	0

ABSTAINED FROM VOTING

PARTICULARS	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND BALLOT		NUMBER OF VOTES CAST		PERCENTAGE OF TOTAL NUMBER OF VOTES CAST	
	E-VOTING	BALLOT	E-VOTING	BALLOT	E-VOTING	BALLOT
Promoter and Promoter group	0	0	0	0	0	0
Public	0	0	0	0	0	0
Total Voting	0	0	0	0	0	0

ITEM NO.4

SPECIAL RESOLUTION

To consider and if thought fit, to pass, with or without modifications, the following Resolutions as Special Resolution

RESOLVED THAT the consent of the members of the Company be and is hereby accorded in terms of Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013 for mortgaging and / or deposit of title deeds to create on First Charge by the Board of Directors of the Company the free hold land situated at Mullakadu Village Tuticorin earlier mortgaged with financial institutions on first charge basis for obtaining term loans and on the second charge basis with consortium of banks for the working capital. Conferring power to enter upon and take possession of the assets of the Company erected on the said land in certain events, to or in favour of consortium of Banks led by State Bank of India (SBI) consisting of SBI, Indian Overseas Bank (IOB), South Indian Bank Limited (SIB), Catholic Syrian Bank Limited (CSB) (hereinafter called "Bankers") to secure working capital limit of Rs.831 lakhs (Rupees Eight hundred and thirty one lakhs) together with interest, costs, charges, expenses and all other monies payable by the Company to Bankers under the Agreement of Loan entered or to be entered into by the Company in respect of the said working capital facilities.

[Handwritten Signature]



FURTHER RESOLVED THAT the Board of Directors of the Company be and is hereby authorised to finalise with Bankers the documents for creating the aforesaid mortgage and to do all such acts and things as may be necessary for giving effect to the above resolution.

VOTES CAST IN FAVOUR OF THE RESOLUTION

PARTICULARS	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND BALLOT			NUMBER OF VOTES CAST			PERCENTAGE OF TOTAL NUMBER OF VOTES CAST	
	E-VOTING	BALLOT	TOTAL	E-VOTING	BALLOT	TOTAL	E-VOTING	BALLOT
Promoter and Promoter group	0	1	1	0	6680113	6680113	0	99.98
Public	8	16	24	495	1538	2033	100	0.02
Total Voting	8	17	26	495	6681651	6682146	100	100

VOTES CAST AGAINST THE RESOLUTION

PARTICULARS	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND BALLOT			NUMBER OF VOTES CAST			PERCENTAGE OF TOTAL NUMBER OF VOTES CAST	
	E-VOTING	BALLOT	TOTAL	E-VOTING	BALLOT	TOTAL	E-VOTING	BALLOT
Promoter and Promoter group	0	0	0	0	0	0	0	0
Public	0	0	0	0	0	0	0	0
Total Voting	0	0	0	0	0	0	0	0



INVALID VOTES

PARTICULARS	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND BALLOT		NUMBER OF VOTES CAST		PERCENTAGE OF TOTAL NUMBER OF VOTES CAST	
	E-VOTING	BALLOT	E-VOTING	BALLOT	E-VOTING	BALLOT
Promoter and Promoter group	0	0	0	0	0	0
Public	0	0	0	0	0	0
Total Voting	0	0	0	0	0	0

ABSTAINED FROM VOTING

PARTICULARS	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND BALLOT		NUMBER OF VOTES CAST		PERCENTAGE OF TOTAL NUMBER OF VOTES CAST	
	E-VOTING	BALLOT	E-VOTING	BALLOT	E-VOTING	BALLOT
Promoter and Promoter group	0	0	0	0	0	0
Public	0	0	0	0	0	0
Total Voting	0	0	0	0	0	0

The approval of Shareholders is hereby accorded, and the resolutions are treated to be passed.

Date: 03-08-2018

Place: Chennai



[Handwritten Signature]

R. Kannan
Practicing Company Secretary
CP.No. 3363



Counter Signed
[Handwritten Signature]

B NARENDHAN
Chairman of the Meeting
DIN: 01159394