

Ref: **SCRUTINIZER'S REPORT FOR E VOTING AND POLL** Date :

[Pursuant to Section(s) 108 and 109 of the Companies Act, 2013 ["the Act"], read with Rule 20, 21 and 22 of the Companies [Management & Administration] Rules, 2014 and other applicable provisions of the Act]

To

The Chairman
42nd Annual General Meeting
TUTICORIN ALKALI CHEMICALS AND FERTILIZERS LIMITED
(CIN: L24119TN1971PLC006083)
Spic House,
88, Mount Road,
Guindy,
Chennai - 600 032

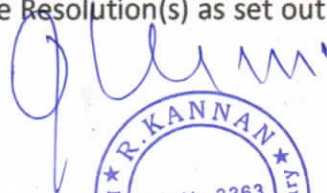

Dear Sir,

Sub: Passing of resolution through Electronic means [EVSN 150623005] as well as Poll conducted at the 42nd Annual General Meeting of M/s. Tuticorin Alkali Chemicals And Fertilizers Limited held on 31st July, 2015

I, R. Kannan, M.Com., GDMM., ACMA., FCS, Practicing 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 e-voting held from Monday, the 27th day of July, 2015 at 1.00 p.m. to Thursday, the 30th day of July, 2015 till 5.00 p.m. under the CDSL platform viz. www.evotingindia.com and the Poll held at the Annual General Meeting.

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 Poll, on the Resolution(s) as set out in the Notice dated 20th May, 2015.

Responsibility as a Scrutinizer

My responsibility, as a Scrutinizer for the E-voting process and the voting at poll at the Annual General Meeting is restricted to make a Scrutinizer's report of the votes cast "in favour" of or "against" the resolution(s) set out in the notice of Annual General Meeting, 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 at the Annual General Meeting.

No ballot paper was 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) as under:

ORDINARY BUSINESS:



ITEM NO.1

ORDINARY RESOLUTION

RESOLVED that the Financial Statement of the Company for the Financial Year ended 31st March, 2015, the Reports of the Board of Directors and Auditors' thereon be and are hereby approved and adopted.

VOTES CAST IN FAVOUR OF THE RESOLUTION

PARTICULARS	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND POLL		NUMBER OF VOTES CAST		PERCENTAGE OF TOTAL NUMBER OF VOTES CAST	
	E -VOTING	BALLOT	E -VOTING	BALLOT	E-VOTING	BALLOT
Promoter and Promoter group	1	Nil	6680113	Nil	100	-
Public	13	2	771	401	100	100

R. Kannan M.Com., GDMM., ACMA., FCS
Practicing Company Secretary

No.6A, 10th Street,
New Colony, Adambakkam,
Chennai 600 088
E-mail: gkrkg@yahoo.in
Ph: 044-43559396

VOTES CAST AGAINST THE RESOLUTION

PARTICULARS	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND POLL		NUMBER OF VOTES CAST		PERCENTAGE OF TOTAL NUMBER OF VOTES CAST	
	E -VOTING	POLL	E -VOTING	POLL	E-VOTING	POLL
Promoter and Promoter group	Nil	Nil	Nil	Nil	NA	NA
Public	Nil	Nil	Nil	Nil	NA	NA

INVALID VOTES

PARTICULARS	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND POLL		NUMBER OF VOTES CAST		PERCENTAGE OF TOTAL NUMBER OF VOTES CAST	
	E -VOTING	POLL	E -VOTING	POLL	E-VOTING	POLL
Promoter and Promoter group	Nil	Nil	Nil	Nil	NA	NA
Public	Nil	Nil	Nil	Nil	NA	NA




ITEM NO. 2**ORDINARY RESOLUTION**

RESOLVED that Thiru 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 POLL		NUMBER OF VOTES CAST		PERCENTAGE OF TOTAL NUMBER OF VOTES CAST	
	E -VOTING	BALLOT	E -VOTING	BALLOT	E-VOTING	BALLOT
Promoter and Promoter group	1	Nil	6680113	Nil	100	-
Public	13	2	771	401	100	100

VOTES CAST AGAINST THE RESOLUTION

PARTICULARS	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND POLL		NUMBER OF VOTES CAST		PERCENTAGE OF TOTAL NUMBER OF VOTES CAST	
	E -VOTING	POLL	E -VOTING	POLL	E-VOTING	POLL
Promoter and Promoter group	Nil	Nil	Nil	Nil	NA	NA
Public	Nil	Nil	Nil	Nil	NA	NA

INVALID VOTES

PARTICULARS	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND POLL		NUMBER OF VOTES CAST		PERCENTAGE OF TOTAL NUMBER OF VOTES CAST	
	E -VOTING	POLL	E -VOTING	POLL	E-VOTING	POLL
Promoter and Promoter group	Nil	Nil	Nil	Nil	NA	NA
Public	Nil	Nil	Nil	Nil	NA	NA



ITEM NO. 3

ORDINARY RESOLUTION

RESOLVED that M/s. CNGSN & Associates, Chartered Accountants, Chennai, (Registration No.004915S) be and are hereby reappointed as Auditors of the Company to hold office from the conclusion of this Annual General Meeting (AGM) until the conclusion of the next AGM, at a remuneration of Rs.5,00,000/- for Statutory Audit, Tax Audit, Certificate for Cash Flow Statement, Corporate Governance and Limited Review as per Listing Agreement but exclusive of fees for other consultations, professional services, service tax and out-of-pocket expenses, as determined by the Board of Directors.

VOTES CAST IN FAVOUR OF THE RESOLUTION

PARTICULARS	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND POLL		NUMBER OF VOTES CAST		PERCENTAGE OF TOTAL NUMBER OF VOTES CAST	
	E -VOTING	BALLOT	E -VOTING	BALLOT	E-VOTING	BALLOT
Promoter and Promoter group	1	Nil	6680113	Nil	100	-
Public	13	2	771	401	100	100

VOTES CAST AGAINST THE RESOLUTION

PARTICULARS	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND POLL		NUMBER OF VOTES CAST		PERCENTAGE OF TOTAL NUMBER OF VOTES CAST	
	E -VOTING	POLL	E -VOTING	POLL	E-VOTING	POLL
Promoter and Promoter group	Nil	Nil	Nil	Nil	NA	NA
Public	Nil	Nil	Nil	Nil	NA	NA

[Handwritten Signature]


INVALID VOTES

PARTICULARS	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND POLL		NUMBER OF VOTES CAST		PERCENTAGE OF TOTAL NUMBER OF VOTES CAST	
	E -VOTING	POLL	E -VOTING	POLL	E-VOTING	POLL
Promoter and Promoter group	Nil	Nil	Nil	Nil	NA	NA
Public	Nil	Nil	Nil	Nil	NA	NA

SPECIAL BUSINESS:

ITEM NO. 4

ORDINARY RESOLUTION

RESOLVED that Tmt. Rita Chandrasekar (DIN - 03013549), be and is hereby appointed as a Director of the Company with effect from 30th March, 2015.

VOTES CAST IN FAVOUR OF THE RESOLUTION

PARTICULARS	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND POLL		NUMBER OF VOTES CAST		PERCENTAGE OF TOTAL NUMBER OF VOTES CAST	
	E -VOTING	BALLOT	E -VOTING	BALLOT	E-VOTING	BALLOT
Promoter and Promoter group	1	Nil	6680113	Nil	100	-
Public	13	2	771	401	100	100




VOTES CAST AGAINST THE RESOLUTION

PARTICULARS	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND POLL		NUMBER OF VOTES CAST		PERCENTAGE OF TOTAL NUMBER OF VOTES CAST	
	E -VOTING	POLL	E -VOTING	POLL	E-VOTING	POLL
Promoter and Promoter group	Nil	Nil	Nil	Nil	NA	NA
Public	Nil	Nil	Nil	Nil	NA	NA

INVALID VOTES

PARTICULARS	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND POLL		NUMBER OF VOTES CAST		PERCENTAGE OF TOTAL NUMBER OF VOTES CAST	
	E -VOTING	POLL	E -VOTING	POLL	E-VOTING	POLL
Promoter and Promoter group	Nil	Nil	Nil	Nil	NA	NA
Public	Nil	Nil	Nil	Nil	NA	NA




ITEM NO. 5:

ORDINARY RESOLUTION

RESOLVED that in accordance with the provisions of Sections 149, 152, 160 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable rules, if any, (including any statutory modification(s) or re-enactment thereof for the time being in force), Tmt Rita Chandrasekar (DIN- 03013549), be and is hereby appointed as an Independent Director of the Company, for a period of five years, not liable to retire by rotation.

VOTES CAST IN FAVOUR OF THE RESOLUTION

PARTICULARS	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND POLL		NUMBER OF VOTES CAST		PERCENTAGE OF TOTAL NUMBER OF VOTES CAST	
	E -VOTING	BALLOT	E -VOTING	BALLOT	E-VOTING	BALLOT
Promoter and Promoter group	1	Nil	6680113	Nil	100	-
Public	13	2	771	401	100	100

VOTES CAST AGAINST THE RESOLUTION

PARTICULARS	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND POLL		NUMBER OF VOTES CAST		PERCENTAGE OF TOTAL NUMBER OF VOTES CAST	
	E -VOTING	POLL	E -VOTING	POLL	E-VOTING	POLL
Promoter and Promoter group	Nil	Nil	Nil	Nil	NA	NA
Public	Nil	Nil	Nil	Nil	NA	NA




INVALID VOTES

PARTICULARS	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND POLL		NUMBER OF VOTES CAST		PERCENTAGE OF TOTAL NUMBER OF VOTES CAST	
	E -VOTING	POLL	E -VOTING	POLL	E-VOTING	POLL
Promoter and Promoter group	Nil	Nil	Nil	Nil	NA	NA
Public	Nil	Nil	Nil	Nil	NA	NA

ITEM NO. 6

SPECIAL RESOLUTION

RESOLVED THAT pursuant to Section 13(2) of the Companies Act, 2013, (including statutory modification or re-enactment thereof, for the time being in force) and subject to the approval of the Government of India (power delegated to Registrar of Companies) and any other regulatory authorities as may be necessary, consent of the Shareholders is hereby given for changing the name of the Company from TUTICORIN ALKALI CHEMICALS AND FERTILIZERS LIMITED to TUTICORIN ALKALI CHEMICALS AND FERTILIZERS LIMITED or any other name as may be approved by the Regulatory Authorities, whether under the Companies Act, 2013 or under any other act, rules, law, statutes or regulations as may be applicable to the Company.

FURTHER RESOLVED THAT the name clause of the Memorandum of Association of the Company be amended accordingly.

FURTHER RESOLVED THAT in terms of Section 14 of the Companies Act, 2013, the Articles of Association of the Company be altered by deleting the existing name of the Company wherever it is appearing and substituting with the new name of the Company.

FURTHER RESOLVED THAT the Board of Directors or any Committee thereof be and is hereby authorized to accept any other name approved by the relevant Regulatory Authorities and seek approval for the change of name of the Company accordingly without any further reference to the Members for their approval.




VOTES CAST IN FAVOUR OF THE RESOLUTION

PARTICULARS	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND POLL		NUMBER OF VOTES CAST		PERCENTAGE OF TOTAL NUMBER OF VOTES CAST	
	E -VOTING	BALLOT	E -VOTING	BALLOT	E-VOTING	BALLOT
Promoter and Promoter group	1	Nil	6680113	Nil	100	-
Public	13	2	771	401	100	100

VOTES CAST AGAINST THE RESOLUTION

PARTICULARS	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND POLL		NUMBER OF VOTES CAST		PERCENTAGE OF TOTAL NUMBER OF VOTES CAST	
	E -VOTING	POLL	E -VOTING	POLL	E-VOTING	POLL
Promoter and Promoter group	Nil	Nil	Nil	Nil	NA	NA
Public	Nil	Nil	Nil	Nil	NA	NA

INVALID VOTES

PARTICULARS	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND POLL		NUMBER OF VOTES CAST		PERCENTAGE OF TOTAL NUMBER OF VOTES CAST	
	E -VOTING	POLL	E -VOTING	POLL	E-VOTING	POLL
Promoter and Promoter group	Nil	Nil	Nil	Nil	NA	NA
Public	Nil	Nil	Nil	Nil	NA	NA




ITEM NO. 7

ORDINARY RESOLUTION


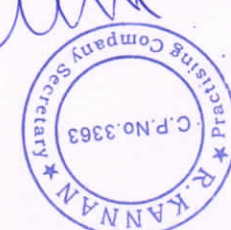
RESOLVED THAT pursuant to Section 148 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the remuneration of Rs.50,000/- plus applicable taxes and reimbursement of out of pocket expenses, as approved by the Board of Directors, to Thiru P R Tantri, the Cost Auditor, to conduct the audit of the Cost Records of the Company for the Financial Year ended 31st March, 2015 is ratified.

VOTES CAST IN FAVOUR OF THE RESOLUTION

PARTICULARS	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND POLL		NUMBER OF VOTES CAST		PERCENTAGE OF TOTAL NUMBER OF VOTES CAST	
	E -VOTING	BALLOT	E -VOTING	BALLOT	E-VOTING	BALLOT
Promoter and Promoter group	1	Nil	6680113	Nil	100	-
Public	13	2	771	401	100	100

VOTES CAST AGAINST THE RESOLUTION

PARTICULARS	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND POLL		NUMBER OF VOTES CAST		PERCENTAGE OF TOTAL NUMBER OF VOTES CAST	
	E -VOTING	POLL	E -VOTING	POLL	E-VOTING	POLL
Promoter and Promoter group	Nil	Nil	Nil	Nil	NA	NA
Public	Nil	Nil	Nil	Nil	NA	NA

R. Kannan M.Com., GDMM., ACMA., FCS
Practicing Company Secretary

No.6A, 10th Street,
New Colony, Adambakkam,
Chennai 600 088
E-mail: gkrkg@yahoo.in
Ph: 044-43559396

INVALID VOTES

PARTICULARS	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND POLL		NUMBER OF VOTES CAST		PERCENTAGE OF TOTAL NUMBER OF VOTES CAST	
	E -VOTING	POLL	E -VOTING	POLL	E-VOTING	POLL
Promoter and Promoter group	Nil	Nil	Nil	Nil	NA	NA
Public	Nil	Nil	Nil	Nil	NA	NA

An annexure containing the details of the report on e-voting as well as the voting at the Poll against the said resolutions is attached.

The poll papers and all other relevant records were sealed and handed over to the Company Secretary for safe keeping.

The Outcome of the 42nd Annual General Meeting may be declared accordingly based on the voting results as reported hereinabove.

Date : 31st July, 2015
Place : Chennai



R. Kannan
Practicing Company Secretary
CP.No. 3363

