



# AMINES & PLASTICIZERS LIMITED

(ISO 9001:2008, ISO 14001:2004, OHSAS 18001:2007 CERTIFIED COMPANY)

September 29, 2016

To  
**BSE Limited,**  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
**Mumbai - 400 001**

Dear Sirs,

**Sub: Submission of Consolidated Results of Remote E-voting and voting by poll at the Venue of the 41<sup>st</sup> Annual General Meeting (AGM) of the Company held on 27<sup>th</sup> September, 2016, pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations).**

**Security Code No.506248**

Pursuant to Regulation 44 of the Listing Regulations, please find attached Consolidated Results of Remote E-voting and voting by poll at the Venue of the 41<sup>st</sup> Annual General Meeting (AGM) of the Company held on 27<sup>th</sup> September, 2016 together with Scrutinizer's Report.

Kindly take the same on record and oblige.

Your faithfully,  
For **Amines & Plasticizers Limited.**

  
  
**Ajay Puranik**  
**Sr. Vice President (Corporate Affairs)**  
**& Company Secretary.**

Encl: As Above

CORPORATE OFFICE : 'D' BUILDING, 6<sup>TH</sup> FLOOR, SHIV SAGAR ESTATE, DR. ANNIE BESANT ROAD, WORLI, MUMBAI - 400 018.  
PHONE : +91-22-2493 5282 - 90 • FAX : +91-22-2493 8162 • E-MAIL : amines@vsnl.com

WEBSITE : www.amines.com • CIN No.: L24229AS1973PLC001446

REGD. OFFICE : POAL & ENCLAVE, C/o. PRANATI BUILDERS PVT. LTD., PRINCIPAL J.B. ROAD, CHENIKUTHI, GUWAHATI - 781 003, ASSAM.

**Disclosure as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Date of AGM	27/09/2016
Total number of shareholders on record date	5136
No. of shareholders present in the meeting either in person or through proxy:	33
Promoters and Promoter Group:	4
Public:	29
No. of Shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group: Public	NIL

**RESOLUTION - 1**

Adoption of: a. the Audited Financial Statements of the Company for the Financial Year ended March 31, 2016, together with Reports of the Directors and Auditors thereon; and b. the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2016, together with Report of the Auditors thereon

Resolution required: (Ordinary/ Special) **Ordinary Resolution**

Whether promoter/ promoter group are interested in the agenda/ resolution? **No**

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	40254750	0	0.00	0	0	0.000	0.000
	Poll		40254750	100.00	40254750	0	100.000	0.000
	Postal Ballot			0.00			0.000	0.000
	Total	40254750	40254750	100.00	40254750	0	100.000	0.000



Public Institutions	E-voting	8000	0	0.00	0	0	0.000	0.000
	Poll		0	0.00	0	0	0.000	0.000
	Postal Ballot			0.00			0.000	0.000
	Total	8000	0	0.00	0	0	0.000	0.000
Public Non-Institutions	E-voting	14757250	1270	0.01	1270	0	100.000	0.000
	Poll		188280	1.28	188280	0	100.000	0.000
	Postal Ballot						0.000	0.000
	Total	14757250	189550	1.28	189550	0	100.000	0.000
	Total	55020000	40444300	73.51	40444300	0	100.000	0.000

## RESOLUTION - 2

Confirmation of Interim dividend on Equity shares for the Financial Year 2015-16

Resolution required: (Ordinary/ Special)		Ordinary Resolution						
Whether promoter/ promoter group are interested in the agenda/ resolution?		No						
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	40254750		0.00	0	0	0.000	0.000
	Poll		40254750	100.00	40254750	0	100.000	0.000
	Postal Ballot			0.00				
	Total	40254750	40254750	100.00	40254750	0	100.000	0.000
Public Institutions	E-voting	8000		0.00	0	0	0.000	0.000
	Poll			0.00			0.000	0.000
	Postal Ballot							
	Total	8000	0	0.00	0	0	0.000	0.000
Public Non-Institutions	E-voting	14757250	1270	0.01	1270	0	0.000	0.000
	Poll		188280	1.28	188280	0	0.000	0.000
	Postal Ballot			0.00			0.000	0.000
	Total	14757250	189550	1.28	189550	0	100.000	0.000
	Total	55020000	40444300	73.51	40444300	0	100.000	0.000





**RESOLUTION - 3**

Appointment of Director in place of Ms. Nimisha Minesh Dutia(DIN : 06956876 ) who retires by rotation and being eligible, offers herself for re-appointment.

Resolution required: (Ordinary/ Special)		Ordinary Resolution						
Whether promoter/ promoter group are interested in the agenda/ resolution?		No						
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	40254750	0	0.00	0	0	0.000	0.000
	Poll		40254750	100.00	40254750	0	100.000	0.000
	Postal Ballot			0.00			0.000	0.000
	Total	40254750	40254750	100.00	40254750	0	100.000	0.000
Public Institutions	E-voting	8000	0	0.00	0	0	0.000	0.000
	Poll		0	0.00	0	0	0.000	0.000
	Postal Ballot			0.00			0.000	0.000
	Total	8000	0	0.00	0	0	0.000	0.000
Public Non-Institutions	E-voting	14757250	0	0.00	0	0	0.000	0.000
	Poll		188280	1.28	188280	0	100.000	0.000
	Postal Ballot			0.00			0.000	0.000
	Total	14757250	188280	1.28	188280	0	100.000	0.000
Total		55020000	40443030	73.51	40443030	0	100.000	0.000



**RESOLUTION - 4**

Ratification of the appointment of M/s B D G &amp; Associates, Chartered Accountants (Firm Registration No. 119739W) as Statutory Auditors of the Company:

Resolution required: (Ordinary/ Special)		Ordinary Resolution						
Whether promoter/ promoter group are interested in the agenda/ resolution?		No						
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	40254750	0	0.00	0	0	0.000	0.000
	Poll		40254750	100.00	40254750	0	100.000	0.000
	Postal Ballot			0.00			0.000	0.000
	Total	40254750	40254750	100.00	40254750	0	100.000	0.000
Public Institutions	E-voting	8000	0	0.00	0	0	0.000	0.000
	Poll		0	0.00	0	0	0.000	0.000
	Postal Ballot			0.00			0.000	0.000
	Total	8000	0	0.00	0	0	0.000	0.000
Public Non-Institutions	E-voting	14757250	1270	0.01	1270	0	100.000	0.000
	Poll		188280	1.28	188280	0	100.000	0.000
	Postal Ballot			0.00			0.000	0.000
	Total	14757250	189550	1.28	189550	0	100.000	0.000
Total		55020000	40444300	73.51	40444300	0	100.000	0.000



**RESOLUTION - 5**

Re-appointment of Shri Hemant Kumar Ruia as a Chairman and Managing Director of the Company for a further term of 3 years with revised remuneration

Resolution required: (Ordinary/ Special)		Special Resolution						
Whether promoter/ promoter group are interested in the agenda/ resolution?		Yes						
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	40254750	0	0.00	0	0	0.000	0.000
	Poll		40254750	100.00	40254750	0	100.000	0.000
	Postal Ballot			0.00				
	Total	40254750	40254750	100.00	40254750	0	100.000	0.000
Public Institutions	E-voting	8000	0	0.00	0	0	0.000	0.000
	Poll		0	0.00	0	0	0.000	0.000
	Postal Ballot			0.00				
	Total	8000	0	0.00	0	0	0.000	0.000
Public Non-Institutions	E-voting	14757250	0	0.00	0	0	0.000	0.000
	Poll		188280	1.28	188280	0	100.000	0.000
	Postal Ballot			0.00				
	Total	14757250	188280	1.28	188280	0	100.000	0.000
Total		55020000	40443030	73.51	40443030	0	100.000	0.000



**RESOLUTION - 6**

Approval of Remuneration of Cost Auditor

Resolution required: (Ordinary/ Special)		Ordinary Resolution						
Whether promoter/ promoter group are interested in the agenda/ resolution?		No						
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
		<b>1</b>	<b>2</b>	<b>(3)=[(2)/(1)] * 100</b>	<b>4</b>	<b>5</b>	<b>(6)=[(4)/(2)] * 100</b>	<b>(7)=[(5)/(2)] * 100</b>
Promoter and Promoter group	E-voting	40254750	0	0.00	0	0	0.000	0.000
	Poll		40254750	100.00	40254750	0	100.000	0.000
	Postal Ballot			0.00			0.000	0.000
	Total	<b>40254750</b>	<b>40254750</b>	<b>100.00</b>	<b>40254750</b>	<b>0</b>	<b>100.000</b>	<b>0.000</b>
Public Institutions	E-voting	8000	0	0.00	0	0	0.000	0.000
	Poll		0	0.00	0	0	0.000	0.000
	Postal Ballot							
	Total	<b>8000</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.000</b>	<b>0.000</b>
Public Non-Institutions	E-voting	14757250	1270	0.01	1270	0	100.000	0.000
	Poll		188280	1.28	188280	0	100.000	0.000
	Postal Ballot							
	Total	<b>14757250</b>	<b>189550</b>	<b>1.28</b>	<b>189550</b>	<b>0</b>	<b>100.000</b>	<b>0.000</b>
Total		<b>55020000</b>	<b>40444300</b>	<b>73.51</b>	<b>40444300</b>	<b>0</b>	<b>100.000</b>	<b>0.000</b>



**For Amines & Plasticizers Limited**


*[Signature]*  
**Sr. Vice President (Corporate Affairs)  
 & Company Secretary.**



# SK Makhija & Associates

Company Secretaries

 pcs.skm@gmail.com

 809 786 9828

## Report of the Scrutinizer

*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 of 41<sup>st</sup> Annual General Meeting of the Equity Shareholders of Amines & Plasticizers Limited held on 27<sup>th</sup> September, 2016 at Hotel Nandan, GS Road, Paltan Bazar, Guwahati – 781 008, Assam.

Ref: 41<sup>st</sup> Annual General Meeting of the Equity Shareholders of Amines & Plasticizers Limited held on September 27, 2016 at Guwahati, Assam

Dear Sir,

I, Suman K Makhija, Company Secretary in Practice, have been appointed as the Scrutinizer by the Board in connection with the 41<sup>st</sup> Annual General Meeting of the Equity shareholders of Amines & Plasticizers Limited held on 27<sup>th</sup> September, 2016 at Hotel Nandan, G S Road, Paltan Bazar, Guwahati – 781 008, Assam for the purpose of scrutinizing the remote e-voting and voting through physical ballot process in a fair and transparent manner and ascertaining the requisite majority for the remote e-voting and voting through physical ballot process carried out as per the provisions of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time on the resolutions referred to in this Report.

The Management of the Company is responsible for the compliance with requirements of the Companies Act, 2013 and rules made thereunder relating to remote evoting and physical ballot voting on the resolutions contained in the aforesaid Notice of the 41<sup>st</sup> Annual General Meeting of the Members of the Company dated 05/08/2016. My responsibility is to scrutinize and ensure that the voting done through remote evoting and physical ballot is done in a fair and transparent manner and to make consolidated scrutinizers Report of the votes cast in "favour" or "against" based on the reports generated from the e-voting system of Central Depository Services (India) Limited, India and of voting through physical ballots as provided by M/s





Sharex Dynamic (I) Pvt Ltd the agencies engaged by the Company to provide remote e-voting / physical ballot facilities.

I submit my report as under :

1. The remote Evoting period remained open from 9.00 AM IST on Saturday, 24<sup>th</sup> September 2016 up to 5.00 PM IST on Monday, 26<sup>th</sup> September, 2016.
2. The shareholders holding shares as on the “cut off” date i.e 21<sup>st</sup> September, 2016 were entitled to vote on the proposed 6 (Six) resolutions as mentioned in Notice dated 05<sup>th</sup> August, 2016 of the 41<sup>st</sup> Annual General Meeting of the Company.
3. The Company has also distributed the physical ballot forms at the venue of the Annual General Meeting to enable the shareholders to cast their votes physically in case the same has not been cast by them through remote evoting.
4. The votes were unblocked after the completion of the Annual General Meeting in the presence of two witnesses, namely Mr. Gurudutt Kamath and Mr. Amit Kabre who are not in the employment of the Company.
5. The ballots which were incomplete and/or which were otherwise found defective have been treated as invalid.
6. The combine result of the remote Evoting (EVSN : 160829055) and votes cast through physical ballot paper distributed at the AGM venue are as follows:-

Resolution 1: (Ordinary Resolution)

**Adoption of:**

- a. **the Audited Financial Statements of the Company for the Financial Year ended March 31, 2016, together with Reports of the Directors and Auditors thereon; and**
  - b. **the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2016, together with Report of the Auditors thereon**
- (i) Votes in favour of the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast	% of total number of valid votes cast
Remote E-voting	2	1270	100
Voting by Ballot	34	40443030	100
Total	36	40444300	100



(ii) Votes against the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast	% of total number of valid votes cast
E-voting	0	0	--
Ballot	0	0	--
Total	0	0	--

(iii) Abstained from Voting:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast	% of total number of valid votes cast
E-voting	0	0	--
Ballot	0	0	--
Total	0	0	--

Resolution No. 2 (Ordinary Resolution)

**Confirmation of Interim dividend on Equity shares for the Financial Year 2015-16**

(i) Votes in favour of the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast	% of total number of valid votes cast
E-voting	2	1270	100
Ballot	34	40443030	100
Total	36	40444300	100

(ii) Votes against the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast	% of total number of valid votes cast
E-voting	0	0	--
Ballot	0	0	--
Total	0	0	--

(iii) Abstained from Voting:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast	% of total number of valid votes cast
E-voting	0	0	--
Ballot	0	0	--
Total	0	0	--



Resolution 3: (Ordinary Resolution)

**Appointment of Director in place of Ms. Nimisha Minesh Dutia(DIN : 06956876 ) who retires by rotation and being eligible, offers herself for re-appointment.**

(i) Votes in favour of the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast	% of total number of valid votes cast
E-voting	0	0	0
Ballot	34	40443030	100
Total	34	40443030	100

(ii) Votes against the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast	% of total number of valid votes cast
E-voting	0	0	--
Ballot	0	0	-
Total	0	0	--

(iii) Abstained from Voting:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast	% of total number of valid votes cast
E-voting	2	1270	0.003
Ballot	0	0	--
Total	2	1270	0.003



Resolution 4 (Ordinary Resolution)

**Ratification of the appointment of M/s B D G & Associates, Chartered Accountants (Firm Registration No. 119739W) as Statutory Auditors of the Company:**

(i) Votes in favour of the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast	% of total number of valid votes cast
E-voting	2	1270	100
Ballot	34	40443030	100
Total	36	40444300	100

(ii) Votes against the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast	% of total number of valid votes cast
E-voting	0	0	--
Ballot	0	0	--
Total	0	0	--

(iii) Abstained from Voting:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast	% of total number of valid votes cast
E-voting	0	0	--
Ballot	0	0	--
Total	0	0	--





## SPECIAL BUSINESS

Resolution 5: (Special Resolution)

**Re-appointment of Shri Hemant Kumar Ruia as a Chairman and Managing Director of the Company for a further term of 3 years with revised remuneration**

(i) Votes in favour of the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast	% of total number of valid votes cast
E-voting	0	0	0
Ballot	34	40443030	100
Total	34	40443030	100

(ii) Votes against the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast	% of total number of valid votes cast
E-voting	0	0	--
Ballot	0	0	-
Total	0	0	--

(iii) Abstained from Voting:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast	% of total number of valid votes cast
E-voting	2	1270	0.003
Ballot	0	0	--
Total	2	1270	0.003



Resolution No. 6 (Ordinary Resolution)

**Approval of Remuneration of Cost Auditor.**

i) Votes in favour of the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast	% of total number of valid votes cast
E-voting	2	1270	100
Ballot	34	40443030	100
Total	36	40444300	100

(ii) Votes against the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast	% of total number of valid votes cast
E-voting	0	0	--
Ballot	0	0	--
Total	0	0	--

(iii) Abstained from Voting:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast	% of total number of valid votes cast
E-voting	0	0	--
Ballot	0	0	--
Total	0	0	--

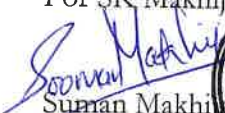
All the resolutions mentioned in the AGM Notice dated 05<sup>th</sup> August, 2016 as per the details above stand passed under Remote Evoting and voting conducted at the AGM by way of Ballot with requisite majority and hence deemed to have been passed on the date of AGM.



The Ballot Papers and other relevant records relating to evoting and physical voting is under my safe custody and will be handed over to the Company Secretary of the Company for safe keeping, after the Chairman signs the minutes of the 41<sup>st</sup> Annual General Meeting.

Thanking you,  
Yours sincerely,

For SK Makhija & Associates

  
Suman Makhija  
Proprietor  
M. No. A31535  
CP No 13322



Countersigned by the Chairman

  
**For Amines & Plasticizers Limited**

**Chairman & Managing Director**

Place: Mumbai

Dated: 29/09/2016

Witness :

1. Mr. Gurudutt Kamath



2. Mr. Amit Kabre

