

### SCRUTINIZER'S REPORT

To,  
The Chairman & Managing Director,  
**Hindustan Organic Chemicals Limited**  
**CIN: L99999MH1960GOI011895**  
Post Rasayani, Dist-Raigad,  
Maharashtra 410207

We are pleased to present the Report on the **POSTAL BALLOT** conducted by the Company to pass the Special Resolution as contained in the Notice of Postal Ballot dated **March 22, 2019**.

1. In terms of Provisions of Section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014, we were appointed as Scrutinizer by the Company to conduct the Postal Ballot as contained in the Notice dated **March 22, 2019**.
2. Members approval has been sought for :
  - 1) The proposal of Hindustan Fluorocarbons Company Limited , a subsidiary of the Company to sell or dispose of 66.13 acres of its land situated at Rudram, Mamidipally and Edthanoor Village, Sangareddy District, Telangana on "as is where is basis", subject to the approval of the Central Government.
3. On the basis of the Register of Members and the List of Beneficiary Owners made available by the Depositories viz., **National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL)**, as on **March 29, 2019 (cut-off date)**, the Company completed dispatch of the Notice of Postal Ballot:
  - On **3<sup>rd</sup> April, 2019, by email to 18,580** members who had registered their email-ids with the Company/ Depositories.
  - On **3<sup>rd</sup> April, 2019, in physical form by registered post to 28,042** members.
4. In terms of the aforesaid Notice, members were required to convey their assent or dissent, as the case may be, as under:
  - In case of Postal Ballot Form mailed to them by the Company, in postage pre-paid envelopes addressed to me on or before close of working hours at **5:00 p.m. on Saturday, May 4, 2019**.



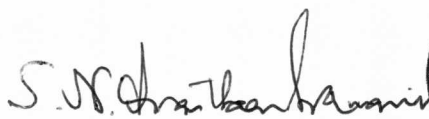
**S. N. ANANTHASUBRAMANIAN & CO.**  
**COMPANY SECRETARIES**

**FIRM REGISTRATION NO. P1991MH040400**

10/26, BRINDABAN, THANE – 400601 | Tel 25345648/25432704 | Email [sna@snaco.net](mailto:sna@snaco.net) | Website [www.snaco.net](http://www.snaco.net)

- In case of remote Voting, votes to be cast electronically on remote e-voting platform provided by Central Depository Services (India) Limited (CDSL) upto **5:00 p.m. on Saturday, May 4, 2019.**
5. We received **189** Postal Ballot Forms and **14** Members cast their votes on the remote e-Voting platform, till **5:00 p.m. on Saturday, May 4, 2019.**
6. With the support of **Bigshare Services Private Limited**, the Registrar & Transfer Agents (RTA) of the Company, the Postal Ballot Forms were scrutinized and signatures of Members were verified with their specimen signatures registered with the RTA and as provided by the Depositories.
7. In case of remote e-Voting, Members' demographic details, their voting rights and voting pattern were provided by the RTA.
8. The votes, if any, cast by a member(s) both in Postal Ballot Form and remote e-Voting having been identified, votes cast through remote e-Voting only were considered valid.
9. After the aforesaid scrutiny of Postal Ballot Forms and taking into account the remote e-Voting result, I report that the Special Resolution as contained in the Postal Ballot Notice dated March 22, 2019 has been passed with requisite majority.

I have annexed with this Report, the details of the Postal Ballot and remote e-Voting and the analysis of the Result of the Special Resolution, as contained in the aforesaid Notice.





**S. N. Ananthasubramanian**

**FCS No. : 4206**

**COP No. : 1774**

**6<sup>th</sup> May, 2019**

**Thane**

**Details of the Postal Ballot & Remote e-Voting**

<b>A</b>	<b>Postal Ballot</b>	<b>Item No. 1</b>
1	Number of Forms received from Members	<b>189</b>
2	Number of Forms rejected / not considered for reasons as stated below:-	
	a. Board Resolution not attached	1
	b. Signature missing	4
	c. Voted both 'For' & 'Against'	1
	Total Invalid Forms	<b>6</b>
	<b>Number of Valid Forms (1-2)</b>	<b>183</b>
<b>B</b>	<b>Remote e-Voting</b>	
1	Number of Members who participated in Remote e-Voting.	14
2	Invalid e-Votes/Not voted	0
	<b>Number of Valid e-Voters (1-2)</b>	<b>14</b>
<b>C</b>	<b>Total Valid Voters (A+B)</b>	<b>197</b>



**Result of Postal Ballot**

<b>Item No. 1:</b> To consider and approve the proposal of Hindustan Fluorocarbons Company Limited , a subsidiary of the Company, to sell or dispose of 66.13 acres of its land situated at Rudraram, Mamidipally and Edthanoor Village, Sangareddy District, Telangana on “as is where is basis”, subject to the approval of Central Government.							
	<b>Number of valid</b>			<b>Number of valid Votes contained in</b>			<b>%</b>
<b>Particulars</b>	<b>Remote e-Voters</b>	<b>Postal Ballot Forms</b>	<b>Total</b>	<b>Remote e-Votes</b>	<b>Postal Ballot Forms</b>	<b>Total</b>	
<b>Assent</b>	14	161	175	4,140	3,95,14,461	3,95,18,601	99.98
<b>Dissent</b>	0	22	22	0	7,370	7,370	0.02
<b>Total</b>	<b>14</b>	<b>183</b>	<b>197</b>	<b>4,140</b>	<b>3,95,21,831</b>	<b>3,95,25,971</b>	<b>100.00</b>

Based on the aforesaid result, we report that, the **Special Resolution** as contained in the Postal Ballot Notice dated March 22, 2019, has been passed with **requisite majority**.

*S. N. Ananthasubramanian*

**S. N. Ananthasubramanian**



FCS No. : 4206

COP No. : 1774

6<sup>th</sup> May, 2019

Thane