



SADHANA NITRO CHEM LIMITED

CIN : L24110MH1973PLC016698

Registered Office : Hira Baug, 1st Floor, Kasturba Chowk (C.P. Tank),
Mumbai - 400 004, INDIA

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SNCL/SD/15/

August 13, 2015

The Corporate Relationship Dept.
Bombay Stock Exchange Limited
Floor 25, P.J. Towers
Dalal Street
Mumbai 400001.

Dear Sirs,

Ref: - Company Code No. 506642

Sub: Outcome of the Annual General Meeting– Clause 35A of the Listing Agreement

This is to inform you that the 42nd Annual General Meeting (AGM) of the Company was held on 11th August, 2015.

Please find enclosed a disclosure pursuant to Clause 35A of the Listing Agreement pertaining to outcome of the AGM. The said disclosure be also considered as compliance with Clause 31(d) of the Listing Agreement.

The above results are also uploaded on the website of the Company (www.sncl.com).

Further, we are also enclosing the Consolidated Report of the Scrutinizers on remote e-voting, voting through physical ballot forms and voting at the AGM.

This is for your information & record.

Thanking you,

Yours faithfully,

For Sadhana Nitro Chem Limited

Nitin R. Jani
Company Secretary

Encl: As above

In accordance with Clause 35A of the Listing Agreement, the details of business transacted at the 42nd Annual General Meeting of the Company are furnished below:

- **Date of the AGM** : 11th August, 2015
- **Total number of shareholders on record date** : 4477
(i.e. 4th August, 2015– cut-off date for voting purpose)
- **No. of Shareholders present in the meeting either in person or through proxy:**

Promoters and Promoter Group	06
Public	25

- **No. of Shareholders attended the meeting through Video Conferencing:**

Promoters and Promoter Group:	Not Arranged
Public:	

- **Details of the Agenda:**

The following business was transacted by the shareholders:

Mode of voting for all Resolutions: Remote e-voting, Physical Ballot forms and voting at the AGM (Poll)

Resolution 1: Adoption of the audited financial statements including consolidated financial statements of the Company for the financial year ended 31stMarch, 2015 together with the Reports of Board of Directors and Auditors' thereon

Resolution required: Ordinary Resolution

Promoter/ Public	No. of shares held	No. of votes cast	% of Votes cast on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes cast	% of Votes against on votes cast
	(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]* 100
Promoter and Promoter Group	6525182	6525182	100	6525182	0	100	0
Public – Institutional holders	1181	0	0	0	0	0	0
Public- Others	2674467	157819	5.90	157184	635	99.60	0.40
Total	9200830	6683001	72.63	6682366	635	99.99	0.01



Resolution 2: To appoint Smt. Seema A. Javeri who retires by Rotation and eligible for re-appointment

Resolution required: Ordinary Resolution

Promoter/ Public	No. of shares held	No. of votes cast	% of Votes cast on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes cast	% of Votes against on votes cast
	(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]* 100
Promoter and Promoter Group	6525182	6525182	100	6525182	0	100	0
Public – Institutional holders	1181	0	0	0	0	0	0
Public- Others	2674467	157819	5.90	157184	635	99.60	0.40
Total	9200830	6683001	72.63	6682366	635	99.99	0.01

Resolution 3: Appointment of M/s. V. Sankar Aiyar & Co. Chartered Accounts as Statutory Auditors of the Company to hold office from the conclusion of this AGM till the conclusion of the next AGM and to fix their Remuneration

Resolution required: Ordinary Resolution

Promoter/ Public	No. of shares held	No. of votes cast	% of Votes cast on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes cast	% of Votes against on votes cast
	(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]* 100
Promoter and Promoter Group	6525182	6525182	100	6525182	0	100	0
Public – Institutional holders	1181	0	0	0	0	0	0
Public- Others	2674467	157819	5.90	157184	635	99.60	0.40
Total	9200830	6683001	72.63	6682366	635	99.99	0.01



Resolution 4: Adoption of New Set of Articles of Association**Resolution required: Special Resolution**

Promoter/ Public	No. of shares held	No. of votes cast	% of Votes cast on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes cast	% of Votes against on votes cast
	(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]* 100
Promoter and Promoter Group	6525182	6525182	100	6525182	0	100	0
Public – Institutional holders	1181	0	0	0	0	0	0
Public- Others	2674467	157819	5.90	157184	635	99.60	0.40
Total	9200830	6683001	72.63	6682366	635	99.99	0.01

Resolution 5: Re-appointment of Shri Asit D. Javeri (DIN: 00268114) as Chairman and Managing Director of the Company for a period of 3 years w.e.f. 1st September, 2015

Resolution required: Special Resolution

Promoter/ Public	No. of shares held	No. of votes cast	% of Votes cast on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes cast	% of Votes against on votes cast
	(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]* 100
Promoter and Promoter Group	6525182	6135752	94.03	6135752	0	100	0
Public – Institutional holders	1181	0	0	0	0	0	0
Public- Others	2674467	157819	5.90	157184	635	99.60	0.40
Total	9200830	6293571	68.40	6292936	635	99.99	0.01



Resolution 6: Appointment of Smt. Seema A. Javeri (DIN: 01768936) as an Executive Director-Administration of the Company for a period of 3 years w.e.f. 1st July 2015

Resolution required: Special Resolution

Promoter/ Public	No. of shares held	No. of votes cast	% of Votes cast on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes cast	% of Votes against on votes cast
	(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]* 100
Promoter and Promoter Group	6525182	6517855	99.89	6517855	0	100	0
Public – Institutional holders	1181	0	0	0	0	0	0
Public- Others	2674467	157819	5.90	157184	635	99.60	0.40
Total	9200830	6675674	72.56	6675039	635	99.99	0.01

Resolution 7: Approval of Members of the Company to enter into contracts/ transactions/ agreements with Related Parties

Resolution required: Special Resolution

Promoter/ Public	No. of shares held	No. of votes cast	% of Votes cast on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes cast	% of Votes against on votes cast
	(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]* 100
Promoter and Promoter Group	6525182	0	0	0	0	0	0
Public – Institutional holders	1181	0	0	0	0	0	0
Public- Others	2674467	15675	0.59	15040	635	95.95	4.05
Total	9200830	15675	0.17	15040	635	95.95	4.05

Notes:

- The votes cast do not include invalid votes
- Voting done by the members/related parties interested in respective resolution are considered as invalid.
- All the aforesaid resolutions were passed with requisite majority.

