

A. K. LABH

M.Com., MBA, FCS, ACMA (ICAI), ACSI (Lond)
DIM, DHRD, PGHDSM, DIRPM
Practising Company Secretary



A. K. LABH & Co.

Company Secretaries

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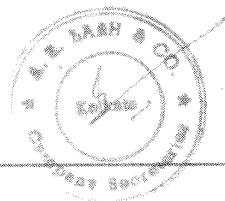
Website : www.aklabh.com

SCRUTINIZER'S REPORT

To
The Chairman
ADITYA BIRLA CHEMICALS (INDIA) LIMITED.
Garhwa Road
Rehla – 822 124
Distt. Palamu (Jharkhand)

Dear Sir,

- (1) The Board of Directors of the Company vide its meeting held on the 6th day of August, 2014 have appointed us as Scrutinizer for conducting the postal ballot voting process.
- (2) The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to e-voting and postal ballot on the resolution contained in the Notice of the postal ballot dated the 6th day of August, 2014. Our responsibility as a scrutinizer for the voting process through electronic means and postal ballots is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions, based on the reports generated from the e-voting system of Central Depository Services (India) Limited and of voting through postal ballots as provided by CB Management Services Private Limited, the agencies engaged by the Company to provide e-voting / postal ballot facilities.
- (3) We submit our report as under :
 - (a) The Company has completed the dispatch of physical postal ballot forms alongwith postage prepaid business reply envelope and postal ballot via electronic mode by 5th day of September, 2014 to its Members whose name(s) appeared on the Register of Members / list of beneficiaries as on the 22nd day of August, 2014.
 - (b) Particulars of all the postal ballot forms received from the Members have been entered in a register separately maintained for the purpose.
 - (c) The postal ballot forms were kept under our safe custody in sealed and tamper proof ballot boxes commencing the scrutiny of such postal ballot forms.
 - (d) The ballot boxes were opened after the closure of the working hours of the Company on the 10th day of October, 2014 in our presence.
 - (e) The postal ballot forms were duly opened in our presence and scrutinized.



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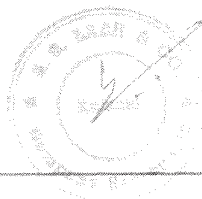
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- (e) The postal ballot forms were duly opened in our presence and scrutinized.
- (f) All postal ballot forms received upto the closure of working hours of the Company on the 10th day of October, 2014, the last date and time fixed by the Company for receipt of the forms, were considered for our scrutiny.
- (g) Envelopes containing postal ballot forms received after the closure of the working hours of the Company on the 10th day of October, 2014, *if any*, were not considered for our scrutiny.
- (h) We did not find any defaced ballot paper.
- (i) Summary of the Postal Ballot votes casted through Physical Mode is as follows :-

1.	Total No. of Postal Ballot Forms Received	72
2.	Total No. of Invalid Postal Ballot Forms	4
3.	Total No. of Valid Postal Ballot Forms	68
4.	Total No. of Valid Postal Ballot Forms in favour of the Resolution	66
5.	Total No. of Valid Postal Ballot Forms against the Resolution	2
6.	Total No. of Postal Ballot Forms not casting the Votes	0
7.	Total No. of valid Votes / Shares casted	8410
8.	Total No. of valid Votes / Shares in favour of the Resolution	8110
9.	Total No. of valid Votes / Shares against the Resolution	300

- (j) Members were provided the opportunity to cast their vote(s) through electronic voting system in terms of the platform as provided by CDSL e-voting system (www.evotingindia.com).



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- (k) The e-voting period remained open from 9.00 AM IST on Thursday, the 11th day of September, 2014 up to 6.00 PM IST on Friday, the 10th day of October, 2014.
- (l) The Shareholders holding shares as on the "cut off" date, i.e. 22nd day of August, 2014 were entitled to vote on the proposed resolution as mentioned in the notice of the postal ballot dated 6th day of August, 2014.
- (m) The result of the electronic voting was downloaded after the closure of the working hours of the Company on the 10th day of October, 2014 from CDSL website providing the platform for e-voting system (www.evotingindia.com) and were unlocked in the presence of Mr. Narayan Chandra Saha and Ms. Suchita Tiwari (not being the employees of the Company) and has been included in our report.
- (n) Summary of the votes casted through Electronic Voting System [EVSN: 140814046] is as follows :-

Total Foils Voted	22
Total No. of Votes / Shares casted through e-voting system	15599040
Total No. of Votes / Shares casted in favour of the Resolution	15598621
Total No. of Votes / Shares casted against the Resolution	419

- (o) Hence, final summary of the votes casted (aggregate of Physical and Electronic Voting System) is as follows :-

Resolution No. 1 (Special Resolution)

Alteration in the Memorandum of Association of the Company

Sr. No.	Votes casted	By Physical Ballot	By Electronic Voting	Total No. of Votes / Shares	%
1.	Favour	8110	15598621	15606731	99.99
2.	Against	300	419	719	0.01
Total				15607450	100.00



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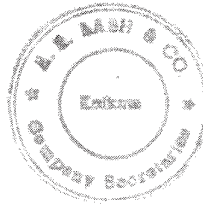
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4. We have handed over the postal ballot forms, e-voting register and other related papers / registers and records for safe custody to Mr. Akash Mishra, Company Secretary, authorised by the Board to supervise the postal ballot process.
5. The proposed resolution has therefore been approved by the Shareholders of the Company with the requisite majority.
6. You may accordingly declare the result of the voting by Postal Ballot.

Thanking You,

Yours truly
For A. K. LABH & Co.
Company Secretaries

(CS A. K. LABH)
Practising Company Secretary
FCS - 4848 / CP No. - 3238



Place: Kolkata
Dated: 14.10.2014