

MINUTES OF THE 31st ANNUAL GENERAL MEETING OF THE MEMBERS OF CHEMFAB ALKALIS LIMITED HELD ON TUESDAY, THE 10TH JUNE, 2014 AT 10.30 AM AT THE REGISTERED OFFICE OF THE COMPANY AT TEAM HOUSE, GST SALAI, VANDALUR, CHENNAI - 600 048.

PRESENT

Mr.Suresh Krishnamurthi Rao	Chairman
Mr.C.S.Ramesh	Director
Mr.T.Ramabadrans	Director / Chairman, Audit Committee
Other Members present in person	43 Persons
Proxies of Members	3 Person

IN ATTENDANCE

Mr.Sriraman Parthasarathy	Partner, Deloitte Haskins & Sells, Statutory Auditors
Mr.Ravi Seshadri	Manager, Deloitte Haskins & Sells, Statutory Auditors
Mr.Nitin S Cowlagi	Chief Financial Officer
Mr.K.Mohamed Ibrahim	Company Secretary
Mr.A.Raghavan	Scrutinizer for e-voting

CHAIRMAN

Mr.Suresh Krishnamurthi Rao took the Chair

QUORUM

The Chairman welcomed the Members and Proxies present and upon being advised by the Company Secretary, Mr. K.Mohamed Ibrahim that necessary quorum was available, called the Meeting to order.

NOTICE OF THE MEETING

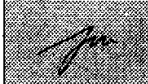
With the consent of the Members present, the Notice convening the Meeting was taken as read.

AUDITORS' REPORT

The Report of the Statutory Auditors on the Accounts of the Company for the year ended 31st March, 2014 was read by Mr. K.Mohamed Ibrahim, Company Secretary.

Agenda of the Meeting

The Chairman stated that being a Listed entity, the Company had provided a facility to its Members to transact the business set out in the Notice of the Meeting by an electronic voting system (e-voting), organised through Central Depository Services Limited. The said e-voting facility was available from June 4, 2014 to June 6, 2014. Mr.A.Raghavan, Practicing Company Secretary was appointed as the Scrutinizer. The E Voting process on the all the Resolutions had already been completed and pursuant to provisions of Section 107 of the Companies Act, 2013, the Resolutions were not required to be put to vote on a Show of hands. The Chairman placed on the table the Report of the Scrutiniser dated 9th June, 2014.



CHAIRMAN'S
INITIALS

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The Chairman thereafter invited the Members to give their observations, Suggestions, and queries, if any, on the Accounts and performance of the Company. Mr. Keshav Garg, Mr. Padmanaban, Mr. Vidya Shankar, Mr. Rajagopalan, Mr. Srinivasulu and Mr. Avinash Dalal asked some questions and sought certain clarifications on the operations, Security Deposit, Inter Corporate Deposit, Issue of Bonus Shares, payment of Dividend, etc. Also they requested, that a snapshot, giving the Performance at a glance, which was being given earlier, should also be given in the Annual Accounts. The Chairman, Directors present, and the Chief Financial Officer, gave the clarifications, as sought by the Shareholders. Some of the Shareholders also requested for a factory visit and the Chairman agreed to organize it.

On the basis of Scrutinizer's Report dated 9th June, 2014, (summary reproduced below), the Chairman announced that all the Resolutions set out in the Notice under Ordinary and Special Business had been duly passed unanimously

E VOTING RESULTS

Item No	Resolution	No of Members voted through e voting	Number of votes cast in favour of Resolution	Number of votes cast against the Resolution	In valid Votes	Resolution passed by
1	Adoption of Financial Statements for the year ended 31st March, 2014	21	6878568	0	NA	unanimously
2	Declaration of Dividend	21	6878568	0	NA	unanimously
3	Re-appointment of Shri J. Venkataraman, who retires by rotation	21	6878568	0	NA	unanimously
4	Re-appointment of Shri Suresh Krishnamurthi Rao, who retires by rotation	21	6878568	0	NA	unanimously
5	Appointment of M/s. Deloitte Haskins & Sells, Statutory Auditors of the Company.	21	6878558	0	NA	unanimously
6	Ratification of Remuneration payable to Cost Auditor	21	6878558	0	NA	unanimously

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Ph: 28111516/28113950

CHAIRMAN'S
SIGNATURE

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The Resolutions thus passed, as set out in Item No. 1 to 6 in the Notice of the Annual General Meeting of the Company, are recorded hereunder as part of the proceedings of 31st Annual general Meeting of the Members held on 10th June, 2014.

ORDINARY BUSINESS:

Item No.1 - Ordinary Resolution for adoption of the Financial Statement for the year ended 31st March, 2014.

"RESOLVED THAT the Audited Balance Sheet of the Company as at 31st March, 2014 and the Statement of Profit and Loss for the year ended on that date, together with the Reports of the Directors and the Auditors thereon, be and are hereby adopted".

Item No.2 - Ordinary Resolution for the approval of the final Dividend for 2013-14.

"RESOLVED THAT a Dividend at the rate of Rs.1.25 per Equity Share (25%) be and is hereby declared, on the fully paid-up Equity Shares of Rs.5/- each in the paid-up Capital of the Company, to those Shareholders whose names appeared on the Register of Members of the Company as on the date of the Book closure".

Item No.3 - Ordinary Resolution for re-appointment of Shri J.venkataraman, who retires by rotation.

"RESOLVED THAT Shri.J.Venkataraman be and is hereby appointed as a Director of the Company, liable to retire by rotation".

Item No.4 - Ordinary Resolution for re-appointment of Shri Suresh Krishnamurthi Rao, who retires by rotation.

"RESOLVED THAT Shri Suresh Krishnamurthi Rao be and is hereby appointed as a Director of the Company, liable to retire by rotation".

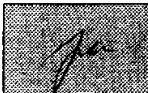
Item No.5 - Ordinary Resolution for appointment of M/s.Deloitte Haskins & Sells, Chartered Accountant as Statutory Auditors and fixing their Remuneration

"RESOLVED THAT in terms of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014, the retiring Auditors, M/s Deloitte Haskins & Sells (Registration No.0080725) who were first appointed as Auditors of the Company for the year 2005-06, are hereby appointed as the Auditors of the Company for 2014-15, to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting of the Company, on such remuneration as may be fixed by the Board of Directors".

SPECIAL BUSINESS:

Item No.6 - Ordinary Resolution for ratification of Remuneration to Mr.Madavan, Cost Auditor.

"RESOLVED THAT the decision to pay a Remuneration of Rs.80,000/- to Mr.A.Madavan, the Cost Auditor of the Company for the year 2014-15, as



CHAIRMAN'S
INITIALS

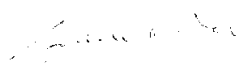
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recommended by the Audit Committee and approved by the Board of Directors, be and is hereby ratified".

VOTE OF THANKS

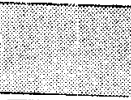
The Meeting concluded with a vote of thanks to the Chairman by Mr.Avinash Dalal and Mr.R.Vidya Shankar. The Chairman thanked the Members for their presence and participation and declared the Meeting as closed.

Place: Chennai
Date: 09.07.2014



CHAIRMAN

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Ph: 2811516 / 2811380



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