



THE DHARAMSI MORARJI CHEMICAL CO. LTD.

CIN NUMBER : L24110MH1919PLC000564



Sec.25/2016/502
27th September, 2016

Bombay Stock Exchange Limited
Department of Corporate Services
25th Floor, Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai 400 001

Dear Sir,

Scrip Code:506405

Sub: Compliance under Regulation 44 (3) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015

In compliance with the provisions of the Regulation 44 (3) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, we are enclosing herewith voting results (in specified format) in respect of items of business transacted at the 95th Annual General Meeting of the Company held on Tuesday 27th September, 2016 at 11.00 a.m. at The Indian Merchants' Chambers Conference Hall (Walchand Hirachand Hall), IMC Marg, Churchgate, Mumbai 400 020 alongwith the report of the scrutinizers viz. JSP Associates.

Thanking you,

Yours Faithfully,
For The Dharamsi Morarji Chemical Co. Ltd.


D. T. Gokhale
Company Secretary & Compliance

Encl: As above



THE DHARAMSI MORARJI CHEMICAL CO. LTD.

CIN NUMBER : L24110MH1919PLC000564



95th Annual General Meeting (AGM) Voting Results

Date of the Annual General Meeting	27 th September, 2016
Total number of Shareholders on record date	14691
Number of Shareholders present in the meeting either in person or through proxy:	83
Promoters and promoter Group:	17
Public:	66
Number of Shareholders attended the meeting through Video Conferencing :	Not Applicable
Promoters and promoter Group:	Not Applicable
Public:	Not Applicable



REGD. OFFICE : PROSPECT CHAMBERS, 317/21, DR. D. N. ROAD, FORT, MUMBAI - 400 001. INDIA

Phones : 2204 8881-2-3 Fax : 2281 3657 / 2285 2232

E-mail ID: esale@dmcc.com / info@dmcc.com / purchase@dmcc.com / corporate@dmcc.com

Website : www.dmcc.com

The Dharamsi Morarji Co. Limited

Resolution Required : (Ordinary)

1 - Adoption of the audited financial statements of the Company for the Financial Year ended 31st March, 2016 and the Reports of the Board of Directors and the Auditors thereon.

Whether promoter/ promoter group are interested in the agenda/resolution?

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
Promoter and Promoter Group	E-Voting	10359771	0	0.0000	0	0	0.0000	0.0000
	Poll		10277794	99.2087	10277794	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		10277794	99.2087	10277794	0	100.0000	0.0000
Public Institutions	E-Voting	616508	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	10281542	7767	0.0755	7767	0	100.0000	0.0000
	Poll		18914	0.1840	18914	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		26681	0.2595	26681	0	100.0000	0.0000
Total		21257821	10304475	48.4738	10304475	0	100.0000	0.0000



The Dharamsi Morarji Co. Limited

Resolution Required : (Ordinary)		2 - To appoint a Director in place of Shri Laxmikumar Narottam Goculdas (holding DIN 00453947), who retires from office by rotation and being eligible, offers himself for re-appointment.						
Whether promoter/ promoter group are interested in the agenda/resolution?								
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	10359771	0	0.0000	0	0	0.0000	0.0000
	Poll		10277794	99.2087	10277794	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		10277794	99.2087	10277794	0	100.0000	0.0000
Public Institutions	E-Voting	616508	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	10281542	7722	0.0751	7717	5	99.9352	0.0648
	Poll		18914	0.1840	18914	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		26636	0.2591	26631	5	99.9812	0.0188
Total		21257821	10304430	48.4736	10304425	5	100.0000	0.0000



THE DHARAMSI MORARJI CHEMICAL CO. LTD.

The Dharamsi Morarji Co. Limited								
Resolution Required : (Ordinary)			3 - Ratification of appointment of Messrs. K. S. Aiyar & Company, Chartered Accountants, holding ICAI Firm Registration Number 100186W, as Statutory Auditors of the Company and fixing their remuneration.					
Whether promoter/ promoter group are interested in the agenda/resolution?								
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
Promoter and Promoter Group	E-Voting	10359771	0	0.0000	0	0	0.0000	0.0000
	Poll		10277794	99.2087	10277794	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		10277794	99.2087	10277794	0	100.0000	0.0000
Public Institutions	E-Voting	616508	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	10281542	7767	0.0755	7762	5	99.9356	0.0644
	Poll		18914	0.1840	18914	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		26681	0.2595	26676	5	99.9813	0.0187
Total		21257821	10304475	48.4738	10304470	5	100.0000	0.0000



THE DHARAMSI MORARJI CHEMICAL CO. LTD.

The Dharamsi Morarji Co. Limited

Resolution Required : (Ordinary)		4 - Special Business Ratification of Remuneration payable to - CMA Shri S. S. Dongare, holding ICWA Registration Number 12521, as the Cost Auditor of the Company.						
Whether promoter/ promoter group are interested in the agenda/resolution?								
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	10359771	0	0.0000	0	0	0.0000	0.0000
	Poll		10277794	99.2087	10277794	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		10277794	99.2087	10277794	0	100.0000	0.0000
Public Institutions	E-Voting	616508	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	10281542	7767	0.0755	7767	0	100.0000	0.0000
	Poll		18914	0.1840	18914	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		26681	0.2595	26681	0	100.0000	0.0000
Total		21257821	10304475	48.4738	10304475	0	100.0000	0.0000



THE DHARAMSI MORARJI CHEMICAL CO. LTD.

The Dharamsi Morarji Co. Limited

Resolution Required : (Special)		5 - Re-appointment of Shri Bimal Lalitsingh Goculdas as the "Chief Executive Officer" and "Manager" of the Company and remuneration payable to him.						
Whether promoter/ promoter group are interested in the agenda/resolution?								
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	10359771	0	0.0000	0	0	0.0000	0.0000
	Poll		10277794	99.2087	10277794	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		10277794	99.2087	10277794	0	100.0000	0.0000
Public Institutions	E-Voting	616508	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	10281542	7722	0.0751	7722	0	100.0000	0.0000
	Poll		18914	0.1840	18914	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		26636	0.2591	26636	0	100.0000	0.0000
Total		21257821	10304430	48.4736	10304430	0	100.0000	0.0000



27th September, 2016

Combined Scrutinizer's Report on Remote E-voting & Physical voting conducted at the 95th Annual General Meeting (AGM) of The Dharamsi Morarji Chemical Company Limited held on Tuesday, 27th September, 2016 at 11:00 a.m. at Indian Merchants' Chamber, Conference Hall (Walchand Hirachand Hall), IMC Marg, Churchgate, Mumbai 400020

To,
Shri L. N. Goculdas, Chairman
The Dharamsi Morarji Chemical Company Limited
Prospects Chambers
317/321, Dr. D. N. Road
Fort, Mumbai - 400001

Sub: Passing of Resolution(s) through remote e-voting and physical voting done at the venue of the AGM pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended.

The Board of Directors of The Dharamsi Morarji Chemical Company Limited (hereinafter referred to as the "**Company**") at its meeting held on 10th August, 2016 has appointed me as the Scrutinizer for the Remote E-voting process as well as to scrutinize the physical ballot forms to be received from the members at the venue of the Annual General Meeting pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations 2015. I say, I am familiar and well versed with the concept of electronic voting system as prescribed under the said Rules.

Report on Scrutiny:

- The Company had appointed Central Depository Services (India) Limited ("**CDSL**") as the Service Provider for the purpose of extending the facility of Remote E-Voting to the Members of the Company.
- Link Intime India Private Limited is the Registrar and Share Transfer Agents ("**RTA**") of the Company.
- The Service Provider had provided a system for recording the votes of the Members electronically on all the items of the business (both Ordinary and Special businesses) sought to be transacted at the AGM of the Company, which was held on Tuesday, 27th September, 2016.



- The Service Provider had set up electronic voting facility on their website, <https://www.evotingindia.com>. The Company had uploaded all the items of the business to be transacted at the AGM on the website of the Company and also on the Service Provider to facilitate their Members to cast their vote through Remote E-Voting.
- The **Cut-off date** for the purposes of identifying the Members who will be entitled to vote on the resolutions placed for approval of the Members was **20th September, 2016**.
- The Remote E-Voting facility was kept open from **Saturday, 24th September, 2016 at 9:00 am to Monday, 26th September, 2016 at 5:00 pm**
- At the end of the voting period on 26th September, 2016 at 5.00 pm the voting portal of the Service Provider was blocked forthwith.
- At the venue of the 95th AGM of the Company held on 27th September, 2016, the facility to vote through Ballot Paper was provided to facilitate those members present at the meeting but could not participate in Remote E-voting to record their votes.
- At the AGM venue, one (1) ballot box kept for the purpose of casting of votes was locked in my presence with due identification marks placed by me. The locked ballot box was subsequently opened in my presence and in the presence of two witnesses i.e. Mr. Shivakumar P. S. and Mr. Hemang Dhakan, and the ballot papers were diligently scrutinized. The ballot papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company. I did not find any defective ballot paper.
- Thereafter, the Remote E-Voting facility was duly unblocked by me as a Scrutinizer in the presence of Mr. Shivakumar P.S. and Mr. Hemang Dhakan who acted as the witnesses, as prescribed in Sub Rule 4(xii) of the said Rule 20 of the Companies (Management & Administration) Rules, 2014.
- Thereafter, I as a Scrutinizer duly compiled the details of the Remote E-Voting carried out by the Members together with the physical voting done at the venue of the AGM by way of Ballot paper, the details of which are as follows:



The results of the Remote E-voting together with that of the voting conducted at the venue of the AGM by way of Ballot Papers are as under:

Details	Remote E-voting	Voting through Ballot paper at AGM	Total voting
Number of members who cast their votes	9	62	71
Total number of Shares held by them	7767	10296708	10304475
Valid votes	As per details provided under each one of the Resolution(s) mentioned hereunder		
Abstained / Invalid Votes	As mentioned under each of the Resolution(s) mentioned hereunder		

Note: Percentage of votes cast in favour or against the resolutions are calculated based on the Valid Votes cast through Remote E-Voting and Physical Voting by ballot paper at the venue of the meeting.

ORDINARY BUSINESS:

I) Item No. 1 of the Notice (As an Ordinary Resolution):

To adopt the audited financial statements of the Company for the Financial Year ended 31st March, 2016 and the Reports of the Board of Directors and the Auditors thereon

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Abstained / Invalid votes
	Nos.	%age	Nos.	%age	
Remote E-voting	7767	100.00	0	0.00	0
Physical Voting	10296708	100.00	0	0.00	0
TOTAL	10304475	100.00	0	0.00	0

JSP



II) Item No. 2 of the Notice (As an Ordinary Resolution):

To appoint a Director in place of Shri Lakshmikumar Narottamas Goculdas (holding DIN 00453947), who retires from office by rotation and being eligible, offers himself for re-appointment.

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Abstained / Invalid votes
	Nos.	%age	Nos.	%age	
Remote E-voting	7717	99.93525	5	0.00005	45
Physical Voting	10296708	100.00000	0	0.00000	0
TOTAL	10304430	99.99995	5	0.00005	45

III) Item No. 3 of the Notice (As an Ordinary Resolution):

To ratify appointment of M/s. K. S. Aiyar & Company, Chartered Accountants, holding ICAI Firm Registration Number 100186W, as Statutory Auditor of the Company and fix their remuneration.

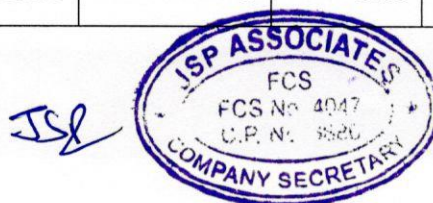
Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Abstained / Invalid votes
	Nos.	%age	Nos.	%age	
Remote E-voting	7762	99.93563	5	0.00005	0
Physical Voting	10296708	100.00000	0	0.00000	0
TOTAL	10304470	99.99995	5	0.00005	0

SPECIAL BUSINESS:

IV) Item No. 4 of the Notice (As an Ordinary Resolution):

To ratify remuneration of Cost Auditor.

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Abstained / Invalid votes
	Nos.	%age	Nos.	%age	
Remote E-voting	7767	100.00	0	0.00	0
Physical Voting	10296708	100.00	0	0.00	0
TOTAL	10304475	100.00	0	0.00	0



V) Item No. 5 of the Notice (As an Special Resolution):

To re-appoint Shri Bimal Lalitsingh Goculdas as the "Chief Executive Officer" and "Manager" of the Company.

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Abstained/ Invalid votes
	Nos.	%age	Nos.	%age	Nos.
Remote E-voting	7722	100.00	0	0.00	45
Physical Voting	10296708	100.00	0	0.00	0
TOTAL	10304430	100.00	0	0.00	45

All the Resolutions mentioned in the AGM Notice as per the details above stand passed under Remote E-voting and voting conducted at the AGM by way of Ballot Papers with the requisite majority and hence deemed to have been passed at the AGM.

I hereby confirm that, I have maintained the Registers received from the RTA and electronic voting data received from the Service Provider, in respect of the votes cast through Remote E-Voting and voting conducted at the AGM by way of Ballot Papers by the Members of the Company. The Ballot papers and all other relevant records relating to e-voting and physical voting which were under my safe custody are separately handed over to the Company Secretary for safe keeping.

Thanking you,

Yours faithfully,
For JSP Associates



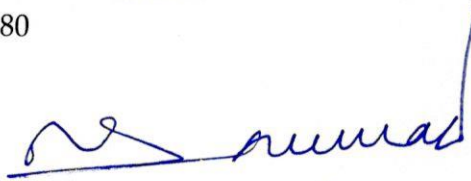
Jatin S. Papat
Partner

FCS No. 4047 / CP. No. 6880



Witnesses:

1. Shivakumar P. S.:



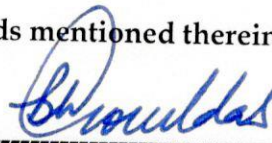
2. Hemang Dhakan:



Received the Report together with other data / records mentioned therein:

Place: Mumbai

Date: 27th September, 2016


Signed by Shri. L. N. Goculdas,
Chairman