

Phone : 26515711
Cell : 9820258332

109A Rizvi Chambers, Near Vodafone Gallery,
Hill Road, Bandra (West), Mumbai- 400 050.

*Ratan Kapadia
& Associates*

COMPANY SECRETARIES

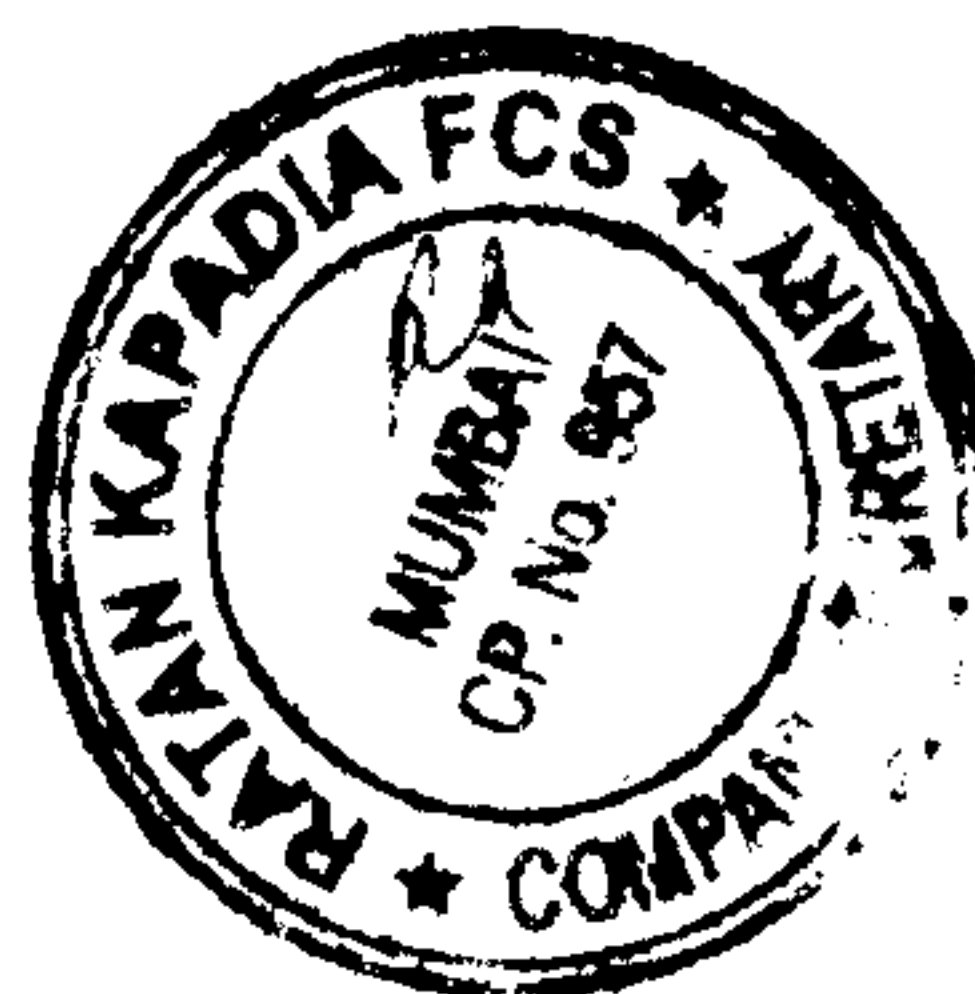
Scrutinizer's Report

To,

The Chairman of 93rd Annual General Meeting of the Members of The Dharamsi Morarji Chemical Company Limited (the Company) held on the 18th day of September, 2014, at Indian Merchants' Chamber, Conference Hall (Walchand Hirachand Hall), IMC Marg, Churchgate, Mumbai-400 020 at 11.00 a.m.

Dear Sir,

1. I, Ratan Kapadia, Practising Company Secretary, have been appointed as a scrutinizer by
 - (i) the Board of Directors of The Dharamsi Morarji Chemical Company Limited (the Company) for the purpose of scrutinizing the e-voting process under the provisions of Section 108 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Rules) and
 - (ii) the Chairman of the Annual General Meeting (AGM) to conduct the poll in a fair and transparent manner under the provisions of Section 109 of the 2013 Act read with Rule 21 of Rules, on the resolutions mentioned in the notice of the 93rd Annual General Meeting (AGM) of the members of the Company held on 18th day of September, 2014 at Indian Merchants' Chamber, Conference Hall (Walchand Hirachand Hall), IMC Marg, Churchgate, Mumbai-400 020.
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 poll on the resolutions mentioned in the Notice of the 93rd Annual General Meeting (AGM) of the members of the Company. My responsibility as a scrutinizer for the e-voting process and for poll at the AGM is restricted to make a Scrutinizer's report of the votes cast "in favour" or "against" the resolutions mentioned in the notice based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), the authorized agency engaged by the Company to provide e-voting facilities for e-voting and the poll conducted at AGM.
3. I have issued a separate Scrutinizer's Report dated 15th September 2014 **on E-Voting** concluded on 14th September 2014 and on the poll dated 18th September 2014 on the resolutions mentioned in the notice of the AGM held on 18th September 2014. As requested by management I submit herewith my combined report on the results of e-voting and Poll as under:-



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The result of the E-voting and Poll is as under:

Item no. of Notice	Particulars of Business	Votes in favour of the resolution		Votes against the resolution		Invalid Votes
		Nos.	%age	Nos.	%age	
Item No. 1 of the Notice (As an Ordinary Resolution)	E-voting	3941	100	0	0	0
	Poll	10450328	100	0	0	0
	TOTAL	10454269	100	0	0	0
Item No. 2 of the Notice (As an Ordinary Resolution)	E-voting	3941	100	0	0	0
	Poll	10450328	100	0	0	0
	TOTAL	10454269	100	0	0	0
Item No. 3 of the Notice (As an Ordinary Resolution)	E-voting	3941	100	0	0	0
	Poll	10450328	100	0	0	0
	TOTAL	10454269	100	0	0	0
Item No. 4 of the Notice (As an Ordinary Resolution)	E-voting	3941	100	0	0	0
	Poll	10450328	100	0	0	0
	TOTAL	10454269	100	0	0	0
Item No. 5 of the Notice (As an Ordinary Resolution)	E-voting	3941	100	0	0	0
	Poll	10450328	100	0	0	0
	TOTAL	10454269	100	0	0	0
Item No. 6 of the Notice (As an Ordinary Resolution)	E-voting	3941	100	0	0	0
	Poll	10450328	100	0	0	0
	TOTAL	10454269	100	0	0	0



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Item No. 7 of the Notice (As an Ordinary Resolution)	E-voting	3941	100	0	0	0
	Poll	10450328	100	0	0	0
	TOTAL	10454269	100	0	0	0
Item No. 8 of the Notice (As an Ordinary Resolution)	E-voting	3941	100	0	0	0
	Poll	10450328	100	0	0	0
	TOTAL	10454269	100	0	0	0
Item No. 9 of the Notice (As an Ordinary Resolution)	E-voting	3941	100	0	0	0
	Poll	10450328	100	0	0	0
	TOTAL	10454269	100	0	0	0
Item No. 10 of the Notice (As a Special Resolution)	E-voting	3941	100	0	0	0
	Poll	10450328	100	0	0	0
	TOTAL	10454269	100	0	0	0
Item No. 11 of the Notice (As a Special Resolution)	E-voting	3941	100	0	0	0
	Poll	10450328	100	0	0	0
	TOTAL	10454269	100	0	0	0
Item No. 12 of the Notice (As a Special Resolution)	E-voting	3941	100	0	0	0
	Poll	10450328	100	0	0	0
	TOTAL	10454269	100	0	0	0

All the resolutions stands passed unanimously under e-voting and poll.



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I hereby confirm that I am maintaining the Registers received from the Service Provider electronically in respect of the votes cast through e-voting and for Poll by the shareholders of the Company. I shall be arranging to hand over these records to you or such other person as authorized by you.

Thanking you,

Yours faithfully,

For Ratan Kapadia & Associates

R. Kapadia
CS Ratan Kapadia

Date: 18th September 2014
Place: Mumbai

Ratan Kapadia
Company Secretary
FCS No.: 1395 C.P. No.: 957