

To
The Chairman
28th Annual General Meeting
Sreechem Resins Limited
Vill: Jhagarpur,
Rajgangpur - 770 017
Dist: Sundargarh (Odisha)


Dear Sir,

At the outset, we would like to thank you for appointing us as the Scrutinizer to conduct the poll process in a fair and transparent manner, to scrutinize the poll papers and remote e-voting by the Board of Directors of the Company, at the 28th Annual General Meeting (AGM) of your company held on Friday, 30th September, 2016 at 10.00 A.M.

We are pleased to submit the Scrutinizer's Report, which is comprehensive and self explanatory in all respect.

Thanking you,

For **J. Patnaik & Associates**
Companies Secretaries


J. Patnaik

Date: 1st October, 2016
Place: Kolkata

SCRUTINIZER'S REPORT

NAME OF THE COMPANY	Sreechem Resins Limited
MEETING	Annual General Meeting
DATE & TIME	Friday, 30 th September, 2016 at 10.00 A.M
VENUE	Jhagarpur, Rajgangpur, Sundargarh-770 017, Odisha

1. Appointment as Scrutinizer:

We are appointed as the Scrutinizer for the remote e voting as well as the poll conducted at the Annual General Meeting (AGM) held on Friday, 30th September, 2016 at 10.00 A.M

2. Dispatch of Notice convening the Meeting:

The dispatch of the Notice of AGM was completed on 03/09/2016 to all the shareholders of the Company by Courier.

3. Cut-off date

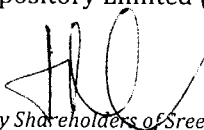
The Voting rights were reckoned as on 23rd September, 2016, being the Cut-off date for the purpose of deciding the entitlements of Shareholders for the remote e-voting and at the Meeting.

4. Remote e - voting:**4.1 Agency :**

The Company had appointed National Securities Depository Limited (NSDL) as the agency for providing the remote e-voting platform.

4.2 Remote e-voting:

Remote e-voting platform was open from 9:00 A.M. on Tuesday, September 27, 2016 to 5:00 P.M. on Thursday, September 29, 2016 and shareholders were required to cast their votes electronically conveying their assent or dissent in respect of the Ordinary and Special Resolutions on the e-voting platform provided by National Securities Depository Limited (NSDL).



5. Voting at the AGM:

- 5.1 As prescribed under Rule 20 (4) (xiii) of the Companies (Management and Administration) Amendment Rules, 2015, for the purpose of ensuring that Shareholders who have cast their votes through remote e-voting, do not vote again at the general meeting, the Scrutinizer shall have access after closure of period of remote e-voting and before the start of general meeting, to only such details relating to Shareholders who have cast their votes through remote e-voting, such as their names, folios, number of shares held but not the manner in which they have voted.
- 5.2 Accordingly, National Securities Depository Limited (NSDL), the remote e-voting Agency provided us with the names, DP Id/ Client Id, folios and Shareholding of the shareholders who had cast their through remote e-voting.

6. Counting Process

- 6.1 We unblocked the remote e-voting results on the remote e-voting platform in the presence of Ms. Poulami Saha and Mr. Somyajit Mukherjee and downloaded the remote e-voting results.

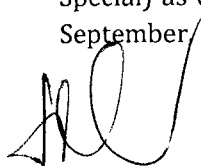
7. Results

7.1 We observed that

- i. 38 shareholders attended the meeting.
- ii. None of the Shareholders had cast their votes through the voting facility provided at the meeting; and
- iii. 18 Shareholders had cast their votes through remote e-voting.

7.2 The Consolidated Results with respect to each item on the agenda as set out in the Notice of the 28th AGM dated 30th September, 2016 is enclosed.

7.3 Based on the aforesaid results, we report that all the Resolutions (Ordinary & Special) as contained in Item Nos. 1 to 4 of the Notice of the 28th AGM dated 30th September/2016 are deemed to be passed unanimously.



J. Patnaik
FCS: 5045

Date: 1st October, 2016

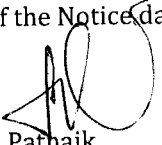
Place: Kolkata

Consolidated Results

Item No.1: "To receive, consider and adopt the Financial Statements for the year ended 31st March, 2016, the Reports of the Directors and Auditors thereon".

Particulars	Remote e-votes		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	18	951800	NIL	NIL	18	951800	100
Dissent	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Abstain	NIL	NIL	38	NIL	38	NIL	-
Total	18	951800	38	NIL	56	951800	100

Based on the aforesaid results, I report that the Ordinary Resolution as contained in Item No.1 of the Notice dated 22nd August, 2016, has been passed unanimously.


J. Pathaik

Date: 1st October, 2016
Place: Kolkata

Consolidated Results

Item No.2: A) To appoint a Director in place of Sri Uttam Jhawar (DIN No. 00631065), who retires by rotation and being eligible, offers himself for re-appointment.

B) To appoint a Director in place of Sri Sanjay Bansal (DIN No. 00142576), who retires by rotation and being eligible, Offers himself for re-appointment.

Particulars	Remote e-votes		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	18	951800	NIL	NIL	18	951800	100
Dissent	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Abstain	NIL	NIL	38	NIL	38	NIL	-
Total	18	951800	38	NIL	56	951800	100

Based on the aforesaid results, I report that the Ordinary Resolution as contained in Item No.2 of the Notice dated 22nd August, 2016, has been passed unanimously.


J. Pattnaik

Date: 1st October, 2016

Place: Kolkata

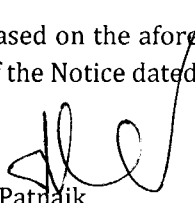
Consolidated Results

Item No.3: To ratify the appointment of Messrs R. C. Jhaver & Co., Statutory Auditors, who were appointed at the AGM held on 30th September, 2015 for a period of five years up to the conclusion of 32nd AGM. To consider and if thought fit to pass with or without modifications, the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to Section 139, 142 of the Companies Act, 2013 and Companies (Audit and Auditors) Rules, 2014 (the rules), (including any statutory modification(s) or enactment(s) thereof for the time being in force) and pursuant to the recommendation of the Audit Committee, the appointment of Messrs R.C. Jhaver & Co., Chartered Accountants, Kolkata (ICAI Firm Registration Number - 310068E), the retiring Auditors of the Company, be and are hereby confirmed and ratified as Statutory Auditors of the company for financial year 2016-2017 for auditing the accounts of the Company, and the Board of Directors be and are hereby authorized to fix their remuneration plus traveling expenses and other out of pocket expenses incurred by them in connection with statutory audit ”.

Particulars	Remote e-votes		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	18	951800	NIL	NIL	18	951800	100
Dissent	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Abstain	NIL	NIL	38	NIL	38	NIL	-
Total	18	951800	38	NIL	56	951800	100

Based on the aforesaid results, I report that the Ordinary Resolution as contained in Item No.3 of the Notice dated 22nd August, 2016, has been passed unanimously.


J. Patnaik

Date: 1st October, 2016

Place: Kolkata

Consolidated Results

Item No.4: A) To consider and if thought fit to pass with or without modification the following Resolution as a **Special Resolution**.

“RESOLVED THAT in modification of the earlier Resolution passed in the A.G.M. on 29th September 2010, the Company hereby approve and rectify the appointment and payment of remunerations and perquisites of Sri S.N. Kabra (DIN No. 00556947) as Managing Director as per the following terms & conditions with retrospective effect from the end of A.G.M. held on 30th September 2015 for a further period of five years.

b) Salary: Rs. 50000/- per month

PERQUISITES

In addition to salary, the following perquisites are allowed, restricted to an amount equal to the annual salary unless the context otherwise requires. Perquisites are classified into two categories 'A' and 'B' as follows.

Category I

i) Housing:

The expenditure incurred by the company on hiring furnished accommodation for the Managing Director /Joint Managing Director shall be subject to the following ceiling:

a) If rented, rent not exceeding 50% of Salary will be paid by the company.

b) If owned by the company, fully furnished accommodation will be provided by the company.

c) Explanation:

The expenditure incurred by the company on gas, electricity, water and furnishings shall be valued as per the Income Tax Rules 1962. Value of all these facilities shall however be subject to a ceiling of 40% of the salary of the Managing Director / Joint Managing Director.

ii) Medical Reimbursement: Expenses incurred for self and family, subject to the ceiling on one month's salary per year or three months salary over a period of three years.

iii) Leave Travel Concession: For self family once in a year in accordance with the rules specified by the company.

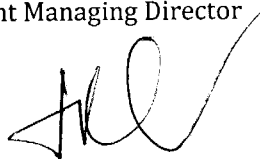
iv) Club Fees: Fees of Clubs subject to a maximum of two clubs.

v) Personal Accident Insurance: Premium not to exceed Rs. 2500/- per annum

vi) Other Benefits: Such other benefits / facilities as may be applicable to other Senior Executives of the Company from time to time in accordance with the Company's practice and rules.

Explanation:

For the purpose of category, a family means the spouse, the dependent children and dependent parents of the Managing Director / Joint Managing Director



Category II

Provision of car to and from Residence. Use of car for Company's business and telephone at residence will not be considered as perquisites.

B) "RESOLVED THAT in modification of the earlier Resolution passed in the A.G.M. on 29th September 2010, the company hereby approve and rectify the appointment and payment of remunerations and perquisites of Sri Binod Sharma (DIN No. 00557039) as Jt. Managing Director as per the following terms & conditions with retrospective effect from the end of A.G.M. held on 30th September 2015 for a further period of five years.

a) Salary: Rs. 50000/- per month

PERQUISITES

In addition to salary, the following perquisites are allowed, restricted to an amount equal to the annual salary unless the context otherwise requires. Perquisites are classified into two categories 'A' and 'B' as follows.

Category I

i) Housing:

The expenditure incurred by the company on hiring furnished accommodation for the Managing Director / Joint Managing Director shall be subject to the following ceiling:

- a) If rented, rent not exceeding 50% of Salary will be paid by the company.
- b) If owned by the company, fully furnished accommodation will be provided by the company.

c) Explanation:

The expenditure incurred by the company on gas, electricity, water and furnishings shall be valued as per the Income Tax Rules 1962. Value of all these facilities shall however be subject to a ceiling of 40% of the salary of the Managing Director / Joint Managing Director.

ii) Medical Reimbursement: Expenses incurred for self and family, subject to the ceiling on one month's salary per year or three months salary over a period of three years.

iii) Leave Travel Concession: For self family once in a year in accordance with the rules specified by the company.

iv) Club Fees: Fees of Clubs subject to a maximum of two clubs.

v) Personal Accident Insurance: Premium not to exceed Rs. 2500/- per annum

vi) Other Benefits: Such other benefits / facilities as may be applicable to other Senior Executives of the Company from time to time in accordance with the Company's practice and rules.

Explanation:

For the purpose of category, a family means the spouse, the dependent children and dependent parents of the Managing Director / Joint Managing Director

Category II

Provision of car to and from Residence. Use of car for Company's business and telephone at residence will not be considered as perquisites.



Particulars	Remote e-votes		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	18	951800	NIL	NIL	18	951800	100
Dissent	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Abstain	NIL	NIL	38	NIL	38	NIL	-
Total	18	951800	38	NIL	56	951800	100

Based on the aforesaid results, I report that the Special Resolution as contained in Item No.4 of the Notice dated 22nd August, 2016, has been passed unanimously.


J. Pathaik

Date: 1st October, 2016

Place: Kolkata