



Scrutinizer's Report

[On **E-Voting** pursuant to Section 108 of the Companies Act, 2013, rule 20 of the Companies (Management and Administration) Rules, 2014, **Physical Ballot** forms received from the shareholders who do not have access to e-voting and voting conducted by **Poll** process at the AGM venue as per the direction of the Chairman of the Meeting.]

To

The Chairman, 32nd Annual General Meeting

M/s. Sree Rayalaseema Alkalies and Allied Chemicals Limited

(CIN : L24110AP1981PLC003077)

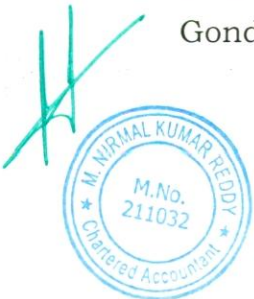
Regd. Office : Gondiparla,

KURNOOL-518 004 (A.P)

Dear Sir,

1. I, M. Nirmal Kumar Reddy, Practicing Chartered Accountant, have been appointed as scrutinizer, by the Board of Directors of M/s. SREE RAYALASEEMA ALKALIES AND ALLIED CHEMICALS LIMITED (CIN : L24110AP1981PLC003077), vide Board Resolution dated 30th July, 2014, to scrutinize the votes casted through e-voting, physical ballot(s) received by post and voting by poll process at the 32nd Annual General Meeting as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and other applicable provisions of Companies Act, 2013.

The 32nd Annual General Meeting (AGM) of the Equity Shareholders of the Company, was held on the 25th September, 2014 at Regd. Office : Gondiparla, Kurnool-518 004 (A.P).





2. My responsibility as a scrutinizer for the e-voting, physical ballot processes and voting by poll, is restricted to make a Scrutinizer's report of the votes cast in "**favour**" or "**against**" the resolutions stated in the notice, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited, the authorized agency to provide e-voting facilities, engaged by the Company and physical ballots received by the Company by post and voting by poll process at the AGM venue as per the direction of the Chairman of the Meeting.
3. The Chairman at the 32nd Annual General Meeting, held on 25th September, 2014 announced that members, who have not exercised their votes either through e-voting or through physical ballot by post, can exercise their votes through polling process being conducted at the meeting.
4. The members of the Company as on the "cut-off" date i.e. 22nd August, 2014 were entitled to vote on the resolutions (item no. 1 to 12 as set out in the notice of the 32nd Annual General meeting).
5. My combined report on the results of voting through e-voting, ballot received by post and voting conducted by poll, at the 32nd Annual General meeting is as under;

Particulars	No. of Shares	%
Total No. of Votes eligible for voting as per Paid-up Capital	78720846	100.00
Total No. of votes casted	39297792	49.92

Item No. 1:- (Ordinary Resolution)

To receive, consider, approve and adopt the Audited Statement of Profit and Loss for the year ended 31st March, 2014, the Balance Sheet as at that date and the Cash Flow Statement for the year ended on that date and the Reports of Directors and Auditors thereon.





Particulars	No of Shares held	No of Shares cast	No of Votes in Favor	No of Votes against	% of votes*		No of Invalid Votes
					Favor	Against	
E-Voting	736	736	736	NIL	100	0.00	NIL
Ballot received by post	555174	555174	555174	25	100	0.00	NIL
Voting by Poll	38741857	38741857	38741857	NIL	100	0.00	NIL
Total	39297767	39297767	39297767	25			NIL

* Percentage of votes of 'favour' and 'against' are calculated on the basis of valid votes.

Item No. 2:-(Ordinary Resolution)

To Appoint M/s. Brahmayya & Co., Adoni, as Statutory Auditors and to fix their Remuneration:

Particulars	No of Shares held	No of Shares cast	No of Votes in Favor	No of Votes against	% of votes*		No of Invalid Votes
					Favor	Against	
E-Voting	736	736	736	NIL	100	0.00	NIL
Ballot received by post	555099	555099	555099	100	99.08	0.02	NIL
Voting by Poll	38741857	38741857	38741857	NIL	100	0.00	NIL
Total	39297692	39297692	39297692	100			NIL

* Percentage of votes of 'favour' and 'against' are calculated on the basis of valid votes.

Item No. 3:-(Special Resolution)

To carry out modifications and changes in Articles of Association:

Particulars	No of Shares held	No of Shares cast	No of Votes in Favor	No of Votes against	% of votes*		No of Invalid Votes
					Favor	Against	
E-Voting	736	736	736	NIL	100	0.00	NIL
Ballot received by post	554645	554645	554645	554	99.90	0.10	NIL
Voting by Poll	38741857	38741857	38741857	NIL	100	0.00	NIL
Total	39297238	39297238	39297238	554			

* Percentage of votes of 'favour' and 'against' are calculated on the basis of valid votes.





Item No. 4:- (Ordinary Resolution)

To appoint Smt. V. Surekha as Director :

Particulars	No of Shares held	No of Shares cast	No of Votes in Favor	No of Votes against	% of votes*		No of Invalid Votes
					Favor	Against	
E-Voting	736	486	486	Nil	66.03	0.00	NIL
Ballot received by post	555099	555099	555099	100	99.08	0.02	NIL
Voting by Poll	38741857	38741857	38741857	NIL	100	0.00	NIL
Total	39297442	39297442	39297442	100			

* Percentage of votes of 'favour' and 'against' are calculated on the basis of valid votes.

Item No. 5:- (Ordinary Resolution)

To appoint Sri T.G. Venkatesh as Rotational Director :

Particulars	No of Shares held	No of Shares cast	No of Votes in Favor	No of Votes against	% of votes*		No of Invalid Votes
					Favor	Against	
E-Voting	736	736	736	Nil	100	0.00	NIL
Ballot received by post	555049	555049	555049	150	99.07	0.03	NIL
Voting by Poll	38741857	38741857	38741857	NIL	100	0.00	NIL
Total	39297642	39297642	39297642	150			

* Percentage of votes of 'favour' and 'against' are calculated on the basis of valid votes.

Item No. 6:- (Ordinary Resolution)

To appoint Sri P.N. Vedanarayanan as an Independent Director:

Particulars	No of Shares held	No of Shares cast	No of Votes in Favor	No of Votes against	% of votes*		No of Invalid Votes
					Favor	Against	
E-Voting	736	736	736	NIL	100	0.00	NIL
Ballot received by post	555099	555099	555099	100	99.08	0.02	NIL
Voting by Poll	38741857	38741857	38741857	NIL	100	0.00	NIL
Total	39297692	39297692	39297692	100			

* Percentage of votes of 'favour' and 'against' are calculated on the basis of valid votes.



**Item No. 7:- (Ordinary Resolution)**

To appoint Sri G. Krishna Murthy as an Independent Director:

Particulars	No of Shares held	No of Shares cast	No of Votes in Favor	No of Votes against	% of votes*		No of Invalid Votes
					Favor	Against	
E-Voting	736	736	736	NIL	100	0.00	NIL
Ballot received by post	555099	555099	555099	100	99.08	0.02	NIL
Voting by Poll	38741857	38741857	38741857	NIL	100	0.00	NIL
Total	39297692	39297692	39297692	100			

* Percentage of votes of 'favour' and 'against' are calculated on the basis of valid votes.

Item No. 8:- (Ordinary Resolution)

To appoint Sri O.D. Reddy as an Independent Director:

Particulars	No of Shares held	No of Shares cast	No of Votes in Favor	No of Votes against	% of votes*		No of Invalid Votes
					Favor	Against	
E-Voting	736	736	736	NIL	100	0.00	NIL
Ballot received by post	555199	555199	555199	NIL	100	0.00	NIL
Voting by Poll	38741857	38741857	38741857	NIL	100	0.00	NIL
Total	39297792	39297792	39297792	NIL			NIL

* Percentage of votes of 'favour' and 'against' are calculated on the basis of valid votes.

Item No. 9:- (Special Resolution)

Delegation of Borrowing Powers of the Board:

Particulars	No of Shares held	No of Shares cast	No of Votes in Favor	No of Votes against	% of votes*		No of Invalid Votes
					Favor	Against	
E-Voting	736	736	736	NIL	100	0.00	NIL
Ballot received by post	554645	554645	554645	554	99.90	0.10	NIL
Voting by Poll	38741857	38741857	38741857	NIL	100	0.00	NIL
Total	39297238	39297238	39297238	554			

* Percentage of votes of 'favour' and 'against' are calculated on the basis of valid votes.





Item No. 10:- (Ordinary Resolution)

To ratify the appointment of Sri T.G.Venkatesh as Chairman & Managing Director and for payment of Remuneration.

Particulars	No of Shares held	No of Shares cast	No of Votes in Favor	No of Votes against	% of votes*		No of Invalid Votes
					Favor	Against	
E-Voting	736	736	736	NIL	100	0.00	NIL
Ballot received by post	554837	554837	554837	362	99.94	0.06	NIL
Voting by Poll	38741857	38741857	38741857	NIL	100	0.00	NIL
Total	39297430	39297430	39297430	362			

* Percentage of votes of 'favour' and 'against' are calculated on the basis of valid votes.

Item No. 11:- (Ordinary Resolution)

To ratify the appointment of Cost Auditor for the year 2014-15 and for payment of Remuneration :

Particulars	No of Shares held	No of Shares cast	No of Votes in Favor	No of Votes against	% of votes*		No of Invalid Votes
					Favor	Against	
E-Voting	736	736	736	NIL	100	0.00	NIL
Ballot received by post	555099	555099	555099	100	99.08	0.02	NIL
Voting by Poll	38741857	38741857	38741857	NIL	100	0.00	NIL
Total	39297692	39297692	39297692	100			

* Percentage of votes of 'favour' and 'against' are calculated on the basis of valid votes.





Item No. 12:- (Special Resolution)

To continue and provide security in favour of Financial Institutions and Banks :

Particulars	No of Shares held	No of Shares cast	No of Votes in Favor	No of Votes against	% of votes*		No of Invalid Votes
					Favor	Against	
E-Voting	736	736	736	NIL	100	0.00	NIL
Ballot received by post	555099	555099	555099	100	99.08	0.02	NIL
Voting by Poll	38741857	38741857	38741857	NIL	100	0.00	NIL
Total	39297692	39297692	39297692	100			

* Percentage of votes of 'favour' and 'against' are calculated on the basis of valid votes.

6. A Register containing details of list of equity shareholders, who voted "FOR", or "AGAINST" and whose votes were declared invalid for each resolution under the e-voting, Ballot received by post, and voting conducted by poll process at the AGM is enclosed.
7. The relevant records relating to e-voting, Ballot received by post, and voting conducted by poll process at the Annual General Meeting is handed over to the Company Secretary authorized by the Board for safe keeping.

Thanking you,

Yours faithfully,



Place: Kurnool

M. NIRMAL KUMAR REDDY, FCA

Date: 25th September, 2014

Practicing Chartered Accountant - Scrutinizer

F.C.A. No. 211032

Sree Rayalaseema Alkalies and Allied Chemicals Ltd.,



6-2-1012, 2nd Floor, T.G.V. Mansion, Opp. Institution of Engineers,
Khairatabad, Hyderabad 500 004. A.P. Ph. : 040-23313842 Fax : 040-23313875, Cell : 9848309777
e-mail : hyd2_alkalies@sancharnet.in, hyd2_alkalies@rediffmail.com
URL : http://www.tgvgroup.com



CHAIRMAN'S DECLARATION

I, T.G. Venkatesh, Chairman and Managing Director and Chairman of 32nd AGM held at 4.00 P.M. on 25.09.2014 at the Registered Office at Gondiparla, Kurnool, on receipt of Scrutiniser's Report and on verification of the same, hereby declare that all the 12 Resolutions (including 3 Special Resolutions) were passed with reasonable majority. The details of e-voting, Postal Ballot and physical voting are furnished hereunder. As per the Scrutiniser's Report, the details of votes cast by the Members in favour of Resolution / against the Resolution are given as under:

Sl. No.	Resolution No.	Total votes cast (E-voting+ postal + Physical)	Votes in favour		Votes against	
			Number	%	Number	%
1	1	39297792	39297767	99.99	25	0.01
2	2	39297792	39297692	99.99	100	0.01
3	3	39297792	39297238	99.99	554	0.01
4	4	39297792	39297442	99.99	100	0.01
5	5	39297792	39297642	99.99	150	0.01
6	6	39297792	39297692	99.99	100	0.01
7	7	39297792	39297692	99.99	100	0.01
8	8	39297792	39297792	100.00	0	0.01
9	9	39297792	39297238	99.99	554	0.01
10	10	39297792	39297430	99.99	362	0.01
11	11	39297792	39297692	99.99	100	0.01
12	12	39297792	39297692	99.99	100	0.01

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Khairatabad, Hyderabad 500 004. A.P. Ph. : 040-23313842 Fax : 040-23313875, Cell : 9848309777
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URL : http://www.tgvgroup.com



In view of the above, being the Chairman of 32nd Annual General Meeting, I hereby declare that all the above 12 Resolutions (including 3 Special Resolutions) are passed with more than requisite majority.

Date: 26.09.2014
Place: Hyderabad


T.G. VENKATESH
CHAIRMAN AND MANAGING DIRECTOR
(DIN: 00108120)