

SCRUTINIZER'S REPORT

To,
THE CHAIRMAN
LORDS CHLORO ALKALI LIMITED
SP-460, MATSYA INDUSTRIAL AREA
ALWAR, RAJASTHAN – 301030

Sub : Scrutinizer's Report (Combined) on e-voting and Poll on the agenda items transacted at the 35th Annual General Meeting (AGM) of the Company held on Tuesday, 30th September, 2014 at 10.30 A.M. at SP-460, Matsya Industrial Area, Alwar (Rajasthan) – 301030

Dear Sir,

1. I, Mahindra Singh, Proprietor of Mahindra Singh & Co., Company Secretaries, having office at 117A, 1st Floor, MJ Complex, 3 Veer Savarkar Block, Shakarpur, Delhi- 110092, have been appointed as a scrutinizer by :
 - a. the Board of Directors of 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
 - b. the Chairman of the AGM on poll under the provisions of Section 109 of the 2013 Act read with Rule 21 of Rules, on the resolutions contained in the notice to the 35th Annual General meeting (AGM) of the Company held on Tuesday, 30th September, 2014 at 10.30 A.M. at SP-460, Matsya Industrial Area, Alwar (Rajasthan) – 301030.
2. The management of the Company is responsible to ensure the compliance with the requirements of the 2013 Act and Rules relating to e- voting and poll on the resolutions contained in the Notice to the 35th 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 stated above, based on the reports generated from the *e-voting* system provided by National Securities Depository Limited- NSDL the authorized agency engaged by the Company to provide e-voting facilities for e-voting.
3. I have issued separate Scrutinizer's Report dated 22nd September, 2014 on the e- voting and 01st October 2014 on the poll on the resolutions contained in the notice to the Annual General meeting (AGM).
4. The combined result of E-voting together with that of the Poll is as under:



- A. Resolution No.1: To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2014 and the Statement of Profit & Loss for the year ended 31st March, 2014 and the Reports of Directors and Auditors.

Item No. of Notice	Voting Method	Votes in Favour		Votes in Against		Invalid Votes
		No's	%	No's	%	No's
Item No. 1 (as ordinary Resolution)	E-voting	1,63,34,285	100	NIL	00	NIL
	Poll	2,64,609	100	NIL	00	NIL
	Total	1,65,98,894	100	NIL	00	NIL

- B. Resolution No.2: To appoint a Director in place of Shri Rakesh Ahuja (DIN: 00224315), who retires by rotation and, being eligible, offers himself for re-appointment.

Item No. of Notice	Voting Method	Votes in Favour		Votes in Against		Invalid Votes
		No's	%	No's	%	No's
Item No. 2 (as ordinary Resolution)	E-voting	1,63,34,273	100	NIL	00	NIL
	Poll	2,64,609	100	NIL	00	NIL
	Total	1,65,98,882	100	NIL	00	NIL

- C. Resolution No.3: To appoint Auditors and fix their remuneration.

Item No. of Notice	Voting Method	Votes in Favour		Votes in Against		Invalid Votes
		No's	%	No's	%	No's
Item No. 3 (as ordinary Resolution)	E-voting	1,63,34,285	100	NIL	00	NIL
	Poll	2,64,609	100	NIL	00	NIL
	Total	1,65,98,894	100	NIL	00	NIL

- D. Resolution No.4: Appointment of Shri Pawan Kumar Nayyar (DIN: 01798719) as an Independent Director of the Company.

Item No. of Notice	Voting Method	Votes in Favour		Votes in Against		Invalid Votes
		No's	%	No's	%	No's
Item No. 4 (as ordinary Resolution)	E-voting	1,63,34,273	100	NIL	00	NIL
	Poll	2,64,609	100	NIL	00	NIL
	Total	1,65,98,882	100	NIL	00	NIL

- E. Resolution No.5: Appointment of Shri Rajbir Singh Makhni (DIN: 01161473) as an Independent Director of the Company.

Item No. of Notice	Voting Method	Votes in Favour		Votes in Against		Invalid Votes
		No's	%	No's	%	No's
Item No. 5 (as ordinary Resolution)	E-voting	1,63,34,273	100	NIL	00	NIL
	Poll	2,64,609	100	NIL	00	NIL
	Total	1,65,98,882	100	NIL	00	NIL



- F. Resolution No.6: Appointment of Shri Sandeep Chaudhari (DIN: 02719351) as an Independent Director of the Company.

Item No. of Notice	Voting Method	Votes in Favour		Votes in Against		Invalid Votes
		No's	%	No's	%	No's
Item No. 6 (as ordinary Resolution)	E-voting	1,63,34,273	100	NIL	00	NIL
	Poll	2,64,609	100	NIL	00	NIL
	Total	1,65,98,882	100	NIL	00	NIL

- G. Resolution No.7: Appointment of Shri Chandra Shakher Pathak (DIN: 02973601) as an Independent Director of the Company.

Item No. of Notice	Voting Method	Votes in Favour		Votes in Against		Invalid Votes
		No's	%	No's	%	No's
Item No. 7 (as ordinary Resolution)	E-voting	1,63,34,273	100	NIL	00	NIL
	Poll	2,64,609	100	NIL	00	NIL
	Total	1,65,98,882	100	NIL	00	NIL

- H. Resolution No.8: Appointment of Mrs. Poonam Rawat (DIN: 00821310) as an Independent Director of the Company.

Item No. of Notice	Voting Method	Votes in Favour		Votes in Against		Invalid Votes
		No's	%	No's	%	No's
Item No.8 (as ordinary Resolution)	E-voting	1,63,34,273	100	NIL	00	NIL
	Poll	2,64,609	100	NIL	00	NIL
	Total	1,65,98,882	100	NIL	00	NIL

- I. Resolution No.9: Appointment of Shri Shiv Dutt Sharma (DIN: 03197973) as an Independent Director of the Company.

Item No. of Notice	Voting Method	Votes in Favour		Votes in Against		Invalid Votes
		No's	%	No's	%	No's
Item No. 9 (as ordinary Resolution)	E-voting	1,63,34,273	100	NIL	00	NIL
	Poll	2,64,609	100	NIL	00	NIL
	Total	1,65,98,882	100	NIL	00	NIL



- J. Resolution No.10: To approve the remuneration of the Cost Auditors for the financial year ending on 31st March, 2015.

Item No. of Notice	Voting Method	Votes in Favour		Votes in Against		Invalid Votes
		No's	%	No's	%	No's
Item No. 10 (as ordinary Resolution)	E-voting	1,63,34,273	100	NIL	00	NIL
	Poll	2,64,609	100	NIL	00	NIL
	Total	1,65,98,882	100	NIL	00	NIL

- K. Resolution No.11: To Adopt the New Articles of Association of the Company.

Item No. of Notice	Voting Method	Votes in Favour		Votes in Against		Invalid Votes
		No's	%	No's	%	No's
Item No. 11 (as Special Resolution)	E-voting	1,63,34,273	100	NIL	00	NIL
	Poll	2,64,609	100	NIL	00	NIL
	Total	1,65,98,882	100	NIL	00	NIL

- L. Resolution No.12: To Borrow money in excess of paid up capital and free reserve of the company.

Item No. of Notice	Voting Method	Votes in Favour		Votes in Against		Invalid Votes
		No's	%	No's	%	No's
Item No. 12 (as Special Resolution)	E-voting	1,63,34,273	100	NIL	00	NIL
	Poll	2,64,609	100	NIL	00	NIL
	Total	1,65,98,882	100	NIL	00	NIL

Agenda Item No. 1 to 12 of notice of Annual General Meeting stands passed under E-voting as well as poll with requisite majority.

I hereby confirm that I am maintaining the Registers received from the Services Provider both electronically and physically, in respect of the votes casted through e-voting and poll by the shareholders of the Company. The Poll papers and all other relevant records were sealed and handed over to Mr. Sandeep Singh, Company Secretary of the Company.

For MAHINDRA SINGH & CO.
COMPANY SECRETARIES

Mahindra Singh
(MAHINDRA SINGH)
Company Secretary
M.No.: 25085; CP No. 9899



Place: New Delhi
Date: 01st October, 2014