

11th August, 2017.

To,
Department of Corporate Service (DCS-CRD),
BSE Limited.
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai- 400001.

Sub: Submission of Voting Results and Scrutinizers Report.

Dear Sir,

Pursuant to the provisions of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, please find attached herewith the Scrutinizer's Report received from M/s HS Associates, Practicing Company Secretary stating the results of the votes casted at the 36th Annual General Meeting of the Company held on Friday, 11st August, 2017.

Kindly take the same on your record and acknowledge the receipt of the same.

Thanking You,

Yours Faithfully,
For NGL Fine-Chem Limited.


Rahul Nachane
Managing Director
DIN: 00223346.



HEMANT S. SHETYE (Partner)
B.COM., LLB(Gen.), FCS
COMPANY SECRETARY

206, 2nd Floor, Tania Joganl Industrial Estate,
J. R. Boricha Marg. Opp. Lodha Excelus,
Lower Parel (E), Mumbai - 400 011.
Tel: 022 23088998/23008998/40026600/40061100
Email: hs@hsassociates.net
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SCRUTINIZER'S REPORT - COMBINED

To,
The Chairman,
NGL FINE-CHEM LIMITED
301, E Square Subhash Road,
Vile Parle (East)
Mumbai 400057.

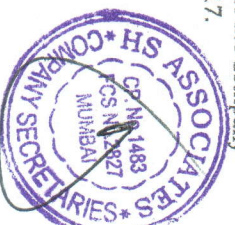
Sub: Consolidated Scrutinizer's Report on remote e-voting/physical ballot forms conducted pursuant to the provisions of section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and voting at the 36th Annual General Meeting of **NGL Fine-Chem Limited** held on Friday, 11th August, 2017 at 11.00 a.m.

Dear Sir,

I, Mr. Hemant Shetye, partner of HS Associates, Practicing Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of **NGL Fine-Chem Limited** pursuant to section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, to conduct the remote e-voting process and to scrutinize the physical ballot forms received from the shareholders in respect of the below mentioned resolutions passed at the 36th Annual General Meeting of the Company on 11th August, 2017 at 11.00 a.m.

The voting rights were reckoned as on Friday the 4th August, 2017 being the Cut-off date for the purpose of deciding the entitlements of members at the remote e-voting at the meeting.

The Company had availed the e-voting facility offered by Central Depository Services (India) Limited (CDSL) for extending the facility of remote e-voting to the members of the Company from Tuesday the 8th August, 2017 (9.00 a.m. IST) to Thursday the 10th August, 2017 (5.00 p.m. IST) at the said Annual General Meeting held on Friday the 11th August, 2017.



The votes cast under remote e-voting facility were thereafter unblocked in the presence of two witnesses i.e Mr. Poonamchand Kanojia and Mr. Hemant Auti, who were not in the employment of the company and after the conclusion of the voting at the Annual General Meeting the votes cast there under were counted. Votes cast through Assent/Dissent forms received up to **Thursday, August 10, 2017 up to 5.00 P.M.** were also considered.

The Company had also provided voting facility to the shareholder's present at the Annual General Meeting and who had not cast their vote earlier through remote e-voting facility or by physical ballot.

The management of the company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the rules relating to remote E-voting on the resolutions contained in the notice of the Annual General Meeting, my responsibility as a Scrutinizer for the voting process is restricted to make a scrutinizer's report of the total votes cast, votes in favour and against including invalid votes (if any) on resolutions contained in the notice of AGM based on the report generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL) and based on voting conducted at the annual general meeting.

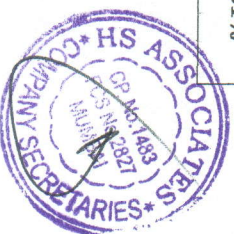
I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the Central Depository Services (India) Limited (CDSL) e-voting system and the ballot forms received respectively.

Date of the AGM	11th August, 2017
Total number of shareholders on record date	4233
No. of shareholder's present in the meeting either in person or through proxy:	32
Promoters and Promoter Group:	04
Public:	28
No. of Shareholders attended the meeting through Video Conferencing	Not Applicable
Promoters and Promoter Group:	
Public:	



Item No. 1: To receive, consider and adopt the Audited Balance Sheet as at 31st March 2017, Statement of Profit & Loss & Cash Flow Statement for the year ended on that date and the Reports of the Directors and the Auditors thereon

Resolution required: (Ordinary/ Special)		Ordinary Resolution						
Whether promoter/ promoter group are interested in the resolution?		NO						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)]*100	No. of Votes- in favour (4)	No. of Votes- against (5)	% of Votes in favour on votes polled (6) = [(4)/(2)]*100	% of Votes against on votes polled (7) = [(5)/(2)]*
Promoter and Promoter Group	E-Voting	40,43,222	31,49,265	77.89%	31,49,265	NIL	100%	NIL
	Physical Ballot		NIL	NIL	NIL	NIL	NIL	NIL
	Total		31,49,265	77.89%	31,49,265	NIL	100%	NIL
Public-Institutions	E-Voting	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Physical Ballot		NIL	NIL	NIL	NIL	NIL	NIL
	Total		NIL	NIL	NIL	NIL	NIL	NIL
Public-Non-Institutions	E-Voting	21,34,802	155	0.007	125	30	80.64%	19.35%
	Physical Ballot		575587	26.96	575587	NIL	100%	NIL
	Total		5,75,742	26.97	575712	30	99.99%	0.01%

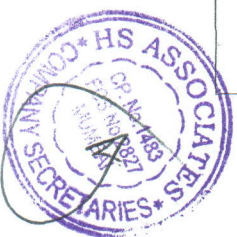


Total	6178024	37,25,007	60.30%	37,24,977	30	99.99%	0.01%
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Thus, based on the Results, the **Ordinary Resolution** as contained in Item No. 1 is passed unanimously.

Item No. 2: **To appoint Mrs. Ailta Nachane, Executive Director (holding DIN 00272241) who retires by rotation & being eligible offers herself for re-appointment as Director.**

Resolution required: (Ordinary/Special)	Ordinary Resolution							
Whether promoter/ promoter group are interested in the resolution?	Yes							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)]* 100	No. of Votes- in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
*Promoter and Promoter Group	E-Voting	40,43,222	NIL	NIL	NIL	NIL	NIL	NIL
	Physical Ballot		NIL	NIL	NIL	NIL	NIL	NIL
	Total		NIL	NIL	NIL	NIL	NIL	NIL
Public-Institutions	E-Voting	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Physical Ballot		NIL	NIL	NIL	NIL	NIL	NIL

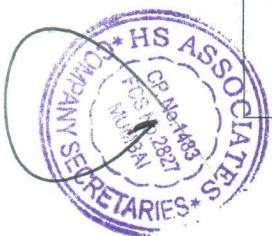


	Total	NIL	NIL	NIL	NIL	NIL	NIL
	E-Voting	155	0.007	125	30	80.64%	19.35%
Public- Non Institution \$	Physical Ballot	575587	26.96	575587	NIL	100%	NIL
	Total	5,75,742	26.97	575712	30	99.99%	0.01%
Total	6178024	37,25,007	60.30%	37,24,977	30	99.99%	0.01%

*The Promotor members have voted on the above resolution, however, as they were interested in the resolution, their votes have not been considered. Thus based on the Results, the **Ordinary Resolution** as contained in Item No. 2 is passed unanimously.

Item No. 3: Appointment of M/s Manek & Associates, Chartered Accountants as a Statutory Auditor of the Company and fixing their remuneration..

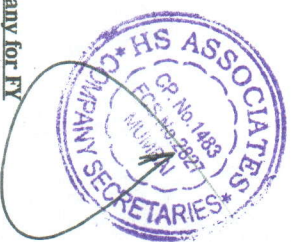
Resolution required: (Ordinary/ Special)		Ordinary Resolution						
Whether promoter/ promoter group are interested in the resolution?		NO						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)]*100	No. of Votes- in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	40,43,222	31,49,265	77.89%	31,49,265	NIL	100%	NIL



	Physical Ballot								
	Total		31,49,265	77.89%	31,49,265	NIL	100%	NIL	
Public- Institutions	E-Voting		NIL	NIL	NIL	NIL	NIL	NIL	
	Physical Ballot		NIL	NIL	NIL	NIL	NIL	NIL	
	Total	NIL	NIL	NIL	NIL	NIL	NIL	NIL	
Public- Non Institution s	E-Voting	21,34,802	155	0.007	125	30	80.64%	19.35%	
	Physical Ballot		575587	26.96	575587	NIL	100%	NIL	
	Total		5,75,742	26.97	575712	30	99.99%	0.01%	
Total		6178024	37,25,007	60.30%	37,24,977	30	99.99%	0.01%	

Thus based on the Results, the **Ordinary Resolution** as contained in Item No. 3 is passed unanimously.

Item No. 4: **Ordinary resolution for ratification of remuneration payable to M/s. Sanghvi Banderia & Associates, appointed as Cost Auditors of the Company for FY 2017-2018**



Resolution required: (Ordinary/Special)		Ordinary Resolution						
Whether promoter/ promoter group are interested in the resolution?		NO						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)]* 100	No. of Votes- in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	40,43,222	31,49,265	77.89%	31,49,265	NIL	100%	NIL
	Physical Ballot		NIL	NIL	NIL	NIL	NIL	NIL
	Total		31,49,265	77.89%	31,49,265	NIL	100%	NIL
Public-Institutions	E-Voting	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Physical Ballot		NIL	NIL	NIL	NIL	NIL	NIL
	Total		NIL	NIL	NIL	NIL	NIL	NIL
Public-Non Institution \$	E-Voting	21,34,802	155	0.007	125	30	80.64%	19.35%
	Physical Ballot		575587	26.96	575587	NIL	100%	NIL
	Total		5,75,742	26.97	575712	30	99.99%	0.01%

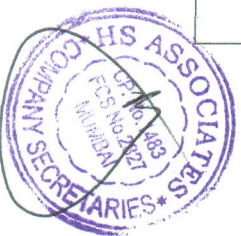


Total	6178024	37,25,007	60.30%	37,24,977	30	99.99%	0.01%
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Thus based on the Results, the **Ordinary Resolution** as contained in Item No. 4 is passed unanimously.

Item No. 5: **Ordinary Resolution to Charge and Incur actual expenses in advance pursuant to Section 20 of the Companies Act, 2013.**

Resolution required: (Ordinary/Special)		Ordinary Resolution						
Whether promoter/ promoter group are interested in the resolution?		No						
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
Promoter and Promoter Group	E-Voting	40,43,222	31,49,265	77.89%	31,49,265	NIL	100%	NIL
	Physical Ballot		NIL	NIL	NIL	NIL	NIL	NIL
	Total		31,49,265	77.89%	31,49,265	NIL	100%	NIL
Public-Institutions	E-Voting	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Physical Ballot		NIL	NIL	NIL	NIL	NIL	NIL
	Total		NIL	NIL	NIL	NIL	NIL	NIL
Public-Non Institutions	E-Voting	21,34,802	155	0.007	125	30	80.64%	19.35%
	Physical Ballot		575587	26.96	575587	NIL	100%	NIL
	Total		575587	26.96	575587	NIL	100%	NIL

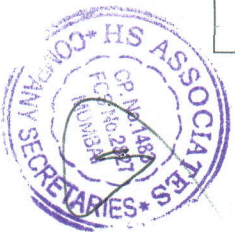


Total	5,75,742	26.97	575712	30	99.99%	0.01%	
Total	6178024	37.25,007	60.30%	37,24,977	30	99.99%	0.01%

Thus based on the Results, the Ordinary Resolution as contained in Item No. 5 is passed with requisite majority.

Item No. 6: Special Resolution for Revision in Remuneration payable to Mr. Rahul Nachane, Managing Director of the Company.

Resolution required: (Ordinary/Special)		Special Resolution						
Whether promoter/ promoter group are interested in the resolution?		Yes						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)] * 100	No. of Votes- in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	40,43,222	NIL	NIL	NIL	NIL	NIL	NIL
	Physical Ballot		NIL	NIL	NIL	NIL	NIL	NIL
	Total		NIL	NIL	NIL	NIL	NIL	NIL
	E-Voting		NIL	NIL	NIL	NIL	NIL	NIL
Public-Institutions	Physical Ballot	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total		NIL	NIL	NIL	NIL	NIL	NIL



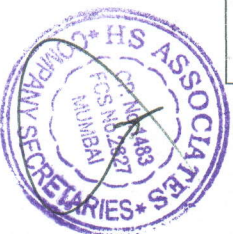
Public-Non Institutions	E-Voting	21,34,802	155	0.007	125	30	80.64%	19.35%
	Physical Ballot		575587	26.96	575587	NIL	100%	NIL
	Total		5,75,742	26.97	575712	30	99.99%	0.01%
Total		6178024	37,25,007	60.30%	37,24,977	30	99.99%	0.01%

*The Promotor members have voted on the above resolution, however, as they were interested in the resolution, their votes have not been considered.

Thus based on the Results, the **Special Resolution** as contained in Item No. 6 is passed with requisite majority.

Item No. 7: Special Resolution for Revision in Remuneration payable to Mr. Rajesh Lawande, Executive Director of the Company.

Resolution required: (Ordinary/ Special)		Special Resolution						
Whether promoter/ promoter group are interested in the resolution?		Yes						
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	40,43,222	NIL	NIL	NIL	NIL	NIL	NIL
	Physical Ballot		NIL	NIL	NIL	NIL	NIL	NIL



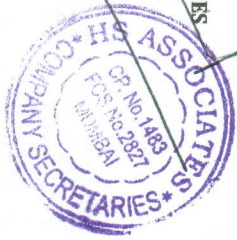
	Total		NIL	NIL	NIL	NIL	NIL	NIL	NIL
	E-Voting		NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Physical Ballot		NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public- Institutions	Total	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	E-Voting		155	0.007	125	30	80.64%	19.35%	
	Physical Ballot	21,34,802	575587	26.96	575587	NIL	100%	NIL	
	Total		5,75,742	26.97	575712	30	99.99%	0.01%	
Public- Non-Institutions	Total	6178024	37,25,007	60.30%	37,24,977	30	99.99%	0.01%	
Total									

*The Promotor members have voted on the above resolution, however, as they were interested in the resolution, their votes have not been considered.

Thus based on the Results, the **Special Resolution** as contained in Item No. 7 is passed with requisite majority.

FOR HS ASSOCIATES

HEMANT SHETYE
PARTNER
FCS 2827
CP 1483



DATE: 11TH AUGUST, 2017.
PLACE: MUMBAI.