

B. S. GOYAL & CO.

405, Skylark Building, 60 Nehru Place, New Delhi-110 019

REPORT OF SCRUTINIZER [E-VOTING]

(Pursuant to Section 108 of the Companies Act, 2013 and rule 20 of the Companies
(Management and Administration) Rules, 2014)

To,

The Chairman
(29th Annual General Meeting)
M/s. Continental Chemicals Limited,
A -7, Sector-7, Noida,
Gautam Budh. Nagar,
Uttar Pradesh - 201301

Dear Sir,

Sub: Scrutinizer's Report on e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014

I, B S Goyal, Proprietor of B S Goyal & Co, Company Secretaries (M.N FCS 4204 C.P. No 2915) Firm having its registered office at 405, Skylark, 60, Nehru Place, New Delhi - 110019, have been appointed as a Scrutinizer of Continental Chemicals Limited ("the Company") pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, for the purpose of Scrutinizing the e-voting in a fair and transparent manner and ascertaining the requisite majority on e-voting carried out as per the provision of Companies Act, 2013 on the below mentioned resolution(s), We submit our report as under:

1. The e-voting period remained open from 23rd September, 2013 (9:00 a.m.) to 25th September, 2014 (6:00 p.m.)



2. The Shareholders holding shares as on the "cut off" date i.e. 22nd August, 2014 were entitled to vote through e-voting method on the proposed resolutions (item no. 1 to 10 as set out in the Notice of 29th Annual General Meeting of Continental Chemicals Limited)
3. The votes were unblocked on 25th September, 2014 after 6:00 p.m. in the presence of two witnesses, Ms. Pinky Bansal residing at FCA-3197, SGM Nagar, NIT Faridabad Haryana and Mrs. Tanu Chandel residing at G-3/209 DDA Flats Kalkaji, New Delhi, who are not in the employment of the Company. They have signed below in Confirmation of the votes being unblocked in their presence.

Signature.....*Pinky*.....

Signature.....*Tanu*.....

Name.....*Pinky*.....

Name.....*Tanu Chandel*.....

4. Thereafter, the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the e-voting website of M/s Central Depository Services Limited.
5. The total number of Ballots received through E-voting was 2 for 110 votes.
6. The results of the voting is as under:

A) Resolution 1: Adoption of Directors' Report, Auditors' Report and Audited Accounts for the Financial Year ended 31st March, 2014

(i) Voted in favour of the resolution:

Number of Members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
2	110	100

(ii) Voted against the resolution:

Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
0	0	0



(iii) Invalid Votes:

Total number of members whose votes were declared Invalid	Total numbers of votes cast by them
0	0

B) Resolution 2: Appointment of Auditors and to fix their Remuneration

(i) Voted in favour of the resolution:

Number of Members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
2	110	100

(ii) Voted against the resolution:

Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
0	0	0

(iii) Invalid Votes:

Total number of members whose votes were declared Invalid	Total numbers of votes cast by them
0	0

C) Resolution 3: Appointment of Mr. Pradeep Kumar Chopra as Independent Director of the Company

(i) Voted in favour of the resolution:

Number of Members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
2	110	100



(ii) Voted against the resolution:

Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
0	0	0

(iii) Invalid Votes:

Total number of members whose voted were declared Invalid	Total numbers of votes cast by them
0	0

D) Resolution 4: Appointment of Mr. Akshat Bhaskar as Independent Director of the Company Resolution Required: Ordinary Resolution

(i) Voted in favour of the resolution:

Number of Members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
2	110	100

(ii) Voted against the resolution:

Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
0	0	0

(iii) Invalid Votes:

Total number of members whose voted were declared Invalid	Total numbers of votes cast by them
0	0

E) Resolution 5: Appointment of Ms. Sunains Chibba as Non-Executive and Woman Director of the Company

(i) Voted in favour of the resolution:

Number of Members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
2	110	100

(ii) Voted against the resolution:

Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
0	0	0

(iii) Invalid Votes:

Total number of members whose votes were declared Invalid	Total numbers of votes cast by them
0	0

F) Resolution 6: Re-appointment Mr. Naresh K. Chibba as Managing Director of the Company and to fix his remuneration

(i) Voted in favour of the resolution:

Number of Members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
2	110	100



(ii) Voted against the resolution:

Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
0	0	0

(iii) Invalid Votes:

Total number of members whose voted were declared Invalid	Total numbers of votes cast by them
0	0

G) Resolution 7: To Change the Name of the Company

(i) Voted in favour of the resolution:

Number of Members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
2	110	100

(ii) Voted against the resolution:

Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
0	0	0

(iii) Invalid Votes:

Total number of members whose voted were declared Invalid	Total numbers of votes cast by them
0	0



H) Resolution 8: Alteration of Memorandum of Association and Articles of Association

(i) Voted in favour of the resolution:

Number of Members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
2	110	100

(ii) Voted against the resolution:

Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
0	0	0

(iii) Invalid Votes:

Total number of members whose votes were declared Invalid	Total numbers of votes cast by them
0	0

I) Resolution 9: Approval for the borrowing of money in excess of the aggregate of the paid up share capital and free reserves of the Company

(i) Voted in favour of the resolution:

Number of Members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
2	110	100



(ii) Voted against the resolution:

Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
0	0	0

(iii) Invalid Votes:

Total number of members whose voted were declared Invalid	Total numbers of votes cast by them
0	0

J) Resolution 10: Approval for Related Party Transaction

(i) Voted in favour of the resolution:

Number of Members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
1	100	100

(ii) Voted against the resolution:

Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
0	0	0

(iii) Invalid Votes:

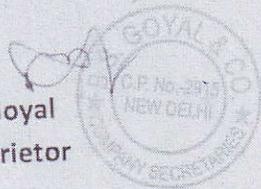
Total number of members whose voted were declared Invalid	Total numbers of votes cast by them
0	0



7. The register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting and the same shall be handed over to the Company Secretary for safe keeping.

Thanking you,
Yours faithfully
For B S Goyal & Co.

B S Goyal
Proprietor



Place: New Delhi

Dated: 26th September, 2014