



SADHANA NITRO CHEM LIMITED

CIN : L24110MH1973PLC016698

Registered Office : Hira Baug, 1st Floor, Kasturba Chowk (C.P. Tank),
Mumbai - 400 004, INDIA

Tel. : 022-23822524 • Fax : 022-23887235

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In accordance with Clause 35A of the Listing Agreement, the details of business transacted at the Extra Ordinary General Meeting of the Company are furnished below:

- Date of the EGM : 29th December, 2014
- Book closure dates : NA
- Total number of shareholders on record date : 4520
(i.e 28th November, 2014 – cutoff date for e-voting process)
- No. of Shareholders present in the meeting either in person or through proxy:

Promoters and Promoter Group	11
Public	27

- No. of Shareholders attended the meeting through Video Conferencing:

Promoters and Promoter Group:	Not Arranged
Public:	

- Details of the Agenda

The following business was transacted by the shareholders:

Mode of voting: E-voting & Poll (Ballot Facility is provided)

Resolution 1: Increase in Authorised Share capital and alteration of Capital Clause of the Memorandum of Association of the Company.

Resolution required: Special

Promoter/ Public	No. of shares held	No. of votes polled	% of Votes Polled on outstandin g 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	6525057	6525057	100.00	6525057	0	100.00	0.00
Public – Institutional holders	1181	0	0.00	0	0	0.00	0.00
Public- Others	2674592	63165	2.36	62565	0	99.05	0.00
Total	9200830	6588222	71.60	6587622	0	99.99	0.00





Resolution 2: Alteration of Articles of Association of the Company

Resolution required: Special

Promoter/ Public	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	6525057	6525057	100.00	6525057	0	100.00	0.00
Public – Institutional holders	1181	0	0.00	0	0	0.00	0.00
Public- Others	2674592	63165	2.36	62565	0	99.05	0.00
Total	9200830	6588222	71.60	6587622	0	99.99	0.00

Resolution 3: Issue and Offer Cumulative Non Convertible Preference Shares on Private Placement basis

Resolution required: Special

Promoter/ Public	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	6525057	*564446	8.65	564446	0	100.00	0.00
Public – Institutional holders	1181	0	0.00	0	0	0.00	0.00
Public- Others	2674592	63165	2.36	62430	135	98.84	0.21
Total	9200830	*627611	6.82	626876	135	99.88	0.02

* Pursuant to 2nd proviso of Section 188 of Companies Act, 2013, no member of the Company shall vote on such special resolution, to approve any contract or arrangement which may be entered into by the Company, if such member is a related party. However, for this resolution, the related party had inadvertently voted. Hence, the votes cast by this related party are not counted for calculation of Number of Votes polled (Column No. 2).





Resolution 4: Property purchase transaction with the Holding Company, being a Related Party u/s 188 of the Companies Act, 2013 and Amended Clause 49 of Listing Agreement

Resolution required: Special

Promoter/ Public	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	6525057	*564446	8.65	564446	0	100.00	0.00
Public – Institutional holders	1181	0	0.00	0	0	0.00	0.00
Public- Others	2674592	63165	2.36	62430	135	98.84	0.21
Total	9200830	*627611	6.82	626876	135	99.88	0.02

* Pursuant to 2nd proviso of Section 188 of Companies Act, 2013, no member of the Company shall vote on such special resolution, to approve any contract or arrangement which may be entered into by the Company, if such member is a related party. However, for this resolution, the related party had inadvertently voted. Hence, the votes cast by this related party are not counted for calculation of Number of Votes polled (Column No. 2).

Resolution 5: Transactions with related parties u/s 188 of the Companies Act, 2013 and Amended Clause 49 of Listing Agreement

Resolution required: Special

Promoter/ Public	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	6525057	6525057	100.00	6525057	0	100.00	0.00
Public – Institutional holders	1181	0	0.00	0	0	0.00	0.00
Public- Others	2674592	63165	2.36	62565	0	99.05	0.00
Total	9200830	6588222	71.60	6587622	0	99.99	0.00





- 4 -

All the aforesaid resolutions were passed with Special majority.

This is for your information & record.

Thanking you,

Yours truly,

For Sadhana Nitro Chem Limited


Nitin R. Jani
Company Secretary

