



31st August, 2016

To,
Department of Corporate Service (DCS-CRD),
BSE Limited
PhirozeJeejeebhoy Towers,
Dalal Street, Fort,
Mumbai – 400 001

Sub: Submission of Voting Results and Scrutinizers Report

Dear Sir,

Pursuant to 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 Scrutinizer's Report received from M/s HS Associates, Practicing Company Secretaries stating the results of the votes casted at the 35th Annual General Meeting of the Company held on 31st August, 2016.

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

Encl.: As above

Name of the Company	NGL Fine-Chem Limited
CIN	L24110MH1981PLC025884
Registered office Address	301, E Square Subhash Road Vile Parle (East) Mumbai MH 400057
Date of the AGM/EGM	31st August, 2016
Total number of shareholders on record date	3814
No. of shareholder's present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	30 03 27
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public:	Not Applicable



Item No. 1: To receive, consider and adopt the Audited Balance Sheet as at 31st March 2016, 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) = $\frac{[(2)/(1)]}{100}$	No. of Votes- in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6) = $\frac{[(4)/(2)]}{100}$	% of Votes against on votes polled (7) = $\frac{[(5)/(2)]}{100}$
Promoter and Promoter Group	E-Voting	40,83,222	2940710	72.02%	2940710	NIL	100%	NIL
	Physical Ballot		209555	5.13%	209555	NIL	100%	NIL
	Total		3150265	77.15 %	3150265	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 s	E-Voting	2094802	18	0.00086%	18	NIL	100%	NIL
	Physical Ballot		556622	26.5715%	556622	NIL	100%	NIL
	Total		556640	26.5724%	556640	NIL	100%	NIL
Total		6178024	3706905	60.00%	3706905	NIL	100%	NIL

Thus based on the Results, the **Ordinary Resolution** as contained in Item No. 1 is passed unanimously.



Item No. 2: To appoint Mr. Rajesh Lawande, Executive Director (holding DIN 00327301) who retires by rotation & being eligible offers himself 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	40,83,222	2940710	72.02%	2940710	NIL	100%	NIL
	Physical Ballot		209555	5.13%	209555	NIL	100%	NIL
	Total		3150265	77.15 %	3150265	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 s	E-Voting	2094802	18	0.00086%	18	NIL	100%	NIL
	Physical Ballot		556622	26.5715%	556622	NIL	100%	NIL
	Total		556640	26.5724%	556640	NIL	100%	NIL
Total		6178024	3706905	60.00%	3706905	NIL	100%	NIL

Thus based on the Results, the **Ordinary Resolution** as contained in Item No. 2 is passed unanimously.



Item No. 3: To ratify appointment of M/s Bharat Gandhi & Co, Chartered Accountants (FRN 101214W) as Statutory Auditors of the Company and to fix 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	40,83,222	2940710	72.02%	2940710	NIL	100%	NIL
	Physical Ballot		209555	5.13%	209555	NIL	100%	NIL
	Total		3150265	77.15 %	3150265	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	2094802	18	0.00086%	18	NIL	100%	NIL
	Physical Ballot		556622	26.5715%	556622	NIL	100%	NIL
	Total		556640	26.5724%	556640	NIL	100%	NIL
Total		6178024	3706905	60.00%	3706905	NIL	100%	NIL

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 Randeria & Associates, appointed as Cost Auditors of the Company for FY 2016-2017

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	40,83,222	2940710	72.02%	2940710	NIL	100%	NIL
	Physical Ballot		209555	5.13%	209555	NIL	100%	NIL
	Total		3150265	77.15 %	3150265	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 s	E-Voting	2094802	18	0.00086%	18	NIL	100%	NIL
	Physical Ballot		556622	26.5715%	556622	NIL	100%	NIL
	Total		556640	26.5724%	556640	NIL	100%	NIL
Total		6178024	3706905	60.00%	3706905	NIL	100%	NIL

Thus based on the Results, the **Ordinary Resolution** as contained in Item No. 4 is passed unanimously.



Item No. 5: Special Resolution for Re-appointment of Mr. Rahul Nachane as Managing Director for the term of 3 years

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	40,83,222	2940710	72.02%	2940710	NIL	100%	NIL
	Physical Ballot		209555	5.13%	209555	NIL	100%	NIL
	Total		3150265	77.15 %	3150265	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	2094802	18	0.00086%	18	NIL	100%	NIL
	Physical Ballot		556622	26.5715%	556622	NIL	100%	NIL
	Total		556640	26.5724%	556640	NIL	100%	NIL
Total		6178024	3706905	60.00%	3706905	NIL	100%	NIL

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

DATE: 31ST AUGUST 2016

PLACE: MUMBAI



SCRUTINIZER'S REPORT - COMBINED

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

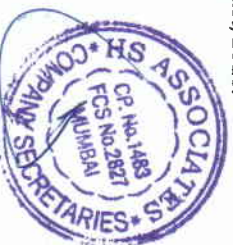
Sub: Consolidated Scrutinizer's Report on remote e-voting/physical ballot forms conducted pursuant to the provisions of section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and voting at the 35th Annual General Meeting of **NGL Fine-Chem Limited** held on Wednesday, 31st August, 2016 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 35th Annual General Meeting of the Company on 31st August, 2016 at 11.00 a.m.

The voting rights were reckoned as on Wednesday the 24th August, 2016 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 Saturday the 27th August, 2016 (9.00 a.m. IST) to Tuesday the 30th August, 2016 (5.00 p.m. IST) at the said Annual General Meeting held on Wednesday the 31st August, 2016.



The votes cast under remote e-voting facility were thereafter unblocked in the presence of two witnesses i.e Mr. Vipesh Ghadi and Mr. Parvez Khori, 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 **Tuesday, August 30, 2016 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/EGM	31st August, 2016
Total number of shareholders on record date	3814
No. of shareholder's present in the meeting either in person or through proxy:	30
Promoters and Promoter Group:	03
Public:	27
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 2016, 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	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	40,83,222	2940710	72.02%	2940710	NIL	100%	NIL
	Physical Ballot		209555	5.13%	209555	NIL	100%	NIL
	Total		3150265	77.15 %	3150265	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	2094802	18	0.00086%	18	NIL	100%	NIL
	Physical Ballot		556622	26.5715%	556622	NIL	100%	NIL
	Total		556640	26.5724%	556640	NIL	100%	NIL
Total		6178024	3706905	60.00%	3706905	NIL	100%	NIL

Thus based on the Results, the **Ordinary Resolution** as contained in Item No. 1 is passed unanimously.



Item No. 2: To appoint Mr. Rajesh Lawande, Executive Director (Holding DIN 00327301) who retires by rotation & being eligible offers himself 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	40,83,222	2940710	72.02%	2940710	NIL	100%	NIL
	Physical Ballot		209555	5.13%	209555	NIL	100%	NIL
	Total		3150265	77.15 %	3150265	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	2094802	18	0.00086%	18	NIL	100%	NIL
	Physical Ballot		556622	26.5715%	556622	NIL	100%	NIL
	Total		556640	26.5724%	556640	NIL	100%	NIL
Total		6178024	3706905	60.00%	3706905	NIL	100%	NIL

Thus based on the Results, the **Ordinary Resolution** as contained in Item No. 2 is passed unanimously.



Item No. 3. To ratify appointment of M/s Bharat Gandhi & Co. Chartered Accountants (FERN 101214W) as Statutory Auditors of the Company and to fix their remuneration.

Resolution required: (Ordinary/ <u>Special</u>)			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
		(1)	(2)	(3) = [(2)/(1)] * 100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	40,83,222	2940710	72.02%	2940710	NIL	100%	NIL
	Physical Ballot		209555	5.13%	209555	NIL	100%	NIL
	Total		3150265	77.15 %	3150265	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	2094802	18	0.00086%	18	NIL	100%	NIL
	Physical Ballot		556622	26.5715%	556622	NIL	100%	NIL
	Total		556640	26.5724%	556640	NIL	100%	NIL
Total		6178024	3706905	60.00%	3706905	NIL	100%	NIL

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 Randeria & Associates, appointed as Cost Auditors of the Company for FY 2016-2017

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	40,83,222	2940710	72.02%	2940710	NIL	100%	NIL
	Physical Ballot		209555	5.13%	209555	NIL	100%	NIL
	Total		3150265	77.15 %	3150265	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	2094802	18	0.00086%	18	NIL	100%	NIL
	Physical Ballot		556622	26.5715%	556622	NIL	100%	NIL
	Total		556640	26.5724%	556640	NIL	100%	NIL
Total		6178024	3706905	60.00%	3706905	NIL	100%	NIL

Thus based on the Results, the **Ordinary Resolution** as contained in Item No. 4 is passed unanimously.



Item No. 5: Special Resolution for Re-appointment of Mr. Rahul Nachane as Managing Director for the term of 3 years

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	40,83,222	2940710	72.02%	2940710	NIL	100%	NIL
	Physical Ballot		209555	5.13%	209555	NIL	100%	NIL
	Total		3150265	77.15 %	3150265	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	2094802	18	0.00086%	18	NIL	100%	NIL
	Physical Ballot		556622	26.5715%	556622	NIL	100%	NIL
	Total		556640	26.5724%	556640	NIL	100%	NIL
Total		6178024	3706905	60.00%	3706905	NIL	100%	NIL

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

DATE: 31ST AUGUST 2016
PLACE: MUMBAI



FOR HS ASSOCIATES
HEMANT SHETYE
PARTNER
FCS 2827
CP 1483