BIMAN DEBNATH & ASSOCIATES
Company Secretaries

BIMAN DEBNATH
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SCRUTINIZER'S REPORT FOR E-VOTING

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules 2014 as amended]

To,
The Company Secretary
Of the 51st Annual General Meeting of the Equity Shareholders of M/S ASSAM PETRO CHEMICALS LTD. (CIN: U24116AS1971SGC001339) held on Friday, 30th September, 2022 at 01:00 P.M. through Video Conferencing (VC) and Other Audio Visual Means (OAVM).

Dear Sir,

I, Biman Debnath, proprietor of M/s Biman Debnath & Associates, Company Secretaries, having office at 4th Floor, Block-C, Prasanti Pride, Prakash Choudhury Housing Complex, Tarun Nagar, Guwahati-781005, Assam, appointed by the Board of Directors of **M/S ASSAM PETRO CHEMICALS LTD** ("the Company") on 30th August, 2022 as the Scrutinizer for the purpose of scrutinizing the remote electronic voting and venue electronic voting under the provision of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 and on the resolutions contained in the Notice calling, the 51st Annual General Meeting ("AGM") of the Members of the Company, held on **Friday, 30th September, 2022** through Video Conferencing (VC) and Other Audio Visual Means (OAVM) at 1:00 p.m.

- **i.** The Compliance with the provisions of the Companies Act, 2013 and the Rules made there under relating to remote E-voting and venue voting by the members on the resolutions proposed in the Notice calling the 51st Annual General Meeting of the Company is the responsibility of the management. My Responsibility as a scrutinizer is to ensure that the voting process is conducted in a fair and transparent manner, and render a consolidated scrutinizer's report to the Chairman on the result of voting of the resolutions based on the reports generated from the electronic voting system by the National Securities Depository Limited.
- **ii.** The Company has entered into an arrangement with the NSDL (National Securities Depository Limited) to provide e-voting facilities for voting through Electronic means to all the Members who were eligible to participate in the remote e-Voting and venue e-voting.
- **iii.** The cut-off date for the purpose of identifying the Members who were entitled to vote on the resolution placed for their approval was Friday, 23rd September, 2022.
- **iv.** As prescribed in the Rules, the remote e-voting facility was kept open for three days from

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9.00 AM on 27th September, 2022 and end at 5:00 PM on 29th September, 2022.

v. At the end of remote e-voting period on Thursday, 29th September, 2022 voting portal of the Agency was blocked forthwith. However, the said facility was in operation till all the resolutions were considered and voted upon in the meeting and was used for voting only by the members attending the meeting and who have not exercised their right to vote through remote e-voting.

vi. At the end of the AGM remote E-voting and venue e-voting was opened by NSDL tech support for thirty minutes.However no member had opted for the venue E-voting

The consolidated result of the remote e-voting together with that of the venue e-voting during the meeting is as under:

RESOLUTION NO. 1:

To receive, consider and adopt the Company's standalone audited Financial Statements as at 31st March, 2022 along with the Directors' Report, Independent Auditors' Report and Comments of the Comptroller and Auditor General of India, etc. thereon and pass the following resolution as **Ordinary Resolution**;

"**RESOLVED THAT** the audited Financial Statements as at 31st March, 2022 together with the Directors' Report and the annexure thereto, the Independent Auditors' Report and the Comments of the Comptroller & Auditor General of India thereon, Secretarial Audit Report etc. be and are hereby received, considered and adopted."

Particulars	Number of Votes and Votes Contained in						Percentage
	Remote e-voting		Venue e-voting		Total		
	Number	Votes	Number	Votes	Number	Votes	
Assent	7	496714449	-	-	7	496714449	100
Dissent	-	-	-	-	-	-	-
Invalid	-	-	-	-	-	-	-
Total	7	496714449	-	-	7	496714449	100

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RESOLUTION NO. 2.

To appoint **Shri Pritam Ray Choudhury [DIN-08822190]**, who retires by rotation and being eligible, offers himself for re-appointment as a Director and pass the following **Ordinary Resolution.**

"**RESOLVED THAT Shri Pritam Ray Choudhury [DIN-08822190],** who offers himself for reappointment be and is hereby re-appointed as Director of the Company."

Particulars	Number of Votes and Votes Contained in						Percentage
	Remote e-voting		Venue e-voting		Total		
	Number	Votes	Number	Votes	Number	Votes	
Assent	7	496714449	-	-	7	496714449	100
Dissent	-	-	-	-	-	-	-
Invalid	-	-	-	-	-	-	-
Total	7	496714449	-	-	7	496714449	100

RESOLUTION NO. 3

To appoint **Ms. Pranati Goswami [DIN-08822172],** who retires by rotation and being eligible, offers herself for re-appointment as a Director and pass the following **Ordinary Resolution.**

"**RESOLVED THAT Ms. Pranati Goswami [DIN-08822172],** who offers herself for reappointment be and is hereby re-appointed as Director of the Company."

Particulars	Number of Votes and Votes Contained in						Percentage
	Remote e-voting		Venue e-voting		Total		
	Number	Votes	Number	Votes	Number	Votes	
Assent	7	496714449	-	-	7	496714449	100
Dissent	-	-	-	-	-	-	-
Invalid	-	-	-	-	-	-	-
Total	7	496714449	-	-	7	496714449	100

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RESOLUTION NO. 4

To appoint **Shri Tridip Baruah [DIN- 08833074],** who retires by rotation and being eligible, offers himself for re-appointment as a Director and pass the following **Ordinary Resolution**.

"**RESOLVED THAT Shri Tridip Baruah [DIN-08833074],** who offers himself for reappointment be and is hereby re-appointed as Director of the Company."

Particulars	Number of Votes and Votes Contained in						Percentage
	Remote e-voting		Venue e-voting		Total		
	Number	Votes	Number	Votes	Number	Votes	
Assent	7	496714449	-	-	7	496714449	100
Dissent	-	-	-	-	-	-	-
Invalid	-	-	-	-	-	-	-
Total	7	496714449	-	-	7	496714449	100

B. Special business:

RESOLUTION NO. 5

To appoint **Shri Rajnesh Gogoi [DIN-09394422]** as Managing Director of the Company and in this regard to consider, if thought fit, to pass with or without modification the following resolutions as **Ordinary Resolution**.

"**RESOLVED THAT** pursuant to the Article no.85 and 121 of the Articles of Association of the Company and Section 196, 197 and 203 read with Schedule V and other applicable provisions of the Companies Act, 2013 and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 including any amendment, re-enactment or statutory modifications thereof and Government of Assam notification no MI.11/90/Pt.-I/556-A dated 28th October 2021, approval of the members of the Company be and is hereby accorded on appointment of **Shri Rajnesh Gogoi [DIN-09394422]** as the Managing Director of the Company with effect from 01st December, 2021 for

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a period not exceeding 5 years at monthly basic pay of Rs.1,33,000.00 and other allowances and benefits as admissible as per the Assam Service (Revision of Pay) Rules, 2017.

RESOLVED FURTHER THAT Board of Directors of the Company be and is hereby authorized to do all such acts, deeds and things as it may deem expedient to give effect the above resolution."

Particulars	Number of Votes and Votes Contained in						Percentage
	Remote e-voting		Venue e-voting		Total		
	Number	Votes	Number	Votes	Number	Votes	
Assent	7	496714449	-	-	7	496714449	100
Dissent	-	-	-	-	-	-	-
Invalid	-	-	-	-	-	-	-
Total	7	496714449	-	-	7	496714449	100

RESOLUTION NO. 6

To appoint **Shri Pramod Kr. Prasad** [DIN 09547921] as Director (Finance) of the Company and in this regard to consider, if thought fit, to pass with or without modification the following resolution as **Ordinary Resolution.**

"**RESOLVED THAT** pursuant to the provision of Section 149, 152, 161, 196 and other applicable provisions, if any of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modifications or re-enactment thereof) and Article 121 of the Articles of Association of the Company, **Shri Pramod Kr. Prasad [DIN 09547921]**, who was nominated as Director (Finance) by Oil India Limited vide their letter no. HRD/07/04-1931 dated 16th March 2022 appointed as Additional Director [designated as Director (Finance)] by the Board of Directors to hold office until the date of 51st Annual General Meeting and in respect of which the Company received a notice in writing as per Section 160 of the Companies Act, 2013 proposing Shri Pramod Kr. Prasad as Director (Finance) be and is hereby appointed as a Director (Finance) of the Company effective from 01st April 2022 for a period of 5 (five) years or until further order from Oil India Limited, whichever occurs earlier on the terms and condition as determined by Oil India Limited as per their deputation rules and shall not be liable to retire by rotation."

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Particulars	Number of Votes and Votes Contained in						Percentage
	Remote e-voting		Venue e-voting		Total		
	Number	Votes	Number	Votes	Number	Votes	
Assent	7	496714449	-	-	7	496714449	100
Dissent	-	-	-	-	-	-	-
Invalid	-	-	-	-	-	-	-
Total	7	496714449	-	-	7	496714449	100

RESOLUTION NO. 7

To appoint **Shri Hemanta Gogoi [DIN 09484718]** as Director of the Company and in this regard to consider, if thought fit, to pass with or without modification the following resolution as **Ordinary Resolution**.

"**RESOLVED THAT** pursuant to the article no. 85 of the Articles of Association of the company and sections 149, 152 161 and other applicable provisions, if any, of the Companies Act, 2013 and the rules framed thereunder (including any statutory modifications or re-enactment thereof), **Shri Hemanta Gogoi (DIN 09484718)**, who was nominated as a Non-executive Part-Time Director by the Governor of Assam vide notification CI.4/2022/5-B dated 20th January 2022 and subsequently inducted as Additional Director in terms of Section 161 of the Companies Act, 2013, by the Board of Directors of the Company with effect from 31st January 2022 to hold office until the date of this Annual General Meeting and in respect of whom, the Company has received a notice in writing under Section 160 of the Companies Act, 2013 proposing his candidature as a Director be and is hereby appointed as Director of the Company and liable to retire by rotation."

Particulars	Number of Votes and Votes Contained in						Percentage
	Remote e-voting		Venue e-voting		Total		
	Number	Votes	Number	Votes	Number	Votes	
Assent	7	496714449	-	-	7	496714449	100
Dissent	-	-	-	-	-	-	-
Invalid	-	-	-	-	-	-	-
Total	7	496714449	-	-	7	496714449	100

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RESOLUTION NO. 8

To fix the remuneration of the Cost Auditors of the Company for the Financial Year 2022-23 and in this regard to consider and if thought fit, to pass with or without modifications the following resolution as Ordinary Resolution: -

"**RESOLVED THAT** pursuant to the provisions of Section 148(3) of the Companies Act, 2013 ("the Act") read with Rule 14 (a) of the Companies (Audit and Auditors) Rules, 2014 ("the Rules") the approval of the Company be and is hereby accorded for payment of remuneration of Rs. 23,900.00 (Rupees twenty-three thousand nine hundred only) plus applicable GST to Subhadra Dutta & Associates, Cost Accountants for the Financial Year 2022-23."

Particulars	Number of Votes and Votes Contained in						Percentage
	Remote e-voting		Venue e-voting		Total		
	Number	Votes	Number	Votes	Number	Votes	
Assent	7	496714449	-	-	7	496714449	100
Dissent	-	-	-	-	-	-	-
Invalid	-	-	-	-	-	-	-
Total	7	496714449	-	-	7	496714449	100

Based on the aforesaid report, all the resolutions i.e resolution no(s) 1, 2, 3, 4, 5, 6, 7 and 8 shall be deemed to have been passed with the requisite majority.

All the relevant records of voting are under my safe custody until the Chairman considers, approves and signs the minutes of the 51st Annual General Meeting and the same shall be handed over to the Chairman of the Company for safe keeping.

Thanking You,

Yours Faithfully,
For Biman Debnath & Associates
Company Secretaries

BIMAN DEBNATH
Digitally signed by BIMAN DEBNATH
Date: 2022.10.01 12:55:37 +05'30'

Biman Debnath
FCS No: 6717
C.P: 5857
UDIN: F006717D001110094
Date: 01/10/2022
Place: Guwahati