



**RESULTS OF POSTAL BALLOT**

Notice is hereby given to the Members and the Stakeholders on the outcome of the Postal Ballot Proceedings held by the Company pursuant to section 110 of the Companies Act, 2013 (Act) and initiated vide its Notice of Postal Ballot dated 26<sup>th</sup> of July, 2014 dispatched to the members on the 16<sup>th</sup> of August, 2014 by Speed Post and a confirmatory press advertisement released to that effect as per the Rules applicable under the Act.

The last date for receipt of the Ballot Forms was notified as 15th September, 2014, 5.30 pm.

M/s Sathyanarayanan & Co., Company Secretaries Vasai Thane District who were appointed as the Scrutinizers for conducting the postal ballot process have given their report dated 16<sup>th</sup> of September, 2014.

The Scrutinizers Report was tabled before the Board at its meeting held on 19<sup>th</sup> September, 2014. The result of the Postal Ballot as per the said Report is as under:

Particulars	In Favour			Against		
	No. of Postal Ballot Forms	No. of Votes	% of total valid votes polled	No. of Postal Ballot Forms	No. of Votes	% of total valid votes polled
Resolution no. 1	343	29195216	99.92	6	6600	0.02
Resolution no. 2	342	29192216	99.91	3	6200	0.02
Resolution no. 3	345	29197816	99.93	0	0	0

The Board noted that all the three Resolutions covered in the Notice of the Postal Ballot have been carried by more than the requisite majority required to carry them as Special Resolutions.

The said Resolutions are:

1. Resolution no. 1: Creation of charge on the assets of the Company
2. Resolution no. 2: Increase in the limit for Inter Corporate Investments, Loans and Guarantees
3. Resolution no. 3: Maintaining the Register of Members at the Share Registrar's Office,

Accordingly the Board authorized the Company Secretary or any one of the Whole-time Directors of the Company to release the results of the Postal Ballot which was announced at 2.45 pm on 19<sup>th</sup> of September, 2014.

The Board also authorized the issue of advertisement releasing the results of the Postal Ballot and hosting the same on the website of the Company.

Accordingly the Members and other concerned Stakeholders are informed that all the THREE RESOLUTIONS covered in the NOTICE OF POSTAL BALLOT dated 26<sup>th</sup> July, 2014 have been CARRIED as SPECIAL RESOLUTIONS with requisite majority and have become effective at 2.45 pm from 19<sup>th</sup> September 2014.

By order of the Board  
For Galaxy Surfactants Ltd.

Sd/-

Ganesh Kamath  
Company Secretary

Date: September 19, 2014  
Place: Navi Mumbai

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Navi Mumbai-400 703, India.  
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CIN:- U39877MH1986PLC039877  
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**Scrutinizer's Report – Postal Ballot – Physical Voting**

**[Pursuant to section 110 of the Companies Act, 2013 and rule 22 of the  
Companies (Management and Administration) Rules, 2014]**

CHAIRMAN,  
**GALAXY SURFACTANTS LTD**  
C-49/2, TTC, Industrial Area,  
Pawane, Navi Mumbai – 400703

16<sup>th</sup> September, 2014

Dear Sir,

Sub: Postal Ballot Results  
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Pursuant to the resolution passed by the Board of Directors of “**GALAXY SURFACTANTS LTD**” (hereinafter referred to as ‘the Company’) on July 26, 2014, I have been appointed as the Scrutinizer to receive, process and scrutinize postal ballot papers – physical documents - in respect of the following resolutions:

Item No	Reference to the Companies Act, 2013	Description of the resolution	Type of Resolution
1.	180(1)(a)	Creation of Charges on the assets of the Company.	Special
2.	186	Increase in the limit for Inter Corporate Investments, Loans and Guarantees.	Special
3.	94, 88	Maintaining the Register of Members at the Share Registrar's Office.	Special





I submit my report as detailed hereunder:

1. The notice dated July 26, 2014 under Section 110 of the Companies Act, 2013 regarding Postal Ballot was issued individually to all the shareholders and the notices were dispatched on August 16, 2014 by courier / post.
2. The postal ballot notice dispatched to the shareholders stated that all postal ballot forms received up to the closure of working hours on 15<sup>th</sup> September, 2014 upto 5.30 p.m., the last date and time fixed by the Company for receipt of the forms, according to Section 110 of the Companies Act, 2013, would be considered.
3. The postal ballot forms were kept under my safe custody in sealed and tamper proof ballot boxes before commencing the scrutiny of such postal ballot forms.
4. Particulars of all the postal ballot forms received from the members were entered in a register separately maintained for the purpose.
5. All the Postal Ballot Forms were scrutinized and processed and a computer statement containing the Shareholders Name, Folio Number/Client ID No./DP ID, Postal Ballot Number, Number of Shares held, Number of Votes Polled, Assented, Dissented and Rejected were generated.
6. All postal ballot forms received up to Monday, 15<sup>th</sup> September, 2014 up to the close of working hours (17.30 hrs) were scrutinized by me.
7. The postal ballot envelops were opened on 16<sup>th</sup> September, 2014 in my presence and scrutinized and the shareholding was matched/ confirmed with the Register of Members of the Company /list of beneficiaries as on August 5, 2014.
8. During the course of scrutiny of Postal Ballot Forms, I have not come across any defaced/mutilated Postal Ballot Forms.
9. I have handed over the postal ballot forms and related papers/registers and records to the Company Secretary authorized by the Board to supervise the postal ballot process, on date along with the Reports.



**10. The results of the postal ballot forms are as follows:**

Details	Number of Ballot Forms	Number of Shares held
Total Postal Ballot Forms Received		
• Valid Postal Ballot Forms		
- For Item No. 1	349	2,92,03,616
- For Item No. 2	345	2,92,00,216
- For Item No. 3	345	2,92,00,216
• Invalid Postal Ballot Forms		
- For Item No. 1	12	17,700
- For Item No. 2	16	21,100
- For Item No. 3	16	21,100

• **Reasons for invalid entries:**

✓	Unsigned Postal Ballot
✓	Discrepancy in signature
✓	Votes cast both in favour and also against the resolution
✓	No option exercised by the Shareholders
X	The ballot paper is received in torn or defaced or mutilated condition to an extent that it is difficult for the scrutinizer to identify either the member or the number of votes or as to whether the votes are in favour or against or if the signature could not be checked or one or more of the above grounds

**Consequently Invalid Postal Ballots were not taken into account for voting.**

**The particulars of the valid postal ballot forms received depicting the assent and dissent of the shareholders for the purpose of seeking their approval for the above referred resolution by way of Postal Ballot pursuant to Section 110 of the Companies Act, 2013, read with the Companies (Management and Administration) Rules, 2014 are elucidated herein below:**





**Item 1:**

Particulars	CREATION OF CHARGES ON THE ASSETS OF THE COMPANY.			
	No. of Ballot Forms	No. of Shares held	No. of shares (voted)	% on total shares (votes) received
Assent	343	2,91,97,016	2,91,95,216	99.92%
Dissent	6	6,600	6,600	0.02%
Invalid forms	12	17,700	17,700	0.06%
<b>Total</b>	<b>361</b>	<b>2,92,21,316</b>	<b>2,92,19,516</b>	<b>100.00%</b>

ACCORDINGLY THE ASSENT FOR CARRYING OUT THIS RESOLUTION IS **99.92%** TO THE TOTAL SHARES VOTED.

**Item 2:**

Particulars	INCREASE IN THE LIMIT FOR INTER CORPORATE INVESTMENTS, LOANS AND GUARANTEES.			
	No. of Ballot Forms	No. of Shares held	No. of shares (voted)	% on total shares (votes) received
Assent	342	2,91,94,016	2,91,92,216	99.91%
Dissent	3	6,200	6,200	0.02%
Invalid forms	16	21,100	21,100	0.07%
<b>Total</b>	<b>361</b>	<b>2,92,21,316</b>	<b>2,92,19,516</b>	<b>100.00%</b>

ACCORDINGLY THE ASSENT FOR CARRYING OUT THIS RESOLUTION IS **99.91%** TO THE TOTAL SHARES VOTED.



**Item 3:**

Particulars	MAINTAINING THE REGISTER OF MEMBERS AT THE SHARE REGISTRAR'S OFFICE.			
	No. of Ballot Forms	No. of Shares held	No. of shares (votes)	% on total shares (votes) received
Assent	345	2,92,00,216	2,91,97,816	99.93%
Dissent	0	0	0	0.00%
Invalid forms	16	21,100	21,100	0.07%
<b>Total</b>	<b>361</b>	<b>2,92,21,316</b>	<b>2,92,18,916</b>	<b>100.00%</b>

ACCORDINGLY THE ASSENT FOR CARRYING OUT THIS RESOLUTION IS 99.93% TO THE TOTAL SHARES VOTED.

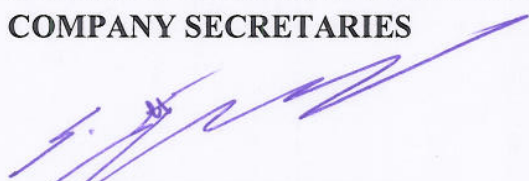
Summary of Postal Ballot is annexed herewith.

We thank you for the opportunity given to act as a Scrutinizer for the above Postal Ballot.

Thanking You

Yours Faithfully,

**FOR S. SATHYANARAYANAN & CO.,  
COMPANY SECRETARIES**

  
(S. SATHYANARAYANAN)  
COMPANY SECRETARY  
FCS No.4966  
C P No. 3251



**GALAXY SURFACTANTS LIMITED**

**SUMMARY OF POSTAL BALLOT**

RESOLUTION NUMBER	PARTICULARS	NO. OF POSTAL BALLOT FORMS RECEIVED (1)	NO. OF INVALID POSTAL BALLOT FORMS IN RELATION TO RESPECTIVE RESOLUTION (2)	NO. OF VALID POSTAL BALLOT FORMS (3)	NO. OF VOTES IN FAVOUR	NO. OF VOTES AGAINST	VOTES NOT EXERCISED	INVALID VOTES	TOTAL VOTES HELD
1.	CREATION OF CHARGES ON THE ASSETS OF THE COMPANY.	361	12	349	2,91,95,216	6,600	1,800	17,700	2,92,21,316
2.	INCREASE IN THE LIMIT FOR INTER CORPORATE INVESTMENTS, LOANS AND GUARANTEES.	361	16	345	2,91,92,216	6,200	1,800	21,100	2,92,21,316
3.	MAINTAINING THE REGISTER OF MEMBERS AT THE SHARE REGISTRAR'S OFFICE.	361	16	345	2,91,97,816	0	2,400	21,100	2,92,21,316

**FOR S. SATHYANARAYANAN & CO.,  
COMPANY SECRETARIES**

**(S. SATHYANARAYANAN)  
COMPANY SECRETARY**

**Dated 16<sup>th</sup> September, 2014**

