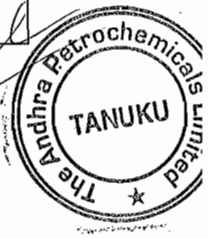


**THE ANDHRA PETROCHEMICALS LIMITED**

Details regarding the voting results of 30<sup>th</sup> Annual General Meeting held on  
12.9.2014 at 3 p.m.

Sr. No.	Description	Particulars				
A	Date of AGM	12 <sup>th</sup> September, 2014				
B	Total No. of Shareholders as on record (cut off) date i.e., 30 <sup>th</sup> June, 2014	80,214				
C	No. of shareholders present in meeting either in person or through proxy	196				
D	Shareholders	Present in person	Present through proxy	Total	Shares	% to capital
	Promoter & Promoter group	3	0	3	38274594	45.04%
	Public	193	0	193	1282113	1.51%
	Total	196	0	196	39556707	46.55%
E	No. of shareholders attended the meeting through video conferencing: NIL Promoter & Promoter group: Not applicable Public: Not applicable					

*[Handwritten Signature]*



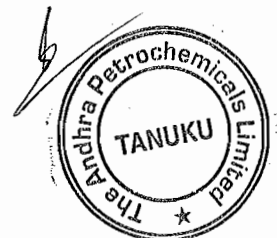
**30th Annual General Meeting results of The Andhra Petrochemicals Limited**

<b>Resolutions</b>	<b>Promoter / Public</b>	<b>No. of shares held</b>	<b>No. of votes polled</b>	<b>% of Votes polled on outstanding shares</b>	<b>No. of votes in favour</b>	<b>No. of votes against</b>	<b>% of votes in favour on votes polled</b>	<b>% of votes against on votes polled</b>
<b>Resolution No.1</b>		( 1 )	( 2 )	(3) = [(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]* 100	(7)=[(5)/(2)]* 100
Ordinary Resolution Adoption of Annual accounts for the Financial Year 2013-14	Promoter & Promoter Group	38280394	29094594	76.00	29094594	0	100	0
	Public Institutional holders	34037	0	0	0	0	0	0
	Public - others	46657169	1285984	2.76	1283784	2200	99.83	0.17
	<b>Total:</b>	<b>84971600</b>	<b>30380578</b>	<b>78.76</b>	<b>30378378</b>	<b>2200</b>	<b>99.99</b>	<b>0.17</b>

<b>Resolution No.2</b>	<b>Promoter / Public</b>	<b>No. of shares held</b>	<b>No. of votes polled</b>	<b>% of Votes polled on outstanding shares</b>	<b>No. of votes in favour</b>	<b>No. of votes against</b>	<b>% of votes in favour on votes polled</b>	<b>% of votes against on votes polled</b>
		( 1 )	( 2 )	(3) = [(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]* 100	(7)=[(5)/(2)]* 100
Ordinary Resolution Reappointment of Sri P. Narendranath Chowdary as Director	Promoter & Promoter Group	38280394	29094594	76.00	29094594	0	100	0
	Public Institutional holders	34037	0	0	0	0	0	0
	Public - others	46657169	1285984	2.76	1283784	2200	99.83	0.17
	<b>Total:</b>	<b>84971600</b>	<b>30380578</b>	<b>78.76</b>	<b>30378378</b>	<b>2200</b>	<b>99.99</b>	<b>0.17</b>

<b>Resolution No.3</b>	<b>Promoter / Public</b>	<b>No. of shares held</b>	<b>No. of votes polled</b>	<b>% of Votes polled on outstanding shares</b>	<b>No. of votes in favour</b>	<b>No. of votes against</b>	<b>% of votes in favour on votes polled</b>	<b>% of votes against on votes polled</b>
		( 1 )	( 2 )	(3) = [(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]* 100	(7)=[(5)/(2)]* 100
Ordinary Resolution Reappointment of Sri Ravi Pendyala as Director	Promoter & Promoter Group	38280394	29094594	76.00	29094594	0	100	0
	Public Institutional holders	34037	0	0	0	0	0	0
	Public - others	46657169	1285984	2.76	1283784	2200	99.83	0.17
	<b>Total:</b>	<b>84971600</b>	<b>30380578</b>	<b>78.76</b>	<b>30378378</b>	<b>2200</b>	<b>99.99</b>	<b>0.17</b>

<b>Resolution No.4</b>	<b>Promoter / Public</b>	<b>No. of shares held</b>	<b>No. of votes polled</b>	<b>% of Votes polled on outstanding shares</b>	<b>No. of votes in favour</b>	<b>No. of votes against</b>	<b>% of votes in favour on votes polled</b>	<b>% of votes against on votes polled</b>
		( 1 )	( 2 )	(3) = [(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]* 100	(7)=[(5)/(2)]* 100
Ordinary Resolution Appointment of Brahmaya & Co., as Statutory Auditors for the FY 2014-15, 2015-16 & 2016-17 and fixing their remuneration for the FY 2014-15 at 2,60,000/- plus reim. Of travelling and out of pocket expenses	Promoter & Promoter Group	38280394	29094594	76.00	29094594	0	100	0
	Public Institutional holders	34037	0	0	0	0	0	0
	Public - others	46657169	1285984	2.76	1283784	2200	99.83	0.17
	<b>Total:</b>	<b>84971600</b>	<b>30380578</b>	<b>78.76</b>	<b>30378378</b>	<b>2200</b>	<b>99.99</b>	<b>0.17</b>

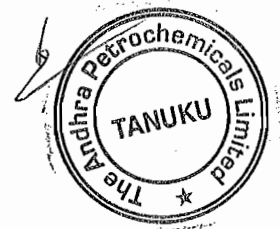


Resolution No.5 Ordinary Resolution 5. Ratification of resolution of the Board with regard to remuneration of Rs.1,00,000/- (Rupees one lakh only) per annum plus reimbursement of traveling and out of pocket expenses to be paid to M/s Narasimha Murthy & Co., Cost	Promoter / Public	No. of shares held	No. 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 & Promoter Group	38280394	29094594	76.00	29094594	0	100	0
	Public Institutional holders	34037	0	0	0	0	0	0
	Public - others	46657169	1285984	2.76	1283784	2200	99.83	0.17
	Total:	84971600	30380578	78.76	30378378	2200	99.99	0.17

Resolution No.6 Ordinary Resolution  Appointment of Sri K. Rajendra Prasad as Director liable to retire by rotation	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 & Promoter Group	38280394	38274594	99.98	38274594	0	0	0
	Public Institutional holders	34037	0	0	0	0	0	0
	Public - others	46657169	1285984	2.76	1283784	2200	99.83	0.17
	Total:	84971600	39560578	102.74485	39558378	2200	99.99	0.17

Resolution No.7 Ordinary Resolution  Appointment of Sri M R B Punja as Independent Director for a period of 5 years from 12th September, 2014	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 & Promoter Group	38280394	29094594	76.00	29094594	0	100	0
	Public Institutional holders	34037	0	0	0	0	0	0
	Public - others	46657169	1285984	2.76	1283784	2200	99.83	0.17
	Total:	84971600	30380578	78.76	30378378	2200	99.99	0.17

Resolution No.8 Ordinary Resolution  With regard to this Item the Resolution for appointment of Sri Justice G Ramanujam as Independent Director has not been passed due to his resignation with effect from 11.9.2014.	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 & Promoter Group	Resolution for appointment of Sri Justice G Ramanujam (Retd) (DIN 00015173) as Independent Director has been dropped due to his resignation w.e.f. 11th September, 2014						
	Public Institutional holders							
	Public - others							
	Total:							

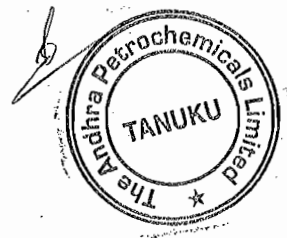


Resolution No.9 Ordinary Resolution	Promoter / Public	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
Appointment of Sri A A Krishnan as Independent Director for a period of 5 years from 12th September, 2014		( 1 )	( 2 )	(3) = $\frac{[(2)/(1)]^*}{100}$	(4)	(5)	(6) = $\frac{[(4)/(2)]^*}{100}$	(7) = $\frac{[(5)/(2)]^*}{100}$
	Promoter & Promoter Group	38280394	29094594	76.00	29094594	0	100	0
	Public Institutional holders	34037	0	0	0	0	0	0
	Public - others	46657169	1285984	2.76	1283784	2200	99.83	0.17
	Total:	84971600	30380578	78.76	30378378	2200	99.99	0.17

Resolution No.10 Ordinary Resolution	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
Appointment of Sri Surinder Kumar Kapoor as Independent Director for a period of 5 years from 12th September, 2014		( 1 )	( 2 )	(3) = $\frac{[(2)/(1)]^*}{100}$	(4)	(5)	(6) = $\frac{[(4)/(2)]^*}{100}$	(7) = $\frac{[(5)/(2)]^*}{100}$
	Promoter & Promoter Group	38280394	29094594	76.00	29094594	0	100	0
	Public Institutional holders	34037	0	0	0	0	0	0
	Public - others	46657169	1285984	2.76	1283784	2200	99.83	0.17
	Total:	84971600	30380578	78.76	30378378	2200	99.99	0.17

Resolution No.11 Special Resolution	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
Supersession of Ordinary Resolution passed at the 23rd Annual General Meeting held on 6th September, 2007 for according approval to Board of Directors to borrow funds upto a limit of Rs.500 crores		( 1 )	( 2 )	(3) = $\frac{[(2)/(1)]^*}{100}$	(4)	(5)	(6) = $\frac{[(4)/(2)]^*}{100}$	(7) = $\frac{[(5)/(2)]^*}{100}$
	Promoter & Promoter Group	38280394	29094594	76.00	29094594	0	100	0
	Public Institutional holders	34037	0	0	0	0	0	0
	Public - others	46657169	1285984	2.76	1283784	2200	99.83	0.17
	Total:	84971600	30380578	78.76	30378378	2200	99.99	0.17

Resolution No.12 Special Resolution	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
Supersession of Ordinary Resolution passed at the Extraordinary General Meeting held on 5th April, 2008 for mortgaging or charging all movable / immovable properties of the Company		( 1 )	( 2 )	(3) = $\frac{[(2)/(1)]^*}{100}$	(4)	(5)	(6) = $\frac{[(4)/(2)]^*}{100}$	(7) = $\frac{[(5)/(2)]^*}{100}$
	Promoter & Promoter Group	38280394	29094594	76.00	29094594	0	100	0
	Public Institutional holders	34037	0	0	0	0	0	0
	Public - others	46657169	1285984	2.76	1283784	2200	99.83	0.17
	Total:	84971600	30380578	78.76	30378378	2200	99.99	0.17



**SCRUTINIZER REPORT**  
**FOR E-VOTING CARRIED OUT FOR THE ANDHRA PETROCHEMICALS LIMITED**

To,  
The Chairman,  
THE ANDHRA PETROCHEMICALS LIMITED  
Venkatarayapuram  
Tanuku - 534 215  
West Godavari District  
Andhra Pradesh

30<sup>th</sup> Annual General Meeting of the Equity Shareholders of The Andhra Petrochemicals Limited to be held on Friday, September 12, 2014 at 3.00 P.M. at the Registered Office of the Company, Venkatarayapuram, Tanuku - 534 215

**Sub: Passing of Resolution(s) through electronic voting pursuant to section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014.**

Pursuant to the Resolution passed by the Board of The Andhra Petrochemicals Limited (hereinafter referred to as the "Company") on 21<sup>st</sup> July, 2014, I have been appointed as the Scrutinizer for the e-voting process as mentioned under clause (ix) of sub rule 3 of Rule 20 of the Companies (Management and Administration) Rules, 2014. I say, I am familiar and well versed with the concept of electronic voting system as prescribed under the said Rules and the SEBI circular dated 17<sup>th</sup> April 2014 issued in this regard.

The Company has appointed Central Depository Services Limited (CDSL) as the Service Provider for extending the facility of electronic voting to the shareholders of the Company. The Service Provider had provided a system for recording the votes of the shareholders electronically on all the items of the business (both Ordinary and Special businesses) sought to be transacted in the 30<sup>th</sup> Annual General Meeting (AGM) of the Company, which is scheduled to be held on Friday, September 12, 2014.

The Service Provider accordingly had set up e-Voting facility on their website, <https://www.evotingindia.com>. The Company had uploaded all the items of the business to be transacted on the website of the Company and also it's Service Provider to facilitate their shareholders to cast their vote through e-Voting.

As on the cut off date there were 80,214 shareholders of the Company. Company had sent the Notice of the AGM and instructions for e-voting through physical form.

The e-voting instructions sent contained the detailed procedure to be followed by the shareholders who were desirous of casting their votes electronically as provided in the Rule 20 of the Companies (Management and Administration) Rules, 2014.

The Cut-off date (record date) for the purposes of identifying the shareholders who will be entitled to vote on the resolutions placed for approval of the shareholders was June 30, 2014. As prescribed in the aforesaid Rules, the e-Voting facility was kept open for two days from Saturday, September 6, 2014 9:00 A.M. till Sunday September 7, 2014 5:30 P.M.



As prescribed in clause (v) of sub rule 3 of the Rule 20, the Company also released an advertisement, which was published more than 5 days in advance from the date of beginning of the voting period in English in The Deccan Chronicle newspaper dated August 29, 2014 and in Telugu in Andhra Bhoomi newspaper dated August 29, 2014. The notice published in the newspaper carried the required information as specified in Sub Rule 3(v) (a) to (g) of the said Rule 20.

At the end of the voting period on September 7, 2014 5:30 P.M., the voting portal of the Service Provider was blocked forthwith. On September 8, 2014, the votes cast through e-Voting facility was duly unblocked by me as a Scrutinizer in the presence of Mr. N. Ravi Kumar and Mr. Ch. Pradeep who acted as the witnesses, as prescribed in Sub Rule 3(xi) of the said Rule 20. They have signed below in confirmation of the votes being unblocked in their presence.

Witness: 1 (Mr. N. Ravi Kumar) *N. Ravi Kumar*

Witness: 2 (Mr. Ch. Pradeep) *Ch. Pradeep*

As a Scrutinizer the report of the e-Voting carried out by the shareholders was duly compiled, the details of which are as follows:

There are in all 12 shareholders holding 3871 equity shares of the Company, who have participated in the e-Voting process carried out by the Company.

The result of the E-voting is as under:

**Item No.1 – Ordinary Resolution:**

*“Adoption of Annual Accounts for the Financial Year ended 31<sup>st</sup> March, 2014”.*

	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	10	1671	43.17
(ii) Voted against the resolution	2	2200	56.83
(iii) Invalid votes	-	-	Not applicable

**Item No.2 – Ordinary Resolution:**

*“Reappointment of Sri P Narendranath Chowdary as Director”.*

	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	10	1671	43.17
(ii) Voted against the resolution	2	2200	56.83
(iii) Invalid votes	-	-	Not applicable



**Item No.3 – Ordinary Resolution:**

*“Reappointment of Sri Ravi Pendyala as Director”.*

	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	10	1671	43.17
(ii) Voted against the resolution	2	2200	56.83
(iii) Invalid votes	-	-	Not applicable

**Item No.4 – Ordinary Resolution:**

*“Appointment of M/s Brahmayya & Co., as Statutory Auditors for the Financial Years 2014-15, 2015-16 and 2016-17 and fixing their remuneration for the Financial Year 2014-15 at Rs.2,60,000/- (Rupees two lakhs sixty thousand only) plus reimbursement of travelling and out of pocket expenses”.*

	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	10	1671	43.17
(ii) Voted against the resolution	2	2200	56.83
(iii) Invalid votes	-	-	Not applicable

**Item No.5 – Ordinary Resolution:**

*“RESOLVED THAT pursuant to Section 148 of the Companies Act, 2013 and Companies (Audit and Auditors) Rules, 2014, the remuneration of Rs.1,00,000/- plus service tax as applicable and reimbursement of actual travel and out-of-pocket expenses for the Financial Year 2014-15 to be paid to M/s Narasimha Murthy & Co., (Regn. No. 000042) Cost Accountants, for the conduct of the cost audit of the Company as approved by the Board of Directors of the Company, be and is hereby ratified and confirmed”.*

	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	10	1671	43.17
(ii) Voted against the resolution	2	2200	56.83
(iii) Invalid votes	-	-	Not applicable



**Item No.6 – Ordinary Resolution:**

*“RESOLVED THAT Sri K Rajendra Prasad (DIN00143653) who was appointed by the Board of Directors as Additional Director of the Company with effect from 6th November, 2013 pursuant to Article 97 of the Articles of Association of the Company, holds office upto the date of the 30th Annual General Meeting of the Company in terms of Section 260 of the erstwhile Companies Act, 1956 (“Act”) or any statutory modification thereof or any re-enactment of the said Act, and in respect of whom the Company has received a notice in writing from a Member of the Company under Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director of the Company, be and is hereby appointed as Director of the Company liable to retire by rotation.”*

	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	10	1671	43.17
(ii) Voted against the resolution	2	2200	56.83
(iii) Invalid votes	-	-	Not applicable

**Item No.7 – Ordinary Resolution:**

*“RESOLVED THAT pursuant to the provisions of Sections 149 & 152 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder, read with Schedule IV to the said Act, Sri M R B Punja (DIN 00007228) who retires by rotation under the erstwhile Companies Act, 1956 and who offers himself for appointment, be and is hereby appointed as Independent Director of the Company for a term upto five consecutive years commencing from 12th September, 2014, not liable to retire by rotation”.*

	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	10	1671	43.17
(ii) Voted against the resolution	2	2200	56.83
(iii) Invalid votes	-	-	Not applicable

**Item No.8 – Ordinary Resolution:**

*“RESOLVED THAT pursuant to the provisions of Sections 149 & 152 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder, read with Schedule IV to the said Act, Sri Justice G Ramanujam (Retd.) (DIN 00015173) who retires by rotation under the erstwhile Companies Act, 1956 and who offers himself for appointment, be and is hereby appointed as Independent Director of the Company for a term upto five consecutive years commencing from 12th September, 2014, not liable to retire by rotation”.*





	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	10	1671	43.17
(ii) Voted against the resolution	2	2200	56.83
(iii) Invalid votes	-	-	Not applicable

**Item No.9 – Ordinary Resolution:**

*“RESOLVED THAT pursuant to the provisions of Sections 149 & 152 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder, read with Schedule IV to the said Act, Sri A A Krishnan (DIN 00086374) whose period of office is subject to retirement by rotation under the erstwhile Companies Act, 1956 and who offers himself for appointment, be and is hereby appointed as Independent Director of the Company for a term upto five consecutive years commencing from 12th September, 2014, not liable to retire by rotation”.*

	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	10	1671	43.17
(ii) Voted against the resolution	2	2200	56.83
(iii) Invalid votes	-	-	Not applicable

**Item No.10 – Ordinary Resolution:**

*“RESOLVED THAT pursuant to the provisions of Sections 149 & 152 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder, read with Schedule IV to the said Act, Sri Surinder Kumar Kapoor (DIN 03058069) whose period of office is subject to retirement by rotation under the erstwhile Companies Act, 1956 and who offers himself for appointment, be and is hereby appointed as Independent Director of the Company for a term upto five consecutive years commencing from 12th September, 2014, not liable to retire by rotation”.*

	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	10	1671	43.17
(ii) Voted against the resolution	2	2200	56.83
(iii) Invalid votes	-	-	Not applicable



**Item No.11 – Special Resolution:**

“RESOLVED THAT in supersession of Resolution passed at the Twenty Third Annual General Meeting of the Company held on 6th September, 2007, consent of the Company be and is hereby accorded to the Board of Directors in terms of Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013, to borrow any sum or sums of monies from time to time which together with the monies already borrowed by the obtained from the Company's Bankers in the ordinary course of business) may exceed the aggregate of the Paid-up Capital of the Company and its Free Reserves; that is to say, reserves not set apart for any specific purpose, provided that the total amount so borrowed shall not at any time exceed the limit of Rs.500 crores (Rupees five hundred crores only).”

	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	10	1671	43.17
(ii) Voted against the resolution	2	2200	56.83
(iii) Invalid votes	-	-	Not applicable

**Item No.12 – Special Resolution:**

“RESOLVED THAT in supersession of Resolution passed at the Extraordinary General Meeting of the Company held on 5th April, 2008, consent of the Company be and is hereby accorded to the Board of Directors in terms of Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013, for mortgaging and/or charging on First Charge basis by the Board of Directors of the Company of all the immovable and movable properties of the Company wheresoever situate, present and future, and the whole of the undertaking of the Company together with power to takeover the management of the business and concern of the Company in certain events, to or in favour of Banks (collectively referred to as “Lenders”) (on pari passu with the Charges already created in favour of existing Lenders and the Lenders inter se and subject to prior Second Charge created in favour of Company's Bankers in respect of working capital sanctioned by them) for financing Optimisation and Modernisation of Company's existing Oxo-Alcohols Plant of 39,000 tonnes per annum capacity at Visakhapatnam, Andhra Pradesh so as to raise its capacity to 73,000 tonnes per annum at an estimated cost of Rs.320 crores (Rupees three hundred twenty crores only) to secure Rupee Term Loan not exceeding Rs.192 crores (Rupees one hundred ninety two crores only) availed from the following Lenders to the Company:

	Rs. in crores
a IDBI Bank Ltd. (IDBI)	54.00
b State Bank of India (SBI)	46.00
c State Bank of Hyderabad (SBH)	46.00
d Andhra Bank (AB)	46.00
Total	192.00

together with interest thereon at the respective agreed rates, compound interest, additional interest, liquidated damages, premia on prepayment or on redemption, costs, charges, expenses and other monies payable by the Company to the Lenders under their Loan Agreements entered into by the Company in respect of the said Term Loans.



*RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts and things as may be necessary for giving effect to the above Resolution."*

	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	10	1671	43.17
(ii) Voted against the resolution	2	2200	56.83
(iii) Invalid votes	-	-	Not applicable

Thanking you,

Yours faithfully,

For NEKKANTI S.R.V.V.S. NARAYANA & CO.



NEKKANTI S.R.V.V.S. NARAYANA

Proprietor

C.P.No.7839

Place: Hyderabad

Date: September 8, 2014



**NEKKANTI S.R.V.V.S. NARAYANA & CO.**  
**Company Secretaries**

Flat No. 407, Malik Chambers,  
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FORM No. MGT-13

Report of Scrutinizer(s)

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies  
(Management and Administration) Rules, 2014]

To,  
The Chairman,  
30<sup>th</sup> Annual General Meeting of THE ANDHRA PETROCHEMICALS LIMITED  
Venkatarayapuram  
Tanuku - 534 215  
West Godavari District  
Andhra Pradesh

Dear Sir,

I, Nekkanti S.R.V.V.S. Narayana, appointed as Scrutinizer(s) for the purpose of the poll taken on the below mentioned resolution(s), at the 30<sup>th</sup> Annual General Meeting of the Equity Shareholders of The Andhra Petrochemicals Limited (the Company), held on Friday, September 12, 2014 at 3.00 P.M. at the Registered Office of the Company, Venkatarayapuram, Tanuku - 534 215, submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, 1 (One) ballot box kept for polling was locked in my presence with due identification marks placed by me.
2. The locked ballot box was subsequently opened in my presence and in presence of two witnesses and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company and the authorizations / proxies lodged with the Company.
3. One poll paper, which was otherwise found defective has been treated as invalid and kept separately.
4. The result of the Poll is as under:

**Item No.1 – Ordinary Resolution:**

*“Adoption of Annual Accounts for the Financial Year ended 31<sup>st</sup> March, 2014”.*

	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	87	30376707	100
(ii) Voted against the resolution	-	-	
(iii) Invalid votes	1	200	Not applicable



**Item No.2 – Ordinary Resolution:**

*“Reappointment of Sri P Narendranath Chowdary as Director”.*

	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	87	30376707	100
(ii) Voted against the resolution	-	-	
(iii) Invalid votes	1	200	Not applicable

**Item No.3 – Ordinary Resolution:**

*“Reappointment of Sri Ravi Pendyala as Director”.*

	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	87	30376707	100
(ii) Voted against the resolution	-	-	
(iii) Invalid votes	1	200	Not applicable

**Item No.4 – Ordinary Resolution:**

*“Appointment of M/s Brahmayya & Co., as Statutory Auditors for the Financial Years 2014-15, 2015-16 and 2016-17 and fixing their remuneration for the Financial Year 2014-15 at Rs.2,60,000/- (Rupees two lakhs sixty thousand only) plus reimbursement of travelling and out of pocket expenses”.*

	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	87	30376707	100
(ii) Voted against the resolution	-	-	
(iii) Invalid votes	1	200	Not applicable



**Item No.5 – Ordinary Resolution:**

*“RESOLVED THAT pursuant to Section 148 of the Companies Act, 2013 and Companies (Audit and Auditors) Rules, 2014, the remuneration of Rs.1,00,000/- plus service tax as applicable and reimbursement of actual travel and out-of-pocket expenses for the Financial Year 2014-15 to be paid to M/s Narasimha Murthy & Co., (Regn. No. 000042) Cost Accountants, for the conduct of the cost audit of the Company as approved by the Board of Directors of the Company, be and is hereby ratified and confirmed”.*

	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	87	30376707	100
(ii) Voted against the resolution	-	-	
(iii) Invalid votes	1	200	Not applicable

**Item No.6 – Ordinary Resolution:**

*“RESOLVED THAT Sri K Rajendra Prasad (DIN00143653) who was appointed by the Board of Directors as Additional Director of the Company with effect from 6th November, 2013 pursuant to Article 97 of the Articles of Association of the Company, holds office upto the date of the 30th Annual General Meeting of the Company in terms of Section 260 of the erstwhile Companies Act, 1956 (“Act”) or any statutory modification thereof or any re-enactment of the said Act, and in respect of whom the Company has received a notice in writing from a Member of the Company under Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director of the Company, be and is hereby appointed as Director of the Company liable to retire by rotation.”*

	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	88	39556707	100
(ii) Voted against the resolution	-	-	
(iii) Invalid votes	1	200	Not applicable

**Item No.7 – Ordinary Resolution:**

*“RESOLVED THAT pursuant to the provisions of Sections 149 & 152 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder, read with Schedule IV to the said Act, Sri M R B Punja (DIN 00007228) who retires by rotation under the erstwhile Companies Act, 1956 and who offers himself for appointment, be and is hereby appointed as Independent Director of the Company for a term upto five consecutive years commencing from 12th September, 2014, not liable to retire by rotation”.*



	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	87	30376707	100
(ii) Voted against the resolution	-	-	
(iii) Invalid votes	1	200	Not applicable

**Item No.8 – Ordinary Resolution:**

*“Resolution for appointment of Sri Justice G Ramanujam (Retd.) (DIN 00015173) as Independent Director has been dropped due to his resignation w.e.f. 11<sup>th</sup> September, 2014”.*

**Item No.9 – Ordinary Resolution:**

*“RESOLVED THAT pursuant to the provisions of Sections 149 & 152 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder, read with Schedule IV to the said Act, Sri A A Krishnan (DIN 00086374) whose period of office is subject to retirement by rotation under the erstwhile Companies Act, 1956 and who offers himself for appointment, be and is hereby appointed as Independent Director of the Company for a term upto five consecutive years commencing from 12th Sepember, 2014, not liable to retire by rotation”.*

	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	87	30376707	100
(ii) Voted against the resolution	-	-	
(iii) Invalid votes	1	200	Not applicable

**Item No.10 – Ordinary Resolution:**

*“RESOLVED THAT pursuant to the provisions of Sections 149 & 152 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder, read with Schedule IV to the said Act, Sri Surinder Kumar Kapoor (DIN 03058069) whose period of office is subject to retirement by rotation under the erstwhile Companies Act, 1956 and who offers himself for appointment, be and is hereby appointed as Independent Director of the Company for a term upto five consecutive years commencing from 12th September, 2014, not liable to retire by rotation”.*



	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	87	30376707	100
(ii) Voted against the resolution	-	-	
(iii) Invalid votes	1	200	Not applicable

**Item No.11 – Special Resolution:**

*“RESOLVED THAT in supersession of Resolution passed at the Twenty Third Annual General Meeting of the Company held on 6th September, 2007, consent of the Company be and is hereby accorded to the Board of Directors in terms of Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013, to borrow any sum or sums of monies from time to time which together with the monies already borrowed by the obtained from the Company’s Bankers in the ordinary course of business) may exceed the aggregate of the Paid-up Capital of the Company and its Free Reserves; that is to say, reserves not set apart for any specific purpose, provided that the total amount so borrowed shall not at any time exceed the limit of Rs.500 crores (Rupees five hundred crores only).”*

	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	87	30376707	100
(ii) Voted against the resolution	-	-	
(iii) Invalid votes	1	200	Not applicable

**Item No.12 – Special Resolution:**

*“RESOLVED THAT in supersession of Resolution passed at the Extraordinary General Meeting of the Company held on 5th April, 2008, consent of the Company be and is hereby accorded to the Board of Directors in terms of Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013, for mortgaging and/or charging on First Charge basis by the Board of Directors of the Company of all the immovable and movable properties of the Company wheresoever situate, present and future, and the whole of the undertaking of the Company together with power to takeover the management of the business and concern of the Company in certain events, to or in favour of Banks (collectively referred to as “Lenders”) (on pari passu with the Charges already created in favour of existing Lenders and the Lenders inter se and subject to prior Second Charge created in favour of Company’s Bankers in respect of working capital sanctioned by them) for financing Optimisation and Modernisation of Company’s existing Oxo-Alcohols Plant of 39,000 tonnes per annum capacity at Visakhapatnam, Andhra Pradesh so as to raise its capacity to 73,000 tonnes per annum at an estimated cost of Rs.320 crores (Rupees three hundred twenty crores only) to secure Rupee Term Loan not exceeding Rs.192 crores (Rupees one hundred ninety two crores only) availed from the following Lenders to the Company:*





	<i>Rs. in crores</i>
a IDBI Bank Ltd. (IDBI)	54.00
b State Bank of India (SBI)	46.00
c State Bank of Hyderabad (SBH)	46.00
d Andhra Bank (AB)	46.00
<b>Total</b>	<u>192.00</u>

together with interest thereon at the respective agreed rates, compound interest, additional interest, liquidated damages, premia on prepayment or on redemption, costs, charges, expenses and other monies payable by the Company to the Lenders under their Loan Agreements entered into by the Company in respect of the said Term Loans.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts and things as may be necessary for giving effect to the above Resolution."

	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	87	30376707	100
(ii) Voted against the resolution	-	-	
(iii) Invalid votes	1	200	Not applicable

5. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", AGA INST" and those whose votes were declared invalid for each resolution is enclosed.
6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.

Thanking you,

Yours faithfully,

For NEKKANTI S.R.V.V.S. NARAYANA & CO.

*(Signature)*

NEKKANTI S.R.V.V.S. NARAYANA

Proprietor

C.P.No.7839

Place: Venkatarayapuram

Date: September 12, 2014



Witness 1: *(Signature)*  
ABBURI SATYANARAYANA

Witness 2: *(Signature)*  
LAKAMSANI SIVARAMA KRISHNA

**COMBINED SCRUTINIZER REPORT  
FOR E-VOTING & POLL FOR THE ANDHRA PETROCHEMICALS LIMITED**

To,  
The Chairman,  
30<sup>th</sup> Annual General Meeting of THE ANDHRA PETROCHEMICALS LIMITED  
Venkatarayapuram  
Tanuku - 534 215  
West Godavari District  
Andhra Pradesh

Sub: Passing of Resolution through electronic AND poll conducted at the 30<sup>th</sup> Annual General Meeting of THE ANDHRA PETROCHEMICALS LIMITED (the Company) held on 12<sup>th</sup> September, 2014

The Board of the Company at its meeting held on 21<sup>st</sup> July, 2014 had appointed me as Scrutinizer for the e-voting held between September 6, 2014 at 9.00 A.M. to September 7, 2014 at 5.30 P.M. and the Chairman of the 30<sup>th</sup> Annual General Meeting (AGM) has appointed me as the Scrutinizer for the Poll held at the 30<sup>th</sup> AGM of the Company on the September 12, 2014.

The Company had appointed Central Depository Services Limited (CDSL) as the Service Provider for extending the facility of electronic voting to the shareholders of the Company from Saturday, September 6, 2014 9:00 A.M. till Sunday September 7, 2014 5:30 P.M. The e-voting results were unblocked by me on September 8, 2014 in the presence of two witnesses. For further details kindly refer my Scrutinizer's report dated September 12, 2014 attached herewith.

At the 30<sup>th</sup> AGM of the Company held on September 12, 2014, the Chairman of the Company had *suo motto* called for a Poll to facilitate the members present in the meeting who could not participate in the e-voting to record their votes through the poll process. The Chairman of the AGM had appointed me as the Scrutinizer for the same. For further details kindly refer to my Scrutinizers report in form MGT 13 dated September 12, 2014



The result of the E-voting together with that of the Poll is as under:

Item no of Notice	Particulars of business	Votes in favour of the resolution		Votes against the resolution		Invalid votes	
		Nos.	%age	Nos.	%age	Nos.	%age
Item No.1 of Notice as ordinary resolution	E-voting	1671	43.17	2200	56.83	-	-
	Poll	30376707	100	-	-	200	-
	Total	30378378	99.99	2200	0.007	200	-
Item No.2 of Notice as ordinary resolution	E-voting	1671	43.17	2200	56.83	-	-
	Poll	30376707	100	-	-	200	-
	Total	30378378	99.99	2200	0.007	200	-
Item No.3 of Notice as ordinary resolution	E-voting	1671	43.17	2200	56.83	-	-
	Poll	30376707	100	-	-	200	-
	Total	30378378	99.99	2200	0.007	200	-
Item No.4 of Notice as ordinary resolution	E-voting	1671	43.17	2200	56.83	-	-
	Poll	30376707	100	-	-	200	-
	Total	30378378	99.99	2200	0.007	200	-
Item No.5 of Notice as ordinary resolution	E-voting	1671	43.17	2200	56.83	-	-
	Poll	30376707	100	-	-	200	-
	Total	30378378	99.99	2200	0.007	200	-
Item No.6 of Notice as ordinary resolution	E-voting	1671	43.17	2200	56.83	-	-
	Poll	39556707	99.99	-	-	200	-
	Total	39558378	99.99	2200	0.005	200	-
Item No.7 of Notice as ordinary resolution	E-voting	1671	43.17	2200	56.83	-	-
	Poll	30376707	100	-	-	200	-
	Total	30378378	99.99	2200	0.007	200	-
Item No.8 of Notice as ordinary resolution	E-voting	<i>Resolution for appointment of Sri Justice G Ramanujam (Retd.) (DIN 00015173) as Independent Director has been dropped due to his resignation w.e.f. 11<sup>th</sup> September, 2014</i>					
	Poll						
	Total						
Item No.9 of Notice as ordinary resolution	E-voting	1671	43.17	2200	56.83	-	-
	Poll	30376707	100	-	-	200	-
	Total	30378378	99.99	2200	0.007	200	-
Item No.10 of Notice as ordinary resolution	E-voting	1671	43.17	2200	56.83	-	-
	Poll	30376707	100	-	-	200	-
	Total	30378378	99.99	2200	0.007	200	-
Item No.11 of Notice as special resolution	E-voting	1671	43.17	2200	56.83	-	-
	Poll	30376707	100	-	-	200	-
	Total	30378378	99.99	2200	0.007	200	-
Item No.12 of Notice as special resolution	E-voting	1671	43.17	2200	56.83	-	-
	Poll	30376707	100	-	-	200	-
	Total	30378378	99.99	2200	0.007	200	-

All the Resolutions except the Item No.8 which was dropped stand passed under e-voting and poll with the requisite majority.

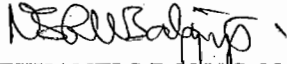


I hereby confirm that I am maintaining the Registers received from the Service Provider both electronically and manually, in respect of the votes cast through e-Voting and Poll by the shareholders of the Company. I shall be arranging to hand over these records to you or such other person as authorized by you.

Thanking you,

Yours faithfully,

For NEKKANTI S.R.V.V.S. NARAYANA & CO.



NEKKANTI S.R.V.V.S. NARAYANA

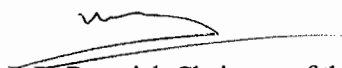
Proprietor

C.P.No.7839

Place: Venkatarayapuram

Date: September 12, 2014



  
Signed by Dr. B.B. Ramaiah Chairman of the meeting