

CS R. Venkatasubramanian,
M.Sc., Dip.in O.R., MIA., ACMA., ACS
PRACTISING COMPANY SECRETARY

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**COMBINED SCRUTINIZER REPORT FOR E-VOTING AND POLL
FOR DALMIA REFRACTORIES LIMITED**

To,
The Chairman of the Meeting
Dalmia Refractories Limited,
(Formerly Shri Nataraj Ceramic and Chemical Industries Limited),
Dalmiapuram, P.O. Kallakudi - 621 651, Tiruchirapalli District, Tamil Nadu.

Sub: Passing of Resolution through electronic voting AND poll conducted at the 41st Annual General Meeting ("AGM") OF DALMIA REFRACTORIES LIMITED (Formerly Shri Nataraj Ceramic and Chemical Industries Limited) held at the Registered Office of the Company at Dalmiapuram, P.O. Kallakudi-621 651, Distt. Tiruchirapalli, Tamil Nadu on Tuesday, the 12th day of August, 2014 at 11.00 A.M.

The company had appointed me as a scrutinizer to scrutinize the e-voting process and the Chairman of the Annual General Meeting has appointed me as the Scrutinizer for the poll held at the 41st AGM of the company held on the August 12, 2014. The e-voting was held between August 06, and 08, 2014.

The company has appointed Karvy Computershare Private Limited ("KCPL" or "Karvy") as the Service Provider, for extending the facility of electronic voting to the shareholders of the company from August 06, till August 08, 2014. Karvy Computershare Private Limited ("KCPL" or "Karvy") are the Registrar and Share Transfer Agent for the company. The e-voting results were unblocked by me on August 09, 2014 in the presence of two witnesses. For further details kindly refer my Scrutinizer's report dated August 11, 2014 attached herewith.

At the 41st AGM of the company held on August 12th 2014, the Chairman of the Meeting had suo-motu i.e. on his own motion ordered for a poll under Section 109 of the companies Act, 2013, to facilitate the members present in the AGM 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 scrutinizer's report in form MGT 13 dated August, 12, 2014.

Resi : 75, Angarai Village, Lalgudi Taluk, Trichy Dist. Pin : 621 703 Ph : 0431 - 2541318 ; 2544818.

The result of the e-voting, together with that of the poll are 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 an Ordinary Resolution)	E-voting	70		0		1198	
	Poll	2043951		0		0	
	Total	2044021	99.94	0	0.00	1198	0.06
Item no.2 of Notice(As an Ordinary Resolution)	E-voting	45		25		1198	
	Poll	2043951		0		0	
	Total	2043996	99.94	25	0.00	1198	0.06
Item no.3 of Notice(As an Ordinary Resolution)	E-voting	70		0		1198	
	Poll	2043951		0		0	
	Total	2044021	99.94	0	0.00	1198	0.06
Item no.4 of Notice(As an Ordinary Resolution)	E-voting	70		0		1198	
	Poll	2043951		0		0	
	Total	2044021	99.94	0	0.00	1198	0.06
Item no.5 of Notice(As an Special Resolution)	E-voting	45		25		1198	
	Poll	2043933		0		18	
	Total	2043978	99.94	25	0.00	1216	0.06

Item no.5 of Notice(As an Special Resolution)	E-voting	45		25		1198	
	Poll	2043933		0		18	
	Total	2043978	99.94	25	0.00	1216	0.06
Item no.6 of Notice(As an Special Resolution)	E-voting	45		25		1198	
	Poll	2043951		0		0	
	Total	2043996	99.94	25	0.00	1198	0.06
Item no.7 of Notice(As an Special Resolution)	E-voting	70		0		1198	
	Poll	2043951		0		0	
	Total	2044021	99.94	0	0.00	1198	0.06
Item no.8 of Notice(As an Special Resolution)	E-voting	20		50		1198	
	Poll	2043893		0		58	
	Total	2043913	99.94	50	0.00	1256	0.06
Item no.9 of Notice(As an Ordinary Resolution)	E-voting	45		25		1198	
	Poll	2043951		0		0	
	Total	2043996	99.94	25	0.00	1198	0.06

All the Resolutions stands 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 votes cast through e-voting and poll by the shareholders of the company. I shall be arranging to hand over these records to the Chairman of the Meeting or such person to be authorized by him in due course.

Thanking you,

Yours Faithfully,



(R.VENKATASUBRAMANIAN)

(ACS - 3673;CP - 3893).

