



THE DHARAMSI MORARJI CHEMICAL CO. LTD.

REGD. OFFICE : PROSPECT CHAMBERS, 317/21, DR. D. N. ROAD, MUMBAI - 400 001. INDIA

To
The Secretary,
Bombay Stock Exchange Limited,
P.J.Towers, Dalal Street, Mumbai 400 023.

6th September, 2011

THE DHARAMSI MORARJI CHEMICAL CO. LTD.

Proceedings of the 90th Annual General Meeting for The Dharamsi Morarji Chemical Co. Ltd. held at Indian Merchants' Chamber Conference Hall (Walchand Hirachand Hall), IMC Marg, Churchgate, Mumbai 400 020, on Tuesday, the 6th September, 2011 at 11.45 a.m.

The following Directors/ Executives were present :

Shri Laxmikumar Narottam Goculdas	-	Chairman
Shri Haridas Tricumdas Kapadia	-	Director
Shri Madhu Thakorlal Ankleshwaria	-	Director
Shri Arvind Wasudeo Ketkar	-	Director
Shri Shantital Tejshi Shah	-	Director
Shri Bimal Lalitsingh Goculdas	-	Chief Executive Officer
Shri Dilip Trimbak Gokhale	:	Company Secretary

1. 82 Members were present.
2. 20 proxies in favour of Shri Laxmikumar Narottam Goculdas & others covering 1,03,53,766 Equity Shares were received, which constitute 48.71% of the share holding of the Company.
3. Shri Laxmikumar Narottam Goculdas took the Chair, pursuant to Article 93 of the Company's Articles of Association.
4. The Chairman declared that the meeting was properly constituted with the requisite quorum.
5. The following were laid on the table :
 - a. The Directors' Report, Audited Statements of Account and Auditors' Report.
 - b. Proxy Register.
 - c. Register of Directors' Shareholdings.



6. The Company Secretary read out the report of Messrs. K.S. Aiyar & Co., the Auditors of the Company on the Accounts for the nine months financial year ended 31st March, 2011.
7. The Chairman delivered his Speech.
8. The Chairman proposed the Resolution for ADOPTION OF ACCOUNTS for the nine months financial year ended 31st March, 2011, which was seconded by Shri J.R.Batiwala. The Chairman invited queries from the shareholders and after replying satisfactorily to the queries, he put the Resolution to vote and declared the same as carried 'Nem Con' on a show of hands.
9. Shri Dinesh Kotecha proposed the Resolution in respect of RE-APPOINTMENT OF SHRI LAXMIKUMAR NAROTTAM GOCULDAS as Director, which was seconded by Shri. Beruz. The Chairman put the Resolution to vote and declared the same as carried 'Nem Con' on a show of hands.
10. Shri Dinesh G. Bhatia proposed the Resolution in respect of RE-APPOINTMENT OF SHRI MADHU THAKORLAL ANKLESHWARIA as Director, which was seconded by Shri. Narendra Jhaveri. The Chairman put the Resolution to vote and declared the same as carried 'Nem Con' on a show of hands.
11. Ms. C.E. Mascarenhas proposed the Resolution in respect of APPOINTMENT OF M/S.K.S.AIYAR & CO. AS AUDITORS, which was seconded by Shri Vinitkumar Parikh. The Chairman put the Resolution to vote and declared the same as carried 'Nem Con' on a show of hands.
12. Shri B.V.Sanghavi proposed the Resolution in respect of REVISION IN REMUNERATION OF SHRI BIMAL LALITSINGH GOCULDAS, CHIEF EXECUTIVE OFFICER AND 'MANAGER' OF THE COMPANY WITHIN THE MEANING OF THE COMPANIES ACT, 1956, which was seconded by Shri Amit Panchamia. The Chairman put the Resolution to vote and declared the same as carried 'Nem Con' on a show of hands.
13. With a vote of thanks to the Chair, the meeting was terminated.

CERTIFIED TRUE COPY

For The Dharamsi Morarji Chemical Co. Ltd.


D.T. Gokhale
Company Secretary