

23rd December, 2024

The Manager,
Listing Department,
National Stock Exchange of India Ltd,
Exchange Plaza,
Plot No. – C – 1, G Block,
Bandra – Kurla Complex,
Bandra (East),
Mumbai – 400051

The General Manager,
Department of Corporate Services,
BSE Ltd.,
1st Floor, New Trading Ring,
Rotunda Building,
P.J. Towers,
Dalal Street, Fort,
Mumbai – 400001

NSE Code – PCBL

BSE Scrip Code - 506590

Dear Sir,

Sub:- Postal Ballot by Voting through electronic means - Voting Results

i) Re-appointment of Mr. Kaushik Roy as the Managing Director of the Company

Further to our letters dated 29th October, 2024 and 21st November, 2024, we write to inform you that the Special Resolution for re-appointment of Mr. Kaushik Roy as the Managing Director of the Company, as set out in the Postal Ballot Notice dated 29th October, 2024 has been passed by the Members by requisite majority.

We enclose, as required under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Voting Results, in the prescribed format.

The said details are also being uploaded on the website of the Company at www.pcblltd.com, website of the Stock Exchanges where the securities of the Company are listed, namely, National Stock Exchange of India Limited (NSE) and BSE Limited (BSE) at www.nseindia.com and www.bseindia.com and the website of National Securities Depository Limited (NSDL) (Agency for providing the Remote e-Voting facility) at www.evoting.nsdl.com.

The Voting Results are also being displayed on the Notice Board at the Company's Registered Office. Kindly take the above mentioned information in record and oblige.

Thanking you,

Yours faithfully,
For **PCBL Chemical Limited**

K. Mukherjee
Company Secretary and Chief Legal Officer

Encl: As above

PCBL Chemical Limited

Registered Office: 31 Netaji Subhas Road, Kolkata – 700 001, West Bengal, India

Corporate Office: RPSG House, 4th Floor, 2/4 Judges Court Road, Kolkata – 700 027, West Bengal, India

P: +91 33 6625 1443 | **E:** pcblltd@rpsg.in | **W:** www.pcblltd.com | **CIN:** L23109WB1960PLC024602

Note: "PCBL Chemical Limited" was formerly known as "PCBL Limited"

| PCBL Chemical Limited - Compliance under Regulation 44(3) of the SEBI Listing Regulations | | | | | | | | |
|---|----------------|---|---------------------|--|--------------------------|-----------------------|--------------------------------------|------------------------------------|
| Date of the AGM / EGM | | Postal Ballot / Remote E-Voting Period - 22nd November, 2024 to 21st December, 2024 | | | | | | |
| Total number of shareholders on cut-off date, i.e. 15th November, 2024 | | 300678 | | | | | | |
| No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public: | | N.A. | | | | | | |
| No. of Shareholders who attended the meeting through Video Conferencing: Promoters and Promoter Group: Public: | | N.A. | | | | | | |
| Agenda - wise disclosure | | | | | | | | |
| Resolution Required : (Ordinary / Special) | | | | 1. Special - Re-appointment of Mr. Kaushik Roy as the Managing Director of the Company | | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | | Promoter and Promoter group have voted in favour of the Resolution (51.41%) | | | | |
| Category | Mode of Voting | 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 |
| | | [1] | [2] | [3]={[2]/[1]}*100 | [4] | [5] | [6]={[4]/[2]}*100 | [7]={[5]/[2]}*100 |
| Promoter and Promoter Group | E-Voting | | 194036210 | 100.0000 | 194036210 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot | 194036210 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 194036210 | 100.0000 | 194036210 | 0 | 100.0000 | 0.0000 |
| Public Institutions | E-Voting | | 35998100 | 72.4148 | 22325225 | 13672875 | 62.0178 | 37.9822 |
| | Postal Ballot | 49710968 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 35998100 | 72.4148 | 22325225 | 13672875 | 62.0178 | 37.9822 |
| Public Non Institutions | E-Voting | | 2236807 | 1.6728 | 2207544 | 29263 | 98.6918 | 1.3082 |
| | Postal Ballot | 133715426 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 2236807 | 1.6728 | 2207544 | 29263 | 98.6918 | 1.3082 |
| Total | | 377462604 | 232271117 | 61.5349 | 218568979 | 13702138 | 94.1008 | 5.8992 |

**CERTIFIED TRUE COPY
PCBL CHEMICAL LIMITED**

**COMPANY SECRETARY
FCS-5000**

ANJAN KUMAR ROY & CO
COMPANY SECRETARIES
A Peer Reviewed Firm

Pursuant to the Guidelines issued by the Institute of Company Secretaries of India

UDIN: F005684F003459992

SCRUTINIZER'S REPORT

Date: 23rd December, 2024

To
The Chairman / Director(s)
M/S. PCBL CHEMICAL LIMITED
(Formerly known as PCBL Limited)
31 Netaji Subhas Road
Kolkata – 700001

Sub: Scrutinizer's Report on "Postal Ballot through remote e-voting" from 22nd November, 2024 to 21st December, 2024, in respect of passing of resolution as set-out in the Postal Ballot Notice issued by M/S. PCBL CHEMICAL LIMITED (Formerly known as PCBL Limited) dated 29th October, 2024

Dear Sir,

(A) I Anjan Kumar Roy (FCS No.: 5684 and C.P. No.: 4557), Proprietor of M/S. ANJAN KUMAR ROY & CO. COMPANY SECRETARIES, have been appointed, vide a resolution passed by the Board of Directors of M/S. PCBL CHEMICAL LIMITED (CIN: L23109WB1960PLC024602) (herein after to be referred as "the Company") at their meeting held on 29th October, 2024, as the Scrutinizer, pursuant to the provisions of Section 110 and 108 of the Companies Act, 2013 read with the rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended from time to time (hereinafter to be referred as "the Rules"), to carry out the scrutiny, in a fair and transparent manner, of votes cast by the members of the Company through Postal Ballot conducted by way of electronic means (here in after to be referred as "remote e-voting") in respect of the resolution as mentioned in paragraph (C) of this report and as also contained in the Notice of Postal Ballot dated 29th October, 2024.

(B) I have conducted the scrutiny of the votes cast by the members of the Company through Postal Ballot by remote e-voting, in respect of the resolution mentioned below in paragraph (C) of this report pursuant to the provisions of Section 110 and Section 108 of the Companies Act 2013, read with the rules and pursuant to Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015, Secretarial Standard on General Meetings (SS-2) issued by the Institute Of Company Secretaries of India in terms of Section 118 of the Companies Act, 2013 read with the relevant circulars issued by the Ministry of Corporate Affairs, Government of India and by the Securities and Exchange Board of India (SEBI). Accordingly, I submit my report as hereunder;

Office Address: GR 1, Gouri Bhaban, 28A Gurupada Halder Road, Kolkata- 700026. E-mail:
akroyco@yahoo.co.in/anjanroy_2003@yahoo.co.in. Mobile Ph Nos. 9830201949/9831891949.

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UDIN: F005684F003459992

- i. As per the information and documents provided to me, by the officers of the Company, the Company has completed by 21st November, 2024 the dispatch of the Notice of Postal Ballot dated 29th October, 2024 along with the Statement pursuant to Section 102 of the Companies Act, 2013, to the members of the Company, whose e-mail addresses were registered with the Company/Depositories/Registrar and Share Transfer Agent as on the cut – off date i.e. Friday, 15th November, 2024. Further, I have been informed by the officers of the Company and have personally verified that the relevant Notice of Postal Ballot has been placed on the website of the Company.
- ii. The Notice of Postal Ballot dated 29th October, 2024, mentioned *inter alia* that the item of business would be transacted by voting through Postal Ballot by Electronic means, the necessary facilities for Electronic voting process to be provided by the National Securities Depository Limited (here in after referred as “NSDL”).
- iii. I have been shown by the officers of the Company, the advertisement of Notice of Postal Ballot made on Friday, 22nd November, 2024 in newspapers being “Business Standard” (English daily, all editions) and “Aajkal” (Bengali daily, Kolkata edition) containing, *inter alia*, the following information:
 - a. Statement to the effect that the voting on the resolution proposed for consideration by the shareholders of the Company is to be transacted through Postal Ballot by way of electronic means that is by remote e-voting.
 - b. Statement that the period of remote e-voting shall commence on Friday, 22nd November, 2024 at 09:00 A.M. (IST) and shall end on Saturday, 21st December, 2024 at 5:00 P.M. (IST).
 - c. Statement that the CUT-OFF date for determining eligibility to cast votes was Friday, 15th November, 2024.
 - d. Statement that the remote e-voting module shall be disabled for voting after 5:00 P.M. (IST) Saturday, 21st December, 2024.
 - e. Website address of the Company and of the said NSDL where Notice of the said postal ballot have been displayed.
 - f. Contact details, in case of queries in respect of the Electronic voting.
- iv. I have received the relevant Board resolution passed by the Board of Directors of corporate shareholders of the Company authorizing person(s) to act and vote pursuant to section 113 of the Companies Act, 2013, on the resolutions mentioned in the Notice of Postal Ballot dated 29th October, 2024.
- v. The said Remote E - voting at the NSDL portal www.evoting.nsdl.com was unblocked by me at 05:12 P.M. (IST) on 21st December, 2024, that is after the aforesaid remote e-voting

Office Address: GR 1, Gouri Bhaban, 28A Gurupada Halder Road, Kolkata- 700026. E-mail: akroyco@yahoo.co.in/anjanroy_2003@yahoo.co.in. Mobile Ph Nos. 9830201949/9831891949.

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was completed. The said Remote E - voting was unblocked by me in the presence of the following persons;

a. Mr. Sandip Paul

b. Ms. Ritwika Roy

who are not in the employment of the Company.

- vi. The final data of voting through Postal Ballot by remote e-voting, containing the details of votes cast by remote e-voting mode has been downloaded from the portal of NSDL: www.evoting.nsdl.com, the agency which was appointed by the Company to provide and maintain and which provided and maintained the platform for Electronic voting.

(C) That the details of the aforesaid "Voting through Postal Ballot by Electronic Means" are as hereunder:

Item No. 1 Special Business, Special Resolution:

Re-appointment of Mr. Kaushik Roy as the Managing Director of the Company

i) Voted in **favor** of the resolution:

| Mode of Voting | No. of Voters (folios) | No. of votes cast (one share, one vote basis) | % of total no. of valid votes cast |
|-----------------|------------------------|---|------------------------------------|
| Remote E-Voting | 1217 | 218568979 | 94.1008 |
| Total | 1217 | 218568979 | 94.1008 |

ii) Voted in **against** of the resolution:

| Mode of Voting | No. of Voters (folios) | No. of votes cast (one share, one vote basis) | % of total no. of valid votes cast |
|-----------------|------------------------|---|------------------------------------|
| Remote E-Voting | 126 | 13702138 | 5.8992 |
| Total | 126 | 13702138 | 5.8992 |

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iii) **Invalid Votes:**

| Mode of Voting | No. of Voters (folios) | No. of votes cast (one share, one vote basis) |
|-----------------|------------------------|---|
| Remote E-Voting | - | - |
| Total | - | - |

FOR, ANJAN KUMAR ROY & CO.
Company Secretaries

**Anjan
Kumar Roy**

Digitally signed by Anjan
Kumar Roy
Date: 2024.12.23 11:56:12
+05'30'

ANJAN KUMAR ROY

FCS 5684

C.O.P. No. 4557

C.O.P. Unique Code: I2002WB282300

UDIN: F005684F003459992

Peer Review Certificate No.: 869/2020

Firm Unique Code: S2002WB051400

Scrutinizer for and in respect of the "Voting through Postal Ballot by Electronic Means" of PCBL Chemical Limited, pursuant to Notice of Postal Ballot dated 29th October, 2024.