

26th April, 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

NSE Code – PCBL

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

BSE Scrip Code - 506590

Dear Sir,

Sub:- Outcome of Postal Ballot held on 26th April, 2024 - Disclosure of Voting Results of Postal Ballot through Electronic Voting under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”)

Ref:- Postal Ballot Notice dated 27th March, 2024

Further to our letter dated 27th March, 2024 with respect to the Postal Ballot Notice dated 27th March, 2024 for seeking approval of the shareholders of the Company with regard to the Special Resolution contained in the Postal Ballot Notice and in accordance with Regulation 44(3) of the SEBI Listing Regulations, we write to inform you that the Company had provided the facility of Postal Ballot and Remote e-Voting to its shareholders as per the Register of Members as on the cut-off date, i.e. Friday, 22nd March, 2024. The Postal Ballot and the Remote e-Voting period was open from Thursday, 28th March, 2024 at 9:00 A.M. (IST) to Friday, 26th April, 2024 at 5:00 P.M (IST). Accordingly, remote e-Voting by the shareholders has been carried out through the Postal Ballot and the Remote e-Voting processes. The afore-mentioned Remote e-Voting concluded on Friday, 26th April, 2024 at 5:00 P.M (IST).

Pursuant to the requirements of Regulation 44(3) of the SEBI Listing Regulations, we enclose herewith the Voting Results in the prescribed format along with the Scrutinizer’s Report dated 26th April, 2024 issued by Mr. Anjan Kumar Roy, Practicing Company Secretary (FCS – 5684, CP – 4557) (marked as “**Annexure – A**”). Accordingly, the proposed Special Resolution has been passed by the Members with requisite majority, through postal ballot by remote e-Voting process.

PCBL 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:** pcbl@rpsg.in | **W:** www.pcblttd.com | **CIN:** L23109WB1960PLC024602

The results along with the Scrutinizer's Report are being uploaded on the 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 respectively, website of the Company at www.pcblltd.com , the website of National Securities Depository Limited (NSDL) (Agency for providing the Remote e-Voting facility) at www.evoting.nsdl.com as well as at the Registered Office of the Company.

Kindly acknowledge the afore-mentioned information and oblige.

Yours faithfully,

For **PCBL LIMITED**

K. Mukherjee
Company Secretary and Chief Legal Officer

Encl: As above

PCBL Limited

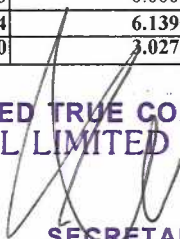
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"Annexure - A"								
PCBL Limited - Postal Ballot through remote e-Voting - Voting Results under Regulation 44(3) of SEBI Listing Regulations								
Date of Postal Ballot	Postal Ballot / Remote E-Voting Period - 28th March, 2024 to 26th April, 2024							
Total number of shareholders on cut-off date, 22nd March, 2024	246834							
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	Not Applicable							
No. of Shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group: Public:	Not Applicable							
Agenda - wise disclosure								
Resolution Required : (Ordinary / Special)				1. Special - Issuance of Warrants on a Preferential Basis and matters related therewith				
Whether promoter/ promoter group are interested in the agenda/resolution?				Other than Rainbow Investments Limited, Quest Capital Markets Limited and Stel Holdings Limited, none of the promoter/promoter group are concerned or interested in this Resolution.				
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	Remote E-Voting	194036210	194036210	100.0000	194036210	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		194036210	100.0000	194036210	0	100.0000	0.0000
Public Institutions	Remote E-Voting	51062227	34072041	66.7265	27185274	6886767	79.7876	20.2124
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		34072041	66.7265	27185274	6886767	79.7876	20.2124
Public Non Institutions	Remote E-Voting	132364167	582918	0.4404	547129	35789	93.8604	6.1396
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		582918	0.4404	547129	35789	93.8604	6.1396
Total		377462604	228691169	60.5864	221768613	6922556	96.9730	3.0270

CERTIFIED TRUE COPY
PCBL LIMITED


SECRETARY

ANJAN KUMAR ROY & CO

COMPANY SECRETARIES

A Peer Reviewed Firm

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

UDIN: F005684F000227752

SCRUTINIZER'S REPORT

Date: 26th April, 2024

To
The Chairman/ Managing Director
M/s. PCBL Limited
(Formerly known as M/s. Phillips Carbon Black Limited)
31 Netaji Subhas Road
Kolkata – 700001

Sub: Scrutinizer's Report on "Voting through Postal Ballot by Electronic Means" ('remote e-voting') from 28th March, 2024 to 26th April, 2024, pursuant to the Notice of Postal Ballot issued by M/s. PCBL Limited (CIN: L23109WB1960PLC024602) dated 27th March, 2024.

Dear Sir,

(A) I Anjan Kumar Roy (FCS: 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 Limited** (herein after to be referred as "**the Company**") at their meeting held on **27th March, 2024**, as the Scrutinizer, pursuant to the provisions of Section 110 and 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2) issued by the Institute Of Company Secretaries of India, to carry out the scrutiny of votes, in a fair and transparent manner, cast by the members of the Company through Postal Ballot conducted by way of electronic means (here in after referred as "**remote e-voting**") in respect of resolutions as mentioned in paragraph (C) of this report and as also contained in the Notice of Postal Ballot dated **27th March, 2024**.

(B) I have conducted the scrutiny of the votes cast by the members of the Company through Postal Ballot conducted by way of electronic means, in respect of the resolutions 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 Companies (Management and Administration) Rules, 2014, as amended from time to time, and pursuant to Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015,

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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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 and also read with the General Circular Nos. 14/2020, 17/2020, 20/2020, 22/2020, 33/2020, 39/2020, 10/2021, 20/2021, 3/2022, 10/2022, 11/2022 and 09/2023 dated 8th April, 2020, 13th April, 2020, 5th May, 2020, 15th June, 2020, 28th September, 2020, 31st December, 2020, 23rd June, 2021, 8th December, 2021, 5th May, 2022, 28th December, 2022 and 25th September, 2023 respectively issued by the Ministry of Corporate Affairs, Government of India. Accordingly, I submit my report hereunder:

- i. As per the information and documents provided to me, by the officers of the Company, the Company has completed by **27th March, 2024** the dispatch of the Notice of Postal Ballot dated **27th March, 2024** along with the Statement pursuant to Section 102 of the Companies Act, 2013, to the members of the Company, whose e-mail addresses are registered with the Company/Depositories/Registrar and Share Transfer Agent as on the cut – off date i.e. **Friday, 22nd March, 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 **27th March, 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 **Thursday, 28th March, 2024** in newspapers being “**Business Standard**” (English daily, all editions) and “**Aajkaal**” (Bengali daily, Kolkata edition) containing, inter alia, the following information:
 - a. Statement to the effect that the voting on resolutions proposed for consideration by the shareholders of the Company are to be transacted through Postal Ballot by way of electronic means (here in after referred as “**remote e-voting**”).
 - b. Statement that the period of remote e-voting shall commence on **Thursday 28th March, 2024 at 09:00 A.M. (IST)** and shall end on **Friday, 26th April, 2024 at 5:00 P.M. (IST)**.
 - c. Statement that the CUT-OFF date for determining eligibility to cast votes was **Friday, 22nd March, 2024**.
 - d. Statement that the remote e-voting module shall be disabled for voting after **5:00 P.M. (IST) Friday, 26th April, 2024**.
 - e. Website address of the Company and of the said NSDL where Notice of the said postal ballot have been displayed.

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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- f. Contact details, in case of grievances/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 **27th March, 2024**.
- v. The said Remote E - voting at portal www.evoting.nsdl.com was unblocked by me at **05:08 P.M. (IST) on 26th April, 2024**, that is after the aforesaid remote e-voting was completed. The said Remote E - voting was unblocked by me in the presence of the following persons;
- a. **Mr. Sandip Paul**
- b. **Saurabh Jha**
- 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:

ISSUANCE OF WARRANTS ON A PREFERENTIAL BASIS AND MATTERS RELATED THEREWITH

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	1,235	22,17,68,613	96.9730
Total	1,235	22,17,68,613	96.9730



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

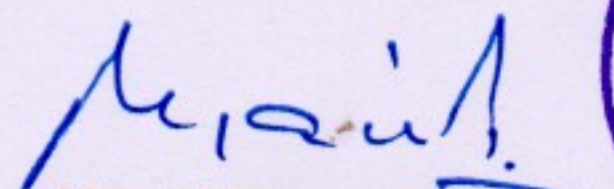
Mode of Voting	No. of Voters (folios)	No. of votes cast (one share, one vote basis)	% of total no. of valid votes cast
Remote E-Voting	125	69,22,556	3.0270
Total	125	69,22,556	3.0270

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

FCS 5684

CP 4557

UDIN: F005684F000227752

Peer Review Certificate No.: 869/2020

Scrutinizer for and in respect of the "Voting through Postal Ballot by Electronic Means" of M/s. PCBL Limited, pursuant to Notice of Postal Ballot dated 27th March, 2024.

