



PUNJAB CHEMICALS

AND CROP PROTECTION LTD.

CIN NO. L24231PB1975PLC047063

Regd. Office & Works

Milestone-18, Ambala-Kalka Road, Village & P.O. Bhankharpur, Derabassi, Distt SAS Nagar, Mohali (Punjab)-140201, INDIA

Tele: 01762-280086, 522250, Fax: 01762-280070, E-mail: info@punjabchemicals.com, Website: www.punjabchemicals.com

Date: September 27, 2023

BY E FILING

The Manager Department of Corporate Services BSE Limited MUMBAI-400 001 Re: BSE Scrip Code: 506618	The Manager Listing Department National Stock Exchange of India Limited MUMBAI-400 051 NSE Scrip Symbol: PUNJABCHEM
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Sub: Result of Postal Ballot and Disclosure in terms of Regulation 44 (3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir / Madam,

In furtherance to our letter dated August 24, 2023 regarding submission of the Notice of Postal Ballot dated August 3, 2023 ("Postal Ballot Notice"), it is hereby informed that the Special Resolutions for following matters as embodied in the Postal Ballot Notice has been passed by the members with requisite majority on the last date of remote e-voting i.e. on Tuesday, September 26, 2023:

- Appointment of Mrs. Tara Subramaniam (DIN: 07654007) as an Independent Director of the Company for the first term of five consecutive years with effect from August 3, 2023 upto August 2, 2028.
- Re-appointment of Mr. Shalil Shashikumar Shroff, (DIN: 00015621) as the Managing Director of the Company for a period of five years with effect from January 15, 2024 upto January 14, 2029 and to fix his remuneration for a period of three years with effect from January 15, 2024 upto January 14, 2027.

In this regard, please find enclosed the following:

- Voting results as required under Regulation 44(3) of the Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations), as **Annexure-1**.
- Scrutinizer's Report dated September 26, 2023, for remote e-voting, pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, as **Annexure-2**.

The voting results and the Scrutinizer's Report are being uploaded on the Company's website www.punjabchemicals.com and website of Central Depository (India) Services Limited www.evotingindia.com.

This is for your information and records.

Thanking you,

Sincerely yours,

**For PUNJAB CHEMICALS AND
CROP PROTECTION LTD.**

**RISHU CHATLEY
COMPANY SECRETARY
& COMPLIANCE OFFICER
(ACS 19932)**

Encls.: a/a

General information about company	
Scrip code	506618
NSE Symbol	PUNJABCHEM
MSEI Symbol	NOTLISTED
ISIN	INE277B01014
Name of the company	Punjab Chemicals and Crop Protection Limited
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	26-09-2023
Start time of the meeting	
End time of the meeting	
Scrutinizer Details	
Name of the Scrutinizer	P.S. Dua
Firms Name	P.S. Dua and Associates
Qualification	CS
Membership Number	4552
Date of Board Meeting in which appointed	03-08-2023
Date of Issuance of Report to the company	26-09-2023
Voting Results	
Record date	22-08-2023
Total number of shareholders on record date	22752
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	2
Disclosure of notes on voting results	

P.S. Dua



Resolution (1)								
Resolution required: (Ordinary / Special)			Special					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			Appointment of Mrs. Tara Subramaniam (DIN: 07654007) as an Independent Director of the Company for the first term of five consecutive years with effect from August 3, 2023 upto August 2, 2028.					
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		4518426	93.9599	4518426	0	100	0
	Poll	4808890	0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	4808890	4518426	93.9599	4518426	0	100	0
Public- Institutions	E-Voting		5123	1.3416	5123	0	100	0
	Poll	381854	0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	381854	5123	1.3416	5123	0	100	0
Public- Non Institutions	E-Voting		3898335	55.1279	3890664	7671	99.8032	0.1968
	Poll	7071441	0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	7071441	3898335	55.1279	3890664	7671	99.8032	0.1968
	Total	12262185	8421884	68.6818	8414213	7671	99.9089	0.0911
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	8210

Rishi



Resolution (2)								
Resolution required: (Ordinary / Special)			Special					
Whether promoter/promoter group are interested in the agenda/resolution?			Yes					
Description of resolution considered			Re-appointment of Mr. Shalil Shashikumar Shroff, (DIN: 00015621) as the Managing Director of the Company for a period of five years with effect from January 15, 2024 upto January 14, 2029 and to fix his remuneration for a period of three years with effect from January 15, 2024 upto January 14, 2027.					
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	4808890	0	0	0	0	0	0
	Poll		0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	
	Total		4808890	0	0	0	0	0
Public- Institutions	E-Voting	381854	5123	1.3416	0	5123	0	100
	Poll		0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	
	Total		381854	5123	1.3416	0	5123	0
Public- Non Institutions	E-Voting	7071441	3824433	54.0828	3808475	15958	99.5827	0.4173
	Poll		0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	
	Total		7071441	3824433	54.0828	3808475	15958	99.5827
	Total	12262185	3829556	31.2306	3808475	21081	99.4495	0.5505
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	8210

Rishu



55F, Sant Isher Singh Nagar, Pakhowal Road, Ludhiana - 141002 (Punjab), Tel. 0161 - 4623424
E-Mail: cspsdua@gmail.com

SCRUTINIZER'S REPORT

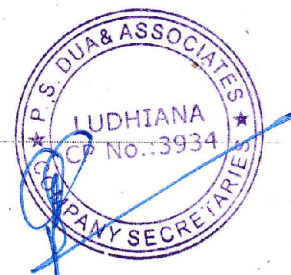
To,

Chairman/Company Secretary & Compliance Officer (Authorized Representative)
Punjab Chemicals and Crop Protection Limited
[CIN: L24231PB1975PLC047063]
Milestone 18, Ambala Kalka Road,
Village & P.O Bhankharpur, Derabassi
Mohali PB 140201 IN

**Sub: SCRUTINIZER'S REPORT ON THE POSTAL BALLOT PROCESS CONDUCTED
THROUGH REMOTE E-VOTING**

Dear Sir,

I, P.S Dua, Practicing Company Secretary (Membership No. 4552, COP No. 3934) of P.S. Dua & Associates have been appointed as the Scrutinizer by the Board of Directors of Punjab Chemicals And Crop Protection Limited (CIN:L24231PB1975PLC047063) for scrutinizing postal ballot which was conducted only through electronic means in respect of the resolution contained in the Postal Ballot Notice dated August 3, 2023 in a fair and transparent manner and for ascertaining the requisite majority for the resolution proposed to be passed with respect to the provisions of Section 108 and Section 110 of the Companies Act, 2013 ("the Act") read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 (as amended) and in terms of the General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 5, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28,2020, General Circular No. 39/2020 dated December 31,2020, General Circular No. 10/2021 dated June 23,2021 and General Circular No. 20/2021 dated December 8, 2021 and General Circular No. 3/2022 dated May 5, 2022 and General Circular No. 11/2022 dated December 28, 2022 (the "MCA Circulars"), issued by the Ministry of Corporate Affairs, Government of India (the "MCA"), Regulation 44 of Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015, as amended, ("SEBI Listing Regulations") and Secretarial Standards on



P. S. DUA & ASSOCIATES
COMPANY SECRETARIES

5SF, Sant Isher Singh Nagar, Pakhowal Road, Ludhiana - 141002 (Punjab), Tel. 0161 - 4623424
E-Mail: cspsdua@gmail.com

General Meetings ("SS-2") issued by The Institute of Company Secretaries of India ("ICSI") on the resolution as set-out in the notice of Postal Ballot.

I submit my report as under:

1. The management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ["SEBI Listing Regulations"] relating to e-voting on the resolution contained in the Postal Ballot Notice dated August 3, 2023. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.
2. My responsibility as Scrutinizer is restricted to make Scrutinizers' Report of the votes cast "For" or "Against" the resolution stated in the Notice of Postal Ballot.

Based on the records provided by the management of the Company, I understand as follows:

1. The Company has appointed Central Depository Services (India) Limited ("CDSL"), as the Agency, for providing the facility of remote e-voting to the Members of the Company. CDSL has provided a system for recording the votes of the shareholders electronically.
2. The Company had provided voting through E-voting to the shareholders whose names were recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date i.e. Tuesday, August 22, 2023 ("Cut-off date").
3. The remote e-voting period commenced from Monday, August 28, 2023 at 9:00 a.m. (IST) and ends on Tuesday, September 26, 2023 at 5:00 p.m. (IST) at the e-voting Platform on the designated website of CDSL, i.e., <https://www.cdslindia.com>.
4. Pursuant to the provisions of the Act and MCA Circulars issued by Ministry of Corporate Affairs, the Company has sent Postal Ballot notice(s) through e-mail to its



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Members whose name(s) appeared in the Register of Members/ List of beneficial owners as on the Cut-off date i.e. August 22, 2023.

5. As stated in Sub-rule 3 of Rule 22 of Companies (Management and Administration) Rules, 2014 as amended from time to time & MCA circulars, public notices were published by the Company in Financial Express ('English Newspaper'), Jansatta ('Hindi Newspaper') and Rozana Spokesman ('Punjabi Newspaper') on August 25, 2023, informing about the completion of sending Postal Ballot notices to its shareholders through electronic means, along with all requisite document.
6. The votes were unblocked on 26th September, 2023 at 05:10 P.M., in presence of two witnesses, who are not in the employment of the company, viz., Ms. Diksha Dhawan and Mr. Gurpreet Singh, before they were counted.
7. Thereafter, the details containing, inter alia, the list of Equity Shareholders who voted "in favor" or "against" on each of the resolutions that was put to vote, were generated from the e-voting website of CDSL, i.e., <https://www.cdslindia.com>. Based on the report generated by CDSL and relied upon by me, data regarding the remote e-voting was scrutinized on test check basis.
8. The company has provided us with the details of the Related Parties of the company. The resolution as mentioned in Postal Ballot Notice dated August 03, 2023 is in regard to:
 - a) Appointment of Mrs. Tara Subramaniam (DIN: 07654007) as an Independent Director of the Company for the first term of five consecutive years with effect from August 3, 2023 upto August 2, 2028.
 - b) Re-appointment of Mr. Shalil Shashikumar Shroff, (DIN: 00015621) as the Managing Director of the Company for a period of five years with effect from January 15, 2024 upto January 14, 2029 and to fix his remuneration for a period of three years with effect from January 15, 2024 upto January 14, 2027.

After ascertaining the votes casted by remote e-voting, I hereby submit the result as under:



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SPECIAL BUSINESS:

Resolution No. 1 - Special Resolution

APPOINTMENT OF MRS. TARA SUBRAMANIAM (DIN: 07654007) AS AN INDEPENDENT DIRECTOR OF THE COMPANY FOR THE FIRST TERM OF FIVE CONSECUTIVE YEARS WITH EFFECT FROM AUGUST 3, 2023 UPTO AUGUST 2, 2028.

(I) Voted in favour of the Resolution:

Type of Voting	Number of Members who voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	113	8414213	99.91%
Total	113	8414213	99.91%

(II) Voted against the Resolution:

Type of Voting	Number of Members who voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	4	7671	0.09%
Total	4	7671	0.09%

(III) Invalid Votes:

Type of Voting	Number of Members whose votes were declared invalid	Total number of votes cast by them
Remote E-voting	2	8210
Total	2	8210



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(IV) Summary of Votes Casted:

PARTICULARS	IN FAVOUR		AGAINST		INVALID		TOTAL NO. OF VOTES CASTED	
	No. of Members	No. of votes	No. of Members	No. of votes	No. of Members	No. of votes	No. of Members	No. of votes
Remote E-voting	113	8414213	4	7671	2	8210	119	8430094
Total	113	8414213	4	7671	2	8210	119	8430094

Resolution No. 2 - Special Resolution

RE-APPOINTMENT OF MR. SHALIL SHASHIKUMAR SHROFF, (DIN: 00015621) AS THE MANAGING DIRECTOR OF THE COMPANY FOR A PERIOD OF FIVE YEARS WITH EFFECT FROM JANUARY 15, 2024 UPTO JANUARY 14, 2029 AND TO FIX HIS REMUNERATION FOR A PERIOD OF THREE YEARS WITH EFFECT FROM JANUARY 15, 2024 UPTO JANUARY 14, 2027.

(I) Voted in favour of the Resolution:

Type of Voting	Number of Members who voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	102	3808475	99.45%
Total	102	3808475	99.45%



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(II) Voted against the Resolution:

Type of Voting	Number of Members who voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	8	21081	0.55%
Total	8	21081	0.55%

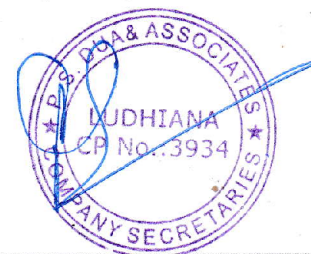
(III) Invalid Votes:

Type of Voting	Number of Members whose votes were declared invalid	Total number of votes cast by them
Remote E-voting	2	8210
Total	2	8210

(IV) Summary of Votes Casted:

PARTICULARS	IN FAVOUR		AGAINST		INVALID		TOTAL NO. OF VOTES CASTED	
	No. of Members	No. of votes	No. of Members	No. of votes	No. of Members	No. of votes	No. of Members	No. of votes
Remote E-voting	102	3808475	8	21081	2	8210	112	3837766
Total	102	3808475	8	21081	2	8210	112	3837766

Based on the aforesaid result, we report that the Special Resolutions as contained at Item No. 1 & 2 in the Notice of Postal Ballot dated August 3, 2023 has been passed with requisite majority. You may accordingly declare the result of remote e-voting for postal ballot process.




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All relevant records of voting (online) will remain in our safe custody until the Chairman/Authorized Representative considers, approves and sign the minutes of the Postal Ballot and the same shall be handed over thereafter to the Chairman/ Company Secretary for safe keeping.

NOTE: This report has been issued at the request of the Company for (i) submission to Stock Exchanges, (ii) placing on website of the Company and (iii) website of CDSL. This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing.

Thanking you,

Yours sincerely,
For P.S. Dua & Associates

[P.S. Dua]

Counter Signed By

FCS No: - 4552

CP No: - 3934

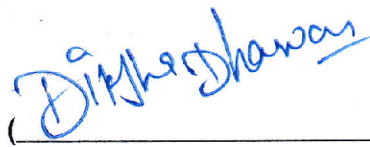
Peer Review Certificate No. 1296/2021

Date: 26.09.2023


Place: Ludhiana

UDIN: F004552E001091979

We, the undersigned witnessed that the votes were unblocked from the e-voting website of CDSL in our presence at 05:10 P.M (IST) on 26.09.2023.



Ms. Diksha Dhawan



Mr. Gurpreet Singh

