

7<sup>th</sup> October, 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.,  
1<sup>st</sup> 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) Appointment of Mr. Umang Kanoria as a Non-Executive Independent Director of the Company**

**ii) Change of Name of the Company from ‘PCBL Limited’ to ‘PCBL Chemical Limited’**

Further to our letter dated 6<sup>th</sup> September, 2024, we write to inform that the Special Resolutions for appointment of Mr. Umang Kanoria as a Non-Executive Independent Director of the Company and Change of Name of the Company from ‘PCBL Limited’ to ‘PCBL Chemical Limited’ and consequential amendment to the Memorandum and Articles of Association of the Company, as set out in the Postal Ballot Notice dated 6<sup>th</sup> September, 2024, has been passed by the Members by requisite majority. The Resolutions are deemed to have been passed on the last date of the E-voting, i.e., on 6<sup>th</sup> October, 2024.

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, on the businesses transacted through Postal Ballot Notice dated 6<sup>th</sup> September, 2024, along with the Scrutinizer's Report on resolutions passed through Postal Ballot.

The results along with the Scrutinizer’s Report is also available 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](http://www.nseindia.com) and [www.bseindia.com](http://www.bseindia.com), website of the Company at [www.pcblltd.com](http://www.pcblltd.com), the website of National Securities Depository Limited (NSDL) (Agency for providing the Remote e-Voting facility) at [www.evoting.nsdl.com](http://www.evoting.nsdl.com) as well as at the Registered Office of the Company. Kindly acknowledge the aforementioned information and oblige.

Yours faithfully,  
For **PCBL LIMITED**

K. Mukherjee  
Company Secretary and Chief Legal Officer

**Encl:** As above

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**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:** [pcblltd@rpsg.in](mailto:pcblltd@rpsg.in) | **W:** [www.pcblltd.com](http://www.pcblltd.com) | **CIN:** L23109WB1960PLC024602

PCBL Limited - Compliance under Regulation 44(3) of the SEBI Listing Regulations								
Date of the AGM / EGM	Postal Ballot / Remote E-Voting Period - 7th September, 2024 to 6th October, 2024							
Total number of shareholders on cut-off date, i.e. 30th August, 2024	273926							
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.							
<b>Agenda - wise disclosure</b>								
Resolution Required : (Ordinary / Special)			1. Special - Appointment of Mr. Umang Kanoria as a Non-Executive Independent Director of the Company for the 1st term of five consecutive years with effect from 9th October, 2024					
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
	<b>Total</b>		<b>194036210</b>	<b>100.0000</b>	<b>194036210</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting		36094569	72.4457	21852903	14241666	60.5435	39.4565
	Postal Ballot	49822957	0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>36094569</b>	<b>72.4457</b>	<b>21852903</b>	<b>14241666</b>	<b>60.5435</b>	<b>39.4565</b>
Public Non Institutions	E-Voting		1324520	0.9914	1299630	24890	98.1208	1.8792
	Postal Ballot	133603437	0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1324520</b>	<b>0.9914</b>	<b>1299630</b>	<b>24890</b>	<b>98.1208</b>	<b>1.8792</b>
<b>Total</b>		<b>377462604</b>	<b>231455299</b>	<b>61.3187</b>	<b>217188743</b>	<b>14266556</b>	<b>93.8362</b>	<b>6.1638</b>

Resolution Required : (Ordinary / Special)			2. Special - Change of Name of the Company from 'PCBL Limited' to 'PCBL Chemical Limited' and consequential amendment to the Memorandum and Articles of Association 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	194036210	100.0000	194036210	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>194036210</b>	<b>100.0000</b>	<b>194036210</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	49822957	36094569	72.4457	36094569	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>36094569</b>	<b>72.4457</b>	<b>36094569</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	133603437	1323954	0.9910	1291403	32551	97.5414	2.4586
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1323954</b>	<b>0.9910</b>	<b>1291403</b>	<b>32551</b>	<b>97.5414</b>	<b>2.4586</b>
<b>Total</b>		<b>377462604</b>	<b>231454733</b>	<b>61.3186</b>	<b>231422182</b>	<b>32551</b>	<b>99.9857</b>	<b>0.0141</b>

Ref: .....

Date : 07.10.2024 .....

To  
The Chairman / Managing Director,  
PCBL Limited  
31, Netaji Subhas Road,  
Kolkata – 700 001

**Sub: Scrutinizer's Report on "Postal Ballot by Voting through Electronic Means" ('remote e-voting') from 7<sup>th</sup> September, 2024 to 6<sup>th</sup> October, 2024, pursuant to the Notice of Postal Ballot issued by PCBL Limited (CIN: L23109WB1960PLC024602) dated 6<sup>th</sup> September, 2024**

Sir,

**A. Appointment:**

1. I, Debabrata Dutt, Proprietor of D. Dutt & Co., Company Secretaries, (ICSI Membership No. FCS 5401, C.P. No. – 3824) have been appointed as the Scrutinizer by the Board of Directors of PCBL Limited (hereinafter referred to as 'the Company') at their meetings held on 8<sup>th</sup> August, 2024 and 28<sup>th</sup> August, 2024 pursuant to Section 108 and 110 of the Companies Act, 2013, Rule 20(4) of 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 Requirements) Regulations, 2015 and 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 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 (hereinafter referred to as "remote e-voting") in respect of resolutions as mentioned in paragraph (8) of this report and as also contained in the Notice of Postal Ballot dated 6<sup>th</sup> September, 2024.

2. I have consented to act as Scrutinizer for carrying out scrutiny of the votes cast for the aforesaid Notice of Postal Ballot and have accepted the said appointment. My appointment as Scrutinizer is for ascertaining the requisite majority of Special Resolution(s) proposed in the above-referred Notice of Postal Ballot.

3. I have conducted the scrutiny of the votes cast by the members of the Company through Postal Ballot by voting through electronic means in respect of the resolutions mentioned below in paragraph (8) of this report pursuant to the applicable provisions of Law referred above and relevant MCA Circulars.

**B. Management's Responsibility:**

4. The management of the Company is responsible to ensure the compliance with the requirements of the relevant provisions of (i) the Companies Act, 2013 and the Rules made thereunder (ii) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the Stock Exchanges (iii) various Circulars issued by MCA relating to Postal Ballot by Remote Electronic Voting and the 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.

**C. Scrutinizer's Responsibility:**

5. My responsibility as a Scrutinizer is restricted to make a Scrutinizer's Report of the votes cast in "favour" or "against" the Special Resolution(s) stated in the Notice of Postal Ballot dated 6<sup>th</sup> September, 2024 based on the reports generated from the e-voting system provided by National Securities Depository Limited (NSDL), the Agency authorized under the Rules and engaged by the Company to conduct Postal Ballot by voting through electronic means ("remote e-voting") during the period commenced from Saturday, 7<sup>th</sup> September, 2024 at 9.00 A.M. (IST) and ended on Sunday, 6<sup>th</sup> October, 2024 at 5.00 P.M. (IST).

**D. Cut-off Date:**

6. As per Notice of Postal Ballot, members whose names were recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories on Friday, 30<sup>th</sup> August, 2024 (cut-off date) would be entitled to cast their votes. The voting rights of Members was in proportion to their shareholding in the paid-up equity share capital of the Company as on the Cut-off Date i.e. Friday, 30<sup>th</sup> August, 2024.

**E. Dispatch of Notice and other matters:**

7. i. As per the information and documents provided to me, by the officers of the Company, the Company has completed the dispatch of Notice of Postal ballot dated 6<sup>th</sup> September, 2024 along with Statement pursuant to Section 102 of the Companies Act, 2013, to the members of the Company on 6<sup>th</sup> September 2024 whose e-mail addresses were registered with the Company / Depositories / Registrar and Share Transfer Agent as on the cut-off date i.e. Friday, 30<sup>th</sup> August, 2024. Further, I have been informed by the officers of the Company and have also 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 6<sup>th</sup> September, 2024 mentioned inter alia that the items of businesses would be transacted by Postal Ballot by voting through electronic means, the necessary facilities for electronic voting process to be provided by the National Securities Depository Limited (hereinafter referred to as "NSDL").

iii. I have been shown by the officers of the Company, the advertisement of Notice of Postal Ballot made on Saturday, 7<sup>th</sup> September, 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 Saturday, 7<sup>th</sup> September, 2024 at 09:00 A.M. (IST) and shall end on Sunday, 6<sup>th</sup> October, 2024 at 5:00 P.M.



c. Statement that the Cut-off date for determining eligibility to cast votes was Friday, 30<sup>th</sup> August, 2024.

d. Statement that the remote e-voting module shall be disabled for voting after 5:00 P.M. (IST) on Sunday, 6<sup>th</sup> October, 2024.

e. Website address of the Company and of the NSDL where Notice of the said postal ballot have been displayed.

f. Contact details, in case of grievances/queries in respect of the electronic voting.

iv. I have also received the relevant copies of Resolutions passed by the Board of Directors of some of the 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 6<sup>th</sup> September, 2024. But those non-individual shareholders who have not sent the copy of their Board Resolutions or other authorizations, I have not invalidated their votes.

v. The said Remote E-voting at portal [www.evoting.nsdl.com](http://www.evoting.nsdl.com) was unblocked by me at 5.40 P.M. (IST) on Sunday, the 6<sup>th</sup> October, 2024 i.e. after the aforesaid remote e-voting was completed in the presence of the following persons, who are not in the employment of the Company:

a. Mr. Rajib Kundu

b. Ms. Anshika Chhabra

vi. The final data of voting on Resolutions stated in the Notice of Postal Ballot by way of electronic means containing the details of votes cast has been downloaded from the portal of NSDL: [www.evoting.nsdl.com](http://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.

#### **F. Report:**

8. I submit my Scrutinizer's Report of the votes cast in "favour" or "against" the Special Resolution(s) stated in the Notice of Postal Ballot dated 6<sup>th</sup> September, 2024 based on the reports generated from the e-voting system provided by NSDL as below:

#### **SPECIAL BUSINESS:**

##### **Item No. 1: Proposed as a Special Resolution:**

Appointment of Mr. Umang Kanoria as a Non-Executive Independent Director of the Company for the 1<sup>st</sup> Term of five consecutive years with effect from 9<sup>th</sup> October, 2024.

Particulars	Remote Evoting		% of total number of valid votes case
	No. of members who voted	No. of votes cast	
Favour	1841	217188743	93.8362
Against	129	14266556	6.1638
Total	1970	231455299	100.0000



No vote was declared invalid. The resolution has been passed with requisite majority.

**Item No. 2: Proposed as a Special Resolution:**

Change of Name of the Company from 'PCBL Limited' to 'PCBL Chemical Limited' and consequential amendment to the Memorandum and Articles of Association of the Company.

Particulars	Remote Evoting		% of total number of valid votes case
	No. of members who voted	No. of votes cast	
Favour	1890	231422182	99.9859
Against	85	32551	0.0141
Total	1975	231454733	100.0000

No vote was declared invalid. The resolution was passed with requisite majority.

**H. SAFE CUSTODY OF RECORDS**

9. The electronic data and all other relevant records relating to Postal Ballot by Remote Electronic Voting is under my safe custody and will be handed over to the Company Secretary of the Company who has been authorized for safe keeping.

**I. DECLARATION OF RESULT**

10. You may accordingly declare the RESULT of the Resolution of voting through Postal Ballot by Remote Electronic Voting.

As stated in the Notice of Postal Ballot, the Resolutions passed by requisite majority, would be deemed to have been passed on the date of conclusion of the Postal Ballot, i.e. the last day of remote e-voting on 6<sup>th</sup> October, 2024.

FOR D. DUTT & CO.  
Company Secretaries  
UNIQUE CODE NUMBER: I2001WB209400



Debabrata Dutt  
Proprietor  
FCS – 5401; CP No. – 3824;  
PR Certificate No. 2277/2022  
UDIN: F005401F001459304

Scrutinizer for and in respect of the "Voting through Postal Ballot by Electronic Means" of PCBL Limited, pursuant to Notice of Postal Ballot dated 06.09.2024

