



RP-Sanjiv Goenka
Group
Growing Legacies



PHILLIPS CARBON BLACK LIMITED

Details in respect of the 52nd Annual General Meeting of Phillips Carbon Black Limited at Vidya Mandir, 1, Moira Street, Kolkata -700017 pursuant to Clause 35A of the Listing Agreement with the Stock Exchanges:-

- 1) Date of the AGM : Friday, 26th July, 2013 at 10.30 a.m.
- 2) Total number of shareholders on record date : 32,555
- 3) Number of Shareholders present in the meeting either in person or through proxy –
 - a) Promoter or Promoter group : 8
 - b) Public : 582
- 4) Number of Shareholders attended the Meeting through video conferencing
 - a) Promoter or Promoter group : Nil
 - b) Public : Nil
- 5) Agenda Wise:
Agenda No.1 : Adoption of P/L Account and B/S for FY 2012-2013

Details of the Agenda

To receive, consider and adopt the Profit and Loss Account for the year ended 31st March, 2013, the Balance Sheet as at that date, and the Reports of the Directors and Auditors.

Resolution Required
Mode of Voting

: Ordinary Resolution
: Show of hands- passed by majority.



Agenda No.2

: Declaration of Dividend

Details of the Agenda

To declare a dividend @ 5%(i.e. Re 0.50) per equity share for the year ended 31st March, 2013 which would be paid to the eligible shareholders whose names appeared on the Register of Members and/or Beneficial Owners as on the record date i.e. 18th July, 2013

Resolution Required

: Ordinary Resolution

Mode of Voting

: Show of hands- passed by majority.

Agenda No.3

: Re-election of Director retired by rotation

Details of the Agenda

To appoint a Director in place of Mr. CR Paul, who retires by rotation and being eligible, offers himself for re-appointment.

Resolution Required

: Ordinary Resolution

Mode of Voting

: Show of hands- passed by majority.

Agenda No.4

: Re-election of Director retired by rotation

Details of the Agenda

To appoint a Director in place of Mr. Paras K Chowdhary, who retires by rotation and being eligible, offers himself for re-appointment.

Resolution Required

: Ordinary Resolution

Mode of Voting

: Show of hands- passed by majority.

Agenda No.5

: Re-appointment of Auditors

Details of the Agenda

To re-appoint M/S Price Waterhouse, Chartered Accountants (Firm Regn No-301112E) as the Auditors of the Company to hold office from the conclusion of the 52nd Annual General Meeting till the conclusion of the next Annual General Meeting of the



Resolution Required
Mode of Voting

Company at a remuneration to be fixed by the Audit Committee of the Board of Directors of the Company.
: Ordinary Resolution
: Show of hands- passed by majority.

Agenda No.6

: Re-appointment of Mr. Ashok Goyal as Managing Director of the Company

Details of the Agenda

: To re-appoint Mr. Ashok Goyal as Managing Director of the Company for a further period effective from 23rd October, 2012 till 31st March, 2014 on the terms and conditions and remuneration as set out in the Agreement.
: Special Resolution
: Show of hands- passed by relevant majority.

Resolution Required
Mode of Voting

Agenda No.7

: Appointment of Mr. Kaushik Roy as Managing Director of the Company


Details of the Agenda

: To appoint Mr. Kaushik Roy as Managing Director- Carbon Black Business of the Company (with such other designation or designations as the Board of Directors of the Company may determine and deem fit to give to him for a period of three years w.e.f 5th February, 2013 on the terms and condition and remuneration as set out in the Agreement.
: Special Resolution
: Show of hands- passed by relevant majority.

Resolution Required
Mode of Voting



In case of Poll/ Postal ballot/ E-Voting:-

<u>Promoter/ Public</u>	<u>No of shares held</u>	<u>No of votes polled</u>	<u>% of votes polled on outstanding shares</u>	<u>No of votes in favour</u>	<u>No of votes against</u>	<u>% of votes in favour on votes polled</u>	<u>% of votes against on votes polled</u>
	(1)	(2)	$\frac{(3)}{[(2)/(1)*100]}$	(4)	(5)	$\frac{(6)}{[(4)/(2)*100]}$	$\frac{(7)}{[(5)/(2)*100]}$
Promoter and Promoter Group	 NIL						
Public – Institutional Holders							
Public - Others							
Total							