

P O L Y C H E M L I M I T E D

REGD. OFFICE: 7, JAMSHEDJI TATA ROAD, CHURCHGATE RECLAMATION, MUMBAI-400 020.



TELEPHONE : 91 22 2282 0048
FAX : 91 22 2285 0606
Web site : <http://www.polychemltd.com>
EMAIL : polychemltd@kilachand.com
CIN : L24100MH1955PLC009663

HO : CS&CO:34/2016

10th February, 2016

To,
Bombay Stock Exchange Ltd.
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400 001.

Kind Attn : Mr. Jaymin Modi
Relationship Manager
Company Code - 506605

Dear Sirs,

Sub : AGM Proceedings under clause 31(d) of old Listing Agreement

Pursuant to Clause 31(d) of the old Listing Agreement, we submit the AGM Proceedings of the 58th Annual General Meeting (AGM) of the Company held on Monday, July 27, 2015, at 11.00 a.m. at M.C.Ghia Hall, Bhogilal Hargovindas Building, 4th Floor, 18/20 Kaikhushru Dubash Marg, Mumbai – 400001.

We hereby attached the AGM Proceedings of the Company.

You are requested to take this on record.

Yours faithfully,
For **Polychem Limited**


Deepali V. Chauhan
Company Secretary & Compliance officer



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Annexure II

Fair Summary of the Annual General Meeting of Polychem Limited held on July 27, 2015.

The 58th Annual General Meeting of the Members of the Company was held on July 27, 2015 at 11.00 a.m., at M.C.Ghia Hall, Bhogilal Hargovindas Building, 4th Floor, 18/20 Kaikhushru Dubhash Marg, Mumbai 400 001.

Shri Tanil R Kilachand chaired the proceedings of the Meeting.

Total 56 Members (including 1 proxy) attended the Meeting as per the records of attendance.

The Chairman gave an overview of the financial performance of the Company for the financial year ended March 31, 2015 and its future outlook. The Chairman then invited the suggestions and queries if any, from members, which were replied satisfactory by the Chairman.

The Chairman informed the Members that pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Clause 35B of the Listing Agreement, the Company had extended the e-voting facility to the Members of the Company in respect of businesses to be transacted at the Annual General Meeting. The e-

voting commenced at 9.00 a.m. on July 24, 2015 and ended at 5.00 p.m. on July 26, 2015. Ms. Ragini Chokshi of Ragini chokshi & Co., Practicing Company Secretary was appointed as the Scrutinizer by the Board for Scrutinizing the e-voting process.

Thereafter, all the 7 resolutions were proposed and seconded.


The Chairman informed the Members that Company has arranged for Voting through Poll (Physical voting) for those members who have not availed the e-voting facility, thereafter all the 7 resolutions were voted through poll, the members were ask to put the polling paper in the ballot box. Then the ballot box was locked by the scrutinizer. The Chairman, then announced that the combined result of e-voting and the Physical Voting (Poll) will be put on the Company's website within 3 days from AGM.

The resolutions passed by the Members as shown in **Annexure I**

The AGM result were notified to the Stock Exchanges in the format prescribed under Clause 35A of the Listing Agreement and the details of the said results were also uploaded on the Company's website.

29/07/2015
Date : 29/07/2015
Place : Mumbai

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For POLYCHEM LIMITED

TANIL R KILACHAND
(DIN 00006659)
CHAIRMAN OF THE MEETING

POLYCHEM LIMITED

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Annexure I

Business Transacted in the Annual General Meeting held on July 27, 2015

Resolution No.	Resolutions	Result
Ordinary Business		
1.	Adoption of Accounts (Ordinary Resolution).	Passed with requisite Majority
2.	Declaration of Dividend at Rs 2.5/- per equity share for the financial year ended 31 st March, 2015 (Ordinary Resolution).	Passed with requisite Majority
3.	Re-appointment of Mr. P. T. Kilachand who retires by rotation (Ordinary Resolution).	Passed with requisite Majority
4.	Ratification of Appointment of Auditors and Fixing their remuneration (Ordinary Resolution).	Passed with requisite Majority
Special Business		
5.	Adoption of New set of Articles of Association (Special Resolution).	Passed with requisite Majority
6.	Confirmation of Ms. Nirmala Mehendale as Director and Appointment as an Independent Director (Ordinary Resolution).	Passed with requisite Majority
7.	Confirmation of Mr. Yogesh Mathur as Director and Appointment as an Independent Director (Ordinary Resolution).	Passed with requisite Majority

29/07/2015
Date : 29/07/2015
Place : Mumbai

For POLYCHEM LIMITED


TANIL R KILACHAND

(DIN 00006659)

CHAIRMAN OF THE MEETING