



PUNJAB CHEMICALS AND CROP PROTECTION LTD.

CIN NO. L24231CH1975PLC003603

(Agrochemicals Division)

Regd. Office : SCO 183, First Floor, Sector 26, Madhya Marg, Chandigarh-160019, INDIA.

Tel: 0172-5008300/5008301, Fax: 0172-2790160, Email: info@punjabchemicals.com, Website: www.punjabchemicals.com

Date: 30.03.2016

BY E-FILING

The Manager
Department of Corporate Services
Bombay Stock Exchange Limited
1st Floor, New trading wing, P.J Towers
Dalal Street Fort
MUMBAI-400 001
Scrip Code: 506618
Tel No.: 022-22728073

The Manager
Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex
Bandra (East)
MUMBAI-400 051
Scrip Symbol: PUNJABCHEM
Tel No.: 022-26598235/26598458

Sub: **Result of Postal Ballot pursuant to Regulation 44 (3) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.**

Respected Sirs

This has reference to the Postal Ballot notice dated 17th February, 2016 sent to the Members of the Company for seeking their consent by way of special resolutions vide Postal Ballot/ E-voting to the business listed therein.

Shri S.K Sharma, Practicing Company Secretary, appointed as Scrutinizer by the Board of Directors for the aforesaid Postal Ballot has submitted his report. In accordance with the said report, the Members of the Company have approved the special resolutions as embodied in the Postal Ballot Notice with the requisite majority.

The result of the Postal Ballot as per the format prescribed under Regulation 44 (3) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, along with the Scrutinizer's Report on combined voting results is attached.

Kindly take the same on record.

Thanking you,

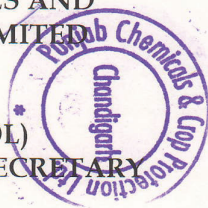
Yours faithfully

For PUNJAB CHEMICALS AND
CROP PROTECTION LIMITED

(CS PUNIT K ABROL)

SR. V.P. (FINANCE) & SECRETARY

Encl: A/a.



PUNJAB CHEMICALS AND CROP PROTECTION LIMITED

CIN: L24231CH1975PLC003603

Regd. Office: SCO: 183, First Floor, Sector - 26, Chandigarh-160 019.

Tel.: 0172-5008300-8301, Fax: 0172-2790160

E-mail: info@punjabchemicals.com Website: www.punjabchemicals.com

POSTAL BALLOT RESULT

DATE OF DECLARATION OF RESULT: 30TH MARCH, 2016

Date of the AGM/EGM	:	NA
Total number of Shareholders on record Date:	:	26750
No. of Shareholders present in the meeting either in person or through Proxy	:	7
Promoters and Promoter Group	:	Nil
Public	:	7
No. of Shareholders attended the meeting through Video Conferencing	:	Nil
Promoters and Promoter Group	:	Nil
Public	:	Nil



A handwritten signature in blue ink, appearing to be "G.P.", written over the stamp.

Details of Agenda:

RESOLUTION NO. 1		Deletion of clause from Object clause of Memorandum of Association of the Company						
Resolution required: (Ordinary/ Special)		Special Resolution						
Whether Promoter/ Promoter group are interested in the agenda/ resolution?	No	Special Resolution						
category	Mode of voting	No. of Shares held	No. of Votes Polled	%age of Votes Polled on outstanding shares	No. of Votes in favour	No. of Votes against	%age of Votes in favour on votes Polled	%age of Votes against on votes Polled
Promoter and Promoter Group	E-voting	5493867	1476549	26.88%	1476549	Nil	100.00%	Nil
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot		4017318	73.12%	4017318	Nil	100.00%	Nil
	Total		5493867	100.00%	5493867	Nil	100.00%	Nil
Public Institutions	E-voting	486576	Nil	Nil	Nil	Nil	Nil	Nil
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot		Nil	Nil	Nil	Nil	Nil	Nil
	Total		Nil	Nil	Nil	Nil	Nil	Nil
Public Non-Institutions	E-voting	6281742	36218	0.58%	35968	250	99.31%	0.69%
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot		3008701*	47.89%	3008464	200	99.99%	0.01%
	Total		3044919	48.47%	3044432	450	99.98%	0.02%
Total		1,22,62,185	8538786	69.63%	8538299	450	99.99%	0.001%

* includes 37 invalid votes

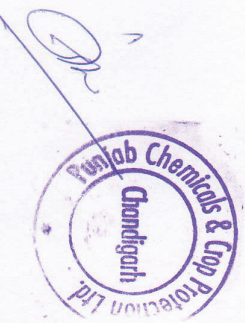
Result: Resolution passed with requisite majority



RESOLUTION NO. 2		Alteration of Liability Clause of Memorandum of Association of the Company						
Resolution required: (Ordinary/ Special)		Whether Promoter / Promoter group are interested in the agenda/ resolution?					Special Resolution	
category	Mode of voting	No. of Shares held	No. of Votes Polled	%age of Polled outstanding shares	No. of Votes in favour	No. of Votes against	%age of Votes in favour on votes Polled	%age of Votes against on votes Polled
Promoter and Promoter Group	E-voting	5493867	1476549	26.88%	1476549	Nil	100	100
	Poll		NA	NA	NA	Nil	100.00%	Nil
	Postal Ballot		4017318	73.12%	4017318	Nil	100.00%	Nil
	Total		5493867	100.00%	5493867	Nil	100.00%	Nil
Public Institutions	E-voting	486576	Nil	Nil	Nil	Nil	Nil	Nil
	Poll		NA	NA	NA	Nil	NA	NA
	Postal Ballot		Nil	Nil	Nil	Nil	Nil	Nil
	Total		Nil	Nil	Nil	Nil	Nil	Nil
Public Non-Institutions	E-voting	6281742	36218	0.58%	35968	250	99.31%	0.69%
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot		3008701*	47.89%	3008464	200	99.99%	0.01%
	Total		3044919	48.47%	3044432	450	99.98%	0.02%
Total		1,22,62,185	8538786	69.63%	8538299	450	99.99%	0.01%

* includes 37 invalid votes

Result: Resolution passed with requisite majority



RESOLUTION NO. 3		Adoption of new set of Articles of Association						
Resolution required: (Ordinary/ Special)		Special Resolution					Special Resolution	
Whether Promoter/ Promoter group are interested in the agenda/ resolution?		No						
category	Mode of voting	No. of Shares held	No. of Votes Polled	%age of Polled outstanding shares	No. of Votes in favour	No. of Votes against	%age of Votes in favour Polled	%age of Votes against on votes Polled
Promoter and Promoter Group	E-voting	5493867	1476549	26.88%	1476549	Nil	100.00%	Nil
	Poll		N/A	N/A	N/A	N/A	N/A	N/A
	Postal Ballot		4017318	73.12%	4017318	Nil	100.00%	Nil
	Total		5493867	100.00%	5493867	Nil	100.00%	Nil
Public Institutions	E-voting	486576	Nil	Nil	Nil	Nil	Nil	Nil
	Poll		N/A	N/A	N/A	N/A	N/A	N/A
	Postal Ballot		Nil	Nil	Nil	Nil	Nil	Nil
	Total		Nil	Nil	Nil	Nil	Nil	Nil
Public Non-Institutions	E-voting	6281742	36218	0.58%	35968	250	99.31%	0.69%
	Poll		N/A	N/A	N/A	N/A	N/A	N/A
	Postal Ballot		3008701*	47.89%	3008464	200	99.99%	0.01%
	Total		3044919	48.47%	3044432	450	99.98%	0.02%
	Total	1,22,62,185	8538786	69.63%	8538299	450	99.99%	0.01%

* includes 37 invalid votes

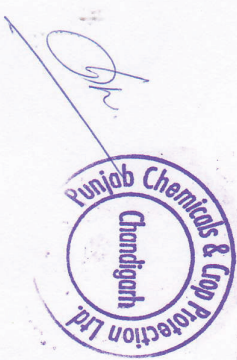
Result: Resolution passed with requisite majority



RESOLUTION NO. 4		Commission to Non-Executive Directors of the Company					Special Resolution			
Resolution required: (Ordinary/ Special)										
Whether Promoter/ Promoter group are interested in the agenda/ resolution?										
category	Mode of voting	No. of Shares held	No. of Votes Polled	%age of Polled outstanding shares (3)=[(2)/(1)]*	No		No. of Votes in favour	No. of Votes against	%age of Votes in favour on votes Polled (6)=[(4)/(2)]*	%age of Votes against on votes Polled (7)=[(5)/(2)]*
					No. of Votes in favour	No. of Votes against				
Promoter and Promoter Group	E-voting	5493867	1476549	26.88%	1476549	Nil	100.00%	Nil	100	Nil
	Poll	NA	NA	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot	4017318	4017318	73.12%	4017318	Nil	100.00%	Nil	100.00%	Nil
	Total	5493867	5493867	100.00%	5493867	Nil	100.00%	Nil	100.00%	Nil
Public Institutions	E-voting	486576	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Poll	NA	NA	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Total	486576	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public Non-Institutions	E-voting	6281742	36218	0.58%	35968	250	99.31%	0.69%	NA	NA
	Poll	NA	3008701*	47.89%	NA	407	99.99%	0.01%	NA	NA
	Postal Ballot	3044919	3044919	48.47%	3044225	657	99.98%	0.02%	NA	NA
	Total	1,22,62,185	8538786	69.63%	8538092	657	99.99%	0.01%	NA	NA

* includes 37 invalid votes

Result: Resolution passed with requisite majority



S.K. SHARMA & ASSOCIATES
COMPANY SECRETARIES

SCRUTINIZER REPORT

To,
Shri Avtar Singh
Director (Operations and Business Development)
Punjab Chemicals and Crop Protection Limited
SCO: 183, First Floor,
Sector - 26, Madhya Marg,
Chandigarh-160019.

Sub: Scrutinizer's Report on Postal Ballot and e-voting conducted pursuant to the relevant provisions of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 and other applicable provisions, if any, of the Companies Act, 2013 along with the rules as may be prescribed therein (including any statutory modification or re-enactment thereof).

Dear Sir,

I, S.K Sharma of S.K Sharma & Associates, Practicing Company Secretary of Chandigarh was appointed as a Scrutinizer of PUNJAB CHEMICALS AND CROP PROTECTION LIMITED ('the Company') pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 for the purpose of scrutinizing the e-voting and Postal Ballot in a fair and transparent manner and ascertaining the requisite majority on e-voting and Postal Ballot as per the provision of Companies Act, 2013 on the Resolution as embodied in the notice to the Postal Ballot dated 17th February, 2016 to approve the following Special Resolutions:

- a) Deletion of clause from Object clause of Memorandum of Association of the Company.
- b) Alteration of Liability Clause of Memorandum of Association of the Company.
- c) Adoption of new set of Articles of Association.
- d) Commission to Non-Executive Directors of the Company.

I SUBMIT MY REPORT AS UNDER:

1. The evoting period remained open from Friday, the 26th February, 2016 (9:00 a.m) to Monday, the 28th March, 2016 (5:00 p.m).
2. The shareholders holding shares either in physical form or dematerialized form as on the "cut-off" date i.e 12th February, 2016 were entitled to vote electronically or through Postal Ballot on the proposed Resolutions as set out in the Notice of Postal Ballot of the Company.
3. The votes were unblocked on 28th March, 2016 after 5:00 p.m in the presence of Mr. Deepak Gupta and Ms. Ashu Sharma, who are not the employees of the Company. they have signed below in confirmation of the votes being unblocked in their presence:

Signature: _____

Name: DEEPAK GUPTA

Signature: _____

Name: Ashu Sharma

#1219, Universal Society, Sector - 48B, Chandigarh
Tel. No.: 0172-4617819, Mobile No.: 09888516938



S.K. SHARMA & ASSOCIATES
COMPANY SECRETARIES

4. The physical postal ballots were received upto 5:00 p.m on 28th March, 2016 through self-addressed business reply envelopes.
5. Thereafter, the details, containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the e-voting website of Central Depository Services (India) Limited.
6. The results of the Postal Ballot and e-voting are as under:

Particulars	Number of Members Voted	Number of Shares	% of total paid up Equity Capital *
Total votes polled through e-voting	48 ✓	15,12,767 ✓	12.34% ✓
Total votes polled through Postal Ballot	55 ✓	70,26,019 ✓	57.30% ✓
Total votes polled	103 ✓	85,38,786 ✓	69.63% ✓
Less:			
Invalid Votes polled through e-voting	0	0	0
Invalid Votes polled through postal ballot	1 ✓	37 ✓	0.00% ✓
Net Valid Votes cast	102 ✓	85,38,749 ✓	69.63% ✓

* Paid-up Equity Share Capital (No. of shares)= 1,22,62,185 ✓

Note: Reason for invalid forms:

Particulars	No. of Postal Ballot Forms
Form not properly filled	1 ✓
TOTAL	1 ✓

Resolution 1 : Deletion of clause from Object clause of Memorandum of Association of the Company.

i) Voted in favour of the Resolution:

Number of Members voted in E-voting	Number of votes cast (shares) in E-voting	Number of Members/ Proxies voted in Postal Ballot	Number of votes cast (shares) in Postal ballot	Total number of votes cast through E-voting and Postal Ballot	% of total number of valid votes cast
47 ✓	15,12,517 ✓	53 ✓	70,25,782 ✓	85,38,299 ✓	99.99% ✓

ii) Voted against the Resolution:

Number of Members voted in E-voting	Number of votes cast (shares) in E-voting	Number of Members/ Proxies voted in	Number of votes cast (shares)	Total number of votes cast through	% of total number of valid votes cast

#1219, Universal Society, Sector - 48B, Chandigarh
Tel. No.: 0172-4617819, Mobile No.: 09888516938



S.K. SHARMA & ASSOCIATES
COMPANY SECRETARIES

		Postal Ballot	in Postal ballot	E-voting and Postal Ballot	
1	250 ✓	1 ✓	200 ✓	450 ✓	0.01% ✓

iii) Invalid votes:

Number of Members voted in E-voting	Number of votes cast (shares) in E-voting	Number of Members/ Proxies voted in Postal Ballot	Number of votes cast (shares) in Postal ballot	Total number of votes cast through E-voting and Postal Ballot	
-	-	1 ✓	37 ✓	0.00% ✓	

Resolution 2: Alteration of Liability Clause of Memorandum of Association of the Company.

i) Voted in favour of the Resolution:

Number of Members voted in E-voting	Number of votes cast (shares) in E-voting	Number of Members/ Proxies voted in Postal Ballot	Number of votes cast (shares) in Postal ballot	Total number of votes cast through E-voting and Postal Ballot	% of total number of valid votes cast
47 ✓	15,12,517 ✓	53 ✓	70,25,782 ✓	85,38,299 ✓	99.99% ✓

ii) Voted against the Resolution:

Number of Members voted in E-voting	Number of votes cast (shares) in E-voting	Number of Members/ Proxies voted in Postal Ballot	Number of votes cast (shares) in Postal ballot	Total number of votes cast through E-voting and Postal Ballot	% of total number of valid votes cast
1	250 ✓	1 ✓	200 ✓	450 ✓	0.01%

iii) Invalid votes:

Number of Members voted in E-voting	Number of votes cast (shares) in E-voting	Number of Members/ Proxies voted in Postal Ballot	Number of votes cast (shares) in Postal ballot	Total number of votes cast through E-voting and Postal Ballot	
-	-	1 ✓	37 ✓	0.00%	



S.K. SHARMA & ASSOCIATES
COMPANY SECRETARIES

Resolution 3 : Adoption of new set of Articles of Association

i) Voted in favour of the Resolution:

Number of Members voted in E-voting	Number of votes cast (shares) in E-voting	Number of Members/ Proxies voted in Postal Ballot	Number of votes cast (shares) in Postal ballot	Total number of votes cast through E-voting and Postal Ballot	% of total number of valid votes cast
47 ✓	15,12,517 ✓	53 ✓	70,25,782 ✓	85,38,299 ✓	99.99% ✓

ii) Voted against the Resolution:

Number of Members voted in E-voting	Number of votes cast (shares) in E-voting	Number of Members/ Proxies voted in Postal Ballot	Number of votes cast (shares) in Postal ballot	Total number of votes cast through E-voting and Postal Ballot	% of total number of valid votes cast
1 ✓	250 ✓	1 ✓	200 ✓	450 ✓	0.01% ✓

iii) Invalid votes:

Number of Members voted in E-voting	Number of votes cast (shares) in E-voting	Number of Members/ Proxies voted in Postal Ballot	Number of votes cast (shares) in Postal ballot	Total number of votes cast through E-voting and Postal Ballot
-	-	1 ✓	37 ✓	0.00%

Resolution 4: Commission to Non-Executive Directors of the Company.

i) Voted in favour of the Resolution:

Number of Members voted in E-voting	Number of votes cast (shares) in E-voting	Number of Members/ Proxies voted in Postal Ballot	Number of votes cast (shares) in Postal ballot	Total number of votes cast through E-voting and Postal Ballot	% of total number of valid votes cast
47 ✓	15,12,517 ✓	49 ✓	70,25,575 ✓	85,38,092 ✓	99.99% ✓



S.K. SHARMA & ASSOCIATES
COMPANY SECRETARIES

ii) Voted against the Resolution:

Number of Members voted in E-voting	Number of votes cast (shares) in E-voting	Number of Members/ Proxies voted in Postal Ballot	Number of votes cast (shares) in Postal ballot	Total number of votes cast through E-voting and Postal Ballot	% of total number of valid votes cast
1	250	5	407	657	0.01%

iii) Invalid votes:

Number of Members voted in E-voting	Number of votes cast (shares) in E-voting	Number of Members/ Proxies voted in Postal Ballot	Number of votes cast (shares) in Postal ballot	Total number of votes cast through E-voting and Postal Ballot
-	-	1	37	0.00%

7. The Resolutions have been passed by the requisite majority since more than three-fourth of the votes are being casted in favour of the Resolutions.
8. The Postal Ballot forms and all other papers/ registers and records being handed over for safe custody to Shri Avtar Singh, Director (Operations and Business Development), authorized by the Board to supervise the postal ballot process.
9. You may accordingly, declare result of the voting by postal ballot.

Thanking you,

Yours faithfully,
For S.K. SHARMA & ASSOCIATES


(S.K. SHARMA)
PRACTICING COMPANY SECRETARY
FCS NO.: 374, C.P. NO. 3864



Place: Chandigarh
Date: 30th March, 2016