

22nd July, 2016

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.,
1st Floor, New Trading Ring,
Rotunda Building,
P.J. Towers,
Dalal Street, Fort,
Mumbai – 400001

The Secretary,
The Calcutta Stock Exchange Ltd,
7, Lyons Range,
Kolkata – 700001

Dear Sir,


Sub : Regulation 30 and Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Proceedings and details of the Voting Results of the 55th Annual General Meeting (AGM) respectively

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the summary of proceedings of the 55th AGM of the Company held on Friday, the 22nd day of July, 2016 at 10:30 A.M. at “Uttam Mancha”, 10/1/1, Monoharpukur Road, Kolkata – 700026, marked as “Annexure – I”.

Further pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the details regarding the Voting Results of the business transacted at the AGM, marked as “Annexure – II”.

We are also enclosing the Consolidated Report of the Scrutinizer on remote e-voting and voting through ballot papers at the AGM, marked as “Annexure – III”. The above are also being uploaded on the Company’s website at www.pcblltd.com .

Yours faithfully,
For PHILLIPS CARBON BLACK LIMITED


K. Mukherjee
Company Secretary and Chief Legal Officer

Encl: As above

“Annexure – I”

Summary of proceedings of the 55th AGM of the Company held on Friday, the 22nd day of July, 2016 at 10:30 A.M. at “Uttam Mancha”, 10/1/1, Monoharpukur Road, Kolkata – 700026

The 55th Annual General Meeting (AGM) of the Members of Phillips Carbon Black Limited (“the Company”) was held on Friday, 22nd July, 2016 at 10.30 A.M at “Uttam Mancha” 10/1/1, Monoharpukur Road, Kolkata – 700026. In the absence of the Chairman, Mr. Sanjiv Goenka, the Members elected Mr. Kaushik Roy, Managing Director, as the Chairman of the Meeting. The requisite quorum being present, the Chairman declared the 55th AGM open. Board Members were introduced and the Chairman delivered his speech. The Chairman informed that the Company had provided the Members the facility to cast their votes electronically, on all the 7 Resolutions set forth in the Notice. This process of Remote E-voting concluded on 21st July, 2016. However, Members who were present at the AGM and had not cast their votes electronically were provided an opportunity to cast their votes at the end of the meeting through physical ballot papers. It was further informed that there would be no voting by show of hands. No result was declared at the Meeting.

The following items of business, as per the Notice of the Annual General Meeting (AGM), were transacted at the Meeting:

1. Adoption of the Audited Financial Statements and Reports of Board of Directors and Auditors thereon for the financial year ended 31st March, 2016.
2. Declaration of Dividend for the financial year ended 31st March, 2016.
3. Re – appointment of Mr. Sanjiv Goenka as a Non – Executive Director of the Company, who retires by rotation and being eligible, offers himself for re-appointment.
4. Ratification of appointment of M/s Price Waterhouse, Chartered Accountants, as the Statutory Auditors of the Company
5. Re- appointment of Mr. Kaushik Roy as a Managing Director of the Company.
6. Appointment of Mr. Paras K Chowdhary as an Independent Director of the Company
7. Ratification of remuneration of M/s Shome & Banerjee, Cost Auditors of the Company.


Clarifications were provided to the queries raised by the Members.

The Board of Directors had appointed Mr. Anjan Kumar Roy, (Membership No. – FCS 5684) as the Scrutinizer to overview the whole process of voting in a fair and transparent manner. The Chairman authorized the Company Secretary to declare the results of voting.

The Scrutinizer’s Report was received and accordingly all the Resolutions as set out in the Notice were declared as passed.

This is for your information and record.

Yours faithfully,
For **PHILLIPS CARBON BLACK LIMITED**


K. Mukherjee
Company Secretary and Chief Legal Officer

"Annexure - II"

Phillips Carbon Black Limited - Details of 55th AGM Voting Results - Regulation 44(3) of SEBI Listing Regulations

Date of the AGM	22nd July, 2016
Total number of shareholders on record date, 14th July, 2016	31258
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	4 582
No. of Shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group: Public:	Nil

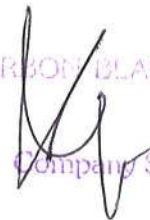
Agenda - wise disclosure

Resolution Required : (Ordinary / Special)		Ordinary - 1. Adoption of the Audited Financial Statements and Reports of Board of Directors and Auditors thereon for the financial year ended 31st March, 2016.						
Whether promoter/ promoter group are interested in the agenda/resolution?		Promoter and Promoter group have voted in favour of the Resolution (53.56%)						
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
Promoter and Promoter Group	E-Voting	18461557	18461557	100.0000	18461557	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		18461557	100.0000	18461557	0	100.0000	0.0000
Public Institutions	E-Voting	2869269	1300000	45.3077	1300000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1300000	45.3077	1300000	0	100.0000	0.0000
Public Non Institutions	E-Voting	13136746	949944	7.2312	949894	50	99.9947	0.0053
	Poll		88	0.0007	88	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		950032	7.2319	949982	50	99.9947	0.0053
Total		34467572	20711589	60.0900	20711539	50	99.9998	0.0002

Resolution Required : (Ordinary / Special)		Ordinary - 2. Declaration of Dividend for the year ended 31st March, 2016.						
Whether promoter/ promoter group are interested in the agenda/resolution?		Promoter and Promoter group have voted in favour of the Resolution (53.56%)						
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
Promoter and Promoter Group	E-Voting	18461557	18461557	100.0000	18461557	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		18461557	100.0000	18461557	0	100.0000	0.0000
Public Institutions	E-Voting	2869269	1300000	45.3077	1300000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1300000	45.3077	1300000	0	100.0000	0.0000
Public Non Institutions	E-Voting	13136746	949944	7.2312	949944	0	100.0000	0.0000
	Poll		88	0.0007	88	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		950032	7.2319	950032	0	100.0000	0.0000
Total		34467572	20711589	60.0901	20711589	0	100.0000	0.0000

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Company Secretary



Resolution Required : (Ordinary / Special)			Ordinary - 3. Re – appointment of Mr. Sanjiv Goenka as a Non – Executive Director of the Company, who retires by rotation and being eligible, offers himself for re-appointment.					
Whether promoter/ promoter group are interested in the agenda/resolution?			Promoter and Promoter group have voted in favour of the Resolution (53.56%)					
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	18461557	18461557	100.0000	18461557	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		18461557	100.0000	18461557	0	100.0000	0.0000
Public Institutions	E-Voting	2869269	1300000	45.3077	1300000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1300000	45.3077	1300000	0	100.0000	0.0000
Public Non Institutions	E-Voting	13136746	949944	7.2312	949854	90	99.9905	0.0095
	Poll		88	0.0007	88	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		950032	7.2319	949942	90	99.9905	0.0095
Total		34467572	20711589	60.0901	20711499	90	99.9996	0.0004

Resolution Required : (Ordinary / Special)			Ordinary - 4. Ratification of appointment of M/s Price Waterhouse, Chartered Accountants, as the Statutory Auditors of the Company					
Whether promoter/ promoter group are interested in the agenda/resolution?			Promoter and Promoter group have voted in favour of the Resolution (53.56%)					
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	18461557	18461557	100.0000	18461557	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		18461557	100.0000	18461557	0	100.0000	0.0000
Public Institutions	E-Voting	2869269	1300000	45.3077	1300000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1300000	45.3077	1300000	0	100.0000	0.0000
Public Non Institutions	E-Voting	13136746	949044	7.2243	948854	190	99.9800	0.0200
	Poll		88	0.0007	88	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		949132	7.2250	948942	190	99.9800	0.0200
Total		34467572	20710689	60.0875	20710499	190	99.9991	0.0009

Resolution Required : (Ordinary / Special)			Special - 5. Re- appointment of Mr. Kaushik Roy as a Managing Director of the Company.					
Whether promoter/ promoter group are interested in the agenda/resolution?			Promoter and Promoter group have voted in favour of the Resolution (53.56%)					
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	18461557	18461557	100.0000	18461557	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		18461557	100.0000	18461557	0	100.0000	0.0000
Public Institutions	E-Voting	2869269	1300000	45.3077	1300000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1300000	45.3077	1300000	0	100.0000	0.0000
Public Non Institutions	E-Voting	13136746	949864	7.2306	949642	222	99.9766	0.0234
	Poll		88	0.0007	88	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		949952	7.2313	949730	222	99.9766	0.0234
Total		34467572	20711509	60.0898	20711287	222	99.9989	0.0011

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Company Secretary

Resolution Required : (Ordinary / Special)			Ordinary -6. Appointment of Mr. Paras K Chowdhary as an Independent Director of the Company					
Whether promoter/ promoter group are interested in the agenda/resolution?			Promoter and Promoter group have voted in favour of the Resolution (53.56%)					
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	18461557	18461557	100.0000	18461557	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		18461557	100.0000	18461557	0	100.0000	0.0000
Public Institutions	E-Voting	2869269	1300000	45.3077	1300000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1300000	45.3077	1300000	0	100.0000	0.0000
Public Non Institutions	E-Voting	13136746	948964	7.2237	948659	305	99.9679	0.0321
	Poll		88	0.0007	88	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		949052	7.2244	948747	305	99.9679	0.0321
Total		34467572	20710609	60.0872	20710304	305	99.9985	0.0015

Resolution Required : (Ordinary / Special)			Ordinary - 7. Ratification of remuneration of M/s Shome & Banerjee, Cost Auditors of the Company.					
Whether promoter/ promoter group are interested in the agenda/resolution?			Promoter and Promoter group have voted in favour of the Resolution (53.56%)					
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	18461557	18461557	100.0000	18461557	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		18461557	100.0000	18461557	0	100.0000	0.0000
Public Institutions	E-Voting	2869269	1300000	45.3077	1300000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1300000	45.3077	1300000	0	100.0000	0.0000
Public Non Institutions	E-Voting	13136746	950452	7.2351	950197	255	99.9732	0.0268
	Poll		88	0.0007	88	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		950540	7.2358	950285	255	99.9732	0.0268
Total		34467572	20712097	60.0915	20711842	255	99.9988	0.0012

PHILLIPS CARBON BLACK LTD.

Company Secretary

PHILLIPS CARBON BLACK LTD.

Company Secy.

ANJAN KUMAR ROY & CO.

COMPANY SECRETARIES

To,

Date: 22/07/2016

The Chairman

M/s. Phillips Carbon Black Limited
31, Netaji Subhas Road,
Kolkata - 700001

Sub: Scrutinizer's Report on the "Remote E – Voting" and "Voting through Ballot at the meeting", in respect of the resolutions contained in the notice of the 55th Annual General Meeting of M/s. Phillips Carbon Black Limited, held on 22nd Day of July, 2016.

Dear Sir,

Please find enclosed herewith The Scrutinizer's Report, dated 22nd July, 2016 on the "Remote E – Voting" and "Voting through Ballot at the meeting", in respect of the 55th Annual General Meeting of M/s. Phillips Carbon Black Limited held, on 22nd Day of July, 2016.

Regards,

FOR, **ANJAN KUMAR ROY & CO.**
Company Secretaries


ANJAN KUMAR ROY

FCS



Scrutinizer for and in respect of the Remote E – Voting and voting through Ballot at the AGM of M/s. Phillips Carbon Black Limited, related to their 55th AGM held on 22nd Day of July, 2016.

Place: Kolkata

Enclosures: as above

ANJAN KUMAR ROY & CO.

COMPANY SECRETARIES

To,

Date: 22/07/2016

The Chairman
M/s. Phillips Carbon Black Limited
31, Netaji Subhas Road,
Kolkata - 700001

Sub: Scrutinizer's Report on the "Remote E – Voting" and "Voting through Ballot at the meeting", in respect of the resolutions contained in the notice of the 55th Annual General Meeting of M/s. Phillips Carbon Black Limited, held on 22nd Day of July, 2016.

Dear Sir,

- (A) I have been appointed as the Scrutinizer by M/s. Phillips Carbon Black Limited ("the company", here in after), vide a resolution passed by the Board of Directors of the Company at their meeting held on the 13th Day of May, 2016, pursuant to Section 108 of the Companies Act 2013, read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 and pursuant to the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, to carry out the scrutiny of the Remote E - Voting and Voting through Ballot at the said Annual General Meeting, for and in respect of all the 7 resolutions, as mentioned herein below and as contained in the notice of the said Annual General Meeting ("said AGM", here in after).
- (B) Pursuant to the provisions of section 108 of the Companies Act, 2013, read with the relevant rules thereof and read with the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, I have conducted the scrutiny of the aforesaid Remote E - Voting and Voting through Ballot at the said AGM, in respect of the aforesaid resolutions no. 1 to 7. I submit my report hereunder:
- i. As per the information and documents provided to me, by the officers of the Company, the Company has completed on 27th Day of June, 2016, the dispatch of the relevant notice dated 13th May, 2016 along with statement setting out material facts under Section 102 of the Companies Act 2013, convening the said AGM, to the members of the Company. Further, I have been informed by the officers of the Company and have personally verified that the relevant notice of the said AGM has been placed on the website of the Company.
 - ii. The relevant notice of the said AGM, mentioned *inter alia* that the business might be transacted through Remote E - voting system and through ballots at the venue of the said AGM, the necessary facilities whereof were being provided by the company.

Office Address : DPS Business Centre, 9A, Sebak Baidya Street, Kolkata- 700 029. E-mail: akroyco@yahoo.co.in/
anjanroy_2003@yahoo.co.in/anjankumarroyco@hotmail.com. Land Ph. No. 033 2475 0112. Hand Held Nos.
9830201949/9831891949.



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- iii. I have been shown by the officers of the company, the relevant advertisement of the said notice, in "Business Standard" and in "Aajkal" published on Thursday, the 30th Day of June, 2016 containing the following information:
- Statement that the business may be transacted by Remote E - Voting.
 - Statement that dispatch of notices of the said AGM was completed on 27th day of June, 2016.
 - Statement that the period of Remote E - Voting would start at 9.00 A.M. on 19th Day of July, 2016 and ends at 5.00 P.M. on 21st Day of July, 2016.
 - Statement that the business may be transacted by voting through ballots at the venue of the said AGM, only by those members who had not participated in the said Remote E - Voting.
 - Statement that members who cast their vote by Remote E - Voting may attend the said AGM but would not be entitled to cast their votes once again.
 - The statement that Remote E - Voting shall be blocked by M/s. National Securities Depository Limited ("NSDL", here in after) after 5.00 P.M. on 21st Day of July, 2016.
 - Website address of the Company and of NSDL, where notice of the aforesaid Annual General Meeting was displayed.
 - Contact details, in case of grievances/queries in respect of the Remote E - Voting.
- iv. That to the best of my understanding the aforesaid Remote E - Voting for the aforesaid resolutions were open for 3 days i.e., from 9:00 A.M. on 19th of July, 2016 to 5:00 P.M. on 21st of July, 2016.
- v. That to the best of my understanding the portal i.e., www.evoting.nsdl.com, where Remote E - Voting process was provided, was blocked at 5:00 P.M. on 21st Day of July, 2016.
- vi. That after the discussions on the above 7 resolutions at the said AGM were over, a facility for casting the vote by physical ballot at the venue of the said AGM was provided to those members who wanted to cast their votes by said physical ballots.
- vii. That the said Remote E - voting at portal www.evoting.nsdl.com was unblocked by me at 12.35 P.M. on 22nd Day of July, 2016, that is after the voting by physical ballots were completed and counted. The said Remote E - voting was unblocked by me in the presence of the following persons;
- Mr. Sourav Kumar Lal *Sourav Kumar Lal*
 - Ms. Deepika Bhutra *Deepika Bhutra*



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who are not in the employment of the Company and who have put their signatures alongside their names as above.

- viii. The results, containing the detail of votes cast by Remote E - Voting mode, has been downloaded from the aforesaid portal of NSDL, the agency which was appointed by the Company to provide and maintain and which provided and maintained the Remote E - Voting platform for the aforesaid Remote E - Voting, in respect of the aforesaid 7 resolutions.
- ix. The cut off date for determining eligibility to cast vote was on 15th Day of July, 2016 and such persons who were the members of the company as on the said record date were entitled to cast their vote either by Remote E - Voting or through Ballot at the said AGM on the relevant resolutions.

(C) That the details of voting, through Remote E – Voting and through Ballot at the said AGM, in respect of the said 7 Resolutions, are as hereunder:

ORDINARY BUSINESS:

Item No. 1

Adoption of Financial Statements and Reports of Boards of Directors and Auditors thereon for the year ended 31st March, 2016.

- i. Voted in **favour** of the resolution:

Mode of Voting	No. of Voters (folios)	Number of votes cast (One Shares, one vote basis)	What % of votes cast is valid	% of total number of valid votes cast
Remote E- voting	69	20711451	100	99.99
Through Ballot	3	88	100	.0002
Total	72	20711539	100	99.99

- ii. Voted **against** the resolution:

Mode of Voting	No. of Voters (folios)	Number of votes cast (One Shares, one vote basis)	What % of votes cast is valid	% of total number of valid votes cast
Remote E- voting	1	50	100	.0002
Through Ballot	0	0	N/A	N/A

Office Address : DPS Business Centre, 9A, Sebak Baidya Street, Kolkata- 700 029. E-mail: akroyco@yahoo.co.in/ anjanroy_2003@yahoo.co.in/anjankumarroyco@hotmail.com. Land Ph. No. 033 2475 0112. Hand Held Nos. 9830201949/9831891949.



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Total	1	50	100	.0002
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iii. **Invalid Votes:**

Mode of Voting	No. of Voters (folios)	Number of votes cast (One Shares, one vote basis)	Number of valid votes cast	What % of votes cast is invalid
Remote E- voting	N/A	N/A	20711501	0
Through Ballot	Nil	Nil	88	0
Total	Nil	Nil	20711589	0

Item No. 2

Declaration of dividend for the year ended 31st March, 2016.

i. Voted in **favour** of the resolution:

Mode of Voting	No. of Voters (folios)	Number of votes cast (One Shares, one vote basis)	What % of votes cast is valid	% of total number of valid votes cast
Remote E- voting	70	20711501	100	100
Through Ballot	3	88	100	0.0002
Total	73	20711589	100	100

ii. Voted **against** the resolution:

Mode of Voting	No. of Voters (folios)	Number of votes cast (One Shares, one vote basis)	What % of votes cast is valid	% of total number of valid votes cast
Remote E- voting	0	0	N/A	N/A
Through Ballot	0	0	N/A	N/A
Total	0	0	N/A	N/A

ANJAN KUMAR ROY & CO.

COMPANY SECRETARIES

iii. Invalid Votes:

Mode of Voting	No. of Voters (folios)	Number of votes cast (One Shares, one vote basis)	Number of valid votes cast	What % of votes cast is invalid
Remote E- voting	N/A	N/A	20711501	0
Through Ballot	Nil	Nil	88	0
Total	Nil	Nil	20711589	0

Item No. 3

Re-appointment of Mr. Sanjiv Goenka as a Non – Executive Director of the Company, who retires by rotation and being eligible, offers himself for re-appointment.

i. Voted in favour of the resolution:

Mode of Voting	No. of Voters (folios)	Number of votes cast (One Shares, one vote basis)	What % of votes cast is valid	% of total number of valid votes cast
Remote E- voting	68	20711411	100	99.99
Through Ballot	3	88	100	.0002
Total	71	20711499	100	99.99

ii. Voted against the resolution:

Mode of Voting	No. of Voters (folios)	Number of votes cast (One Shares, one vote basis)	What % of votes cast is valid	% of total number of valid votes cast
Remote E- voting	2	90	100	0.0002
Through Ballot	0	0	N/A	N/A
Total	2	90	100	0.0002

ANJAN KUMAR ROY & CO.

COMPANY SECRETARIES

iii. Invalid Votes:

Mode of Voting	No. of Voters (folios)	Number of votes cast (One Shares, one vote basis)	Number of valid votes cast	What % of votes cast is invalid
Remote E- voting	N/A	N/A	20711501	0
Through Ballot	Nil	Nil	88	0
Total	Nil	Nil	20711589	0

Item No. 4

Ratification of appointment of M/S. Price Waterhouse, Chartered Accountants, as the Statutory Auditors of the Company.

i. Voted in favour of the resolution:

Mode of Voting	No. of Voters (folios)	Number of votes cast (One Shares, one vote basis)	What % of votes cast is valid	% of total number of valid votes cast
Remote E- voting	64	20710411	100	99.99
Through Ballot	3	88	100	.0002
Total	67	20710499	100	99.99

ii. Voted against the resolution:

Mode of Voting	No. of Voters (folios)	Number of votes cast (One Shares, one vote basis)	What % of votes cast is valid	% of total number of valid votes cast
Remote E- voting	5	190	100	.001
Through Ballot	0	0	N/A	N/A
Total	5	190	100	.001

ANJAN KUMAR ROY & CO.

COMPANY SECRETARIES

iii. Invalid Votes:

Mode of Voting	No. of Voters (folios)	Number of votes cast (One Shares, one vote basis)	Number of valid votes cast	What % of votes cast is invalid
Remote E- voting	N/A	N/A	20710601	0
Through Ballot	Nil	Nil	88	0
Total	Nil	Nil	20710689	0

SPECIAL BUSINESS

To consider, and if thought fit, to pass with or without modification(s) the following Resolutions:

Item No. 5 as a Special Resolution:

Re-appointment of Mr. Kaushik Roy as a Managing Director of the Company.

i. Voted in favour of the resolution:

Mode of Voting	No. of Voters (folios)	Number of votes cast (One Shares, one vote basis)	What % of votes cast is valid	% of total number of valid votes cast
Remote E- voting	65	20711199	100	99.99
Through Ballot	3	88	100	.001
Total	68	20711287	100	99.99

ii. Voted against the resolution:

Mode of Voting	No. of Voters (folios)	Number of votes cast (One Shares, one vote basis)	What % of votes cast is valid	% of total number of valid votes cast
Remote E- voting	4	222	100	.001
Through Ballot	0	0	N/A	N/A
Total	4	222	100	.001



ANJAN KUMAR ROY & CO.

COMPANY SECRETARIES

iii. Invalid Votes:

Mode of Voting	No. of Voters (folios)	Number of votes cast (One Shares, one vote basis)	Number of valid votes cast	What % of votes cast is invalid
Remote E- voting	N/A	N/A	20711421	0
Through Ballot	Nil	Nil	88	0
Total	Nil	Nil	20711509	0

Item No. 6 as an Ordinary Resolution:

Appointment of Mr. Paras K Chowdhary as an Independent Director of the Company.

i. Voted in favour of the resolution:

Mode of Voting	No. of Voters (folios)	Number of votes cast (One Shares, one vote basis)	What % of votes cast is valid	% of total number of valid votes cast
Remote E- voting	62	20710216	100	99.99
Through Ballot	3	88	100	.001
Total	65	20710304	100	99.99

ii. Voted against the resolution:

Mode of Voting	No. of Voters (folios)	Number of votes cast (One Shares, one vote basis)	What % of votes cast is valid	% of total number of valid votes cast
Remote E- voting	6	305	100	.001
Through Ballot	0	0	N/A	N/A
Total	6	305	100	.001

ANJAN KUMAR ROY & CO.

COMPANY SECRETARIES

iii. Invalid Votes:

Mode of Voting	No. of Voters (folios)	Number of votes cast (One Shares, one vote basis)	Number of valid votes cast	What % of votes cast is invalid
Remote E- voting	N/A	N/A	20710521	0
Through Ballot	Nil	Nil	88	0
Total	Nil	Nil	20710609	0

Item No. 7 as an Ordinary Resolution:

Ratification of remuneration of M/S. Shome & Banerjee, Cost Auditors of the Company.

i. Voted in **favour** of the resolution:

Mode of Voting	No. of Voters (folios)	Number of votes cast (One Shares, one vote basis)	What % of votes cast is valid	% of total number of valid votes cast
Remote E- voting	68	20711754	100	99.99
Through Ballot	3	88	100	.001
Total	71	20711842	100	99.99

ii. Voted **against** the resolution:

Mode of Voting	No. of Voters (folios)	Number of votes cast (One Shares, one vote basis)	What % of votes cast is valid	% of total number of valid votes cast
Remote E- voting	4	255	100	.001
Through Ballot	0	0	N/A	N/A
Total	4	255	100	.001

ANJAN KUMAR ROY & CO.

COMPANY SECRETARIES

iii. Invalid Votes:

Mode of Voting	No. of Voters (folios)	Number of votes cast (One Shares, one vote basis)	Number of valid votes cast	What % of votes cast is invalid
Remote E- voting	N/A	N/A	20712009	0
Through Ballot	Nil	Nil	88	0
Total	Nil	Nil	20712097	0

- (D) The Register, all other papers and relevant records relating to Remote E - Voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid AGM and the same will be handed over to the Company Secretary for safe keeping.

FOR, **ANJAN KUMAR ROY & CO.**
Company Secretaries


ANJAN KUMAR ROY
FCS 5684
CP 4557



Scrutinizer for and in respect of the Remote E – Voting and voting through Ballot at the AGM of M/s. Phillips Carbon Black Limited, related to their 55th AGM held on 22nd Day of July, 2016.