



PUNJAB CHEMICALS AND CROP PROTECTION LTD.

CIN NO. L24231CH1975PLC003603

Regd. Office : SCO 183, First Floor, Sector 26, Madhya Marg, Chandigarh-160019, INDIA.
Tele: 0172-5008300/5008301, Fax: 0172-2790160, Email: info@punjabchemicals.com, Website: www.punjabchemicals.com

Ref : PCCPL/SE/
Date: 09.09.2016

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

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

Scrip Code: 506618

Scrip Symbol: PUNJABCHEM

Sub: Summary of the Proceedings of the 40th Annual General Meeting of the Company held on 9th September, 2016 - Regulation 30 of SEBI(LODR) Regulations, 2015.

Dear Sirs,

Pursuant to Regulation 30 - Para A of Part A of Schedule III of the Listing Regulations, we are pleased to enclose herewith the followings:

1. Summary of the proceedings of 40th Annual General Meeting (AGM) of the Company held on 9th September, 2016 at PHD House, Sector - 31, Chandigarh. - Annex - I
2. Consolidated Scrutinizer Report. - Annex - II

You are requested to 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.



Annex - I

PUNJAB CHEMICALS AND CROP PROTECTION LTD.

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SUMMARY OF PROCEEDINGS OF THE FORTIETH ANNUAL GENERAL MEETING OF THE MEMBERS OF PUNJAB CHEMICALS AND CROP PROTECTION LIMITED HELD ON FRIDAY, THE 9TH SEPTEMBER, 2016 AT 10.00 A.M. AT PHD HOUSE, SECTOR - 31, CHANDIGARH.

DIRECTORS PRESENT:

Shri G. Narayana, Chairman Emeritus

Shri M.D. Patel, Chairman (Chairman of Stakeholders' Relationship Committee)

Shri Shalil Shroff, Managing Director

Capt. S.S. Chopra (Retd.)

Shri Vijay Rai, (Chairman Audit Committee and
Nomination and Remuneration Committee)

Smt. Sindhu Seth

Shri S.P Singh

Shri S.S. Tiwari

Shri Avtar Singh

Other Attendees:

Shri Punit K Abrol, Sr. V.P. (Finance) & Secretary

Shri Vipul Joshi, Chief Financial Officer

Shri Ravi Bansal, Partner, S R B C & Co., LLP, Statutory Auditors

Shri Pritpal Singh Dua, Secretarial Auditor

Shri S.K. Sharma, Practicing Company Secretary and Scrutinizer

103 shareholders were present.

8 proxies representing 15553 shares were received.

The Secretary introduced the Directors and other invitees on the dais.

For PUNJAB CHEMICALS AND
CROP PROTECTION LTD.

Pnc
(PUNJABROL)
Sr. V.P. (Finance) & Secretary

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Shri Mukesh D Patel, Chairman took the Chair and welcomed the members.

The requisite quorum being present the Chairman commenced the meeting at 10.00 a.m.

He mentioned that following registers were open to shareholders for inspection as required under the Companies Act, 2013:

1. The Register of Directors and Key Managerial Personnel with their shareholding,
2. The Register of Contracts and Arrangements,
3. The Register of Proxies, and
4. Report of Statutory Auditors and Secretarial Auditor

The Chairman, then with the consent of the Members, took the Notice convening the Meeting as read.

He further stated that the Statutory Auditors and Secretarial Auditor of the Company had given unqualified Audit Report for the year ended 31st March, 2016.

The Chairman delivered his speech.

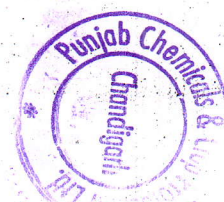
Thereafter, the Chairman asked the members to express their view, give suggestions and ask questions, if any on the audited financial statements for the financial year 2015-16 and the results contained in the notice of the Annual General Meeting.

The Chairman responded to all the queries raised by the members satisfactorily.

The Chairman, thereafter, informed the members that the facility of remote e-voting was available from Tuesday, September 6, 2016 at 9:00 a.m. and ends on Thursday, September 8, 2016 at 5:00 p.m.

For PUNJAB CHEMICALS AND
CROP PROTECTION LIMITED


(PUNIT KABROL)
Sr. V.P.(Finance) & Secretary



He further stated that for the members who had not availed the remote e-voting facility, for them the Company had made arrangement for voting through ballot paper, in accordance with the provisions of the Companies Act, 2013 and Shri S.K. Sharma, an experienced Practicing Company Secretary had been appointed as the Scrutinizer to scrutinize the remote e-voting and ballot paper process.

The Chairman then requested the Scrutinizer to show the empty ballot box to the Members.

The Chairman requested the members to propose and second the following resolutions as set out in the Notice and Addendum to Notice calling the meeting were put for Shareholder's approval.

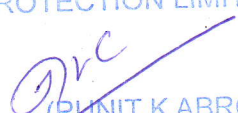
Ordinary Business:

1. To consider and adopt the Audited Standalone and Consolidated Balance Sheet as at March 31, 2016, Statement of Profit and Loss, Reports of the Board of Directors and Auditors for the financial year ended March 31, 2016.
2. To appoint a Director in place of Capt. S.S. Chopra (Retd.), who retires by rotation and being eligible, seeks re-appointment.
3. To consider and approve ratification of appointment of the Statutory Auditors and to fix their remuneration.

Special Business:

4. To approve the remuneration of M/s Khushwinder Kumar & Co., Cost Accountants, Jalandhar (Firm Registration No.100123), Cost Auditors, appointed to fill casual vacancy to conduct the audit of the cost records of the products falling under CETA heading 2901 to 2942- "Organic and Inorganic Chemicals, etc."; 3808- "Insecticides" in addition to "Bulk Drugs" for the financial year ending March 31, 2016.

For PUNJAB CHEMICALS AND
CROP PROTECTION LIMITED


(PUNIT KABROL)
Sr. V.P.(Finance) & Secretary

5. To approve the remuneration of M/s Khushwinder Kumar & Co., Cost Accountants, Jalandhar (Firm Registration No.100123), Cost Auditors, appointed to fill casual vacancy to conduct the audit of the cost records of the products falling under CETA heading 2901 to 2942- "Organic and Inorganic Chemicals, etc."; 3808- "Insecticides" and "Bulk Drugs" for the financial year ending March 31, 2017.

Therefore, the Chairman requested members to cast their votes and drop the ballot paper in the ballot box.

The members having deposited the ballot papers in the ballot box, the scrutinizer sealed the box.

The Chairman, informed that the consolidated results alongwith the Scrutinizer Report would be intimated to the concerned Stock Exchanges and would be placed on the Company's website and on the website of Central Depository Services (India) Limited within 48 hours of the conclusion of the meeting.

The Chairman authorized the Sr. V.P. (Finance) & Secretary of the Company to declare the result of voting.

The meeting ended with the vote of thanks to the Chair at 10.45 a.m.

The Scrutinizer's Report was received on September 9, 2016 and as set out therein, all the resolutions were declared passed with the requisite majority.

Yours faithfully,
For PUNJAB CHEMICALS AND
CROP PROTECTION LIMITED,


CS. PUNIT K ABROL
SR. V.P. (FINANCE) & SECRETARY



S.K. SHARMA & ASSOCIATES
COMPANY SECRETARIES

Annexure II

SCRUTINIZER'S REPORT

To,
Shri Punit K Abrol
Sr. V.P (Finance) & Scrutinizer (Authorised Representative)
Punjab Chemicals and Crop Protection Limited
SCO: 183, First Floor, Sector - 26, Chandigarh.

Sub: **Consolidated Scrutinizer's Report on Remote e-Voting conducted 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 Companies (Management and Administration) Amendment Rules, 2015 and voting by Poll at the Fortieth Annual General Meeting (AGM) of Punjab Chemicals and Crop Protection Limited held on Friday, September 9, 2016 at 10.00 a.m. at PHD House, Sector - 31, Chandigarh.**

Dear Sir,

I, S.K Sharma of S.K Sharma & Associates, Practicing Company Secretary of Chandigarh had been appointed as the Scrutinizer by the Board of Directors of Punjab Chemicals and Crop Protection Limited, pursuant to Section 108 of the Companies Act, 2013("the Act") read with Rules 20 of the Companies (Management and Administration) Rules, 2014 as amended to conduct the remote e-voting process in respect of the below mentioned resolutions passed at the 40th Annual General Meeting (AGM) of Punjab Chemicals and Crop Protection Limited held on Friday, September 9, 2016 at 10.00 a.m.

I was also appointed as Scrutinizer to scrutinize the voting process at the said AGM held on September 9, 2016.

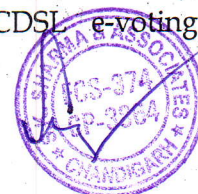
The Notice dated June 1, 2016 alongwith statement setting out material facts under Section 102 of the Act were sent to the Shareholders in respect of the below mentioned resolutions passed at the AGM of the Company.

The Company had availed the remote e-voting facility offered by the Central Depository Services (India) Limited for conducting e-voting by the Shareholders of the Company.

The Company had also provided voting through Ballot Paper to the shareholders present at the AGM and who had not cast their vote earlier through remote e-voting facility. The shareholders of the Company holding shares as on the "cut off" date of September 2, 2016 were entitled to vote on the resolution as contained in the Notice of the AGM.

The voting period for remote e-voting commenced on Tuesday, September 6, 2016 at 9.00 a.m. (IST) and ended on Thursday, September 8, 2016 at 5.00 p.m. (IST) and the CDSL e-voting platform was blocked thereafter.

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S.K. SHARMA & ASSOCIATES

COMPANY SECRETARIES

After the closure of the voting at the AGM, the report on voting done at the meeting was generated in my presence and the same was diligently scrutinized.

The votes cast under remote e-voting facility were thereafter unblocked in the presence of two witnesses who were not in the employment of the Company and after the conclusion of the voting at the AGM the votes cast thereunder counted.

I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the Central Depository Services (India) Limited e-voting system and voting through Ballot Paper at the AGM.

I, now submit my consolidated Report as under on the result of the remote e-voting and voting through Ballot Paper at the AGM in respect of the said resolutions:

Resolution No. 1 - Ordinary Resolution

To consider and adopt the Audited Standalone and Consolidated Balance Sheet as at March 31, 2016, Statement of Profit and Loss, Reports of the Board of Directors and Auditors for the financial year ended March 31, 2016.

(i) Voted in favour of the resolution:

Number of members Voted	Number of valid votes cast by them	% of total number of valid votes cast
92	8557033	99.9998

(ii) Voted against the resolution:

Number of members Voted	Number of valid votes cast by them	% of total number of valid votes cast
6	14	0.00002

(iii) Invalid Votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

Resolution No. 2 - Ordinary Resolution

To appoint a Director in place of Capt. S.S. Chopra (Retd.), who retires by rotation and being eligible, seeks re-appointment.

(i) Voted in favour of the resolution:

Number of members Voted	Number of valid votes cast by them	% of total number of valid votes cast
92	8557033	99.9998

(ii) Voted against the resolution:

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COMPANY SECRETARIES

Number of members Voted	Number of valid votes cast by them	% of total number of valid votes cast
6	14	0.00002

(iii) Invalid Votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

Resolution No. 3 - Ordinary Resolution

To consider and approve ratification of appointment of the Statutory Auditors and to fix their remuneration.

(i) Voted in favour of the resolution:

Number of members Voted	Number of valid votes cast by them	% of total number of valid votes cast
92	8557033	99.9998

(ii) Voted against the resolution:

Number of members Voted	Number of valid votes cast by them	% of total number of valid votes cast
6	14	0.00002

(iii) Invalid Votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

Resolution No. 4 - Ordinary Resolution

To approve the remuneration of M/s Khushwinder Kumar & Co., Cost Accountants, Jalandhar (Firm Registration No.100123), Cost Auditors, appointed to fill casual vacancy to conduct the audit of the cost records of the products falling under CETA heading 2901 to 2942- "Organic and Inorganic Chemicals, etc."; 3808- "Insecticides" in addition to "Bulk Drugs" for the financial year ending March 31, 2016.

(i) Voted in favour of the resolution:

Number of members Voted	Number of valid votes cast by them	% of total number of valid votes cast
92	8557033	99.9998

(ii) Voted against the resolution:

Number of members Voted	Number of valid votes cast by them	% of total number of valid votes cast
6	14	0.00002

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S.K. SHARMA & ASSOCIATES

COMPANY SECRETARIES

(iii) **Invalid Votes:**

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

Resolution No. 5 - Ordinary Resolution

To approve the remuneration of M/s Khushwinder Kumar & Co., Cost Accountants, Jalandhar (Firm Registration No.100123), Cost Auditors, appointed to fill casual vacancy to conduct the audit of the cost records of the products falling under CETA heading 2901 to 2942- "Organic and Inorganic Chemicals, etc."; 3808- "Insecticides" and "Bulk Drugs" for the financial year ending March 31, 2017.

(i) **Voted in favour of the resolution:**

Number of members Voted	Number of valid votes cast by them	% of total number of valid votes cast
92	8557033	99.9998

(ii) **Voted against the resolution:**

Number of members Voted	Number of valid votes cast by them	% of total number of valid votes cast
6	14	0.00002

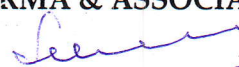
(iii) **Invalid Votes:**

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

All relevant records of voting will remain in our safe custody until the Chairman considers, approves and sign the minutes of the 40th Annual General Meeting and the same shall be handed over thereafter to the Chairman/ Company Secretary for safe keeping.

Thanking you,

Place: Chandigarh
Date: 9th September, 2016

Yours sincerely
For **S.K. SHARMA & ASSOCIATES**

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

We, the undersigned witnessed that the votes were unblocked from the e-voting website of CDSL in our presence at 11.10 a.m. (IST) on 9th September, 2016.


(Hardeep Singh Nijhar)


(Rateesh Sharma)

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Countersigned by
CHEMICALS AND CROP PROTECTION LIMITED


(PUNIT KABROL)
Sr. V.P.(Finance) & Secretary