



# 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: 05.06.2017

## BY E-FILING

The Manager  
Department of Corporate Services  
Bombay Stock Exchange Limited  
1<sup>st</sup> 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 25<sup>th</sup> April, 2017 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.

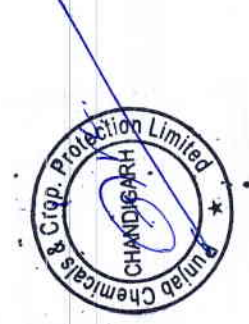
Tel.: 0172-5008300-8301, Fax: 0172-2790160

E-mail: [info@punjabchemicals.com](mailto:info@punjabchemicals.com) Website: [www.punjabchemicals.com](http://www.punjabchemicals.com)

**POSTAL BALLOT RESULT**

**DATE OF DECLARATION OF RESULT: 5<sup>TH</sup> JUNE, 2017**

Date of the AGM/EGM	:	NA
Total number of Shareholders on record Date	:	25495
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



**Details of Agenda:**

RESOLUTION NO. 1		Shifting of the Registered Office of the Company from the Union Territory of Chandigarh to the State of Punjab									
Resolution required (Ordinary/ Special)		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	Votes on resolution?	No. of Votes - in favour	No. of Votes against	%age of in favour votes	%age of Votes on votes Polled	%age of Votes against on votes Polled	
		(1)	2)	(3)=[(2)/(1)]*	(4)	(5)	(6)=[(4)/(2)]*	(7)=[(5)/(2)]*			
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	
	Postal Ballot		4017318	73.12%	4017318	Nil	100.00%	Nil	Nil	NA	
	Total		5493867	100.00%	5493867	Nil	100.00%	Nil	100	Nil	
Public Institutions	E-voting	486278	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	
	Poll		NA	NA	NA	NA	NA	NA	NA	NA	
	Postal Ballot		Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	
	Total		Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	
Public Non-Institutions	E-voting	6282040	30882	0.49%	30882	Nil	100.00%	Nil	Nil	Nil	
	Poll		NA	NA	NA	NA	NA	NA	NA	NA	
	Postal Ballot		3004943*	47.83%	3004919	23	99.999%	0.001%	0.001%	0.001%	
	Total		3035825	48.32%	3035801	23	99.999%	0.001%	0.001%	0.001%	
Total		1,22,62,185	8529692	69.56%	8529668	23	99.999%	0.001%	0.001%	0.001%	

\* includes invalid vote of 1 shareholder having 1 share

**Result: Resolution passed with requisite majority**



RESOLUTION NO. 2		Divestment of shareholding of STS Chemicals (UK) Limited, wholly owned subsidiary of the Company including Sintesis Quimica, S.A.I.C, Argentina, its step-down subsidiary									
Resolution required: (Ordinary/ Special)		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	% of Polled outstanding shares	Votes on resolution?	No. of Votes - in favour	No. of Votes against	% of votes in favour Polled	% of Votes against on votes Polled		
		(1)	2)	(3)=[(2)/(1)]*	(4)	(5)	(6)=[(4)/(2)]*	(7)=[(5)/(2)]*			
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	486278	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	6282040	30882	0.49%	30882	Nil	100.00%	Nil			
	Poll		NA	NA	NA	NA	NA	NA			
	Postal Ballot		3004943*	47.83%	3004937	Nil	99.999%	Nil			
	Total		3035825	48.32%	3035819	Nil	99.999%	Nil			
Total		1,22,62,185	8529692	69.56%	8529686	Nil	99.999%	Nil			

\* includes invalid votes of 2 shareholders holding 6 shares.

**Result: Resolution passed with requisite majority**



**S.K. SHARMA & ASSOCIATES**  
COMPANY SECRETARIES

SCRUTINIZER REPORT

To,  
Chairman/ Authorised Person

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 25<sup>th</sup> April, 2017 to approve the following Special Resolutions:

- a) Shifting of the Registered Office of the Company from the Union Territory of Chandigarh to the State of Punjab.
- b) Divestment of shareholding of STS Chemicals (UK) Limited, wholly owned subsidiary of the Company including Sintesis Quimica, S.A.I.C, Argentina, its step-down subsidiary.

I SUBMIT MY REPORT AS UNDER:

1. The evoting period remained open from Thursday, the 4<sup>th</sup> May, 2017 (9:00 a.m) to Friday, the 2<sup>nd</sup> June, 2017 (5:00 p.m).
2. The shareholders holding shares either in physical form or dematerialized form as on the "cut-off" date i.e 21<sup>st</sup> April, 2017 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 2<sup>nd</sup> June, 2017 after 5:00 p.m in the presence of Ms. Aashima and Mr. Vishwajit Mukherjee, who are not the employees of the Company. They have signed below in confirmation of the votes being unblocked in their presence:

Signature: \_\_\_\_\_

Name: \_\_\_\_\_

*Vishwajit Mukherjee*  
Name: Vishwajit Mukherjee

Signature: \_\_\_\_\_

Name: \_\_\_\_\_

*Aashima Shavema*  
Name: Aashima Shavema





**S.K. SHARMA & ASSOCIATES**  
COMPANY SECRETARIES

4. The physical postal ballots were received upto 5:00 p.m on 2<sup>nd</sup> June, 2017 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:

S.No	Particulars	Item No. 1		Item No.2	
		Members	shares	Members	Shares
<b>A</b>	<b>Postal Ballot</b>				
1	Number of forms received from Members	38	70,22,261	38	70,22,261
2	Number of forms rejected/ not considered for reasons as stated below:				
	a) Form not properly filled	1	1	1	1
	b) Ticked all columns	-	-	1	5
	Total invalid forms	1	1	2	6
	Number of valid forms (1-2)	37	70,22,260	36	70,22,255
<b>B</b>	<b>E-voting</b>				
1	Number of Members who participated in e-voting	38	15,07,431	38	15,07,431
2	Invalid e-votes/ not voted	-	-	-	-
	Number of valid e-voters (1-2)	38	15,07,431	38	15,07,431
<b>C</b>	<b>Total valid voters (A+B)</b>	<b>75</b>	<b>85,29,691</b>	<b>74</b>	<b>85,29,686</b>

Resolution 1 : Shifting of the Registered Office of the Company from the Union Territory of Chandigarh to the State of Punjab.

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
38	15,07,431	28	70,22,237	85,29,668	99.999%



**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
-	-	9	23	23	0.001%

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	1	1

Resolution 2: Divestment of shareholding of STS Chemicals (UK) Limited, wholly owned subsidiary of the Company including Sintesis Quimica, S.A.I.C, Argentina, its step-down subsidiary.

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
38	15,07,431	36	70,22,255	85,29,686	100.00%

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
-	-	-	-	-	-



# S.K. SHARMA & ASSOCIATES

## COMPANY SECRETARIES

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- and Postal Ballot
-	-	2	6	6

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 Punit K Abrol, Sr. V.P. (Finance) & Secretary, 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)  
 PRACTISING COMPANY SECRETARY  
 FCS NO.: 374, C.P. NO. 3864



Place: Chandigarh  
 Date: 5<sup>th</sup> June, 2017