



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: 14.09.2017

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 and Consolidated Scrutinizer Report of the 41st Annual General Meeting of the Company held on 14th September, 2017 - Regulation 30 of SEBI(LODR) Regulations, 2015.

Dear Sirs,

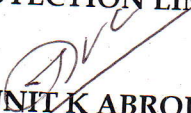
Pursuant to Regulation 30 - Para A of Part A of Schedule III of the Listing Regulations, please find enclose herewith the followings:

1. Summary of the proceedings of 41st Annual General Meeting (AGM) of the Company held on 14th September, 2017 at PHD House, Sector - 31, Chandigarh-Annexure I.
2. Consolidated Scrutinizer Report - Annexure II.

We request you 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.

SUMMARY OF PROCEEDINGS OF THE 41ST ANNUAL GENERAL MEETING OF THE MEMBERS OF PUNJAB CHEMICALS AND CROP PROTECTION LIMITED HELD ON THURSDAY, THE 14TH SEPTEMBER, 2017 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:

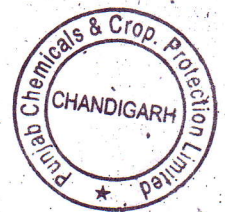
Shri Punit K Abrol, Sr. V.P. (Finance) & Secretary
Shri Vipul Joshi, Chief Financial Officer
Shri Ravi Bansal, Partner, S R B C & Co., LLP, Statutory Auditors
Shri S.K. Sharma, Practicing Company Secretary and Scrutinizer
Shri Pritpal Singh Dua, Secretarial Auditor

93 shareholders were present including 10 proxies representing 18691 shares.

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

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.



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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.

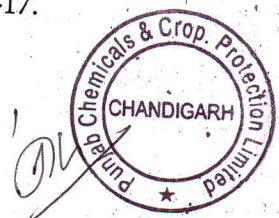
The Report of the Auditors was read in the meeting. It was noted that Auditors Report on Standalone Financial Statements was unqualified. However, with regard to Consolidated Financial Statements, it was mentioned that auditor of Sintesis Quimica, S.A.I.C., have issued adverse audit opinion that the financial statements of the Sintesis Quimica have been prepared on considering the fundamental assumption of going concern which does not hold good and the financial statements should have been prepared at their net realizable value and accordingly assets and liabilities are overstated.

The reply of the management was also read in the meeting which stated that as the Subsidiary Company is having its business operations as at March 31, 2017. Moreover, the Company was negotiating with a potential buyer to sell the Company and has also sought approval from the members through Postal Ballot. Therefore, the impact of overstatement of assets and liabilities were not determinable on the said date.

Secretarial Auditor Report was also read in the meeting and it was noted that it does not contain any qualification, reservation or adverse remarks.

Thereafter, the Chairman delivered his speech.

After the speech, Chairman asked the members to express their view, give suggestions and ask questions, if any, on the audited financial statements for the financial year 2016-17.



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

The Chairman, thereafter, informed the members that the facility of remote e-voting was available from Monday, September 11, 2017 at 9:00 a.m. and ends on Wednesday, September 13, 2017 at 5:00 p.m.

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 polling paper, in accordance with the provisions of the Companies Act, 2013. Shri S.K. Sharma, an experienced Practicing Company Secretary, who was present in the meeting had been appointed as the Scrutinizer to scrutinize the remote e-voting and polling process at the AGM.

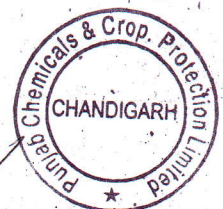
The Chairman then requested the Scrutinizer to show the empty ballot/polling box to the Members.

The Chairman requested the members to propose and second the following resolutions as set out in the Notice.

Ordinary Business:

1. To receive, consider and adopt the Audited Standalone and Consolidated financial statements of the Company for the financial year ended March 31, 2017 including the audited Balance Sheet as at March 31, 2017, the Statement of Profit & Loss for the financial year ended on that date, together with the Reports of the Board of Directors and the Auditors thereon.
2. To appoint a Director in place of Smt. Sindhu Seth (DIN No. 00109298), who retires by rotation and being eligible, offers herself for re-appointment.
3. To appoint the Statutory Auditors of the Company and to fix their remuneration.

All aforesaid Resolutions were passed as an Ordinary Resolution.



Special Business:

4. To approve the remuneration of M/s Khushwinder Kumar & Co., Cost Accountants, Jalandhar (Firm Registration No.100123), Cost Auditors for the financial year ending March 31, 2018. The Resolution was passed as an Ordinary Resolution.

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

After the members deposited the polling papers in the ballot/polling box, the scrutinizer sealed the box.

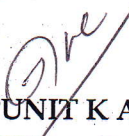
The Chairman, informed that the consolidated results alongwith the Scrutinizer Report would be intimated to the concerned Stock Exchanges and would be placed on the Company's website and on the website of Central Depository Services (India) Limited within 48 hours of the conclusion of the meeting.

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 11.00 A.M.

The Scrutinizer's Report was received on September 14, 2017 at 5.00 p.m. and as set out therein, all the resolutions were declared passed with the requisite majority.

For PUNJAB CHEMICALS AND
CROP PROTECTION LIMITED,


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

Encl: a/a.

S.K. SHARMA & ASSOCIATES
COMPANY SECRETARIES

SCRUTINIZER'S REPORT

To,
Shri Punit K Abrol
Sr. V.P (Finance) & Secretary (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 41st Annual General Meeting (AGM) of Punjab Chemicals and Crop Protection Limited held on Thursday, September 14, 2017 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 was 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 41st Annual General Meeting (AGM) of Punjab Chemicals and Crop Protection Limited held on Thursday, September 14, 2017 at 10.00 a.m.

I was also appointed as Scrutinizer to scrutinize the voting process of the Poll conducted at the said AGM held on September 14, 2017.

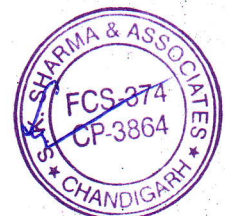
The Notice dated June 14, 2017 alongwith statement setting out material facts under Section 102 of the Act were sent to the Shareholders in respect of the below mentioned Resolutions passed at the AGM of the Company.

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 Polling / 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 7, 2017 were entitled to vote on the Resolution as contained in the Notice of the AGM.

The voting period for remote e-voting commenced on Monday, September 11, 2017 at 9.00 a.m. (IST) and ended on Wednesday, September 13, 2017 at 5.00 p.m. (IST). 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 receive, consider and adopt the Audited Standalone and Consolidated financial statements of the Company for the financial year ended March 31, 2017 including the audited Balance Sheet as at March 31, 2017, the Statement of Profit & Loss for the financial year ended on that date, together with the Reports of the Board of Directors and the Auditors thereon.

(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
113	8556679	99.999

(ii) Voted against the Resolution:

Number of members Voted	Number of valid votes cast by them	% of total number of valid votes cast
4	10	0.001

(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 Smt. Sindhu Seth (DIN No. 00109298), who retires by rotation and being eligible, offers herself for 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
114	8556684	99.999

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(ii) Voted against the Resolution:

Number of members Voted	Number of valid votes cast by them	% of total number of valid votes cast
3	5	0.001

(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 appoint the Statutory Auditors of the Company 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
114	8556684	99.999

(ii) Voted against the Resolution:

Number of members Voted	Number of valid votes cast by them	% of total number of valid votes cast
3	5	0.001

(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 for the financial year ending March 31, 2018.

(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
114	8556684	99.999

(ii) Voted against the Resolution:

Number of members Voted	Number of valid votes cast by them	% of total number of valid votes cast
3	5	0.001

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(iii) **Invalid Votes:**

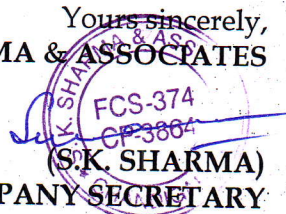
Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

All relevant records of voting will remain in our safe custody until the Chairman considers, approves and sign the minutes of the 41st Annual General Meeting and the same shall be handed over thereafter to the Chairman/ Company Secretary for safe keeping.

Thanking you,


Place: Chandigarh
Date: 14th September, 2017

Yours sincerely,
For S.K. SHARMA & ASSOCIATES


(S.K. SHARMA)
PRACTICING 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 11.30 a.m. (IST) on 14th September, 2017.


MS. PRIYA JAIN


MS. TANVEER KAUR