

3<sup>rd</sup> April, 2018

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.,  
1<sup>st</sup> 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,


**1.) Disclosure of Voting Results under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”):-**

**Ref:- Postal Ballot and E-Voting Notice dated 31<sup>st</sup> January, 2018**

Further to our letter dated 26<sup>th</sup> February, 2018 with respect to the Postal Ballot and E-Voting Notice dated 31<sup>st</sup> January, 2018 for seeking approval of the shareholders of the Company with regard to the Special Resolutions as mentioned in the Postal Ballot and E-Voting Notice, we write to inform you that the Company had provided the facility of Postal Ballot and E-voting to its shareholders from 3<sup>rd</sup> March, 2018 to 2<sup>nd</sup> April, 2018. Accordingly, voting by the shareholders has been carried out through the Postal Ballot and the E-voting processes. The afore-mentioned voting concluded on Monday, 2<sup>nd</sup> April, 2018 at 5 P.M.

Pursuant to the requirements of Regulation 44(3) of the SEBI Listing Regulations, we enclose herewith the Voting Results in the prescribed format along with the Scrutinizer’s Report dated 3<sup>rd</sup> April, 2018 issued by Mr. Anjan Kumar Roy, Practising Company Secretary (FCS – 5684, CP – 4557) (marked as “Annexure – A”). Accordingly, the proposed resolutions have been passed with requisite majority. The results are also available on the website of the Company at [www.pcblltd.com](http://www.pcblltd.com).

**2. Intimation of amendments made to Clause V of the Memorandum of Association of the Company under Regulation 30 read with Schedule III of the SEBI Listing Regulations**

 In terms of Regulation 30 read with Schedule III of the SEBI Listing Regulations, we write to inform you that the Shareholders of the Company, through Postal Ballot, on 3<sup>rd</sup> April, 2018, have approved the amendments to Clause V of the Memorandum of Association of the Company pursuant to the subdivision of 1 Equity Share of Face Value of Rs. 10/- per share, fully paid-up to 5 Equity Shares of the Face Value of Rs. 2/- per share, fully paid-up. Revised Clause V of the Memorandum of Association of the Company is appended herewith for your information and record (marked as ‘Annexure – B’).

**3. Intimation of amendments made to Article 4 of the Articles of Association of the Company under Regulation 30 read with Schedule III of the SEBI Listing Regulations**

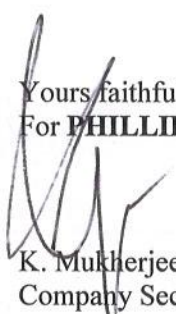
Furthermore, in terms of Regulation 30 read with Schedule III of the SEBI Listing Regulations, we also write to inform you that the Shareholders of the Company, through Postal Ballot, on 3<sup>rd</sup> April, 2018, have approved the amendments to Article 4 of the Articles of Association of the Company pursuant to the sub-division of 1 Equity Share of Face Value of Rs. 10/- per share, fully paid-up to 5 Equity Shares of the Face Value of Rs. 2/- per share, fully paid-up. Revised Article 4 of the Articles of Association of the Company is appended herewith for your information and record (marked as 'Annexure – C').

**4. Intimation of the Committee Meeting of the Board of Directors of the Company:-**

We also write to inform you that a Committee Meeting of the Board of Directors of the Company is scheduled to be held on Tuesday, 10<sup>th</sup> April, 2018 for the purpose of fixation of Record Date in connection with the sub-division of 1 Equity Share of Face Value of Rs. 10/- per share, fully paid-up, to 5 Equity Shares of the Face Value of Rs. 2/- per share, fully paid-up.

Kindly acknowledge the afore-mentioned information and oblige.

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



K. Mukherjee  
Company Secretary and Chief Legal Officer

**Encl:** As above

**"Annexure - A" - Compliance u/s Reg 44(3) of the SEBI Listing Regulations**

<b>Name of the Company</b>		<b>Phillips Carbon Black Limited</b>						
<b>Date of the AGM / EGM</b>		<b>Postal Ballot / Remote E-Voting period - 3rd March, 2018 to 2nd April, 2018</b>						
<b>Total number of shareholders on record date, 16th February, 2018</b>		58850						
<b>No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:</b>		N.A.						
<b>No. of Shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group: Public:</b>		N.A.						
<b>Resolution Required : (Ordinary / Special)</b>		<b>1. Special Resolution - Sub-Division of 1 Equity Share of the Face Value of Rs. 10/- per share to 5 Equity Shares of Face Value of Rs. 2/- per share</b>						
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>		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
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>18461557</b>	<b>100.0000</b>	<b>18461557</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	5418226	4564447	84.2425	4564447	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>4564447</b>	<b>84.2425</b>	<b>4564447</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	10587789	959554	9.0628	959398	156	99.9837	0.0163
	Postal Ballot		62195	0.5874	62095	100	99.8392	0.1608
	<b>Total</b>		<b>1021749</b>	<b>9.6503</b>	<b>1021493</b>	<b>256</b>	<b>99.9749</b>	<b>0.0251</b>
<b>Total</b>		<b>34467572</b>	<b>24047753</b>	<b>69.7692</b>	<b>24047497</b>	<b>256</b>	<b>99.9989</b>	<b>0.0011</b>
<b>Resolution Required : (Ordinary / Special)</b>		<b>2. Special Resolution - Alteration of the Capital Clause in the Memorandum of Association</b>						
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>		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
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>18461557</b>	<b>100.0000</b>	<b>18461557</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	5418226	4564447	84.2425	4564447	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>4564447</b>	<b>84.2425</b>	<b>4564447</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	10587789	959283	9.0603	959104	179	99.9813	0.0187
	Postal Ballot		62190	0.5874	62070	120	99.8070	0.1930
	<b>Total</b>		<b>1021473</b>	<b>9.6477</b>	<b>1021174</b>	<b>299</b>	<b>99.9707</b>	<b>0.0293</b>
<b>Total</b>		<b>34467572</b>	<b>24047477</b>	<b>69.7684</b>	<b>24047178</b>	<b>299</b>	<b>99.9988</b>	<b>0.0012</b>

**CERTIFIED TRUE COPY**  
**PHILLIPS CARBON BLACK LTD.**

**SECRETARY**

Resolution Required : (Ordinary / Special)			3. Special Resolution - Alteration of the Capital Clause of the Articles of Association					
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
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>18461557</b>	<b>100.0000</b>	<b>18461557</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	5418226	4564447	84.2425	4564447	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>4564447</b>	<b>84.2425</b>	<b>4564447</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	10587789	959318	9.0606	959100	218	99.9773	0.0227
	Postal Ballot		62165	0.5871	62045	120	99.8070	0.1930
	<b>Total</b>		<b>1021483</b>	<b>9.6477</b>	<b>1021145</b>	<b>338</b>	<b>99.9669</b>	<b>0.0331</b>
<b>Total</b>		<b>34467572</b>	<b>24047487</b>	<b>69.7684</b>	<b>24047149</b>	<b>338</b>	<b>99.9986</b>	<b>0.0014</b>
Resolution Required : (Ordinary / Special)			4. Special Resolution - Approval for raising of funds by further issue of securities by way of Preferential Issue/ Qualified Institutions Placement/ Foreign Currency Convertible Bonds/ Foreign Currency Exchangeable Bonds/ American Depository Receipts/ Global Depository Receipts/ Public Issue/ Rights Issue/ Debt Issue for an aggregate amount not exceeding Rs. 500/- crores					
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
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>18461557</b>	<b>100.0000</b>	<b>18461557</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	5418226	4564447	84.2425	4136930	427517	90.6338	9.3662
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>4564447</b>	<b>84.2425</b>	<b>4136930</b>	<b>427517</b>	<b>90.6338</b>	<b>9.3662</b>
Public Non Institutions	E-Voting	10587789	959330	9.0607	958403	927	99.9034	0.0966
	Postal Ballot		62161	0.5871	61920	241	99.6123	0.3877
	<b>Total</b>		<b>1021491</b>	<b>9.6478</b>	<b>1020323</b>	<b>1168</b>	<b>99.8857</b>	<b>0.1143</b>
<b>Total</b>		<b>34467572</b>	<b>24047495</b>	<b>69.7685</b>	<b>23618810</b>	<b>428685</b>	<b>98.2173</b>	<b>1.7827</b>

CERTIFIED TRUE COPY  
PHILLIPS CARBON BLACK LTD.

SECRETARY

# ANJAN KUMAR ROY & CO.

COMPANY SECRETARIES

To,

Date: 03/04/2018

The Chairman  
Phillips Carbon Black Limited  
31, Netaji Subhas Road,  
Kolkata – 700 001

**Sub:** Scrutinizer's Report on the "Voting through Postal Ballot, including remote electronic voting", from 3<sup>rd</sup> March, 2018, to 2<sup>nd</sup> April, 2018, pursuant to the Notice dated 31/01/2018, for and in respect of 4 resolutions as set out in this report.

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, on the 31/01/2018 pursuant to Section 108 and Section 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015, and relevant 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 Postal Ballot", for the 4 resolutions set out in this report.
- (B) Pursuant to the provisions of Section 108 and Section 110 of the Companies Act, 2013 read with the relevant rules thereof and read with the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, I have conducted the scrutiny of the aforesaid "Voting through Postal Ballot, including Remote E- Voting", in respect of the 4 resolutions as mentioned in this report, pursuant to the notice dated 31/01/2018 ("the Notice", here in after). I submit my report hereunder;

- (1) The Company on 28/02/2018 completed the dispatch of Postal Ballot Notice along with the Explanatory Statement and Postal Ballot Forms with self-addressed postage prepaid business reply envelope to its Shareholders whose E-mail IDs are not registered with the Company but whose names appeared on the Register of Members / Record of Depositories on 16/02/2018. In respect of those Shareholders whose e-mail ID's are registered with the company, the

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.



# ANJAN KUMAR ROY & CO.

## COMPANY SECRETARIES

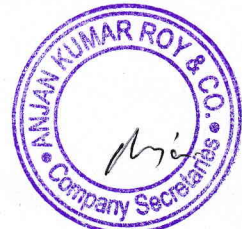
Postal Ballot Notice along with the Explanatory Statement and Postal Ballot Forms were sent by e-mail on 27/02/2018 both through the Registrar and Share Transfer Agents of the Company, viz. Link Intime India Pvt. Limited and the Depository Participant of the Company, viz. National Securities Depository Limited ("**NSDL**", hereinafter). The company provided the Members with the option to vote electronically on the e-voting platform, maintained by NSDL, as an alternate, for its Members to enable them to cast their votes electronically, instead of responding to Postal Ballot Forms physically. "The Notice" mentioned, *inter alia*, that the business shall be transacted through Remote E-Voting as well as voting by Postal Ballots and that the members can vote either by Remote E-Voting or by Postal Ballots. "The Notice" also mentioned that the company was providing its members the facility to vote electronically.

(2) I have been shown by the officers of the company, the relevant advertisement of "The Notice", in an English newspaper, "**Business Standard**" and in a Bengali newspaper "**Aajkal (Kolkata) Edition**" published on Thursday, the 1<sup>st</sup> Day of March, 2018, containing the following information:

- a. Statement that the business may be transacted either by Postal Ballot or by E-Voting.
- b. The date of completion of sending of notices.
- c. The date and time of commencement of Postal Ballot and Remote E - Voting.
- d. The date and time of end of Postal Ballot and Remote E - Voting.
- e. The statement that voting shall not be allowed beyond the said date and time mentioned in (d.) above.
- f. Website address of the company, where the result of the "Voting through Postal Ballot, including Remote E- Voting" would be displayed.
- g. Statement to the effect that members, who have not received postal ballot forms, may apply to the company and obtain a duplicate thereof.
- h. Contact details of the persons responsible to address the grievances/queries connected with the process of Voting by postal Ballot including voting by electronic means.



(3) The voting through Postal Ballot, including Remote E-Voting was open from 9:00 A.M. on 03/03/2018 to 5:00 P. M. on 02/04/2018.

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.



# ANJAN KUMAR ROY & CO.

## COMPANY SECRETARIES

- (4) The ballot box for collecting the Postal Ballots in physical form was under lock and key and under my safe custody. I have considered Postal Ballots in physical form received up to 5:00 P. M. on 02/04/2018.
- (5) To the best of my understanding, the Remote e-Voting for the aforesaid resolution was open from 9:00 A.M. on 03/03/2018 to 5:00 P.M. on 02/04/2018.
- (6) That to the best of my understanding the portal i.e., [www.evoting.nsdl.com](http://www.evoting.nsdl.com), where remote e-Voting system was provided, was blocked at 5.00 P.M. on 02/04/2018.
- (7) That the said Remote E - voting at portal [www.evoting.nsdl.com](http://www.evoting.nsdl.com) was unblocked by me at 5.17 P.M. on 02/04/2018. The said Remote E - voting was unblocked by me in the presence of the following persons;
- a. Mr. Sourav Kumar Lal 
- b. Ms. Sukhjit Kaur 
- who are not in the employment of the company and who have put their signatures alongside their names as above.
- (8) The results of the said remote e-Voting containing the detail of votes cast, has been provided to me by **M/s. National Securities Depository Limited**, the agency which was appointed by the company to provide and maintain and which provided and maintained the E-Voting platform for the aforesaid Remote E-Voting.
- (9) To the best of my understanding the relevant details of the aforesaid Remote E-Voting process in respect of the aforesaid resolutions have been entered into a register, electronically as per the provisions of the Companies (Management and Administration) Rules, 2014, as amended read with Section 108 of the Companies Act, 2013, by National Securities Depository Limited and are available as on this day at the website <http://www.evoting.nsdl.com>.
- (10) The cut-off date for determining eligibility to cast vote was 16/02/2018 and such persons who were the members of the company as on the said cut-off date were entitled to participate in the aforesaid "Voting through Postal Ballots, including Remote E voting".
- (11) **That the details of the aforesaid "Voting through Postal Ballots, including Remote E voting" is as hereunder:**



# ANJAN KUMAR ROY & CO.

COMPANY SECRETARIES

## Item No. 1

### Special Resolution, Special Business:

Sub-Division of 1 Equity Share of the Face Value of Rs. 10/- per share to 5 Equity Shares of Face Value of Rs. 2/- per share:

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

Mode of Voting	Number of members who voted in favour	Number of votes cast (Shares) in favour	% of total number of valid votes cast
Remote e-voting	230	23985402	99.7407%
Through Postal Ballot	203	62095	0.2582%
Total	433	24047497	99.9989%

ii. Voted **against** the resolution:

Mode of Voting	Number of members who voted against	Number of votes cast (Shares) against	% of total number of valid votes cast
Remote e-voting	6	156	0.0006%
Through Postal Ballot	1	100	0.0004%
Total	7	256	0.0011%

iii. **Invalid** Votes:

Mode of Voting	Number of members who voted	Number of votes cast (Shares)
Remote e-voting	NIL	NIL
Through Postal Ballot	144	18,276
Total	144	18,276

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.





# ANJAN KUMAR ROY & CO.

## COMPANY SECRETARIES

### Item No. 2

#### Special Resolution, Special Business:

Alteration of the Capital Clause in the Memorandum of Association:

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

Mode of Voting	Number of members who voted in favour	Number of votes cast (Shares) in favour	% of total number of valid votes cast
Remote e-voting	228	23985108	99.7406%
Through Postal Ballot	202	62070	0.2581%
Total	430	24047178	99.9987%

ii. Voted **against** the resolution:

Mode of Voting	Number of members who voted against	Number of votes cast (Shares) against	% of total number of valid votes cast
Remote e-voting	6	179	0.0007%
Through Postal Ballot	2	120	0.0005%
Total	8	299	0.0012%

iii. **Invalid** Votes:

Mode of Voting	Number of members who voted	Number of votes cast (Shares)
Remote e-voting	NIL	NIL
Through Postal Ballot	144	18,276
Total	144	18,276



# ANJAN KUMAR ROY & CO.

COMPANY SECRETARIES

## Item No. 3

### Special Resolution, Special Business:

Alteration of the Capital Clause of the Articles of Association:

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

Mode of Voting	Number of members who voted in favour	Number of votes cast (Shares) in favour	% of total number of valid votes cast
Remote e-voting	228	23985104	99.7406%
Through Postal Ballot	201	62045	0.2580%
Total	429	24047149	99.9986%

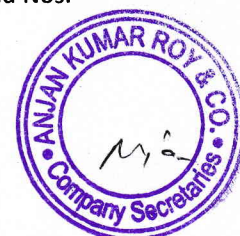
ii. Voted **against** the resolution:

Mode of Voting	Number of members who voted against	Number of votes cast (Shares) against	% of total number of valid votes cast
Remote e-voting	7	218	0.0009%
Through Postal Ballot	2	120	0.0005%
Total	9	338	0.0014%

iii. **Invalid Votes:**

Mode of Voting	Number of members who voted	Number of votes cast (Shares)
Remote e-voting	NIL	NIL
Through Postal Ballot	144	18,276
Total	144	18,276

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.



# ANJAN KUMAR ROY & CO.

## COMPANY SECRETARIES

### Item No. 4

#### Special Resolution, Special Business:

Approval for raising of funds by further issue of securities by way of Preferential Issue/Qualified Institutions Placement/ Foreign Currency Convertible Bonds/ Foreign Currency Exchangeable Bonds/ American Depository Receipts/ Global Depository Receipts/ Public Issue/ Rights Issue/ Debt Issue for an aggregate amount not exceeding Rs. 500/- crores:

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

Mode of Voting	Number of members who voted in-favour	Number of votes cast (Shares) in favour	% of total number of valid votes cast
Remote e-voting	217	23556890	97.9598%
Through Postal Ballot	193	61920	0.2575%
Total	410	23618810	98.2173%

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

Mode of Voting	Number of members who voted against	Number of votes cast (Shares) against	% of total number of valid votes cast
Remote e-voting	19	428444	1.7816%
Through Postal Ballot	10	241	0.0010%
Total	29	428685	1.7826%

#### iii. **Invalid** Votes:

Mode of Voting	Number of members who voted	Number of votes cast (Shares)
Remote e-voting	NIL	NIL
Through Postal Ballot	144	18,276
Total	144	18,276

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.



**ANJAN KUMAR ROY & CO.**

**COMPANY SECRETARIES**


(12) 1 envelope was received after 5 P.M. on 02/04/2018 but was not opened as the same was out of time.

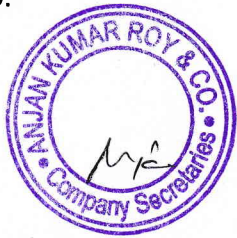
(13) The Postal Ballot Forms which were found defective because of signature mismatch have been treated as invalid and kept separately. I did not find any defaced or mutilated postal ballot.

(14) The physical ballots and all other papers related to "Voting through Postal Ballot, including Remote E- Voting" will be handed over to the Company Secretary of the company.

(15) You may accordingly declare the result of the voting by Postal Ballot and E-voting.

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

  
**ANJAN KUMAR ROY**  
FCS 5684  
CP 4557



Scrutinizer for and in respect of the "Voting through Postal Ballot, including Remote E- Voting" of M/s. **Phillips Carbon Black Limited**, pursuant to the Notice dated 31/01/2018.

**'Annexure – B'**

**New Clause V of the Memorandum of Association of Phillips Carbon Black Limited**

“The Authorised Share Capital of the Company is Rs. 62,00,00,000 (Rupees Sixty two crores only) divided into 31,00,00,000 (Thirty One Crores) equity shares of Rs. 2/- (Rupees Two only) each, with rights, privileges and conditions attaching thereto as may be provided by the Articles of Association of the Company. The Company shall have the power to increase or reduce its capital for the time being and to consolidate, divide or sub-divide and re-classify the shares in such capital and to attach thereto respectively any preferential, qualified or special rights, privileges or conditions as to dividend, voting or otherwise and to vary, modify or abrogate any such rights, privileges or conditions in accordance with the provisions of the Companies Act, 2013 and Articles of Association of the Company and issue shares of higher or lower denominations.”

CERTIFIED TRUE COPY  
PHILLIPS CARBON BLACK LTD.

**'Annexure – C'**

SECRETARY

**New Article 4 of the Articles of Association of Phillips Carbon Black Limited**

“The Share Capital of the Company is Rs. 62,00,00,000/- (Rupees Sixty two crores only) divided into 31,00,00,000 (Thirty One Crores) Equity Shares of Rs. 2/- (Rupees Two only) each.”

CERTIFIED TRUE COPY  
PHILLIPS CARBON BLACK LTD.

SECRETARY