



CIN NO. L24231CH1975PLC003603

(Agrochemicals Division)

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: 11.09.2015

BY COURIER

The Manager
Department of Corporate Services
Bombay Stock Exchange Limited
1st 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, BandraKurla Complex
Bandra (East)
MUMBAI-400 051
Scrip Symbol: PUNJABCHEM
Tel No.: 022-26598235/26598458

Sub: **Outcome of 39th Annual General Meeting held on 11th September, 2015.**

Dear Sirs

In compliance with Clause 31 (d) of the Listing Agreement, we are pleased to inform you that the shareholders of the Company at its Annual General Meeting (AGM) held today on 11th September, 2015 at PHD House, Sector-31, Chandigarh-160031 have approved the following items on the agenda of the meeting through remote e-voting and voting through poll:

1. Adopted the audited Standalone and Consolidated financial statements of the Company for the financial year ended March 31, 2015 including the audited Balance Sheet as at March 31, 2015, 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. Appointment of Shri Avtar Singh (DIN No. 00063569), who retired by rotation and being eligible, offered himself for re-appointment.
3. Ratification of appointment of S R B C & Co. LLP, Chartered Accountants as the Statutory Auditors of the Company from the conclusion of this AGM until the conclusion of the next AGM to be held in the calendar year 2016 at such remuneration as may be recommended by the Audit Committee and fixed by the Board of Directors of the company.

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Corporate Office : Oberoi Chambers II, 4th/ 5th Floor, 645/646 New link Road, Andheri (W), Mumbai-400053, INDIA. Tele: 91-22-26747900, Fax: 91-22-26736013, 26736193 Email: enquiry@punjabchemicals.com

Works : Milestone-18, Ambala-Kalka Rd., P.O. Bhankharpur, Derabassi, Distt SAS Nagar (Mohali), Punjab-140201. Tele: 01762-280082/94, Fax: 01762-280070, E-mail: factoryinfo@punjabchemicals.com



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(Agrochemicals Division)

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-: 2 :-

4. Appointment of Shri Sheo Prasad Singh (DIN: 06493455) as an Independent Director.
5. Appointment of Shri Shivshankar Shripal Tiwari (DIN: 00019058) as a Director liable to retire by rotation.
6. Remuneration of the Cost Auditors for the financial year ending March 31, 2016.

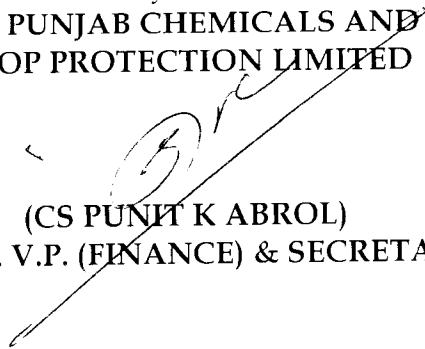
The details of voting results, as per the requirements of Clause 35A of the Listing Agreement in the prescribed format and combined report of Scrutinizer on Remote e-voting & Poll is also enclosed as Annexure I and II respectively.

This is for your information and record please.

Thanking you,

Yours faithfully

For **PUNJAB CHEMICALS AND
CROP PROTECTION LIMITED**


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

Annexure I

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 Website: www.punjabchemicals.com

Pursuant to Clause 35A of the Listing Agreement the details of Voting Result (Remote e-Voting and Polling) are as under:

Date of the AGM/EGM	:	11 th September, 2015
Total number of Shareholders on record Date:	:	26608
No. of Shareholders present in the meeting either in person or through Proxy	:	138
Promoters and Promoter Group	:	2
Public:	:	136
No. of Shareholders attended the meeting through Video Conferencing	:	Nil
Promoters and Promoter Group	:	Nil
Public:	:	Nil



Details of Agenda:

a) 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, 2015 including the audited Balance Sheet as at March 31, 2015, 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.

Promoter / Public	No. of Shares held	No. of Votes Polled	%age of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	%age of Votes in favour on votes Polled	%age of Votes against on votes Polled
	(1)	2)	(3)=[(2)/(1)] * 100	(4)	(5)	(6)=[(4)/(2)] * 100	(7)=[(5)/(2)] * 100
Mode of Voting : Remote E-Voting							
Promoter and Promoter Group	5493867	828947	15.09%	828947	Nil	100.00%	Nil
Public Ins-titutional holders	431561	127177	29.47%	127177	Nil	100.00%	Nil
Public-Others	6336757	29779	0.47%	29529	250	99.16%	0.84%
Total	12262185	985903	8.04%	985653	250	99.97%	0.03%
Mode of Voting : POLL							
Promoter and Promoter Group	5493867	4017318	73.12%	4017318	Nil	100.00%	Nil
Public Ins-titutional holders	431561	Nil	Nil	Nil	Nil	Nil	Nil
Public-Others	6336757	3057791	48.25%	3057791	Nil	100.00%	Nil
Total	12262185	7075109	57.70%	7075109	Nil	100.00%	Nil

b) **Resolution No. 2 - Ordinary Resolution**

To Appoint a Director in place of ShriAvtar Singh (DIN No. 00063569), who retires by rotation and being eligible, offers himself for re-appointment

Promoter / Public	No. of Shares held	No. of Votes Polled	%age of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	%age of Votes in favour on votes Polled	%age of Votes against on votes Polled
	(1)	(2)	(3)=[(2)/(1)] * 100	(4)	(5)	(6)=[(4)/(2)] * 100	(7)=[(5)/(2)] * 100
Mode of Voting : E-Voting							
Promoter and Promoter Group	5493867	828947	15.09%	828947	Nil	100.00%	Nil
Public Ins-titutional holders	431561	127177	29.47%	127177	Nil	100.00%	Nil
Public-Others	6336757	26567*	0.42%	26317	250	99.06%	0.94%
Total	12262185	982691	8.01%	982441	250	99.97%	0.03%
Mode of Voting : POLL							
Promoter and Promoter Group	5493867	4017318	73.12%	4017318	Nil	100.00%	Nil
Public Ins-titutional holders	431561	Nil	Nil	Nil	Nil	Nil	Nil
Public-Others	6336757	3057791	48.25%	3057791	Nil	100.00%	Nil
Total	12262185	7075109	57.70%	7075109	Nil	100.00%	Nil

* Invalid votes 3212 shares

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- c) **Resolution No. 3 - Ordinary Resolution**
To ratify appointment of the Statutory Auditors and to fix their remuneration

Promoter / Public	No. of Shares held	No. of Votes Polled	%age of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	%age of Votes in favour on votes Polled	%age of Votes against on votes Polled
	(1)	(2)	(3)=[(2)/(1)] * 100	(4)	(5)	(6)=[(4)/(2)] * 100	(7)=[(5)/(2)] * 100
Mode of Voting : E-Voting							
Promoter and Promoter Group	5493867	828947	15.09%	828947	Nil	100.00%	Nil
Public Ins- titutional holders	431561	127177	29.47%	127177	Nil	100.00%	Nil
Public- Others	6336757	29779	0.47%	29529	250	99.16%	0.84%
Total	12262185	985903	8.04%	985653	250	99.97%	0.03%
Mode of Voting : POLL							
Promoter and Promoter Group	5493867	4017318	73.12%	4017318	Nil	100.00%	Nil
Public Ins- titutional holders	431561	Nil	Nil	Nil	Nil	Nil	Nil
Public- Others	6336757	3057791	48.25%	3057791	Nil	100.00%	Nil
Total	12262185	7075109	57.70%	7075109	Nil	100.00%	Nil

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d) **Resolution No. 4 - Ordinary Resolution**

Appointment of ShriSheo Prasad Singh (DIN: 06493455) as an Independent Director.

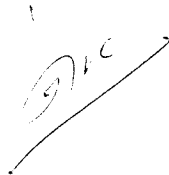
Promoter / Public	No. of Shares held	No. of Votes Polled	%age of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	%age of Votes in favour on votes Polled	%age of Votes against on votes Polled
	(1)	(2)	(3)=[(2)/(1)] * 100	(4)	(5)	(6)=[(4)/(2)] * 100	(7)=[(5)/(2)] * 100
Mode of Voting : E-Voting							
Promoter and Promoter Group	5493867	828947	15.09%	828947	Nil	100.00%	Nil
Public Ins-titutional holders	431561	127177	29.47%	127177	Nil	100.00%	Nil
Public-Others	6336757	29779	0.47%	29529	250	99.16%	0.84%
Total	12262185	985903	8.04%	985653	250	99.97%	0.03%
Mode of Voting : POLL							
Promoter and Promoter Group	5493867	4017318	73.12%	4017318	Nil	100.00%	Nil
Public Ins-titutional holders	431561	Nil	Nil	Nil	Nil	Nil	Nil
Public-Others	6336757	3057791	48.25%	3057791	Nil	100.00%	Nil
Total	12262185	7075109	57.70%	7075109	Nil	100.00%	Nil

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e) **Resolution No. 5 - Ordinary Resolution**

Appointment of ShriShivshankarShripalTiwari (DIN: 00019058) as a Director liable to retire by rotation.

Promoter / Public	No. of Shares held	No. of Votes Polled	%age of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	%age of Votes in favour on votes Polled	%age of Votes against on votes Polled
	(1)	(2)	(3)=[(2)/(1)] * 100	(4)	(5)	(6)=[(4)/(2)] * 100	(7)=[(5)/(2)] * 100
Mode of Voting : E-Voting							
Promoter and Promoter Group	5493867	828947	15.09%	828947	Nil	100.00%	Nil
Public Ins-titutional holders	431561	127177	29.47%	127177	Nil	100.00%	Nil
Public-Others	6336757	29779	0.47%	29529	250	99.16%	0.84%
Total	12262185	985903	8.04%	985653	250	99.97%	0.03%
Mode of Voting : POLL							
Promoter and Promoter Group	5493867	4017318	73.12%	4017318	Nil	100.00%	Nil
Public Ins-titutional holders	431561	Nil	Nil	Nil	Nil	Nil	Nil
Public-Others	6336757	3057791	48.25%	3057791	Nil	100.00%	Nil
Total	12262185	7075109	57.70%	7075109	Nil	100.00%	Nil



f) **Resolution No. 6 - Ordinary Resolution**

To approve remuneration of the Cost Auditors for the financial year ending March 31, 2016.

Promoter / Public	No. of Shares held	No. of Votes Polled	%age of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	%age of Votes in favour on votes Polled	%age of Votes against on votes Polled
	(1)	2)	(3)=[(2)/(1)] * 100	(4)	(5)	(6)=[(4)/(2)] * 100	(7)=[(5)/(2)] * 100
Mode of Voting : E-Voting							
Promoter and Promoter Group	5493867	828947	15.09%	828947	Nil	100.00%	Nil
Public Ins-titutional holders	431561	127177	29.47%	127177	Nil	100.00%	Nil
Public-Others	6336757	29779	0.47%	29529	250	99.16%	0.84%
Total	12262185	985903	8.04%	985653	250	99.97%	0.03%
Mode of Voting : POLL							
Promoter and Promoter Group	5493867	4017318	73.12%	4017318	Nil	100.00%	Nil
Public Ins-titutional holders	431561	Nil	Nil	Nil	Nil	Nil	Nil
Public-Others	6336757	3057791	48.25%	3057791	Nil	100.00%	Nil
Total	12262185	7075109	57.70%	7075109	Nil	100.00%	Nil

Signature

S.K. SHARMA & ASSOCIATES
COMPANY SECRETARIES

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: **Scrutinizer's Report (Combined) on Remote e-Voting and Poll on the agenda items transacted at the Thirty Ninth Annual General Meeting (AGM) of the Company held on Friday, September 11, 2015 at 9.30 a.m. at PHD House, Sector - 31, Chandigarh.**

Dear Sir,

1. I, S.K Sharma of S.K Sharma & Associates, Practicing Company Secretary of Chandigarh appointed as Scrutinizer(s) by:
 - a. the Board of Directors of Punjab Chemicals and Crop Protection Limited for the Purpose of Scrutinizing the remote e-voting process under the provisions of section 108 of the Companies Act, 2013 (the Act) read with Rules 20 of the Companies (Management and Administration) Rules, 2014 (Rules) and
 - b. the Chairman of the AGM on poll under the provisions of section 109 of the Act, read with Rule 21 of Rules, on the resolutions contained in the notice to the Thirty Ninth AGM of the Company held on Friday, September 11, 2015 at PHD House, Sector-31, Chandigarh at 9.30 a.m.
2. The Management of the Company is responsible to ensure the compliance with the requirement of the Act, and rules relating to remote e-voting and poll on the resolutions contained in the Notice to the Thirty Ninth AGM of the Members of the Company. My responsibility as a Scrutinizer's for the remote e-voting process and for poll at the AGM is restricted to make a Scrutinizer's report of the vote cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by CDSL, the authorized agency engaged by the Company to provide e-voting facilities for remote e-voting, and also at the time of poll at AGM.
3. I have rendered Scrutinizer's Report separately on the remote e-voting and poll, both dated 11th September, 2015 and I hereby submit Combined Scrutinizer's Report pursuant to Rule 20 (4) (xii) on all the resolutions contained in the notice to the AGM.
4. The result of the voting is as under:



#1219, Universal Society, Sector - 48B, Chandigarh
Tel. No.: 0172-4617819, Mobile No.: 09888516938

S.K. SHARMA & ASSOCIATES
COMPANY SECRETARIES

Item No. of Notice	Votes in favour of the Resolution		Votes against the Resolution		Invalid Votes	Result
	Nos.	% of total number of valid votes cast (favour and against)	Nos.	% of total number of valid votes cast (favour and against)	Nos.	Passed/ Not Passed
Item No. 1 of the Notice (as an Ordinary Resolution)	8060762	100.00%	250	0%	Nil	Passed with requisite majority
Item No. 2 of the Notice (as an Ordinary Resolution)	8057550	99.96%%	250	0%	3212	Passed with requisite majority
Item No. 3 of the Notice (as an Ordinary Resolution)	8060762	100.00%	250	0%	Nil	Passed with requisite majority
Item No. 4 of the Notice (as an Ordinary Resolution)	8060762	100.00%	250	0%	Nil	Passed with requisite majority
Item No. 5 of the Notice (as an Ordinary Resolution)	8060762	100.00%	250	0%	Nil	Passed with requisite majority
Item No. 6 of the Notice (as an Ordinary Resolution)	8060762	100.00%	250	0%	Nil	Passed with requisite majority

5. All relevant records of voting will remain in our safe custody until the Chairman considers, approves and sign the minutes of the 39th Annual General Meeting and the same shall be handed over thereafter to the Chairman/ Company Secretary for safe keeping.



#1219, Universal Society, Sector – 48B, Chandigarh
Tel. No.: 0172-4617819, Mobile No.: 09888516938

S.K. SHARMA & ASSOCIATES
COMPANY SECRETARIES

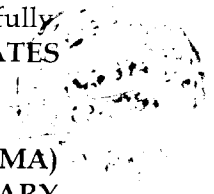
Thanking you,

Place: Chandigarh
Date: 11th September, 2015



Yours faithfully,
For S.K. SHARMA & ASSOCIATES

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



#1219, Universal Society, Sector – 48B, Chandigarh
Tel. No.: 0172-4617819, Mobile No.: 09888516938