



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: 08.04.2015

THRU' 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, Bandra Kurla Complex
Bandra (East)
MUMBAI-400 051
Scrip Symbol: PUNJABCHEM
Tel No: 022- 26598235/ 26598458

Dear Sir,

Sub: Result of the Postal Ballot as per Clause 35A of the Listing Agreement.

This has reference to the Postal Ballot notice dated 23rd February, 2015 sent to the Members of the Company for seeking their consent by way of special resolution vide Postal Ballot/ Electronic 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 Resolution as embodied in the Postal Ballot Notice with the requisite majority.

The result of the Postal Ballot as per format prescribed in Clause 35A of the Listing Agreement along with the copy of the declaration of the result of the Postal Ballot is attached with this letter.

A duly certified copy of the Scrutinizer's Report on the combined voting results is also attached herewith.

Kindly take the same on your record.

Thanking you,

Yours faithfully,
For **PUNJAB CHEMICALS AND
CROP PROTECTION LIMITED,**

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

Encl: a/a.





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DETAILS OF VOTING RESULT

Date of the declaration of result of Postal Ballot	:	8 th April, 2015	
Total number of Shareholders on record Date:	:	26372	
No. of Shareholders present in the meeting either in person or through Proxy	:	3	
Promoters and Promoter Group	:	1	
Public:	:	2	
No. of Shareholders attended the meeting through Video Conferencing	:	Not applicable	
Promoters and Promoter Group	:		
Public:	:		
Detail of the Agenda	Resolution required (Ordinary/ Special)	Mode of voting	Result
Payment of Remuneration to Shri Avtar Singh, Whole Time Director of the Company	Special	Postal Ballot/ E-voting	Passed





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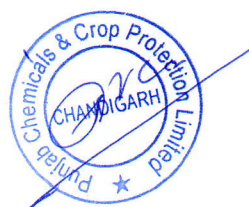
Tele: 0172-5008300/5008301, Fax: 0172-2790160, Email: info@punjabchemicals.com, Website: www.punjabchemicals.com

RESOLUTION NO. 1 - SPECIAL RESOLUTION FOR APPROVAL OF REMUNERATION TO SHRI AVTAR SINGH, WHOLE TIME DIRECTOR OF THE COMPANY

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	5643867	1626549	28.82%	1626549	Nil	100%	Nil
Public Ins- titutional holders	554247	Nil	Nil	Nil	Nil	Nil	Nil
Public- Others	6064071	18331*	0.30%	13985	4346	76.29%	23.71%
Total	12262185	1644880	13.41%	1640534	4346	99.74%	0.26 %
Mode of Voting : POSTAL BALLOT							
Promoter and Promoter Group	5643867	4017318	71.18%	4017318	Nil	100%	Nil
Public Ins- titutional holders	554247	Nil	Nil	Nil	Nil	Nil	Nil
Public- Others	6064071	3015162**	49.72%	3015114	48	100%	Nil
Total	12262185	7032480	57.35%	7032432	48	100%	Nil

* it does not include invalid votes of 2 shareholder holding 11123 shares

** it does not include invalid votes of 5 shareholders holding 10 shares





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Regd. Office: SCO: 183, First Floor, Sector-26, Madhya Marg, Chandigarh-160019

RESULT OF POSTAL BALLOT

It is hereby informed that the Company has conducted the Postal Ballot process pursuant to Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 for obtaining Members' approval by way of Special Resolution for payment of remuneration to Shri Avtar Singh, Whole Time Director of the Company as detailed in the Postal Ballot Notice dated 23rd February, 2015 as Resolution No.1.

The Company had appointed Shri S.K Sharma, of M/s S.K Sharma & Associates, Practicing Company Secretary, Chandigarh as the Scrutinizer for conducting the Postal Ballot/ e-voting in a fair and transparent manner. The Scrutinizer had carried out the scrutiny of all the electronic votes and postal ballots received till 6th April, 2015 and submitted his report on 8th April, 2015. Based on the Scrutinizer's report, Shri Shalil Shroff, Managing Director has on 8th April, 2015 declared the result of the Postal Ballot at the Registered Office of the Company at 3.00 p.m as detailed hereunder:

Particulars	No. of Postal Ballot Forms	No. of shares	Total percentage
Total Paid-up capital	-	1,22,62,185	100.00%
Total Postal Ballot forms/ electronic votes received	130	86,88,493	70.85% (of total paid-up capital)
Less: No. of Invalid Postal Ballot forms/ electronic votes received	7	11133	0.09% (of total paid-up capital)
Number of valid Postal Ballot forms received	123	86,77,360	70.76% (of total paid-up capital)
RESOLUTION NO. 1:			
Votes in favour	118	86,72,966	99.95% (of total valid votes)
Votes against	5	4,394	0.05% (of total valid votes)

Accordingly, the Special Resolution set out in the Notice dated 23rd February, 2015, stand duly approved by the Members with requisite majority.

Date: 08.04.2015
Place: Chandigarh


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

S.K. SHARMA & ASSOCIATES
COMPANY SECRETARIES

SCRUTINIZER REPORT

To,
Shri Shalil Shroff
Managing Director
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 23rd February, 2015 to approve "Remuneration to Shri Avtar Singh as the Whole Time Director of the Company" as a Special Resolution.

I SUBMIT MY REPORT AS UNDER:

1. The evoting period remained open from Sunday, the 8th March, 2015 (9:00 a.m) to Monday, the 6th April, 2015 (5:00 p.m).
2. The shareholders holding shares either in physical form or dematerialized form as on the "cut-off" date i.e 20th February, 2015 were entitled to vote electronically on the proposed Resolution item no. 1 as set out in the Notice of Postal Ballot of the Company.
3. The votes were unblocked on 6th April, 2015 after 5:00 p.m in the presence of Mr. Deepak Gupta and Ms. Ashu Sharma, who are not the employees of the Company. they have signed below in confirmation of the votes being unblocked in their presence:

Signature: _____

Name: _____

Signature: _____

Name: _____

4. The physical postal ballots were received upto 5:00 p.m on 6th April, 2015 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.



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

S.K. SHARMA & ASSOCIATES
COMPANY SECRETARIES

6. The results of the Postal Ballot and e-voting are as under:

Resolution 1 : Remuneration to Shri Avtar Singh, Whole Time Director of the Company

Particulars	Number of Members Voted	Number of Shares	% of total paid up Equity Capital
Total votes polled through e-voting	42	1656003	13.50%
Total votes polled through Postal Ballot	88	7032490	57.35%
Total votes polled	130	8688493	70.85%
Less:			
Invalid Votes polled through e-voting	2	11123	0.09%
Invalid Votes polled through postal ballot	5	10	0.00%
Net Valid Votes cast	123	8677360	70.76%

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	1640534	80	7032432	8672966	99.95%

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
2	4346	3	48	4394	0.05%

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
2	11123	5	10	11133

7. The Resolution has been passed by the requisite majority since more than three- fourth of the votes are being casted in favour of the Resolution.

8. You may accordingly, declare result of the voting by postal ballot.

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S.K. SHARMA & ASSOCIATES
COMPANY SECRETARIES

9. The Register and all other papers relating to e-voting shall remain in our safe custody until the Chairman considers, approve and sign the minutes of the Annual General Meeting and thereafter the same shall be returned and handed over to the Company.

Thanking you,

Yours faithfully,

For S.K. SHARMA & ASSOCIATES



(S.K. SHARMA)

PRACTICING COMPANY SECRETARY

FCS NO.: 374, C.P. NO. 3864



Place: Chandigarh

Date: 8th April, 2015