

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

**FORM NO. MGT-13: REPORT OF SCRUTINIZER**

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 21 (2) of the Companies  
(Management and Administration) Rules, 2014]

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 Report on Remote e-Voting conducted in terms of provisions of Section 108 of the Companies Act, 2013 read with Clause 35B of Listing Agreement and Rule 20 of the Companies (Management and Administration) Rules, 2014 including any statutory modification or re-enactment thereof.**

Dear Sir,

I, S.K Sharma of S.K Sharma & Associates, Practicing Company Secretary of Chandigarh appointed as Scrutinizer(s) for the purpose of remote e-voting process on the below mentioned resolution(s), at the 39<sup>th</sup> Annual General Meeting of the Equity Shareholders of Punjab Chemicals and Crop Protection Limited held on 11<sup>th</sup> September, 2015 at PHD House, Sector 31, Chandigarh at 9.30 a.m, submit my report as under:

1. The Company has provided remote e-voting facility to all the Shareholders registered with the Company and entitled to vote as on 4<sup>th</sup> September, 2015.
2. The remote e-voting period began on Monday, September 7, 2015 (9:00 A.M. IST) and ended on Thursday, September 10, 2015 (5:00 P.M. IST). The votes received electronically from the Shareholders till Thursday, September 10, 2015 upto 5.00 p.m. being the last date and time fixed by the Company for remote e-voting was considered for my scrutiny.
3. 33 members have casted their vote through remote e-voting facility provided by the Central Depository Services Ltd. ("CDSL") as the Authorised Agency to provide remote e-voting facilities.
4. I have monitored the process of electronic voting through the scrutinizer's secured link provided by the CDSL on the designated website.
5. Particulars of all votes received electronically from the Members have been entered in the register separately maintained for the purpose.
6. The votes received electronically were duly scrutinized and the shareholding was matched / confirmed with the Register of Members of the Company as on the cut off date i.e. 4<sup>th</sup> September, 2015.
7. The votes were unblocked at Chandigarh on 11<sup>th</sup> September, 2015 at 11.00 a.m. in the presence of Mr. RISHABH and Ms. SHEEBA, who are not the employees of the Company and who have signed below as witness to the unblocking of votes.

Name: 

Name: 

8. Thereafter, the details containing, inter alia, list of Equity Shareholders, who voted in "Favour" and "Against" each of the resolutions that were put to vote, were generated

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from the e-voting website of "CDSL" i.e. <https://www.evotingindia.com> and based on such reports generated, the result of the e-voting is provided hereunder:

9. A summary of the votes received electronically is given below:

**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.

Particulars	Number of Members Voted	Number of Shares	% of total paid up Equity Capital
Total votes polled through e-voting	33	985903	8.04%
Less: Invalid Votes	Nil	Nil	Nil
Net Valid Votes cast	33	985903	8.04%

(i) Voted **in favour** of the resolution:

Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
32	985653	99.97%

(ii) Voted **against** the resolution:

Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
1	250	0.03%

(iii) **Invalid votes:**

Number of Members Voted	Total number of votes cast by them
Nil	Nil

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

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

Particulars	Number of Members Voted	Number of Shares	% of total paid up Equity Capital
Total votes polled through e-voting	33	985903	8.04%
Less: Invalid Votes	1	3212	0.03%
Net Valid Votes cast	32	982691	8.01%

(i) Voted **in favour** of the resolution:

Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
31	982441	99.97%

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(ii) Voted **against** the resolution:

Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
1	250	0.03%

(iii) **Invalid votes:**

Number of Members Voted	Total number of votes cast by them
1	3212

c) **Resolution No. 3 - Ordinary Resolution**

To ratify appointment of the Statutory Auditors and to fix their remuneration.

Particulars	Number of Members Voted	Number of Shares	% of total paid up Equity Capital
Total votes polled through e-voting	33	985903	8.04%
Less: Invalid Votes	Nil	Nil	Nil
Net Valid Votes cast	33	985903	8.04%

(i) Voted **in favour** of the resolution:

Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
32	985653	99.97%

(ii) Voted **against** the resolution:

Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
1	250	0.03%

(iii) **Invalid votes:**

Number of Members Voted	Total number of votes cast by them
Nil	Nil

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

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

Particulars	Number of Members Voted	Number of Shares	% of total paid up Equity Capital
Total votes polled through e-voting	33	985903	8.04%
Less: Invalid Votes	Nil	Nil	Nil
Net Valid Votes cast	33	985903	8.04%

(i) Voted **in favour** of the resolution:

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Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
32	985653	99.97%

(ii) Voted against the resolution:

Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
1	250	0.03%

(iii) Invalid votes:

Number of Members Voted	Total number of votes cast by them
Nil	Nil

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

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

Particulars	Number of Members Voted	Number of Shares	% of total paid up Equity Capital
Total votes polled through e-voting	33	985903	8.04%
Less: Invalid Votes	Nil	Nil	Nil
Net Valid Votes cast	33	985903	8.04%

(i) Voted in favour of the resolution:

Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
32	985653	99.97%

(ii) Voted against the resolution:

Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
1	250	0.03%

(iii) Invalid votes:

Number of Members Voted	Total number of votes cast by them
Nil	Nil

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

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

Particulars	Number of Members	Number of	% of total paid up
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*Handwritten signature or initials in blue ink.*

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	Voted	Shares	Equity Capital
Total votes polled through e-voting	33	985903	8.04%
Less: Invalid Votes	Nil	Nil	Nil
Net Valid Votes cast	33	985903	8.04%

(i) **Voted in favour of the resolution:**

Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
32	985653	99.97%

(ii) **Voted against the resolution:**

Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
1	250	0.03%

(iii) **Invalid votes:**

Number of Members Voted	Total number of votes cast by them
Nil	Nil

10. The Register and all other papers relating to remote 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: 11<sup>th</sup> September, 2015