

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

**SCRUTINIZER'S REPORT**

To,  
Shri G. Narayana  
Chairman  
Punjab Chemicals and Crop Protection Limited  
SCO: 183, First Floor, Sector - 26, Chandigarh.

Sub: Scrutinizer's Report (Combined) on E-Voting and Poll on the agenda items transacted at the Thirty Eighth Annual General Meeting (AGM) of the Company held on Tuesday, September 23, 2014 at 4.00 p.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 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 Eighth AGM of the Company held on Tuesday, September 23, 2014 at PHD House, Sector-31, Chandigarh at 4.00 P.M.
2. The Management of the Company is responsible to ensure the compliance with the requirement of the Act, and rules relating to e-voting and poll on the resolutions contained in the Notice to the Thirty Eight AGM of the Members of the Company. My responsibility as a Scrutinizer's for the 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 e-voting, and also at the time of poll at AGM.
3. I have issued separate Scrutinizer's Report dated 20<sup>th</sup> September,2014 on the e-voting and Scrutinizer's Report dated 23<sup>rd</sup> September,2014 on the poll on the resolutions contained in the notice to the AGM.

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As requested by the Management, I submit herewith my combined report on the results of e-voting together with that of Poll as under:

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)		
Item No. 1 of the Notice (as an Ordinary Resolution)	8716902	100%	Nil	Nil	Nil	Passed with requisite majority
Item No. 2 of the Notice (as an Ordinary Resolution)	8716900	100%	1	0%	1	Passed with requisite majority
Item No. 3 of the Notice (as an Ordinary Resolution)	8716892	100%	10	0%	Nil	Passed with requisite majority
Item No. 4 of the Notice (as an Ordinary Resolution)	8716902	100%	Nil	Nil	Nil	Passed with requisite majority
Item No. 5 of the Notice (as an Ordinary Resolution)	8716902	100%	Nil	Nil	Nil	Passed with requisite majority
Item No. 6 of the Notice (as an Ordinary Resolution)	8716902	100%	Nil	Nil	Nil	Passed with requisite majority
Item No. 7 of the Notice (as an Ordinary Resolution)	8716902	100%	Nil	Nil	Nil	Passed with requisite majority
Item No. 8 of the Notice (as an Ordinary Resolution)	8716852	100%	50	0%	Nil	Passed with requisite majority
Item No. 9 of the	8716901	100%	Nil	Nil	1	Passed

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Notice (as an Special Resolution)						with requisite majority
Item No. 10 of the Notice (as an Special Resolution)	8716901	100%	Nil	Nil	1	Passed with requisite majority
Item No. 11 of the Notice (as an Special Resolution)	8716900	100%	1	0%	1	Passed with requisite majority
Item No. 12 of the Notice (as an Special Resolution)	8716892	100%	10	0%	Nil	Passed with requisite majority
Item No. 13 of the Notice (as an Special Resolution)	8716842	100%	60	0%	Nil	Passed with requisite majority
Item No. 14 of the Notice (as an Special Resolution)	8701741	100%	50	0%	15111	Passed with requisite majority

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: 24<sup>th</sup> September, 2014

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