

POLYCHEM LIMITED



Regd. Office: 7, Jamshedji Tata Road, Churchgate Reclamation, Mumbai 400 020.

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Email: polychemltd@kilachand.com Website: <http://www.polychemltd.com>

Corporate Identification No.: L24100MH1955PLC009663

Notice of 59th AGM and E-Voting

Notice is hereby given that the Fifty Ninth Annual General Meeting of the Members of **POLYCHEM LIMITED** (CIN: L24100MH1955PLC009663) will be held at Maharashtra Chamber of Commerce, Industry & Agriculture, Oricon House, 6th Floor, 12 K. Dubash Marg, Fort, Mumbai - 400 001, on Wednesday, 10th August, 2016 at 11:00 a.m. to transact the Ordinary and Special Business mentioned in the Notice dated 17th May, 2016.

The Notice convening the AGM, setting out the business to be transacted thereat is being sent electronically / couriered to the Members of the Company at their email ids / addresses, registered with the Depository Participants/ Company.

The AGM Notice inter alia indicating the process and manner of e-Voting process along with printed Attendance Slip and Proxy Form is available on <https://www.evoting.nsdl.com> or <http://www.polychemltd.com> or the same can be obtained by sending a request at evoting@nsdl.co.in or evoting.investors@linkintime.co.in or at the Registered office of the Company.

Documents referred to in the AGM Notice will be available for inspection by Members of the Company at the Registered Office of the Company between 11.00 a.m. and 1.00 p.m. on all working days except Saturday upto the date of the AGM.

In compliance with the provisions of Section 108 of Act and Rule 20 of the Companies (Management and Administration) Rules, 2014 and the provisions of Regulation 44 of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015, pursuant to Listing Agreement entered into with the Stock Exchange, the Members are provided with the facility to cast their vote electronically, through the e-voting services provided by National Securities Depository Limited (NSDL).

The voting period commences from Saturday 6th August, 2016 at 9.00 a.m. and ends on Tuesday 9th August, 2016 at 5.00 p.m. The remote e-voting shall be disabled thereafter

Ms. Ragini Chokshi of Ragini Chokshi & Co., Mumbai, Practicing Company Secretary has been appointed as the Scrutinizer for conducting the e-voting process in fair and transparent manner.

The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of Wednesday, 3rd August, 2016. Any person, who acquires shares of the Company and becomes member of the Company after 7th July, 2016 i.e. the date considered for dispatch of AGM Notice and holding shares as of the cut-off date i.e. 3rd August, 2016, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or evoting.investors@linkintime.co.in.

A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.

A member entitled to attend and vote at the meeting is entitled to appoint proxy instead of himself and a proxy need not be a member of the Company.

Proxies, in order to be effective, must be received by the Company, duly filled, stamped and signed, at the registered office of the Company not less than 48 hours before the commencement of the meeting.

The Scrutinizer shall after the conclusion of voting at the AGM, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith. The results shall be communicated to BSE Limited and NSDL.

Place: Mumbai
Dated: 17th May, 2016.

By Order of the Board of Directors,
For **POLYCHEM LIMITED**,
Sd/-
Deepali V. Chauhan
Company Secretary & Compliance Officer