

# P O L Y C H E M L I M I T E D

REGD. OFFICE: 7, JAMSHEDJI TATA ROAD, CHURCHGATE RECLAMATION, MUMBAI-400 020.



TELEPHONE : 91 22 2282 0048  
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URL : <http://www.polychemltd.com>  
EMAIL : [polychemltd@kilachand.com](mailto:polychemltd@kilachand.com)  
CIN : L24100MH1955PLC009663

HO : CS&CO:237/2018

28<sup>th</sup> August, 2018

To,  
Bombay Stock Exchange Ltd.  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai – 400 001.

## Company Code - 506605

Dear Sirs,

### Sub: Voting Results as required under Regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with Consolidated Scrutinizer Report.

With reference to the above we may inform you that the 61<sup>st</sup> Annual General Meeting of the Company held on Tuesday, 28<sup>th</sup> August, 2018 at 11.00 a.m., at Maharashtra Chamber of Commerce, Industry and Agriculture, Oricon House, 6<sup>th</sup> Floor, 12 K. Dubash Marg, Fort, Mumbai - 400 001. All items of business as mentioned in the Notice dated 30<sup>th</sup> May, 2018 convening the said Annual General Meeting have been transacted and all Resolutions (Resolution Nos. 1 and 2) have been passed by the Shareholders by requisite majority by E-voting and through voting by poll conducted at the Annual General Meeting. In this regard please find the following attachments:

1. Voting Results as required under Regulation 44(3) of SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015. and
2. Consolidated Report of Scrutinizer pursuant to Section 108 of the Companies Act, 2013 read with Rule 20(4)(xii) of the Companies (Management & Administration) Amendment Rules, 2015.

You are requested to take this on record.

Yours faithfully,  
For Polychem Limited

Deepali V. Chauhan  
Company Secretary & Compliance officer

# POLYCHEM LIMITED

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## Voting Results

### Regulation 44 of SEBI (LODR) Regulations, 2015

Date of the Annual General Meeting	August 28, 2018
Total Number of Shareholders as on cut-off date (E-Voting)	10068 (as on August 21, 2018)
No. of Shareholders present in the meeting either in person or through proxy	46
Promoters and Promoter group	16
Public	30

#### Agenda:

1. To receive, consider and adopt the Standalone and Consolidated financial statements of the Company for the year ended 31<sup>st</sup> March, 2018, including the audited Standalone and Consolidated Balance Sheet as at 31<sup>st</sup> March, 2018, the Statement of Profit and Loss for the year ended on that date and the reports of the Board of Directors (the Board) and Auditors thereon.

Resolution required: Ordinary

Mode of Voting: E-Voting and Poll

Promoter/Public	No of Shares held	No. of votes polled	% of votes Polled on outstanding shares	No. of votes - in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes in against on votes polled
	(1)	(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6) = [(4)/(2)]*100	(7) = [(5)/(2)]*100
Promoter and Promoter Group	210,465	210,465	100.00	210,465	0	100.00	0.00
Public Institutional Holders	17,386	15,529	89.32	15,529	0	100.00	0.00
Public - others	176,194	215	0.12	214	1	99.53	0.47
Total	404,045	226,209	55.99	226,208	1	99.99	0.01



2. Re-appointment of Mr. P. T. Kilachand (00005516) who retires by rotation.

Resolution required : Ordinary

Mode of Voting : E-Voting and Poll

Promoter/Public	No of Shares held	No. of votes polled	% of votes Polled on outstanding shares	No. of votes - in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes in against on votes polled
	(1)	(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6) = [(4)/(2)]*100	(7) = [(5)/(2)]*100
Promoter and Promoter Group	210,465	210,465	100.00	210,465	0	100.00	0.00
Public Institutional Holders	17,386	15,529	89.32	15,529	0	100.00	0.00
Public - others	176,194	215	0.12	214	1	99.53	0.47
<b>Total</b>	<b>404,045</b>	<b>226,209</b>	<b>55.99</b>	<b>226,208</b>	<b>1</b>	<b>99.99</b>	<b>0.01</b>

For POLYCHEM LIMITED



DEEPALI V. CHAUHAN

Date : 28<sup>th</sup> August, 2018

Place : Mumbai

COMPANY SECRETARY & COMPLIANCE OFFICER



# Ragini Chokshi & Co.

Tel. : 022-2283 1120  
022-2283 1134

## Company Secretaries

34, Kamer Building, 5th Floor, 38 Cawasji Patel Street, Fort, Mumbai - 400 001.  
E-mail : ragini.c@rediffmail.com / mail@csraginichokshi.com  
web: csraginichokshi.com

### Consolidated Scrutinizer's Report

[Pursuant to section 108 of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014 as amended]

To,

The Chairman, 61<sup>st</sup> Annual General Meeting (AGM) of the Equity Shareholders of **Polychem Limited**, held on Tuesday, 28th August, 2018 at 11.00 A.M at Maharashtra Chamber of Commerce, Industry & Agriculture, Oricon House, 6<sup>th</sup> Floor, 12 K. Dubash Marg, Fort, Mumbai – 400001.

Dear Sir,

I, Ragini Chokshi, Partner of M/s. Ragini Chokshi & Co., a Company Secretaries Firm having its registered office at 34, 5<sup>th</sup> Floor, Kamer Building, 38, Cawasji Patel Street, Fort, Mumbai 400001, have been appointed as a Scrutinizer by the Board of Directors of the Company for the purpose of:

- (i) Scrutinizing the remote e-voting process under the provisions of Section 108 of the Companies Act, 2013 (the "Act") read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015, and
- (ii) Scrutinizing the physical ballot (Poll), voting process under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014, conducted for passing the resolutions contained in the Notice dated 30<sup>th</sup> May, 2018 convening the 61<sup>st</sup> AGM of the Equity Shareholders of the Company held on Tuesday, 28<sup>th</sup> August, 2018 at 11.00 A.M at Maharashtra Chamber of Commerce, Industry & Agriculture, Oricon House, 6<sup>th</sup> Floor, 12 K. Dubash Marg, Fort, Mumbai – 400001.

The Notice dated 30<sup>th</sup> May, 2018 convening the AGM along with the statement setting out material facts under Section 102 of the Companies Act, 2013 were sent to the shareholders in respect of the below mentioned resolutions to be passed at the AGM of the Equity Shareholders of the Company.

The Company had availed the remote e-voting facility offered by National Securities Depository Limited (NSDL) for facilitating remote e-voting to the Shareholders of the Company. The Company also provided voting by physical ballot (Poll) at the venue of the Annual General Meeting to those members who attended the Annual General Meeting and who had not voted electronically.



The Shareholders of the Company holding shares of the Company as on the "cut-off" day of Tuesday, 21<sup>st</sup> August, 2018 were entitled to vote on the resolutions as contained in the Notice dated 30<sup>th</sup> May, 2018 of AGM of the Company.

The period for remote e-voting commenced on Friday, 24<sup>th</sup> August, 2018 at 9:00 a.m. and ended on Monday, 27<sup>th</sup> August, 2018 at 5:00 p.m.

After the end of the remote e-voting period i.e. 27<sup>th</sup> August, 2018 at 5.00 p.m., I was provided access to details of the members who had opted for e-voting. The details such as the name of the member, folio no. and number of shares held by the member have been seen to ensure that these members do not vote again at the AGM. However the manner in which the votes were cast by the members were not available.

Further, the Chairman announced the voting through ballot paper at the AGM Venue for the Shareholders who attended the meeting and had not cast their vote earlier through remote e-voting.

After the time fixed for closing of the poll by the Chairman, One (1) ballot box kept for polling was locked in our presence with due identification marks placed by us.

The locked ballot box was subsequently opened in the presence of two witnesses, who are not in the employment of the Company. They have signed below in confirmation of the ballot box being opened in their presence.



-----  
Name: Shweta Sarvaiya



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Name: Yash Doshi

The poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by Link Intime India Private Limited, Registrar and Transfer Agents of the Company and the authorization/proxies lodged with the Company.

The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately. There was 1 (One) incomplete poll paper in which no folio details were mentioned and no votes were casted. Hence, such poll paper is not considered for calculation.

The votes cast through e-voting were unblocked after the AGM in the presence of two witnesses, who are not in the employment of the Company. They have signed below in confirmation of unblocking the e-voting results after AGM in their presence.



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Name: Shweta Sarvaiya



-----  
Name: Yash Doshi

We have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the e-voting website of NSDL and also the ballot forms received during the poll process at the AGM.



**Resolution No. 1: Ordinary Resolution:**

To receive, consider and adopt:

- a) the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2018 and the reports of the Board of Directors and Auditors thereon; and
- b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2018 and the report of the Auditors thereon.

(i) Voted in favor of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	26	2,26,033	99.92%
Physical Ballots	23	175	00.07%
Total	49	2,26,208	99.99%

(ii) Voted against the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	1	1	0.01%
Physical Ballots	0	0	0.00%
Total	1	1	0.01%

(iii) Invalid votes:

Type of Voting	Number of members voted	Number of votes cast by them
Remote e-Voting	0	0
Physical Ballots	0	0
Total	0	0

**Resolution No. 2: Ordinary Resolution:**

To appoint a Director in place of Mr. P. T. Kilachand (DIN: 00005516), who retires by rotation, and being eligible, offers himself for re-appointment.

(i) Voted in favor of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	26	2,26,033	99.92%
Physical Ballots	23	175	00.07%
Total	49	2,26,208	99.99%



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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	1	1	0.01%
Physical Ballots	0	0	0.00%
Total	1	1	0.01%

(iii) **Invalid** votes:

Type of Voting	Number of members voted	Number of votes cast by them
Remote e-Voting	0	0
Physical Ballots	0	0
Total	0	0

**RESULTS:**

I report that both the resolutions stated above stands approved by the Members of the Company with requisite majority.

The electronic data and all other relevant records relating to Remote E-voting and Physical Voting through Ballot Papers at the AGM venue is under our safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the Annual General Meeting.

Thanking You,

Yours faithfully,

For Ragini Chokshi & Co.  
(Company Secretaries)

Place: Mumbai

Date: 28/08/2018



*R. K. Chokshi*

Ragini Chokshi  
(Partner)  
Mem. No. F2390  
C.P. No. 1436

Counter Signed by  
For POLYCHEM LIMITED

*T. R. Chokshi*

CHAIRMAN  
(61<sup>st</sup> ANNUAL GENERAL MEETING)