



POLYCHEM LIMITED

CIN: L24100MH1955PLC009663

REGD. OFFICE: 7. JAMSHEDJI TATAROAD. CHURCHGATE RECLAMATION. MUMBAI-400 020
Ph: 022 - 2282 0048, E-mail: polychemltd@kilachand.com , Website: www.polychemltd.com

Date: 30.08.2023

To
Head Listing Compliance
Bombay Stock Exchange Ltd.
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400 001

Company Code – 506605

Dear Sir/Ma'am,

Sub: Disclosure of Voting Results of the 66th Annual General Meeting of the Company held on Tuesday, 29th August, 2023 as required under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with Scrutinizers Report

The 66th Annual General Meeting ('AGM') of the Company was held on Tuesday, 29th August, 2023 at 11.00 A.M. through Video Conferencing/Other Audio Visual Means.

The resolutions nos. 1 to 7 as contained in the Notice of the 66th AGM was approved/ passed by the shareholders with requisite majority. The combined voting result (i.e. result of remote e-voting prior to the AGM and e-voting conducted at the AGM) is enclosed herewith as required under Regulation 44(3) of SEBI ((Listing Obligations and Disclosure Requirements) Regulations, 2015 along with the Scrutinizer's Report thereon.

Please take the same on record.

Yours faithfully,
For **Polychem Limited**

(Deepali Chauhan)
Company Secretary & Compliance Officer
Mem No. A38273

General information about company	
Scrip Code	506605
Name of company	POLYCHEM LIMITED
Type of meeting	Annual General Meeting
Start time of meeting	11:00
End time of meeting	11:30

VOTING RESULTS	
AGM Date	29-08-2023
Record date	22-08-2023
Total number of shareholders on record date	6309
Number of shareholders present in the meeting either in person or through proxy	
a) Promoter and promoter group	NA
b) Public	NA
Number of shareholders attended the meeting through video conferencing	
a) Promoter and promoter group	8
b) Public	64
Number of resolutions passed in meeting	7
Disclosure of notes on voting results	-

Resolution Details (1)								
Resolution Required : Ordinary					(a) To receive, consider and adopt the audited Standalone financial statements of the Company for the financial year ended 31st March, 2023, including the audited Standalone Balance Sheet as at 31st March, 2023, the Statement of Profit and Loss and Cash Flow Statement, for the year ended on that date and the reports of the Board of Directors (the Board) and Auditors thereon.			
					(b) To receive, consider and adopt the audited consolidated financial statements of the Company for the financial year ended 31st March, 2023, including the audited Consolidated Balance Sheet as at 31st March, 2023, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and the report of Auditors thereon.			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	210469	210469	100	210469	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total	210469	210469	100	210469	0	100	0
Public Institutions	E-voting	12174	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total	12174	0	0	0	0	0	0
Public Non-Institutions	E-voting	181402	731	0.402972404	731	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total	181402	731	0.402972404	731	0	100	0
Total		404045	211200	52.27140541	211200	0	100	0

Resolution Details (2)								
Resolution Required : Ordinary					To Declare a dividend of Rs 20/- per equity share of Rs 10/- each			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	210469	210469	100	210469	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total	210469	210469	100	210469	0	100	0
Public Institutions	E-voting	12174	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total	12174	0	0	0	0	0	0
Public Non-Institutions	E-voting	181402	731	0.402972404	731	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total	181402	731	0.402972404	731	0	100	0
Total		404045	211200	52.27140541	211200	0	100	0

Resolution Details (3)

Resolution Required : Ordinary

To appoint a Director in place of Mr. T. R. Kilachand (00006659), who retires by rotation and being eligible, offers himself for re-appointment.

Whether promoter/ promoter group are interested in the agenda/resolution?

No

Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*10 0	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	210469	210469	100	210469	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total	210469	210469	100	210469	0	100	0
Public Institutions	E-voting	12174	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total	12174	0	0	0	0	0	0
Public Non-Institutions	E-voting	181402	731	0.402972404	731	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total	181402	731	0.402972404	731	0	100	0
Total		404045	211200	52.27140541	211200	0	100	0

Resolution Details (4)

Resolution Required : Ordinary

To appoint a Director in place of Mr. N. T. Kilachand (00005530), who retires by rotation and being eligible, offers himself for re-appointment.

Whether promoter/ promoter group are interested in the agenda/resolution?

No

Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*10 0	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	210469	210469	100	210469	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total	210469	210469	100	210469	0	100	0
Public Institutions	E-voting	12174	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total	12174	0	0	0	0	0	0
Public Non-Institutions	E-voting	181402	731	0.402972404	731	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total	181402	731	0.402972404	731	0	100	0
Total		404045	211200	52.27140541	211200	0	100	0

Resolution Details (5)								
Resolution Required : Special				Re-appointment of Mr. P. T. Kilachand as Managing Director for a period of three years w.e.f. 1st April, 2023				
Whether promoter/ promoter group are interested in the agenda/resolution?				No				
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100 0	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	210469	142056	67.49497551	142056	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total	210469	142056	67.49497551	142056	0	100	0
Public Institutions	E-voting	12174	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total	12174	0	0	0	0	0	0
Public Non-Institutions	E-voting	181402	731	0.402972404	731	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total	181402	731	0.402972404	731	0	100	0
Total		404045	142787	35.33938051	142787	0	100	0

Note : No. of votes polled excludes votes of related party

Resolution Details (6)								
Resolution Required : Special				Re-appointment of Mr. A. H. Mehta as Dy. Managing Director for a period of three years w.e.f 5th June, 2023				
Whether promoter/ promoter group are interested in the agenda/resolution?				No				
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100 0	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	210469	210469	100	210469	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total	210469	210469	100	210469	0	100	0
Public Institutions	E-voting	12174	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total	12174	0	0	0	0	0	0
Public Non-Institutions	E-voting	181402	676	0.372653003	676	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total	181402	676	0.372653003	676	0	100	0
Total		404045	211145	52.25779307	211145	0	100	0

Note : No. of votes polled excludes votes of related party

Resolution Details (7)								
Resolution Required : Ordinary					Payment of Commission not exceeding 1% of net profit to Non-Executive Directors of the Company for three years			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100 0	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	210469	142056	67.49497551	142056	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total	210469	142056	67.49497551	142056	0	100	0
Public Institutions	E-voting	12174	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total	12174	0	0	0	0	0	0
Public Non-Institutions	E-voting	181402	703	0.387537072	703	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total	181402	703	0.387537072	703	0	100	0
Total		404045	142759	35.33245059	142759	0	100	0

Note : No. of votes polled excludes votes of related party



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

Date : 30/08/2023

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014 read with amendments made thereto and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]]

To,
The Chairman,
66th Annual General Meeting (AGM)
Of **POLYCHEM LIMITED**
Held on Tuesday, August 29, 2023 at 11:00A.M.

Dear Sir,

1. Appointment as Scrutinizer:

I, Ragini Chokshi, Partner of M/s. Ragini Chokshi & Company., a Company Secretary Firm, having its registered office at 34, 5th Floor, Kamer Building, 38, Cawasji Patel Street, Fort, Mumbai 400001, have been appointed as the Scrutinizer by the Board of Directors of POLYCHEM LIMITED (the "Company") for the purpose of scrutinizing the remote e-voting and voting through electronic voting system during the Annual General Meeting ('AGM') carried out as per the provisions of Section 108 of the Companies Act, 2013 (the "Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 read with amendments made thereto, read with MCA General Circular No. 14/2020 dated April 8, 2020, MCA General Circular No. 17/2020 dated April 13, 2020, MCA General Circular No. 20/2020 dated May 5, 2020, Circular no. 02/2021 dated January 13, 2021, Circular No. 21/2021 dated December 14, 2021, Circular No. 2/2022 dated May 05, 2022 and Circular No. 10/2022 dated December 28, 2022 and the provisions of Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') read with SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, circular no. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, circular no. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 and circular no. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 on the businesses contained in the Notice of the AGM of the Members of the Company, held on Tuesday, August 29, 2023 at 11:00A.M.(IST) through Video Conferencing facility / Other Audio Visual Means ('VC / OAVM').

2. Our Responsibility

The management of the Company is responsible to ensure the compliance with the requirements of the Act, Rules and notifications and SEBI Listing Regulations relating to voting through electronic means on the businesses set out in the Notice of the 66thAGM of the Members of the Company. Our responsibility as a Scrutinizer is to scrutinize remote e-voting and e-voting conducted during the AGM in a fair and transparent manner and to ascertain requisite majority and is restricted in submitting a Consolidated Scrutinizer's Report on the voting on the resolutions set out in the Notice, based on the reports generated from the e-Voting system of NATIONAL SECURITIES DEPOSITORY LIMITED (NSDL), the authorized

agency to provide remote e-Voting facilities before and during the AGM, engaged by the Company.

3. Dispatch of Notice convening AGM

- i) Pursuant to General Circulars No. 14/2020, 17/2020, 20/2020, 02/2021, 21/2021, 02/2022 and 10/2022 dated 8th April, 2020, 13th April, 2020, 5th May, 2020, January 13, 2021, December 14, 2021, May 05, 2022 and December 28, 2022 respectively issued by the Ministry of Corporate Affairs, advertisement was published on Thursday, August 03, 2023 in Free Press Journal, Mumbai (English Edition) and on August 03, 2023 in Navshakti, Mumbai (Marathi Edition), both the newspapers having electronic editions specifying all the necessary information prescribed in the rules and circulars.
- ii) The Company hosted the notice of AGM on its website namely www.polychemltd.com and also uploaded the same on the website of the Stock Exchange i.e. BSE Limited at www.bseindia.com
- iii) The Company completed dispatch of Notice of AGM on Wednesday, August 02, 2023 by E-mail to Members who had registered their email addresses with the Company / Depositories.

4. Cut-off date

Voting rights were reckoned as on Tuesday, August 22, 2023 being the cut-off date for deciding the entitlements of members for remote e-voting and e-voting during the AGM.

5. Remote e-voting process

- i) **Agency:** The Company had appointed NATIONAL SECURITIES DEPOSITORY LIMITED (NSDL) as the agency for providing the platform for remote e-voting and e-voting during the AGM.
- ii) **Remote e-voting period:** The Remote e-voting remained open from 09:00 a.m. on Friday, August 25, 2023 and ended on Monday, August 28, 2023 at 5:00 p.m.

The votes cast were unblocked on August 29, 2023 after the conclusion of the AGM and was witnessed by two witnesses, who are not in the employment of the Company. They have signed below in confirmation of the same.


.....
Name: Kundan Thakur


.....
Name: Divya Gohil

- iii) **Voting at the AGM:** After the time fixed for closing of the e-voting by the Chairman, the electronic system recording the e-voting (e-votes) was locked by NATIONAL SECURITIES DEPOSITORY LIMITED (NSDL).

The e-votes cast were unblocked on, August 29, 2023 after 15 minutes of conclusion of proceedings of AGM.

I hereby submit the Consolidated Scrutinizer's Report based on the results of remote e-voting and e-voting during the AGM based on the reports downloaded from the e-voting website of NATIONAL SECURITIES DEPOSITORY LIMITED (NSDL) and relied upon by me as under:



CONSOLIDATED RESULTS

ORDINARY BUSINESS:

Item No 1: Ordinary Resolution

- (a) To receive, consider and adopt the audited Standalone financial statements of the Company for the financial year ended 31st March, 2023, including the audited Standalone Balance Sheet as at 31st March, 2023, the Statement of Profit and Loss and Cash Flow Statement, for the year ended on that date and the reports of the Board of Directors (the Board) and Auditors thereon.
- (b) To receive, consider and adopt the audited consolidated financial statements of the Company for the financial year ended 31st March, 2023, including the audited Consolidated Balance Sheet as at 31st March, 2023, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and the report of Auditors thereon.

Particulars	Remote E-Voting		E-Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	86	211195	1	5	87	211200	100.00%
Dissent	0	0	0	0	0	0	0
Total	86	211195	1	5	87	211200	100.00%

SUMMARY OF E-VOTING

Particulars	No. of Equity Shares	Percentage of total number of votes cast (%)
Total Valid votes cast	211200	100.00%
Assented to Resolution	211200	100.00%
Dissented to Resolution	0	-

Item No 2: Ordinary Resolution

To Declare a dividend of Rs 20/- per equity share of Rs 10/- each.

Particulars	Remote E-Voting		E-Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	86	211195	1	5	87	211200	100.00%
Dissent	0	0	0	0	0	0	0
Total	86	211195	1	5	87	211200	100.00%



SUMMARY OF E-VOTING

Particulars	No. of Equity Shares	Percentage of total number of votes cast (%)
Total Valid votes cast	211200	100.00%
Assented to Resolution	211200	100.00%
Dissented to Resolution	0	-

Item No 3: Ordinary Resolution

To appoint a Director in place of Mr. T. R. Kilachand (00006659), who retires by rotation and being eligible, offers himself for re-appointment.

Particulars	Remote E-Voting		E-Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	86	211195	1	5	87	211200	100.00%
Dissent	0	0	0	0	0	0	0
Total	86	211195	1	5	87	211200	100.00%

SUMMARY OF E-VOTING

Particulars	No. of Equity Shares	Percentage of total number of votes cast (%)
Total Valid votes cast	211200	100.00%
Assented to Resolution	211200	100.00%
Dissented to Resolution	0	-

Item No 4: Ordinary Resolution

To appoint a Director in place of Mr. N. T. Kilachand (00005530), who retires by rotation and being eligible, offers himself for re-appointment.

Particulars	Remote E-Voting		E-Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	86	211195	1	5	87	211200	100.00%
Dissent	0	0	0	0	0	0	0
Total	86	211195	1	5	87	211200	100.00%



SUMMARY OF E-VOTING

Particulars	No. of Equity Shares	Percentage of total number of votes cast (%)
Total Valid votes cast	211200	100.00%
Assented to Resolution	211200	100.00%
Dissented to Resolution	0	-

Special Business:

Item No: 5: Special Resolution

Re-appointment of Mr. P. T. Kilachand as Managing Director for a period of three years w.e.f. 1st April, 2023

Particulars	Remote E-Voting		E-Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	82	142782	1	5	83	142787	100.00%
Dissent	0	0	0	0	0	0	-
Total	82	142782	1	5	83	142787	100.00%

**4 number of votes having 68413 equity shares has been excluded being the votes of related party.*

SUMMARY OF E-VOTING

Particulars	No. of Equity Shares	Percentage of total number of votes cast (%)
Total Valid votes cast	142787	100.00%
Assented to Resolution	142787	100.00%
Dissented to Resolution	0	-

Item No 6: Special Resolution

Re-appointment of Mr. A. H. Mehta as Dy. Managing Director for a period of three years w.e.f. 5th June, 2023



Particulars	Remote E-Voting		E-Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	81	211140	1	5	82	211145	100.00%
Dissent	0	0	0	0	0	0	-
Total	81	211140	1	5	82	211145	100.00%

**5 number of votes having 55 equity shares has been excluded being the votes of related party.*

SUMMARY OF E-VOTING

Particulars	No. of Equity Shares	Percentage of total number of votes cast (%)
Total Valid votes cast	211145	100.00%
Assented to Resolution	211145	100.00%
Dissented to Resolution	0	-

Item No 7: Ordinary Resolution

Payment of Commission not exceeding 1% of net profit to Non-Executive Directors of the Company for three years

Particulars	Remote E-Voting		E-Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	78	142754	1	5	79	142759	100.00%
Dissent	0	0	0	0	0	0	0
Total Valid Votes	78	142754	1	5	79	142759	100.00%

**8 number of votes having 68441 equity shares has been excluded being the votes of related party.*

SUMMARY OF E-VOTING

Particulars	No. of Equity Shares	Percentage of total number of votes cast (%)
Total Valid votes cast	142759	100.00%
Assented to Resolution	142759	100.00%
Dissented to Resolution	0	-



RESULTS:

The Electronic Records containing details of the Members, who voted "IN FAVOUR", or "AGAINST" for each resolution under remote e-Voting and e-voting at the AGM has been handed over to the Company Secretary for safe custody.

The above-mentioned resolutions are deemed to be passed with requisite majority as on the date of the 66th AGM of the Company i.e. Tuesday, August 29, 2023.

Yours faithfully,

Thanking You,

Place: Mumbai

Date: 30/08/2023

Countersigned by
POLYCHEM LIMITED




Company Secretary

For RAGINI CHOKSHI & COMPANY
(Company Secretaries)





RAGINI CHOKSHI
(Partner)

Membership No: 2390

C.P. Number: 1436

UDIN: F002390E000894710

Date: 30/08/2023

Place: Mumbai