

# PONDY OXIDES AND CHEMICALS LIMITED **POCL**<sup>®</sup>

September 29, 2020

To,

BSE Limited  
Corporate Relationship Department,  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai – 400 001.

Dear Sir,

**Sub: Voting Results of the 25<sup>th</sup> Annual General Meeting**

**Ref: Script code 532626**

\*\*\*\*\*

With reference to the above, we enclose herewith the voting results of the 25<sup>th</sup> Annual General Meeting of our company held on 28<sup>th</sup> September 2020 as required under Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in the prescribed format along with the Consolidated Scrutinizer's report for remote e-voting and e-voting at the AGM.

Kindly take the same on record.

Thanking you,

Yours faithfully,  
For Pondy Oxides and Chemicals Limited



**K. Kumaravel**  
**GM Finance & Company Secretary**

Encls.: as above.



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CIN No. : L24294TN1995PLC030586  
GSTIN : 33AAACP5102D4Z4

[Home](#)[Validate](#)[Import XML](#)

### General information about company

|                                                                                             |                                    |
|---------------------------------------------------------------------------------------------|------------------------------------|
| Scrip code                                                                                  | 532626                             |
| NSE Symbol                                                                                  |                                    |
| MSEI Symbol                                                                                 |                                    |
| ISIN                                                                                        | INE063E01046                       |
| Name of the company                                                                         | Pondy Oxides and Chemicals Limited |
| Type of meeting                                                                             | AGM                                |
| Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot) | 28-09-2020                         |
| Start time of the meeting                                                                   | 03:00 PM                           |
| End time of the meeting                                                                     | 03:37 PM                           |

[Prev](#)[Next](#)

[Home](#)[Validate](#)

### Scrutinizer Details

|                                           |                           |
|-------------------------------------------|---------------------------|
| Name of the Scrutinizer                   | Mr. Krishna Sharan Mishra |
| Firms Name                                | M/s. KSM Associates       |
| Qualification                             | CS                        |
| Membership Number                         | 6447                      |
| Date of Board Meeting in which appointed  | 13-08-2020                |
| Date of Issuance of Report to the company | 29-09-2020                |

[Prev](#)[Next](#)

[Home](#)[Validate](#)

| Voting results                                                                      |                           |
|-------------------------------------------------------------------------------------|---------------------------|
| Record date                                                                         | 21-09-2020                |
| Total number of shareholders on record date                                         | 12238                     |
| <b>No. of shareholders present in the meeting either in person or through proxy</b> |                           |
| a) Promoters and Promoter group                                                     | 0                         |
| b) Public                                                                           | 0                         |
| <b>No. of shareholders attended the meeting through video conferencing</b>          |                           |
| a) Promoters and Promoter group                                                     | 8                         |
| b) Public                                                                           | 47                        |
| <b>No. of resolution passed in the meeting</b>                                      | <b>7</b>                  |
| Disclosure of notes on voting results                                               | <a href="#">Add Notes</a> |

[Prev](#)

Home

Validate

| Resolution (1)                                                           |                               |                    |                     |                                                                                                                                                                                                   |                          |                        |                                      |                                    |
|--------------------------------------------------------------------------|-------------------------------|--------------------|---------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special)                                |                               |                    |                     | Ordinary                                                                                                                                                                                          |                          |                        |                                      |                                    |
| Whether promoter/promoter group are interested in the agenda/resolution? |                               |                    |                     | No                                                                                                                                                                                                |                          |                        |                                      |                                    |
| Description of resolution considered                                     |                               |                    |                     | To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2020 together with the reports of Board of Directors' and Auditors' thereon |                          |                        |                                      |                                    |
| Category                                                                 | Mode of voting                | 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 against on votes polled |
|                                                                          |                               | (1)                | (2)                 | (3)=[(2)/(1)]*100                                                                                                                                                                                 | (4)                      | (5)                    | (6)=[(4)/(2)]*100                    | (7)=[(5)/(2)]*100                  |
| Promoter and Promoter Group                                              | E-Voting                      |                    | 2178930             | 76.9080                                                                                                                                                                                           | 2178930                  | 0                      | 100.0000                             | 0.0000                             |
|                                                                          | Poll                          | 2833165            |                     |                                                                                                                                                                                                   |                          |                        |                                      |                                    |
|                                                                          | Postal Ballot (if applicable) |                    |                     |                                                                                                                                                                                                   |                          |                        |                                      |                                    |
|                                                                          | <b>Total</b>                  | 2833165            | 2178930             | 76.9080                                                                                                                                                                                           | 2178930                  | 0                      | 100.0000                             | 0.0000                             |
| Public- Institutions                                                     | E-Voting                      |                    |                     |                                                                                                                                                                                                   |                          |                        |                                      |                                    |
|                                                                          | Poll                          |                    |                     |                                                                                                                                                                                                   |                          |                        |                                      |                                    |
|                                                                          | Postal Ballot (if applicable) |                    |                     |                                                                                                                                                                                                   |                          |                        |                                      |                                    |
|                                                                          | <b>Total</b>                  |                    |                     |                                                                                                                                                                                                   |                          |                        |                                      |                                    |
| Public- Non Institutions                                                 | E-Voting                      |                    | 58958               | 1.9790                                                                                                                                                                                            | 58925                    | 33                     | 99.9440                              | 0.0560                             |
|                                                                          | Poll                          | 2979225            |                     |                                                                                                                                                                                                   |                          |                        |                                      |                                    |
|                                                                          | Postal Ballot (if applicable) |                    |                     |                                                                                                                                                                                                   |                          |                        |                                      |                                    |
|                                                                          | <b>Total</b>                  | 2979225            | 58958               | 1.9790                                                                                                                                                                                            | 58925                    | 33                     | 99.9440                              | 0.0560                             |
| <b>Total</b>                                                             |                               | 5812390            | 2237888             | 38.5020                                                                                                                                                                                           | 2237855                  | 33                     | 99.9985                              | 0.0015                             |
| <b>Whether resolution is Pass or Not.</b>                                |                               |                    |                     |                                                                                                                                                                                                   |                          |                        | Yes                                  |                                    |
| Disclosure of notes on resolution                                        |                               |                    |                     |                                                                                                                                                                                                   |                          |                        | Add Notes                            |                                    |

\* this fields are optional

| Details of Invalid Votes    |              |
|-----------------------------|--------------|
| Category                    | No. of Votes |
| Promoter and Promoter Group | 0            |
| Public Insitutions          |              |
| Public - Non Insitutions    | 0            |



Home

Validate

| Resolution (2)                                                           |                               |                    |                     |                                                                                                                                                        |                          |                        |                                      |                                    |
|--------------------------------------------------------------------------|-------------------------------|--------------------|---------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special)                                |                               |                    |                     | Ordinary                                                                                                                                               |                          |                        |                                      |                                    |
| Whether promoter/promoter group are interested in the agenda/resolution? |                               |                    |                     | Yes                                                                                                                                                    |                          |                        |                                      |                                    |
| Description of resolution considered                                     |                               |                    |                     | To appoint a Director in the place of Mr. Ashish Bansal (DIN: 01543967), who retires by rotation and being eligible, offers himself for reappointment. |                          |                        |                                      |                                    |
| Category                                                                 | Mode of voting                | 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 against on votes polled |
|                                                                          |                               | (1)                | (2)                 | (3)=[(2)/(1)]*100                                                                                                                                      | (4)                      | (5)                    | (6)=[(4)/(2)]*100                    | (7)=[(5)/(2)]*100                  |
| Promoter and Promoter Group                                              | E-Voting                      |                    | 2178930             | 76.9080                                                                                                                                                | 2178930                  | 0                      | 100.0000                             | 0.0000                             |
|                                                                          | Poll                          | 2833165            |                     |                                                                                                                                                        |                          |                        |                                      |                                    |
|                                                                          | Postal Ballot (if applicable) |                    |                     |                                                                                                                                                        |                          |                        |                                      |                                    |
|                                                                          | <b>Total</b>                  | 2833165            | 2178930             | 76.9080                                                                                                                                                | 2178930                  | 0                      | 100.0000                             | 0.0000                             |
| Public- Institutions                                                     | E-Voting                      |                    |                     |                                                                                                                                                        |                          |                        |                                      |                                    |
|                                                                          | Poll                          |                    |                     |                                                                                                                                                        |                          |                        |                                      |                                    |
|                                                                          | Postal Ballot (if applicable) |                    |                     |                                                                                                                                                        |                          |                        |                                      |                                    |
|                                                                          | <b>Total</b>                  |                    |                     |                                                                                                                                                        |                          |                        |                                      |                                    |
| Public- Non Institutions                                                 | E-Voting                      |                    | 58958               | 1.9790                                                                                                                                                 | 58679                    | 279                    | 99.5268                              | 0.4732                             |
|                                                                          | Poll                          | 2979225            |                     |                                                                                                                                                        |                          |                        |                                      |                                    |
|                                                                          | Postal Ballot (if applicable) |                    |                     |                                                                                                                                                        |                          |                        |                                      |                                    |
|                                                                          | <b>Total</b>                  | 2979225            | 58958               | 1.9790                                                                                                                                                 | 58679                    | 279                    | 99.5268                              | 0.4732                             |
| <b>Total</b>                                                             |                               | 5812390            | 2237888             | 38.5020                                                                                                                                                | 2237609                  | 279                    | 99.9875                              | 0.0125                             |
| <b>Whether resolution is Pass or Not.</b>                                |                               |                    |                     |                                                                                                                                                        |                          |                        | Yes                                  |                                    |
| Disclosure of notes on resolution                                        |                               |                    |                     |                                                                                                                                                        |                          |                        | Add Notes                            |                                    |

\* this fields are optional

| Details of Invalid Votes    |              |
|-----------------------------|--------------|
| Category                    | No. of Votes |
| Promoter and Promoter Group | 0            |
| Public Insitutions          |              |
| Public - Non Insitutions    | 0            |



Home

Validate

| Resolution (3)                                                           |                               |                    |                     |                                                                                                        |                          |                        |                                      |                                    |
|--------------------------------------------------------------------------|-------------------------------|--------------------|---------------------|--------------------------------------------------------------------------------------------------------|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special)                                |                               |                    |                     | Special                                                                                                |                          |                        |                                      |                                    |
| Whether promoter/promoter group are interested in the agenda/resolution? |                               |                    |                     | Yes                                                                                                    |                          |                        |                                      |                                    |
| Description of resolution considered                                     |                               |                    |                     | Re- appointment of Mr. Ashish Bansal (DIN: 01543967) as Managing Director and fixing his remuneration. |                          |                        |                                      |                                    |
| Category                                                                 | Mode of voting                | 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 against on votes polled |
|                                                                          |                               | (1)                | (2)                 | (3)=[(2)/(1)]*100                                                                                      | (4)                      | (5)                    | (6)=[(4)/(2)]*100                    | (7)=[(5)/(2)]*100                  |
| Promoter and Promoter Group                                              | E-Voting                      | 2833165            | 2178930             | 76.9080                                                                                                | 2178930                  | 0                      | 100.0000                             | 0.0000                             |
|                                                                          | Poll                          |                    |                     |                                                                                                        |                          |                        |                                      |                                    |
|                                                                          | Postal Ballot (if applicable) |                    |                     |                                                                                                        |                          |                        |                                      |                                    |
|                                                                          | <b>Total</b>                  |                    | 2833165             | 2178930                                                                                                | 76.9080                  | 2178930                | 0                                    | 100.0000                           |
| Public- Institutions                                                     | E-Voting                      |                    |                     |                                                                                                        |                          |                        |                                      |                                    |
|                                                                          | Poll                          |                    |                     |                                                                                                        |                          |                        |                                      |                                    |
|                                                                          | Postal Ballot (if applicable) |                    |                     |                                                                                                        |                          |                        |                                      |                                    |
|                                                                          | <b>Total</b>                  |                    |                     |                                                                                                        |                          |                        |                                      |                                    |
| Public- Non Institutions                                                 | E-Voting                      | 2979225            | 58958               | 1.9790                                                                                                 | 58679                    | 279                    | 99.5268                              | 0.4732                             |
|                                                                          | Poll                          |                    |                     |                                                                                                        |                          |                        |                                      |                                    |
|                                                                          | Postal Ballot (if applicable) |                    |                     |                                                                                                        |                          |                        |                                      |                                    |
|                                                                          | <b>Total</b>                  |                    | 2979225             | 58958                                                                                                  | 1.9790                   | 58679                  | 279                                  | 99.5268                            |
| <b>Total</b>                                                             |                               | 5812390            | 2237888             | 38.5020                                                                                                | 2237609                  | 279                    | 99.9875                              | 0.0125                             |
| <b>Whether resolution is Pass or Not.</b>                                |                               |                    |                     |                                                                                                        |                          |                        | Yes                                  |                                    |
| Disclosure of notes on resolution                                        |                               |                    |                     |                                                                                                        |                          |                        | Add Notes                            |                                    |

\* this fields are optional

| Details of Invalid Votes    |              |
|-----------------------------|--------------|
| Category                    | No. of Votes |
| Promoter and Promoter Group | 0            |
| Public Insitutions          |              |
| Public - Non Insitutions    | 0            |



Home

Validate

| Resolution (4)                                                           |                               |                    |                     |                                                                                                             |                          |                        |                                      |                                    |
|--------------------------------------------------------------------------|-------------------------------|--------------------|---------------------|-------------------------------------------------------------------------------------------------------------|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special)                                |                               |                    |                     | Special                                                                                                     |                          |                        |                                      |                                    |
| Whether promoter/promoter group are interested in the agenda/resolution? |                               |                    |                     | Yes                                                                                                         |                          |                        |                                      |                                    |
| Description of resolution considered                                     |                               |                    |                     | Re-appointment of Mr. Anil Kumar Bansal (DIN: 00232223) as Whole-Time Director and fixing his remuneration. |                          |                        |                                      |                                    |
| Category                                                                 | Mode of voting                | 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 against on votes polled |
|                                                                          |                               | (1)                | (2)                 | (3)=[(2)/(1)]*100                                                                                           | (4)                      | (5)                    | (6)=[(4)/(2)]*100                    | (7)=[(5)/(2)]*100                  |
| Promoter and Promoter Group                                              | E-Voting                      |                    | 2178930             | 76.9080                                                                                                     | 2178930                  | 0                      | 100.0000                             | 0.0000                             |
|                                                                          | Poll                          | 2833165            |                     |                                                                                                             |                          |                        |                                      |                                    |
|                                                                          | Postal Ballot (if applicable) |                    |                     |                                                                                                             |                          |                        |                                      |                                    |
|                                                                          | <b>Total</b>                  | 2833165            | 2178930             | 76.9080                                                                                                     | 2178930                  | 0                      | 100.0000                             | 0.0000                             |
| Public- Institutions                                                     | E-Voting                      |                    |                     |                                                                                                             |                          |                        |                                      |                                    |
|                                                                          | Poll                          |                    |                     |                                                                                                             |                          |                        |                                      |                                    |
|                                                                          | Postal Ballot (if applicable) |                    |                     |                                                                                                             |                          |                        |                                      |                                    |
|                                                                          | <b>Total</b>                  |                    |                     |                                                                                                             |                          |                        |                                      |                                    |
| Public- Non Institutions                                                 | E-Voting                      |                    | 58958               | 1.9790                                                                                                      | 58679                    | 279                    | 99.5268                              | 0.4732                             |
|                                                                          | Poll                          | 2979225            |                     |                                                                                                             |                          |                        |                                      |                                    |
|                                                                          | Postal Ballot (if applicable) |                    |                     |                                                                                                             |                          |                        |                                      |                                    |
|                                                                          | <b>Total</b>                  | 2979225            | 58958               | 1.9790                                                                                                      | 58679                    | 279                    | 99.5268                              | 0.4732                             |
| <b>Total</b>                                                             |                               | 5812390            | 2237888             | 38.5020                                                                                                     | 2237609                  | 279                    | 99.9875                              | 0.0125                             |
| Whether resolution is Pass or Not.                                       |                               |                    |                     |                                                                                                             |                          |                        | Yes                                  |                                    |
| Disclosure of notes on resolution                                        |                               |                    |                     |                                                                                                             |                          |                        | Add Notes                            |                                    |

\* this fields are optional

| Details of Invalid Votes    |              |
|-----------------------------|--------------|
| Category                    | No. of Votes |
| Promoter and Promoter Group | 0            |
| Public Insitutions          |              |
| Public - Non Insitutions    | 0            |





Home

Validate

| Resolution (5)                                                           |                               |                    |                     |                                                                                                       |                          |                        |                                      |                                    |
|--------------------------------------------------------------------------|-------------------------------|--------------------|---------------------|-------------------------------------------------------------------------------------------------------|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special)                                |                               |                    |                     | Special                                                                                               |                          |                        |                                      |                                    |
| Whether promoter/promoter group are interested in the agenda/resolution? |                               |                    |                     | Yes                                                                                                   |                          |                        |                                      |                                    |
| Description of resolution considered                                     |                               |                    |                     | Re-appointment of Mr. R.P. Bansal (DIN: 00232708) as Whole-Time Director and fixing his remuneration. |                          |                        |                                      |                                    |
| Category                                                                 | Mode of voting                | 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 against on votes polled |
|                                                                          |                               | (1)                | (2)                 | (3)=[(2)/(1)]*100                                                                                     | (4)                      | (5)                    | (6)=[(4)/(2)]*100                    | (7)=[(5)/(2)]*100                  |
| Promoter and Promoter Group                                              | E-Voting                      |                    | 2178930             | 76.9080                                                                                               | 2178930                  | 0                      | 100.0000                             | 0.0000                             |
|                                                                          | Poll                          | 2833165            |                     |                                                                                                       |                          |                        |                                      |                                    |
|                                                                          | Postal Ballot (if applicable) |                    |                     |                                                                                                       |                          |                        |                                      |                                    |
|                                                                          | <b>Total</b>                  | 2833165            | 2178930             | 76.9080                                                                                               | 2178930                  | 0                      | 100.0000                             | 0.0000                             |
| Public- Institutions                                                     | E-Voting                      |                    |                     |                                                                                                       |                          |                        |                                      |                                    |
|                                                                          | Poll                          |                    |                     |                                                                                                       |                          |                        |                                      |                                    |
|                                                                          | Postal Ballot (if applicable) |                    |                     |                                                                                                       |                          |                        |                                      |                                    |
|                                                                          | <b>Total</b>                  |                    |                     |                                                                                                       |                          |                        |                                      |                                    |
| Public- Non Institutions                                                 | E-Voting                      |                    | 58958               | 1.9790                                                                                                | 58679                    | 279                    | 99.5268                              | 0.4732                             |
|                                                                          | Poll                          | 2979225            |                     |                                                                                                       |                          |                        |                                      |                                    |
|                                                                          | Postal Ballot (if applicable) |                    |                     |                                                                                                       |                          |                        |                                      |                                    |
|                                                                          | <b>Total</b>                  | 2979225            | 58958               | 1.9790                                                                                                | 58679                    | 279                    | 99.5268                              | 0.4732                             |
| <b>Total</b>                                                             |                               | 5812390            | 2237888             | 38.5020                                                                                               | 2237609                  | 279                    | 99.9875                              | 0.0125                             |
| <b>Whether resolution is Pass or Not.</b>                                |                               |                    |                     |                                                                                                       |                          |                        | Yes                                  |                                    |
| Disclosure of notes on resolution                                        |                               |                    |                     |                                                                                                       |                          |                        | Add Notes                            |                                    |

\* this fields are optional

| Details of Invalid Votes    |              |
|-----------------------------|--------------|
| Category                    | No. of Votes |
| Promoter and Promoter Group | 0            |
| Public Insitutions          |              |
| Public - Non Insitutions    | 0            |



Home

Validate

| Resolution (6)                                                           |                               |                    |                     |                                                                           |                          |                        |                                      |                                    |
|--------------------------------------------------------------------------|-------------------------------|--------------------|---------------------|---------------------------------------------------------------------------|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special)                                |                               |                    |                     | Ordinary                                                                  |                          |                        |                                      |                                    |
| Whether promoter/promoter group are interested in the agenda/resolution? |                               |                    |                     | No                                                                        |                          |                        |                                      |                                    |
| Description of resolution considered                                     |                               |                    |                     | Appointment of Dr.M Ramasubramani, as Independent Director of the Company |                          |                        |                                      |                                    |
| Category                                                                 | Mode of voting                | 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 against on votes polled |
|                                                                          |                               | (1)                | (2)                 | (3)=[(2)/(1)]*100                                                         | (4)                      | (5)                    | (6)=[(4)/(2)]*100                    | (7)=[(5)/(2)]*100                  |
| Promoter and Promoter Group                                              | E-Voting                      |                    | 2178930             | 76.9080                                                                   | 2178930                  | 0                      | 100.0000                             | 0.0000                             |
|                                                                          | Poll                          | 2833165            |                     |                                                                           |                          |                        |                                      |                                    |
|                                                                          | Postal Ballot (if applicable) |                    |                     |                                                                           |                          |                        |                                      |                                    |
|                                                                          | <b>Total</b>                  | 2833165            | 2178930             | 76.9080                                                                   | 2178930                  | 0                      | 100.0000                             | 0.0000                             |
| Public- Institutions                                                     | E-Voting                      |                    |                     |                                                                           |                          |                        |                                      |                                    |
|                                                                          | Poll                          |                    |                     |                                                                           |                          |                        |                                      |                                    |
|                                                                          | Postal Ballot (if applicable) |                    |                     |                                                                           |                          |                        |                                      |                                    |
|                                                                          | <b>Total</b>                  |                    |                     |                                                                           |                          |                        |                                      |                                    |
| Public- Non Institutions                                                 | E-Voting                      |                    | 58958               | 1.9790                                                                    | 58897                    | 61                     | 99.8965                              | 0.1035                             |
|                                                                          | Poll                          | 2979225            |                     |                                                                           |                          |                        |                                      |                                    |
|                                                                          | Postal Ballot (if applicable) |                    |                     |                                                                           |                          |                        |                                      |                                    |
|                                                                          | <b>Total</b>                  | 2979225            | 58958               | 1.9790                                                                    | 58897                    | 61                     | 99.8965                              | 0.1035                             |
| <b>Total</b>                                                             |                               | 5812390            | 2237888             | 38.5020                                                                   | 2237827                  | 61                     | 99.9973                              | 0.0027                             |
| Whether resolution is Pass or Not.                                       |                               |                    |                     |                                                                           |                          |                        | Yes                                  |                                    |
| Disclosure of notes on resolution                                        |                               |                    |                     |                                                                           |                          |                        | Add Notes                            |                                    |

\* this fields are optional

| Details of Invalid Votes    |              |
|-----------------------------|--------------|
| Category                    | No. of Votes |
| Promoter and Promoter Group | 0            |
| Public Insitutions          |              |
| Public - Non Insitutions    | 0            |



Home

Validate

| Resolution (7)                                                           |                               |                    |                     |                                                                                |                          |                        |                                      |                                    |
|--------------------------------------------------------------------------|-------------------------------|--------------------|---------------------|--------------------------------------------------------------------------------|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special)                                |                               |                    |                     | Ordinary                                                                       |                          |                        |                                      |                                    |
| Whether promoter/promoter group are interested in the agenda/resolution? |                               |                    |                     | No                                                                             |                          |                        |                                      |                                    |
| Description of resolution considered                                     |                               |                    |                     | To ratify the remuneration of the Cost Auditors for the Financial Year 2019-20 |                          |                        |                                      |                                    |
| Category                                                                 | Mode of voting                | 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 against on votes polled |
|                                                                          |                               | (1)                | (2)                 | (3)=[(2)/(1)]*100                                                              | (4)                      | (5)                    | (6)=[(4)/(2)]*100                    | (7)=[(5)/(2)]*100                  |
| Promoter and Promoter Group                                              | E-Voting                      |                    | 2178930             | 76.9080                                                                        | 2178930                  | 0                      | 100.0000                             | 0.0000                             |
|                                                                          | Poll                          | 2833165            |                     |                                                                                |                          |                        |                                      |                                    |
|                                                                          | Postal Ballot (if applicable) |                    |                     |                                                                                |                          |                        |                                      |                                    |
|                                                                          | <b>Total</b>                  | 2833165            | 2178930             | 76.9080                                                                        | 2178930                  | 0                      | 100.0000                             | 0.0000                             |
| Public- Institutions                                                     | E-Voting                      |                    |                     |                                                                                |                          |                        |                                      |                                    |
|                                                                          | Poll                          |                    |                     |                                                                                |                          |                        |                                      |                                    |
|                                                                          | Postal Ballot (if applicable) |                    |                     |                                                                                |                          |                        |                                      |                                    |
|                                                                          | <b>Total</b>                  |                    |                     |                                                                                |                          |                        |                                      |                                    |
| Public- Non Institutions                                                 | E-Voting                      |                    | 58958               | 1.9790                                                                         | 58925                    | 33                     | 99.9440                              | 0.0560                             |
|                                                                          | Poll                          | 2979225            |                     |                                                                                |                          |                        |                                      |                                    |
|                                                                          | Postal Ballot (if applicable) |                    |                     |                                                                                |                          |                        |                                      |                                    |
|                                                                          | <b>Total</b>                  | 2979225            | 58958               | 1.9790                                                                         | 58925                    | 33                     | 99.9440                              | 0.0560                             |
| <b>Total</b>                                                             |                               | 5812390            | 2237888             | 38.5020                                                                        | 2237855                  | 33                     | 99.9985                              | 0.0015                             |
| <b>Whether resolution is Pass or Not.</b>                                |                               |                    |                     |                                                                                |                          |                        | Yes                                  |                                    |
| Disclosure of notes on resolution                                        |                               |                    |                     |                                                                                |                          |                        | Add Notes                            |                                    |

\* this fields are optional

| Details of Invalid Votes    |              |
|-----------------------------|--------------|
| Category                    | No. of Votes |
| Promoter and Promoter Group | 0            |
| Public Insitutions          |              |
| Public - Non Insitutions    | 0            |



**CONSOLIDATED SCRUTINIZER'S REPORT**

*(Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure requirements) Regulations, 2015)*

To

**Mr. Anil Kumar Bansal**  
**Chairman - 25<sup>th</sup> Annual General Meeting of**  
**Pondy Oxides and Chemicals Limited**  
4<sup>th</sup> Floor, KRM Centre,  
No: 2, Harrington Road, Chetpet,  
Chennai - 600031

**Sub: Consolidated Scrutinizer's Report on Electronic Voting for the 25<sup>th</sup> Annual General Meeting of Pondy Oxides and Chemicals Limited ("the Company") held on Friday, 28<sup>th</sup> September, 2020 at 03:00 p.m. through Video Conferencing ('VC') / Other Audio-Visual Means ('OAVM').**

We, M/s. KSM Associates, Practicing Company Secretaries, Chennai represented by Mr. Krishna Sharan Mishra having Membership No. 6447 and CP No. 7039, have been appointed as Scrutinizer by Pondy Oxides and Chemicals Limited ("**the Company**") by resolution passed at the meeting of the Board of Directors held on 13<sup>th</sup> August 2020 for the purpose of scrutinizing e-voting (remote e-voting and e-voting during the course of AGM) process in respect of the resolutions proposed at the 25<sup>th</sup> Annual General Meeting ("AGM") of Pondy Oxides and Chemicals Limited on Monday, 28<sup>th</sup> September, 2020 at 03:00 p.m. through VC / OAVM.

The AGM Notice dated 13<sup>th</sup> August, 2020, as confirmed by the Company, was sent to the shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to those Members whose email addresses were registered with the Company/Depositories and also by way of public notices on 4<sup>th</sup> September 2020 and 7<sup>th</sup> September 2020 in English newspaper "Trinity Mirror" and regional language newspaper "Makkal Kural", in compliance with the MCA Circular dated 5<sup>th</sup> May, 2020 read with circulars dated 8<sup>th</sup> April, 2020 and 13<sup>th</sup> April, 2020 (collectively referred to as "MCA Circulars") and SEBI Circular dated 12<sup>th</sup> May, 2020. The AGM Notice was also uploaded on the website of the Company, the Stock Exchanges and of the Depository.

The Company had appointed Central Depository Services (India) Ltd. (hereinafter **CDSL** or **the Service Provider**) as the e-Voting Service Provider, for extending the facility of electronic voting (remote e-voting) to the shareholders of the Company from 9:00 a.m. on 25<sup>th</sup> September, 2020 till 5:00 p.m. on 27<sup>th</sup> September, 2020.

The Company had also provided, through the same Service Provider, remote e-voting facility to the shareholders present at the AGM through VC / OAVM and who could not cast their vote earlier.

The Service Provider had provided a system for recording the votes of the shareholders electronically on all the items of the businesses (both Ordinary and Special businesses) sought to be transacted at the 25<sup>th</sup> Annual General Meeting (AGM) of the Company.

The Service Provider accordingly had set up e-Voting facility on their website [www.evotingindia.com](http://www.evotingindia.com). The Company had uploaded all the items of the business to be transacted on the website of the Company and also its Service Provider to facilitate their shareholders to cast their vote through remote e-Voting and e-voting during the course of AGM.

The Cut-off date (record date) for the purposes of identifying the shareholders who were entitled to vote on the resolutions placed for approval of the shareholders was 21<sup>st</sup> September, 2020. As on that date the Company had 12,238 (Twelve Thousand Two Hundred and Thirty Eight) shareholders.

Apart from sending the notice of AGM to the shareholders through electronic mode, the Company also gave access to the said notice electronically on the following URL link as available on the date of signing this Report:

<https://pocl.co.in/wp-content/uploads/2020/09/Annual-Report-2019-20.pdf>

The AGM Notice sent contained the instructions to be followed by the shareholders who were desirous of casting their votes electronically as provided in the Rule 20 of the Companies (Management and Administration) Rules, 2014.

As prescribed in the aforesaid Rules, the e-Voting facility was kept open for three (3) days from 9:00 a.m. on 25<sup>th</sup> September, 2020 till 5:00 p.m. on 27<sup>th</sup> September, 2020.



The Company also released an advertisement 07<sup>th</sup> September 2020 in English newspaper Trinity Mirror and regional language newspaper Makkal Kural, confirming despatch of Annual Report to the shareholders.

At the end of the voting period on 27<sup>th</sup> September, 2020 at 5.00 p.m. the voting portal of the Service Provider was blocked forthwith and thereupon we had unblocked the list of the members who have exercised the votes through remote e-voting. The Company had also provided remote e-voting facility to the shareholders present at the AGM through Video Conference / Other Audio Visual Means and who had not cast their votes earlier. On 28<sup>th</sup> September, 2020, the voting facility was blocked by the Service Provider after the conclusion of the AGM. The votes cast through remote e-Voting facility before the AGM and during the course of the AGM were duly unblocked and the results were downloaded from CDSL portal by us as a Scrutinizer in the presence of Ms. R. Bhagyashree and Mr. Jagmohan K who are not in employment of the Company and acted as witnesses, as prescribed in sub rule 4 (xii) of the said rule 20.

The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules and the applicable provisions of the SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015 relating to remote e-voting prior to and during the AGM on the resolutions forming part of the Notice of the AGM. Our responsibility as a scrutinizer for the remote e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

Based on the data downloaded from the official website of CDSL for e-voting, the result of the remote e-Voting is as under:

*D. Srinivasan*  




**Special Business:**

**Agenda No. 3:**

*Re- appointment of Mr. Ashish Bansal (DIN: 01543967) as Managing Director and fixing his remuneration.*

**Type of Resolution:** Special Resolution

| Manner of Voting               | Votes in <b>favour</b> of the resolution | Votes <b>against</b> the resolution | <b>Invalid</b> votes |
|--------------------------------|------------------------------------------|-------------------------------------|----------------------|
| Remote E-voting prior to AGM   | 2234426                                  | 279                                 | —                    |
| Remote E-voting during the AGM | 3183                                     | -                                   | —                    |
| <b>Total</b>                   | <b>2237609</b>                           | <b>279</b>                          | —                    |
| <b>Total - % (approx)</b>      | <b>99.987</b>                            | <b>0.013</b>                        |                      |

**Agenda No. 4:**

*Re-appointment of Mr. Anil Kumar Bansal (DIN: 00232223) as Whole-Time Director and fixing his remuneration.*

**Type of Resolution:** Special Resolution

| Manner of Voting               | Votes in <b>favour</b> of the resolution | Votes <b>against</b> the resolution | <b>Invalid</b> votes |
|--------------------------------|------------------------------------------|-------------------------------------|----------------------|
| Remote E-voting prior to AGM   | 2234426                                  | 279                                 | -                    |
| Remote E-voting during the AGM | 3183                                     | -                                   | -                    |
| <b>Total</b>                   | <b>2237609</b>                           | <b>279</b>                          | -                    |
| <b>Total - % (approx)</b>      | <b>99.987</b>                            | <b>0.013</b>                        |                      |

*M. Anil Kumar Bansal*





**Agenda No. 5:**

*Re-appointment of Mr. R.P. Bansal (DIN: 00232708) as Whole-Time Director and fixing his remuneration.*

**Type of Resolution:** Special Resolution

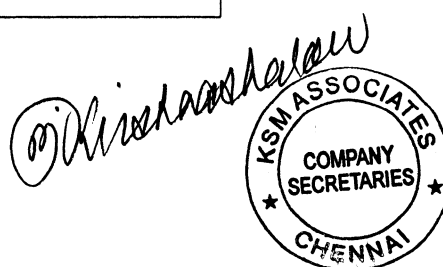
| Manner of Voting               | Votes in <b>favour</b> of the resolution | Votes <b>against</b> the resolution | <b>Invalid</b> votes |
|--------------------------------|------------------------------------------|-------------------------------------|----------------------|
| Remote E-voting prior to AGM   | 2234426                                  | 279                                 | —                    |
| Remote E-voting during the AGM | 3183                                     | -                                   | —                    |
| <b>Total</b>                   | <b>2237609</b>                           | <b>279</b>                          | —                    |
| <b>Total - % (approx)</b>      | <b>99.987</b>                            | <b>0.013</b>                        |                      |

**Agenda No. 6:**

*Appointment of Dr.M Ramasubramani, as Independent Director of the Company*

**Type of Resolution:** Ordinary Resolution

| Manner of Voting               | Votes in <b>favour</b> of the resolution | Votes <b>against</b> the resolution | <b>Invalid</b> votes |
|--------------------------------|------------------------------------------|-------------------------------------|----------------------|
| Remote E-voting prior to AGM   | 2234646                                  | 59                                  | —                    |
| Remote E-voting during the AGM | 3181                                     | 2                                   | —                    |
| <b>Total</b>                   | <b>2237827</b>                           | <b>61</b>                           | —                    |
| <b>Total - % (approx)</b>      | <b>99.997</b>                            | <b>0.003</b>                        |                      |



**Agenda No. 7:**


*To ratify the remuneration of the Cost Auditors for the Financial Year 2019-20*

**Type of Resolution:** Ordinary Resolution

| Manner of Voting               | Votes in <b>favour</b> of the resolution | Votes <b>against</b> the resolution | <b>Invalid</b> votes |
|--------------------------------|------------------------------------------|-------------------------------------|----------------------|
| Remote E-voting prior to AGM   | 2234672                                  | 33                                  | -                    |
| Remote E-voting during the AGM | 3183                                     | -                                   | -                    |
| <b>Total</b>                   | <b>2237855</b>                           | <b>33</b>                           | -                    |
| <b>Total - % (approx)</b>      | <b>99.998</b>                            | <b>0.002</b>                        |                      |

All the Resolutions/Matters indicated in the notice to the said Annual General Meeting stand passed under remote E-voting prior to AGM and E-voting during the Annual General Meeting with the Consolidated requisite majority.

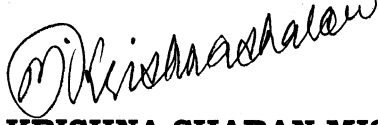
*M. Vishalakshani*



We hereby confirm that we are maintaining the Registers received from the Service Provider electronically, in respect of the votes cast through remote E-Voting prior to AGM and remote E-voting during the Annual General Meeting through which votes were cast by the shareholders of the Company during the said Annual General Meeting. We shall be arranging to handover these records to the Company, as prescribed in Rule 20 of the Companies (Management and Administration) Rules, 2014.

Sincerely yours,

**For KSM Associates, Company Secretaries**



**KRISHNA SHARAN MISHRA**

**Partner**

**FCS - 6447; CP - 7039**



Place: Chennai

Dated: 29<sup>th</sup> September 2020

**Witness 1**



Name : R. Bhagyashree  
Address : No.30/48, Nadu Street,  
Mylapore, Chennai  
PIN-600004

Occupation: Service

**Witness 2**



Name : Jagmohan K  
Address : No 5/12, Guruswamy  
Nagar Main Rd, Gowrivakkam,  
Chennai, PIN-600073

Occupation: Service