

PONDY OXIDES AND CHEMICALS LIMITED **POCL**[®]

26th October 2024

National Stock Exchange of India Ltd
Exchange Plaza, 5th Floor,
Plot No. C/1, G Block,
Bandra Kurla Complex, Bandra (E),
Mumbai - 400 051

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

NSE Symbol : POCL
BSE Scrip Code : 532626

Dear Sir/Madam,

Sub: Voting Results of the Extraordinary General Meeting

With reference to the above, we enclose herewith the voting results of the Extraordinary General Meeting (EGM) of our company held on Friday, 25th October 2024 as required under Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in the prescribed format along with the Scrutinizer's report for remote e-voting and e-voting during the EGM.

Kindly take the same on record.

Thanking you,

Yours faithfully,

For **Pondy Oxides and Chemicals Limited**

K. Kumaravel
Director Finance & Company Secretary

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General information about company

Scrip code	532626
NSE Symbol	POCL
MSEI Symbol	NOTLISTED
ISIN	INE063E01053
Name of the company	PONDY OXIDES & CHEMICALS LTD
Type of meeting	EGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	25-10-2024
Start time of the meeting	03:00 PM
End time of the meeting	03:32 PM

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Scrutinizer Details

Name of the Scrutinizer	KRISHNA SHARAN MISHRA
Firms Name	KSM ASSOCIATES
Qualification	CS
Membership Number	6447
Date of Board Meeting in which appointed	23-09-2024
Date of Issuance of Report to the company	26-10-2024

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Voting results	
Record date	18-10-2024
Total number of shareholders on record date	54473
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	5
b) Public	51
No. of resolution passed in the meeting	1
Disclosure of notes on voting results	Add Notes

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Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To Approve Capital raising by way of issuance of equity shares and/or equity linked securities by way of Qualified Institutions Placement				
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		11172370	97.9961	11172370	0	100.0000	0.0000
	Poll	11400830	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	11400830	11172370	97.9961	11172370	0	100.0000	0.0000
Public-Institutions	E-Voting		50444	34.2091	50444	0	100.0000	0.0000
	Poll	147458	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	147458	50444	34.2091	50444	0	100.0000	0.0000
Public- Non Institutions	E-Voting		205430	1.4166	205024	406	99.8024	0.1976
	Poll	14502070	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	14502070	205430	1.4166	205024	406	99.8024	0.1976
Total		26050358	11428244	43.8698	11427838	406	99.9964	0.0036
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							<input type="button" value="Add Notes"/>	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
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 - Extraordinary General Meeting of
Pondy Oxides and Chemicals Limited**

4th Floor, KRM Centre,

No: 2, Harrington Road, Chetpet,

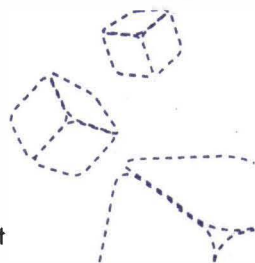
Chennai - 600031

Sub: Consolidated Scrutinizer's Report on Electronic Voting for the Extra-ordinary General Meeting of Pondy Oxides and Chemicals Limited ("the Company") held on Friday, 25th October, 2024 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 M/s. Pondy Oxides and Chemicals Limited ("**the Company**") by resolution passed at the meeting of the Board of Directors held on 23rd September, 2024 for the purpose of scrutinizing e-voting (remote e-voting and e-voting during the course of EGM) process in respect of the resolutions proposed at the Extra-ordinary General Meeting ("EGM") of Pondy Oxides and Chemicals Limited on Friday, 25th October, 2024 at 03:00 p.m. through VC / OAVM.

The EGM Notice dated 23rd September 2024, as confirmed by the Company, was sent to the shareholders in respect of the below mentioned resolutions placed at the EGM 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 4th October 2024 in English newspaper "Trinity Mirror" and regional language newspaper "Makkal Kural" in compliance with

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(i) the circular of the Ministry of Corporate Affairs

- general circular 14/2020 dated 8th April 2020
- general circular 17/2020 dated 13th April 2020
- general circular 20/2020 dated 5th May 2020
- general circular 02/2021 dated 13th January 2021
- general circular 19/2021 dated 8th December 2021
- general circular 21/2021 dated 14th December 2021
- general circular 3/2022 dated 5th May 2022 and
- general circular 10/2022 dated 28th December 2022
- general circular 09/2023 dated 25th September 2023
- general circular 11/2023 dated 28th December 2023 and
- general circular 09/2024 dated 19th September 2024
(collectively referred to as "MCA Circulars")

(ii) circulars of the Securities and Exchange Board of India ("SEBI")

- SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020,
- SEBI/HO/CFD/CMD2/CIR/ P/2021/11 dated January 15, 2021,
- SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022
- SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023
- SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023
- SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024
(collectively referred to as 'SEBI Circulars')

The EGM 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 22nd October, 2024 till 5:00 p.m. on 24th October, 2024.

The Company had also provided, through the same Service Provider, remote e-voting facility to the shareholders present at the EGM 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 the items of the business (Special business) sought to be transacted at the EGM of the Company.

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The Service Provider accordingly had set up e-Voting facility on their website 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 EGM.

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 Friday, 18th October 2024. As on that date, the Company had 54473 (Fifty-Four Thousand Four Hundred and Seventy-Three Only) shareholders.

Apart from sending the notice of EGM 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.com/wp-content/uploads/pdocs/2024/01/EGM-Notice-Oct24.pdf>

The EGM 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 22nd October 2024 till 5:00 p.m. on 24th October 2024.

At the end of the remote e-voting period on 24th October, 2024 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 EGM through Video Conference / Other Audio-Visual Means and who had not cast their votes earlier. On 25th October 2024, after the conclusion of the EGM, the voting facility was again blocked by the Service Provider. The votes cast through remote e-Voting facility before the EGM and during the course of the EGM were duly unblocked and the results were



downloaded from CDSL portal by us as a Scrutinizer in the presence of Mr. Priyan and Mr. Keshav Ramm 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 EGM on the resolutions forming part of the Notice of the EGM. 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:

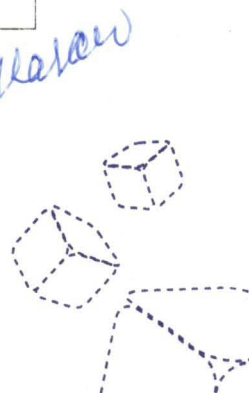
Special Business:

Agenda No. 1:

To approve capital raising by way of issuance of equity shares and/or equity linked securities by way of qualified institution placement

Type of Resolution: Special Resolution

Manner of Voting	Votes in favour of the resolution	Votes against the resolution	Invalid votes
Remote E-voting prior to EGM	11361012	0	-
Remote E-voting during the EGM	66826	406	-
Total	11427838	406	-
Total - % (approx)	99.996%	0.004%	-



The Resolution/Matter indicated in the notice to the said EGM stand passed under remote e-voting prior to EGM and e-voting during the EGM with the Consolidated requisite majority.

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 EGM and remote E-voting during the EGM through which votes were cast by the shareholders of the Company during the said EGM. 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

(Peer Review No. 5868/2024)



KRISHNA SHARAN MISHRA

Partner

FCS 6447 | CP 7039

Place: Chennai

Dated: 26th October, 2024

UDIN: F006447F001770495

Witness 1



Name : Priyan
Address : 10, 7th Street,
Madhavaram, Tiruvallur
PIN - 600051

Occupation: Service

Witness 2



Name : Keshav Ramm
Address : B7, Krishnasagar Apartment,
Madipakkam, Chennai
PIN - 600091

Occupation: Service

