

# PODDAR

PIGMENTS LTD.

**DETAILS UNDER REGULATION 44 (3) OF SEBI (LODR) REGULATIONS, 2015:-**

Date of the AGM	09.08.2016
Total number of shareholders on record date	9916
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	6 32
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public:	NA NA

(Agenda-wise)

Details of the Agenda:

Item No. 1

To receive, consider and adopt the Audited Statement of Profit & Loss for the year ended 31st March 2016 and the Balance Sheet as at that date and the Directors' and Auditors' Report thereon

Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/ resolution?			No					
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	6456360	6456360	100	6456360	NIL	100	NIL
	Poll	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	6456360	6456360	100	6456360	NIL	100	NIL
Public Institutions –	E-Voting	36700	NIL	NIL	NIL	NIL	NIL	NIL
	Poll	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public- Non Institutions	E-Voting	4091416	374312	9.15	374312	NIL	100	NIL
	Poll	25524	25524	100	25524	NIL	100	NIL
	Total	4116940	399836	9.71	399836	NIL	100	NIL
Total		10610000	6856196	64.62	6856196	NIL	100	NIL



**Poddar Pigments Ltd.**  
 CIN - L24117RJ1991PLC006307  
 Regd. Office & Works :  
 E-10-11 & F-14 to 16  
 RIICO Industrial Area, Sitapura  
 Jaipur - 302 022 Rajasthan, India.  
 Tel.: +91-141-2770202/03/287/291  
 Fax : +91-141-2771922  
 Email : jaipur@poddarpigments.com

# PODDAR

PIGMENTS LTD.

**Item No. 2**

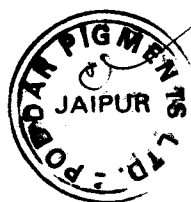
To approve payment of Interim Dividend for the year 2015-16 on Equity Share.

Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/ resolution?			No					
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	6456360	6456360	100	6456360	NIL	100	NIL
	Poll	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	6456360	6456360	100	6456360	NIL	100	NIL
Public Institutions	E-Voting	36700	NIL	NIL	NIL	NIL	NIL	NIL
	Poll	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public- Non Institutions	E-Voting	4091416	374312	9.15	374312	NIL	100	NIL
	Poll	25524	25524	100	25524	NIL	100	NIL
	Total	4116940	399836	9.71	399836	NIL	100	NIL
<b>Total</b>		<b>10610000</b>	<b>6856196</b>	<b>64.62</b>	<b>6856196</b>	<b>NIL</b>	<b>100</b>	<b>NIL</b>

**Item No. 3**

To appoint a Director in place of Smt Mahima P. Agarwal who retires by rotation and being eligible, offers himself for re-appointment.

Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/ resolution?			Yes					
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	6456360	6456360	100	6456360	NIL	100	NIL
	Poll	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	6456360	6456360	100	6456360	NIL	100	NIL
Public Institutions	E-Voting	36700	NIL	NIL	NIL	NIL	NIL	NIL
	Poll	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public- Non Institutions	E-Voting	4091416	374312	9.15	374312	NIL	100	NIL
	Poll	25524	25524	100	25524	NIL	100	NIL
	Total	4116940	399836	9.71	399836	NIL	100	NIL
<b>Total</b>		<b>10610000</b>	<b>6856196</b>	<b>64.62</b>	<b>6856196</b>	<b>NIL</b>	<b>100</b>	<b>NIL</b>



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**Item No. 4**

To appoint the Auditors to hold office till the conclusion of the next Annual General Meeting and to authorize the Board to fix their remuneration. M/S K. N. Gutgutia & Co., the retiring Auditors are eligible for re-appointment.

Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/ resolution?			No					
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	6456360	6456360	100	6456360	NIL	100	NIL
	Poll	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	6456360	6456360	100	6456360	NIL	100	NIL
Public Institutions –	E-Voting	36700	NIL	NIL	NIL	NIL	NIL	NIL
	Poll	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public-Non Institutions	E-Voting	4091416	374312	9.15	374312	NIL	100	NIL
	Poll	25524	25524	100	25524	NIL	100	NIL
	Total	4116940	399836	9.71	399836	NIL	100	NIL
<b>Total</b>		<b>10610000</b>	<b>6856196</b>	<b>64.62</b>	<b>6856196</b>	<b>NIL</b>	<b>100</b>	<b>NIL</b>

**Item No. 5**

To Approval of the remuneration of Cost Auditor.

Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/ resolution?			No					
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	6456360	6456360	100	6456360	NIL	100	NIL
	Poll	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	6456360	6456360	100	6456360	NIL	100	NIL
Public Institutions –	E-Voting	36700	NIL	NIL	NIL	NIL	NIL	NIL
	Poll	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public-Non Institutions	E-Voting	4091416	374312	9.15	374312	NIL	100	NIL
	Poll	25524	25524	100	25524	NIL	100	NIL
	Total	4116940	399836	9.71	399836	NIL	100	NIL
<b>Total</b>		<b>10610000</b>	<b>6856196</b>	<b>100</b>	<b>6856196</b>	<b>NIL</b>	<b>100</b>	<b>NIL</b>

Poddar Pigments Ltd.

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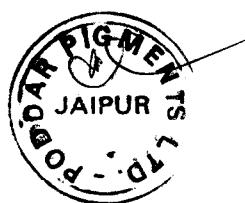
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# PODDAR

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Item No. 6  
To Approval of appointment of Sh. Gaurav Goenka as Director.

Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/ resolution?			Yes					
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	6456360	6456360	100	6456360	NIL	100	NIL
	Poll	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	6456360	6456360	100	6456360	NIL	100	NIL
Public Institutions	E-Voting	36700	NIL	NIL	NIL	NIL	NIL	NIL
	Poll	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public- Non Institutions	E-Voting	4091416	374312	9.15	374312	NIL	100	NIL
	Poll	25524	25524	100	25524	NIL	100	NIL
	Total	4116940	399836	9.71	399836	NIL	100	NIL
Total		10610000	6856196	64.62	6856196	NIL	100	NIL

Item No. 7  
To Approval appointment of Sh. M. Mahadevan as Independent Director.

Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/ resolution?			No					
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	6456360	6456360	100	6456360	NIL	100	NIL
	Poll	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	6456360	6456360	100	6456360	NIL	100	NIL
Public Institutions	E-Voting	36700	NIL	NIL	NIL	NIL	NIL	NIL
	Poll	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public- Non Institutions	E-Voting	4091416	374312	9.15	374312	NIL	100	NIL
	Poll	25524	25524	100	25524	NIL	100	NIL
	Total	4116940	399836	9.71	399836	NIL	100	NIL
Total		10610000	6856196	64.62	6856196	NIL	100	NIL



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# PODDAR

PIGMENTS LTD.

Item No. 8

To Approval of revision in remuneration and re-appointment of Sh. S. S. Poddar, Managing Director.

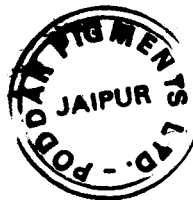
Resolution required: (Ordinary/ Special)			Special					
Whether promoter/ promoter group are interested in the agenda/ resolution?			Yes					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes 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	6456360	6456360	100	6456360	NIL	100	NIL
	Poll	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	6456360	6456360	100	6456360	NIL	100	NIL
Public Institutions –	E-Voting	36700	NIL	NIL	NIL	NIL	NIL	NIL
	Poll	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public- Non Institutions	E-Voting	4091416	374312	9.15	374312	NIL	100	NIL
	Poll	25524	25524	100	25524	NIL	100	NIL
	Total	4116940	399836	9.71	399836	NIL	100	NIL
Total		10610000	6856196	64.62	6856196	NIL	100	NIL

All the aforesaid resolution from item no. 1 to 8 were passed with requisite majority.

For Poddar Pigments Ltd.



(Navin Jain)  
Sr. GM (Legal) & Company Secretary



**CONSOLIDATED SCRUTINIZER'S REPORT**  
**OF**  
**PODDAR PIGMENTS LIMITED**  
**25<sup>TH</sup> ANNUAL GENERAL MEETING**  
**HELD ON 9<sup>TH</sup> AUGUST, 2016**  
**AT 11.00 A.M.**

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**SCRUTINIZER:**

**BABU LAL PATNI, PRACTISING COMPANY SECRETARY**

**51, NALINI SETT ROAD**

**5<sup>TH</sup> FLOOR, ROOM NO-19**

**KOLKATA-70007**

**BABU LAL PATNI**  
**COMPANY SECRETARY**

**51, NALINI SETT ROAD**  
**5<sup>TH</sup> FLOOR, ROOM NO. 19**  
**KOLKATA - 700 007**  
**TEL NO: 2259-7715/6**  
**Email id:patnibl@yahoo.com**

**CONSOLIATED SCRUTINIZER'S REPORT**

*[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies  
(Management and Administration) Rules, 2014]*

To,  
The Chairman  
25<sup>th</sup> Annual General Meeting of the Members of **PODDAR PIGMENTS LIMITED**  
Held on: 9<sup>th</sup> day of August, 2016 at 11.00 A.M  
At: E-10, 11 and F-14 to 16, RIICO Industrial Area, Sitapura, Jaipur-302022

Dear Sir,

1. I, **Babu Lal Patni**, a Company Secretary in Practice, having FCS No: 2304 & COP No: 1321, have been appointed as a Scrutinizer by the Board of Directors of **PODDAR PIGMENTS LIMITED** (the Company) at their Board Meeting held on 28<sup>th</sup> May, 2016 for the purpose of scrutinizing the e-voting process(remote e-voting) and voting by use of ballot at the venue of 25<sup>th</sup> Annual General Meeting(AGM) under the provisions of Section 108 of the Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended (Rules) on the Resolutions contained in the Notice to the AGM of the Equity Shareholders of the Company, held on 9<sup>th</sup> August, 2016 at Registered Office of the Company at E-10, 11 and F-14 to 16, RIICO Industrial Area, Sitapura, Jaipur-302022.
2. The management of the Company is responsible to ensure the compliances with the requirements of the Act and Rules relating to voting through electronic means (i.e. by remote e-voting) and voting by using ballot by the shareholders at the AGM for the Resolutions contained in the Notice to the 25<sup>th</sup> AGM of the Equity Shareholders of the Company. My responsibility as a Scrutinizer for the voting process of voting through electronic means (i.e. by remote e-voting) and voting by using ballot at the AGM is restricted to make a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the Resolutions as stated above, based on the report generated from the e-voting system provided by Central Depository Services Limited (CDSL), the Agency authorized under the Rules and engaged by the Company to provide e-voting facilities for voting through electronic means (i.e. by remote e-voting) and report of voting by use of ballot at the AGM.
3. I submit herewith my Consolidated Scrutinizer's Report & relevant details on the results of voting through electronic means (i.e. by remote e-voting) and voting by using ballots at the AGM as under:



**Item No 1: ORDINARY RESOLUTION**

To consider and adopt the Audited Financial Statement of the Company for the year ended 31<sup>st</sup> March, 2016 and the Balance Sheet as at that date and the Directors' and Auditors' Report thereon.

Votes in Favour of the Resolution		Votes Against the Resolution		Invalid votes
Nos	% of total number of valid votes	Nos	% of total number of valid votes	
6856196	100.00	NIL	NIL	NIL

**Item No 2: ORDINARY RESOLUTION**

To approve the payment of Interim dividend paid for 2015-16 on Equity Shares.

Votes in Favour of the Resolution		Votes Against the Resolution		Invalid votes
Nos	% of total number of valid votes	Nos	% of total number of valid votes	
6856196	100.00	NIL	NIL	NIL

**Item No 3: ORDINARY RESOLUTION**

To appoint a Director in place of Smt. Mahima P. Agarwal, a Director retiring by rotation

Votes in Favour of the Resolution		Votes Against the Resolution		Invalid votes
Nos	% of total number of valid votes	Nos	% of total number of valid votes	
6856196	100.00	NIL	NIL	NIL

**Item No 4: ORDINARY RESOLUTION**

To appoint M/s K.N. Gutgutia & Co, Chartered Accountants as Auditors of the Company at such remuneration as shall be fixed by the Board of Directors of the Company.

Votes in Favour of the Resolution		Votes Against the Resolution		Invalid votes
Nos	% of total number of valid votes	Nos	% of total number of valid votes	
6856196	100.00	NIL	NIL	NIL





**Item No 5: ORDINARY RESOLUTION**

To approve the remuneration of Cost Auditors as appointed by Board of Directors.

Votes in Favour of the Resolution		Votes Against the Resolution		Invalid votes
Nos	% of total number of valid votes	Nos	% of total number of valid votes	
6856196	100.00	NIL	NIL	NIL

**Item No 6: ORDINARY RESOLUTION**

Appointment of Shri Gaurav Goenka as a director of the Company, liable to retire by rotation

Votes in Favour of the Resolution		Votes Against the Resolution		Invalid votes
Nos	% of total number of valid votes	Nos	% of total number of valid votes	
6856196	100.00	NIL	NIL	NIL

**Item No 7: ORDINARY RESOLUTION**

Appointment of Shri M. Mahadevan as an Independent Director of the Company

Votes in Favour of the Resolution		Votes Against the Resolution		Invalid votes
Nos	% of total number of valid votes	Nos	% of total number of valid votes	
6856196	100.00	NIL	NIL	NIL

**Item No 8: SPECIAL RESOLUTION**

Payment of revised remuneration for remaining term and re-appointment of Shri S. S. Poddar, as a Managing Director with an additional responsibility as CFO of the Company.

Votes in Favour of the Resolution		Votes Against the Resolution		Invalid votes
Nos	% of total number of valid votes	Nos	% of total number of valid votes	
6856196	100.00	NIL	NIL	NIL



4. The electronic data and all other relevant records relating to the voting is under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the Minutes of the 25<sup>th</sup> AGM.

Place: JAIPUR

Signature: *Bal Patni*  
09/08/16

Dated: 9<sup>th</sup> August, 2016

Name of the Company: BABU LAL PATNI  
Secretary in Practice  
FCS No : 2304  
C.P.No : 1321

Countersigned by:  
For Poddar Pigments Limited



(Navin Jain)  
Sr.GM (Legal) & Company Secretary

