

PCL:SEC:2024:2195

27.09.2024

BSE Limited,  
1<sup>st</sup> Floor, New Trading Ring,  
Rotunda Building, P.J. Towers,  
Dalal Street, Fort,  
**MUMBAI-400 001.**

**Sub.: Consolidated Scrutinizer's Report and E-voting Results.**

Dear Sir,

Pursuant to provisions of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, we are enclosing herewith the Consolidated Scrutinizer's Report-submitted by M/s. A. Arora & Co. on the Remote e-voting and e-voting / venue voting at the 49<sup>th</sup> Annual General Meeting of the Company held on 27<sup>th</sup> September, 2024 at 12.30 hours through Video Conferencing (VC) or other Audio Visual Means (OAVM) alongwith e-voting results pursuant to Regulation 44 of SEBI (LODR) Regulations, 2015.

This is for your information, please.

Thanking you,

Yours faithfully,  
For Primo Chemicals Limited  
(Formerly known as Punjab Alkalies & Chemicals Limited)

SUGANDHA KUKREJA  
Company Secretary & Chief HR Officer

Encl: as above.

**PRIMO CHEMICALS LIMITED**

(FORMERLY KNOWN AS PUNJAB ALKALIES & CHEMICALS LIMITED)

REGD. OFFICE S.C.O. 125-127, SECTOR 17-B, CHANDIGARH-160017 CORPORATE OFFICE : BAY NO. 46-50, SECTOR 31-A, CHANDIGARH-160030  
PHONE : 0172-2801658, 2801659, EMAIL : INFO@PRIMO CHEMICALS.IN CIN: L24119CH119CH1975PLC003607 WEBSITE : WWW.PRIMO CHEMICALS.IN

WORKS : NANGAL-UNA ROAD, NAYA NANGAL-140126 DISTT. ROPAR, PUNJAB, INDIA

**AJAY K. ARORA**  
LL.B., FCS, IP

GST : 04ADSPA8498H1Z3

**A. ARORA & CO.**

*Company Secretaries  
&  
Insolvency Professional*

S.C.O. 64-65, 1ST FLOOR,  
SECTOR 17-A, MADHYA MARG,  
CHANDIGARH-160 017  
Ph.: (O) 2701906  
MOBILE : 98140-06492  
E-MAIL : ajaykcs@gmail.com

**Consolidated Report of Scrutinizer**

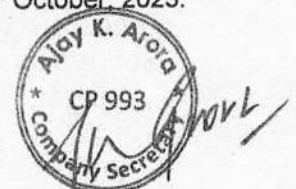
[Pursuant to section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 as amended]

To,  
The Chairman,  
Primo Chemicals Limited  
(Formerly Punjab Alkalies & Chemicals Limited)  
BAY NO 46-50, Sector 31-A,  
Chandigarh - 160030

49<sup>th</sup> Annual General Meeting of the Equity Shareholders of Primo Chemicals Limited (Formerly Punjab Alkalies & Chemicals Limited) held on Friday, the 27<sup>th</sup> September, 2024 at 12.30 P.M. conducted through Video Conferencing / Other Audio Visual Means.

Dear Sir,

1. I, Ajay Kumar Arora, Practicing Company Secretary, at S.C.O. 64-65, 1<sup>st</sup> Floor, Sector 17-A, Madhya Marg, Chandigarh was appointed as Scrutinizer by the Board of Directors of Primo Chemicals Limited (Formerly Punjab Alkalies & Chemicals Limited) (the Company) for the purpose of scrutinizing the e-voting process (remote e-voting) and e-voting during AGM pursuant to section 108 of the Companies Act, 2013 read with rule 20 & 21 of the Companies (Management and Administration) Rules, 2014, as amended, in respect of the below mentioned resolutions proposed at the 49<sup>th</sup> Annual General Meeting (AGM) of the Equity Shareholders of Primo Chemicals Limited held on 27<sup>th</sup> September, 2024 at 12.30 P.M. conducted through Video Conferencing / Other Audio Visual Means ("VC").
2. The notice dated 12<sup>th</sup> August, 2024, as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions proposed at the 49<sup>th</sup> AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/Depositories, in compliance with the MCA Circular dated Circular dated 5<sup>th</sup> May, 2020 read with circulars dated 8<sup>th</sup> April, 2020, 13<sup>th</sup> April, 2020, 28<sup>th</sup> December, 2022 and 25<sup>th</sup> September, 2023 (collectively referred to as "MCA Circulars") and SEBI Circular dated 12<sup>th</sup> May, 2020, 15<sup>th</sup> January, 2021, 13<sup>th</sup> May, 2022, 5<sup>th</sup> January, 2023 and 7<sup>th</sup> October, 2023.



3. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (by remote e-voting) and e-voting during the Annual General Meeting on the resolutions proposed in the Notice of the 49<sup>th</sup> Annual General Meeting of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process both through remote e-voting and e-voting during the meeting are conducted in a fair and transparent manner and render a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman on the resolutions, based on the reports generated from the electronic voting system provided by Central Depository Services (India) Limited (CDSL).
4. The Company had arranged the services of CDSL for extending the facility of remote e-voting and venue voting to the Members of the Company from 24<sup>th</sup> September, 2024 (from 10.00 A.M.) to 26<sup>th</sup> September, 2024 (upto 5.00 P.M.). The voting rights were reckoned as on 20<sup>th</sup> September, 2024 being the Cut-off date for the purpose of deciding the entitlements of members at the remote e-voting.
5. During the 49<sup>th</sup> AGM of the Company held on 27<sup>th</sup> September, 2024, it was informed that the facility of E-voting is available during the meeting for the members who have not cast their vote previously through remote e-voting and are attending the Meeting through video conferencing.
6. The results of remote e-voting and e-voting during the AGM were unblocked by me on 27<sup>th</sup> September, 2024 in the presence of two witnesses who are not in the employment of the Company.

The consolidated results of voting are as under:

**ORDINARY BUSINESS:**

**(1) As an Ordinary Resolution-Item no. 1**

Adoption of (i) the Audited Standalone Financial Statements for the financial year ended 31<sup>st</sup> March, 2024, the Reports of the Directors and Auditors thereon and (ii) the Audited Consolidated Financial Statements for the financial year ended 31<sup>st</sup> March, 2024 and the Report of Auditors thereon.

Particulars	Consolidated Details of Valid Votes		Votes Cast in Favour		Votes Cast Against		Invalid Votes	
	Total No. of Members	Total No. of shares/ votes held	No. of Members	No. of shares/ Votes	No. of Members	No. of shares/Votes	No. of Members	No. of shares/Votes
Detail of voting	129	161464679	124	161451478	5	13201	-	-
% to total valid votes				99.99		0.01		

Resolution has requisite majority.



**(2) As an Ordinary Resolution-Item no. 2**

Appointment of a Director in place of Shri Sukhbir Singh Dahiya (DIN: 00169921), Non Executive and Non- Independent Director who retires by rotation and being eligible, offers himself for re-appointment.

Particulars	Consolidated Details of Valid Votes		Votes Cast in Favour		Votes Cast Against		Invalid Votes	
	Total No. of Members	Total No. of shares/ votes held	No. of Members	No. of shares/ Votes	No. of Members	No. of shares/Votes	No. of Members	No. of shares/Votes
Detail of voting	126	130704129	116	130688632	10	15497	-	-
% to total valid votes				99.99		0.01		

Resolution has requisite majority.

**SPECIAL BUSINESS:**

**(3) As an Ordinary Resolution-Item no. 3**

According of approval to ratify the Remuneration of M/s. Kabra & Associates, Cost Accountants as the Cost Auditors of the Company for the financial year 2024-25 at a remuneration of Rs. 80,000/- plus GST besides the reimbursement of out of pocket expenses.

Particulars	Consolidated Details of Valid Votes		Votes Cast in Favour		Votes Cast Against		Invalid Votes	
	Total No. of Members	Total No. of shares/ votes held	No. of Members	No. of shares/ Votes	No. of Members	No. of shares/Votes	No. of Members	No. of shares/Votes
Detail of voting	129	161464679	118	161450960	11	13719	-	-
% to total valid votes				99.99		0.01		

Resolution has requisite majority.

**(4) As an Ordinary Resolution-Item no. 4**

According of approval for re-classification / removal of name of M/s. Advance Chemicals from "Promoter group" to "Non-Promoter/Public Category" of Primo Chemicals Limited under Regulation 31A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Particulars	Consolidated Details of Valid Votes		Votes Cast in Favour		Votes Cast Against		Invalid Votes	
	Total No. of Members	Total No. of shares/ votes held	No. of Members	No. of shares/ Votes	No. of Members	No. of shares/Votes	No. of Members	No. of shares/Votes
Detail of voting	119	85481849	112	85468396	7	13453	-	-
% to total valid votes				99.98		0.02		

Resolution has requisite majority.



Based upon the above details of votes cast, the Chairman/ Company Secretary may declare the result.

7. I hereby confirm that the electronic data, registers and all other relevant records related to remote e-voting and e-voting during the AGM is under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman consider, approves and signs the minutes of the AGM.

Thanking you,  
Yours Sincerely,



Ajay K Arora  
Company Secretary in Practice  
CP No. 993  
FCS No. 2191  
Date: 27.09.2024  
Place: Chandigarh  
UDIN: F002191F001348965  
Peer Review Cer No.:2120/2022

### General information about company

Scrip code	506852
NSE Symbol	
MSEI Symbol	
ISIN	INE607A01022
Name of the company	Primo Chemicals Limited (Formerly known as Punjab Alkalies & Chemicals Limited)
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	27-09-2024
Start time of the meeting	12:30 PM
End time of the meeting	01:25 PM



Scrutinizer Details	
Name of the Scrutinizer	AJAY K. ARORA
Firms Name	A. ARORA & CO.
Qualification	CS
Membership Number	2191
Date of Board Meeting in which appointed	12-08-2024
Date of Issuance of Report to the company	27-09-2024



<b>Voting results</b>	
Record date	20-09-2024
Total number of shareholders on record date	53885
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	8
b) Public	40
No. of resolution passed in the meeting	4
Disclosure of notes on voting results	





Resolution(1)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			Adoption of (i) the Audited Standalone Financial Statements for the financial year ended 31st March, 2024, the Reports of the Directors and Auditors thereon and (ii) the Audited Consolidated Financial Statements for the financial year ended 31st March, 2024 and the Report of 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	75982830	75982830	100	75982830	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		75982830	75982830	100	75982830	0	100
Public-Institutions	E-Voting	4935160	4556962	92.3367	4556962	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		4935160	4556962	92.3367	4556962	0	100
Public- Non Institutions	E-Voting	161425230	80924887	50.1315	80911686	13201	99.9837	0.0163
	Poll							
	Postal Ballot (if applicable)							
	Total		161425230	80924887	50.1315	80911686	13201	99.9837
Total		242343220	161464679	66.6264	161451478	13201	99.9918	0.0082
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



**Details of Invalid Votes**

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Resolution(2)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			Yes					
Description of resolution considered			Appointment of a Director in place of Shri Sukhbir Singh Dahiya (DIN: 00169921), Non Executive and Non- Independent Director who retires by rotation and being eligible, offers himself for re-appointment.					
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	75982830	45222280	59.5164	45222280	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		75982830	45222280	59.5164	45222280	0	100
Public- Institutions	E-Voting	4935160	4556962	92.3367	4556962	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		4935160	4556962	92.3367	4556962	0	100
Public- Non Institutions	E-Voting	161425230	80924887	50.1315	80909390	15497	99.9809	0.0191
	Poll							
	Postal Ballot (if applicable)							
	Total		161425230	80924887	50.1315	80909390	15497	99.9809
Total		242343220	130704129	53.9335	130688632	15497	99.9881	0.0119
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



**Details of Invalid Votes**

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Resolution(3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				According of approval to ratify the Remuneration of M/s. Kabra & Associates, Cost Accountants as the Cost Auditors of the Company for the financial year 2024-25 at a remuneration of Rs. 80,000/- plus GST besides the reimbursement of out of pocket expenses.				
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	75982830	75982830	100	75982830	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		75982830	75982830	100	75982830	0	100
Public-Institutions	E-Voting	4935160	4556962	92.3367	4556962	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		4935160	4556962	92.3367	4556962	0	100
Public- Non Institutions	E-Voting	161425230	80924887	50.1315	80911168	13719	99.983	0.017
	Poll							
	Postal Ballot (if applicable)							
	Total		161425230	80924887	50.1315	80911168	13719	99.983
Total		242343220	161464679	66.6264	161450960	13719	99.9915	0.0085
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



**Details of Invalid Votes**

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Resolution(4)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			Yes					
Description of resolution considered			According of approval for re-classification / removal of name of M/s. Advance Chemicals from "Promoter group" to "Non-Promoter/Public Category" of Primo Chemicals Limited under Regulation 31A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.					
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	75982830	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		75982830	0	0	0	0	0
Public-Institutions	E-Voting	4935160	4556962	92.3367	4556962	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		4935160	4556962	92.3367	4556962	0	100
Public- Non Institutions	E-Voting	161425230	80924887	50.1315	80911434	13453	99.9834	0.0166
	Poll							
	Postal Ballot (if applicable)							
	Total		161425230	80924887	50.1315	80911434	13453	99.9834
Total		242343220	85481849	35.2731	85468396	13453	99.9843	0.0157
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



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

