



RP-Sanjiv Goenka  
Group  
Growing Legacies



PHILLIPS CARBON BLACK LIMITED

Date:- 26th July, 2013.

The Secretary,  
National Stock Exchange of India Ltd  
Exchange Plaza,  
Bandra Kurla Complex,  
Bandra East,  
Mumbai- 400 051.

Dear Sir,

**Sub:- Compliance of Clause 35A of the Listing Agreement relating to 52<sup>nd</sup> AGM of Phillips Carbon Black Limited.**

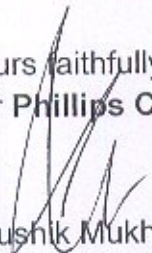
We wish to inform you that the 52<sup>nd</sup> Annual General Meeting (AGM) of the Members of the Company of Phillips Carbon Black Limited was held on Friday, 26<sup>th</sup> July, 2013 at 10.30a.m. at Vidya Mandir, 1, Moira Street, Kolkata-700017. All the items of business as mentioned in the Notice convening the said AGM have been transacted and relevant Resolutions have been passed by the Members present at the AGM by a show of hands.

In compliance with the requirements under Clause 35A of the Listing Agreement with the Stock Exchanges, we are furnishing relevant details pertaining to the aforesaid AGM in the prescribed format as an Annexure.

Please take the above intimation on records and acknowledge the receipt of the same.

Thanking You,

Yours faithfully,  
For Phillips Carbon Black Limited

  
Kaushik Mukherjee  
(Company Secretary)

Enclo : As above.



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PHILLIPS CARBON BLACK LIMITED

Details in respect of the 52<sup>nd</sup> Annual General Meeting of Phillips Carbon Black Limited at Vidya Mandir, 1, Moira Street, Kolkata -700017 pursuant to Clause 35A of the Listing Agreement with the Stock Exchanges:-

- 1) Date of the AGM : Friday, 26th July, 2013 at 10.30 a.m.
- 2) Total number of shareholders on record date : 32,555
- 3) Number of Shareholders present in the meeting either in person or through proxy –
  - a) Promoter or Promoter group : 8
  - b) Public : 582
- 4) Number of Shareholders attended the Meeting through video conferencing
  - a) Promoter or Promoter group : Nil
  - b) Public : Nil
- 5) Agenda Wise:  
Agenda No.1 : Adoption of P/L Account and B/S for FY 2012-2013

**Details of the Agenda**

To receive, consider and adopt the Profit and Loss Account for the year ended 31st March, 2013, the Balance Sheet as at that date, and the Reports of the Directors and Auditors.

Resolution Required  
Mode of Voting

: Ordinary Resolution  
: Show of hands- passed by majority.

## Agenda No.2

### : Declaration of Dividend

#### Details of the Agenda

To declare a dividend @ 5%(i.e. Re 0.50) per equity share for the year ended 31st March, 2013 which would be paid to the eligible shareholders whose names appeared on the Register of Members and/or Beneficial Owners as on the record date i.e. 18<sup>th</sup> July, 2013

Resolution Required

: Ordinary Resolution

Mode of Voting

: Show of hands- passed by majority.

## Agenda No.3

### : Re-election of Director retired by rotation

#### Details of the Agenda

To appoint a Director in place of Mr. CR Paul, who retires by rotation and being eligible, offers himself for re-appointment.

Resolution Required

: Ordinary Resolution

Mode of Voting

: Show of hands- passed by majority.

## Agenda No.4

### : Re-election of Director retired by rotation

#### Details of the Agenda

To appoint a Director in place of Mr. Paras K Chowdhary, who retires by rotation and being eligible, offers himself for re-appointment.

Resolution Required

: Ordinary Resolution

Mode of Voting

: Show of hands- passed by majority.

## Agenda No.5

### : Re-appointment of Auditors

#### Details of the Agenda

To re-appoint M/S Price Waterhouse, Chartered Accountants (Firm Regn No- 301112E) as the Auditors of the Company to hold office from the conclusion of the 52nd Annual General Meeting till the conclusion of the next Annual General Meeting of the





Resolution Required  
Mode of Voting

Company at a remuneration to be fixed by the Audit Committee of the Board of Directors of the Company.  
: Ordinary Resolution  
: Show of hands- passed by majority.

#### Agenda No.6

##### : Re-appointment of Mr. Ashok Goyal as Managing Director of the Company

#### Details of the Agenda

: To re-appoint Mr. Ashok Goyal as Managing Director of the Company for a further period effective from 23<sup>rd</sup> October, 2012 till 31<sup>st</sup> March, 2014 on the terms and conditions and remuneration as set out in the Agreement.  
: Special Resolution  
: Show of hands- passed by relevant majority.

Resolution Required  
Mode of Voting

#### Agenda No.7

##### : Appointment of Mr. Kaushik Roy as Managing Director of the Company

#### Details of the Agenda

: To appoint Mr. Kaushik Roy as Managing Director- Carbon Black Business of the Company (with such other designation or designations as the Board of Directors of the Company may determine and deem fit to give to him for a period of three years w.e.f 5th February, 2013 on the terms and condition and remuneration as set out in the Agreement.  
: Special Resolution  
: Show of hands- passed by relevant majority.

Resolution Required  
Mode of Voting



**In case of Poll/ Postal ballot/ E-Voting:-**

| <b><u>Promoter/<br/>Public</u></b>   | <b><u>No<br/>of<br/>shares<br/>held</u></b>                                                   | <b><u>No<br/>of<br/>votes<br/>polled</u></b> | <b><u>% of<br/>votes polled<br/>on<br/>outstanding<br/>shares</u></b> | <b><u>No<br/>of<br/>votes<br/>in<br/>favour</u></b> | <b><u>No<br/>of votes<br/>against</u></b> | <b><u>% of<br/>votes in<br/>favour on<br/>votes polled</u></b> | <b><u>% of<br/>votes<br/>against on<br/>votes polled</u></b> |
|--------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------|-----------------------------------------------------------------------|-----------------------------------------------------|-------------------------------------------|----------------------------------------------------------------|--------------------------------------------------------------|
|                                      | <b><u>(1)</u></b>                                                                             | <b><u>(2)</u></b>                            | <b><u>(3) =<br/>[(2)/(1)*100]</u></b>                                 | <b><u>(4)</u></b>                                   | <b><u>(5)</u></b>                         | <b><u>(6) =<br/>[(4)/(2)*100]</u></b>                          | <b><u>(7) =<br/>[(5)/(2)*100]</u></b>                        |
| Promoter<br>and<br>Promoter<br>Group |  <b>NIL</b> |                                              |                                                                       |                                                     |                                           |                                                                |                                                              |
| Public –<br>Institutional<br>Holders |                                                                                               |                                              |                                                                       |                                                     |                                           |                                                                |                                                              |
| Public -<br>Others                   |                                                                                               |                                              |                                                                       |                                                     |                                           |                                                                |                                                              |
| <b>Total</b>                         |                                                                                               |                                              |                                                                       |                                                     |                                           |                                                                |                                                              |