

PAR/CS/NSE/2020-21/29

Date: 19/09/2020

To,
The Manager
Listing department,
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block-G,
Bandra Kurla Complex, Bandra (E),
Mumbai- 400 051
Maharashtra

Subject: Outcome cum Voting Result with Scrutinizer report of Postal Ballot Notice dated 17th August, 2020 for special resolution for slump sale of Factory Unit-II situated at 5901/1, GIDC Industrial Estate, Ankleshwer, Bharuch – 392001, Gujarat, India of the Company

Ref.: Symbol- PAR (NSE Emerge), ISIN: INE04LG01015

Dear Sir/Madam,

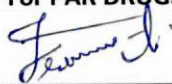
With reference to our letter dated August 17, 2020, vide letter no. PAR/CS/NSE/2020-21/27, we have informed that the Board had approved the slump sale of Factory Unit-II situated at 5901/1, GIDC Industrial Estate, Ankleshwer, Bharuch – 392001, Gujarat, India of the Company to Dhanveen Pigments Private Limited subject to necessary approvals including approval of Members of the Company by way of Postal Ballot process. For the purpose postal ballot process, the Board had appointed CS Dip G. Patel, proprietor of DG Patel & Associates, Practicing Company Secretaries as a Scrutinizer to scrutinize the votes cast by the members through remote e-voting for the given business. The board had decided cut-off date August 14th, 2020 for determining Shareholders entitled to vote by Postal Ballot through remote E-voting and the calendar of event determining various dates for postal ballot process.

In continuation of due compliance with calendar of events of postal ballot process and pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find attached the consolidated result cum outcome of postal ballot through remote e-voting and scrutinizer report issued by CS Dip G. Patel, proprietor of DG Patel & Associates, Practicing Company Secretaries.

Kindly take on the record and acknowledge the receipt.

Yours Faithfully,

For PAR DRUGS AND CHEMICALS LIMITED



(Sanket B. Trivedi)

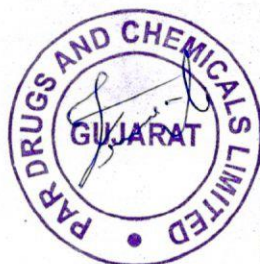
Company Secretary & Compliance Officer

Encl: As above



Voting Result of Postal Ballot Notice dated 17th August, 2020
[As per Regulation 44(3) of Listing Regulations]

Name of the company	Par Drugs And Chemicals Limited
Date of Postal Ballot Notice	17 th August, 2020
Remote E-voting period	From Wednesday, 19 th August, 2020 at 09:00 a.m. IST to Friday, 18 th September, 2020 at 05:00 p.m. IST
Total number of shareholders as on cut-off Date 14th August, 2020	380
No. of shareholders present in the meeting either in person or through proxy	N.A.
Promoters & Promoter Group	N.A.
Public	N.A.
TOTAL	N.A.
No. of Shareholders attended the meeting through Video Conferencing / Other Audio Visual Means	
Promoters & Promoter Group	N.A.
Public	N.A.
TOTAL	N.A.



AGENDA WISE DISCLOSURE:

AGENDA: 1

Resolution required (Ordinary / Special)					<u>Special Resolution:</u>			
					TO SELL, TRANSFER AND DISPOSAL OF FACTORY UNIT-II OF THE COMPANY SITUATED ATANKLESHWAR, GUJARAT, INDIA.			
Whether promoters / promoter group are interested in the agenda / resolution?					NO			
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes– against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	E-Voting	4498318	4498318	100.00	4498318	0.00	100.00	0.00
	Poll	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	Postal Ballot	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	Total	4498318	4498318	100.00	4498318	0.00	100.00	0.00
Public Institutions	E-Voting	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	Poll	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	Postal Ballot	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	Total	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Public Non Institutions	E-Voting	1654000	22000	1.33	22000	0	100.00	0.00
	Poll	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	Postal Ballot	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	Total	1654000	22000	1.33	22000	0	100.00	0.00
Grand Total		6152318	4520318	73.47	4520318	0.00	100	0.00





Date: 19th September, 2020

To,
Mr. Falgun Vallabhbhai Savani
The Chairman,
Par Drugs And Chemicals Limited
805, Dwarkesh Complex R.C. Dutt Road, Alkapuri
Vadodara-390007, Gujarat, India.

**Sub: Scrutinizer's Report on passing of Special Resolution through Postal Ballot
(remote e-voting)**

Dear Sir,

I, **Dip G. Patel**, of DG Patel & Associates, Practicing Company Secretaries, had been appointed as a Scrutinizer by the Board of Directors of **PAR DRUGS AND CHEMICALS LIMITED** [the Company] on 5th August, 2020 pursuant to the applicable provisions of the Companies Act, 2013 ("the Act") and Rules made thereunder, as amended, for conducting the process of postal ballot in a fair and transparent manner for passing following **Special Resolution** through Postal Ballot only through remote e-voting process:

- 1) SELL, TRANSFER AND DISPOSAL OF FACTORY UNIT-II OF THE COMPANY SITUATED AT ANKLESHWAR, GUJARAT, INDIA.

Accordingly, I had undertaken the assignment of scrutinizing the entire records and now, I hereby submit my report:

1. The Company is in compliance with the provisions of Section 110 of the Companies Act, 2013 (hereinafter referred to as the 'Act') read with Rules 20 and 22 of the Companies (Management & Administration) Rules, 2014 (hereinafter referred to as the 'Rules') and MCA Circulars dated May 5, 2020 read with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as "MCA Circulars") and SEBI Circular dated May 12, 2020 in relation to 'Clarification on passing of ordinary/special resolutions under the Companies Act and rules made thereunder on account of the threat posed by COVID-19.

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2. On account of the threat posed by COVID-19 pandemic situation and as permitted by MCA Circulars, the Company served the requisite notice pursuant to Section 110 of the Act along with draft of the Resolution and Explanatory Statement as required under Section 102 of the Act read with the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 ("Delisting Regulations") in electronic form only to the members of the Company, whose names appeared in the Register of Members / records of Depositories viz. CDSL/NSDL as on Friday, August 14, 2020 and hard copy of Postal Ballot Notice along with Postal Ballot Forms and pre-paid business envelope were not sent to the Members as per the exemptions provided in the MCA circulars mentioned above. Hence, the communication of the assent or dissent of the Members had to take place through the E-voting system only.
3. Accordingly, in compliance with Section 108 of the Companies Act, 2013 read with Rules made thereunder and MCA Circulars and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements), 2015 ("Listing Regulations"), the Company extended only remote e-voting facility to its members to enable them to cast their votes electronically instead of postal ballot form.
4. The Company has appointed and availed the services of the Company's Registrar & Transfer Agent (RTA), M/s Link Intime India Private Limited (LIPL), to facilitate e-voting by the members through their remote e-voting system. The instructions for remote e-voting were part of the Postal Ballot Notice communicated to the members.
5. In order to facilitate those members who had not registered their e-mail address, a proper procedure was laid down for the shareholders to get their email registered with the RTA so that they could also participate in the remote e-voting facility. The Company had made a special arrangement with LIPL for registration of temporary e-mail address in terms of MCA Circulars.
6. As stated in Sub-Rule 4 of Rule 20 as well as rule 22 of the Companies (Management and Administration) Rules, 2014, and as provided in the MCA Circular mentioned above, a public notice by way of an advertisement was published in two newspapers i.e. in The Economic Times edition in English language and in Navgujarat Samany edition in Gujarati language, on August 18, 2020, informing about the sending of the postal ballot Notice by e-mail. Suitable mention was also made therein for those members, who have not provided their email id, to contact the RTA for voting through electronic means.
7. The Postal Ballot Notice along with the Explanatory Statement were uploaded on the website of the Company i.e. www.pardrugs.com and LIPL i.e. <https://instavote.linkintime.co.in> and the website of National Stock Exchange of India



Limited www.nseindia.com. The results of the Postal Ballot will also be made available on these websites.

8. The voting results along with the Scrutinizer's report will also be hosted on websites of the Company i.e. www.pardrugs.com, LIPL i.e. <https://instavote.linkintime.co.in> National Stock Exchange of India i.e. www.nseindia.com.
9. I hereby report as under:

Sr. No.	Particulars	Particulars
1.	Total number of shareholders as on the cut off date of August 14, 2020.	380
2.	Number of members to whom Notice was sent through email on August 17, 2020	287
3.	Remote E-voting period:	From Wednesday, 19 th August, 2020 at 09:00 a.m. IST to Friday, 18 th September, 2020 at 05:00 p.m. IST
4.	Number of members voted	9
5.	Invalid Votes / Abstain	0
6.	Total number of valid voters	9

10. All votes casted through remote e-voting facility up to 05:00 p.m. IST on Friday, 18th September, 2020, the last date and time fixed by the Company for remote e-voting were considered for my scrutiny.
11. In view of the above scrutiny, I hereby certify that the Special Resolution as contained in the notice of Postal Ballot has been passed with requisite majority on September 18, 2020.
12. I hereby submit my Report on the result of the remote e-voting in respect of the Special Resolution as contained in the notice of Postal Ballot.

The result of Postal Ballot through remote e-voting is as under in respect of resolution:



Result of postal Ballot

Resolution No. 1: Special Resolution


**SELL, TRANSFER AND DISPOSAL OF FACTORY UNIT-II OF THE COMPANY
SITUATED AT ANKLESHWAR, GUJARAT, INDIA.**

Particulars	Number of Members Voted through			Number of valid Votes contained in			Percent age
	Postal Ballot Forms	Remote e-voting	Total	Postal Ballot Forms	Remote e-voting	Total	Total
Assent	N.A.	9	9	N.A.	4520318	4520318	100.00
Dissent	N.A.	0	0	N.A.	0	0	0.00
Total	N.A.	9	9	N.A.	4520318	4520318	100.00

13. Based on the aforesaid result, I report that the Special Resolution as set out in Item No. 1 the Notice of the Postal Ballot dated 17^h August, 2020 has been passed with requisite majority.

Thanking you,
Yours faithfully,

FOR DG PATEL & ASSOCIATES
Company Secretaries


Dip G. Patel
(Proprietor)

M. No: FCS 10533; COP No.13774

UDIN: F010533B000735356



Dated: 19th September, 2020

Place: Bhavnagar