

Punjab Alkalies & Chemicals Limited

NOTICE

Notice is hereby given that the **39th Annual General Meeting** of the Members of **Punjab Alkalies & Chemicals Limited** will be held in **Tagore Theatre, Sector 18, Chandigarh** on **Monday, the 29th September, 2014** at **10.30 hours** to transact the following business:-

As Ordinary Business

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2014 and the Profit and Loss Statement for the year ended on that date and the Reports of the Directors and Auditors thereon.
2. To appoint Auditors and to fix their remuneration and in this connection, to consider and, if thought fit, to pass with or without modifications, the following resolution as a Special Resolution:
"RESOLVED that M/s. S. Tandon & Associates, Chartered Accountants, Chandigarh (Firm Registration No. 006388N) and M/s. A.K. Sood & Associates, Chartered Accountants, Chandigarh (Firm Registration No. 000072N), be and are hereby re-appointed Auditors of the Company to hold office from the conclusion of the 39th Annual General Meeting until the conclusion of the 42nd Annual General Meeting to be held in the year 2017 (subject to ratification of the appointment by the Members at every Annual General Meeting held after this Annual General Meeting) and that their remuneration be fixed by the Board of Directors of the Company."

As Special Business

3. To consider and, if thought fit, to pass with or without modifications, the following resolution as an Ordinary Resolution:
"RESOLVED that Shri S. Sengupta (DIN: 02265352), who was appointed an Additional Director of the Company by the Board of Directors and who ceases to hold office under Section 161(1) of the Companies Act, 2013 on the date of this Annual General Meeting and in respect of whom the Company has received notice in writing from a member pursuant to Section 160 of the Companies Act, 2013, proposing his candidature for the office of Director, be and is hereby appointed a Director of the Company, whose period of office shall be liable to determination by retirement of Directors by rotation."
4. To consider and, if thought fit, to pass with or without modifications, the following resolution as an Ordinary Resolution:
"RESOLVED that pursuant to the provisions of Sections 149 and 152 and Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and the applicable provisions of the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), Dr. A.K. Kundra, IAS (Retd.) (DIN: 00154024), Director of the Company, who was appointed as a Director liable to retire by rotation and whose term expires on the date of this Annual General Meeting and in respect of whom the Company has received notice in writing from a member pursuant to Section 160 of the Companies Act, 2013, proposing his candidature for the office of Director, be and is hereby appointed an Independent Director of the Company, whose term shall not be subject to retirement by rotation, to hold office for a term of five consecutive years from the date of this Annual General Meeting upto the conclusion of the 44th Annual General Meeting of the Company to be held in the year 2019."
5. To consider and, if thought fit, to pass with or without modifications, the following resolution as an Ordinary Resolution:
"RESOLVED that pursuant to the provisions of Sections 149 and 152 and Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and the applicable provisions of the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), Shri J.S. Mann (DIN: 00399381), Director of the Company, who was appointed as a Director liable to retire by rotation and whose term expires on the date of this Annual General Meeting and in respect of whom the Company has received notice in writing from a member pursuant to Section 160 of the Companies Act, 2013, proposing his candidature for the office of Director, be and is hereby appointed an Independent Director of the Company, whose term shall not be subject to retirement by rotation, to hold office for a term of five consecutive years from the date of this Annual General Meeting upto the conclusion of the 44th Annual General Meeting of the Company to be held in the year 2019."
6. To consider and, if thought fit, to pass with or without modifications, the following resolution as an Ordinary Resolution:
"RESOLVED that pursuant to the provisions of Sections 149 and 152 and Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and the applicable provisions of the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), Shri J.S. Saraon (DIN: 00308628), Director of the Company, who was appointed as a Director liable to retire by rotation and in respect of whom the Company has received notice in writing from a member pursuant to Section 160 of the Companies Act, 2013, proposing his candidature for the office of Director, be and is hereby appointed an Independent Director of the Company, whose term shall not be subject to retirement by rotation, to hold office for a term of five consecutive years from the date of this Annual General Meeting upto the conclusion of the 44th Annual General Meeting of the Company to be held in the year 2019."
7. To consider and, if thought fit, to pass with or without modifications, the following resolution as an Ordinary Resolution:
"RESOLVED that pursuant to the provisions of Sections 149 and 152 and Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and the applicable provisions of the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), Shri D.C. Mehandru (DIN: 00308524), Director of the Company, who was appointed as a Director liable to retire by rotation and



in respect of whom the Company has received notice in writing from a member pursuant to Section 160 of the Companies Act, 2013, proposing his candidature for the office of Director, be and is hereby appointed an Independent Director of the Company, whose term shall not be subject to retirement by rotation, to hold office for a term of five consecutive years from the date of this Annual General Meeting upto the conclusion of the 44th Annual General Meeting of the Company to be held in the year 2019."

8. To consider and, if thought fit, to pass with or without modifications, the following resolution as an Ordinary Resolution:
"RESOLVED that Shri D.P. Reddy, IAS (DIN: 01939650), Director of the Company, in respect of whom the Company has received notice in writing from a member pursuant to Section 160 of the Companies Act, 2013, proposing his candidature for the office of Director, be and is hereby appointed a Director of the Company, whose period of office shall be liable to determination by retirement of Directors by rotation."
9. To consider and, if thought fit, to pass with or without modifications, the following resolution as an Ordinary Resolution:
"RESOLVED that Shri S.S. Bains, IAS (DIN: 02932862), Director of the Company, in respect of whom the Company has received notice in writing from a member pursuant to Section 160 of the Companies Act, 2013, proposing his candidature for the office of Director, be and is hereby appointed Director of the Company, whose period of office shall be liable to determination by retirement of Directors by rotation."
10. To consider and, if thought fit, to pass with or without modifications, the following resolution as an Ordinary Resolution:
"RESOLVED that Shri Yogesh Goel (DIN: 00015387), Director of the Company, in respect of whom the Company has received notice in writing from a member pursuant to Section 160 of the Companies Act, 2013, proposing his candidature for the office of Director, be and is hereby appointed Director of the Company, whose period of office shall be liable to determination by retirement of Directors by rotation."
11. To consider and, if thought fit, to pass with or without modifications, the following resolution as an Ordinary Resolution:
"RESOLVED that pursuant to the provisions of Sections 203, 196 and 197 and Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and the applicable provisions of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), approval be and is hereby accorded to the appointment of Shri D. K. Tiwari, IAS (DIN: 02363047), as Managing Director of the Company for the period from 9th April, 2014 to 19th May, 2014 for acting as the Managing Director of the Company during the absence of Shri S.S. Bains, IAS, Managing Director of the Company from Headquarters on account of his Election Duty for Lok Sabha Elections-2014, at the remuneration to be decided later within the limits specified in Schedule V of the Companies Act, 2013 or any statutory modification(s) or re-enactment thereof for the time being in force.
RESOLVED FURTHER that the Board of Directors of the Company be and is hereby authorised to do all acts, deeds and things as may be necessary to give effect to this resolution."
12. To consider and, if thought fit, to pass with or without modifications, the following resolution as an Ordinary Resolution:
"RESOLVED that pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 and the applicable provisions of the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), approval be and is hereby accorded to the appointment of M/s. J.K. Kabra & Co., Cost Accountants as the Cost Auditors of the Company, for conducting an audit of the Cost Accounting Records of the Company in respect of Organic and Inorganic Chemicals for the financial year 2014-15 at a remuneration of Rs.22,500/- (Rupees Twenty Two Thousand and Five Hundred only) besides the reimbursement of out of pocket expenses.
RESOLVED FURTHER that the Board of Directors of the Company be and is hereby authorised to do all acts, deeds and things as may be necessary to give effect to this resolution."
13. To consider and, if thought fit, to pass with or without modifications, the following resolution as a Special Resolution:
"RESOLVED that in modification of Resolution No. 12 passed at the Annual General Meeting of the Company held on 27th September, 1991, the consent of the Company be and is hereby accorded to the Board of Directors under Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 and the applicable provisions of the applicable Rules thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force), to borrow any sum or sums of money(ies) from time to time notwithstanding that the money or moneys to be borrowed together with the moneys already borrowed by the Company (apart from temporary loans obtained from the Company's Bankers in the ordinary course of business) may exceed the aggregate of the paid up share capital of the Company and its free reserves, that is to say, reserves not set apart for any specific purposes, provided however, the total amount so borrowed shall not exceed Rs.250 Crores (Rupees Two Hundred and Fifty Crores only).
RESOLVED FURTHER that the Board of Directors of the Company be and is hereby authorised to do all acts, deeds and things as may be necessary to give effect to this resolution."

Registered Office:
S.C.O. 125-127,
Sector 17-B,
Chandigarh-160 017
CIN: L24119CH1975PLC003607
Dated : August 12, 2014

By Order of the Board of Directors
Sd/-
(PRADEEP NAUHARIA)
Company Secretary &
Sr. Gen. Manager (Co. Affairs)

Punjab Alkalies & Chemicals Limited

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING PROXY (BLANK FORM ENCLOSED) DULY STAMPED, COMPLETED AND SIGNED SHOULD, HOWEVER BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.
A person can act as a proxy on behalf of Members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A Member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other Member.
2. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of business at item Nos. 3 to 13 is annexed. The relevant details of the Directors proposed to be appointed/ re-appointed at the Annual General Meeting, pursuant to Clause 49 of the Listing Agreement, are also annexed.
3. The Register of Members and the Share Transfer Books of the Company will remain closed from 16th September, 2014 to 29th September, 2014 (both days inclusive).
4. Members who have not yet paid the Allotment Money on their new equity shares are requested to remit the same together with interest thereon.
5. The unclaimed Dividends for the years 1989-90, 1990-91, 1991-92, 1992-93, 1993-94 and 1994-95 have been transferred to the General Revenue Account of the Central Government in terms of Section 205A of the Companies Act, 1956. Members who have not claimed their Dividends for the said years are requested to claim the same from the Registrar of Companies, Punjab, H.P. & Chandigarh, Corporate Bhawan, Plot No. 4-B, Sector 27-B, Madhya Marg, Chandigarh 160 019. The unclaimed Dividends for the years 1995-96 and 1996-97 have been transferred to the Investor Education and Protection Fund established by the Central Government in terms of Section 205A read with Section 205C of the Companies Act, 1956.
6. Members are requested to notify immediately changes, if any, in their registered address to the Company or its Registrars & Share Transfer Agents, M/s. Beetal Financial & Computer Services Private Limited, specifying full address in Block Capitals with PIN Code of the Post Office.
7. (a) Members who have not registered their e-mail address and changes, if any, in the same, with the Company for the purpose of receiving notices, documents, Annual Reports and other shareholders' communications, etc., electronically, by e-mail, are requested to register their latest e-mail address, with (i) the Company or its Registrars & Share Transfer Agents in case of shares held in Physical Mode and (ii) the Company or its Registrars & Share Transfer Agents and/or their Depository through their Depository Participant in case of shares held in Dematerialised Mode; and send the 'Form for Registering E-mail Address' available on the Company's Website www.punjabalkalies.com, duly completed and signed, to the Company or its Registrars & Share Transfer Agents.
(b) The said documents will also be available on the Company's Website www.punjabalkalies.com and physical copies of the same will also be available for inspection at the Registered Office of the Company during business hours on any working day. Members who register their e-mail address, will be entitled to get a physical copy of the said documents upon receipt of a request.
8. Members are requested to submit their Income Tax Permanent Account Number (PAN) details alongwith a self certified copy of their PAN Card to (a) the Company or its Registrars & Share Transfer Agents in case of shares held in Physical Mode and (b) their Depository through their Depository Participant in case of shares held in Dematerialised Mode; in view of the Securities and Exchange Board of India's mandate.
9. Members are requested to bring with them the attendance slip sent with the Annual Report duly completed and signed and hand it over at the entrance.
10. Members who hold shares in dematerialised form are requested to bring their Client ID and DP ID numbers for easy identification of attendance at the meeting.
11. Members are requested to bring their copy of the Annual Report alongwith them to the Annual General Meeting.
12. The E-Voting and Ballot facilities are being provided to the Members in respect of the business to be transacted in the Annual General Meeting of the Company. The detailed process and instructions for E-voting are enclosed and the same form an integral part of this Notice.

EXPLANATORY STATEMENT

(Pursuant to Section 102 of the Companies Act, 2013)

ITEM NO. 3

The IFCL Limited (IFCL) had nominated Shri S. Sengupta as its nominee on the Board of Directors of the Company and had advised the Company to co-opt him on the Board of Directors. Accordingly, Shri S. Sengupta was appointed an Additional Director of the Company on 12th February, 2014 by the Board of Directors. Under the provisions of Section 161(1) of the Companies Act, 2013 he holds office till the date of the ensuing Annual General Meeting. He is however eligible for reappointment. The Company has received notice in writing from a member pursuant to Section 160 of the Companies Act, 2013, signifying his intention to propose at the ensuing Annual General Meeting, his appointment as a Director.

Shri S. Sengupta has given a declaration that he is not disqualified from being appointed as a Director under Section 164 of

(iii)



the Companies Act, 2013 and has given his consent to act as a Director.

Shri S. Sengupta has done M. Com., ICWA (I). He is working as Assistant General Manager in IFCI Limited. He has about 25 years of rich experience. The Directors consider it desirable that the Company should continue to avail itself of his services.

The Directors recommended the Resolution for the approval of the members.

None of the Directors, Key Managerial Personnel and their relatives, is in any way, concerned or interested in the Resolution excepting Shri S. Sengupta.

ITEM NOS. 4 to 7

Dr. A.K. Kundra, IAS (Retd.) and Shri J.S. Mann retire by rotation at the ensuing Annual General Meeting under the earlier applicable provisions of the Companies Act, 1956. Shri J.S. Saraon and Shri D.C. Mehandru are Directors, whose period of office was liable to determination by retirement of Directors by rotation under the earlier applicable provisions of the Companies Act, 1956. The aforesaid 4 (Four) Directors have held the said positions for more than 5 (Five) years.

Dr. A.K. Kundra, IAS (Retd.), Shri J.S. Mann, Shri J.S. Saraon and Shri D.C. Mehandru, being eligible and offering themselves for appointment, are proposed to be appointed as Independent Directors under Sections 149 and 152 and Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and the applicable provisions of the Companies (Appointment and Qualification of Directors) Rules, 2014 to hold office for a term of five consecutive years from the date of this Annual General Meeting upto the conclusion of the 44th Annual General Meeting of the Company to be held in the year 2019.

Dr. A.K. Kundra, IAS (Retd.), Shri J.S. Mann, Shri J.S. Saraon and Shri D.C. Mehandru have given their respective declarations that they are not disqualified from being appointed as Directors under Section 164 of the Companies Act, 2013 and they meet with the criteria of independence as prescribed both under Section 149(6) of the Companies Act, 2013 and under Clause 49 of the Listing Agreement with the Bombay Stock Exchange Limited. They have also given their respective consents to act as Directors.

The Company has received notices in writing from Members pursuant to Section 160 of the Companies Act, 2013, signifying their intention to propose at the ensuing Annual General Meeting the appointment of Dr. A.K. Kundra, IAS (Retd.), Shri J.S. Mann, Shri J.S. Saraon and Shri D.C. Mehandru as Directors.

The brief Profile of the said Directors is given in the Annexure to this Notice. In the opinion of the Board, Dr. A.K. Kundra, IAS (Retd.), Shri J.S. Mann, Shri J.S. Saraon and Shri D.C. Mehandru fulfill the conditions specified in the Companies Act, 2013 and the Rules thereunder for appointment as Independent Directors and the said Directors are Independent of the management.

The Directors recommended the Resolutions for the approval of the members.

None of the Directors, Key Managerial Personnel and their relatives, is in any way, concerned or interested in the Resolutions set out at Item Nos. 4, 5, 6 and 7 of the Notice excepting Dr. A.K. Kundra, IAS (Retd.), Shri J.S. Mann, Shri J.S. Saraon and Shri D.C. Mehandru, respectively.

Copies of the draft letters of appointments of Dr. A.K. Kundra, IAS (Retd.), Shri J.S. Mann, Shri J.S. Saraon and Shri D.C. Mehandru, as Independent Directors setting out the terms and conditions, are available for inspection by members at the Registered Office of the Company during business hours on any working day.

ITEM NOS. 8 to 10

Shri D.P. Reddy, IAS, Chairman, Shri S.S. Bains, IAS, Managing Director, Shri Yogesh Goel, Director are the Nominee Directors nominated by the Punjab State Industrial Development Corporation Limited (PSIDC) on the Board of Directors of the Company under the provisions of Article 129 (a) of the Articles of Association of the Company. Their period of office was not liable to determination by retirement of Directors by rotation.

The Board of Directors of the Company in its meeting held on 12th August, 2014 had, in order to comply with the provisions of Section 152 of the Companies Act, 2013, decided that the period of office of Shri D.P. Reddy, IAS, Chairman, Shri S.S. Bains, IAS, Managing Director and Shri Yogesh Goel, Director as Directors shall be liable to determination by retirement of Directors by rotation.

Shri D.P. Reddy, IAS, Chairman, Shri S.S. Bains, IAS, Managing Director and Shri Yogesh Goel, Director have given declarations that they are not disqualified from being appointed as Directors under Section 164 of the Companies Act, 2013 and have given their respective consents to act as Directors.

The Company has received notices in writing from Members pursuant to Section 160 of the Companies Act, 2013 signifying their intention to propose at the ensuing Annual General Meeting the appointment of Shri D.P. Reddy, IAS, Chairman, Shri S.S. Bains, IAS, Managing Director and Shri Yogesh Goel, Director as Directors.

The brief Profile of the said Directors is given in the Annexure to this Notice.

The Directors recommended the Resolutions for the approval of the members.

None of the Directors, Key Managerial Personnel and their relatives, is in any way, concerned or interested in the Resolutions set out at Item Nos. 8 and 10 of the Notice excepting Shri D.P. Reddy, IAS and Shri Yogesh Goel, respectively.

None of the Directors, Key Managerial Personnel and their relatives, is in any way, concerned or interested in the Resolutions set out at Item No. 9 of the Notice excepting Shri S.S. Bains, IAS to the extent of remuneration payable to him.

This Explanatory Statement together with the Resolution set out at Item No. 9 of the accompanying Notice is and should also be treated as an abstract of the terms and memorandum of interest under Section 190 and other applicable provisions of the Companies Act, 2013.

Punjab Alkalies & Chemicals Limited

ITEM NO. 11

The Punjab State Industrial Development Corporation Limited (PSIDC) had requested the Company to appoint Shri D.K. Tiwari, IAS as an Additional Director on the Board of Directors of the Company and also take necessary steps to appoint him as Managing Director of the Company for the period of absence of Shri S.S. Bains, IAS, Managing Director, PACL from Headquarters on account of his Election Duty for Lok Sabha Elections-2014. Accordingly, the Board of Directors of the Company, in its meeting held on 9th April, 2014 had appointed Shri D.K. Tiwari, IAS as an Additional Director on the Board of Directors of the Company. The Board of Directors of the Company, in its said meeting had also, pursuant to the provisions of Sections 203, 196 and 197 and Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and the applicable provisions, if any, of the applicable Rules thereunder and subject to the approval of the Shareholders appointed Shri D.K. Tiwari, IAS as Managing Director of the Company for the period from 9th April, 2014 to 19th May, 2014 for acting as the Managing Director of the Company during the absence of Shri S.S. Bains, IAS, Managing Director of the Company from Headquarters on account of his Election Duty for Lok Sabha Elections-2014 at the remuneration to be decided later within the limits specified in Schedule V of the Companies Act, 2013.

Shri D.K. Tiwari, IAS has done B.E. (Civil Engineering), M. A. (Economics). He belongs to the Indian Administrative Service. He has about 20 years of rich and varied administrative experience to his credit.

Shri D.K. Tiwari has resigned as a Director of the Company with effect from 19th May, 2014. Shri D.K. Tiwari, IAS also ceased to be the Managing Director of the Company with effect from 19th May, 2014.

The approval of the members is sought for appointment of Shri D.K. Tiwari, IAS as Managing Director of the Company for the period from 9th April, 2014 to 19th May, 2014 for acting as the Managing Director of the Company during the absence of Shri S.S. Bains, IAS, Managing Director of the Company from Headquarters on account of his Election Duty for Lok Sabha Elections-2014.

Copies of the relevant documents are available for inspection by the members at the Registered Office of the Company during business hours on any working day and will also be available at the meeting.

The Directors recommend the Resolution for the approval of the members.

None of the Directors, Key Managerial Personnel and their relatives, is in any way, concerned or interested in the Resolution.

This Explanatory Statement together with the Resolution set out at Item No. 11 of the accompanying Notice is and should also be treated as an abstract of the terms and memorandum of interest under Section 190 and other applicable provisions of the Companies Act, 2013.

ITEM NO. 12

The Board of Directors of the Company, on the recommendation of the Audit Committee, has, subject to the approval of the Shareholders, appointed M/s. J.K. Kabra & Co., Cost Accountants as Cost Auditors of the Company for conducting an audit of the Cost Accounting Records of the Company in respect of Organic and Inorganic Chemicals for the financial year 2014-15 at a remuneration of Rs.22,500/- (Rupees Twenty Two Thousand and Five Hundred only) besides the reimbursement of out of pocket expenses.

The approval of the members is sought for the said appointment and remuneration of M/s. J.K. Kabra & Co., Cost Accountants as Cost Auditors of the Company for conducting an audit of the Cost Accounting Records of the Company in respect of Organic and Inorganic Chemicals for the financial year 2014-15, pursuant to Section 148 and other applicable provisions of the Companies Act, 2013 and the applicable provisions of the Companies (Audit and Auditors) Rules, 2014.

The Directors recommend the Resolution for the approval of the members.

Copies of the relevant documents are available for inspection by the members at the Registered Office of the Company during business hours on any working day and will also be available at the meeting.

None of the Directors, Key Managerial Personnel and their relatives, is in any way, concerned or interested in the Resolution.

ITEM NO. 13

The Members of the Company in the Annual General Meeting held on 27th September, 1991 had accorded consent to the Board of Directors under Section 293(1) (d) of the Companies Act, 1956, for borrowing to the extent of Rs.250 Crores.

The approval of the members is sought by way of a Special Resolution for the said borrowing powers of the Board of Directors, pursuant to Section 180 (1) (c) of the Companies Act, 2013 and Clarification issued by Ministry of Corporate Affairs, Government of India.

The Directors recommend the Resolution for the approval of the members.

Copies of the relevant documents are available for inspection by the members at the Registered Office of the Company during business hours on any working day and will also be available at the meeting.

None of the Directors, Key Managerial Personnel and their relatives, is in any way, concerned or interested in the Resolution.

Registered Office:
S.C.O.125-127,
Sector 17-B,
Chandigarh-160 017
CIN: L24119CH1975PLC003607
Dated : August 12, 2014

By Order of the Board of Directors
Sd/-
(PRADEEP NAUHARIA)
Company Secretary &
Sr. Gen. Manager (Co. Affairs)

ANNEXURE TO NOTICE

Details of the Directors proposed to be appointed/re-appointed at the 39th Annual General Meeting on 29th September, 2014 (Pursuant to Clause 49 of the Listing Agreement)

Name of the Director	Shri S. Sengupta	Dr. A.K. Kundra, IAS (Retd.)	Shri J.S. Mann	Shri J.S. Sraon	Shri D.C. Mehndru
Date of Birth	8 th April, 1968	15 th April, 1943	1 st December, 1950	11 th January, 1927	10 th October, 1936
Date of Appointment	12 th February, 2014	13 th December, 2004	12 th August, 2010	30 th November, 1987	26 th June, 2002
Qualifications	M.Com., ICWA (I)	M.A. (Economics), Ph.D.	M.Sc. (Hons.) - Chemistry	M.Com. LL.B., PG.D.Pub. Adm. Dip. Industrial Management	B.A. (Hons.) - Economics, M.A., CAIB, AMIA
Expertise in specific functional areas	Finance and General Management	General Management and Administration	Finance and Project Management	Human Resources and General Management Consultancy	Finance and General Management
Directorships of other Companies as on 12 th August, 2014	Director Sata Synthetics Limited Venus Remedies Limited	Director Geot Credits Private Limited Vardhman Textiles Limited Nimbua Greenfield (Punjab) Limited Punjab Alkalies & Chemicals Limited	Director MSD Industrial Enterprises Limited	.	Director Kuntum Papers Limited
Chairmanships/Memberships of the Committees of the Board of Companies as on 12 th August, 2014	.	Nomination and Remuneration - Chairman Committee PACI Managers and Officers Remuneration Revision Committee Management Review Committee PACI Corporate Planning Committee Geot Credits Private Limited Audit Committee Vardhman Textiles Limited Stakeholders Relationship Committee Corporate Social Responsibility - Chairman Committee Nomination and Remuneration - Member Committee 600	Punjab Alkalies & Chemicals Limited Audit Committee - Member PACI Managers and Officers Remuneration Revision Committee Capitve Power Generation - Member Project Committee Nil	Punjab Alkalies & Chemicals Limited Audit Committee - Chairman Stakeholders Relationship - Member Committee Capitve Power Generation - Member Project Committee Building Committee Share Transfer Committee - Member Nil	Punjab Alkalies & Chemicals Limited Stakeholders Relationship - Chairman Committee Share Transfer Committee - Member Audit Committee - Member Management Review - Member Committee Nomination and Remuneration Committee PACI Managers and Officers Remuneration Revision Committee Kuntum Papers Limited Audit Committee - Chairman Management Remuneration Committee Nil
Number of Equity Shares of the Company held	Nil	600	Nil	Nil	Nil

Punjab Alkalies & Chemicals Limited

Details of the Directors proposed to be appointed/re-appointed at the 39th Annual General Meeting on 29th September, 2014 (Contd.) (Pursuant to Clause 49 of the Listing Agreement)

Name of the Director	Shri D.P. Reddy, IAS, Chairman	Shri S.S. Bains, IAS, Managing Director	Shri Yogesh Goel	Shri D. K. Tiwari, IAS, Managing Director
Date of Birth	10 th December, 1958	14 th February, 1957	9 th May, 1955	30 th December, 1988
Date of Appointment	22 nd July, 2014	As Director: 5 th August, 2013 As Managing Director: 7 th August, 2013	16 th August, 2010	As Director: 9 th April, 2014 As Managing Director: 9 th April, 2014
Qualifications	Graduation (Botany), Post Graduation (Geography)	M. Sc., M. Phil., Chemistry	B.E. (Chemicals)	B.E. (Civil Engineering), M. A. (Economics)
Expertise in specific functional areas	Indian Administrative Service Officer- General Management and Administration	Indian Administrative Service Officer- General Management and Administration	General Management and Administration	Indian Administrative Service Officer- General Management and Administration
Directorships of other Companies as on 12 th August, 2014	Chairman & Director Punjab Communications Limited Director Punjab State Industrial Development Corporation Limited Punjab Tourism Development Corporation Limited Punjab State Civil Supplies Corporation Limited Punjab State Small Industries & Export Corporation Limited Punjab Information & Communication Technology Corporation Limited	Director Punjab State Industrial Development Corporation Limited North India Technical Consultancy Organisation Limited	Chairman & Director Natar Industrial Infrastructure Corporation Limited Gobus Industries & Services Limited Additional Managing Director Punjab Infrastructure Development Board Punjab State Industrial Development Corporation Limited	-
Chairmanships/Memberships of the Committees of the Board of Companies as on 12 th August, 2014	Punjab Alkalies & Chemicals Limited Management Review Committee - Chairman PACL Corporate Office Building Committee	Punjab Alkalies & Chemicals Limited State Transfer Committee - Chairman Caplue Power Generation Project Committee - Chairman Corporate Planning Committee - Chairman PACL Corporate Office Building Committee - Member Stakeholders Relationship Committee - Member Management Review Committee - Member	Punjab Alkalies & Chemicals Limited State Transfer Committee - Chairman Caplue Power Generation Project Committee - Chairman PACL Corporate Planning Committee - Member Management Review Committee - Member Health Caps India Limited Audit Committee - Member IDL Chemicals & Pharmaceuticals Limited Audit & Risk Management Committee - Member Gobus Industries & Services Limited Remuneration Committee - Member Krisna Engineering Works Limited Audit Committee - Member Nil	-
Number of Equity Shares of the Company held	Nil	Nil	Nil	Nil

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(CIN: L24119CH1975PLC003607)
Registered Office: SCO 125-127, Sector 17-B, Chandigarh - 160017

PROXY FORM

(Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014)

Name of the Member(s) :	
Registered Address :	
E-mail Id :	
Folio No./ DP ID/ Client ID :	

I/We, being the member(s) holding _____ shares of the above named company, hereby appoint:

1. Name: _____ Address: _____
E-mail Id : _____ Signature: _____, or failing him/ her
2. Name: _____ Address: _____
E-mail Id : _____ Signature: _____, or failing him/ her
3. Name: _____ Address: _____
E-mail Id : _____ Signature: _____

as my/our proxy to attend and vote (on a poll or otherwise) for me/us and on my/our behalf at the 39th Annual General Meeting of the company, to be held on Monday, the 29th day of September, 2014 at 10.30 Hours in Tagore Theatre, Sector 18, Chandigarh and at any adjournment thereof in respect of the Resolutions indicated in the Notice dated 12th August, 2014 convening the said Annual General Meeting.

Signed this _____ day of _____, 2014.

Signature of Member(s)

Signature of Proxy holder(s)

Affix
Revenue
Stamp
15 Paise

Notes: 1. The Proxy need NOT be a Member.
2. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.



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