

NOTICE



CHEMCON SPECIALITY CHEMICALS LIMITED

CIN: L24231GJ1988PLC011652

Registered office: Block No. 355, Manjusar-Kunpad Road, Village: Manjusar, Taluka: Savli, Dist.: Vadodara – 391 775, Gujarat
Tel. +91 265 2981195 / 2983754 | Email: investor.relations@cscpl.com | Website: www.cscpl.com

Notice of 34th Annual General Meeting

NOTICE is hereby given that the Thirty-fourth Annual General Meeting (AGM) of the members of Chemcon Speciality Chemicals Limited (the Company) will be held on Thursday, September 28, 2023, at 11.30 a.m. (IST) through Video Conferencing (VC)/Other Audio-Visual Means (OAVM) to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2023, together with the Reports of Directors and the Auditors thereon;
2. To appoint a director in place of Mr. Navdeep Naresh Goyal (DIN: 02604876), who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

3. Ratification of remuneration of the Cost Auditors for the financial year ending March 31, 2024.

To consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 148(3) and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof for the time being in force) and Rule 14 of the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, the Company hereby ratifies the remuneration of INR 70,000/- (INR Seventy Thousand Only) plus XBRL conversion charges, reimbursement of out-of-pocket expenses as per actuals and applicable government taxes/levies, payable to M/s Chetan Gandhi & Associates, Cost Accountants (Firm Registration No. 101341), who have been appointed by the Board of Directors on the recommendation of the Audit Committee, as the Cost Auditors of the Company to conduct the audit of the cost records maintained by the Company for the financial year ending March 31, 2024.

RESOLVED FURTHER THAT the Board of Directors of the Company, be and is hereby authorised to do all such acts, deeds, matters, things and take all such steps as may be considered necessary, proper or expedient to give effect to this resolution.”

4. Re-appointment of Mr. Lalit Devidutt Chaudhary (DIN: 00651372) as an Independent Director of the Company.

To consider and if thought fit, to pass the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 and other applicable provisions of the Companies Act, 2013 (‘the Act’), if any, read with Schedule IV to the Act, the

Companies (Appointment and Qualifications of Directors) Rules, 2014 [including any statutory modification(s) or re-enactment(s) thereof for the time being in force], Regulation 17 and any other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), as amended from time to time, the Articles of Association of the Company and based on the recommendation of the Nomination & Remuneration Committee and the Board of Directors, Mr. Lalit Devidutt Chaudhary (DIN: 00651372), Independent Director of the Company, whose term of office as an independent director expires on April 28, 2024 and who has given his consent for re-appointment as an Independent Director of the Company and who has submitted a declaration that he meets the criteria of independence under Section 149(6) of the Act and the rules framed thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations and who is eligible for re-appointment as an Independent Director, be and is hereby re-appointed as an Independent Director of the Company for a second term of 5 consecutive years commencing from April 29, 2024 to April 28, 2029 (both days inclusive), and whose office shall not be liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorised to do all such acts, deeds, matters and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution."

5. Re-appointment of Mr. Bharat Chunilal Shah (DIN: 08281811) as an Independent Director of the Company.

To consider and if thought fit, to pass the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 and other applicable provisions of the Companies Act, 2013 ('the Act'), if any, read with Schedule IV to the Act, the Companies (Appointment and Qualifications of Directors) Rules, 2014 [including any statutory modification(s) or re-enactment(s) thereof for the time being in force], Regulation 17 and any other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), as amended from time to time, the Articles of Association of the Company and based on the recommendation of the Nomination & Remuneration Committee and the Board of Directors, Mr. Bharat Chunilal Shah (DIN: 08281811), Independent Director of the Company, whose term of office as an independent director expires on April 28, 2024 and who has given his consent for re-appointment as an Independent Director of the Company and who has submitted a declaration that he meets the criteria of independence under Section 149(6) of the Act and the rules framed thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations and who is eligible for re-appointment as an Independent Director, be and is hereby re-appointed as an Independent Director of the Company for a second term of 5 consecutive years commencing from April 29, 2024 to April 28, 2029 (both days inclusive), and whose office shall not be liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorised to do all such acts, deeds, matters and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution."

6. Re-appointment of Ms. Neelu Atulkumar Shah (DIN: 08283933) as an Independent Director of the Company.

To consider and if thought fit, to pass the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 and other applicable provisions of the Companies Act, 2013 ('the Act'), if any, read with Schedule IV to the Act, the

Companies (Appointment and Qualifications of Directors) Rules, 2014 [including any statutory modification(s) or re-enactment(s) thereof for the time being in force], Regulation 17 and any other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), as amended from time to time, the Articles of Association of the Company and based on the recommendation of the Nomination & Remuneration Committee and the Board of Directors, Ms. Neelu Atulkumar Shah (DIN: 08283933), Independent Director of the Company, whose term of office as an independent director expires on April 28, 2024 and who has given her consent for re-appointment as an Independent Director of the Company and who has submitted a declaration that she meets the criteria of independence under Section 149(6) of the Act and the rules framed thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations and who is eligible for re-appointment as an Independent Director, be and is hereby re-appointed as an Independent Director of the Company for a second term of 5 consecutive years commencing from April 29, 2024 to April 28, 2029 (both days inclusive), and whose office shall not be liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorised to do all such acts, deeds, matters and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution."

Registered Office:

Block No. 355, Manjusar-Kunpad Road,
Village: Manjusar, Taluka: Savli,
Dist.: Vadodara – 391 775, Gujarat

Place: Vadodara
Date: August 31, 2023

By Order of the Board
For Chemcon Speciality Chemicals Limited

Shahilkumar Kapatel
Company Secretary & Compliance Officer
M. No.: A52211

NOTES:

1. In terms of General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020 and subsequent circulars issued in this regard, the latest being 10/2022 dated December 28, 2022 (collectively referred to as 'MCA Circulars') issued by the Ministry of Corporate Affairs ('MCA'), the Annual General Meeting ('AGM') is being held through Video Conferencing ('VC') facility / Other Audio Visual Means ('OAVM') without the physical presence of the Members at a common venue. In compliance with the applicable provisions of the Companies Act, 2013 ('the Act'), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') and the MCA Circulars, the 34th AGM of the Company is being held through VC/OAVM on Thursday, September 28, 2023, at 11:30 a.m. (IST). The proceedings of the 34th AGM shall be deemed to be conducted at the Registered Office of the Company at Block No. 355, Manjusar-Kunpad Road, Village: Manjusar, Taluka: Savli, Dist.: Vadodara – 391 775, Gujarat.
2. Pursuant to the provisions of the Act, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a member of the Company. since this AGM is being held pursuant to the MCA circulars through VC/OAVM, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for this AGM and hence the proxy form, attendance slip and route map of AGM are not annexed to this notice.
3. The Explanatory Statement pursuant to Section 102 of the Act setting out the material concerning the business under item nos. 3 to 6 of the Notice and the details as required under Regulation 36 of the Listing Regulations and Secretarial Standard on General Meeting (SS-2) in respect of the Directors seeking appointment/ re-appointment at this Annual General Meeting is annexed hereto.
4. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
5. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
6. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote during the AGM.
7. The Register of Directors' and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act and the Register of Contracts or Arrangements in which the Directors are interested maintained under Section 189 of the Act will be available electronically for inspection by the Members during the AGM. All documents referred to in this Notice will also be available for electronic inspection by the members from the date of circulation of this Notice up to the date of 34th AGM, i.e., Thursday, September 28, 2023, without any fee. Members seeking to inspect such documents can send an email to investor.relations@cscpl.com by mentioning their Name and Folio Number / DP ID and Client ID.

8. In terms of the MCA Circulars and SEBI Circulars, the Notice of the 34th AGM along with the Annual Report for financial year 2022-23 are being sent only through electronic mode to those members whose email addresses are registered with the Company/ Depositories. The Company shall send the physical copy of the Annual Report 2022-23 only to those Member who specifically request for the same at investor.relations@cscpl.com mentioning their Folio No./DP ID and Client ID, full name, PAN, number of shares held and address. The Notice convening the AGM and the Annual Report 2022-23 has been uploaded on the website of the Company at www.cscpl.com and may also be accessed from the relevant section of the websites of the Stock Exchanges i.e. BSE Limited (BSE) and National Stock Exchange of India Limited (NSE) at www.bseindia.com and www.nseindia.com, respectively. The AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.
9. The Members, whose email address is not registered with the Company or with their respective Depository Participant/s, and who wish to receive the Notice of the 34th AGM and the Annual Report 2022-23 and all other communication sent by the Company, from time to time, can get their email address registered by following the steps as given below:
 - a. For Members holding shares in physical form - please send scan copy of a signed request letter mentioning your name, folio number, complete address, email address to be registered along with scanned share certificate (front and back), self- attested scanned copy of the PAN and self-attested scanned copy of address proof, by email to the Company's email address at: investor.relations@cscpl.com.
 - b. For the Members holding shares in demat form: please update your email address through your respective Depository Participant/s.
10. **Cut-off Date:** Thursday, September 21, 2023, would be the cut-off date for the purpose of reckoning the members / beneficial owners entitled to e-vote and attend the AGM through VC/OAVM. The voting rights of members shall be in proportion to their share in the paid-up equity share capital of the Company as on the said cut- off date. Further, there is no closure of Register of Members and Share Transfer Book of the Company.
11. SEBI vide its Circular dated November 3, 2021, December 14, 2021, and March 16, 2023 mandated furnishing of PAN, KYC details (i.e. postal address with pin code, email address, mobile number, bank account details) and Nomination details by holders of physical securities through Form ISR-1, the format of which is available on the Company's website at www.cscpl.com. It may be noted that any service request or complaint can be processed only after the folio is KYC compliant.

In terms of SEBI Circular No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated March 16, 2023, folios of Physical shareholders wherein any one of the above said details such as PAN, email address, mobile number, bank account details and nomination are not available on or after October 01, 2023, shall be frozen by the RTA.

The security holder(s) whose folio(s) have been frozen shall be eligible to lodge grievance or avail any service request from the RTA only after furnishing the complete documents / details as mentioned above. Also, with effect from April 01, 2024, the security holder(s) whose folio(s) have been frozen shall be eligible for any payment including dividend, interest or redemption payment in respect of such frozen folios, only through electronic mode. An intimation will be sent by the Company to the securityholder that such payment is due and shall be made electronically only upon receipt of the complete documents / details as mentioned above.

Further, the frozen folios shall be referred by RTA/ Company to the administering authority under the Benami Transactions (Prohibitions) Act, 1988 and/or Prevention of Money Laundering Act, 2002,

if they continue to remain frozen as on December 31, 2025. The RTA shall revert the frozen folios to normal status upon receipt of all the documents/details as above.

12. In accordance with Regulation 40 of the SEBI Listing Regulations, as amended, requests for effecting transfer of securities shall not be processed unless the securities are held in the dematerialised form with a depository. Also, transmission or transposition of securities held in physical or dematerialised form shall be effected only in dematerialised form. Accordingly, members holding shares of the Company in physical form are requested to get their shares converted into demat/electronic form to get inherent benefits of dematerialisation.
13. Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR /2022/8 dated January 25, 2022 has mandated the listed companies to issue securities in dematerialized form only while processing service requests viz. Issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/exchange of securities certificate; endorsement; sub-division/splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR - 4, the format of which is available on the Company's website at www.cscpl.com. It may be noted that any service request or complaint can be processed only after the folio is KYC compliant.
14. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/mobile numbers, PAN, registering of nomination and power of attorney, Bank Mandate details such as name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DP in case the shares are held in electronic form, and to the RTA in case the shares are held in physical form.
15. **Nomination facility:** As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form SH-13. If a member desires to opt out or cancel the earlier nomination and record a fresh nomination, he / she may submit the same in Form ISR-3 or Form SH-14, as the case may be. The said forms can be downloaded from the Company's website at www.cscpl.com. Members are requested to submit the said form to their DPs in case the shares are held in electronic form and to the Registrar at vadodara@linkintime.co.in, in case the shares are held in physical form, quoting their folio no.

16. Remote e-Voting before / during the AGM:

- a. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, Secretarial Standard-2 on General Meetings issued by ICSI, Regulation 44 of Listing Regulations, as amended from time to time, and MCA Circulars, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as e-Voting during the AGM will be provided by NSDL. Resolution(s) passed by Members through e-Voting is/are deemed to have been passed as if they have been passed at the AGM.
- b. Members of the Company holding shares either in physical form or in electronic form as on the cut-off date of Thursday, September 21, 2023, may cast their vote by remote e-Voting. A person who is not a member as on the cut-off date should treat this Notice for information purpose only. A person whose name is recorded in the Register of Members or in the Register of

Beneficial Owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-Voting before/during the AGM. Any non-individual Shareholder or Shareholder holding securities in physical mode who acquires shares of the Company and becomes a Member of the Company after the dispatch of the Notice and holding shares as on the cut-off date may follow the login process as mentioned in this notice.

- c. The remote e-voting period begins on Sunday, September 24, 2023, at 09:00 A.M. and ends on Wednesday, September 27, 2023, at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the cut-off date i.e. Thursday, September 21, 2023, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
- d. Members will be provided with the facility for voting through electronic voting system during the VC proceedings at the AGM and Members participating at the AGM, who have not already cast their vote by remote e-Voting, will be eligible to exercise their right to vote at the end of discussion on the resolutions on which voting is to be held, upon announcement by the Chairman. Members who have cast their vote on resolution(s) by remote e-Voting prior to the AGM will also be eligible to participate at the AGM through VC/OAVM but shall not be entitled to cast their vote on such resolution(s) again.
- e. The e-Voting module on the day of the AGM shall be disabled by NSDL for voting 15 minutes after the conclusion of the Meeting.
- f. The Company has appointed Mr. Chirag Vinodbhai Rathod, Proprietor, Rathod & Co., Practicing Company Secretaries, as the Scrutiniser to scrutinise the voting during the AGM and remote e-voting process in a fair and transparent manner. The Scrutiniser will submit his report to the Chairman or to any other person authorised by the Chairman after the completion of the scrutiny of the votes cast through remote e-Voting before/during the AGM, within the time stipulated under the applicable laws. The result declared along with the Scrutiniser's report shall be communicated to the Stock Exchanges on which the Company's shares are listed, NSDL and will also be displayed on the Company's website at www.cscpl.com.
- g. Subject to receipt of requisite number of votes, the resolutions shall be deemed to be passed on the date of AGM i.e., Thursday, September 28, 2023.

17. Instructions for Members for attending the AGM through VC/OAVM and remote e-Voting (before and during the AGM) are given below:

A. INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM:

- i. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned below for login to NSDL e-Voting system. After successful login, you can see link of "VC/OAVM" placed under "Join meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

- ii. Members may join the AGM through laptops, smartphones, tablets and iPads for better experience. Further, Members will be required to use Internet with a good speed to avoid any disturbance during the Meeting. Members will need the latest version of Chrome, Safari, Internet Explorer 11, MS Edge or Firefox. Please note that participants connecting from mobile devices or tablets or through laptops connecting via mobile hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is, therefore, recommended to use stable Wi-Fi or LAN connection to mitigate any glitches.
- iii. Members are encouraged to submit their questions in advance with regard to the financial statements or any other matter to be placed at the AGM, from their registered email address, mentioning their name, DP ID and Client ID number /folio number and mobile number, to the Company’s email address at investor.relations@cscpl.com before September 21, 2023, 5:00 pm. The Company will reply to the questions suitably.
- iv. Members who would like to express their views/ ask questions at the Meeting may pre-register themselves as a speaker by sending a request in advance atleast 7 days prior to meeting from their registered email address mentioning their name, DP ID and Client ID/Folio number, PAN and mobile number at investor.relations@cscpl.com. Only those Members who have pre-registered themselves as a speaker will be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

B. INSTRUCTIONS FOR REMOTE E-VOTING BEFORE / DURING THE AGM:

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:

Step 1: Access to NSDL e-Voting system

A. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode:

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service

	<p>provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p> <ol style="list-style-type: none"> If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience. <div style="text-align: center;"> <p>NSDL Mobile App is available on</p>    </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period

	<p>or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</p> <p>3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.</p> <p>4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
<p>Individual Shareholders (holding securities in demat mode) login through their depository participants</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
<p>Individual Shareholders holding securities in demat mode with NSDL</p>	<p>Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at 022 - 4886 7000 and 022 - 2499 7000</p>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<p>Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33</p>

B. Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a. For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b. For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c. For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
 - a. If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b. If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

- c. How to retrieve your 'initial password'?
 - i. If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8-digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - ii. If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered.
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a. Click on "Forgot User Details/Password?"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b. Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c. If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d. Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.

5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

The instructions for remote e-Voting during the AGM are as under:

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e-mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to investor.relations@cscpl.com.
2. In case shares are held in demat mode, please provide DPID-CLID (16-digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to investor.relations@cscpl.com. If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.
3. Alternatively, shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020, on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

General Guidelines for Members:

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to compliance@rathod-panchal.com with a copy marked to evoting@nsdl.co.in. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on.: 022 - 4886 7000 and 022 - 2499 7000 or send a request to Ms. Pallavi Mhatre at evoting@nsdl.co.in.

Registered Office:

Block No. 355, Manjusar-Kunpad Road,
Village: Manjusar, Taluka: Savli,
Dist.: Vadodara – 391 775, Gujarat

Place: Vadodara
Date: August 31, 2023

By Order of the Board
For Chemcon Speciality Chemicals Limited

Shahilkumar Kapatel
Company Secretary & Compliance Officer
M. No.: A52211

EXPLANATORY STATEMENT

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

The following Explanatory Statement sets out all the material facts relating to the Item Nos. 3 to 6 of the accompanying Notice dated August 31, 2023.

Item No. 3:

In accordance with the provisions of Section 148 of the Act and the Companies (Audit and Auditors) Rules, 2014 (the Rules), the Company is required to appoint a Cost Auditor to audit the cost records of the Company. On the recommendation of the Audit Committee, the Board of Directors of the Company has approved the re-appointment of M/s Chetan Gandhi & Associates, Cost Accountants (Firm Registration No. 101341), Vadodara, as the Cost Auditor of the Company for the Financial Year ending March 31, 2024, at a remuneration of INR 70,000 (INR Seventy Thousand Only) plus XBRL conversion charges, reimbursement of out-of-pocket expenses as per actual and applicable government taxes/levies.

In terms of the provisions of Section 148(3) of Act read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to Cost Auditor is required to be ratified by members of the Company.

Accordingly, members are requested to consider and ratify the remuneration payable to Cost Auditors for the year 2023-24 as set out in the resolution for the aforesaid services.

The Board recommends the resolution set out in item no. 3 of this Notice for the approval of the members of the Company by way of an Ordinary Resolution.

None of the other directors, key managerial personnel of the Company and their relatives are concerned or interested in the resolution set out at item no. 3 of the Notice.

Item No. 4:

The members of the Company at their Extra-Ordinary General Meeting held on April 29, 2019, had appointed Mr. Lalit Devidutt Chaudhary (DIN: 00651372) as an Independent Director of the Company for a term of five years commencing from April 29, 2019, to April 28, 2024, (both days inclusive) pursuant to the provisions of Section 149, 152 and other applicable provisions of the Companies Act, 2013 ('the Act') and the Rules framed thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"). Thus, the current term of Mr. Lalit Chaudhary as an Independent Director of the Company ends on April 28, 2024.

Pursuant to Section 149 read with Schedule IV to the Act and Regulation 25 read with Schedule II of the Listing Regulations, an Independent Director can hold office for a term of upto five consecutive years on the Board of a Company, and he/she shall be eligible for re-appointment on passing of a Special Resolution by the Company. Also, no Independent Director shall hold office for more than two consecutive terms.

The Nomination and Remuneration Committee (NRC), after considering the performance evaluation of Mr. Lalit Chaudhary during his first term of five years and considering his skills, background, experience, integrity, knowledge, contributions and time commitment, has recommended to the Board his reappointment for a second term of five years. The NRC and the Board are of the view that Mr. Lalit Chaudhary possesses the requisite skills and capabilities, which would be of benefit to the Company, and hence, it is desirable to reappoint him as an independent director.

In the opinion of the Board, Mr. Lalit Chaudhary fulfils the conditions specified in the Act and Listing Regulations for his re-appointment as an Independent Director of the Company and is independent of the Management. Further, Mr. Lalit Chaudhary have given declarations to the Board of Directors to the effect that he meets the criteria of independence as provided in the Act and Listing Regulations and that he is not disqualified from being appointed as Director in terms of Section 164 of the Act nor debarred from holding the office of director by virtue of any SEBI order or any other authority. In terms of Regulation 25(8) of the Listing Regulations, Mr. Lalit Chaudhary has confirmed that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties.

Accordingly, the Board of Directors at its meeting held on August 31, 2023, based on the recommendation of the NRC, proposed the re-appointment of Mr. Lalit Chaudhary as an Independent Director of the Company for a second term of five consecutive years commencing from April 29, 2024, to April 28, 2029 (both days inclusive), for the approval of the members by way of a Special Resolution, and his office shall not be liable to retire by rotation.

Pursuant to Section 160 of the Act, the Company has received a notice in writing under the hand of Mr. Lalit Chaudhary signifying his candidature for his reappointment as an Independent Director. Further, Brief Profile and other disclosures, as required under Regulation 36 of the Listing Regulations and SS-2 issued by the Institute of Company Secretaries of India, are annexed to this Notice.

In compliance with the provisions of Section 149 read with Schedule IV to the Act, Regulation 17 of the SEBI Listing Regulations and other applicable provisions of the Act and SEBI Listing Regulations, the re-appointment of Mr. Lalit Chaudhary as an Independent Director is now placed for the approval of the Members as a Special Resolution.

The Board recommends passing of the Special Resolution, as set out at Item No. 4 of this Notice, for the approval of the members.

None of the Directors or Key Managerial Personnel ('KMP') of the Company or their respective relatives, except Mr. Lalit Chaudhary and his relatives, are concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 of the accompanying Notice.

Item No. 5:

The members of the Company at their Extra-Ordinary General Meeting held on April 29, 2019, had appointed Mr. Bharat Chunilal Shah (DIN: 08281811) as an Independent Director of the Company for a term of five years commencing from April 29, 2019, to April 28, 2024, (both days inclusive) pursuant to the provisions of Section 149, 152 and other applicable provisions of the Companies Act, 2013 ('the Act') and the Rules framed thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"). Thus, the current term of Mr. Bharat Shah as an Independent Director of the Company ends on April 28, 2024.

Pursuant to Section 149 read with Schedule IV to the Act and Regulation 25 read with Schedule II of the Listing Regulations, an Independent Director can hold office for a term of upto five consecutive years on the Board of a Company, and he/she shall be eligible for re-appointment on passing of a Special Resolution by the Company. Also, no Independent Director shall hold office for more than two consecutive terms.

The Nomination and Remuneration Committee (NRC), after considering the performance evaluation of Mr. Bharat Shah during his first term of five years and considering his skills, background, experience, integrity, knowledge, contributions and time commitment, has recommended to the Board his

reappointment for a second term of five years. The NRC and the Board are of the view that Mr. Bharat Shah possesses the requisite skills and capabilities, which would be of benefit to the Company, and hence, it is desirable to reappoint him as an independent director.

In the opinion of the Board, Mr. Bharat Shah fulfils the conditions specified in the Act and Listing Regulations for his re-appointment as an Independent Director of the Company and is independent of the Management. Further, Mr. Bharat Shah have given declarations to the Board of Directors to the effect that he meets the criteria of independence as provided in the Act and Listing Regulations and that he is not disqualified from being appointed as Director in terms of Section 164 of the Act nor debarred from holding the office of director by virtue of any SEBI order or any other authority. In terms of Regulation 25(8) of the Listing Regulations, Mr. Bharat Shah has confirmed that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties.

Accordingly, the Board of Directors at its meeting held on August 31, 2023, based on the recommendation of the NRC, proposed the re-appointment of Mr. Bharat Shah as an Independent Director of the Company for a second term of five consecutive years commencing from April 29, 2024, to April 28, 2029 (both days inclusive), for the approval of the members by way of a Special Resolution, and his office shall not be liable to retire by rotation.

Pursuant to Section 160 of the Act, the Company has received a notice in writing under the hand of Mr. Bharat Shah signifying his candidature for his reappointment as an Independent Director. Further, Brief Profile and other disclosures, as required under Regulation 36 of the Listing Regulations and SS-2 issued by the Institute of Company Secretaries of India, are annexed to this Notice.

In compliance with the provisions of Section 149 read with Schedule IV to the Act, Regulation 17 of the SEBI Listing Regulations and other applicable provisions of the Act and SEBI Listing Regulations, the re-appointment of Mr. Bharat Shah as an Independent Director is now placed for the approval of the Members as a Special Resolution.

The Board recommends passing of the Special Resolution, as set out at Item No. 5 of this Notice, for the approval of the members.

None of the Directors or Key Managerial Personnel ('KMP') of the Company or their respective relatives, except Mr. Bharat Shah and his relatives, are concerned or interested, financially or otherwise, in the resolution set out at Item No. 5 of the accompanying Notice.

Item No. 6:

The members of the Company at their Extra-Ordinary General Meeting held on April 29, 2019, had appointed Ms. Neelu Atulkumar Shah (DIN: 08283933) as an Independent Director of the Company for a term of five years commencing from April 29, 2019, to April 28, 2024, (both days inclusive) pursuant to the provisions of Section 149, 152 and other applicable provisions of the Companies Act, 2013 ('the Act') and the Rules framed thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"). Thus, the current term of Ms. Neelu Shah as an Independent Director of the Company ends on April 28, 2024.

Pursuant to Section 149 read with Schedule IV to the Act and Regulation 25 read with Schedule II of the Listing Regulations, an Independent Director can hold office for a term of upto five consecutive years on the Board of a Company, and he/she shall be eligible for re-appointment on passing of a Special Resolution by the Company. Also, no Independent Director shall hold office for more than two consecutive terms.

The Nomination and Remuneration Committee (NRC), after considering the performance evaluation of Ms. Neelu Shah during her first term of five years and considering her skills, background, experience, integrity, knowledge, contributions and time commitment, has recommended to the Board her reappointment for a second term of five years. The NRC and the Board are of the view that Ms. Neelu Shah possesses the requisite skills and capabilities, which would be of benefit to the Company, and hence, it is desirable to reappoint her as an independent director.

In the opinion of the Board, Ms. Neelu Shah fulfils the conditions specified in the Act and Listing Regulations for her re-appointment as an Independent Director of the Company and is independent of the Management. Further, Ms. Neelu Shah have given declarations to the Board of Directors to the effect that she meets the criteria of independence as provided in the Act and Listing Regulations and that she is not disqualified from being appointed as Director in terms of Section 164 of the Act nor debarred from holding the office of director by virtue of any SEBI order or any other authority. In terms of Regulation 25(8) of the Listing Regulations, Ms. Neelu Shah has confirmed that she is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact her ability to discharge her duties.

Accordingly, the Board of Directors at its meeting held on August 31, 2023, based on the recommendation of the NRC, proposed the re-appointment of Ms. Neelu Shah as an Independent Director of the Company for a second term of five consecutive years commencing from April 29, 2024, to April 28, 2029 (both days inclusive), for the approval of the members by way of a Special Resolution, and her office shall not be liable to retire by rotation.

Pursuant to Section 160 of the Act, the Company has received a notice in writing under the hand of Ms. Neelu Shah signifying her candidature for her reappointment as an Independent Director. Further, Brief Profile and other disclosures, as required under Regulation 36 of the Listing Regulations and SS-2 issued by the Institute of Company Secretaries of India, are annexed to this Notice.

In compliance with the provisions of Section 149 read with Schedule IV to the Act, Regulation 17 of the SEBI Listing Regulations and other applicable provisions of the Act and SEBI Listing Regulations, the re-appointment of Ms. Neelu Shah as an Independent Director is now placed for the approval of the Members as a Special Resolution.

The Board recommends passing of the Special Resolution, as set out at Item No. 6 of this Notice, for the approval of the members.

None of the Directors or Key Managerial Personnel ('KMP') of the Company or their respective relatives, except Ms. Neelu Shah and her relatives, are concerned or interested, financially or otherwise, in the resolution set out at Item No. 6 of the accompanying Notice.

Registered Office:

Block No. 355, Manjusar-Kunpad Road,
Village: Manjusar, Taluka: Savli,
Dist.: Vadodara – 391 775, Gujarat

Place: Vadodara
Date: August 31, 2023

By Order of the Board
For Chemcon Speciality Chemicals Limited

Shahilkumar Kapatel
Company Secretary & Compliance Officer
M. No.: A52211

DETAILS OF THE DIRECTORS SEEKING APPOINTMENT / RE-APPOINTMENT AT THE AGM

(Pursuant to Regulation 36(3) of the listing regulations and Secretarial Standard - 2 on General Meetings)

NAVDEEP NARESH GOYAL Deputy Managing Director DIN: 02604876	LALIT DEVIDUTT CHAUDHARY Independent Director DIN: 00651372	BHARAT CHUNILAL SHAH Independent Director DIN: 08281811	NEELU ATULKUMAR SHAH Independent Director DIN: 08283933
Date of Birth (Age):			
08/05/1990 (33 years)	01/01/1960 (63 Years)	07/05/1958 (65 Years)	12/10/1970 (52 Years)
Qualification, Brief resume, expertise, skills and capabilities of the Director:			
<p>Mr. Navdeep Goyal is a second-generation techno-commercial entrepreneur. A businessman by choice; driven by a single-minded focus to succeed, he belongs to an elite league of business leaders who has achieved what many others would just be left dreaming about.</p> <p>What he has achieved today, stands testimony of the first-generation visionary skills and him now taken over the reign with his leadership and managerial skills like Negotiation, Team Building, Account Management, Product Development, and Strategic Planning.</p> <p>What it seeks to accomplish in the future is perceptible evidence of his acumen as an entrepreneur to rapidly evolve in a fiercely competitive global marketplace. An aggressive marketer, his ability to get work done lies in his soft skills, aggressive approach to managing business and a flair to instantly forge a bond with his business partners and associates.</p> <p>His entrepreneurial drive has led him to diversify into various sectors like Speciality chemicals, Pharmaceuticals, Mechanical- Engineering and technical textile industry and still growing each sector continuously.</p>	<p>Mr. Lalit Chaudhary holds a bachelor's degree in commerce from the Sardar Patel University, Gujarat, and his career spans over 22 years. He serves as director in Chaudhary Crains Private Limited since 1993, demonstrating his effectiveness in management and entrepreneurship. Mr. Lalit Chaudhary is known for his commitment to ethical governance, integrity, and dedication to driving Chemcon towards sustainable success. his strategic insights, coupled with his ability to navigate challenges, make him a valuable asset to the board and the entire organization.</p>	<p>Mr. Bharat Shah holds a bachelor's degree in science from the Maharaja Sayajirao University of Baroda, Gujarat. In past, he has been associated with Bank of Baroda in various roles. He brings a wealth of experience and expertise to Chemcon in the field of finance and audit. With a strong track record of more than 37 years in financial services sector, Mr. Bharat Shah has consistently demonstrated strategic vision, leadership acumen, and a commitment to driving organizational growth.</p>	<p>Ms. Neelu Shah holds bachelor's degree in science from Kanpur University, Uttar Pradesh and a master's degree in business administration from the Jiwaji University, Gwalior. She has been a dedicated member of the team at "Dageena-the Jewellery Shoppe" since the year 2014, where she has held the significant role of a Sales Manager. With an impressive track record spanning over 7 years in the realm of sales, she has consistently demonstrated her exceptional skills, knowledge, and commitment to driving sales growth and customer satisfaction.</p>
Summary of Performance Evaluation of Independent Director:			
Not Applicable	<p>The Independent Directors are specifically evaluated on following parameters in addition to general evaluation parameters which are common for evaluation of all Directors:</p> <ol style="list-style-type: none"> Maintenance of independence and no conflict of interest. Exercise of objective independent judgment in the best interest of the company. 		

	<p>c. Ability to contribute to and monitor corporate governance practice; and</p> <p>d. Adherence to the code of conduct for independent directors.</p> <p>The performance evaluation of Independent Directors is done by the Board of Directors and Nomination and Remuneration Committee (NRC). As per the evaluation, the performance of Mr. Lalit Chaudhary, Mr. Bharat Shah and Ms. Neelu Shah meets/exceeds expectations.</p>		
Terms and conditions of appointment or re-appointment and remuneration sought to be paid:			
Director liable to retire by rotation and being eligible, offers himself for re-appointment.	Mr. Lalit Chaudhary, Mr. Bharat Shah and Ms. Neelu Shah are proposed to be appointed as Independent Directors of the Company for a term of five years commencing from April 29, 2024, to April 28, 2029. They shall be paid sitting fees for attending the Board and Committee Meetings as determined by the Board and within the permissible limits.		
Date of first appointment on the Board:			
April 1, 2015	April 29, 2019	April 29, 2019	April 29, 2019
Number of Board Meetings attended during the financial year 2022-23:			
5	2	3	5
Remuneration drawn during the financial year 2022-23:			
322.00 Lacs	NA	NA	NA
Number of shares held in the Company as on March 31, 2023:			
a. Own			
b. For other persons on a beneficial basis			
a. *86,08,166	c. Nil	a. Nil	a. Nil
b. Nil	d. Nil	b. Nil	b. Nil
Relationship with other Directors, Manager and other KMP:			
Nil	Nil	Nil	Nil
Directorship in other Companies as on March 31, 2023:			
a. Supertech Fabrics Private Limited	a. Chaudhary Cranes Private Limited	Nil	Nil
b. Super Industrial Lining Private Limited			
c. Dtech Products Private Limited			
d. GGC Chemicals & Pharmaceuticals Private Limited			
Committee position held in other Companies as on March 31, 2023:			
Nil	Nil	Nil	Nil
Listed entities from which the Director has resigned from Directorship in last three (3) years:			
Nil	Nil	Nil	Nil

* The 86,08,166 equity shares held by Mr. Navdeep Naresh Goyal includes 62,33,500 Equity Shares which are jointly held by Navdeep Naresh Goyal, first holder and Shubharangana Goyal, Second holder.