

# NOTICE



## CHEMCON SPECIALITY CHEMICALS LIMITED

CIN: L24231GJ1988PLC011652

Reg.off.: 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](mailto:investor.relations@cscpl.com) | Website: [www.cscpl.com](http://www.cscpl.com)

### Notice of 36<sup>th</sup> Annual General Meeting

**NOTICE** is hereby given that the Thirty-sixth Annual General Meeting (AGM) of the members of Chemcon Speciality Chemicals Limited (the Company) will be held on Thursday, September 11, 2025, 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, 2025, together with the Reports of Directors and the Auditors thereon;
2. To appoint a director in place of Mr. Himanshu Prafulchandra Purohit (DIN: 03296807), 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, 2026.

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 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification or re-enactment thereof, for the time being in force), the remuneration of ₹ 75,000/- (INR Seventy-Five Thousand Only) plus XBRL conversion charges, reimbursement of out-of-pocket expenses as per actuals and applicable government taxes/levies, in connection with the audit, payable to M/s Chetan Gandhi & Associates, Cost Accountants (Firm Registration No. 101341), who have been appointed by the Board of Directors 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, 2026, be and is hereby ratified.

**RESOLVED FURTHER THAT** the Board of Directors and/or the Company Secretary of the Company be and are hereby severally authorised to do all such acts, deeds, matters, things and take all such steps as maybe necessary, proper or expedient to give effect to this resolution.”

4. Appointment of M/s. Rathod and Co., Practicing Company Secretaries, as the Secretarial Auditor of the Company.

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

**“RESOLVED THAT** pursuant to the provisions of Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 204 of the Companies Act, 2013 read

with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended or re-enacted from time to time and based on the recommendation of the Audit Committee and the Board of Directors of the Company, approval of the members be and is hereby accorded to appoint M/s. Rathod and Co., Practicing Company Secretaries (Peer Review Certificate No. 1762/2022), as the Secretarial Auditor of the Company, for a term of five consecutive years, to conduct the Secretarial Audit of the Company for the Financial Year 2025-26 and onwards, at a remuneration as may be mutually agreed between the Board of Directors and the Secretarial Auditor.

**RESOLVED FURTHER THAT** the Board of Directors and/or the Company Secretary of the Company be and are hereby severally authorised to do all such acts, deeds, matters, things and take all such steps as maybe necessary, proper or expedient to give effect to this resolution.”

5. Appointment of Mr. Neel Snehalkumar Shah (DIN: 10770644) as a director and as an Independent Director.

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

**“RESOLVED THAT** Mr. Neel Snehalkumar Shah (DIN: 10770644), who was appointed as an Additional Director (Non-executive and Independent) of the Company with effect from August 5, 2025 by the Board of Directors and who holds office upto the date of this Annual General Meeting of the Company under Section 161(1) of the Companies Act, 2013 (“the Act”) (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and Articles of Association of the Company, who is eligible for appointment and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act from a Member proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company.

**RESOLVED FURTHER THAT** pursuant to the provisions of Sections 149, 150, 152, Schedule IV and other applicable provisions, if any, of the Act read with the Companies (Appointment and Qualification of Directors) Rules, 2014, Regulation 16, Regulation 17, Regulation 25 and other applicable regulations of SEBI (LODR) Regulations, 2015, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the appointment of Mr. Neel Snehalkumar Shah as an independent director, who meets the criteria of independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of SEBI (LODR) Regulations, 2015 and who has submitted a declaration to that effect and who is eligible for appointment as an independent director, be and is hereby approved for a term of five years, w.e.f. August 5, 2025, and who would not be liable to retire by rotation.

**RESOLVED FURTHER THAT** the Board of Directors and/or the Company Secretary of the Company be and are hereby severally authorised to do all such acts, deeds, matters, things and take all such steps as maybe necessary, proper or expedient to give effect to this resolution.”

6. Material Related Party Transactions between the Company and Shivam Petrochem Industries, a partnership firm forming a part of the promoter group.

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

**“RESOLVED THAT** pursuant to the provisions of Regulation 2(1)(zc), Regulation 23 and other applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with the Company’s Policy on Related Party Transactions, Sections 186 and 188 of the Companies Act, 2013 (“the Act”), and other applicable provisions, if any, of the Act and rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in

force), and pursuant to the recommendation of the Audit Committee and the Board of Directors, the consent of the members be and is hereby accorded to the proposed acquisition of the entire business undertaking of M/s. Shivam Petrochem Industries, a partnership firm, and a Related Party in terms of Section 2(76) of the Act and Regulation 2(1)(zb) of SEBI (LODR) Regulations, 2015, including all its assets, liabilities, operations, and employees, on a going concern basis by way of a slump sale, for a total consideration not exceeding ₹100 crore (INR One Hundred Crore Only), on such terms and conditions as the Board of Directors may deem fit.

**RESOLVED FURTHER THAT** the proposed transaction is in the nature of a slump sale as defined under Section 2(42C) of the Income Tax Act, 1961, and shall be carried out pursuant to the execution of a Slump Sale Agreement or such other definitive agreements, as may be necessary, on such terms and conditions as may be mutually agreed between the parties.

**RESOLVED FURTHER THAT** the Board of Directors and/or the Company Secretary of the Company be and are hereby severally authorised to do all such acts, deeds, matters, things and take all such steps as maybe necessary, proper or expedient to give 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 5, 2025

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 09/2024 dated September 19, 2024 (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 ("SEBI (LODR) Regulations, 2015") and the MCA Circulars, the 36<sup>th</sup> AGM of the Company is being held through VC/OAVM on Thursday, September 11, 2025, at 11:30 a.m. (IST). The proceedings of the 36<sup>th</sup> 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. Institutional shareholders/Corporate 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](mailto:compliance@rathod-panchal.com) with a copy marked to [evoting@nsdl.com](mailto:evoting@nsdl.com). Institutional shareholders/Corporate 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.
4. 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 SEBI (LODR) Regulations, 2015 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.
5. 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.
6. 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.
7. 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.

8. 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 36<sup>th</sup> AGM, i.e., Thursday, September 11, 2025, without any fee. Members seeking to inspect such documents can send an email to [investor.relations@cscpl.com](mailto:investor.relations@cscpl.com) by mentioning their Name, PAN and Folio Number / DP ID and Client ID.
9. In terms of the MCA Circulars and SEBI Circulars, the Notice of the 36<sup>th</sup> AGM along with the Annual Report for financial year 2024-25 are being sent only through electronic mode to those members whose email addresses are registered with the Company/ Depositories. Further, a letter providing a weblink where complete details of the Annual Report is available, will be sent to those Members who have not registered their email addresses. The Company shall send the physical copy of the Annual Report 2024-25 only to those Member who specifically request for the same at [investor.relations@cscpl.com](mailto: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 2024-25 is also available on the website of the Company at [www.cscpl.com](http://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](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com), respectively. The AGM Notice is also available on the website of NSDL (agency for providing the e-Voting facility) i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
10. 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 36<sup>th</sup> AGM and the Annual Report 2024-25 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](mailto:investor.relations@cscpl.com).
  - b. For the Members holding shares in demat form: please update your email address through your respective Depository Participant/s.
11. **Cut-off Date:** Thursday, September 4, 2025, 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.
12. SEBI has mandated the submission of Permanent Account Number (PAN), Nomination, Contact details (Postal Address with PIN and Mobile Number), Bank A/c details and Specimen signature for their corresponding folio numbers for all holders of physical securities in listed companies through Form ISR-1, the format of which is available on the Company's website at [www.cscpl.com](http://www.cscpl.com).
13. In accordance with Regulation 40 of SEBI (LODR) Regulations, 2015, 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.

14. 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](http://www.cscpl.com). It may be noted that any service request or complaint can be processed only after the folio is KYC compliant.
15. 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 in prescribed from ISR-1.
16. SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD-POD-1/P/CIR/2023/37 dated March 16, 2023 (subsumed as part of the SEBI Master Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/37 dated May 7, 2024), in supersession of earlier Circular(s) issued on the subject, has prescribed common and simplified norms for processing investor service requests by RTAs and norms for furnishing PAN, KYC (contact details, Bank details and specimen signature), and nomination details.
17. As per the said Circular it is mandatory for the shareholders holding securities in physical form to interalia, furnish PAN, KYC and nomination details. Physical folios wherein the said details are not available would be eligible for lodging grievance for any service request only after registering the required details. Any payments including dividend in respect of such folios shall only be made electronically w.e.f April 1, 2024, upon registering the required details.
18. **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](http://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@in.mpms.mufg.com](mailto:vadodara@in.mpms.mufg.com), in case the shares are held in physical form, quoting their folio no.
19. **Dispute Resolution:** SEBI has established a common Online Dispute Resolution Portal ("ODR Portal - <https://smartodr.in/login>") to raise disputes arising in the Indian Securities Market. Post exhausting the option to resolve their grievances with the RTA/Company directly and through SCORES platform, the investors can initiate dispute resolution through the ODR Portal. Link to access ODR portal is available on Company's website <https://cscpl.com/odr/> [SEBI Master Circular No. SEBI/HO/OIAE/OIAE\_IAD-3/P/CIR/2023/195 dated July 31, 2023]

## 20. Remote e-Voting / e-voting 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 SEBI (LODR) Regulations, 2015, as amended from

time to time, and MCA Circulars, the Company is providing facility of 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 04, 2025, 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 / e-voting 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. 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 during the AGM. 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.
- d. 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.
- e. 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 / e-voting 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](http://www.cscpl.com).
- f. 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 11, 2025.

## **21. Instructions for Members for remote e-Voting and joining the AGM through VC/OAVM:**

### **A. THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:**

**The remote e-voting period begins on Monday, September 8, 2025, at 09:00 A.M. and ends on Wednesday, September 10, 2024, 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 4, 2025, 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.**

**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 the 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. | <ol style="list-style-type: none"> <li data-bbox="571 969 1396 1361">1. For OTP based login you can click on <a href="https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp</a>. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. 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 &amp; voting during the meeting.</li> <li data-bbox="571 1395 1396 1821">2. Existing IDeAS user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> 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 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 &amp; voting during the meeting.</li> <li data-bbox="571 1854 1396 2000">3. If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select "Register Online for IDeAS Portal" or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> </ol> |

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|---|--|
|   | <p>4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nSDL.com/">https://www.evoting.nSDL.com/</a> 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 &amp; voting during the meeting.</p> <p>5. Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.</p> <div style="text-align: center;"> <p><b>NSDL Mobile App is available on</b></p>   </div> <div style="display: flex; justify-content: space-around; margin-top: 10px;">   </div> |
| <p>Individual Shareholders holding securities in demat mode with CDSL</p> | <ol style="list-style-type: none"> <li>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 <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then user your existing my easi username &amp; password.</li> <li>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 or joining virtual meeting &amp; 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.</li> <li>If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</li> </ol>  |

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|  | 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 <a href="http://www.cdsindia.com">www.cdsindia.com</a> 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.   |
| Individual Shareholders (holding securities in demat mode) login through their depository participants | 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. |

**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   |
|--|--|
| Individual Shareholders holding securities in demat mode with NSDL | Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> or call at 022 - 4886 7000  |
| Individual Shareholders holding securities in demat mode with CDSL | Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800-21-09911 |

**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:

| <b>Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical</b> | <b>Your User ID is:</b>   |
|---|---|
| a. For Members who hold shares in demat account with NSDL.            | 8 Character DP ID followed by 8 Digit Client ID<br>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<br>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<br>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](http://www.evoting.nsdl.com).
- b. Physical User Reset Password?" (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://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.com](mailto:evoting@nsdl.com) 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 and join General Meeting 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.

### **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](mailto: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](mailto: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.com](mailto:evoting@nsdl.com) 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 the 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.

**B. THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF 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.

**C. INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:**

1. 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.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop 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 kind of aforesaid glitches.

5. 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, PAN and mobile number, to the Company's email address at [investor.relations@cscpl.com](mailto:investor.relations@cscpl.com) before September 4, 2025, 5:00 pm. The Company will reply to the questions suitably.
6. 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](mailto: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.

## **22. General Guidelines for Members:**

1. 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](http://www.evoting.nsdl.com) to reset the password.
2. 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](http://www.evoting.nsdl.com) or call on.: 022 - 4886 7000 or send a request to Ms. Pallavi Mhatre at [evoting@nsdl.com](mailto:evoting@nsdl.com).

### **Registered Office:**

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

Place: Vadodara  
Date: August 5, 2025

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 5, 2025.

**Item No. 3:** Ratification of remuneration of the Cost Auditors for the financial year ending March 31, 2026.

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, 2026, at a remuneration of INR 75,000 (INR Seventy-Five 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 2025-26 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 directors, key managerial personnel of the Company or their relatives are concerned or interested, financially or otherwise, in the resolution set out at item no. 3 of the Notice.

**Item No. 4:** Appointment of M/s. Rathod and Co., Practicing Company Secretaries, as the Secretarial Auditor of the Company.

Pursuant to the recent amendment in Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, every listed entity is required to appoint a Secretarial Auditor on the recommendation of its Board of Directors with the approval of its shareholders in the Annual General Meeting. Further, such Secretarial Auditor must be a Peer Reviewed Company Secretary and must not have incurred any disqualifications as specified by the Securities and Exchange Board of India (SEBI).

The Board of Directors of the Company, on the recommendation of the Audit Committee, has considered and approved the appointment of M/s. Rathod and Co., Practicing Company Secretaries (Peer Review Certificate No. 1762/2022), as the Secretarial Auditor of the Company, for a term of five consecutive years, to conduct the Secretarial Audit of the Company for the Financial Year 2025-26 and onwards, subject to the approval of the shareholders of the Company. M/s. Rathod and Co., has consented to the proposed appointment and confirmed their eligibility under the applicable laws.

The Board of Directors proposes to pay a remuneration of INR 75,000 (Rupees Seventy-Five Thousand only) per financial year to the Secretarial Auditor for conducting the Secretarial Audit of the Company with a power to the Board of Directors to increase the remuneration payable to the Secretarial Auditor upon recommendation by the Audit Committee in line with the prevailing inflation rate or as may be mutually agreed upon between the Company and the Secretarial Auditor. In addition to the secretarial audit, M/s. Rathod and Co. shall provide such other services in the nature of certifications and other

professional work, as approved by the Board of Directors. The relevant fees will be determined by the Board, as recommended by the Audit Committee in consultation with the Secretarial Auditors.

The recommendation for the appointment of the secretarial auditor is based on the auditor's credentials, experience, and track record in handling similar assignments. The proposed secretarial auditor, M/s. Rathod and Co., has sound knowledge and sufficient experience for conducting the Secretarial Audit of the Company, and their expertise aligns with the requirements of the company.

The Board recommends the resolution as set out at Item No. 4 of this Notice for approval of the members as an Ordinary Resolution.

None of the Directors, Key Managerial Personnel, or their relatives are in any way concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 of the Notice.

**Item No. 5:** Appointment of Mr. Neel Snehalkumar Shah (DIN: 10770644) as a director and as an Independent Director.

Pursuant to the provisions of Section 161(1) of the Companies Act, 2013, the Articles of Association of the Company and based on the recommendations of the Nomination and Remuneration Committee, the Board of Directors at their meeting held on August 5, 2025, appointed Mr. Neel Snehalkumar Shah (DIN: 10770644) as an Additional Director (Non-executive and Independent) of the Company who holds office upto the date of this Annual General Meeting. Further, Mr. Neel Snehalkumar Shah was appointed as Independent Director for a term of five years commencing from August 5, 2025.

Pursuant to Regulation 17 and Regulation 25 of SEBI (LODR) Regulations, 2015, the appointment of an independent director shall be approved by the shareholders at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier by way of a special resolution. Accordingly, shareholder's approval by way of a special resolution is sought for the appointment of Mr. Neel Snehalkumar Shah as an Independent Director for a term of five years commencing from August 5, 2025.

Further, Mr. Neel Snehalkumar Shah is eligible for appointment as Independent Director and the Company has received a notice in writing under Section 160(1) of the Act from a member proposing his candidature for the office of Independent Director. Pursuant to section 149, 150, 152 and Schedule IV of the Act, shareholder's approval by way of special resolution is sought for appointment of Neel Snehalkumar Shah, as an Independent Director on the Board of the Company who shall not be liable to retire by rotation.

Mr. Neel is a highly skilled and accomplished Chartered Accountant with over eight years of experience as a senior executive in the corporate sector. Throughout his career, he has gained extensive expertise in financial management, taxation, auditing, and corporate governance, enabling him to contribute effectively to business growth and operational efficiency. His strong analytical skills and strategic approach have played a pivotal role in financial planning, risk assessment, and regulatory compliance within the organizations he has been associated with. In the opinion of the Board, Mr. Neel Snehalkumar Shah is independent of the management and meets the criteria for independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of SEBI (LODR) Regulations, 2015 and has submitted a declaration to that effect. He has also confirmed that he is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualification of Directors) Rules, 2014, with respect to the registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs. The terms and conditions of his appointment is open for inspection at the registered office of the company by any member during normal business hours and is also posted on the company's website. A brief profile and other information as required under Regulation 36 of SEBI (LODR) Regulations, 2015 and Secretarial Standard 2 issued by ICSI is provided as Annexure to this Notice.

The Board recommends the resolution set out in item no. 5 of this Notice for the approval of the members of the Company by way of a Special Resolution.

Except Mr. Neel Snehal Kumar Shah and/or his relatives, none of the other directors, key managerial personnel of the Company or their relatives are concerned or interested, financially or otherwise, in the resolution set out at item no. 5 of the Notice.

**Item No. 6:** Material Related Party Transactions between the Company and Shivam Petrochem Industries, a partnership firm forming a part of the promoter group.

As per regulation 2(1)(zc) of the SEBI (LODR) Regulations, 2015, Related Party Transaction includes a transaction involving a transfer of resources, services or obligations between the Company on one hand and a related party of the Company on the other hand. Further as per regulation 2(1)(zb) of the SEBI (LODR) Regulations, 2015 any person or entity forming a part of the promoter or promoter group of the Company falls under the definition of a related party.

Regulation 23 of the Listing Regulations mandates obtaining prior approval of the members of the Company through an ordinary resolution for all 'material' Related Party Transactions. For this purpose, a Related Party Transaction will be considered 'material' if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year, exceeds rupees ₹ 1,000 crore or 10% of the annual consolidated turnover of the Company as per the last audited financial statements, whichever is lower.

In view of the above, the Related Party Transaction for the acquisition of the entire business undertaking of M/s. Shivam Petrochem Industries, a partnership firm forming a part of the promoter group (related party under regulation 2(1)(zc) of the SEBI (LODR) Regulations, 2015), is expected to exceed the aforesaid threshold limit of 10% of the annual consolidated turnover of the Company as per the last audited financial statements. Accordingly, the transaction is being placed before the Members of the Company for their approval by way of an Ordinary Resolution.

The Audit Committee at its meeting held on August 5, 2025, considered all the details as required under the Companies Act, 2013, SEBI (LODR) Regulations, 2015, and other applicable circulars issued by SEBI in this regard, and provided its consent for the proposed material Related Party Transaction and recommended the same to the Board. On recommendation of the Audit Committee, the Board of Directors at their meeting held on August 5, 2025, provided its consent for the proposed material Related Party Transaction and recommended the same to the Members for their approval.

Members may note that as per regulation 23(4) of SEBI (LODR) Regulations, 2015, related parties shall not vote to approve the resolution, irrespective of whether they are a party to the transaction or not.

The necessary details as per Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 and SEBI Circular No. SEBI/HO/CFD/PoD-2/CIR/P/0155 dated November 11, 2024, is as follows:

| SR. NO. | PARTICULARS               | INFORMATION   |
|---------|---------------------------|---|
| 1.      | Name of the Related Party | M/s. Shivam Petrochem Industries  |
| 2.      | Nature of Relationship    | A partnership firm, in which a director or his relative is a partner (Also, a firm belonging to Promoter Group) |

| SR. NO. | PARTICULARS  | INFORMATION  |
|---------|--|--|
| 3.      | Name of the director or key managerial personnel who is related and nature of relationship   | Mr. Kamalkumar Aggarwal, Promoter and Chairman & Managing Director, Mr. Naresh Vijaykumar Goyal, Member of Promoter Group and Joint Managing Director and Mr. Navdeep Naresh Goyal, Promoter and Whole-time Director, are the partners of M/s. Shivam Petrochem Industries. Their and their relative's interest or concern is limited to the extent of their contribution / profit-loss sharing ratio in Shivam Petrochem Industries.  |
| 4.      | Type, nature, material terms, monetary value and particulars of the proposed transaction   | <p>The proposed transaction involves the acquisition by the Company of the entire business undertaking of M/s. Shivam Petrochem Industries.</p> <p>The acquisition shall be effected through a slump sale on a going concern basis at a slump sale consideration not exceeding ₹100 crore (INR One Hundred Crore Only), pursuant to a Slump Sale Agreement to be executed between the Company and the firm. The transaction shall include the transfer of all tangible and intangible assets, contracts, employees, licenses, liabilities, rights, and obligations of the firm, as a whole, without assigning individual values to the assets and liabilities.</p> |
| 5.      | The percentage of the listed entity's annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction   | Not exceeding 48.22% of the company's turnover for the immediately preceding financial year.   |
| 6.      | If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary:   | Transaction related to the acquisition of the entire business undertaking.   |
|         | i. details of the source of funds in connection with the proposed transaction.   | The consideration for the proposed acquisition shall be funded through the Company's internal accruals and/or available cash reserves. No external borrowing is envisaged for this transaction.  |
|         | ii. where any financial indebtedness is incurred to make or give loans, interoperate deposits, advances or investments, <ul style="list-style-type: none"> <li>• nature of indebtedness;</li> <li>• cost of funds; and</li> <li>• tenure;</li> </ul> | Not Applicable   |

| SR. NO. | PARTICULARS   | INFORMATION  |
|---------|---|--|
|         | iii. applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security; and | Not Applicable   |
|         | iv. the purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT.   | The consideration received by the partnership firm shall be in lieu of the transfer of the entire business undertaking and will constitute the realization from the sale of business. The Company shall have no control or oversight over the end-use of such funds by the firm.   |
| 7.      | Justification as to why the RPT is in the interest of the listed entity   | The proposed transaction enables strategic expansion by acquiring a complementary business on a going concern basis. It ensures operational continuity, offers immediate value without setup delays, and creates cost and efficiency synergies. The transaction has been reviewed independently and is in the best interest of the Company and its stakeholders. |
| 8.      | A copy of the valuation or other external party report, if any, such report has been relied upon  | The value of the proposed transaction shall be derived on the basis of mutual negotiations between the Company and the firm, however, the lumpsum consideration shall not exceed ₹100 crore (One Hundred Crore Only).  |
| 9.      | Any other information that may be relevant or important   | Nil  |

The Board recommends the resolution set out in item no. 6 of this Notice for the approval of the members of the Company by way of an Ordinary Resolution.

Mr. Kamalkumar Aggarwal, Promoter and Chairman & Managing Director, Mr. Naresh Vijaykumar Goyal, Member of Promoter Group and Joint Managing Director and Mr. Navdeep Naresh Goyal, Promoter and Whole-time Director, are the partners of M/s. Shivam Petrochem Industries. Their and their relative's interest or concern is limited to the extent of their contribution / profit-loss sharing ratio in Shivam Petrochem Industries.

Further, except above-mentioned, none of the other directors, key managerial personnel of the Company or their relatives are concerned or interested, financially or otherwise, in the resolution set out at item no. 6 of the Notice.

**Registered Office:**

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

Place: Vadodara  
 Date: August 5, 2025

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 SEBI (LODR) Regulations, 2015 and Secretarial Standard - 2 on General Meetings)

| <b>PARTICULARS</b>   | <b>HIMANSHU PRAFULCHANDRA PUROHIT<br/>Whole-time Director<br/>DIN: 03296807</b>  | <b>NEEL SNEHALKUMAR SHAH<br/>Independent Director<br/>DIN: 10770644</b>  |
|--|--|--|
| Date of Birth (Age)  | 30/07/1973<br>(52 Years)   | 21/06/1994<br>(31 Years)   |
| Brief resume, Qualification, experience and expertise of the Director  | <p>Mr. Himanshu Purohit holds a master's degree in science in Inorganic Chemistry from the Sardar Patel University, Gujarat. He has more than 25 years of experience in production related operations. He has been on the Board since May 1, 2012.</p> | <p>Mr. Neel Shah is a Chartered Accountant with over eight years of professional experience. He is currently serving as a Senior Executive in the capacity of Head of Operations since 2016 in a well-established organisation in printing sector. In this role, he has been responsible for overseeing the daily functioning of the factory engaged in the production and printing including client relations. He plays a key role in ensuring timely production, maintaining quality standards, optimizing processes, controlling costs, and leading cross-functional teams across production, quality control, and client servicing.</p> <p>He is also an Independent Director on the Board of a public company in the healthcare sector. He holds extensive qualifications and expertise in the areas of financial management, taxation, auditing, and corporate governance.</p> <p>With strong analytical and strategic skills, Mr. Neel Shah brings valuable insight into financial planning, operational efficiency, risk assessment, and business advisory, contributing meaningfully to board deliberations and corporate governance.</p> |
| The skills and capabilities of Independent Director and its fulfilment along with justification for choosing the appointees for appointment as Independent Directors | Not Applicable   | The educational qualifications, expertise and experience of Mr. Neel Shah enables him to fulfil his role and discharge his responsibilities as Independent Director.   |

| <b>PARTICULARS</b>   | <b>HIMANSHU PRAFULCHANDRA PUROHIT</b><br><b>Whole-time Director</b><br><b>DIN: 03296807</b>  | <b>NEEL SNEHALKUMAR SHAH</b><br><b>Independent Director</b><br><b>DIN: 10770644</b>  |
|--|--|--|
| 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. Neel Shah is proposed to be appointed as Independent Director of the Company for a term of five years commencing from August 5, 2025. He 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   | 01/05/2012   | 05/08/2025   |
| Number of Board Meetings attended during the financial year 2024-25                            | 5 (Five)   | Not Applicable   |
| Remuneration drawn during the financial year 2024-25   | 48.60 Lakhs  | Not Applicable   |
| Number of shares held in the Company as on March 31, 2025:                                     |  |  |
| a. Own   | a. NIL   | a. Nil   |
| b. For other persons on a beneficial basis   | b. NIL   | b. Nil   |
| Relationship with other Directors, Manager and other KMP                                       | None   | None   |
| Directorship in other Companies as on March 31, 2025   | Nil  | <b>Independent Director:</b><br>- Medicap Healthcare Limited   |
| Committee position held in other listed Companies as on March 31, 2025                         | Nil  | Nil  |
| Listed entities from which the Director has resigned from Directorship in last three (3) years | Nil  | Nil  |