



DENIS CHEM LAB LIMITED

MANUFACTURERS OF PARENTERAL PRODUCTS

[CIN:L24230GJ1980PLC003843]



ADDRESS: 401 – ABHISHREE, OPP. OM TOWER, SATELLITE ROAD, AHMEDABAD – 380 015 GUJARAT, INDIA
TEL.: +91 (79) 26925716, 26925719 FAX: +91 (79) 26925710 Email: denischem401@gmail.com

24th July, 2024

BSE Limited

PhirozeJeejeebhoy Towers,
Dalal Street, Fort,
Mumbai - 400 001

Company Code No. 537536

Dear Sirs,

Sub.: Outcome of Board Meeting – Intimation of date of Annual General Meeting, Book Closure & E-voting

This is to inform you that the Board of Directors of the Company in their meeting held today i.e. on 24th July, 2024 has decided to:

1. Convene the 43rd Annual General Meeting ('AGM') of the Members of the Company at 12:00 Noon on Thursday, the 26th September, 2024 through Video Conferencing (VC)/Other Audio Visual Means (OAVM) in compliance with the applicable provisions of the Companies Act, 2013 read with MCA General Circular No. 9/2023 dated 25th September, 2023 read with the requirements laid down in Para 3 and Para 4 of the General Circular No. 20/2020 dated 5th May, 2020 and earlier circulars issued in this regard extending relaxation by the Ministry of Corporate Affairs ("MCA circulars") and in compliance with the provisions of the Companies Act, 2013 ("Act") and SEBI Circular dated 6th October, 2023 & 7th October, 2023 (hereinafter referred to as SEBI Circulars) and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;
2. Further note that the Register of Members and Share Transfer Books of the Company will remain closed from Friday, the 20th September, 2024 to Thursday, the 26th September, 2024 (both days inclusive) for the purpose of the above referred 43rd Annual General Meeting and to determine Members/Shareholders eligible for payment of Final Dividend of Rs. 2.50/- per Equity Share i.e. (25%) on the Equity Shares of face value Rs. 10/- each for the financial year ended 31st March, 2024, if declared at the said Annual General Meeting.

The payment of aforesaid dividend, if any, will be made on or after 26th September, 2024 within the statutory time limit.

3. The Company has provided its Shareholders, the facility to cast their vote by Electronic means i.e. 'Remote e-voting' and 'e-voting system during the AGM' on all the resolutions set forth in the Notice of 43rd Annual General Meeting. The details of 'Remote e-voting' are given under:



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1	Date & Time of commencement of Remote e-voting	at 9.00 A.M. on 23 rd September, 2024
2	Date & Time of end of Remote e-voting	at 5.00 P.M. on 25 th September, 2024
3	Cut-off date for determining rights of entitlement of Remote e-voting	19 th September, 2024
4	E-voting system during the AGM shall not be allowed beyond	15 minutes after the conclusion of AGM

4. The Board in their meeting held today, based on the recommendation of the Nomination and Remuneration Committee of the Company (“NRC”), also considered and approved:

- a) Appointment of Mr. Hemang Patel (DIN: 00273995), as an Independent Director of the Company for a term of five consecutive years w.e.f. 1st September, 2024 subject to approval of members/shareholders of the Company;
- b) Appointment of Mr. Dipak Patel (DIN: 02052080) as an Independent Director of the Company for a term of five consecutive years w.e.f. 1st September, 2024 subject to approval of members/shareholders of the Company;
- c) Re-appointment of Mr. Hemendrakumar Shah (DIN: 00077654), as Independent Director of the Company for his second term of five consecutive years w.e.f. 24th February, 2025 subject to approval of members/shareholders of the Company.

In accordance with Regulation 30 of Listing Regulations, the necessary disclosures including brief profile of the Directors appointed/re-appointed as above are as per Annexure – 1.

5. The Board, in their meeting held today, also considered and approved:

- a) Re-appointment of M/s. Kashyap R. Mehta & Associates, Company Secretaries, (Membership No: FCS-1821, COP No.: 2052), as Secretarial Auditors of the Company for the F.Y. 2024-25.
- b) Re-appointment of M/s. Kiran J. Mehta & Co., Cost Accountants, Ahmedabad (Firm Registration No. 000025), as Cost Auditors of the Company for the F.Y. 2024- 25.

The necessary disclosures under Regulation 30 of Listing Regulations are as per Annexure –2.



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- c) Re-constitution of Audit Committee, Nomination & Remuneration Committee, Stakeholders Relationship Committee and Corporate Social Responsibility Committee with effect from 1st September, 2024, the details of which is attached as Annexure – 3.

This is in due compliance of the relevant regulation of SEBI (LODR) Regulations, 2015.

Request you to please take the same on your records.

This is in due compliance of the relevant Regulations of the SEBI (LODR) Regulations, 2015.

The Meeting of Board of Directors was commenced at 10:00 a.m. and concluded at 1:15 p.m.

Thanking you,

FOR DENIS CHEM LAB LIMITED

**ANAL DESAI
COMPANY SECRETARY &
COMPLIANCE OFFICER**

Encl: - Format for the Intimation of Book Closures/Record Date
- Annexure –1, 2 & 3



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FORMAT FOR THE INTIMATION OF BOOK CLOSURES AND DECLARATION

To,
BSE Limited

ATTN: MARKET OPERATIONS DEPARTMENT

NAME OF THE COMPANY: DENIS CHEM LAB LIMITED

SECURITY CODE	TYPE OF SECURITY	BOOK- CLOSURE FROM TO	CUT-OFF DATE FOR E-VOTING	PURPOSE
537536 (DENISCHEM)	Equity Shares	20-09-2024 to 26-09-2024	19-09-2024	1) For the purpose of 43 rd Annual General Meeting; and 2) Determination of Members eligible for payment of Final Dividend of Rs. 2.50/- per Equity Share i.e. (25%) on the Equity Shares of face value Rs.10/- each for the financial year ended 31 st March, 2024, if declared at the said Annual General Meeting.

DECLARATION & UNDERTAKING:

This is to declare that at the timer of fixing the date of Book Closure, all the Securities received for transfer one month prior to the date of this intimation of Closure of Register of Members have been duly transferred and despatched to the transferees and the Company further undertake that the Securities pending for transfer and further Securities lodged for transfer will be transferred and despatched within 15 days from the date of receipt.

for DENIS CHEM LAB LIMITED

Place: Ahmedabad
Date: 24th July, 2024

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Annexure - 1

Brief Profile of the Directors Appointed/ Re- appointed:

Name of Director(s)	Mr. Hemendrakumar C. Shah (DIN: 00077654)	Mr. Hemang Patel (DIN: 00273995)	Mr. Dipak Patel (DIN: 02052080)
Category of Director(s)	Independent Director	Independent Director	Independent Director
Qualification of Director	B.Com, LL.B, M.Com, ACMA, CAIIB, ACS	B. Com. M.B.A. (Finance)	Bachelor of Science (Special Chemistry), MBA
Brief profile & Experience / Expertise in Specific Functional Areas of Director	Shri Hemendrakumar Shah holds a Bachelor degree in Commerce and Law, Masters in Commerce as well as qualified Cost and Management Accountant (ACMA). He is also a qualified Company Secretary. His profile includes vast experience of more than 42 years in Finance, Cost & Management Accounting, Taxation Secretarial, Legal, Insurance and other related matters.	Mr. Hemang Patel holds a Bachelor degree in Commerce, Masters in Business Administration (Finance). He is an entrepreneur and business owner with over 33 years of business leadership experience, excel in business development, clients relations and strategic planning with profound knowledge of accounts and financial planning. His profile includes diversified businesses lines which include Steel Pipes distribution & manufacturing and marketing Intra Ocular Lenses and other Ophthalmic medical device & Pharma products.	He is an industrialist having vast experience of more than 40 years in Manufacturing, Marketing, Export and Imports of speciality Chemicals.
Date of Appointment	24 th February, 2025	1 st September, 2024	1 st September, 2024
Reason for change	Re-appointment	Appointment	Appointment
Terms of Appointment	Re-appointment as Independent Director of the Company for second term of five consecutive years w.e.f. 24 th February, 2025 subject to approval of members / shareholders of the Company.	Appointment as Independent Director (Non Executive) of the Company for a term of 5 consecutive years w.e.f. 1 st September, 2024, subject to the approval of the members/shareholders of the Company.	Appointment as Independent Director (Non Executive) of the Company for a term of 5 consecutive years w.e.f. 1 st September, 2024, subject to the approval of the members / shareholders of the Company.
Shareholding of Director in the Company	Nil	Nil	Nil
Relationship between Directors	Not Related	Not Related	Not Related
Affirmation that the Director being appointed is not debarred from holding the office of director by virtue of any SEBI order or any other such authority	Yes, not debarred from holding the office of director by virtue of any SEBI order or any other such authority.	Yes, not debarred from holding the office of director by virtue of any SEBI order or any other such authority.	Yes, not debarred from holding the office of director by virtue of any SEBI order or any other such authority.

for DENIS CHEM LAB LIMITED

ANAL R. DESAI
COMPANY SECRETARY & COMPLIANCE OFFICER



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Annexure - 2

Brief Profile of the Auditor appointed:

The disclosure pursuant to SEBI Circular no. CIR/CFD/CMD/4/2015 dated 9th September, 2015 read with SEBI Circular no. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13th July, 2023 with regard to change in Auditor is given herein under:-

Sr. No.	Particulars	Details of Secretarial Auditor	Details of Cost Auditors
(a)	Name of Auditors	M/s. Kashyap R. Mehta & Associates, Company Secretaries	M/s. Kiran J. Mehta & Co., Cost Accountants
(b)	Reason for change	Re-appointment	Re-appointment
(c)	Date & Terms of Appointment	24/07/2024 Re-appointed as Secretarial Auditors of the Company for the F.Y. 2024-25.	24/07/2024 Re-appointed as Secretarial Auditors of the Company for the F.Y. 2024-25.
(d)	Brief Profile (in case of appointment)	Mr. Kashyap R. Mehta holds degree of B.Com, FCS, ACIS (London), ACMA. He is a Company Secretary in practice since more than 3 decades. He has vast experience in Corporate Laws & Finance.	M/s. Kiran J. Mehta & Co., Cost Accountants having qualified Cost & Management Accountants rendering services encompassing, services of Audit & Assurance, Indirect Taxes, Management Advisory Services, etc. The partners of the firm have vast experience in the field of Cost & Management Accountancy.
(e)	Disclosure of relationships between Directors (in case of appointment of a director)	Not Applicable	Not Applicable

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Annexure - 3

A. Re-constitution of the Audit Committee with following as members w.e.f. 1st September, 2024:

Sr. No.	Name	Committee Position	Company Designation
1	Mr. Hemang Patel	Chairman	Non-Executive & Independent Director
2	Mr. Dipak Patel	Member	Non-Executive & Independent Director
3	Mr. Dinesh Patel	Member	Non- Executive & Non- Independent Director

B. Re-constitution of the Nomination & Remuneration Committee with following as members w.e.f. 1st September, 2024:

Sr. No.	Name	Committee Position	Company Designation
1	Mr. Hemang Patel	Chairman	Non-Executive & Independent Director
2	Mr. Dipak Patel	Member	Non-Executive & Independent Director
3	Ms. Anar Patel	Member	Non- Executive & Non- Independent Director

C. Re-constitution of the Stakeholders Relationship Committee with following as members w.e.f. 1st September, 2024:

Sr. No.	Name	Committee Position	Company Designation
1	Ms. Anar Patel	Chairman	Non-Executive & Non- Independent Director
2	Mr. Dipak Patel	Member	Non-Executive & Independent Director
3	Mr. Himanshu Patel	Member	Managing Director

D. Re-constitution of the Corporate Social Responsibility Committee with following as members w.e.f. 1st September, 2024:

Sr. No.	Name	Committee Position	Company Designation
1	Mr. Hemang Patel	Chairman	Non-Executive & Independent Director
2	Ms. Anar Patel	Member	Non-Executive & Non- Independent Director
3	Mr. Himanshu Patel	Member	Managing Director

for DENIS CHEM LAB LIMITED

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