



Date: August 02, 2024

| | |
|-------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------|
| The BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001 | National Stock Exchange of India Ltd. Exchange Plaza, Plot no. C/1, G Block, Bandra-Kurla Complex, Bandra (East) Mumbai - 400 051 |
| Scrip Code: 530117 | Scrip Code: PRIVISCL |

Sub: Scrutinizer's Report on the voting results of the business transacted at the 39th Annual General Meeting (AGM)

Dear Sir,

Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 please find enclosed the Report of the Scrutinizer dated August 02, 2024, on the voting results of the business transacted at the 39th AGM of the Company held on August 01, 2024.

The Scrutinizer's report is also available on the website of the Company at www.privi.com and on the website of Link Intime India Private Limited (<https://instavote.linkintime.co.in/>)

Kindly take the above on record.

Thanking You,

Yours Faithfully,
For **Privi Speciality Chemicals Limited**

Ashwini Saumil Shah
Company Secretary
ACS: 58378

Encl: As above



PRIVI SPECIALITY CHEMICALS LIMITED

Knowledge Centre & Regd. Office : Privi House, A-71, TTC, Thane Belapur Road, Near Kopar Khairane Railway Station, Navi Mumbai - 400 710. India | Tel. : +91 22 68713200 / 33043500 / 33043600 / 27783040 / 27783041 / 27783045
Fax: +91 22 27783049 / 68713232 | Email: enquiry@privi.co.in | Web: www.privi.com | CIN: L15140MH1985PLC286828

Rathi & Associates

COMPANY SECRETARIES

A-303, Prathamesh, 3rd Floor, Raghuvanshi Mills Compound, 11-12, Senapati Bapat Marg, Lower Parel (W), Mumbai - 400 013.
Tel.: 4076 4444 / 2491 1222 • Fax : 4076 4466 • E-mail : associates.rathi8@gmail.com

02nd August, 2024

The Chairman/Company Secretary
Privi Speciality Chemicals Limited
"Privi House", Plot No. A- 71 TTC,
Thane Belapur Road,
Near Kopar Khairne Railway Station,
Navi Mumbai – 400 710

Dear Sir,

Sub: **Scrutinizer's Report on the Remote e-voting prior to and e-voting conducted during the 39th Annual General Meeting of the Members of Privi Speciality Chemicals Limited held on 1st August, 2024**

Privi Speciality Chemicals Limited ("the Company") vide resolution of its Board of Directors dated 2nd May, 2024 appointed the undersigned as the Scrutinizer to ensure that the process of remote e-voting prior to 39th Annual General Meeting ("AGM") and e-voting during the AGM on the resolutions contained in the Notice of the AGM, as prescribed under Section 108 of the Companies Act, 2013 ("the Act") as amended from time to time, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 placed for the approval of Members of the Company, be carried out in a fair and transparent manner.

The AGM was held through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM") without the physical presence of the Members at a common venue in compliance with the General Circular Nos. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, and 09/2023 dated September 25, 2023 issued by the Ministry of Corporate Affairs, Government of India ("MCA Circulars") read with the Securities and Exchange Board of India's Circular dated May 12, 2020 bearing Ref. No.: SEBI/HO/CFD/CMD1/CIR/P/2020/79, October 07, 2023 bearing Ref. No: SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 (collectively "Circulars"). The Company had also provided e-voting facility during the AGM to those Members who did not vote through remote e-voting facility prior to the AGM.



The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules made thereunder, the circulars issued by the MCA and SEBI and the applicable regulations of the SEBI Listing Regulations, relating to remote e- voting prior to and e-voting during the AGM on the resolutions contained in the aforesaid Notice of the AGM of the members of the Company. My responsibility as a Scrutinizer is to scrutinize and ensure that the voting through remote e-voting prior to and e-voting during the AGM is done in a fair and transparent manner and to make a Consolidated Scrutinizer's Report of the votes casted "in favor" or "against" the resolutions, based on the reports generated from the remote e-voting prior to AGM and e-voting during the AGM as per the facility provided by Link Intime (India) Private Limited, the agency engaged by the Company to provide remote e-voting prior to and e-voting during the AGM.

As required under Section 101 of the Act, read with aforementioned circulars issued by MCA, Notice of AGM along with Explanatory Statement under Section 102 of the Act was sent to the Members by permitted means. Following resolutions were proposed for approval by remote e-voting prior to the AGM and e-voting during the AGM by the Members of the Company:

1. **Resolution No. 1** as an Ordinary Resolution to receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2024, along with the Directors' Report and Auditors' Reports thereon.
2. **Resolution No. 2** as an Ordinary Resolution to declare a final dividend of Rs. 2.00 (20%) per equity share of face value of Rs. 10/- each for the financial year ended on March 31, 2024.
3. **Resolution No. 3** as an Ordinary Resolution to re-appoint Mr. Mahesh P. Babani (DIN: 00051162), who retired by rotation and being eligible, had offered himself for re-appointment as Director of the Company.
4. **Resolution No. 4** as an Ordinary Resolution for ratification of remuneration payable to M/s Kishore Bhatia & Associates (Firm Registration Number 00294), Cost Accountants, of Rs. 7,50,000/- plus applicable taxes and out of pocket expenses for the financial year ending March 31, 2025.
5. **Resolution No. 5** as a Special Resolution for re-appointment of Mr. Mahesh P. Babani (DIN: 00051162) as the Chairman and Managing Director of the Company for the period of five years commencing w.e.f. April 01, 2025 and payment of remuneration to him.



The Company provided remote e-voting facility to the members to cast votes on aforesaid resolutions prior to the AGM. The Company also provided e-voting facility during the 39th AGM to those members who did not cast their votes through remote e-voting facility prior to the AGM, to enable them to cast their votes on the aforesaid resolutions.

Remote e-voting facility was made available to the shareholders of the Company during the period from 9.00 a.m. on Monday, 29th July, 2024 upto 5.00 p.m. on Wednesday, 31st July, 2024. Accordingly, e-votes cast upto 5.00 p.m. on Wednesday, 31st July, 2024 have been considered for my scrutiny.

After the conclusion of the 39th Annual General Meeting, the voting through remote e-voting prior to AGM and e-voting during the AGM were unlocked. In case of shareholders who casted votes through remote e-voting prior to the AGM as well as through e-voting conducted during the AGM, the voting through remote e-voting prior to AGM of such shareholders was treated as valid. A summary of the votes cast by shareholders through remote e-voting prior to AGM and e-voting conducted during the AGM with their pattern of voting is as per Annexure attached to this Report.

The results of the voting by members through remote e-voting prior to AGM and e-voting conducted during the AGM in respect of the above-mentioned resolutions may accordingly be declared by the Company Secretary of the Company (who has been so authorized by the Chairman in writing) and who has also countersigned this Report.

Thanking you,

Yours sincerely,

For **RATHI & ASSOCIATES**
COMPANY SECRETARIES



HIMANSHU S. KAMDAR
PARTNER

MEM. NO.: FCS 5171

COP NO. 3030

UDIN: F005637F000880324

P.R NO. 668/2020



COUNTERSIGNED BY

For Privi Speciality Chemicals Limited



Ashwini Shah

Company Secretary

Membership No. ACS: 58378



ANNEXURE

Resolution No. 1 as an Ordinary Resolution to receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2024, along with the Directors' Report and Auditors' Reports thereon.

| Sr. No. | Particulars | Resolution 1 | |
|---------|---------------------------------------------|--------------------------|-------------------------|
| | | No. of members who voted | No. of shares voted for |
| a. | Votes cast through e-voting at AGM | 6 | 31 |
| b. | Votes cast through remote e-voting | 53 | 3,31,51,099 |
| | Total | 59 | 3,31,51,130 |
| c. | Less: Invalid voting | 0 | 0 |
| d. | Net Valid voting | 59 | 3,31,51,130 |
| | (i) Voting with assent for the Resolution | 59 | 3,31,51,130 |
| | % of Assent | | 100 |
| | (ii) Voting with dissent for the Resolution | 0 | 0 |
| | % of Dissent | | 0 |



Resolution No. 2 as an Ordinary Resolution to declare a final dividend of Rs. 2.00 (20%) per equity share of face value of Rs. 10/- each for the financial year ended on March 31, 2024.

| Sr. No. | Particulars | Resolution 2 | |
|---------|----------------------------------------|--------------------------|-------------------------|
| | | No. of members who voted | No. of shares voted for |
| a. | Votes cast through e-voting at AGM | 6 | 31 |
| b. | Votes cast through remote e-voting | 53 | 3,31,51,099 |
| | Total | 59 | 3,31,51,130 |
| c. | Less: Invalid voting | 0 | 0 |
| d. | Net Valid voting | 59 | 3,31,51,130 |
| (i) | Voting with assent for the Resolution | 59 | 3,31,51,130 |
| | % of Assent | | 100 |
| (ii) | Voting with dissent for the Resolution | 0 | 0 |
| | % of Dissent | | 0 |



Resolution No. 3 as an Ordinary Resolution for re-appointment of Mr. Mahesh P. Babani (DIN: 00051162), who retired by rotation and being eligible, had offered himself for re-appointment as Director of the Company

| Sr. No. | Particulars | Resolution 3 | |
|---------|----------------------------------------|--------------------------|-------------------------|
| | | No. of members who voted | No. of shares voted for |
| a. | Votes cast through e-voting at AGM | 6 | 31 |
| b. | Votes cast through remote e-voting | 53 | 3,31,51,099 |
| | Total | 59 | 3,31,51,130 |
| c. | Less: Invalid voting | 0 | 0 |
| d. | Net Valid voting | 59 | 3,31,51,130 |
| (i) | Voting with assent for the Resolution | 59 | 3,31,51,130 |
| | % of Assent | | 100 |
| (ii) | Voting with dissent for the Resolution | 0 | 0 |
| | % of Dissent | | 0 |



Resolution No. 4 as an Ordinary Resolution for ratification of remuneration payable to M/s Kishore Bhatia & Associates (Firm Registration Number 00294), Cost Accountants, of Rs. 7,50,000/- plus applicable taxes and out of pocket expenses for the financial year ending March 31, 2025.

| Sr. No. | Particulars | Resolution 4 | |
|---------|---------------------------------------------|--------------------------|-------------------------|
| | | No. of members who voted | No. of shares voted for |
| a. | Votes cast through e-voting at AGM | 6 | 31 |
| b. | Votes cast through remote e-voting | 53 | 3,31,51,099 |
| | Total | 59 | 3,31,51,130 |
| c. | Less: Invalid voting | 0 | 0 |
| d. | Net Valid voting | 59 | 3,31,51,130 |
| | (i) Voting with assent for the Resolution | 59 | 3,31,51,130 |
| | % of Assent | | 100 |
| | (ii) Voting with dissent for the Resolution | 0 | 0 |
| | % of Dissent | | 0 |



Resolution No. 5 as a Special Resolution for re-appointment of Mr. Mahesh P. Babani (DIN: 00051162) as the Chairman and Managing Director of the Company for the period of five years commencing w.e.f. April 01, 2025 and payment of remuneration to him.

| Sr. No. | Particulars | Resolution 5 | |
|---------|---------------------------------------------|--------------------------|-------------------------|
| | | No. of members who voted | No. of shares voted for |
| a. | Votes cast through e-voting at AGM | 6 | 31 |
| b. | Votes cast through remote e-voting | 53 | 3,31,51,099 |
| | Total | 59 | 3,31,51,130 |
| c. | Less: Invalid voting | 0 | 0 |
| d. | Net Valid voting | 59 | 3,31,51,130 |
| | (i) Voting with assent for the Resolution | 51 | 3,31,15,206 |
| | % of Assent | | 99.89 |
| | (ii) Voting with dissent for the Resolution | 8 | 35,924 |
| | % of Dissent | | 0.11 |

