

December 6, 2024

SE/CS/2024-25/50

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai – 400 001
Company Scrip Code – 530871

National Stock Exchange of India Limited
Exchange Plaza, Plot no. C/1, G Block,
Bandra-Kurla Complex, Bandra (W),
Mumbai – 400 051
Company Scrip Code – CHEMBOND

Subject: Summary of Proceedings of the Meeting of the Equity Shareholders of Chembond Chemicals Limited (“the Company”) convened as per the direction of the Hon’ble National Company Law Tribunal, Mumbai Bench (“NCLT”) held on Friday, December 6, 2024, at 11.00 A.M.(IST)

We refer to our letter bearing Ref. no. SE/CS/2024-25/48 dated November 4, 2024, where in the Company had submitted the notice of the NCLT Convened Meeting of the Equity Shareholders of the Company to be held on Friday, December 6, 2024 (“**Notice of Meeting**”).

Pursuant to the Order dated October 11, 2024 (“**Order**”) passed by the NCLT and in compliance with applicable provisions of the Companies Act, 2013 (“**the Act**”) and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**SEBI Listing Regulations**”), each as amended from time to time, we would like to inform that the Meeting of Equity Shareholders of the Company (“**Meeting**”) was held on Friday, December 6, 2024 at 11.00 a.m. (IST) through Video Conferencing (“**VC**”)/ Other Audio Visual Means (“**OAVM**”) without physical presence of the Members at common venue for approval to the Composite Scheme of Arrangement between Chembond Chemicals Limited (“**Demerged Company**” or “**Transferee Company**” or “**Company**”), Chembond Chemical Specialties Limited (“**Resulting Company**” or “**CCSL**”), Chembond Clean Water Technologies Limited (“**Transferor Company No. 1**” or “**CCWTL**”), Chembond Material Technologies Private Limited (“**Transferor Company No. 2**” or “**CMTPL**”), Phiroze Sethna Private Limited (“**Transferor Company No. 3**” or “**PSPL**”) and Gramos Chemicals (India) Private Limited (“**Transferor Company No. 4**” or “**GCIPL**”) and their respective shareholders (“**Scheme**” or “**Composite Scheme of Arrangement**”) pursuant to the provisions of Sections 230 to 232 read with Section 66 and other applicable provisions of the Act. We would like to inform that the business contained in the Notice was transacted and passed with requisite majority.

In this regard, we are enclosing herewith the Summary of the proceedings of the Meeting of the Company, as required under Regulation 30 and Part A of Schedule III of the SEBI Listing Regulations, marked as **Annexure A**.

The meeting concluded at 11:34 A.M. (IST) after being open for 15 minutes for e-voting to be completed. The voting results along with the Scrutinizer’s Report will be made available on the Company’s website at www.chembondindia.com and the National Securities Depository Limited at www.evoting.nsdl.com

You are requested to kindly take the same on record

For Chembond Chemicals Limited

Suchita Singh
Company Secretary and Compliance Officer

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CIN: L24100MH1975PLC018235

Summary of Proceedings of the Meeting of the Equity Shareholders of Chembond Chemicals Limited (the Company) convened pursuant to the directions of the Hon'ble National Company Law Tribunal, Mumbai Bench (NCLT) held on Friday, December 6, 2024

The Meeting of the Equity Shareholders of the Company convened pursuant to the directions of the NCLT was held today, i.e. December 6, 2024, at 11.00 a.m. (IST) through video conferencing/other audio-visual means ("VC/OAVM") ("Meeting") without the physical presence of the Members at a common venue. The Meeting was conducted in compliance with the provisions of the Companies Act, 2013 ("the Act"), read with the applicable general circulars issued by the Ministry of Corporate Affairs for holding general meetings through VC/OAVM, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), other applicable SEBI Circulars and Secretarial Standard on General Meetings as issued by the Institute of Company Secretaries of India ("SS-2").

1. Mr. Sameer V. Shah, Chairman and Managing Director, appointed as Chairman to conduct the meeting as directed by NCLT, chaired the Meeting. He welcomed the Members to the Meeting. He further informed that the Meeting was convened pursuant to the Order of NCLT in the matter of Composite of Scheme of Arrangement between Chembond Chemicals Limited ("Demerged Company" or "Transferee Company" or "Company"), Chembond Chemical Specialties Limited ("Resulting Company" or "CCSL"), Chembond Clean Water Technologies Limited ("Transferor Company No. 1" or "CCWTL"), Chembond Material Technologies Private Limited ("Transferor Company No. 2" or "CMTPL"), Phiroze Sethna Private Limited ("Transferor Company No. 3" or "PSPL") and Gramos Chemicals (India) Private Limited ("Transferor Company No. 4" or "GCIPL") and their respective shareholders ("Scheme" or "Composite Scheme of Arrangement") pursuant to the provisions of Sections 230 to 232 read with Section 66 and other applicable provisions of the Act. The requisite quorum being present, the Chairman called the Meeting to Order.

At the request of the Chairman, Ms. Suchita Singh, Company Secretary, welcomed the Members and provided them with necessary details relating to their participation in the Meeting through VC/OAVM without the physical presence of the Members at a common venue. She informed that the Company had provided its members with the facility to cast their votes prior to the Meeting, through remote e-voting electronically, using the facility provided by National Securities Depository Limited ("NSDL"). She further informed that the voting facility was also made available during the Meeting for the benefit of Members who attended the Meeting through VC/OAVM and had not cast their votes earlier through remote e-voting. She informed to the Members that the documents that were referred to in the Notice were available for inspection on the website of the Company i.e. www.chembondindia.com.

2. The Chairperson conducted the Meeting with the assistance of Ms. Suchita Singh, Company Secretary and compliance officer of the Company.
3. The Company Secretary informed that pursuant to NCLT Order, Mr. Virendra G. Bhatt, Practicing Company Secretary, was appointed as Scrutinizer to scrutinize the votes cast by remote e-voting prior to the Meeting and e-voting during the Meeting, in a fair and transparent manner.
4. The Company Secretary informed that (a) the Notice of the Meeting, (b) the Statement under Section 102 read with Section 230 to Section 232 of the Act, the rules framed thereunder, SEBI Listing Regulations, Secretarial Standards and other applicable SEBI Circulars, (c) the Composite

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Scheme of Arrangement and (d) other relevant documents in connection with the said Scheme and as referred to in the Notice had been dispatched to the Members through electronic means via e-mail to those shareholders whose e-mail addresses were registered with the Company/Registrar & Transfer Agent/Depository Participant(s)/Depositories as on October 25, 2024. In addition, the advertisements containing the details of the Meeting, sending of the Notice to the Meeting and details on e-voting were duly published in newspapers, in accordance with the directions of NCLT.

- Mr. Nirmal V. Shah then briefed the Members that the salient features, rationale and benefits of Scheme of Arrangement were already mentioned in the Notice. The following resolution set out in the Notice convening the Meeting was put up to the Members for voting during the Meeting.

Item No.	Details of Resolution
1.	Approval for Composite of Scheme of Arrangement between Chembond Chemicals Limited (“Demerged Company” or “Transferee Company” or “Company”), Chembond Chemical Specialties Limited (“Resulting Company” or “CCSL”), Chembond Clean Water Technologies Limited (“Transferor Company No. 1” or “CCWTL”), Chembond Material Technologies Private Limited (“Transferor Company No. 2” or “CMTPL”), Phiroze Sethna Private Limited (“Transferor Company No. 3” or “PSPL”) and Gramos Chemicals (India) Private Limited (“Transferor Company No. 4” or “GCIPL”) and their respective shareholders

- The Company Secretary then invited the Members to express their views, ask questions and seek clarifications on the proposed Composite Scheme of Arrangement. There were no queries, and no speakers attended the meeting.
- The Chairperson, then authorized Ms. Suchita Singh, the Company Secretary, to carry out the voting procedure and conclude the Meeting. It was further informed to the Members that the voting results would be disseminated to the Stock Exchanges where the Company’s shares are listed and would also be made available on the website of the Company at www.chembondindia.com and of NSDL at www.evoting.nsdl.com.
- The Chairperson then thanked the Members for attending and participating at the Meeting. He also thanked the Board of Directors for joining the Meeting virtually. The remote e-voting facility was kept open for the next 15 minutes to enable the Members to cast their vote. The meeting was thereafter declared as closed.

Yours faithfully,

For Chembond Chemicals Limited

Suchita Singh
Company Secretary and Compliance Officer