



June 21, 2023

To,
Department of Corporate Services
The BSE Limited
Phiroze Jeejeebhoy Towers
Fort, Mumbai - 400 001

Scrip Code: 500120

Gist of proceedings of the Annual General Meeting of Diamines and Chemicals Limited held on 21st June, 2023.

The 47th (forty-seventh) annual general meeting of the members of the company was held on Wednesday, the 21st June, 2023 commenced at 1:00 PM at the registered office of the Company at plot no. 13, PCC area, P.O. Petrochemicals, Vadodara – 391346.

39 (Thirty Nine) Shareholders remained personally present, including 3 (Three) valid representation received from Body Corporate representing 19,53,606 Equity Shares, whose names are mentioned in the attendance register. Mr. Shripal Shah and Mr. Rohit Parekh, representatives of M/s K C Mehta & Co LLP, Chartered Accountants, the Company's Auditors and Mr. Sandip Sheth and Mr. Prashant Prajapati from M/s Sandip Sheth & Associates, Secretarial Auditors remained present in the Meeting. Chairman of Audit Committee, Nomination and Remuneration Committee and Stakeholder's Relationship Committee remained present in the Meeting.

Mr. Amit Mehta, Executive Chairman of the Company occupied the chair and after ascertaining required quorum, the Meeting proceeded further.

The Chairman gave the overview of the financial performance of the Company for the financial year ended March 31, 2023 and its future outlook. On the invitation of the Chairman, several members asked relevant questions on the performance of the Company, which were satisfactorily replied by the Executive Chairman, Executive Director and Professional Director.

Following businesses were transacted in the Meeting:

Ordinary Businesses:

- 1) To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended on March 31, 2023 together with the Reports of the Board of Directors' and Auditors' thereon including the Audited Consolidated Financial Statement of the Company for the year ended on March 31, 2023.

- 2) To appoint a Director in place of Mr. Rajendra Chhabra (DIN: 00093384) who retires by rotation and being eligible, offers himself for re-appointment.
- 3) To confirm the payment of Interim Dividend on Equity Shares for the financial year 2022-23 and to declare Final Dividend of ₹ 3/- per Ordinary (Equity) share of ₹10/- each for the financial year 2022-2023
- 4) To re-appoint Statutory Auditors and fix their remuneration

Special Businesses:

- 5) Ratification of Remuneration to Cost Auditor
- 6) To approve payment of Remuneration of Mr. Rajendra Chhabra as Non-Executive Director in the category of Professional Director exceeding fifty per cent of the total Remuneration/compensation/fees payable to all other Non-Executive Director of the Company for the financial year 2023-24
- 7) Re-appointment of Mr. Amit Mehta (DIN: 00073907) as an Executive Chairman
- 8) Application for listing of equity share capital on Main Board of NSE

The Chairman informed the members that pursuant to provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, Company has provided an opportunity to all members for casting their votes electronically in respect of the businesses to be transacted at the Annual General Meeting. E-voting commenced at 9.00 a.m. on June 17, 2023 and ended at 5.00 p.m. on June 20, 2023.

He also informed the members about the arrangement of voting through ballot paper at the AGM.

He also added that M/s. Sandip Sheth & Associates, Practicing Company Secretaries, has been appointed as Scrutinizer by the Board to conduct the e-voting in a fair and transparent manner and Scrutinizer's report along with e-voting result will be placed on the website of the Company in due course of time and intimation of the same will be given to the Stock Exchange.

The meeting concluded with a vote of thanks to the Chairman at 1.48 p.m.

For Diamines and Chemicals Limited

Hemaxi Pawar
Company Secretary
Membership No.: A52581