

# ADLINE CHEM LAB LIMITED

[Formerly Kamron Laboratories Limited]

Registered Office : 904, Shapath-1, Opp. Rajpath Club, S. G. Highway,  
Ahmedabad – 380 054, Gujarat, INDIA. Phone: +91-9227510541  
E-mail: secretarial.adlinechemlab@gmail.com, info@kamronlabs.in  
Website: www.kamronlabs.com  
CIN : L24231GJ1988PLC010956



3<sup>rd</sup> February, 2024

## **BSE Limited**

Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort,  
Mumbai - 400 001

**Company Code No. 524604**

**Sub: Outcome of Meeting of Board of Directors of Adline Chem Lab Limited (“the Company”) dated 3<sup>rd</sup> February, 2024**

**Ref.: Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”)**

Dear Sir/ Madam,

With reference to the above referred regulation and subject matter, this is to inform you the Board of Directors of the Company (“Board”) in its meetings held today i.e., February 3, 2024 have, inter alia, considered/ approved/ noted the following:

**A.** That, Mr. Hemant Amrish Parikh (‘Acquirer’) pursuant to the Share Purchase Agreement dated 17<sup>th</sup> May, 2023 (‘SPA’) has acquired 14,32,040 equity shares representing 24.48% of the Share Capital of the Company [as defined in the letter of offer for the Open Offer dated 28<sup>th</sup> August, 2023] from Kamlesh J. Laskari HUF, Ranak K. Laskari, Rohan K. Laskari and Mr. Sohan K. Laskari (“Outgoing Promoters”).

Pursuant to the completion of the Open Offer and the SPA, Acquirer has:

- (i) acquired 25.85% of the Share Capital of the Company;
- (ii) acquired control over the Company, and
- (iii) become a Promoter of the Company.

Pursuant to Regulation 31A of the Listing Regulations, the Company will make an application to the BSE Limited (‘Stock Exchange’), in due course for re-classification of the Outgoing Promoters and other members of the Promoter Group from “Promoter & Promoter Group” category to “Public” category of the Company.

Accordingly, the Board, based on the recommendation of the Nomination and Remuneration Committee of the Company (“NRC”), also considered and approved:

1. Appointment of Mr. Hemant Parikh (DIN: 00027820) as Additional Director (Non- Executive & Non-Independent Director) of the Company w.e.f. 3<sup>rd</sup> February, 2024 subject to approval of members/shareholders of the Company.

# ADLINE CHEM LAB LIMITED

[Formerly Kamron Laboratories Limited]

Registered Office : 904, Shapath-1, Opp. Rajpath Club, S. G. Highway, Ahmedabad – 380 054, Gujarat, INDIA. Phone: +91-9227510541

E-mail: [secretarial.adlinechemlab@gmail.com](mailto:secretarial.adlinechemlab@gmail.com), [info@kamronlabs.in](mailto:info@kamronlabs.in)

Website: [www.kamronlabs.com](http://www.kamronlabs.com)

CIN : L24231GJ1988PLC010956



2. Appointment of Ms. Shivani Pathak (DIN:10481354) as Additional Director (Non- Executive & Independent Director – Woman Director) of the Company w.e.f. 3<sup>rd</sup> February, 2024 subject to approval of members/shareholders of the Company.
3. Appointment of Mr. Digesh Desaval (DIN: 09218553) as Additional Director (Non- Executive & Independent Director) of the Company w.e.f. 3<sup>rd</sup>February, 2024 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 as above are as per Annexure – 1.

**B.** The Board, in their meeting held today, also considered and take note of Resignation of Mr. Sohan Laskari from the post of Chief Financial Officer (CFO) and Key Managerial Personnel (KMP) of the Company w.e.f. 3<sup>rd</sup> February, 2024. The letter of Resignation along with necessary disclosures in accordance with Regulation 30 of Listing Regulations is as per Annexure – 2.

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

1. Appointment of Mrs. Ritu Singh (ACS: 24934) as Company Secretary and Compliance Officer of the Company w.e.f. 3<sup>rd</sup> February, 2024.
2. Appointment of Mr. Vikas Patel as Chief Financial Officer (KMP) of the Company w.e.f. 3<sup>rd</sup> February, 2024.

In accordance with Regulation 30 of Listing Regulations, the necessary disclosures including brief profile of the Directors appointed as above are as per Annexure – 3.

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

1. Reconstituted Audit Committee, Nomination and Remuneration Committee and Stakeholder Relationship Committee of the Company, the details of which is annexed as Annexure - 4.
2. Approved the Appointment of Secretarial Auditor M/s Gaurav Bachani & Associates (Membership No: 61110 & COP: 22830), Company Secretaries for the financial year 2023-2024.
3. Approved **shifting of the Registered Office** of the Company from present address: Office No. 904, 9th Floor, Shapath - I Complex, Opp. Rajpath Club, Nr. Madhur Hotel, S.G. Highway, Bodakdev, Ahmedabad, Gujarat, 380054 to new place situated at: **403, Sarthik II, Opp. Rajpath Club, S.G. Highway, Ahmedabad – 380054 w.e.f. 3<sup>rd</sup> February, 2024.**

The new updated designated email id of the company is: [secretarial.adlinechemlab@gmail.com](mailto:secretarial.adlinechemlab@gmail.com).

# ADLINE CHEM LAB LIMITED

**[Formerly Kamron Laboratories Limited]**

**Registered Office :** 904, Shapath-1, Opp. Rajpath Club, S. G. Highway,

Ahmedabad – 380 054, Gujarat, INDIA. Phone: +91-9227510541

E-mail: secretarial.adlinechemlab@gmail.com, info@kamronlabs.in

Website: www.kamronlabs.com

**CIN : L24231GJ1988PLC010956**



**D.** The Board, in their meeting held today, also considered and taken note of:

1. Resignation of Ms. Ranak Laskari (DIN: 00461265) as Non-Executive Director of the Company w.e.f. 3<sup>rd</sup> February, 2024
2. Resignation of Mr. Mahendrakumar Shah (DIN: 00461325) as Independent Director of the Company w.e.f. 3<sup>rd</sup> February, 2024
3. Resignation of Mr. Devarshi Patel (DIN: 01522985) as Independent Director of the Company w.e.f. 3<sup>rd</sup> February, 2024

The letter of Resignations along with necessary disclosures in accordance with Regulation 30 of Listing Regulations is as per Annexure – 5.

Any further intimation in this connection will be submitted with the exchange in due course.

Kindly take this intimation on record in compliance with applicable statutory provisions.

The Board Meeting commenced at 2.00 p.m. and concluded at 2.45 p.m.

Thanking you,

Yours faithfully,

**For ADLINE CHEM LAB LIMITED**

*(Formerly Known as Kamron Laboratories Limited)*

**KAMLESH J. LASKARI**

**DIRECTOR**

**(DIN: 00461198)**

Encl: As above.

# ADLINE CHEM LAB LIMITED

[Formerly Kamron Laboratories Limited]

Registered Office : 904, Shapath-1, Opp. Rajpath Club, S. G. Highway,

Ahmedabad – 380 054, Gujarat, INDIA. Phone: +91-9227510541

E-mail: secretarial.adlinechemlab@gmail.com, info@kamronlabs.in

Website: www.kamronlabs.com

CIN : L24231GJ1988PLC010956



## Annexure-1

### Brief Profile of the Directors appointed:

Name of Director(s)	Mr. Hemant A. Parikh	Ms. Shivani Pathak	Mr. Digesh Desaval
Category of Director(s)	Non Executive - Non Independent	Non Executive–Independent	Non Executive – Independent
Qualification of Director	B.E. Chemical Engineer	Graduation from Gujarat University.  Completed Company Secretary course from Institute of Company Secretaries of India.  LLB from Gujarat University	Graduation from Gujarat University.  Completed Company Secretary course from Institute of Company Secretaries of India.
Brief profile & Experience / Expertise in Specific Functional Areas of Director	Having 35 years of rich experience in pharmaceutical, manufacturing, global exports, and new medicine development.	Having approximately 3 years of experience in the field of Law and Management.	Having approximately 3 years of experience in the field of Law and Management.
Date of Appointment	3 <sup>rd</sup> February, 2024	3 <sup>rd</sup> February, 2024	3 <sup>rd</sup> February, 2024
Reason for change	Appointment	Appointment	Appointment
Terms of Appointment	Appointment as Non Executive - Non Independent Director of the Company w.e.f. 3 <sup>rd</sup> February, 2024	Appointment as Independent Director (Non Executive) of the Company for a term of 5 consecutive years w.e.f. 3 <sup>rd</sup> February, 2024	Appointment as Independent Director (Non Executive) of the Company for a term of 5 consecutive years w.e.f. 3 <sup>rd</sup> February, 2024
Shareholding of Director in the Company	15,12,440	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 ADLINE CHEM LAB LIMITED

(Formerly Known as Kamron Laboratories Limited)

**KAMLESH J. LASKARI**  
**DIRECTOR**  
**(DIN: 00461198)**

# ADLINE CHEM LAB LIMITED

**[Formerly Kamron Laboratories Limited]**

Registered Office : 904, Shapath-1, Opp. Rajpath Club, S. G. Highway,

Ahmedabad – 380 054, Gujarat, INDIA. Phone: +91-9227510541

E-mail: secretarial.adlinechemlab@gmail.com, info@kamronlabs.in

Website: www.kamronlabs.com

CIN : L24231GJ1988PLC010956



## Annexure-2

**Details under Regulation 30 of the SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015 read along with SEBI Circular CIR/CFD/CMD/4/2015, dated September 09, 2015:**

Name	Mr. Sohan Laskari
Reason for change viz. <del>appointment</del> , resignation, removal, death or otherwise;	Resignation from the post of Chief Financial Officer (KMP) w.e.f. 3 <sup>rd</sup> February, 2024
Date of cessation	3 <sup>rd</sup> February, 2024
Brief profile (in case of appointment)	Not Applicable
Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable
Copy of Resignation letter	Enclosed as Annexure – 2(A)

**For ADLINE CHEM LAB LIMITED  
(Formerly Known as Kamron Laboratories Limited)**

**KAMLESH J. LASKARI  
DIRECTOR  
(DIN: 00461198)**

**From: Sohan Kamlesh Laskari**

**Date:** 3<sup>rd</sup> February, 2024

The Board of Directors,  
**Adline Chem Lab Limited,**  
904,9th Floor, Shapath-I Complex,  
Opp.Rajpath Club Nr. Madhur Hotel,  
S. G. Highway, Bodakdev,  
Ahmedabad- 380054

**Sub: Resignation from the post of Chief Financial Officer (CFO)**

Dear Sirs,

I, Sohan Kamlesh Laskari, Chief Financial Officer (CFO) of the Company, hereby tender my Resignation from the post of Chief Financial Officer (CFO) w.e.f. 3<sup>rd</sup> February, 2024 due to change in ownership and control of the Company.

As required under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015 ('Listing Regulation'), I confirm that there are no other material reasons other than the one stated hereinabove for the Resignation.

Please make arrangements to file necessary forms with the concerned Registrar of Companies and intimations to Stock Exchange. I would appreciate to have received copies of the said forms and intimations.

Thanks and Regards,

*Sohan K Laskari*

**Sohan Kamlesh Laskari**

# ADLINE CHEM LAB LIMITED

[Formerly Kamron Laboratories Limited]

Registered Office : 904, Shapath-1, Opp. Rajpath Club, S. G. Highway,

Ahmedabad – 380 054, Gujarat, INDIA. Phone: +91-9227510541

E-mail: secretarial.adlinechemlab@gmail.com, info@kamronlabs.in

Website: www.kamronlabs.com

CIN : L24231GJ1988PLC010956



Annexure -3

## Brief Profile of the KMPs appointed:

Name of KMP	Mrs. Ritu Singh	Mr. Vikas Patel
Designation	Company Secretary & Compliance Officer (KMP)	Chief Financial Officer (KMP)
Reason for change viz. appointment, <del>resignation,</del> <del>removal,</del> <del>death or otherwise;</del>	Appointment	Appointment
Date of Appointment	3 <sup>rd</sup> February, 2024	3 <sup>rd</sup> February, 2024
Terms of Appointment	Appointment as Company Secretary & Compliance Officer w.e.f. 3 <sup>rd</sup> February, 2024	Appointment as Chief Financial Officer w.e.f. 3 <sup>rd</sup> February, 2024
Brief profile including Qualification & Experience/Expertise in Specific Functional Areas (in case of appointment)	She is Qualified Company Secretary, with PGDM in personnel Management & Industrial Relation and Costing (ICWAI INTER) having over 10 years of experience in dealing with secretarial, finance, taxation, accounting compliances of listed & unlisted companies, industries varying from NBFC to Manufacturing.	He is Master of Commerce with 9 years of experience in diverse finance & accounting.
Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable	Not Applicable
Shareholding in the Company	NIL	NIL

**For ADLINE CHEM LAB LIMITED  
(Formerly Known as Kamron Laboratories Limited)**

**KAMLESH J. LASKARI  
DIRECTOR  
(DIN: 00461198)**

# ADLINE CHEM LAB LIMITED

[Formerly Kamron Laboratories Limited]

Registered Office : 904, Shapath-1, Opp. Rajpath Club, S. G. Highway,  
Ahmedabad – 380 054, Gujarat, INDIA. Phone: +91-9227510541  
E-mail: secretarial.adlinechemlab@gmail.com, info@kamronlabs.in  
Website: www.kamronlabs.com  
CIN : L24231GJ1988PLC010956



Annexure -4

## RECONSTITUTION OF COMMITTEES

### (1) Reconstitution of the Audit Committee as following members w.e.f. 3<sup>rd</sup> February, 2024:

Sr.	Name	Committee Position	Company Designation
1	Mr. Digesh Deshwal	Chairperson	Independent Director
2	Mr. Hemant A. Parikh	Member	Non-Executive Non Independent Director
3	Ms. Shivani Pathak	Member	Independent Director

### (2) Reconstitution of the Nomination & Remuneration Committee as following members w.e.f. 3<sup>rd</sup> February, 2024:

Sr.	Name	Committee Position	Company Designation
1	Ms. Shivani Pathak	Chairperson	Independent Director
2	Mr. Hemant A. Parikh	Member	Non-Executive Non Independent Director
3	Mr. Digesh Deshwal	Member	Independent Director

### (3) Reconstitution of the Stakeholder Relationship Committee as following members w.e.f. 3<sup>rd</sup> February, 2024:

Sr.	Name	Committee Position	Company Designation
1	Mr. Digesh Deshwal	Chairperson	Independent Director
2	Mr. Hemant A. Parikh	Member	Non-Executive Non Independent Director
3	Ms. Shivani Pathak	Member	Independent Director

**For ADLINE CHEM LAB LIMITED**  
**(Formerly Known as Kamron Laboratories Limited)**

**KAMLESH J. LASKARI**  
**DIRECTOR**  
**(DIN: 00461198)**

# ADLINE CHEM LAB LIMITED

[Formerly Kamron Laboratories Limited]

Registered Office : 904, Shapath-1, Opp. Rajpath Club, S. G. Highway,

Ahmedabad – 380 054, Gujarat, INDIA. Phone: +91-9227510541

E-mail: secretarial.adlinechemlab@gmail.com, info@kamronlabs.in

Website: www.kamronlabs.com

CIN : L24231GJ1988PLC010956



## Annexure -5

**Details under Regulation 30 of the SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015 read along with SEBI Circular CIR/CFD/CMD/4/2015, dated September 09, 2015:**

Name	Ms. Ranak Laskari	Mr. Mahendrakumar Shah	Mr. Devarshi Patel
Reason for change viz. <del>appointment, removal, death or otherwise;</del> resignation,	Resignation as Non-Executive Director w.e.f. 3 <sup>rd</sup> February, 2024	Resignation as Independent Director w.e.f. 3 <sup>rd</sup> February, 2024	Resignation as Independent Director w.e.f. 3 <sup>rd</sup> February, 2024
Date of cessation	3 <sup>rd</sup> February, 2024	3 <sup>rd</sup> February, 2024	3 <sup>rd</sup> February, 2024
Brief profile (in case of appointment)	Not Applicable	Not Applicable	Not Applicable
Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable	Not Applicable	Not Applicable
Copy of Resignation letter	Enclosed as Annexure – 5(A)	Enclosed as Annexure – 5(B)	Enclosed as Annexure – 5(C)
Names of listed entities in which the resigning director holds directorships, indicating the category of directorship and membership of board committees, if any.	Nil	Nil	Nil
The detailed reasons confirming that there is no other material reason other than those provided.	The resigning Directors have confirmed that there are no material reasons for resignation other than those mentioned in their respective resignation letters.		

**For ADLINE CHEM LAB LIMITED  
(Formerly Known as Kamron Laboratories Limited)**

**KAMLESH J. LASKARI  
DIRECTOR  
(DIN: 00461198)**

Annexure - 5(A)

**From: Ranak Kamlesh Laskari**

**Date:** 3<sup>rd</sup> February, 2024

The Board of Directors,  
**Adline Chem Lab Limited,**  
904,9th Floor, Shapath-I Complex,  
Opp.Rajpath Club Nr. Madhur Hotel,  
S. G. Highway, Bodakdev,  
Ahmedabad- 380054

**Sub: Resignation as Director of the Company**

Dear Sir,

Due to successful takeover activities that has led to transition in the management and change in Ownership and Management of the Company, I hereby tender my resignation as Non- Executive Director of the Adline Chem Lab Limited and from the membership of all its committees of the Board with effect from 3<sup>rd</sup> February, 2024.

I confirm that there are no other material reasons other than the one stated hereinabove for my resignation.

I would like to thank all the members of the Board for their immense co-operation and support during my tenure as Non- Executive Director of the Company.

Yours truly,

*Ranak K. Laskari*

**Ranak Kamlesh Laskari**  
**Director**  
**(DIN: 00461265)**

**From: Mahendrakumar Popatlal Shah**

**Date:** 3<sup>rd</sup> February, 2024

To,  
The Board of Directors,  
**Adline Chem Lab Limited,**  
904, 9th Floor, Shapath-I Complex,  
Opp. Rajpath Club Nr. Madhur Hotel,  
S. G. Highway, Bodakdev,  
Ahmedabad- 380054

**Sub: Resignation as Independent Director of the Company**

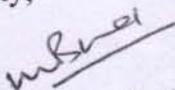
Dear Sir,

Pursuant to change in ownership and control of the Company, I hereby tender my resignation from the position of Independent Director of the Adline Chem Lab Limited and from the membership of all its committees of the Board with effect from 3<sup>rd</sup> February, 2024

I confirm that there are no other material reasons other than the one stated hereinabove for my resignation.

I would like to thank all the members of the Board for their immense co-operation and support during my tenure as Independent Director of the Company.

Yours truly,



**Mahendrakumar Popatlal Shah**  
**Independent Director**  
**(DIN:00461325)**

From: Devarshi Dilipbhai Patel

Date: 3<sup>rd</sup> February, 2024

To,  
The Board of Directors,  
**Adline Chem Lab Limited,**  
904, 9<sup>th</sup> Floor, Shapath-I Complex,  
Opp. Rajpath Club Nr. Madhur Hotel,  
S. G. Highway, Bodakdev,  
Ahmedabad- 380054

**Sub: Resignation as Independent Director of the Company**

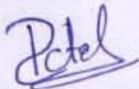
Dear Sir,

Pursuant to change in ownership and control of the Company, I hereby tender my resignation from the position of Independent Director of the Adline Chem Lab Limited and from the membership of all its committees of the Board with effect from 3<sup>rd</sup> February, 2024.

I confirm that there are no other material reasons other than the one stated hereinabove for my resignation.

I would like to thank all the members of the Board for their immense co-operation and support during my tenure as Independent Director of the Company.

Yours truly,



**Devarshi Dilipbhai Patel**  
**Independent Director**  
**(DIN: 01522985)**