

# Indokem Limited

(CIN: L31300MH1964PLC013088)

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Date: 31<sup>st</sup> August, 2023

To,  
**BSE Limited,**  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai – 400 001

**Scrip Code: 504092**

**Sub: Proceedings of 57<sup>th</sup> Annual General Meeting held on Thursday, 31<sup>st</sup> August, 2023**

Dear Sir/Madam,

In compliance with the requirement of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby submit Proceedings of 57<sup>th</sup> Annual General Meeting of the Company held today i.e., Thursday, 31<sup>st</sup> August, 2023 through Video-conferencing (VC)/Other Audio-Visual Means (OVAM) at 02:00 p.m. (IST).

You are requested to kindly take same on your records.

Thanking You.

Yours Sincerely,

**For Indokem Limited**

**Rajesh D. Pisal**  
**Company Secretary and Compliance Officer**

**Summary of the Proceedings of the 57<sup>th</sup> Annual General Meeting of Indokem Limited held on Thursday, 31<sup>st</sup> August, 2023.**

The 57<sup>th</sup> Annual General Meeting ('AGM') of the Members of the Indokem Limited ('the Company') was held on Thursday, 31<sup>st</sup> August, 2023 at 2.00 p.m. (IST) through Video-Conferencing ('VC')/Other Audio-Visual Means ('OAVM'). The Company while conducting the AGM, adhered to the Circulars issued by the Ministry of Corporate Affairs ('MCA') and the Securities and Exchange Board of India ('SEBI') Circulars. The Meeting commenced on 02.00 p.m. (IST) and concluded at 02.50 p.m. (IST).

Mr. Mahendra K. Khatau (DIN: 00062794), Chairman and Managing Director of the Company chaired the meeting and was present at a common venue along with Ms. Rupal B. Parikh, Chief Financial Officer and Mr. Rajesh D. Pisal, Company Secretary. The requisite quorum being present, the Chairman called the meeting to order. The Registers as required under the Companies Act, 2013 were available for inspection.

The Chairman then welcomed the members to the Meeting and briefed on certain points relating to the participation at the meeting through VC. He further informed that as physical Attendance of Members has been dispensed with, the facility for appointment of proxies by the Members is not available for the meeting.

All the Directors were present through VC including Chairpersons of Audit Committee, Stakeholders Relationship Committee, Nomination and Remuneration Committee, Secretarial Auditors and the Scrutinizer were present for the Meeting.

Leave of Absence is granted to Statutory Auditors and Cost Auditors due to pre-occupation as requested by them.

With the consent of the Members present, the Notice convening the AGM and the Auditor's Report for the financial year ended March 31, 2023 were taken as read. There were no qualifications, observations or adverse remarks in the reports of the Statutory Auditor and Secretarial Auditor.

The Chairman then announced that the e-voting facility was open and Members may visit the voting page of NSDL e-voting website and cast their vote while at the same time watch the proceedings of the Meeting.

In terms of the Notice dated 25<sup>th</sup> July, 2023 convening the 57<sup>th</sup> AGM of the Company, the following items of business were transacted at the AGM through remote e-voting:

Item No.	Details of Agenda	Resolution Required (Ordinary/ Special)	Mode of Voting
1.	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31 <sup>st</sup> March, 2023, together with the Reports of the Board of Directors and Auditors thereon.	Ordinary	Remote e-voting before / during the AGM
2.	To re-appoint Mrs. Asha Mahendra Khatau (DIN: 00063944), Non-executive Director, who retires by rotation at this Annual General Meeting and being eligible has offered herself for re-appointment.	Ordinary	
3.	Ratification of Remuneration of Cost Auditors.	Ordinary	
4.	Appointment of Mrs. Sneha Vidyadhar Khandekar (DIN: 06729350) as an Independent Director of the Company.	Special	
5.	Appointment of Mr. Suyash Neelkanth Bhise (DIN: 06667481) as an Independent Director of the Company.	Special	
6.	Appointment of Mr. Adarsh Pankaj Shukla (DIN: 10244570) as an Independent Director of the Company.	Special	
7.	Re-appointment of Mr. Manish M. Khatau (DIN: 02952828) as a Whole-time Director of the Company, for a period of 3 years commencing from the expiry of his present term of office i.e. 1 <sup>st</sup> March 2024.	Special	
8.	Regularisation of Mr. Arupkumar Basu (DIN: 00906760) as a Director and Appointment as Managing Director of the Company.	Special	
9.	Approving remuneration of Mr. Mahendra K. Khatau (DIN: 00062794), Managing Director of the Company for a period of 2 (Two) years w.e.f. 1 <sup>st</sup> April, 2023 of his present tenure.	Special	
10.	Approval for undertaking Material Related Party Transactions with Refnol Resins and Chemicals Limited.	Ordinary	
11.	Approval for undertaking Material Related Party Transactions with Orchard Acres.	Ordinary	
12.	Approval for undertaking Material Related Party Transactions with Texcare Middle East LLC.	Ordinary	
13.	Approval for undertaking Material Related Party Transactions with Indokem Bangladesh (Pvt.) Limited.	Ordinary	

The Chairman authorized Mr. Rajesh D. Pisal, Company Secretary to carry out the voting process and conclude the Meeting. He was also authorized to accept and countersign the Scrutinizer's Report and declare the consolidated voting results. The Company Secretary informed that nominations received from 13 speaker shareholders but only 6 speaker shareholders attended the

meeting. The Chairman informed the Members that the combined results of the remote e-voting before / during the AGM would be announced within the stipulated time frame and the results along with the Scrutinize/s Report would be intimated to the stock Exchanges in terms of the Listing Regulations and would be placed on the websites of the Company and NSDL.

The Chairman further added that, Mrs. Samita Vaibhav Tanksale, Company Secretary in Practice will act as Scrutinizer for conducting remote e-voting process in fair and transparent manner.

The Chairman then thanked the Members for their continued support and for attending and participating in the Meeting. He also thanked the Directors for joining the Meeting virtually. The e-voting facility was kept open for the next 15 minutes to enable the Members to cast their vote. Upon completion of the e-voting process the Company Secretary declared the Meeting as concluded.

The said meeting was concluded at 02:50 p.m. (IST) with a vote of thanks.

This is for your information and records.

Yours Sincerely,  
**For INDOKEM LIMITED**

**Rajesh D. Pisal**  
**Company Secretary and Compliance Officer**