



Himadri

Ref. No: HSCL / Stock-Ex/2021-22/49

Date: 29/09/2021

E-mail: [monika@himadri.com](mailto:monika@himadri.com)

<b>Ref: Listing Code: 500184</b> BSE Limited Department of Corporate Services P. J. Towers, 25 <sup>th</sup> Floor, Dalal Street, Mumbai- 400 001	<b>Ref: Listing Code: HSCL</b> National Stock Exchange of India Ltd Exchange Plaza, C-1, Block-G Bandra Kurla Complex, Bandra (E) Mumbai- 400 051
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**Sub: Summary Proceedings, Voting Results and Scrutinizer's Report of the 33<sup>rd</sup> Annual General Meeting of the Company held on 29 September 2021**

Dear Sir/ Madam,

This is to inform you that the 33<sup>rd</sup> Annual General Meeting (AGM) of Himadri Speciality Chemical Ltd was held on Wednesday, the 29 September 2021 at 11:30 a.m. (IST) through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM"), to transact the business as stated in the Notice dated 13 August 2021.

We are enclosing herewith the following:

1. Summary of the Proceedings of the 33<sup>rd</sup> AGM of the Company as required under Regulation 30, Part-A of the Schedule III of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, marked as **Annexure – I**.
2. The details of e-voting results of the businesses transacted at the 33<sup>rd</sup> AGM of the Company under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, marked as **Annexure – II**.
3. Consolidated Scrutinizer's report on e-voting submitted by the Scrutinizer, Mr. Rajarshi Ghosh, Practicing Company Secretary (CP- 8921), pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rules, 2014 marked as **Annexure – III**.

All items of agenda as contained in the Notice of 33<sup>rd</sup> AGM have been passed with requisite majority. The meeting concluded at 01:10 p.m. (IST) (including the time allowed for e-voting at AGM).

The e-voting results along with the Scrutinizer's Report dated 29 September 2021 will be made available on the Company's website at [www.himadri.com](http://www.himadri.com) and on the website of the NSDL within 48 hours of the conclusion of the meeting.

This is for your information and taking on records.

Thanking You,

Yours faithfully,

Enclosed: as above

CC To: **National Securities Depository Ltd**

For Himadri Speciality Chemical Ltd

Monika Saraswat

Company Secretary

ACS: 29322

**Himadri Speciality Chemical Ltd**

(Formerly known as Himadri Chemicals & Industries Limited) CIN: L27106WB1987PLC042756

Regd. Office: 23A, Netaji Subhas Road, 8th Floor, Kolkata – 700 001, India

Corp. Office: 8, India Exchange Place, 2nd Floor, Kolkata – 700 001, India

Tel: 91-33-2230-9953, 2230-4363, Fax: 91-33-2230-9051, Website: [www.himadri.com](http://www.himadri.com)

**Summary of proceedings of the 33<sup>rd</sup> Annual General Meeting of Himadri Speciality Chemical Ltd**

In view of the continuing COVID-19 pandemic and in compliance with the General Circulars No. 14/2020, No. 17/2020 and No. 20/2020 dated April 8, 2020, April 13, 2020 and May 5, 2020 respectively and by General Circular No. 02/2021 dated January 13, 2021 and other applicable circulars, (hereinafter, collectively referred as the “MCA Circulars”) read with the SEBI Circulars No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 and No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated May 12, 2020 and January 15, 2021 respectively and other applicable circulars (hereinafter, collectively referred as the “SEBI Circulars”), and other applicable circulars and in compliance with the relevant provisions of the Companies Act, 2013 (“the Act”) and Rules made thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), the 33<sup>rd</sup> Annual General Meeting (“AGM” or “Meeting”) of the Members of Himadri Speciality Chemical Ltd (the “Company”) was duly convened and held on **Wednesday, the 29 September 2021 through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”), which commenced at 11:30 A.M. (IST).**

**PRESENT**

Sr. No.	Name	Designation
1.	Mr. Santosh Kumar Agrawala	Independent Director, Chairman of the AGM, Chairman of the Nomination & Remuneration Committee (from Kolkata)
2.	Mr. Anurag Choudhary	Managing Director & Chief Executive Officer (from Kolkata)
3.	Mr. Shyam Sundar Choudhary	Whole-time Director (from Kolkata)
4.	Mr. Bankey Lal Choudhary	Whole-time Director (from Kolkata)
5.	Mr. Vijay Kumar Choudhary	Whole-time Director (from Vizag)
6.	Mr. Amit Choudhary	Whole-time Director (from Kolkata)
7.	Mr. Tushar Choudhary	Whole-time Director (from Delhi)
8.	Mr. Girish Paman Vanvari	Independent Director Chairman-Audit Committee (from Delhi)
9.	Mr. Santimoy Dey	Independent Director Chairman - Stakeholders Relationship Committee (from Hooghly, West Bengal)
10.	Mr. Hardip Singh Mann	Independent Director (from Noida)
11.	Mr. Sakti Kumar Banerjee	Independent Director (from Kolkata)
12.	Ms. Sucharita Basu De	Independent Director (from Kolkata)
13.	Mr. Gopal Ajay Malpani	Independent Director (from Mumbai)
14.	Ms. Monika Saraswat	Company Secretary (from Kolkata)

- At the commencement of the meeting, Ms. Monika Saraswat, Company Secretary welcomed all the Directors and Members attending the AGM. She also briefed about the general guidelines to be followed during the meeting for the Shareholders and registered speakers. She then introduced Mr. Santosh Kumar Agrawala Independent Director, who has been elected as the Chairman of the 33<sup>rd</sup> AGM of the Company by the Board of Directors at its meeting held on 13 August 2021 and requested him to proceed with the Meeting.



- There were Seventy-Nine (79) members present through VC/OAVM as per the records of the attendance.
- The Chairman greeted the Members and chaired the proceedings at the AGM. As the requisite quorum was present, the Chairman then called the Meeting to order.
- Thereafter, with the permission of the Chairman, Ms. Monika Saraswat, Company Secretary, introduced other directors who joined the Meeting from various locations. All the Directors including the respective Chairpersons of the Audit Committee, Stakeholders Relationship Committee and Nomination and Remuneration Committee, were present at the AGM.
- The representative of M/S B S R & Co, LLP, the Statutory Auditors and the representative of M/S MKB & Associates, Practicing Company Secretaries, Secretarial Auditors for FY 2020-21 and Mr. Arun Kumar Maitra, the Secretarial Auditor for the FY 2021-22 were also present at the Meeting. The Scrutinizer for the AGM, Mr. Rajarshi Ghosh, Practicing Company Secretary (CP No. 8921) was also present.
- The Notice dated 13 August 2021 convening the 33<sup>rd</sup> AGM was taken as read with the consent of the Members present. Thereafter, the Chairman notified the members about the availability of statutory registers, certificates, and other documents for the purpose of inspection via electronic means in the National Securities Depositories Limited (“NSDL”) e-voting system.
- Since the Audit Report contains qualifications, with the permission of Chairman, Ms. Monika Saraswat, Company Secretary, read the qualified opinion from the Auditors Report for Financial Year 2020-21 and the Management reply thereon. She also read the observations of Secretarial Auditor for Financial Year 2020-21 and the Management reply thereon.
- The Chairman then invited Mr. Anurag Choudhary, the Managing Director & CEO, of the Company to brief about the current and future business prospects of the Company.
- Thereafter, Mr. Anurag Choudhary, the Managing Director & CEO, delivered his speech and apprised the members about the Company's financial performance, key achievements, future scope, and initiatives undertaken by the Company amongst other notable highlights.
- The Chairman further informed the members that pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI Listing Regulations, the Company had engaged NSDL to provide remote e-voting facility which commenced on Saturday, 25 September 2021, (09:00 a.m. IST) and ended on Tuesday, 28 September 2021 (05:00 P.M IST) and e-voting facility during the AGM to all the eligible Members who participated in the Meeting and had not cast their votes through remote e-voting in respect of the businesses transacted at the Meeting.

Thereafter, the resolutions were tabled at the Meeting by the Chairman, and he explained the objectives and implications of each item of businesses for consideration by the shareholders.

The Members were informed that Mr. Santosh Kumar Agrawala, Chairman of the Meeting was interested in the agenda mentioned at Item No. 7 of the Notice of 33<sup>rd</sup> AGM. Accordingly, he recused himself from conducting the proceedings and requested Mr. Anurag Choudhary, Managing Director & CEO to conduct the proceedings of Item no 7. He resumed the Chair after Item No. 7 was transacted.

The following items of business as per the Notice of the 33<sup>rd</sup> AGM were transacted:



**Ordinary Business:**

1. Adoption of Audited Financial Statements (including the Audited Consolidated Financial Statements) for the financial year ended 31 March 2021, and the report of the Board of Directors and Auditors thereon, by passing an Ordinary Resolution;
2. Declaration of Dividend @ Re. 0.15 per equity share of face value of Re. 1 each for the financial year ended 31 March 2021, by passing an Ordinary Resolution;
3. Appointment of Mr. Anurag Choudhary (DIN: 00173934), who retires by rotation and being eligible offers himself for re-appointment, by passing an Ordinary Resolution;
4. Appointment of Mr. Amit Choudhary (DIN: 00152358), who retires by rotation and being eligible offers himself for re-appointment, by passing an Ordinary Resolution;

**Special Business:**

5. Ratification of remuneration of Mr. Sambhu Banerjee as Cost Auditors (Membership No. 9780) for conducting the Audit of Cost Accounting Records of the Company for the financial year 2021-22, by passing an Ordinary Resolution;
6. Appointment of Mr. Girish Paman Vanvari (DIN: 07376482) as an Independent Director, for the first term of 5 (five) consecutive years with effect from 22 June 2021; by passing an Ordinary Resolution;
7. Re-appointment of Mr. Santosh Kumar Agrawala (DIN: 00364962) as an Independent Director, for the second term of 5 (Five) consecutive years with effect from 14 November 2021, by passing a Special Resolution.
8. Appointment of Mr. Gopal Ajay Malpani (DIN: 02043728) as an Independent Director, for the first term of 5 (five) consecutive years with effect from 13 August 2021; by passing an Ordinary Resolution;
9. Ratification and approval the remuneration of Mr. Bankey Lal Choudhary (DIN: 00173792), Whole Time Director for the period of his tenure i.e., from 01 April 2020 to 31 March 2024, by passing a Special Resolution.
10. Ratification and approval the remuneration of Mr. Anurag Choudhary (DIN: 00173934), Managing Director & CEO for the period of his tenure i.e., from 01 April 2020 to 13 August 2024, by passing a Special Resolution.
11. Ratification and approval the remuneration of Mr. Amit Choudhary (DIN: 00152358), Whole-time Director for the period of his tenure i.e., from 01 April 2020 to 13 August 2024, by passing a Special Resolution.
12. Ratification and approval the remuneration of Mr. Tushar Choudhary (DIN: 00174003), Whole-time Director for the period of his tenure i.e., from 01 April 2020 to 13 August 2024, by passing a Special Resolution.



Thereafter, with the permission of Chairman, Ms. Monika Saraswat, Company Secretary invited the Members who had registered themselves as speakers and were attending the Meeting through VC / OAVM, to put forward their queries / feedback, if any, in respect of any of the items of business as contained in the Notice. Six (6) Speakers expressed their feedback, queries, and suggestions. The Managing Director & CEO responded to the queries and provided necessary clarifications to the same.

The voting rights of the Members were reckoned based on the number of shares held by them as on the 'cut-off' date i.e., Wednesday, 22 September 2021. **CS Rajarshi Ghosh, Practicing Company Secretary (CP No. 8921)**, Kolkata, was appointed for the purpose of scrutinizing the process of remote e-voting and e-voting during the Meeting in a fair and transparent manner.

The Chairman further informed the Members that the consolidated results of the e-voting and the report of the Scrutinizer will be communicated to the stock exchanges viz. BSE Ltd and National Stock Exchange of India Ltd, where the shares of the Company are listed and will also be placed by the Company on its' website at [www.himadri.com](http://www.himadri.com) and also on the website of NSDL within 48 hours of the conclusion of the AGM.

The Chairman concluded the proceedings of the Meeting after thanking all the Members of the Company for their unwavering trust in the Company and acknowledged the persistent support of all the stakeholders of the Company.

The Company Secretary placed vote of thanks.

The Scrutinizer had submitted his Consolidated Report on the Voting Results on 29 September 2021.

Based upon the Scrutinizer's Report all the resolutions as mentioned in the Notice dated 13 August 2021 convening the 33<sup>rd</sup> AGM has been duly passed with requisite majority by the Members of the Company through remote e-voting and e-voting conducted during the AGM.

The 33<sup>rd</sup> AGM of the Company concluded at 01:10 P.M. (IST) (including the time allowed for e-voting at AGM).

This is for your information and records.

Yours faithfully,

For Himadri Speciality Chemical Ltd

Monika Saraswat  
Company Secretary  
ACS: 29322



Himadri

## Himadri Speciality Chemical Ltd

CIN: L27106WB1987PLC042756

### Voting Results

Annexure II

<b>Date of AGM</b>	29 September 2021
<b>Total Number of shareholders on record date (Cut-off Date: 22 September 2021)</b>	319035
<b>No. of Shareholders present in the meeting either in person or through proxy:</b>  - Promoter and Promoter Group - Public	NA
<b>No. of Shareholders attended the meeting through Video Conferencing</b>  - Promoter and Promoter Group - Public	2 77



**Agenda- wise disclosure**

**Ordinary Business**

**Resolution no. 1:** To receive, consider and adopt the Audited Standalone Financial Statements and Audited Consolidated Financial Statements of the Company for the financial year ended 31 March 2021 together with the report of the Board of Directors and Auditors thereon.

Resolution required:			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	Remote E-Voting	190318874	184083674	96.7238	184083674	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>184083674</b>	<b>96.7238</b>	<b>184083674</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	Remote E-Voting	39352114	37896961	96.3022	35777748	2119213	94.4080	5.5920
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>37896961</b>	<b>96.3022</b>	<b>35777748</b>	<b>2119213</b>	<b>94.4080</b>	<b>5.5920</b>
Public Non-Institutions	Remote E-Voting	189294290	517872	0.2736	504337	13535	97.3864	2.6136
	E-Voting at AGM		4233	0.0022	4233	0	100.0000	0.0000
	<b>Total</b>		<b>522105</b>	<b>0.2758</b>	<b>508570</b>	<b>13535</b>	<b>97.4076</b>	<b>2.5924</b>
<b>Grand Total</b>		<b>418965278</b>	<b>222502740</b>	<b>53.1077</b>	<b>220369992</b>	<b>2132748</b>	<b>99.0415</b>	<b>0.9585</b>

Details of Invalid Votes	
Category	No of Votes
Promoter & Promoter Group	0
Public Institutions	0
Public Non-Institutions	0

**Results:** On the basis of the Report of the Scrutinizer dated 29 September 2021 the Ordinary Resolution as proposed at the AGM held on 29 September 2021 has been duly passed with the requisite majority.



**Resolution no. 2:** To declare dividend of Re 0.15 (15%) per equity share of face value of Re. 1 each for the financial year ended 31 March 2021.

Resolution required:			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group	Remote E-Voting	190318874	184083674	96.7238	184083674	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>184083674</b>	<b>96.7238</b>	<b>184083674</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	Remote E-Voting	39352114	37956196	96.4527	37956196	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>37956196</b>	<b>96.4527</b>	<b>37956196</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non-Institutions	Remote E-Voting	189294290	516420	0.2728	499312	17108	96.6872	3.3128
	E-Voting at AGM		4233	0.0022	4233	0	100.0000	0.0000
	<b>Total</b>		<b>520653</b>	<b>0.2750</b>	<b>503545</b>	<b>17108</b>	<b>96.7141</b>	<b>3.2859</b>
<b>Grand Total</b>		<b>418965278</b>	<b>222560523</b>	<b>53.1215</b>	<b>222543415</b>	<b>17108</b>	<b>99.9923</b>	<b>0.0077</b>

Details of Invalid Votes	
Category	No of Votes
Promoter & Promoter Group	0
Public Institutions	0
Public Non-Institutions	0

**Results:** On the basis of the Report of the Scrutinizer dated 29 September 2021 the Ordinary Resolution as proposed at the AGM held on 29 September 2021 has been duly passed with the requisite majority.





**Resolution no. 3:** To appoint a Director in place of Mr. Anurag Choudhary (DIN: 00173934), who retires by rotation and being eligible offers himself for re-appointment.

Resolution required:			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)] * 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group	Remote E-Voting	190318874	184083674	96.7238	184083674	0	100.0000	0.0000
	E-Voting at AGM		0.00	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>184083674</b>	<b>96.7238</b>	<b>184083674</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	Remote E-Voting	39352114	37956196	96.4527	37862023	94173	99.7519	0.2481
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>37956196</b>	<b>96.4527</b>	<b>37862023</b>	<b>94173</b>	<b>99.7519</b>	<b>0.2481</b>
Public Non-Institutions	Remote E-Voting	189294290	513926	0.2715	467273	46653	90.9222	9.0778
	E-Voting at AGM		4233	0.0022	4083	150	96.4564	3.5436
	<b>Total</b>		<b>518159</b>	<b>0.2737</b>	<b>471356</b>	<b>46803</b>	<b>90.9674</b>	<b>9.0326</b>
<b>Grand Total</b>		<b>418965278</b>	<b>222558029</b>	<b>53.1209</b>	<b>222417053</b>	<b>140976</b>	<b>99.9367</b>	<b>0.0633</b>

Details of Invalid Votes	
Category	No of Votes
Promoter & Promoter Group	0
Public Institutions	0
Public Non-Institutions	0

**Results:** On the basis of the Report of the Scrutinizer dated 29 September 2021 the Ordinary Resolution as proposed at the AGM held on 29 September 2021 has been duly passed with the requisite majority.



**Resolution no. 4:** To appoint a Director in place of Mr. Amit Choudhary (DIN: 00152358), who retires by rotation and being eligible offers himself for re-appointment.

Resolution required:			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group	Remote E-Voting	190318874	184083674	96.7238	184083674	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>184083674</b>	<b>96.7238</b>	<b>184083674</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	Remote E-Voting	39352114	37956196	96.4527	35785149	2171047	94.2801	5.7199
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>37956196</b>	<b>96.4527</b>	<b>35785149</b>	<b>2171047</b>	<b>94.2801</b>	<b>5.7199</b>
Public Non-Institutions	Remote E-Voting	189294290	513976	0.2715	469136	44840	91.2759	8.7241
	E-Voting at AGM		4233	0.0022	4083	150	96.4564	3.5436
	<b>Total</b>		<b>518209</b>	<b>0.2738</b>	<b>473219</b>	<b>44990</b>	<b>91.3182</b>	<b>8.6818</b>
<b>Grand Total</b>		<b>418965278</b>	<b>222558079</b>	<b>53.1209</b>	<b>220342042</b>	<b>2216037</b>	<b>99.0043</b>	<b>0.9957</b>

Details of Invalid Votes	
Category	No of Votes
Promoter & Promoter Group	0
Public Institutions	0
Public Non-Institutions	0

**Results:** On the basis of the Report of the Scrutinizer dated 29 September 2021 the Ordinary Resolution as proposed at the AGM held on 29 September 2021 has been duly passed with the requisite majority.



**Special Business****Resolution no. 5:** To ratify remuneration of Cost Auditors for the financial year ending 31 March 2022.

Resolution required:			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)] * 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	Remote E-Voting	190318874	184083674	96.7238	184083674	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>184083674</b>	<b>96.7238</b>	<b>184083674</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	Remote E-Voting	39352114	37956196	96.4527	37956196	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>37956196</b>	<b>96.4527</b>	<b>37956196</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non-Institutions	Remote E-Voting	189294290	515116	0.2721	487128	27988	94.5667	5.4333
	E-Voting at AGM		4233	0.0022	4233	0	100.0000	0.0000
	<b>Total</b>		<b>519349</b>	<b>0.2744</b>	<b>491361</b>	<b>27988</b>	<b>94.6109</b>	<b>5.3891</b>
<b>Grand Total</b>		<b>418965278</b>	<b>222559219</b>	<b>53.1212</b>	<b>222531231</b>	<b>27988</b>	<b>99.9874</b>	<b>0.0126</b>

Details of Invalid Votes	
Category	No of Votes
Promoter & Promoter Group	0
Public Institutions	0
Public Non-Institutions	0

**Results:** On the basis of the Report of the Scrutinizer dated 29 September 2021 the Ordinary Resolution as proposed at the AGM held on 29 September 2021 has been duly passed with the requisite majority.



**Resolution no. 6:** To appoint Mr. Girish Paman Vanvari (DIN: 07376482) as an Independent Director for the first term of 5 (five) consecutive years with effect from 22 June 2021;

Resolution required:			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)] * 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group	Remote E-Voting	190318874	184083674	96.7238	184083674	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>184083674</b>	<b>96.7238</b>	<b>184083674</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	Remote E-Voting	39352114	37956196	96.4527	37956196	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>37956196</b>	<b>96.4527</b>	<b>37956196</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non-Institutions	Remote E-Voting	189294290	516148	0.2727	483591	32557	93.6923	6.3077
	E-Voting at AGM		4233	0.0022	4233	0	100.0000	0.0000
	<b>Total</b>		<b>520381</b>	<b>0.2749</b>	<b>487824</b>	<b>32557</b>	<b>93.7436</b>	<b>6.2564</b>
<b>Grand Total</b>		<b>418965278</b>	<b>222560251</b>	<b>53.1214</b>	<b>222527694</b>	<b>32557</b>	<b>99.9854</b>	<b>0.0146</b>

Details of Invalid Votes	
Category	No of Votes
Promoter & Promoter Group	0
Public Institutions	0
Public Non-Institutions	0

**Results:** On the basis of the Report of the Scrutinizer dated 29 September 2021 the Ordinary Resolution as proposed at the AGM held on 29 September 2021 has been duly passed with the requisite majority.



**Resolution no. 7:** To re-appoint Mr. Santosh Kumar Agrawala (DIN: 00364962) as an Independent Director for the second term of 5 (five) consecutive years with effect from 14 November 2021.

Resolution required:			Special Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)] * 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	Remote E-Voting	190318874	184083674	96.7238	184083674	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>184083674</b>	<b>96.7238</b>	<b>184083674</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	Remote E-Voting	39352114	37956196	96.4527	35825990	2130206	94.3877	5.6123
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>37956196</b>	<b>96.4527</b>	<b>35825990</b>	<b>2130206</b>	<b>94.3877</b>	<b>5.6123</b>
Public Non-Institutions	Remote E-Voting	189294290	515667	0.2724	469571	46096	91.0609	8.9391
	E-Voting at AGM		4233	0.0022	4233	0	100.0000	0.0000
	<b>Total</b>		<b>519900</b>	<b>0.2747</b>	<b>473804</b>	<b>46096</b>	<b>91.1337</b>	<b>8.8663</b>
<b>Grand Total</b>		<b>418965278</b>	<b>222559770</b>	<b>53.1213</b>	<b>220383468</b>	<b>2176302</b>	<b>99.0221</b>	<b>0.9779</b>

Details of Invalid Votes	
Category	No of Votes
Promoter & Promoter Group	0
Public Institutions	0
Public Non-Institutions	0

**Results:** On the basis of the Report of the Scrutinizer dated 29 September 2021 the Special Resolution as proposed at the AGM held on 29 September 2021 has been duly passed with the requisite majority.



**Resolution no. 8:** To appoint Mr. Gopal Ajay Malpani (DIN: 02043728) as an Independent Director for the first term of 5 (five) consecutive years with effect from 13 August 2021;

Resolution required:			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)] * 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	Remote E-Voting	190318874	184083674	96.7238	184083674	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>184083674</b>	<b>96.7238</b>	<b>184083674</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	Remote E-Voting	39352114	37956196	96.4527	37956196	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>37956196</b>	<b>96.4527</b>	<b>37956196</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non-Institutions	Remote E-Voting	189294290	515443	0.2723	485608	29835	94.2118	5.7882
	E-Voting at AGM		4233	0.0022	4233	0	100.0000	0.0000
	<b>Total</b>		<b>519676</b>	<b>0.2745</b>	<b>489841</b>	<b>29835</b>	<b>94.2589</b>	<b>5.7411</b>
<b>Grand Total</b>		<b>418965278</b>	<b>222559546</b>	<b>53.1212</b>	<b>222529711</b>	<b>29835</b>	<b>99.9866</b>	<b>0.0134</b>

Details of Invalid Votes	
Category	No of Votes
Promoter & Promoter Group	0
Public Institutions	0
Public Non-Institutions	0

**Results:** On the basis of the Report of the Scrutinizer dated 29 September 2021 the Ordinary Resolution as proposed at the AGM held on 29 September 2021 has been duly passed with the requisite majority.



**Resolution no. 9:** To ratify and approve the remuneration of Mr. Bankey Lal Choudhary (DIN: 00173792), Whole Time Director for the period of his tenure i.e from 01 April 2020 10to 31 March 2024.

Resolution required:			Special Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)] * 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	Remote E-Voting	190318874	184083674	96.7238	184083674	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>184083674</b>	<b>96.7238</b>	<b>184083674</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	Remote E-Voting	39352114	37956196	96.4527	35742200	2213996	94.1670	5.8330
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>37956196</b>	<b>96.4527</b>	<b>35742200</b>	<b>2213996</b>	<b>94.1670</b>	<b>5.8330</b>
Public Non-Institutions	Remote E-Voting	189294290	513515	0.2713	452113	61402	88.0428	11.9572
	E-Voting at AGM		4233	0.0022	4083	150	96.4564	3.5436
	<b>Total</b>		<b>517748</b>	<b>0.2735</b>	<b>456196</b>	<b>61552</b>	<b>88.1116</b>	<b>11.8884</b>
<b>Grand Total</b>		<b>418965278</b>	<b>222557618</b>	<b>53.1208</b>	<b>220282070</b>	<b>2275548</b>	<b>98.9775</b>	<b>1.0225</b>

Details of Invalid Votes	
Category	No of Votes
Promoter & Promoter Group	0
Public Institutions	0
Public Non-Institutions	0

**Results:** On the basis of the Report of the Scrutinizer dated 29 September 2021 the Special Resolution as proposed at the AGM held on 29 September 2021 has been duly passed with the requisite majority.



**Resolution no. 10:** To ratify and approve the remuneration of Mr. Anurag Choudhary (DIN: 00173934), Managing Director & CEO for the period of his tenure i.e from 01 April 2020 to 13 August 2024.

Resolution required:			Special Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)] * 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	Remote E-Voting	190318874	184083674	96.7238	184083674	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>184083674</b>	<b>96.7238</b>	<b>184083674</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	Remote E-Voting	39352114	37956196	96.4527	35742200	2213996	94.1670	5.8330
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>37956196</b>	<b>96.4527</b>	<b>35742200</b>	<b>2213996</b>	<b>94.1670</b>	<b>5.8330</b>
Public Non-Institutions	Remote E-Voting	189294290	515388	0.2723	453658	61730	88.0226	11.9774
	E-Voting at AGM		4233	0.0022	4083	150	96.4564	3.5436
	<b>Total</b>		<b>519621</b>	<b>0.2745</b>	<b>457741</b>	<b>61880</b>	<b>88.0913</b>	<b>11.9087</b>
<b>Grand Total</b>		<b>418965278</b>	<b>222559491</b>	<b>53.1212</b>	<b>220283615</b>	<b>2275876</b>	<b>98.9774</b>	<b>1.0226</b>

Details of Invalid Votes	
Category	No of Votes
Promoter & Promoter Group	0
Public Institutions	0
Public Non-Institutions	0

**Results:** On the basis of the Report of the Scrutinizer dated 29 September 2021 the Special Resolution as proposed at the AGM held on 29 September 2021 has been duly passed with the requisite majority.





**Resolution no. 11:** To ratify and approve the remuneration of Mr. Amit Choudhary (DIN: 00152358), Whole-time Director for the period of his tenure i.e from 01 April 2020 to 13 August 2024.

Resolution required:			Special Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)] * 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	Remote E-Voting	190318874	184083674	96.7238	184083674	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>184083674</b>	<b>96.7238</b>	<b>184083674</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	Remote E-Voting	39352114	37956196	96.4527	35742200	2213996	94.1670	5.8330
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>37956196</b>	<b>96.4527</b>	<b>35742200</b>	<b>2213996</b>	<b>94.1670</b>	<b>5.8330</b>
Public Non-Institutions	Remote E-Voting	189294290	507615	0.2682	447381	60234	88.1339	11.8661
	E-Voting at AGM		4233	0.0022	4083	150	96.4564	3.5436
	<b>Total</b>		<b>511848</b>	<b>0.2704</b>	<b>451464</b>	<b>60384</b>	<b>88.2027</b>	<b>11.7973</b>
<b>Grand Total</b>		<b>418965278</b>	<b>222551718</b>	<b>53.1194</b>	<b>220277338</b>	<b>2274380</b>	<b>98.9780</b>	<b>1.0220</b>

Details of Invalid Votes	
Category	No of Votes
Promoter & Promoter Group	0
Public Institutions	0
Public Non-Institutions	0

**Results:** On the basis of the Report of the Scrutinizer dated 29 September 2021 the Special Resolution as proposed at the AGM held on 29 September 2021 has been duly passed with the requisite majority.



**Resolution no. 12:** To ratify and approve the remuneration of Mr. Tushar Choudhary (DIN: 00174003), Whole-time Director for the period of his tenure i.e from 01 April 2020 to 13 August 2024.

Resolution required:			Special Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)] * 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	Remote E-Voting	190318874	184083674	96.7238	184083674	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>184083674</b>	<b>96.7238</b>	<b>184083674</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	Remote E-Voting	39352114	37956196	96.4527	35742200	2213996	94.1670	5.8330
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>37956196</b>	<b>96.4527</b>	<b>35742200</b>	<b>2213996</b>	<b>94.1670</b>	<b>5.8330</b>
Public Non-Institutions	Remote E-Voting	189294290	517417	0.2733	454174	63243	87.7772	12.2228
	E-Voting at AGM		4233	0.0022	4083	150	96.4564	3.5436
	<b>Total</b>		<b>521650</b>	<b>0.2756</b>	<b>458257</b>	<b>63393</b>	<b>87.8476</b>	<b>12.1524</b>
<b>Grand Total</b>		<b>418965278</b>	<b>222561520</b>	<b>53.1217</b>	<b>220284131</b>	<b>2277389</b>	<b>98.9767</b>	<b>1.0233</b>

Details of Invalid Votes	
Category	No of Votes
Promoter & Promoter Group	0
Public Institutions	0
Public Non-Institutions	0

**Results:** On the basis of the Report of the Scrutinizer dated 29 September 2021 the Special Resolution as proposed at the AGM held on 29 September 2021 has been duly passed with the requisite majority.



**CS RAJARSHI GHOSH**

Company Secretary in Practice

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CP. No. - 8921

AB - 198,

Sector 1, Salt Lake City

Kolkata- 700 064

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**CONSOLIDATED SCRUTINIZER'S REPORT**

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended]

To,

The Chairman of the 33<sup>rd</sup> (Thirty Third) Annual General Meeting (AGM) of Members of Himadri Speciality Chemical Ltd (the "Company") (CIN: L27106WB1987PLC042756), held on Wednesday, the 29 September 2021 at 11:30 a.m. (IST) through Video Conferencing ("VC") or Other Audio-Visual Means ("OAVM").

Dear Sir,

1. **I. Rajarshi Ghosh**, a Company Secretary in Practice (Membership No. ACS 17717, CP No. 8921), has been appointed as the Scrutinizer by the Board of Directors of **Himadri Speciality Chemical Ltd** (the "Company") for the purpose of scrutinizing the process of Remote e-Voting and electronic voting at the Annual General Meeting (the "AGM" or the "Meeting"), pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management & Administration) Rules, 2014 as amended (the "Rules"), Regulation 44 of SEBI (LODR) Regulations, 2015 ("Listing Regulations") read with General Circular Nos. 14/2020, 17/2020, 20/2020 and 02/2021 dated 8<sup>th</sup> April, 2020, 13<sup>th</sup> April, 2020, 5<sup>th</sup> May, 2020 and 13<sup>th</sup> January, 2021 respectively issued by the Ministry of Corporate Affairs (collectively referred to as the "MCA Circulars") and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 and SEBI/HO/CFD/CMD2/CIR/P/2021/ 11 dated 12<sup>th</sup> May, 2020 and 15<sup>th</sup> January, 2021 respectively (collectively referred to as the "SEBI Circulars") along with other applicable circulars, and Secretarial Standard on General Meetings, in respect of the below mentioned Resolutions contained in the Notice of the 33<sup>rd</sup> AGM of the Company held on Wednesday, the 29 September 2021 at 11:30 a.m. (IST), through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"), do hereby submit my report as follows:
2. The Management of the Company is responsible to ensure the compliance of the requirements of the Act and Rules, MCA Circulars/notifications and Listing Regulations relating to remote e-voting and e-voting during the AGM on the proposed resolutions contained in the Notice. My responsibility as a Scrutinizer for the process of voting through remote e-voting and e-voting during the AGM is to ensure that the voting process is conducted in a fair and transparent



## CS RAJARSHI GHOSH

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manner and is restricted to prepare a Scrutinizer's Report for the votes cast in "favour" or "against" on the resolutions proposed in the Notice, based on the reports generated from the e-voting system provided by National Securities Depository Limited ("NSDL"), the agency authorized under the Rules and engaged by the Company to provide facilities of remote e-voting and e-voting during the AGM.

3. As confirmed by the Company, the Notice was sent through electronic mode to the Members whose email addresses were registered with the Registrar & Share Transfer Agent (RTA) / Depositories in compliance with the MCA Circulars and SEBI Circulars and other applicable circulars. The Notice dated 13<sup>th</sup> August 2021 convening the 33<sup>rd</sup> AGM of the Company along with the explanatory statement under Section 102 of the Act setting out all material facts in respect of Resolutions mentioned therein, was sent electronically on 02<sup>nd</sup> September 2021, to the members of the Company whose email addresses were registered with the Company RTA / Depositories.
4. Prior to dispatch of the Notice and Annual Report 2020-21, the requisite advertisement pursuant to the Rules and the MCA Circulars was published by the Company on 25<sup>th</sup> August 2021 in Financial Express (English Daily-All Editions) and Arthik Lipi (Daily Newspaper in Vernacular language) including electronic editions and it carried all required information.

Post-dispatch of the Notice and Annual Report 2020-21, the requisite advertisement pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and the MCA Circulars was published by the Company on 04<sup>th</sup> September 2021 in Financial Express (English Daily-All Editions) and Arthik Lipi (Daily Newspaper in Vernacular language) including electronic editions and it carried all required information.

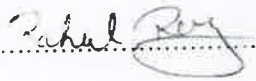
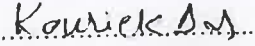
5. Since this AGM was held pursuant to the aforesaid MCA Circulars through VC or OAVM, physical attendance of the members was dispensed with. Accordingly, in terms of above-mentioned MCA and SEBI circulars, the facility for appointment of proxies by the members was also dispensed with.



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6. The Company provided remote e-voting facility offered by NSDL to its shareholders. At the AGM, the Company provided electronic voting facility offered by NSDL to the shareholders who did not cast their vote through remote e-voting.
7. The members holding shares either in physical or dematerialized form, as on the 'Cut-Off' date i.e., 22 September 2021 were entitled to vote on the proposed resolutions.
8. In terms of the aforesaid Notice and as per the provisions of Section 108 of the Act, read with Rule 20 of the Rules, as amended, the voting period for remote e-voting commenced on Saturday, 25 September 2021, (09:00 a.m. IST) and ended on Tuesday, 28 September 2021 (05:00 P.M IST).
9. The members present at the Meeting exercised their voting rights electronically at the Meeting as stated above.
10. After conclusion of voting at the 33<sup>rd</sup> AGM, the votes cast electronically at the meeting were counted first, and thereafter, the votes cast through remote e-voting were unblocked in presence Mr. Rahul Roy and Mr. Kousick Das, who acted as witnesses in accordance with Rule 20 of the Rules, as amended.  
  
Mr. Rahul Roy..........  
Mr. Kousick Das..........
11. Thereafter, the details containing, inter-alia, list of the members, who voted "For" or "Against" on each of the resolutions that were put to vote through remote e-voting and electronic voting during the AGM were derived from the report generated from the e-voting website of NSDL, [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
12. A total of 866 Members have cast their vote, out of which 861 Members have cast their votes through remote e-voting and all such votes are valid and 5 members have cast their votes electronically during the AGM and all such votes are valid.



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I now submit my consolidated report as under on the result of the remote e-voting and voting conducted at the Meeting.

**ORDINARY BUSINESS**

<b>Item No.1</b>	<b>To receive, consider and adopt the Audited Standalone Financial Statements and Audited Consolidated Financial Statements of the Company for the financial year ended 31 March 2021 together with the report of the Board of Directors and Auditors thereon.</b>						
<b>Required Resolution</b>	<b>Ordinary</b>						
<b>Particulars</b>	<b>Remote E- Voting (1)</b>		<b>E- Voting at AGM (2)</b>		<b>Total (1) + (2) = (3)</b>		<b>Percentage (%) of total number of valid votes cast</b>
	<b>No. of members</b>	<b>No. of Votes</b>	<b>No. of members</b>	<b>No. of Votes</b>	<b>No. of members</b>	<b>No. of Votes</b>	
<b>Assent /Voted in favour of the resolution</b>	811	220365759	5	4233	816	220369992	99.0415
<b>Dissent / Voted against the resolution</b>	50	2132748	0	0	50	2132748	0.9585
<b>Total valid votes cast</b>	861	222498507	5	4233	866	222502740	100

<b>Item No.2</b>	<b>To declare dividend of Re 0.15 (15%) per equity share of face value of Re. 1 each for the financial year ended 31 March 2021.</b>						
<b>Required Resolution</b>	<b>Ordinary</b>						
<b>Particulars</b>	<b>Remote E- Voting (1)</b>		<b>E- Voting at AGM (2)</b>		<b>Total (1) + (2) = (3)</b>		<b>Percentage (%) of total number of valid votes cast</b>
	<b>No. of members</b>	<b>No. of Votes</b>	<b>No. of members</b>	<b>No. of Votes</b>	<b>No. of members</b>	<b>No. of Votes</b>	
<b>Assent /Voted in favour of the resolution</b>	812	222539182	5	4233	817	222543415	99.9923



**CS RAJARSHI GHOSH**

Company Secretary in Practice  
ACS No. - 17717  
CP. No. - 8921

AB - 198,  
Sector 1, Salt Lake City  
Kolkata- 700 064  
Mobile No: 09830129400  
Email: csrajarshi@gmail.com

Dissent / Voted against the resolution	47	17108	0	0	47	17108	0.0077
Total valid votes cast	859	222556290	5	4233	864	222560523	100

Item No.3	To appoint a Director in place of Mr. Anurag Choudhary (DIN: 00173934), who retires by rotation and being eligible offers himself for re-appointment.						
Required Resolution	Ordinary						
Particulars	Remote E- Voting (1)		E- Voting at AGM (2)		Total (1) + (2) = (3)		Percentage (%) of total number of valid votes cast
	No. of members	No. of Votes	No. of members	No. of Votes	No. of members	No. of Votes	
Assent /Voted in favour of the resolution	759	222412970	4	4083	763	222417053	99.9367
Dissent / Voted against the resolution	95	140826	1	150	96	140976	0.0633
Total valid votes cast	854	222553796	5	4233	859	222558029	100
Item No.4	To appoint a Director in place of Mr. Amit Choudhary (DIN: 00152358), who retires by rotation and being eligible offers himself for re-appointment.						
Required Resolution	Ordinary						
Particulars	Remote E- Voting (1)		E- Voting at AGM (2)		Total (1)+ (2) = (3)		Percentage (%) of total number of valid votes cast
	No. of members	No. of Votes	No. of members	No. of Votes	No. of members	No. of Votes	
Assent /Voted in favour of the resolution	748	220337959	4	4083	752	220342042	99.0043
Dissent / Voted against the resolution	106	2215887	1	150	107	2216037	0.9957



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Total valid votes cast	854	222553846	5	4233	859	222558079	100
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**SPECIAL BUSINESS**

Item No.5	To ratify remuneration of Cost Auditors for the financial year ending 31 March 2022.						
Required Resolution	Ordinary						
Particulars	Remote E- Voting (1)		E- Voting at AGM (2)		Total (1)+(2) = (3)		Percentage (%) of total number of valid votes cast
	No. of members	No. of Votes	No. of members	No. of Votes	No. of members	No. of Votes	
Assent /Voted in favour of the resolution	784	222526998	5	4233	789	222531231	99.9874
Dissent / Voted against the resolution	68	27988	0	0	68	27988	0.0126
Total valid votes cast	852	222554986	5	4233	857	222559219	100
Item No.6	To appoint Mr. Girish Paman Vanvari (DIN: 07376482) as an Independent Director for the first term of 5 (five) consecutive years with effect from 22 June 2021;						
Required Resolution	Ordinary						
Particulars	Remote E- Voting (1)		E- Voting at AGM (2)		Total (1) + (2) = (3)		Percentage (%) of total number of valid votes cast
	No. of members	No. of Votes	No. of members	No. of Votes	No. of members	No. of Votes	
Assent /Voted in favour of the resolution	778	222523461	5	4233	783	222527694	99.9854
Dissent / Voted against the resolution	78	32557	0	0	78	32557	0.0146
Total valid votes cast	856	222556018	5	4233	861	222560251	100





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Item No.7	<b>To re-appoint Mr. Santosh Kumar Agrawala (DIN: 00364962) as an Independent Director for the second term of 5 (five) consecutive years with effect from 14 November 2021.</b>						
Required Resolution	<b>Special</b>						
Particulars	Remote E- Voting (1)		E- Voting at AGM (2)		Total (1)+ (2) = (3)		Percentage (%) of total number of valid votes cast
	No. of members	No. of Votes	No. of members	No. of Votes	No. of members	No. of Votes	
Assent /Voted in favour of the resolution	744	220379235	5	4233	749	220383468	99.0221
Dissent / Voted against the resolution	109	2176302	0	0	109	2176302	0.9779
<b>Total valid votes cast</b>	<b>853</b>	<b>222555537</b>	<b>5</b>	<b>4233</b>	<b>858</b>	<b>222559770</b>	<b>100</b>
Item No.8	<b>To appoint Mr. Gopal Ajay Malpani (DIN: 02043728) as an Independent Director for the first term of 5 (five) consecutive years with effect from 13 August 2021;</b>						
Required Resolution	<b>Ordinary</b>						
Particulars	Remote E- Voting (1)		E- Voting at AGM (2)		Total (1)+ (2) = (3)		Percentage (%) of total number of valid votes cast
	No. of members	No. of Votes	No. of members	No. of Votes	No. of members	No. of Votes	
Assent /Voted in favour of the resolution	775	222525478	5	4233	780	222529711	99.9866
Dissent / Voted against the resolution	76	29835	0	0	76	29835	0.0134
<b>Total valid votes cast</b>	<b>851</b>	<b>222555313</b>	<b>5</b>	<b>4233</b>	<b>856</b>	<b>222559546</b>	<b>100</b>



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<b>Item No.9</b>	<b>To ratify and approve the remuneration of Mr. Bankey Lal Choudhary (DIN: 00173792), Whole Time Director for the period of his tenure i.e from 01 April 2020 to 31 March 2024.</b>						
<b>Required Resolution</b>	<b>Special</b>						
<b>Particulars</b>	<b>Remote E- Voting (1)</b>		<b>E- Voting at AGM (2)</b>		<b>Total (1) + (2) = (3)</b>		<b>Percentage (%) of total number of valid votes cast</b>
	<b>No. of members</b>	<b>No. of Votes</b>	<b>No. of members</b>	<b>No. of Votes</b>	<b>No. of members</b>	<b>No. of Votes</b>	
<b>Assent /Voted in favour of the resolution</b>	732	220277987	4	4083	736	220282070	98.9775
<b>Dissent / Voted against the resolution</b>	119	2275398	1	150	120	2275548	1.0225
<b>Total valid votes cast</b>	851	222553385	5	4233	856	222557618	100
<b>Item No.10</b>	<b>To ratify and approve the remuneration of Mr. Anurag Choudhary (DIN: 00173934), Managing Director &amp; CEO for the period of his tenure i.e from 01 April 2020 to 13 August 2024.</b>						
<b>Required Resolution</b>	<b>Special</b>						
<b>Particulars</b>	<b>Remote E- Voting (1)</b>		<b>E- Voting at AGM (2)</b>		<b>Total (1) + (2) = (3)</b>		<b>Percentage (%) of total number of valid votes cast</b>
	<b>No. of members</b>	<b>No. of Votes</b>	<b>No. of members</b>	<b>No. of Votes</b>	<b>No. of members</b>	<b>No. of Votes</b>	
<b>Assent /Voted in favour of the resolution</b>	727	220279532	4	4083	731	220283615	98.9774
<b>Dissent / Voted against the resolution</b>	123	2275726	1	150	124	2275876	1.0226
<b>Total valid votes cast</b>	850	222555258	5	4233	855	222559491	100



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Item No.11	To ratify and approve the remuneration of Mr. Amit Choudhary (DIN: 00152358), Whole-time Director for the period of his tenure i.e from 01 April 2020 to 13 August 2024.						
Required Resolution	Special						
Particulars	Remote E- Voting (1)		E- Voting at AGM (2)		Total (1)+ (2) = (3)		Percentage (%) of total number of valid vote cast
	No. of members	No. of Votes	No. of members	No. of Votes	No. of members	No. of Votes	
Assent /Voted in favour of the resolution	724	220273255	4	4083	728	220277338	98.9780
Dissent / Voted against the resolution	132	2274230	1	150	133	2274380	1.0220
<b>Total valid vote cast</b>	<b>856</b>	<b>222547485</b>	<b>5</b>	<b>4233</b>	<b>861</b>	<b>222551718</b>	<b>100</b>
Item No.12	To ratify and approve the remuneration of Mr. Tushar Choudhary (DIN: 00174003), Whole-time Director for the period of his tenure i.e from 01 April 2020 to 13 August 2024.						
Required Resolution	Special						
Particulars	Remote E- Voting (1)		E- Voting at AGM (2)		Total (1) + (2) = (3)		Percentage (%) of total number of valid vote cast
	No. of members	No. of Votes	No. of members	No. of Votes	No. of members	No. of Votes	
Assent /Voted in favour of the resolution	730	220280048	4	4083	734	220284131	98.9767
Dissent / Voted against the resolution	126	2277239	1	150	127	2277389	1.0233
<b>Total valid vote cast</b>	<b>856</b>	<b>222557287</b>	<b>5</b>	<b>4233</b>	<b>861</b>	<b>222561520</b>	<b>100</b>



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Based on the aforesaid results, the resolution no. (s) 1 to 12 as contained in the Notice have been passed with the requisite majority.

The remote e- voting register and other related papers/ registers and records are under my safe custody and will be handed over to the Chairman or Company Secretary for preserving safely after the minutes of the Meeting are signed.

Thanking You

Date: 29.09.2021  
Place: Kolkata  
UDIN: A017717C001038088



Yours faithfully

RAJARSHI GHOSH  
ACS No. 17717  
CP No. 8921

For Himadri Speciality Chemical Ltd

Countersigned by: \_\_\_\_\_

Monika Saraswat  
Company Secretary  
ACS: 29322