



# Alkyl Amines Chemicals Limited

Reg. Office: 401-407, Nirman Vyapar Kendra, Plot No. 10, Sector 17, Vashi, Navi Mumbai - 400 703. INDIA  
Tel.: 022-6794 6600 • Fax: 022-6794 6666 • E-mail : alkyl@alkylamines.com • Web: www.alkylamines.com



**Responsible Care®**  
OUR COMMITMENT TO SUSTAINABILITY

February 15, 2021

To,  
**BSE Ltd.**  
P. J. Towers,  
Dalal Street, Fort,  
Mumbai — 400 023.  
**SCRIP CODE: 506767**

**The National Stock Exchange of India Ltd.**  
Exchange Plaza,  
Bandra Kurla Complex, Bandra (E),  
Mumbai — 400 051.  
**SYMBOL: ALKYLAMINE**

**Sub.: Disclosure under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Pursuant to Section 110 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 and the Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, this is to inform that the Postal Ballot Notice and Form, copy enclosed for reference, are being dispatched to the Shareholders of the Company whose names are appearing in the Register of Members as on cut-off date i.e. February 9, 2021 for seeking their approval by way of Postal Ballot, including voting through electronic means, in the following matters:

Item No.	Description of the Resolution
1	<b>Special Resolution:</b> Sub-division of Equity Shares of the Company
2	<b>Special Resolution:</b> Alteration of the Capital Clause of the Memorandum of Association of the Company

Further, kindly note the schedule of events for Postal Ballot and/or E-voting as under:


Sr. No.	Activity	Date
1	Cut-off date for Sending Postal Ballot Notice to shareholders (physical as well as demat shareholders)	February 9, 2021
2	Voting Commencement date and time	Tuesday, February 16, 2021 at 09:00 AM (IST)
3	Voting end date and time	Wednesday, March 17, 2021 at 05:00 PM (IST)
4	Scrutinizer report & Declaration of Results	On or before March 19, 2021

Soft copy of the Postal Ballot Notice and Postal Ballot Form can also be accessed at the Company website at [www.alkylamines.com](http://www.alkylamines.com)

Kindly take the above information on your records.

Thanking you,

Yours sincerely,  
For **ALKYL AMINES CHEMICALS LTD.**

  
**Chintamani D. Thatte**  
General Manager (Legal) & Company Secretary  
& Compliance Officer



Encl.: As above



## Alkyl Amines Chemicals Limited

Regd. Office: 401-407, Nirman Vyapar Kendra, Plot No. 10, Sector 17, Vashi, Navi Mumbai 400 703. INDIA  
CIN : L99999MH1979PLC021796 | Tel. No.: 022-6794 6600 | Fax No.: 022-6794 6666  
Email: [legal@alkylamines.com](mailto:legal@alkylamines.com) | Website: [www.alkylamines.com](http://www.alkylamines.com)



### NOTICE OF POSTAL BALLOT

[Pursuant to Section 110 and Section 108 of the Companies Act, 2013 read with the Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014]

Dear Member(s),

NOTICE is hereby given pursuant to the provisions of Section 110 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act"), read with Rule 22 of the Companies (Management and Administration) Rules, 2014 (hereinafter the "Rules") (including any statutory modification or re-enactment thereof, for the time being in force), Secretarial Standard on General Meetings("SS-2"), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and other applicable laws and regulations, that it is proposed to seek the consent of the members ("Members") of Alkyl Amines Chemicals Limited ("Company"), for the resolutions appended below, through postal ballot using Postal Ballot Form and remote electronic voting ("e-Voting").

An Explanatory Statement pursuant to Section 102 of the Act and other applicable provisions of the Act, pertaining to the resolution setting out the material facts and the reasons thereof, is appended along with a postal ballot form ("Postal Ballot Form"). Pursuant to Rule 22(5) of the Rules, the Board of Directors of your Company, at its meeting held on 2<sup>nd</sup> February, 2021, has appointed Mr. Prashant S. Mehta (Membership No. ACS 5814) Proprietor of M/s. P. Mehta & Associates, Practicing Company Secretaries, as the Scrutinizer to conduct the Postal Ballot and e-voting process in a fair and transparent manner.

The Members are requested to carefully read the instructions indicated in the Notice and printed overleaf of the Postal Ballot Form and record their assent (for) or dissent (against) in the Postal Ballot Form and return the same, in original duly completed and signed, in the enclosed postage prepaid self-addressed business reply envelope, so as to reach the Scrutinizer, on or before 5.00 p.m. (IST) on Wednesday, March 17, 2021. Postal Ballot Forms received after that date will be strictly treated as if a reply from such Member has not been received.

In compliance with the provisions of Sections 108 and

110 of the Act, read with Rules 20 and 22 of the Rules and Regulation 44 of the SEBI Listing Regulations, the Company is also offering facility of e-voting to all its Members to enable them to cast their votes electronically. The Company has engaged the services of National Securities Depository Limited (NSDL) to provide e-voting facility. Members are requested to follow the procedure as stated in the Notes and printed overleaf of the Postal Ballot Form for casting of votes by e-voting.

Upon completion of the scrutiny of the Postal Ballot Forms and votes cast through e-voting in a fair and transparent manner, the Scrutinizer will submit his report to the Chairman or any person authorized by him. The results of the Postal Ballot will be announced not later than 48 hours of conclusion of the voting through Postal Ballot. The said results would be displayed at the Registered Office of the Company, intimated to BSE Limited and National Stock Exchange of India Limited (NSE) where the shares of the Company are listed. Additionally, the results will also be uploaded on the Company's website [www.alkylamines.com](http://www.alkylamines.com) and on the website of National Securities Depository Limited (NSDL) [www.evoting.nsdl.com](http://www.evoting.nsdl.com)

#### SPECIAL BUSINESS:

##### Item No.1

##### Sub - Division of Equity Shares of the Company

To consider and if thought fit, to pass with or without modification(s), the following Resolution as **Special Resolution:**

**"RESOLVED THAT** pursuant to the provisions of Sections 61 (1) (d), 64, and other applicable provisions, if any, of the Companies Act, 2013 read with the relevant Rules framed thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any amendments, modifications, variations or re-enactments thereof from time to time) and the provisions of Memorandum and Articles of Association of the Company and subject to such approvals,

consents, permissions and sanctions as may be necessary from the authorities concerned, each equity shares of the Company having nominal value of Rs. 5/- (Rupees Five only) fully paid be sub-divided into equity shares of nominal value of Rs. 2/- (Rupees Two only) each fully paid and consequently, the authorized share capital of the Company of Rs. 30,00,00,000/- (Rupees Thirty Crores only) shall comprise of 7,50,00,000 (Seven Crore Fifty Lakhs) equity shares of Rs. 2/- (Rupees Two only) each and 15,00,000 (Fifteen Lakhs) Cumulative Redeemable Preference Shares of Rs.100/- (Rupees One Hundred only) each.

**RESOLVED FURTHER THAT** pursuant to the sub-division of the equity shares of the Company, all the issued, subscribed and paid up equity shares of the Company having nominal value Rs. 5/- (Rupees Five only) each fully paid existing on the Record date to be fixed by the Company shall stand sub-divided into equity shares of nominal value Rs. 2/- (Rupees Two only) each fully paid up, without altering the aggregate amount of such capital and such shares shall rank paripassu in all respects with the then existing equity shares with effect from the record date.

**RESOLVED FURTHER THAT** upon sub-division of equity shares as aforesaid, the existing share certificate(s) in relation to the existing equity shares of the nominal value of Rs. 5/- (Rupees Five only) each held in physical form shall be deemed to have been automatically cancelled and be of no effect on and from the Record Date to be fixed by the Company and the Company may, without requiring the surrender of the existing share certificate(s), directly issue and dispatch the new share certificate(s) of the Company with equity shares of nominal value of Rs. 2/- (Rupees Two only), in lieu of such existing share certificates subject to the provisions of the Companies (Share Capital and Debentures) Rules, 2014 and in case of Members who hold the equity shares in dematerialized form, the sub-divided equity shares of nominal value of Rs. 2/- (Rupees Two only) each shall be credited proportionately to the respective beneficiary account of the Members, with their respective depository participants and the Company shall undertake such corporate actions as may be necessary in relation to the existing equity shares, whether in physical form or in dematerialized form.

**RESOLVED FURTHER THAT** upon the sub-division of nominal value of each share from Rs. 5/- to Rs. 2/-, the Company shall not issue any certificate or coupon in respect of fraction share but all fraction shares resulting from the sub-division of shares in the aforesaid manner shall be consolidated into whole equity shares and the Board of Directors shall have the authority to dispose of such whole shares by selling them at the market price and to distribute the net proceeds thereof (less expenses, if

any) proportionately, as far as practicable, to the Members concerned.

**RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorized to make appropriate adjustments due to the sub-division of Equity Shares as aforesaid, to the scheme size of the existing Employee Stock Option Scheme (ESOS) viz. "AACL ESOP 2018" as well as to the stock options which have been granted / to be granted to employees of the company under said ESOS viz. "AACL ESOP 2018" pursuant to the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 and any amendments thereto from time to time, such that the exercise price for all employee stock options which are outstanding as on the Record Date (vested and unvested or yet to be granted) shall be proportionately adjusted and the number of stock options which are available for grant and those already granted but not exercised as on Record Date shall be appropriately adjusted (including the necessity to round-up any of the outstanding fractional options, if required) and the Nomination and Remuneration Committee of the Company be and is hereby authorised to do all the things incidental and necessary in this regard.

**RESOLVED FURTHER THAT** Mr. Yogesh M. Kothari, Chairman and Managing Director, or Mr. Kirat Patel, Executive Director or Mr. Suneet Kothari, Executive Director or Mr. Chintamani D. Thatte, General Manager (Legal) and Company Secretary of the Company be and are hereby severally authorized to fix the record date and to take such steps as may be necessary for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and / or incidental thereto, and to execute all deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all such acts, deeds, matters and things, from time to time, as may be necessary, proper, expedient or incidental for the purpose of giving effect to this Resolution and to delegate all or any of the powers herein vested in the Board, to any Director(s) or Officer(s) of the Company as may be required to give effect to the above resolution."

#### Item No. 2

#### **Alteration of the Capital Clause of the Memorandum of Association of the Company**

To consider and if thought fit, to pass with or without modification(s), the following Resolution as **Special Resolution:**

**"RESOLVED THAT** pursuant to the provisions of Sections 13, 61, 64 and other applicable provisions, if any, of the Companies Act, 2013 read with the relevant Companies Rules framed thereunder and the Securities

and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any amendments, modifications, variations or re-enactments thereof from time to time) existing Clause V of the Memorandum of Association of the Company be substituted with the following new Clause:

“V. The Authorized Share Capital of the Company is Rs. 30,00,00,000/- (Rupees Thirty Crores only) which shall comprise of 7,50,00,000 (Seven Crore Fifty Lakhs) equity shares of Rs. 2/- (Rupees Two only) each and 15,00,000 (Fifteen Lakhs) Cumulative Redeemable Preference Shares of Rs.100/- (Rupees One Hundred only) each. The Company will have the right to increase or reduce the capital including by way of buy-back and divide this capital for the time being into shares of different classes and attach to any such shares such preferential rights and privileges and conditions in such manner as may for the time being be provided by the regulations of the Company.”

**RESOLVED FURTHER THAT** Mr. Yogesh M. Kothari, Chairman and Managing Director, or Mr. Kirat Patel, Executive Director or Mr. Suneet Kothari, Executive Director or Mr. Chintamani D. Thatte, General Manager (Legal) and Company Secretary of the Company be and are hereby severally authorized to take such steps as may be necessary for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and / or incidental thereto, and to execute all deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all such acts, deeds, matters and things, from time to time, as may be necessary, proper, expedient or incidental for the purpose of giving effect to this Resolution and to delegate all or any of the powers herein vested in the Board, to any Director(s) or Officer(s) of the Company as may be required to give effect to the above resolution.”

By Order of the Board  
For **Alkyl Amines Chemicals Limited**

**Chintamani D. Thatte**  
**General Manager (Legal) & Company Secretary**  
**Membership No.: FCS3858**

Date: February 2, 2021

Place: Navi Mumbai

Registered Office:

401-407, Nirman Vyapar Kendra, Plot No. 10,

Sector 17, Vashi, Navi Mumbai – 400 703

CIN: L99999MH1979PLC021796

Tel. No.: 022-6794 6600; Fax No.: 022-6794 6666

Email: [legal@alkylamines.com](mailto:legal@alkylamines.com)

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

**Notes:**

1. An explanatory statement pursuant to the provisions of Section 102 of the Companies Act, 2013, relating to the business specified in this Notice is annexed hereto and the same should be taken as part of this Notice.
2. This Notice along with the Postal Ballot Form is being sent by electronic mode to those Members, whose e-mail addresses are registered with the Company/ Depositories, unless any Member has registered for a physical copy of the same. For Members who have not registered their e-mail addresses, physical copies are being sent to them by the permitted mode. Members may note that this Notice will be available on the Company's website, [www.alkylamines.com](http://www.alkylamines.com) and on the website of National Securities Depository Limited (NSDL) [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
3. Voting rights will be reckoned on the paid-up value of shares registered in the name of the Members on Tuesday, February 9, 2021 (cut-off date). Only those Members whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date will be entitled to cast their votes by Postal Ballot or e-voting.
4. In compliance with the provisions of Sections 108 and 110 of the Act and Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (“Rules”), Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, the Company is pleased to facilitate voting through electronic means (“e-voting facility”) facility to the Members, to enable them to cast their votes electronically. The Company has engaged the services of NSDL to provide e-voting facility to its members.
5. Members can opt for only one mode of voting i.e. either Postal Ballot Form or e-voting. In case any Member cast his votes both by Postal Ballot and e-voting, the votes cast through e-voting shall prevail and the votes cast through Postal Ballot Form shall be considered invalid.
6. The Resolution, if passed by requisite majority, will be deemed to be passed on the last date specified for receipt of duly completed Postal Ballot Form or e-voting i.e. Wednesday, March 17, 2021.
7. A member cannot exercise his vote by proxy on Postal Ballot.
8. Members desiring to exercise their vote by physical Postal Ballot are requested to carefully read the instructions printed on the Postal Ballot Form and return the said Form duly completed and signed, in

the enclosed postage prepaid self-addressed business reply envelope to the Scrutinizer, so that it reaches the Scrutinizer not later than by 5.00 p.m. (IST) on Wednesday, March 17, 2021. The postage will be borne by the Company. However, envelopes containing Postal Ballot Forms, if sent by courier or registered / speed post or deposited personally at the address given on the self-addressed Business Reply Envelope, at the expense of the Members will also be accepted. If any Postal Ballot Form is received after 5.00 p.m. (IST) on Wednesday, March 17, 2021, it will be considered that no reply from the Member has been received. Additionally, please note that the Postal Ballot Forms shall be considered invalid if (i) it is not possible to determine without any doubt the assent or dissent of the Member, and/ or (ii) a competent authority has given directions in writing to the Company to freeze the voting rights of the Member, and/ or (iii) it is defaced or mutilated in such a way that its identity as a genuine form cannot be established; and/ or (iv) the Member has made any amendment to the resolution set out herein or imposed any condition while exercising his vote.

9. Members who have received the Postal Ballot Notice by e-mail and who wish to vote through Physical Form may download the Postal Ballot Form attached in the e-mail or from the Company's website [www.alkylamines.com](http://www.alkylamines.com) and send the duly completed and signed Postal Ballot Form to the Scrutinizer so as to reach on or before 5.00 p.m. (IST) Wednesday, March 17, 2021.
10. In case a Member is desirous of obtaining duplicate Postal Ballot Form, the Member may write to the Company at its Registered office or download the Postal Ballot Form from the Company's website [www.alkylamines.com](http://www.alkylamines.com).
11. In the event of any grievance relating to E-voting, the Members / Beneficial Owners may contact the following: Mr. Sanjeev Yadav, Asst. Manager, NSDL, Trade World, 4th Floor, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai-400 013, through e-mail at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or on Toll Free No.: 1800 1020 990/ 1800 224 430/ Mobile No.: 93240 06225.
12. The Scrutinizer will submit his report to the Chairman or Company Secretary after completion of the scrutiny and the result of the Postal Ballot will be announced on or before March 19, 2021 at the Registered Office of the Company. The result of the Postal Ballot along with the Scrutinizer's Report will also be displayed on the Company's website [www.alkylamines.com](http://www.alkylamines.com) and shall be communicated to the Stock Exchanges where the

Company's equity shares are listed.

13. The results of the Ballot will also be announced through newspaper advertisement and communicated to the Stock Exchanges where the Company's equity shares are listed.
14. All the material documents referred to in the explanatory statement are available for inspection at the Registered Office of the Company on any of the working days, except Saturday, Sunday and public holiday(s), between 9:00 a.m. (IST) to 5:00 p.m. (IST) from the date of dispatch of notice till Wednesday, March 17, 2021.

**The instructions for shareholders voting electronically are as under:**

In compliance with the provisions of Section 108 and 110 of the Act read with the rules made thereunder, as amended and Regulation 44 of the Listing Regulations, the Company is pleased to provide e-voting facility to its Shareholders, holding equity shares in physical or dematerialized form, as on the cut-off date, being Tuesday, February 9, 2021 to exercise their right to vote by electronic means on the businesses specified in the accompanying Notice through the electronic voting service facility arranged by NSDL. Shareholders have the option to vote either through e-voting or through the Form.

The Postal Ballot Notice along with the Explanatory Statement, instructions and manner of e-Voting process and the Postal Ballot Form can be downloaded from the link <https://www.evoting.nsdl.com>

The e-voting period commences on Tuesday, February 16, 2021 at 9.00 a.m. and ends on Wednesday, March 17, 2021 at 5.00 p.m. During this period, Shareholders of the Company, holding equity shares either in physical form or in dematerialized form, as on the cut-off date i.e. Tuesday, February 9, 2021, may cast their vote by e-voting. The e-voting module shall be disabled by NSDL after the prescribed date and time for voting. Once the vote on a resolution is cast by the Shareholder, the Shareholder shall not be allowed to change it subsequently.

**The procedure to login to e-Voting website consists of two steps as detailed hereunder:**

**Step 1: Log-in to NSDL e-Voting system**

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com>.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under

‘Shareholders’ section.

3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.

*Alternatively, if you are registered for NSDL e-services i.e. IDEAS, you can log-in at <https://eservices.nsd.com/> with your existing IDEAS login. Once you log-in to NSDL e-services after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.*

4. Your User ID details will be as per details given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical Your User ID is:	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Your password details are given below:

- a. If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b. If you are using NSDL e-Voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need to enter the ‘initial password’ and the system will prompt you to change your password.
- c. How to retrieve your ‘initial password’?
  - i. If your email ID is registered in your demat account or with the company, your ‘initial password’ is communicated to you on your

email ID. Trace the email sent to you by NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your ‘User ID’ and your ‘initial password’.

- ii. If your email ID is not registered, your ‘initial password’ is communicated to you on your postal address.

6. If you are unable to retrieve or have not received the “Initial password” or have forgotten your password:

- a. Click on “**Forgot User Details/Password?**”(If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsd.com](http://www.evoting.nsd.com).
- b. “**Physical User Reset Password?**” (If you are holding shares in physical mode) option available on [www.evoting.nsd.com](http://www.evoting.nsd.com).
- c. If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address.
- d. Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.

8. Now, you will have to click on “Login” button.

9. After you click on the “Login” button, Home page of e-Voting will open.

**Step 2: Cast your vote electronically on NSDL e-Voting system**

1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.
2. After click on Active Voting Cycles, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle is in active status.
3. Select “EVEN” of the Company, which is 115693.
4. Now you are ready for e-Voting as the Voting page opens.

5. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
6. Upon confirmation, the message “Vote cast successfully” will be displayed.
7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

**General Guidelines for Shareholders**

1. Institutional Shareholders (i.e. other than individuals, HUF, NRI, etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter, etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail at [acs.pmehta@gmail.com](mailto:acs.pmehta@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the Downloads section of <https://www.evoting.nsdl.com> or contact NSDL by email at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or call on: 1800 1020 990/ 1800 224 430.

**ANNEXURE TO THE NOTICE****Explanatory statement Pursuant to Section 102 (1) and 110 of the Companies Act, 2013.****Item Nos. 1 & 2**

The paid-up share capital of the Company is Rs. 10,20,63,555 (Rupees Ten Crore Twenty Lakh Sixty-Three Thousand Five Hundred Fifty-Five only) consisting of 2,04,12,711 equity shares of Rs. 5/- (Rupees Five only) each.

As the members are aware, the equity shares of your Company are listed on the National Stock Exchange of India Limited (NSE) and Bombay Stock Exchange Limited, (BSE) and are also regularly traded on the said Exchanges. Owing to the Company's strong financial performance, the market price of the Company's Equity Shares has grown steadily over the past several years. In order to improve the liquidity of Company's shares, the Board of Directors at its meeting held on February 2, 2021 have proposed to sub-divide the nominal value and paid up value of (Authorized/ Subscribed, Issued and Paid-up) of the Company from one equity share of Rs.5/- (Rupees Five only) each to equity shares of Rs.2/- (Rupees Two only) each.

The aforesaid sub-division of equity shares into shares of Rs.2/- (Rupees Two only) each would require amendment to existing Capital Clause V of the Memorandum of Association.

The Chairman and Managing Director, Executive Directors or Company Secretary of the Company shall fix the Record Date for the purpose of ascertaining the list of members whose shares shall be sub-divided, as proposed above and the Record Date will be fixed after the approval of the shareholders is obtained.

Pursuant to the provisions of Section 13 and 61 (1) (d) of the Companies Act, 2013, approval of the members is required for sub-division of shares and consequent amendment of clause V of the Memorandum of Association.

In case of the fraction share, the Company shall not issue any certificate or coupon in respect thereof but all fractions resulting from the sub-division of shares in the aforesaid manner shall be consolidated into whole equity shares and the Board shall have the authority to dispose of such whole shares by selling them at the market price and to distribute the net proceeds thereof (less expenses, if any) proportionately, as far as practicable, to the members concerned.

The sub-division of Equity Shares would, inter-alia, require appropriate adjustments to the scheme size under the existing Employee Stock Option Scheme (ESOS) viz. "AACL ESOP 2018" as well as with respect to the stock options of the Company under said ESOS viz. "AACL ESOP 2018", pursuant to the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 and any amendments thereto from time to time, such that all the stock options outstanding as on Record Date (vested and unvested options) as well as stock options which are available for grant and those already granted but not exercised as on Record Date shall be proportionately converted into options for Equity Shares of face value of Rs 2/- each and the grant price and quantity of all the outstanding/ to be granted stock options shall be proportionately adjusted. Further the fractions arising in the Stock options due to sub-division will be dealt with in the manner stated in the resolution.

Your Directors recommend the Resolution at item nos. 1 and 2 of this Notice, for your approval through postal ballot process.

None of Directors of the Company or Key Managerial Personnel is concerned or interested in the resolutions except to the extent of the equity shares held by them in the Company.

By Order of the Board  
For **Alkyl Amines Chemicals Limited**

**Chintamani D. Thatte**  
**General Manager (Legal) &**  
**Company Secretary**  
**Membership No.: FCS3858**

Date: February 2, 2021

Place: Navi Mumbai

**Registered Office:**

401-407, Nirman Vyapar Kendra, Plot No. 10,

Sector 17, Vashi, Navi Mumbai – 400 703

CIN: L99999MH1979PLC021796

Tel. No.: 022-6794 6600; Fax No.: 022-6794 6666

Email: [legal@alkylamines.com](mailto:legal@alkylamines.com)

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



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# Alkyl Amines Chemicals Limited

Regd. Office: 401-407, Nirman Vyapar Kendra, Plot No. 10, Sector 17, Vashi, Navi Mumbai 400 703  
Tel. No.: +91-22-6794 6600; Fax No.: +91-22-6794 6666  
CIN L99999MH1979PLC021796 | Email: legal@alkylamines.com | Website: www.alkylamines.com



## POSTAL BALLOT FORM

(Please read the instructions printed overleaf carefully before exercising your vote)

Sr. No.

1. Name and Registered address of the sole / first named Member/ Beneficial Owner :

2. Name(s) of the Joint holder(s) if any :

3. Registered Folio No. / DPID No./Client ID No.\* (\*applicable to Members holding Shares in dematerialized form) :

4. No. of Equity Shares held :

I/We hereby exercise my/our vote in respect of the Special Resolutions as proposed to be passed through Postal Ballot for the business stated in the Notice of the Company dated February 2, 2021, by sending my/our assent or dissent to the said Resolution by placing tick (✓) mark at the appropriate box below. (Tick in both the boxes would render your Ballot invalid)

	Description	Type of Resolution	No. of shares held	I/We assent to the Resolution (FOR)	I/We dissent to the Resolution (AGAINST)
1	Subdivision of Equity Shares of the Company as stated in Resolution	Special Resolution			
2	Alteration of the Capital Clause of the Memorandum of Association of the Company as stated in Resolution	Special Resolution			

Place:

Date: (Signature of the Member/ Power of Attorney holder)

ELECTRONIC VOTING PARTICULARS The e-voting facility is available at the link <https://www.evoting.nsdl.com>.

EVEN (Electronic voting event No.)	USER ID	PASSWORD

The E-voting facility will be available during the following period:

Commencement of E-voting	End of E-voting
Tuesday, February 16, 2021 from 9.00 a.m.	Wednesday, March 17, 2021 at 5.00 p.m.

### Notes:

1. Last date for receipt of Postal Ballot Forms by Scrutinizer is Wednesday, March 17, 2021.
2. Please return Postal Ballot form in the postage prepaid self-addressed envelope enclosed herewith.
3. Please follow steps for e-voting procedure as printed in the instructions carefully before exercising your vote.

## INSTRUCTIONS

1. Pursuant to the provisions of Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 (“the Rules”) as amended, Members who have registered their e-mail IDs with depositories or with the Company for communication purposes are being sent this Notice of Postal Ballot by e-mail and the Members who have not registered their e-mail IDs will receive Notice of Postal ballot along with physical form through permitted means along with a postage prepaid self-addressed Business Reply Envelope. The details of dispatch will be published in the newspaper.
2. The self-addressed envelope bears the address of the scrutinizer i.e. Mr. Prashant S. Mehta, Scrutiniser, Unit: Alkyl Amines Chemicals Ltd., 24/26, Bomanji Lane, Ground Floor, Behind Fort Fire Brigade, Fort, Mumbai 400 001.
3. The Postal Ballot Notice is being sent to the Members whose names appear on the Register of Members or List of Beneficial Owners as received from the National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as of Tuesday, February 9, 2021 i.e. “the cut-off date”
4. Members whose names appear on the Register of Members/ List of Beneficial Owners as on Tuesday, February 9, 2021 will be considered for the purpose of voting.
5. Resolutions passed by the Members through postal ballot are deemed to have been passed as if they have been passed at a General Meeting of the Members.
6. The Members can opt for only one mode of voting, i.e., either by physical ballot or e-voting. In case Members cast their votes through both the modes, voting done by e-voting shall prevail and votes cast through physical Postal Ballot Forms will be treated as invalid.
7. In case a Member to whom Postal Ballot Notice is being sent in electronic form and is desirous of obtaining a printed Postal Ballot Form or a duplicate, he or she may send an e-mail to [legal@alkylamines.com](mailto:legal@alkylamines.com). The Company /Registrar and Transfer Agent shall forward the same along with postage prepaid self-addressed Business Reply Envelope to the Member.
8. Voting rights shall be reckoned on the paid up value of shares registered in the name of the Members as on Tuesday, February 9, 2021.
9. In compliance with the provisions of section 108 of the Act read with the Companies (Management and Administration) Rules, 2014 and any amendments thereto and Regulation 44 of the SEB1 (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘Listing Regulations’) as amended from time to time, the Members are informed that the Company is offering ‘e-voting’ facility as an alternative mode of voting which will enable the members to cast their votes electronically. Necessary arrangements have been made by the Company with NSDL to facilitate e-voting. E-voting is optional and Members shall have the option to vote either through e-voting or through Postal Ballot Form. The detailed procedure with respect to e-voting is mentioned in the notice.
10. The Members are requested to note that: a) the e-voting period will commence from 9:00 a.m. (IST) on Tuesday, 16.02.2021 and end at 05:00 p.m. (IST) on Wednesday, 17.03.2021. Please note that e-voting module will be disabled for Voting after the said time and date. Once the Vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently. During the period, shareholders holding shares either in physical form or in dematerialized form as on the cut-off date, Tuesday, 09.02.2021 (EOD) may cast their votes electronically. b) Similarly, duly completed Postal Ballot Form should reach the Scrutinizer before 5:00 p.m. (IST) on Wednesday, 17.03.2021 Postal Ballot Forms received after the said time and date will be strictly treated as if the reply from such Members has not been received.
11. The postal ballot form shall be considered invalid on any of the following grounds:
  - a. A form other than one issued by the company has been used.
  - b. The form has not been signed by or on behalf of the member.
  - c. If the Member’s signature does not tally, or if the Postal Ballot Form is not signed as per the process mentioned above;
  - d. If the Member has marked his / her / its vote both ‘FOR and ‘AGAINST in the Postal Ballot Form in such a manner that the aggregate shares voted ‘FOR’ and ‘AGAINST’ exceeds the total number of shares held;
  - e. It is not possible to determine without any doubt the assent or dissent is mentioned or neither assent nor dissent is mentioned.
  - f. Any competent authority has given directions in writing to the company to freeze the Voting Rights of the Member.
  - g. The envelope containing the Postal Ballot form is received after the last date prescribed.
  - h. The Postal Ballot form, signed in a representative capacity, is not accompanied by a certified copy of the Board Resolution / authorization of relevant specific authority.
  - i. Member has made any amendment to the Resolution or imposed any condition while exercising his vote.
  - j. If the ballot paper is received, torn or defaced or mutilated to an extent that it is difficult for the Scrutinizer to identify either the identity of the Member or the number of votes or as to identify whether the votes cast are in favour or against or inability of the signature to be verified or on one or more of the above grounds.
12. The Scrutinizer’s decision on the validity of Postal Ballot shall be final.
13. The results of the Postal Ballot will be declared at the Registered Office of the Company as specified in the Postal Ballot Notice. The same will be displayed on the Company’s website at [www.alkylamines.com](http://www.alkylamines.com) for Information of the Members, besides being communicated to the Stock Exchange(s) on which the shares of the Company are listed.