



20th July, 2021

To, Department of Corporate Services BSE Ltd. Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001.	To, The Manager, Listing Department, National Stock Exchange of India Ltd. “Exchange Plaza”, C-1, Block G, Bandra-Kurla Complex, Bandra (E), Mumbai – 400 051.
Ref.: Scrip Code No. : 540701	Ref. : (i) Symbol – DCAL (ii) Series – EQ

SUB.: PROCEEDINGS OF 14TH ANNUAL GENERAL MEETING (AGM) HELD ON MONDAY, 19TH JULY, 2021 AS PER REGULATION 30 OF SEBI (LODR) REGULATIONS, 2015

Dear Sir,

In terms of Regulation 30 read with para A of part A of Schedule III of SEBI (LODR) Regulations, 2015, we hereby submit proceedings of the 14th Annual General Meeting as follow:

- 1) The 14th Annual General Meeting (AGM) of the Members of Dishman Carbogen Amcis Limited (‘the Company’) was held on Monday, 19th July, 2021 at 3:00 P.M (IST) through Video Conferencing (“VC”)/Other Audio Visual Means (“OAVM”). The meeting was held in compliance with the General Circular No. 02/2021 dated January 13, 2021; Circular No. 14/2020 dated April 8, 2020; Circular No. 17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 5, 2020 issued by Ministry of Corporate Affairs read with Circular number SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January, 2021 and Circular number SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020 issued by the Securities and Exchange Board of India (SEBI) and as per the applicable provisions of the Companies Act, 2013 and the Rules made thereunder.



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Dishman Carbogen Amcis Limited

Regd. Off.: DISHMAN CORPORATE HOUSE
Iscon-Bopal Road, Ambli, Ahmedabad-380 058, Gujarat, India.
Phone : +91 (0) 2717 420102 / 2717 420124

E-mail : dc@dishmangroup.com
Website : www.dishmangroup.com

Government Recognised Export House
CIN No. : L74900GJ2007PLC051338

- 2) Participation of members through video conference was being reckoned for the purpose of quorum as per the circulars issued by MCA and Section 103 of the Companies Act, 2013. The requisite quorum was present through video conference to conduct the proceedings of the meeting.
- 3) Mr. Janmejy R. Vyas, Chairman; Mr. Arpit Vyas, Global Managing Director; Mrs. Dehooti J. Vyas, Whole-time Director; Mr. Sanjay S. Majmudar, Chairman of Audit Committee, Nomination & Remuneration Committee and Stakeholders' Relationship Committee; Mr. Mark Griffiths, Director (Global Marketing & Strategy); Mr. Subir Kumar Das, Independent Director, Mr. Ashok C. Gandhi, Independent Director; Mr. Rajendra S. Shah, Independent Director and Ms. Maitri K. Mehta, Independent Director were also present.
- 4) Mr. Janmejy R. Vyas took the Chair and with his permission proceedings of the meeting were started.
- 5) The following resolutions for the items mentioned in AGM notice dated 16th June, 2021, were passed by the members of the Company with requisite majority through remote e-voting and e-voting during the AGM:

Ordinary Business:

1. Ordinary Resolution:

- (a) Adoption of Audited Standalone Financial Statements for the year ended March 31, 2021 and report of the Board of Directors and Auditors thereon.
- (b) Adoption of Audited Consolidated Financial Statements for the year ended March 31, 2021 and the report of the Auditors thereon.

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2. Ordinary Resolution:

Re-appointment of a Director Mr. Arpit J. Vyas (DIN – 01540057), who retires by rotation.

3. Special Resolution:

Appointment of T R Chadha & Co. LLP, Chartered Accountants, as Statutory Auditors in the place of retiring Joint Statutory Auditors and fix their remuneration.

Special Business:

4. Special Resolution:

Payment of remuneration to Mr. Janmejy R. Vyas, Director of the Company for rendering professional service to the Company for the Financial Year 2021-22.

5. Special Resolution:

Payment of remuneration to Executive Director viz. Mrs. Dehooti J. Vyas (DIN 00004876), who is Promoter in excess of threshold limits as per Regulation 17(6)(e) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

6. Special Resolution:

The continuation of payment of remuneration to Non-Executive Directors of the Company even in case of absence or inadequacy of profit in view of the amendment in Section 197(3) of the Companies Act, 2013 introduced by the Companies (Amendment) Act, 2020 read with Table A of Section II of Part II of Schedule V as notified on 18th March, 2021.



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Dishman Carbogen Amcis Limited

7. Special Resolution:

Approval of Dishman Carbogen Amcis Limited - Employee Stock Option Plan 2021.

8. Special Resolution:

Approval for extension Dishman Carbogen Amcis Limited - Employee Stock Option Plan 2021 to the employees of the existing and future subsidiary company(ies) of the Company in India or outside India.

9. Special Resolution:

Approval of Implementation of Dishman Carbogen Amcis Limited - Employee Stock Option Plan 2021 through Trust route.

10. Special Resolution:

Approval for acquisition of equity shares from secondary market through Trust route for implementation of Dishman Carbogen Amcis Limited - Employee Stock Option Plan 2021.

11. Special Resolution:

Approval of provisions of money to the ESOP Trust by the Company for purchase its own shares for Dishman Carbogen Amcis Limited - Employee Stock Option Plan 2021.

Voting results of passing of the above resolutions pursuant of Regulation 44(3) of SEBI (LODR) Regulations, 2015 will be submitted to the Stock Exchanges separately.

Kindly take this on your record.

Yours faithfully,

For, **Dishman Carbogen Amcis Limited**


Shriya Dave
Company Secretary



Dishman Carbogen Amcis Limited