



Ref. No: HSCL / Stock-Ex/2020-21/92
Date: 11/12/2020

E-mail: monika@himadri.com

Ref: Listing Code: 500184 BSE Limited Department of Corporate Services P. J. Towers, 25 th Floor, Dalal Street, Mumbai- 400 001	Ref: Listing Code: HSCL National Stock Exchange of India Ltd Exchange Plaza, C-1, Block-G Bandra Kurla Complex, Bandra (E) Mumbai- 400 051
--	--

Sub: Summary Proceedings, Voting Results and Scrutinizer's Report of the 32nd Annual General Meeting held on 11 December 2020

Dear Sir/ Madam,

This is to inform you that the 32nd Annual General Meeting (AGM) of Himadri Speciality Chemical Ltd held on Friday, the 11 December 2020 at 11:00 a.m. (IST) through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM"), to transact the business as stated in the Notice dated 20 October 2020.

We are enclosing herewith the following:

1. Summary of the Proceedings of the 32nd AGM of the Company as required under Regulation 30, Part-A of the Schedule III of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 (as amended), marked as **Annexure – I**.
2. The details of e-voting results of the businesses transacted at the 32nd AGM of the Company under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), 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 (as amended) marked as **Annexure – III**.

All items of Agenda as contained in notice of 32nd AGM have been passed with requisite majority. The meeting concluded at 12:15 p.m. (IST) (including the time allowed for e-voting at AGM).

The e-voting results along with the Scrutinizer's Report dated 11 December 2020 will be made available on the Company's website at 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,

For Himadri Speciality Chemical Ltd

Monika Saragwat
Company Secretary
ACS: 29322

Enclosed: as above

CC To: **National Securities Depository Ltd**

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

Annexure -I

Summary proceedings of the 32nd 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 dated 8 April 2020, no.17/2020 dated 13 April 2020, no. 20/2020 dated 05 May 2020 issued by the Ministry of Corporate Affairs (the "MCA") read with SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12 May 2020, 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 32nd Annual General Meeting ("AGM" or "Meeting") of the Members of Himadri Speciality Chemical Ltd (the "Company") was duly convened and held on **Friday, the 11 December 2020 at 11:00 a.m. (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), which commenced at 11:00 A.M. (IST).**

PRESENT

Sr. No.	Name	Designation
1.	Mr. Bankey Lal Choudhary	Chairman, Whole-time Director (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. Vijay Kumar Choudhary	Whole-time Director (from Kolkata)
5.	Mr. Amit Choudhary	Whole-time Director (from Kolkata)
6.	Mr. Tushar Choudhary	Whole-time Director (from Kolkata)
7.	Mr. Hanuman Mal Choraria	Independent Director Chairman-Audit Committee (from Kolkata)
8.	Mr. Santimoy Dey	Independent Director Chairman-Nomination & Remuneration Committee and Stakeholders Relationship Committee (from Kolkata)
9.	Hardip Singh Mann	Independent Director (from Delhi)
10.	Mr. Sakti Kumar Banerjee	Independent Director (from Kolkata)
11.	Mr. Santosh Kumar Agrawala	Independent Director Vice Chairman-Audit Committee (from Kolkata)
12.	Ms. Sucharita Basu De	Independent Director (from Kolkata)
13.	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 and briefed about the postponement of 32nd AGM which was earlier scheduled on 28 September 2020. She also briefed about the general guidelines to be followed during the meeting for the Shareholders and registered speakers. She then introduced Mr. Bankey Lal Choudhary, the Chairman of the Board of Directors of the Company as the Chairman of the Meeting and requested him to proceed with the Meeting.
- There were Sixty Four (64) 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 called the Meeting to order.



- Thereafter, with the permission of 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 etc., were also present at the AGM.
- The representative of M/S B S R & Co, LLP, the Statutory Auditors and also the representative of M/S MKB & Associates, Practicing Company Secretaries, Secretarial Auditors were also present at the Meeting. The Scrutinizer, Mr. Rajarshi Ghosh, Practicing Company Secretary (CP No. 8921) was also present.
- The Notice dated 20 October 2020 convening the 32nd 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. The Chairman mentioned that there were no qualifications, observations or comments or other remarks made by the Auditors in their Report on the Financial Statements (both Standalone and Consolidated) and by the Secretarial Auditor in their Secretarial Audit Report for the financial year ended 31 March 2020 which may have any adverse effect on the functioning of the Company. Hence, the Auditors’ Report on the Financial Statements and the Secretarial Audit Report were not required to be read.
- The Chairman then delivered his speech and 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 Monday, 7 December 2020, (09:00 a.m. IST) and ended on Thursday, 10 December 2020 (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. Bankey Lal Choudhary, Chairman of the Meeting was interested in the agenda mentioned at Item No. 3, 4, 6 and 7 of the Notice of 32nd AGM. Accordingly, he recused himself from conducting the proceedings and resumed the Chair after all the items were over. Mr. Santosh Kumar Agrawala, Independent Director of the Company was elected as the Chairman with the permission of the members present to conduct the proceedings of Item no. 3 to 7.



The following items of business as per the Notice of the 32nd AGM were transacted:

Ordinary Business:

1. Adoption of Audited Financial Statements (including the Audited Consolidated Financial Statements) for the financial year ended 31 March 2020, 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 for the financial year ended 31 March 2020, by passing an Ordinary Resolution;
3. Appointment of Mr. Bankey Lal Choudhary (DIN: 00173792) who retires by rotation and being eligible offers himself for re-appointment, by passing an Ordinary Resolution;
4. Appointment of Mr. Shyam Sundar Choudhary (DIN: 00173732) 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 2020-21, by passing an Ordinary Resolution;
6. Re-appointment of Mr. Shyam Sundar Choudhary (DIN: 00173732) as Whole-time Director for a further period of 5 (Five) years with effect from 1 April 2020 to 31 March 2025, by passing a Special Resolution.
7. Re-appointment of Mr. Vijay Kumar Choudhary (DIN: 00173858) as Whole-time Director for a further period of 5 (Five) years with effect from 1 April 2020 to 31 March 2025, by passing a Special Resolution.

Thereafter, with the permission of Chairman, Ms. Monika Saraswat, Company Secretary invited the Shareholders 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. Eight (8) 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 'cutoff' date i.e., Friday, 4 December 2020. **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 BSE Ltd and National Stock Exchange of India Ltd, whereat the shares of the Company are listed and will also be placed by the Company on its' website at 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 shareholders of the Company for their unwavering trust in the Company and acknowledged the persistent support of all the stakeholders of the Company.

The Vote of thanks was placed by the Company Secretary as advised by the Chairman.

The Scrutinizer had submitted his Consolidated Report on the Voting Results on 11 December 2020.

Based upon the Scrutinizer's Report all the resolutions as mentioned in the Notice dated 20 October 2020 convening the 32nd 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 32nd AGM of the Company concluded at 12:15 P.M. (IST) (including the time allowed for e-voting at AGM).

Yours faithfully,

For Himadri Speciality Chemical Ltd

Monika Saraswati
Company Secretary
ACS: 29322



Himadri

Himadri Speciality Chemical Ltd

CIN: L27106WB1987PLC042756

Voting Results

Annexure II

Date of AGM	11 December 2020
Total Number of shareholders on record date (Cut-off Date: 04 December 2020)	147125
No. of Shareholders present in the meeting either in person or through proxy: - Promoter and Promoter Group - Public	NA
No. of Shareholders attended the meeting through Video Conferencing - Promoter and Promoter Group - Public	2 62



Agenda- wise disclosure

Ordinary Business

Resolution no. 1: Adoption of Audited Financial Statements (including the Audited Consolidated Financial Statements) for the financial year ended 31 March 2020, and 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	190318874	100.0000	190318874	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		190318874	100.0000	190318874	0	100.0000	0.0000
Public Institutions	Remote E-Voting	2119921	2086106	98.4049	2086106	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		2086106	98.4049	2086106	0	100.0000	0.0000
Public Non-Institutions	Remote E-Voting	226368987	104789354	46.2914	104788394	960	99.9991	0.0009
	E-Voting at AGM		1642	0.0007	1242	400	75.6395	24.3605
	Total		104790996	46.2921	104789636	1360	99.9987	0.0013
Grand Total		418807782	297195976	70.9624	297194616	1360	99.9995	0.0005

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 11 December 2020 the Ordinary Resolution as proposed at the AGM held on 11 December 2020 has been duly passed with the requisite majority.



Resolution no. 2: Declaration of Dividend @ Re. 0.15 per equity share for the financial year ended 31 March 2020;

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	190318874	100.0000	190318874	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		190318874	100.0000	190318874	0	100.0000	0.0000
Public Institutions	Remote E-Voting	2119921	2086106	98.4049	2086106	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		2086106	98.4049	2086106	0	100.0000	0.0000
Public Non-Institutions	Remote E-Voting	226368987	104788894	46.2912	104788741	153	99.9999	0.0001
	E-Voting at AGM		1642	0.0007	1242	400	75.6395	24.3605
	Total		104790536	46.2919	104789983	553	99.9995	0.0005
Grand Total		418807782	297195516	70.9623	297194963	553	99.9998	0.0002

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 11 December 2020 the Ordinary Resolution as proposed at the AGM held on 11 December 2020 has been duly passed with the requisite majority.



Resolution no. 3: Appointment of Mr. Bankey Lal Choudhary (DIN: 00173792) 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	190318874	100.0000	190318874	0	100.0000	0.0000
	E-Voting at AGM		0.00	0.0000	0	0	0.0000	0.0000
	Total		190318874	100.0000	190318874	0	100.0000	0.0000
Public Institutions	Remote E-Voting	2119921	2086106	98.4049	2086106	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		2086106	98.4049	2086106	0	100.0000	0.0000
Public Non-Institutions	Remote E-Voting	226368987	104788759	46.2911	104730930	57829	99.9448	0.0552
	E-Voting at AGM		1642	0.0007	1242	400	75.6395	24.3605
	Total		104790401	46.2919	104732172	58229	99.9444	0.0556
Grand Total		418807782	297195381	70.9622	297137152	58229	99.9804	0.0196

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 11 December 2020 the Ordinary Resolution as proposed at the AGM held on 11 December 2020 has been duly passed with the requisite majority.



Resolution no. 4: Appointment of Mr. Shyam Sundar Choudhary (DIN: 00173732) 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	190318874	100.0000	190318874	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		190318874	100.0000	190318874	0	100.0000	0.0000
Public Institutions	Remote E-Voting	2119921	2086106	98.4049	2086106	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		2086106	98.4049	2086106	0	100.0000	0.0000
Public Non-Institutions	Remote E-Voting	226368987	104788359	46.2910	104731030	57329	99.9453	0.0547
	E-Voting at AGM		1642	0.0007	1242	400	75.6395	24.3605
	Total		104790001	46.2917	104732272	57729	99.9449	0.0551
Grand Total		418807782	297194981	70.9621	297137252	57729	99.9806	0.0194

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 11 December 2020 the Ordinary Resolution as proposed at the AGM held on 11 December 2020 has been duly passed with the requisite majority.



Special Business

Resolution no. 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 2020-21;

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	190318874	100.0000	190318874	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		190318874	100.0000	190318874	0	100.0000	0.0000
Public Institutions	Remote E-Voting	2119921	2086106	98.4049	2086106	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		2086106	98.4049	2086106	0	100.0000	0.0000
Public Non-Institutions	Remote E-Voting	226368987	104788759	46.2911	104786829	1930	99.9982	0.0018
	E-Voting at AGM		1642	0.0007	1242	400	75.6395	24.3605
	Total		104790401	46.2919	104788071	2330	99.9978	0.0022
Grand Total		418807782	297195381	70.9622	297193051	2330	99.9992	0.0008

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 11 December 2020 the Ordinary Resolution as proposed at the AGM held on 11 December 2020 has been duly passed with the requisite majority.



Resolution no. 6: Re-appointment of Mr. Shyam Sundar Choudhary (DIN: 00173732) as Whole-time Director for a further period of 5 (Five) years with effect from 1 April 2020 to 31 March 2025;

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	190318874	100.0000	190318874	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		190318874	100.0000	190318874	0	100.0000	0.0000
Public Institutions	Remote E-Voting	2119921	2086106	98.4049	2086106	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		2086106	98.4049	2086106	0	100.0000	0.0000
Public Non-Institutions	Remote E-Voting	226368987	104788359	46.2910	104784659	3700	99.9965	0.0035
	E-Voting at AGM		1642	0.0007	1242	400	75.6395	24.3605
	Total		104790001	46.2917	104785901	4100	99.9961	0.0039
Grand Total		418807782	297194981	70.9621	297190881	4100	99.9986	0.0014

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 11 December 2020 the Special Resolution as proposed at the AGM held on 11 December 2020 has been duly passed with the requisite majority.



Resolution no. 7: Re-appointment of Mr. Vijay Kumar Choudhary (DIN: 00173858) as Whole-time Director for a further period of 5 (Five) years with effect from 1 April 2020 to 31 March 2025;

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	190318874	100.0000	190318874	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		190318874	100.0000	190318874	0	100.0000	0.0000
Public Institutions	Remote E-Voting	2119921	2086106	98.4049	2086106	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		2086106	98.4049	2086106	0	100.0000	0.0000
Public Non-Institutions	Remote E-Voting	226368987	104788586	46.2911	104784486	4100	99.9961	0.0039
	E-Voting at AGM		1642	0.0007	1242	400	75.6395	24.3605
	Total		104790228	46.2918	104785728	4500	99.9957	0.0043
Grand Total		418807782	297195208	70.9622	297190708	4500	99.9985	0.0015

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 11 December 2020 the Special Resolution as proposed at the AGM held on 11 December 2020 has been duly passed with the requisite majority.



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

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 32nd (Thirty Second) Annual General Meeting (AGM) of Members of Himadri Speciality Chemical Ltd (the "Company") (CIN: L27106WB1987PLC042756), held on Friday, the 11 December 2020 at 11:00 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), have 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 and 20/2020 dated 8th April, 2020, 13th April, 2020 and 5th May, 2020 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 dated 12th May, 2020 along with other applicable circulars, and Secretarial Standard on General Meetings, in respect of the proposed resolutions contained in the Notice of the 32nd AGM of the Company held on Friday, the 11 December 2020 at 11:00 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



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

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 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 Circular No SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May 2020 and other applicable circulars. The Notice dated 20th October 2020 convening the 32nd 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 17th November 2020, to the members of the Company whose email addresses were registered with the RTA/ Depositories.
4. Prior to dispatch of the Notice and Revised Annual Report 2019-20, the requisite advertisement pursuant to the Rules and the MCA Circulars was published by the Company on 14th November 2020 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 Revised Annual Report 2019-20, the requisite advertisement pursuant to the Rules and the MCA Circulars was published by the Company on 19th November 2020 in Financial Express (English Daily-All Editions) and Arthik Lipi (Daily Newspaper in Vernacular language) including electronic editions and it carried all required information.



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

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.
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., 04 December 2020 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 Monday, 7 December 2020, (09:00 a.m. IST) and ended on Thursday, 10 December 2020 (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 32nd AGM, the votes casted under the e-voting facility were unblocked in presence of Mr. Rahul Roy and Ms. Shalini Jaiswal, who acted as witnesses in accordance with Rule 20 the Rules, as amended.
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.
12. 191 Members have casted their votes through remote e.voting and all such votes are valid and 11 Members have casted their votes electronically during the AGM and all such votes are valid.

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



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

ORDINARY BUSINESS

Item No.1	Adoption of Audited Financial Statements (including the Audited Consolidated Financial Statements) for the financial year ended 31 March 2020, and the report of the Board of Directors and Auditors thereon;						
Required Resolution	Ordinary						
Particulars	Remote E- Voting (1)		E- Voting at AGM (2)		Total (1)+ (2) = (3)		Percent age (%) 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	187	297193374	10	1242	197	297194616	99.9995
Dissent / Voted against the resolution	4	960	1	400	5	1360	0.0005
Total valid vote cast	191	297194334	11	1642	202	297195976	100
Invalid Votes	0	0	0	0	0	0	

Item No.2	Declaration of Dividend @ Re. 0.15 per equity share for the financial year ended 31 March 2020;						
Required Resolution	Ordinary						
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	184	297193721	10	1242	194	297194963	99.9998



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	3	153	1	400	4	553	0.0002
Total valid vote cast	187	297193874	11	1642	198	297195516	100
Invalid Votes	0	0	0	0	0	0	

Item No.3	Appointment of Mr. Bankey Lal Choudhary (DIN: 00173792) 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 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	170	297135910	10	1242	180	297137152	99.9804
Dissent / Voted against the resolution	15	57829	1	400	16	58229	0.0196
Total valid vote cast	185	297193739	11	1642	196	297195381	100
Invalid Votes	0	0	0	0	0	0	

Item No.4	Appointment of Mr. Shyam Sundar Choudhary (DIN: 00173732) 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 vote cast
	No. of members	No. of Votes	No. of members	No. of Votes	No. of members	No. of Votes	



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

Assent /Voted in favour of the resolution	171	297136010	10	1242	181	297137252	99.9806
Dissent / Voted against the resolution	13	57329	1	400	14	57729	0.0194
Total valid vote cast	184	297193339	11	1642	195	297194981	100
Invalid Votes	0	0	0	0	0	0	

SPECIAL BUSINESS

Item No.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 2020-21;						
Required Resolution	Ordinary						
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	178	297191809	10	1242	188	297193051	178
Dissent / Voted against the resolution	7	1930	1	400	8	2330	7
Total valid vote cast	185	297193739	11	1642	196	297195381	185
Invalid Votes	0	0	0	0	0	0	



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

Item No.6	Re-appointment of Mr. Shyam Sundar Choudhary (DIN: 00173732) as Whole-time Director for a further period of 5 (Five) years with effect from 1 April 2020 to 31 March 2025;						
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	167	297189639	10	1242	177	297190881	99.9986
Dissent / Voted against the resolution	17	3700	1	400	18	4100	0.0014
Total valid vote cast	184	297193339	11	1642	195	297194981	100
Abstain/ Invalid Votes	0	0	0	0	0	0	

Item No.7	Re-appointment of Mr. Vijay Kumar Choudhary (DIN: 00173858) as Whole-time Director for a further period of 5 (Five) years with effect from 1 April 2020 to 31 March 2025;						
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	166	297189466	10	1242	176	297190708	99.9985
Dissent / Voted against the resolution	18	4100	1	400	19	4500	0.0015



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

Total valid vote cast	184	297193566	11	1642	195	297195208	100
Invalid Votes	0	0	0	0	0	0	

Based on the aforesaid results, the resolution no. (s) 1 to 7 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: 11.12.2020
Place: Kolkata
UDIN: A017717B001473798

For Himadri Speciality Chemical Ltd

Monika Sogawat
Company Secretary
ACS: 29322

Countersigned by: _____



Yours faithfully

Rajarshi Ghosh
RAJARSHI GHOSH
ACS No. 17717
CP No. 8921