



September 3, 2024

To,
BSE Limited
Listing Compliance & Legal Regulatory
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400 001
Stock Code: 543233

To,
National Stock Exchange of India Limited
Listing & Compliance
Exchange Plaza, Bandra-Kurla Complex,
Bandra East, Mumbai 400 051
Stock Symbol: CHEMCON

Dear Sir/Madam,

Subject: Notice of 35th Annual General Meeting (AGM) of Chemcon Speciality Chemicals Limited (the Company)

Pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the Notice of 35th Annual General Meeting of the Company scheduled to be held on Thursday, September 26, 2024, at 11.30 am (IST) through Video Conferencing (VC)/Other Audio-Visual Means (OAVM) without the physical presence of the members at a common venue.

The Notice of 35th AGM is also available on the website of the Company at <https://cscpl.com/wp-content/uploads/investors-relations/35th-AGM/Notice-of-AGM.pdf>

You are requested to take the above information on record.

Thanking you,
For Chemcon Speciality Chemicals Limited

Shahilkumar Kapatel
Company Secretary & Compliance Officer
Membership No. A52211

NOTICE



CHEMCON SPECIALITY CHEMICALS LIMITED

CIN: L24231GJ1988PLC011652

Reg.off.: Block No. 355, Manjusar-Kunpad Road, Village: Manjusar, Taluka: Savli, Dist.: Vadodara – 391 775, Gujarat
Tel. +91 265 2981195 / 2983754 | Email: investor.relations@cscpl.com | Website: www.cscpl.com

Notice of 35th Annual General Meeting

NOTICE is hereby given that the Thirty-fifth Annual General Meeting (AGM) of the members of Chemcon Speciality Chemicals Limited (the Company) will be held on Thursday, September 26, 2024, at 11.30 a.m. (IST) through Video Conferencing (VC)/Other Audio-Visual Means (OAVM) to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2024, together with the Reports of Directors and the Auditors thereon;
2. To appoint a director in place of Mr. Rajveer Kamal Aggarwal (DIN: 07883896), who retires by rotation and being eligible, offers himself for re-appointment.
3. Appointment of M/s. Shah Mehta & Bakshi, Chartered Accountants (FRN. 103824W) as the Statutory Auditors of the Company.

To consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 139, 141, 142 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s) or re-enactment thereof for the time being in force), M/s. Shah Mehta & Bakshi, Chartered Accountants (FRN. 103824W), be and are hereby appointed as Statutory Auditors of the Company to hold office for a period of 5 (five) years from the conclusion of this Annual General Meeting till the conclusion of 40th Annual General Meeting of the Company, at a remuneration as may be mutually agreed to, between the Board of Directors and M/s. Shah Mehta & Bakshi, plus applicable taxes, out-of-pocket expenses, travelling and other expenses, in connection with the work of audit to be carried out by them.

RESOLVED FURTHER THAT the Board of Directors be and are hereby severally authorised to do all such acts, deeds, matters, things and take all such steps as maybe necessary, proper or expedient to give effect to this Resolution.”

SPECIAL BUSINESS:

4. Ratification of remuneration of the Cost Auditors for the financial year ending March 31, 2025.

To consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 148(3) and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules,

2014 (including any statutory modification or re-enactment thereof, for the time being in force), the remuneration of ₹ 70,000/- (INR Seventy Thousand Only) plus XBRL conversion charges, reimbursement of out-of-pocket expenses as per actuals and applicable government taxes/levies, in connection with the audit, payable to M/s Chetan Gandhi & Associates, Cost Accountants (Firm Registration No. 101341), who have been appointed by the Board of Directors as the Cost Auditors of the Company to conduct the audit of the cost records maintained by the Company for the financial year ending March 31, 2025, be and is hereby ratified.

RESOLVED FURTHER THAT the Board of Directors be and are hereby severally authorised to do all such acts, deeds, matters, things and take all such steps as maybe necessary, proper or expedient to give effect to this Resolution.”

5. Appointment of Mr. Naresh Vijaykumar Goyal (DIN: 00139277) as a Director of the Company.

To consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

“**RESOLVED THAT** pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013 (“the Act”) read with the Companies (Appointment and Qualification of Directors) Rules, 2014, Regulation 17 and other applicable regulations of SEBI (LODR) Regulations, 2015, (including any statutory modifications or re-enactment thereof for the time being in force), and in accordance with the Articles of Association of the Company, Mr. Naresh Vijaykumar Goyal (DIN: 00139277), who was appointed as an Additional Director of the Company with effect from August 3, 2024 by the Board of Directors and who holds office upto the date of this Annual General Meeting of the Company under Section 161(1) of the Act, who is eligible for appointment as a Director and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act from a Member proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company, who shall not be liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors be and are hereby severally authorised to do all such acts, deeds, matters, things and take all such steps as maybe necessary, proper or expedient to give effect to this Resolution.”

6. Appointment of Mr. Ketan Bhailal Shah (DIN: 00058966) as a director and as an Independent Director.

To consider and if thought fit, to pass the following resolution as a Special Resolution:

“**RESOLVED THAT** Mr. Ketan Bhailal Shah (DIN: 00058966), who was appointed as an Additional Director (Non-executive and Independent) of the Company with effect from August 22, 2024 by the Board of Directors and who holds office upto the date of this Annual General Meeting of the Company under Section 161(1) of the Companies Act, 2013 (‘the Act’) (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and Articles of Association of the Company, who is eligible for appointment and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act from a Member proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 150, 152, Schedule IV and other applicable provisions, if any, of the Act read with the Companies (Appointment and Qualification of Directors) Rules, 2014, Regulation 16, Regulation 17, Regulation 25 and other applicable regulations of SEBI (LODR) Regulations, 2015, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the appointment of Mr. Ketan Bhailal Shah as an independent director, who meets the criteria of independence as provided under Section 149(6)

of the Act and Regulation 16(1)(b) of SEBI (LODR) Regulations, 2015 and who has submitted a declaration to that effect and who is eligible for appointment as an independent director, be and is hereby approved for a term of five years, w.e.f. August 22, 2024, and who would not be liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors be and are hereby severally authorised to do all such acts, deeds, matters, things and take all such steps as maybe necessary, proper or expedient to give effect to this Resolution.”

7. To approve increase in remuneration of Mr. Rajesh Chimanlal Gandhi (DIN: 03296784), Whole-time Director & Chief Financial Officer of the Company.

To consider and if thought fit, to pass the following resolution as a Special Resolution:

“**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with Schedule V to the Act (including any statutory modification or re-enactment thereof, for the time being in force), the approval of the members be and is hereby accorded to the revision in the remuneration of Mr. Rajesh Chimanlal Gandhi (DIN: 03296784), Whole Time Director & Chief Financial Officer of the Company with effect from 1st October 2023, on the following terms and conditions, as recommended by the Nomination and Remuneration Committee of the Company and approved by the Board, for the remaining period of his tenure.

a) Basic Salary: The Basic Salary of Mr. Rajesh Chimanlal Gandhi shall be ₹ 4.05 lakhs per month with the authority to the Board of Directors to determine any increments from time to time during the term of his appointment as per the recommendations of the Nomination and Remuneration Committee.

b) Perquisites and Allowances: Contribution to Provident fund, Superannuation fund and payment of Gratuity as per the applicable rules.

c) Reimbursement of expenses: Expenses incurred by Mr. Rajesh Chimanlal Gandhi for and on behalf of the Company including his travelling, boarding, lodging, communication expenses shall be reimbursed at actuals and shall not form part of his remuneration.

RESOLVED FURTHER THAT in the event of loss or inadequacy of profits in any financial year, Mr. Rajesh Chimanlal Gandhi shall be entitled to receive remuneration upto the limit as approved herein above as minimum remuneration in compliance with applicable law notwithstanding that such remuneration may exceed the limits prescribed under Section 197 and Schedule V of the Act.

RESOLVED FURTHER THAT the Board shall have the discretion and authority to modify the aforesaid terms and remuneration, however, within the limit as approved by the members.

RESOLVED FURTHER THAT the Board of Directors be and are hereby severally authorised to do all such acts, deeds, matters, things and take all such steps as maybe necessary, proper or expedient to give effect to this Resolution.”

8. To approve increase in remuneration of Mr. Himanshu Prafulchandra Purohit (DIN: 03296807), Whole-time Director of the Company.

To consider and if thought fit, to pass the following resolution as a Special Resolution:

“**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with Schedule V to the Act (including

any statutory modification or re-enactment thereof, for the time being in force), the approval of the members be and is hereby accorded to the revision in the remuneration of Mr. Himanshu Prafulchandra Purohit (DIN: 03296807), Whole Time Director of the Company with effect from 1st October 2023, on the following terms and conditions, as recommended by the Nomination and Remuneration Committee of the Company and approved by the Board, for the remaining period of his tenure.

a) Basic Salary: The Basic Salary of Mr. Himanshu Prafulchandra Purohit shall be ₹ 4.05 lakhs per month with the authority to the Board of Directors to determine any increments from time to time during the term of his appointment as per the recommendations of the Nomination and Remuneration Committee.

b) Perquisites and Allowances: Contribution to Provident fund, Superannuation fund and payment of Gratuity as per the applicable laws.

c) Reimbursement of expenses: Expenses incurred by Mr. Himanshu Prafulchandra Purohit for and on behalf of the company including his travelling, boarding, lodging, communication expenses shall be reimbursed at actuals and shall not form part of his remuneration.

RESOLVED FURTHER THAT in the event of loss or inadequacy of profits in any financial year, Mr. Himanshu Prafulchandra Purohit shall be entitled to receive remuneration upto the limit as approved herein above as minimum remuneration in compliance with applicable law notwithstanding that such remuneration may exceed the limits prescribed under Section 197 and Schedule V of the Act.

RESOLVED FURTHER THAT the Board shall have the discretion and authority to modify the aforesaid terms and remuneration, however, within the limit as approved by the members.

RESOLVED FURTHER THAT the Board of Directors be and are hereby severally authorised to do all such acts, deeds, matters, things and take all such steps as maybe necessary, proper or expedient to give effect to this Resolution."

9. To approve increase in remuneration of Mr. Kamalkumar Rajendra Aggarwal (DIN: 00139199), Chairman & Managing Director of the Company.

To consider and if thought fit, to pass the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with Schedule V to the Act (including any statutory modification or re-enactment thereof, for the time being in force), the approval of the members be and is hereby accorded to the revision in the remuneration of Mr. Kamalkumar Rajendra Aggarwal (DIN: 00139199), Chairman & Managing Director of the Company with effect from 1st April, 2024, on the following terms and conditions, as recommended by the Nomination and Remuneration Committee of the Company and approved by the Board, for the remaining period of his tenure.

a) Basic Salary: The Basic Salary of Mr. Kamalkumar Rajendra Aggarwal shall be ₹ 6 Lakhs per month with the authority to the Board of Directors to determine any increments from time to time during the term of his appointment as per the recommendations of the Nomination and Remuneration Committee.

b) Variable Pay linked to profit: Mr. Kamalkumar Rajendra Aggarwal for every financial year shall be paid Variable Pay up to 4% of the net profits of the Company computed in the manner laid down in Section 198 of the Act for the concerned financial year during his tenure as the Managing Director of the Company.

c) Reimbursement of expenses: Expenses incurred by Mr. Kamalkumar Rajendra Aggarwal for and on behalf of the company including his travelling, boarding, lodging, communication expenses shall be reimbursed at actuals and shall not form part of his remuneration.

RESOLVED FURTHER THAT in the event of loss or inadequacy of profits in any financial year, Mr. Kamalkumar Rajendra Aggarwal shall be entitled to receive remuneration upto the limit as approved herein above as minimum remuneration in compliance with applicable law notwithstanding that such remuneration may exceed the limits prescribed under Section 197 and Schedule V of the Act.

RESOLVED FURTHER THAT the Board shall have the discretion and authority to modify the aforesaid terms and remuneration, however, within the limit as approved by the members.

RESOLVED FURTHER THAT the Board of Directors be and are hereby severally authorised to do all such acts, deeds, matters, things and take all such steps as maybe necessary, proper or expedient to give effect to this Resolution.”

10. Appointment of Mr. Naresh Vijaykumar Goyal (DIN: 00139277) as a Joint Managing Director of the Company.

To consider and if thought fit, to pass the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203, Schedule V and all other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with the rules made thereunder and SEBI (LODR) Regulations, 2015 (including any statutory modification or re-enactment thereof, for the time being in force), and in accordance with the Articles of Association of the Company, Mr. Naresh Vijaykumar Goyal (DIN: 00139277) be and is hereby appointed as a Joint Managing Director of the Company, not liable to retire by rotation, for a period of 3 (Three) years beginning from August 3, 2024 till August 2, 2027, on such terms and conditions of remuneration as mentioned in this resolution below.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 196, 197, 198, 203, Schedule V and all other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with the rules made thereunder and SEBI (LODR) Regulations, 2015 (including any statutory modification or re-enactment thereof, for the time being in force), and in accordance with the Articles of Association of the Company, the approval of the members of the Company be and is hereby accorded for the payment of such remuneration to Mr. Naresh Vijaykumar Goyal during his tenure as the Joint Managing Director of the Company as detailed herein below, notwithstanding that such remuneration may exceed the limits prescribed under Section 197 and Schedule V of the Act and/or Regulation 17(6)(e) of SEBI (LODR) Regulations, 2015:

a) Basic Salary: The Basic Salary of Mr. Naresh Vijaykumar Goyal shall be ₹ 3.00 Lakhs per month with the authority to the Board of Directors to determine any increments from time to time during the term of his appointment as per the recommendations of the Nomination and Remuneration Committee.

b) Variable Pay linked to profit: Mr. Naresh Vijaykumar Goyal for every financial year shall be paid Variable Pay up to 4% of the net profits of the Company computed in the manner laid down in Section 198 of the Act for the concerned financial year during his tenure as the Joint Managing Director of the Company.

c) Reimbursement of expenses: Expenses incurred by Mr. Naresh Vijaykumar Goyal for and on behalf of the company including his travelling, boarding, lodging, communication expenses shall be reimbursed at actuals and shall not form part of his remuneration.

RESOLVED FURTHER THAT in the event of loss or inadequacy of profits in any financial year, Mr. Naresh Vijaykumar Goyal shall be entitled to receive remuneration upto the limit as approved herein above as minimum remuneration in compliance with applicable law notwithstanding that such remuneration may exceed the limits prescribed under Section 197 and Schedule V of the Act.

RESOLVED FURTHER THAT the Board shall have the discretion and authority to modify the aforesaid terms and remuneration, however, within the limit as approved by the members.

RESOLVED FURTHER THAT the Board of Directors be and are hereby severally authorised to do all such acts, deeds, matters, things and take all such steps as maybe necessary, proper or expedient to give effect to this Resolution.”

11. Appointment of Mr. Navdeep Naresh Goyal (DIN: 02604876) as a Whole-time Director of the Company.

To consider and if thought fit, to pass the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203, Schedule V and all other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with the rules made thereunder and SEBI (LODR) Regulations, 2015 (including any statutory modification or re-enactment thereof, for the time being in force), and in accordance with the Articles of Association of the Company, Mr. Navdeep Naresh Goyal (DIN: 02604876) be and is hereby appointed as a Whole-time Director of the Company, liable to retire by rotation, for a period of 3 (Three) years beginning from August 3, 2024 till August 2, 2027, on such terms and conditions of remuneration as mentioned in this resolution below.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 196, 197, 198, 203, Schedule V and all other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with the rules made thereunder and SEBI (LODR) Regulations, 2015 (including any statutory modification or re-enactment thereof, for the time being in force), and in accordance with the Articles of Association of the Company, the approval of the members of the Company be and is hereby accorded for the payment of such remuneration to Mr. Navdeep Naresh Goyal during his tenure as the Whole-time Director of the Company as detailed herein below, notwithstanding that such remuneration may exceed the limits prescribed under Section 197 and Schedule V of the Act and/or Regulation 17(6)(e) of SEBI (LODR) Regulations, 2015:

a) Basic Salary: The Basic Salary of Mr. Navdeep Naresh Goyal shall be ₹ 3.00 lakhs per month with the authority to the Board of Directors to determine any increments from time to time during the term of his appointment as per the recommendations of the Nomination and Remuneration Committee.

b) Reimbursement of expenses: Expenses incurred by Mr. Navdeep Naresh Goyal for and on behalf of the company including his travelling, boarding, lodging, communication expenses shall be reimbursed at actuals and shall not form part of his remuneration.

RESOLVED FURTHER THAT in the event of loss or inadequacy of profits in any financial year, Mr. Navdeep Naresh Goyal shall be entitled to receive remuneration upto the limit as approved herein above as minimum remuneration in compliance with applicable law notwithstanding that such remuneration may exceed the limits prescribed under Section 197 and Schedule V of the Act.

RESOLVED FURTHER THAT the Board shall have the discretion and authority to modify the aforesaid terms and remuneration, however, within the limit as approved by the members.

RESOLVED FURTHER THAT the Board of Directors be and are hereby severally authorised to do all such acts, deeds, matters, things and take all such steps as maybe necessary, proper or expedient to give effect to this Resolution.”

12. Re-appointment of Mr. Kamalkumar Rajendra Aggarwal (DIN: 00139199) as a Managing Director of the Company.

To consider and if thought fit, to pass the following resolution as a Special Resolution:

“**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 203, Schedule V and all other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with the rules made thereunder and SEBI (LODR) Regulations, 2015 (including any statutory modification or re-enactment thereof, for the time being in force), and in accordance with the Articles of Association of the Company, Mr. Kamalkumar Rajendra Aggarwal (DIN: 00139199) be and is hereby re-appointed as a Managing Director of the Company, not liable to retire by rotation, for a period of 3 (Three) years beginning from May 1, 2025 till April 30, 2028, on such terms and conditions of remuneration as mentioned in this resolution below.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 196, 197, 198, 203, Schedule V and all other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with the rules made thereunder and SEBI (LODR) Regulations, 2015 (including any statutory modification or re-enactment thereof, for the time being in force), and in accordance with the Articles of Association of the Company, the approval of the members of the Company be and is hereby accorded for the payment of such remuneration to Mr. Kamalkumar Rajendra Aggarwal during his tenure as the Managing Director of the Company as detailed herein below, notwithstanding that such remuneration may exceed the limits prescribed under Section 197 and Schedule V of the Act and/or Regulation 17(6)(e) of SEBI (LODR) Regulations, 2015:

a) Basic Salary: The Basic Salary of Mr. Kamalkumar Rajendra Aggarwal shall be ₹ 6.00 Lakhs per month with the authority to the Board of Directors to determine any increments from time to time during the term of his appointment as per the recommendations of the Nomination and Remuneration Committee.

b) Variable Pay linked to profit: Mr. Kamalkumar Rajendra Aggarwal for every financial year shall be paid Variable Pay up to 4% of the net profits of the Company computed in the manner laid down in Section 198 of the Act for the concerned financial year during his tenure as the Managing Director of the Company.

c) Reimbursement of expenses: Expenses incurred by Mr. Kamalkumar Rajendra Aggarwal for and on behalf of the company including his travelling, boarding, lodging, communication expenses shall be reimbursed at actuals and shall not form part of his remuneration.

RESOLVED FURTHER THAT in the event of loss or inadequacy of profits in any financial year, Mr. Kamalkumar Rajendra Aggarwal shall be entitled to receive remuneration upto the limit as approved herein above as minimum remuneration in compliance with applicable law notwithstanding that such remuneration may exceed the limits prescribed under Section 197 and Schedule V of the Act.

RESOLVED FURTHER THAT the Board shall have the discretion and authority to modify the aforesaid terms and remuneration, however, within the limit as approved by the members.

RESOLVED FURTHER THAT the Board of Directors be and are hereby severally authorised to do all such acts, deeds, matters, things and take all such steps as maybe necessary, proper or expedient to give effect to this Resolution.”

13. Re-appointment of Mr. Rajesh Chimanlal Gandhi (DIN: 03296784) as a Whole-time Director of the Company.

To consider and if thought fit, to pass the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203, Schedule V and all other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with the rules made thereunder and SEBI (LODR) Regulations, 2015 (including any statutory modification or re-enactment thereof, for the time being in force), and in accordance with the Articles of Association of the Company, Mr. Rajesh Chimanlal Gandhi (DIN: 03296784) be and is hereby re-appointed as a Whole-time Director of the Company, liable to retire by rotation, for a period of 3 (Three) years beginning from May 1, 2025 till April 30, 2028, on such terms and conditions of remuneration as mentioned in this resolution below.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 196, 197, 198, 203, Schedule V and all other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with the rules made thereunder and SEBI (LODR) Regulations, 2015 (including any statutory modification or re-enactment thereof, for the time being in force), and in accordance with the Articles of Association of the Company, the approval of the members of the Company be and is hereby accorded for the payment of such remuneration to Mr. Rajesh Chimanlal Gandhi during his tenure as the Whole-time Director of the Company as detailed herein below, notwithstanding that such remuneration may exceed the limits prescribed under Section 197 and Schedule V of the Act:

a) Basic Salary: The Basic Salary of Mr. Rajesh Chimanlal Gandhi shall be ₹ 4.05 lakhs per month with the authority to the Board of Directors to determine any increments from time to time during the term of his appointment as per the recommendations of the Nomination and Remuneration Committee.

b) Perquisites and Allowances: Contribution to Provident fund, Superannuation fund and payment of Gratuity as per the applicable laws.

c) Reimbursement of expenses: Expenses incurred by Mr. Rajesh Chimanlal Gandhi for and on behalf of the company including his travelling, boarding, lodging, communication expenses shall be reimbursed at actuals and shall not form part of his remuneration.

RESOLVED FURTHER THAT in the event of loss or inadequacy of profits in any financial year, Mr. Rajesh Chimanlal Gandhi shall be entitled to receive remuneration upto the limit as approved herein above as minimum remuneration in compliance with applicable law notwithstanding that such remuneration may exceed the limits prescribed under Section 197 and Schedule V of the Act.

RESOLVED FURTHER THAT the Board shall have the discretion and authority to modify the aforesaid terms and remuneration, however, within the limit as approved by the members.

RESOLVED FURTHER THAT the Board of Directors be and are hereby severally authorised to do all such acts, deeds, matters, things and take all such steps as maybe necessary, proper or expedient to give effect to this Resolution.”

14. Re-appointment of Mr. Himanshu Prafulchandra Purohit (DIN: 03296807) as a Whole-time Director of the Company.

To consider and if thought fit, to pass the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203, Schedule V and all other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with the rules made

thereunder and SEBI (LODR) Regulations, 2015 (including any statutory modification or re-enactment thereof, for the time being in force), and in accordance with the Articles of Association of the Company, Mr. Himanshu Prafulchandra Purohit (DIN: 03296807) be and is hereby re-appointed as a Whole-time Director of the Company, liable to retire by rotation, for a period of 3 (Three) years beginning from May 1, 2025 till April 30, 2028, on such terms and conditions of remuneration as mentioned in this resolution below.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 196, 197, 198, 203, Schedule V and all other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with the rules made thereunder and SEBI (LODR) Regulations, 2015 (including any statutory modification or re-enactment thereof, for the time being in force), and in accordance with the Articles of Association of the Company, the approval of the members of the Company be and is hereby accorded for the payment of such remuneration to Mr. Himanshu Prafulchandra Purohit during his tenure as the Whole-time Director of the Company as detailed herein below, notwithstanding that such remuneration may exceed the limits prescribed under Section 197 and Schedule V of the Act:

a) Basic Salary: The Basic Salary of Mr. Himanshu Prafulchandra Purohit shall be ₹ 4.05 lakhs per month with the authority to the Board of Directors to determine any increments from time to time during the term of his appointment as per the recommendations of the Nomination and Remuneration Committee.

b) Perquisites and Allowances: Contribution to Provident fund, Superannuation fund and payment of Gratuity as per the applicable laws.

c) Reimbursement of expenses: Expenses incurred by Mr. Himanshu Prafulchandra Purohit for and on behalf of the company including his travelling, boarding, lodging, communication expenses shall be reimbursed at actuals and shall not form part of his remuneration.

RESOLVED FURTHER THAT in the event of loss or inadequacy of profits in any financial year, Mr. Himanshu Prafulchandra Purohit shall be entitled to receive remuneration upto the limit as approved herein above as minimum remuneration in compliance with applicable law notwithstanding that such remuneration may exceed the limits prescribed under Section 197 and Schedule V of the Act.

RESOLVED FURTHER THAT the Board shall have the discretion and authority to modify the aforesaid terms and remuneration, however, within the limit as approved by the members.

RESOLVED FURTHER THAT the Board of Directors be and are hereby severally authorised to do all such acts, deeds, matters, things and take all such steps as maybe necessary, proper or expedient to give effect to this Resolution."

Registered Office:

Block No. 355, Manjusar-Kunpad Road,
Village: Manjusar, Taluka: Savli,
Dist.: Vadodara – 391 775, Gujarat

Place: Vadodara
Date: August 22, 2024

By Order of the Board
For Chemcon Speciality Chemicals Limited

Shahilkumar Kapatel
Company Secretary & Compliance Officer
M. No.: A52211

NOTES:

1. In terms of General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, and subsequent circulars issued in this regard, the latest being 09/2023 dated September 25, 2023 (collectively referred to as "MCA Circulars") issued by the Ministry of Corporate Affairs ("MCA"), the Annual General Meeting ("AGM") is being held through Video Conferencing ("VC") facility / Other Audio Visual Means ("OAVM") without the physical presence of the Members at a common venue. In compliance with the applicable provisions of the Companies Act, 2013 ("the Act"), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI (LODR) Regulations, 2015") and the MCA Circulars, the 35th AGM of the Company is being held through VC/OAVM on Thursday, September 26, 2024, at 11:30 a.m. (IST). The proceedings of the 35th AGM shall be deemed to be conducted at the Registered Office of the Company at Block No. 355, Manjusar-Kunpad Road, Village: Manjusar, Taluka: Savli, Dist.: Vadodara – 391 775, Gujarat.
2. Pursuant to the provisions of the Act, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a member of the Company. Since this AGM is being held pursuant to the MCA circulars through VC/OAVM, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for this AGM and hence the proxy form, attendance slip, and route map of AGM are not annexed to this notice.
3. The Explanatory Statement pursuant to Section 102 of the Act setting out the material concerning the business under item nos. 3 to 14 of the Notice and the details as required under Regulation 36 of SEBI (LODR) Regulations, 2015 and Secretarial Standard on General Meeting (SS-2) in respect of the Directors seeking appointment/ re-appointment at this Annual General Meeting is annexed hereto.
4. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
5. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
6. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote during the AGM.
7. The Register of Directors' and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act and the Register of Contracts or Arrangements in which the Directors are interested maintained under Section 189 of the Act will be available electronically for inspection by the Members during the AGM. All documents referred to in this Notice will also be available for electronic inspection by the members from the date of circulation of this Notice up to the date of 35th AGM, i.e., Thursday, September 26, 2024, without any fee. Members seeking to inspect such documents can send an email to investor.relations@cscpl.com by mentioning their Name, PAN and Folio Number / DP ID and Client ID.

8. In terms of the MCA Circulars and SEBI Circulars, the Notice of the 35th AGM along with the Annual Report for financial year 2023-24 are being sent only through electronic mode to those members whose email addresses are registered with the Company/ Depositories. The Company shall send the physical copy of the Annual Report 2023-24 only to those Member who specifically request for the same at investor.relations@cscpl.com mentioning their Folio No./DP ID and Client ID, full name, PAN, number of shares held and address. The Notice convening the AGM and the Annual Report 2023-24 has been uploaded on the website of the Company at www.cscpl.com and may also be accessed from the relevant section of the websites of the Stock Exchanges i.e. BSE Limited (BSE) and National Stock Exchange of India Limited (NSE) at www.bseindia.com and www.nseindia.com, respectively. The AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.
9. The Members, whose email address is not registered with the Company or with their respective Depository Participant/s, and who wish to receive the Notice of the 35th AGM and the Annual Report 2023-24 and all other communication sent by the Company, from time to time, can get their email address registered by following the steps as given below:
 - a. For Members holding shares in physical form - please send scan copy of a signed request letter mentioning your name, folio number, complete address, email address to be registered along with scanned share certificate (front and back), self- attested scanned copy of the PAN and self-attested scanned copy of address proof, by email to the Company's email address at: investor.relations@cscpl.com.
 - b. For the Members holding shares in demat form: please update your email address through your respective Depository Participant/s.
10. **Cut-off Date:** Thursday, September 19, 2024, would be the cut-off date for the purpose of reckoning the members / beneficial owners entitled to e-vote and attend the AGM through VC/OAVM. The voting rights of members shall be in proportion to their share in the paid-up equity share capital of the Company as on the said cut- off date. Further, there is no closure of Register of Members and Share Transfer Book of the Company.
11. SEBI vide its Circular dated November 3, 2021, December 14, 2021, and March 16, 2023, mandated furnishing of PAN, KYC details (i.e. postal address with pin code, email address, mobile number, bank account details) and Nomination details by holders of physical securities through Form ISR-1, the format of which is available on the Company's website at www.cscpl.com. It may be noted that any service request or complaint can be processed only after the folio is KYC compliant.

In terms of SEBI Circular No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated March 16, 2023, folios of Physical shareholders wherein any one of the above said details such as PAN, email address, mobile number, bank account details and nomination are not available on or after October 01, 2023, shall be frozen by the RTA.

The security holder(s) whose folio(s) have been frozen shall be eligible to lodge grievance or avail any service request from the RTA only after furnishing the complete documents / details as mentioned above. Also, with effect from April 01, 2024, the security holder(s) whose folio(s) have been frozen shall be eligible for any payment including dividend, interest or redemption payment in respect of such frozen folios, only through electronic mode. An intimation will be sent by the Company to the securityholder that such payment is due and shall be made electronically only upon receipt of the complete documents / details as mentioned above.

Further, the frozen folios shall be referred by RTA/ Company to the administering authority under the Benami Transactions (Prohibitions) Act, 1988 and/or Prevention of Money Laundering Act, 2002,

if they continue to remain frozen as on December 31, 2025. The RTA shall revert the frozen folios to normal status upon receipt of all the documents/details as above.

12. In accordance with Regulation 40 of SEBI (LODR) Regulations, 2015, as amended, requests for effecting transfer of securities shall not be processed unless the securities are held in the dematerialised form with a depository. Also, transmission or transposition of securities held in physical or dematerialised form shall be effected only in dematerialised form. Accordingly, members holding shares of the Company in physical form are requested to get their shares converted into demat/electronic form to get inherent benefits of dematerialisation.
13. Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022 has mandated the listed companies to issue securities in dematerialized form only while processing service requests viz. Issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/exchange of securities certificate; endorsement; sub-division/splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR - 4, the format of which is available on the Company's website at www.cscpl.com. It may be noted that any service request or complaint can be processed only after the folio is KYC compliant.
14. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/mobile numbers, PAN, registering of nomination and power of attorney, Bank Mandate details such as name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DP in case the shares are held in electronic form, and to the RTA in case the shares are held in physical form.
15. **Nomination facility:** As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form SH-13. If a member desires to opt out or cancel the earlier nomination and record a fresh nomination, he / she may submit the same in Form ISR-3 or Form SH-14, as the case may be. The said forms can be downloaded from the Company's website at www.cscpl.com. Members are requested to submit the said form to their DPs in case the shares are held in electronic form and to the Registrar at vadodara@linkintime.com, in case the shares are held in physical form, quoting their folio no.

16. Remote e-Voting before / during the AGM:

- a. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, Secretarial Standard-2 on General Meetings issued by ICSI, Regulation 44 of SEBI (LODR) Regulations, 2015, as amended from time to time, and MCA Circulars, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as e-Voting during the AGM will be provided by NSDL. Resolution(s) passed by Members through e-Voting is/are deemed to have been passed as if they have been passed at the AGM.
- b. Members of the Company holding shares either in physical form or in electronic form as on the cut-off date of Thursday, September 19, 2024, may cast their vote by remote e-Voting. A person who is not a member as on the cut-off date should treat this Notice for information purpose only. A person whose name is recorded in the Register of Members or in the Register of

Beneficial Owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-Voting before/during the AGM. Any non-individual Shareholder or Shareholder holding securities in physical mode who acquires shares of the Company and becomes a Member of the Company after the dispatch of the Notice and holding shares as on the cut-off date may follow the login process as mentioned in this notice.

- c. The remote e-voting period begins on Monday, September 23, 2024, at 09:00 A.M. and ends on Wednesday, September 25, 2024, at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the cut-off date i.e. Thursday, September 19, 2024, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
- d. Members will be provided with the facility for voting through electronic voting system during the VC proceedings at the AGM and Members participating at the AGM, who have not already cast their vote by remote e-Voting, will be eligible to exercise their right to vote at the end of discussion on the resolutions on which voting is to be held, upon announcement by the Chairman. Members who have cast their vote on resolution(s) by remote e-Voting prior to the AGM will also be eligible to participate at the AGM through VC/OAVM but shall not be entitled to cast their vote on such resolution(s) again.
- e. The e-Voting module on the day of the AGM shall be disabled by NSDL for voting 15 minutes after the conclusion of the Meeting.
- f. The Company has appointed Mr. Chirag Vinodbhai Rathod, Proprietor, Rathod & Co., Practicing Company Secretaries, as the Scrutiniser to scrutinise the voting during the AGM and remote e-voting process in a fair and transparent manner. The Scrutiniser will submit his report to the Chairman or to any other person authorised by the Chairman after the completion of the scrutiny of the votes cast through remote e-Voting before/during the AGM, within the time stipulated under the applicable laws. The result declared along with the Scrutiniser's report shall be communicated to the Stock Exchanges on which the Company's shares are listed, NSDL and will also be displayed on the Company's website at www.cscpl.com.
- g. Subject to receipt of requisite number of votes, the resolutions shall be deemed to be passed on the date of AGM i.e., Thursday, September 26, 2024.

17. Instructions for Members for attending the AGM through VC/OAVM and remote e-Voting (before and during the AGM) are given below:

A. INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM:

- i. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned below for login to NSDL e-Voting system. After successful login, you can see link of "VC/OAVM" placed under "Join meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

- ii. Members may join the AGM through laptops, smartphones, tablets and iPads for better experience. Further, Members will be required to use Internet with a good speed to avoid any disturbance during the Meeting. Members will need the latest version of Chrome, Safari, Internet Explorer 11, MS Edge or Firefox. Please note that participants connecting from mobile devices or tablets or through laptops connecting via mobile hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is, therefore, recommended to use stable Wi-Fi or LAN connection to mitigate any glitches.
- iii. Members are encouraged to submit their questions in advance with regard to the financial statements or any other matter to be placed at the AGM, from their registered email address, mentioning their name, DP ID and Client ID number /folio number, PAN and mobile number, to the Company's email address at investor.relations@cscpl.com before September 19, 2024, 5:00 pm. The Company will reply to the questions suitably.
- iv. Members who would like to express their views/ ask questions at the Meeting may pre-register themselves as a speaker by sending a request in advance atleast 7 days prior to meeting from their registered email address mentioning their name, DP ID and Client ID/Folio number, PAN and mobile number at investor.relations@cscpl.com. Only those Members who have pre-registered themselves as a speaker will be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

B. INSTRUCTIONS FOR REMOTE E-VOTING BEFORE / DURING THE AGM:

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:




Step 1: Access to NSDL e-Voting system

A. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode:

In terms of SEBI circular dated December 9, 2020, on e-Voting facility provided by the Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service

	<p>provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p> <ol style="list-style-type: none"> If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience. <div style="text-align: center;"> <p>NSDL Mobile App is available on</p>    </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period

	<p>or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</p> <p>3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.</p> <p>4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
<p>Individual Shareholders (holding securities in demat mode) login through their depository participants</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
<p>Individual Shareholders holding securities in demat mode with NSDL</p>	<p>Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000</p>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<p>Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911</p>

B. Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.

2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nSDL.com/> with your existing IDEAS login. Once you log-in to NSDL eservices 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 are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	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. Password details for shareholders other than Individual shareholders 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 force 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 from 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, please follow steps mentioned below in process for those shareholders whose email ids are not registered.

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.nsdl.com.
 - b. Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c. If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - 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.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. 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.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

The instructions for remote e-Voting during the AGM are as under:

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.

2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e-mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to investor.relations@cscpl.com.
2. In case shares are held in demat mode, please provide DPID-CLID (16-digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to investor.relations@cscpl.com. If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.
3. Alternatively, shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020, on e-Voting facility provided by the Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

General Guidelines for Members:

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 to compliance@rathod-panchal.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
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 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 download section of www.evoting.nsdl.com or call on.: 022 - 4886 7000 or send a request to Ms. Pallavi Mhatre at evoting@nsdl.com.

Registered Office:

Block No. 355, Manjusar-Kunpad Road,
Village: Manjusar, Taluka: Savli,
Dist.: Vadodara – 391 775, Gujarat

Place: Vadodara
Date: August 22, 2024

By Order of the Board
For Chemcon Speciality Chemicals Limited

Shahilkumar Kapatel
Company Secretary & Compliance Officer
M. No.: A52211

EXPLANATORY STATEMENT

(Pursuant to Section 102 of the Companies Act, 2013)

The following Explanatory Statement sets out all the material facts relating to the Item Nos. 3 to 14 of the accompanying Notice dated August 22, 2024.

Item No. 3: Appointment of M/s. Shah Mehta & Bakshi, Chartered Accountants (FRN. 103824W) as the Statutory Auditors of the Company.

The Members of the Company at the 30th Annual General Meeting ("AGM") held on June 14, 2019, approved the appointment of M/s. K C Mehta & Co, Chartered Accountants, (now known as M/s. K C Mehta & Co LLP) as the Statutory Auditors of the Company for a period of five years from the conclusion of the said 30th AGM till the conclusion of 35th AGM. Accordingly, the tenure of M/s. K C Mehta & Co LLP shall end at the conclusion of the 35th AGM. The Board places on record the highest sense of appreciation for the valuable services rendered by them as the Statutory Auditors of the Company during their association with the Company.

The Board of Directors of the Company, on the recommendation of the Audit Committee, proposes the appointment of M/s. Shah Mehta & Bakshi, Chartered Accountants (FRN 103824W), as the Statutory Auditors of the Company for a period of five years, from the conclusion of the 35th AGM until the conclusion of the 40th AGM of the Company.

The Company has received a certificate from M/s. Shah Mehta & Bakshi, Chartered Accountants (FRN. 103824W), confirming that their appointment, if made, would be within the limits specified under Section 141(3)(g) of the Act and they are not disqualified to be appointed as Statutory Auditors in terms of the provisions of the Section 139(1), 141(2) and 141(3) of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014.

Shah Mehta and Bakshi (SMB) is a Chartered Accountancy Firm established in the year 1986, under the name of Jagdish Dinesh Shah and Co. (Partners: Jagdish Shah and Dinesh Shah), later Vihang Bakshi joined the firm, and the firm name changed to Shah Mehta & Bakshi. Based in Vadodara, the firm has a wide clientele from all over the globe. It is registered with the Western India Regional Council of the Institute of Chartered Accountants of India, New Delhi (Registration No 103824W). Currently, the firm's Partners have expertise in different fields of service. This gives them a unique advantage of being sizeable enough to render sound, timely, lucrative, and proactive services while maintaining the fidelity of a team of highly experienced and qualified professionals.

The Board of Directors of the Company, on the recommendation of the Audit Committee, also proposes the members to approve the remuneration payable to M/s. Shah Mehta & Bakshi, Chartered Accountants, to conduct the Statutory Audit of the Company, of INR 4.7 lakhs per financial year plus applicable taxes, out-of-pocket expenses, travelling and other expenses in connection with the audit, with a power to the Board of Directors to revise the remuneration payable to the Statutory Auditor in such manner and to such extent as may be recommended by the Audit Committee and mutually agreed upon with the Auditors. There is no material change in the remuneration payable to M/s. Shah Mehta & Bakshi, Chartered Accountants, from that paid to M/s. K C Mehta & Co LLP.

The Board recommends the resolution set out in item no. 3 of this Notice for the approval of the members of the Company by way of an Ordinary Resolution.

None of the directors, key managerial personnel of the Company or their relatives are concerned or interested, financially or otherwise, in the resolution set out at item no. 3 of the Notice.

Item No. 4: Ratification of remuneration of the Cost Auditors for the financial year ending March 31, 2025.

In accordance with the provisions of Section 148 of the Act and the Companies (Audit and Auditors) Rules, 2014 (the Rules), the Company is required to appoint a Cost Auditor to audit the cost records of the Company. On the recommendation of the Audit Committee, the Board of Directors of the Company has approved the re-appointment of M/s Chetan Gandhi & Associates, Cost Accountants (Firm Registration No. 101341), Vadodara, as the Cost Auditor of the Company for the Financial Year ending March 31, 2025, at a remuneration of INR 70,000 (INR Seventy Thousand Only) plus XBRL conversion charges, reimbursement of out-of-pocket expenses as per actual and applicable government taxes/levies.

In terms of the provisions of Section 148(3) of Act read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to Cost Auditor is required to be ratified by members of the Company.

Accordingly, members are requested to consider and ratify the remuneration payable to Cost Auditors for the year 2024-25 as set out in the resolution for the aforesaid services.

The Board recommends the resolution set out in item no. 4 of this Notice for the approval of the members of the Company by way of an Ordinary Resolution.

None of the directors, key managerial personnel of the Company or their relatives are concerned or interested, financially or otherwise, in the resolution set out at item no. 4 of the Notice.

Item No. 5: Appointment of Mr. Naresh Vijaykumar Goyal (DIN: 00139277) as a Director of the Company.

Pursuant to the provisions of Section 161(1) of the Companies Act, 2013, the Articles of Association of the Company and based on the recommendations of the Nomination and Remuneration Committee, the Board of Directors at their meeting held on August 3, 2024, appointed Mr. Naresh Vijaykumar Goyal (DIN: 00139277) as an Additional Director of the Company who holds office upto the date of this Annual General Meeting.

Mr. Naresh Vijaykumar Goyal is eligible for appointment as a Director and the Company has received a notice in writing under Section 160(1) of the Act from a member proposing his candidature for the office of Director. Pursuant to Regulation 17 (1C) of SEBI (LODR) Regulations, 2015 and section 152 of the Companies Act, 2013, shareholder's approval by way of ordinary resolution is sought for appointment of Mr. Naresh Vijaykumar Goyal as a Director on the Board of the Company who shall not be liable to retire by rotation. A brief profile and other information as required under Regulation 36 of SEBI (LODR) Regulations, 2015 and Secretarial Standard 2 issued by ICSI is provided as Annexure to this Notice.

The Board recommends the resolution set out in item no. 5 of this Notice for the approval of the members of the Company by way of an Ordinary Resolution.

Except Mr. Naresh Vijaykumar Goyal and/or his relatives, none of the other directors, key managerial personnel of the Company or their relatives are concerned or interested, financially or otherwise, in the resolution set out at item no. 5 of the Notice.

Item No. 6: Appointment of Mr. Ketan Bhailal Shah (DIN: 00058966) as a director and as an Independent Director.

Pursuant to the provisions of Section 161(1) of the Companies Act, 2013, the Articles of Association of the Company and based on the recommendations of the Nomination and Remuneration Committee,

the Board of Directors at their meeting held on August 22, 2024, appointed Mr. Ketan Bhailal Shah as an Additional Director (Non-executive and Independent) of the Company who holds office upto the date of this Annual General Meeting. Further, Mr. Ketan Bhailal Shah was appointed as Independent Director for a term of five years commencing from August 22, 2024.

Pursuant to Regulation 17 and Regulation 25 of SEBI (LODR) Regulations, 2015, the appointment of an independent director shall be approved by the shareholders at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier by way of a special resolution. Accordingly, shareholder's approval by way of a special resolution is sought for the appointment of Mr. Ketan Bhailal Shah as an Independent Director for a term of five years commencing from August 22, 2024.

Further, Mr. Ketan Bhailal Shah is eligible for appointment as Independent Director and the Company has received a notice in writing under Section 160(1) of the Act from a member proposing his candidature for the office of Independent Director. Pursuant to section 149, 150, 152 and Schedule IV of the Act, shareholder's approval by way of special resolution is sought for appointment of Mr. Ketan Bhailal Shah, as an Independent Director on the Board of the Company who shall not be liable to retire by rotation.

Mr. Ketan Bhailal Shah holds a bachelor's degree from Maharaja Sayajirao University (MSU), Vadodara and has experience of 27 years in Share & Securities and 17 years in Real Estate. He has served as Ex-Director of Vadodara Stock Exchange and Ex-President of Jain International Trade Organization (JITO), Vadodara. In the opinion of the Board, Mr. Ketan Bhailal Shah is independent of the management and meets the criteria for independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of SEBI (LODR) Regulations, 2015 and has submitted a declaration to that effect. He has also confirmed that he is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualification of Directors) Rules, 2014, with respect to the registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs. The terms and conditions of his appointment is open for inspection at the registered office of the company by any member during normal business hours and is also posted on the company's website. A brief profile and other information as required under Regulation 36 of SEBI (LODR) Regulations, 2015 and Secretarial Standard 2 issued by ICSI is provided as Annexure to this Notice.

The Board recommends the resolution set out in item no. 6 of this Notice for the approval of the members of the Company by way of a Special Resolution.

Except Mr. Ketan Bhailal Shah and/or his relatives, none of the other directors, key managerial personnel of the Company or their relatives are concerned or interested, financially or otherwise, in the resolution set out at item no. 6 of the Notice.

Item No. 7: To approve increase in remuneration of Mr. Rajesh Chimanlal Gandhi (DIN: 03296784), Whole-time Director & Chief Financial Officer of the Company.

On recommendation of the Nomination and Remuneration Committee, the Board of Directors at their meeting held on November 8, 2023, approved an increase in remuneration of Mr. Rajesh Chimanlal Gandhi (DIN: 03296784) for the remaining period of his tenure with effect from October 1, 2023, subject to the approval of the members and on terms and conditions enumerated in the resolution.

While the Company's operations are profitable, the remuneration payable to Mr. Rajesh Chimanlal Gandhi or the total managerial remuneration payable by the Company to its directors, including managing director and whole-time director, and its manager, may exceed the limits specified in section 197 read with schedule V of the Companies Act, 2013. Hence, as a matter of abundant caution, the

members are requested to consider and approve the increase in remuneration of Mr. Rajesh Chimanlal Gandhi in accordance with the provisions of Section 197 and Section II of Part II of Schedule V of the Companies Act, 2013.

The information required under Section II of Part II of Schedule V of the Companies Act, 2013 is provided as Annexure to this Notice.

The Board recommends the resolution set out in item no. 7 of this notice for the approval of the members of the Company by way of a Special Resolution.

Except Mr. Rajesh Chimanlal Gandhi and/or his relatives, none of the other directors, key managerial personnel of the Company or their relatives are concerned or interested, financially or otherwise, in the resolution set out at item no. 7 of the Notice.

Item No. 8: To approve increase in remuneration of Mr. Himanshu Prafulchandra Purohit (DIN: 03296807), Whole-time Director of the Company.

On recommendation of the Nomination and Remuneration Committee, the Board of Directors at their meeting held on November 8, 2023, approved an increase in remuneration of Mr. Himanshu Prafulchandra Purohit (DIN: 03296807) for the remaining period of his tenure with effect from October 1, 2023, subject to the approval of the members and on terms and conditions enumerated in the resolution.

While the Company's operations are profitable, the remuneration payable to Mr. Himanshu Prafulchandra Purohit or the total managerial remuneration payable by the Company to its directors, including managing director and whole-time director, and its manager, may exceed the limits specified in section 197 read with schedule V of the Companies Act, 2013. Hence, as a matter of abundant caution, the members are requested to consider and approve the increase in remuneration of Mr. Himanshu Prafulchandra Purohit in accordance with the provisions of Section 197 and Section II of Part II of Schedule V of the Companies Act, 2013.

The information required under Section II of Part II of Schedule V of the Companies Act, 2013 is provided as Annexure to this Notice.

The Board recommends the resolution set out in item no. 8 of this notice for the approval of the members of the Company by way of a Special Resolution.

Except Mr. Himanshu Prafulchandra Purohit and/or his relatives, none of the other directors, key managerial personnel of the Company or their relatives are concerned or interested, financially or otherwise, in the resolution set out at item no. 8 of the Notice.

Item No. 9: To approve increase in remuneration of Mr. Kamalkumar Rajendra Aggarwal (DIN: 00139199), Chairman & Managing Director of the Company.

On recommendation of the Nomination and Remuneration Committee, the Board of Directors at their meeting held on May 18, 2024, approved an increase in remuneration of Mr. Kamalkumar Rajendra Aggarwal (DIN: 00139199) for the remaining period of his tenure with effect from April 1, 2024, subject to the approval of the members and on terms and conditions enumerated in the resolution.

While the Company's operations are profitable, the remuneration payable to Mr. Kamalkumar Rajendra Aggarwal or the total managerial remuneration payable by the Company to its directors, including managing director and whole-time director, and its manager, may exceed the limits specified in section

197 read with schedule V of the Companies Act, 2013 and/or Regulation 17(6)(e) of SEBI (LODR) Regulations, 2015. Hence, as a matter of abundant caution, the members are requested to consider and approve the increase in remuneration of Mr. Kamalkumar Rajendra Aggarwal in accordance with the provisions of Section 197, Section II of Part II of Schedule V of the Companies Act, 2013 and Regulation 17(6)(e) of SEBI (LODR) Regulations, 2015.

The information required under Section II of Part II of Schedule V of the Companies Act, 2013 is provided as Annexure to this Notice.

The Board recommends the resolution set out in item no. 9 of this notice for the approval of the members of the Company by way of a Special Resolution.

Except Mr. Kamalkumar Rajendra Aggarwal and/or his relatives, none of the other directors, key managerial personnel of the Company or their relatives are concerned or interested, financially or otherwise, in the resolution set out at item no. 9 of the Notice.

Item No. 10: Appointment of Mr. Naresh Vijaykumar Goyal (DIN: 00139277) as a Joint Managing Director of the Company.

On recommendation of the Nomination and Remuneration Committee, the Board of Directors at their meeting held on August 3, 2024, approved the appointment of Mr. Naresh Vijaykumar Goyal as the Joint Managing Director of the Company for a period of 3 (Three) years beginning from August 3, 2024, till August 2, 2027, subject to the approval of the members and on terms and conditions enumerated in the resolution. Further, based on the recommendation of Nomination and Remuneration Committee, the Board of Directors at their meeting held on August 3, 2024, has also approved the remuneration payable to Mr. Naresh Vijaykumar Goyal, subject to the approval of the members.

Pursuant to Regulation 17(1C) of SEBI (LODR) Regulations, 2015, appointment of any person on the Board of Directors shall be approved by the shareholders at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier. Accordingly, shareholder's approval is sought for appointment of Mr. Naresh Vijaykumar Goyal as a Joint Managing Director of the Company for a period of 3 (Three) years beginning from August 3, 2024, till August 2, 2027.

While the Company's operations are profitable, the remuneration payable to Mr. Naresh Vijaykumar Goyal or the total managerial remuneration payable by the Company to its directors, including managing director and whole-time director, and its manager, may exceed the limits specified in section 197 read with schedule V of the Companies Act, 2013 and/or Regulation 17(6)(e) of SEBI (LODR) Regulations, 2015. Hence, as a matter of abundant caution, the members are requested to consider and approve the remuneration payable to Mr. Naresh Vijaykumar Goyal in accordance with the provisions of Section 197, Section II of Part II of Schedule V of the Companies Act, 2013 and Regulation 17(6)(e) of SEBI (LODR) Regulations, 2015.

The information required under Section II of Part II of Schedule V of the Companies Act, 2013 is as below:

I. General information:		
1.	Nature of industry	The Company is a manufacturer of specialised chemicals, engaged in the manufacturing and sale of Organic and Inorganic Chemicals.
2.	Date or expected date of commencement of commercial production	Existing Company in operation

3.	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not applicable
4.	Financial performance based on given indicators	Financial performance during the financial year 2023-24: Revenue from operations: ₹ 26,709.21 lakhs Other Income: ₹ 1,318.45 lakhs Total Expenses: ₹ 25,401.90 lakhs Profit before tax: ₹ 2,625.76 lakhs Net Profit after tax: ₹ 1,919.30 lakhs
5.	Foreign investments or collaborations, if any	Not applicable
II. Information about the appointee:		
1.	Background details	Mr. Naresh Vijaykumar Goyal founded Super Scientific Glass Industries in 1982 and is also co-founder of Chemcon Speciality Chemicals Limited. With over 40 years of experience and expertise in marketing, he has grown his business into a diverse conglomerate spanning into borosilicate glass equipments, Anticorrosive Equipments, thermoplastics, chemical manufacturing, and technical textiles. His strategic vision and business acumen have driven innovation, quality, and customer satisfaction, establishing his group as a market leader and trusted partner in the global market. His commitment to excellence and ability to navigate complex challenges have resulted in sustained growth and a solid industry reputation. Mr. Goyal's focus on delivering superior value has earned the loyalty of clients worldwide.
2.	Past remuneration	Nil
3.	Recognition or awards	Not applicable
4.	Job profile and his suitability	Mr. Naresh Vijaykumar Goyal shall be responsible for widescale marketing of the products of the company in India and abroad. With plenteous experience in the field of marketing he is perfectly suitable for the role vested upon him.
5.	Remuneration proposed	Basic Salary of ₹ 3 Lakhs per month and variable pay up to 4% of the net profits of the Company computed in the manner laid down in Section 198 of the Companies Act, 2013, as recommended by the Nomination and Remuneration Committee of the Company and approved by the Board.
6.	Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin)	Considering the responsibility shouldered by Mr. Naresh Vijaykumar Goyal of the enhanced business activities of the Company, proposed remuneration is commensurate with Industry standards and position of Joint Managing Director held in similar sized Companies.
7.	Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel or other director, if any.	Mr. Naresh Vijaykumar Goyal is the father of Mr. Navdeep Naresh Goyal, Whole-time Director of the Company.

III. Other information		
1.	Reasons of loss or inadequate profits	While the Company's operations are profitable, the remuneration payable to Mr. Naresh Vijaykumar Goyal or the total managerial remuneration payable by the Company to its directors, including managing director and whole-time director, and its manager, may exceed the limits specified in Section 197 read with schedule V of the Companies Act, 2013 and/or Regulation 17(6)(e) of SEBI (LODR) Regulations, 2015. Hence, as a matter of abundant caution, the members are requested to consider and approve the remuneration payable to Mr. Naresh Vijaykumar Goyal in accordance with the provisions of Section 197, Section II of Part II of Schedule V of the Companies Act, 2013 and Regulation 17(6)(e) of SEBI (LODR) Regulations, 2015.
2.	Steps taken or proposed to be taken for improvement	Not applicable
3.	Expected increase in productivity and profits in measurable terms	Not applicable

A brief profile and other information as required under Regulation 36 of SEBI (LODR) Regulations, 2015 and Secretarial Standard 2 issued by ICSI is provided as Annexure to this Notice. The Board recommends the resolution set out in item no. 10 of this notice for the approval of the members of the Company by way of a Special Resolution.

Except Mr. Naresh Vijaykumar Goyal and/or his relatives, none of the other directors, key managerial personnel of the Company or their relatives are concerned or interested, financially or otherwise, in the resolution set out at item no. 10 of the Notice.

Item No. 11: Appointment of Mr. Navdeep Naresh Goyal (DIN: 02604876) as a Whole-time Director of the Company.

On recommendation of the Nomination and Remuneration Committee, the Board of Directors at their meeting held on August 3, 2024, approved the appointment of Mr. Navdeep Naresh Goyal as the Whole-time Director of the Company for a period of 3 (Three) years beginning from August 3, 2024, till August 2, 2027, subject to the approval of the members and on terms and conditions enumerated in the resolution. Further, based on the recommendation of Nomination and Remuneration Committee, the Board of Directors at their meeting held on August 3, 2024, has also approved the remuneration payable to Mr. Navdeep Naresh Goyal, subject to the approval of the members.

Pursuant to Regulation 17(1C) of SEBI (LODR) Regulations, 2015, appointment of any person on the Board of Directors shall be approved by the shareholders at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier. Accordingly, shareholder's approval is sought for appointment of Mr. Navdeep Naresh Goyal as a Whole-time Director of the Company for a period of 3 (Three) years beginning from August 3, 2024, till August 2, 2027.

While the Company's operations are profitable, the remuneration payable to Mr. Navdeep Naresh Goyal or the total managerial remuneration payable by the Company to its directors, including managing director and whole-time director, and its manager, may exceed the limits specified in section 197 read with schedule V of the Companies Act, 2013 and/or Regulation 17(6)(e) of SEBI (LODR) Regulations, 2015. Hence, as a matter of abundant caution, the members are requested to consider and approve the remuneration payable to Mr. Navdeep Naresh Goyal in accordance with the provisions of Section 197, Section II of Part II of Schedule V of the Companies Act, 2013 and Regulation 17(6)(e) of SEBI (LODR) Regulations, 2015.

The information required under Section II of Part II of Schedule V of the Companies Act, 2013 is as below:

I. General information:		
1.	Nature of industry	The Company is a manufacturer of specialised chemicals, engaged in the manufacturing and sale of Organic and Inorganic Chemicals.
2.	Date or expected date of commencement of commercial production	Existing Company in operation
3.	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not applicable
4.	Financial performance based on given indicators	Financial performance during the financial year 2023-24: Revenue from operations: ₹ 26,709.21 lakhs Other Income: ₹ 1,318.45 lakhs Total Expenses: ₹ 25,401.90 lakhs Profit before tax: ₹ 2,625.76 lakhs Net Profit after tax: ₹ 1,919.30 lakhs
5.	Foreign investments or collaborations, if any	Not applicable
II. Information about the appointee:		
1.	Background details	Mr. Navdeep Naresh Goyal is a second-generation techno-commercial entrepreneur with a focused drive to succeed. As part of an elite group of business leaders, his achievements are a testament to his inherited visionary skills and his own leadership in negotiation, team building, account management, product development, and strategic planning. Mr. Goyal's clear future goals showcase his entrepreneurial acumen in a competitive global marketplace. Known for his aggressive marketing and effective soft skills, he excels in forging strong bonds with business partners and associates. His entrepreneurial spirit has led him to diversify into various sectors, including specialty chemicals, pharmaceuticals, mechanical engineering, and technical textiles, all of which continue to grow under his leadership.
2.	Past remuneration	During the financial year ended March 31, 2024, ₹127.00 lakhs was paid as remuneration to Mr. Navdeep Naresh Goyal, who held the position of Deputy Managing Director of the Company.
3.	Recognition or awards	Not applicable
4.	Job profile and his suitability	Mr. Navdeep Goyal is the promoter of the Company and actively involved in the decision making and management of day-to-day operations of the Company. His problem-solving skills and strategic thinking make him suitable for the job profile of Whole-time Director of the Company.
5.	Remuneration proposed	Basic Salary of ₹ 3.00 lakhs per month as recommended by the Nomination and Remuneration Committee of the Company and approved by the Board.

6.	Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin)	Considering the responsibility shouldered by Mr. Navdeep Naresh Goyal of the enhanced business activities of the Company, proposed remuneration is commensurate with Industry standards and board level positions held in similar sized Companies.
7.	Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel or other director, if any.	Mr. Navdeep Naresh Goyal, is the son of Mr. Naresh Vijaykumar Goyal, Joint Managing Director of the Company.
III. Other information		
1.	Reasons of loss or inadequate profits	While the Company's operations are profitable, the remuneration payable to Mr. Navdeep Naresh Goyal or the total managerial remuneration payable by the Company to its directors, including managing director and whole-time director, and its manager, may exceed the limits specified in Section 197 read with schedule V of the Companies Act, 2013 and/or Regulation 17(6)(e) of SEBI (LODR) Regulations, 2015. Hence, as a matter of abundant caution, the members are requested to consider and approve the remuneration payable to Mr. Navdeep Naresh Goyal in accordance with the provisions of Section 197, Section II of Part II of Schedule V of the Companies Act, 2013 and Regulation 17(6)(e) of SEBI (LODR) Regulations, 2015.
2.	Steps taken or proposed to be taken for improvement	Not applicable
3.	Expected increase in productivity and profits in measurable terms	Not applicable

A brief profile and other information as required under Regulation 36 of SEBI (LODR) Regulations, 2015 and Secretarial Standard 2 issued by ICSI is provided as Annexure to this Notice. The Board recommends the resolution set out in item no. 11 of this notice for the approval of the members of the Company by way of a Special Resolution.

Except Mr. Navdeep Naresh Goyal and/or his relatives, none of the other directors, key managerial personnel of the Company or their relatives are concerned or interested, financially or otherwise, in the resolution set out at item no. 11 of the Notice.

Item No. 12: Re-appointment of Mr. Kamalkumar Rajendra Aggarwal (DIN: 00139199) as a Managing Director of the Company.

The members at the 33rd Annual General Meeting of the Company held on July 26, 2022, approved the re-appointment of Mr. Kamalkumar Rajendra Aggarwal (DIN: 00139199) as a Managing Director of the Company for a period of 3 (Three) years beginning from May 1, 2022, till April 30, 2025.

On recommendation of the Nomination and Remuneration Committee, the Board of Directors at their meeting held on August 22, 2024, approved the reappointment of Mr. Kamalkumar Rajendra Aggarwal as the Managing Director of the Company for a period of 3 (Three) years beginning from May 1, 2025, till April 30, 2028, subject to the approval of the members and on terms and conditions enumerated in the resolution. Further, based on the recommendation of Nomination and Remuneration Committee, the Board of Directors at their meeting held on August 22, 2024, has also approved the remuneration payable to Mr. Kamalkumar Rajendra Aggarwal, subject to the approval of the members.

Pursuant to Regulation 17(1C) of SEBI (LODR) Regulations, 2015, appointment of any person on the Board of Directors shall be approved by the shareholders at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier. Accordingly, shareholder's approval is sought for re-appointment of Mr. Kamalkumar Rajendra Aggarwal as a Managing Director of the Company for a period of 3 (Three) years beginning from May 1, 2025, till April 30, 2028.

While the Company's operations are profitable, the remuneration payable to Mr. Kamalkumar Rajendra Aggarwal or the total managerial remuneration payable by the Company to its directors, including managing director and whole-time director, and its manager, may exceed the limits specified in section 197 read with schedule V of the Companies Act, 2013 and/or Regulation 17(6)(e) of SEBI (LODR) Regulations, 2015. Hence, as a matter of abundant caution, the members are requested to consider and approve the remuneration payable to Mr. Kamalkumar Rajendra Aggarwal in accordance with the provisions of Section 197, Section II of Part II of Schedule V of the Companies Act, 2013 and Regulation 17(6)(e) of SEBI (LODR) Regulations, 2015.

The information required under Section II of Part II of Schedule V of the Companies Act, 2013 is provided as Annexure to this Notice.

A brief profile and other information as required under Regulation 36 of SEBI (LODR) Regulations, 2015 and Secretarial Standard 2 issued by ICSI is provided as Annexure to this Notice. The Board recommends the resolution set out in item no. 12 of this notice for the approval of the members of the Company by way of a Special Resolution.

Except Mr. Kamalkumar Rajendra Aggarwal and/or his relatives, none of the other directors, key managerial personnel of the Company or their relatives are concerned or interested, financially or otherwise, in the resolution set out at item no. 12 of the Notice.

Item No. 13: Re-appointment of Mr. Rajesh Chimanlal Gandhi (DIN: 03296784) as a Whole-time Director of the Company.

The members at the 33rd Annual General Meeting of the Company held on July 26, 2022, approved the re-appointment of Mr. Rajesh Chimanlal Gandhi (DIN: 03296784) as a Whole-time Director of the Company for a period of 3 (Three) years beginning from May 1, 2022, till April 30, 2025.

On recommendation of the Nomination and Remuneration Committee, the Board of Directors at their meeting held on August 22, 2024, approved the reappointment of Mr. Rajesh Chimanlal Gandhi as a Whole-time Director of the Company for a period of 3 (Three) years beginning from May 1, 2025, till April 30, 2028, subject to the approval of the members and on terms and conditions enumerated in the resolution. Further, based on the recommendation of Nomination and Remuneration Committee, the Board of Directors at their meeting held on August 22, 2024, has also approved the remuneration payable to Mr. Rajesh Chimanlal Gandhi, subject to the approval of the members.

Pursuant to Regulation 17(1C) of SEBI (LODR) Regulations, 2015, appointment of any person on the Board of Directors shall be approved by the shareholders at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier. Accordingly, shareholder's approval is sought for re-appointment of Mr. Rajesh Chimanlal Gandhi as a Whole-time Director of the Company for a period of 3 (Three) years beginning from May 1, 2025, till April 30, 2028.

While the Company's operations are profitable, the remuneration payable to Mr. Rajesh Chimanlal Gandhi or the total managerial remuneration payable by the Company to its directors, including managing director and whole-time director, and its manager, may exceed the limits specified in section

197 read with schedule V of the Companies Act, 2013. Hence, as a matter of abundant caution, the members are requested to consider and approve the remuneration payable to Mr. Rajesh Chimanlal Gandhi in accordance with the provisions of Section 197 and Section II of Part II of Schedule V of the Companies Act, 2013.

The information required under Section II of Part II of Schedule V of the Companies Act, 2013 is provided as Annexure to this Notice.

A brief profile and other information as required under Regulation 36 of SEBI (LODR) Regulations, 2015 and Secretarial Standard 2 issued by ICSI is provided as Annexure to this Notice. The Board recommends the resolution set out in item no. 13 of this notice for the approval of the members of the Company by way of a Special Resolution.

Except Mr. Rajesh Chimanlal Gandhi and/or his relatives, none of the other directors, key managerial personnel of the Company or their relatives are concerned or interested, financially or otherwise, in the resolution set out at item no. 13 of the Notice.

Item No. 14: Re-appointment of Mr. Himanshu Prafulchandra Purohit (DIN: 03296807) as a Whole-time Director of the Company.

The members at the 33rd Annual General Meeting of the Company held on July 26, 2022, approved the re-appointment of Mr. Himanshu Prafulchandra Purohit (DIN: 03296807) as a Whole-time Director of the Company for a period of 3 (Three) years beginning from May 1, 2022, till April 30, 2025.

On recommendation of the Nomination and Remuneration Committee, the Board of Directors at their meeting held on August 22, 2024, approved the reappointment of Mr. Himanshu Prafulchandra Purohit as a Whole-time Director of the Company for a period of 3 (Three) years beginning from May 1, 2025, till April 30, 2028, subject to the approval of the members and on terms and conditions enumerated in the resolution. Further, based on the recommendation of Nomination and Remuneration Committee, the Board of Directors at their meeting held on August 22, 2024, has also approved the remuneration payable to Mr. Himanshu Prafulchandra Purohit, subject to the approval of the members.

Pursuant to Regulation 17(1C) of SEBI (LODR) Regulations, 2015, appointment of any person on the Board of Directors shall be approved by the shareholders at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier. Accordingly, shareholder's approval is sought for re-appointment of Mr. Himanshu Prafulchandra Purohit as a Whole-time Director of the Company for a period of 3 (Three) years beginning from May 1, 2025, till April 30, 2028.

While the Company's operations are profitable, the remuneration payable to Mr. Himanshu Prafulchandra Purohit or the total managerial remuneration payable by the Company to its directors, including managing director and whole-time director, and its manager, may exceed the limits specified in section 197 read with schedule V of the Companies Act, 2013. Hence, as a matter of abundant caution, the members are requested to consider and approve the remuneration payable to Mr. Himanshu Prafulchandra Purohit in accordance with the provisions of Section 197 and Section II of Part II of Schedule V of the Companies Act, 2013.

The information required under Section II of Part II of Schedule V of the Companies Act, 2013 is provided as Annexure to this Notice.

A brief profile and other information as required under Regulation 36 of SEBI (LODR) Regulations, 2015 and Secretarial Standard 2 issued by ICSI is provided as Annexure to this Notice. The Board recommends

the resolution set out in item no. 14 of this notice for the approval of the members of the Company by way of a Special Resolution.

Except Mr. Himanshu Prafulchandra Purohit and/or his relatives, none of the other directors, key managerial personnel of the Company or their relatives are concerned or interested, financially or otherwise, in the resolution set out at item no. 14 of the Notice.

Registered Office:

Block No. 355, Manjusar-Kunpad Road,
Village: Manjusar, Taluka: Savli,
Dist.: Vadodara – 391 775, Gujarat

Place: Vadodara
Date: August 22, 2024

By Order of the Board
For Chemcon Speciality Chemicals Limited

Shahilkumar Kapatel
Company Secretary & Compliance Officer
M. No.: A52211

INFORMATION REQUIRED UNDER SECTION II OF PART II OF SCHEDULE V OF COMPANIES ACT, 2013
Item No. 7 and 13:

I. General information:		
1.	Nature of industry	The Company is a manufacturer of specialised chemicals, engaged in the manufacturing and sale of Organic and Inorganic Chemicals.
2.	Date or expected date of commencement of commercial production	Existing Company in operation
3.	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not applicable
4.	Financial performance based on given indicators	Financial performance during the financial year 2023-24: Revenue from operations: ₹ 26,709.21 lakhs Other Income: ₹ 1,318.45 lakhs Total Expenses: ₹ 25,401.90 lakhs Profit before tax: ₹ 2,625.76 lakhs Net Profit after tax: ₹ 1,919.30 lakhs
5.	Foreign investments or collaborations, if any	Not applicable
II. Information about the appointee:		
1.	Background details	Mr. Rajesh Chimanlal Gandhi holds a bachelor's degree in commerce from Gujarat University, Gujarat. In the past, he was associated with the Company in the capacity of Accounts & Finance Manager and currently he is a Whole-time Director and Chief Financial Officer of the Company. He has more than 25 years of experience in finance & accounts and related operations.
2.	Past remuneration	During the financial year ended March 31, 2024, ₹ 39.90 lakhs was paid as remuneration to Mr. Rajesh Chimanlal Gandhi.
3.	Recognition or awards	Not applicable
4.	Job profile and his suitability	Mr. Rajesh Chimanlal Gandhi has overall control over the management in the Finance, Accounts, Secretarial and IT areas of the Company in line with his qualification and experience in the business.
5.	Remuneration proposed	Basic Salary of ₹ 4.05 lakhs per month as recommended by the Nomination and Remuneration Committee of the Company and approved by the Board.
6.	Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin)	Considering the responsibility shouldered by Mr. Rajesh Chimanlal Gandhi of the enhanced business activities of the Company, proposed remuneration is commensurate with Industry standards and board level positions held in similar sized Companies.
7.	Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel or other director, if any.	Mr. Rajesh Chimanlal Gandhi is not related to any of the Directors and Key Managerial Personnel of the Company.

III. Other information		
1.	Reasons of loss or inadequate profits	While the Company's operations are profitable, the remuneration payable to Mr. Rajesh Chimanlal Gandhi or the total managerial remuneration payable by the Company to its directors, including managing director and whole-time director, and its manager, may exceed the limits specified in Section 197 read with schedule V of the Companies Act, 2013. Hence, as a matter of abundant caution, the members are requested to consider and approve the remuneration payable to Mr. Rajesh Chimanlal Gandhi in accordance with the provisions of Section 197 and Section II of Part II of Schedule V of the Companies Act, 2013.
2.	Steps taken or proposed to be taken for improvement	Not applicable
3.	Expected increase in productivity and profits in measurable terms	Not applicable

Item No. 8 and 14:

I. General information:		
1.	Nature of industry	The Company is a manufacturer of specialised chemicals, engaged in the manufacturing and sale of Organic and Inorganic Chemicals.
2.	Date or expected date of commencement of commercial production	Existing Company in operation
3.	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not applicable
4.	Financial performance based on given indicators	Financial performance during the financial year 2023-24: Revenue from operations: ₹ 26,709.21 lakhs Other Income: ₹ 1,318.45 lakhs Total Expenses: ₹ 25,401.90 lakhs Profit before tax: ₹ 2,625.76 lakhs Net Profit after tax: ₹ 1,919.30 lakhs
5.	Foreign investments or collaborations, if any	Not applicable
II. Information about the appointee:		
1.	Background details	Mr. Himanshu Prafulchandra Purohit holds a master's degree in science in inorganic chemistry from the Sardar Patel University, Gujarat. In the past, he has been associated with the Company in the capacity of production manager and currently he is the Whole-time Director of the Company. He has more than 25 years of experience in production related operations.
2.	Past remuneration	During the financial year ended March 31, 2024, ₹ 39.90 lakhs was paid as remuneration to Mr. Himanshu Prafulchandra Purohit.
3.	Recognition or awards	Not applicable
4.	Job profile and his suitability	Mr. Himanshu Prafulchandra Purohit has control over the management in the production, plants and technical areas of the Company's business in line with his qualification and experience in the business.

5.	Remuneration proposed	Basic Salary of ₹ 4.05 lakhs per month as recommended by the Nomination and Remuneration Committee of the Company and approved by the Board.
6.	Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin)	Considering the responsibility shouldered Mr. Himanshu Prafulchandra Purohit of the enhanced business activities of the Company, proposed remuneration is commensurate with Industry standards and board level positions held in similar sized Companies.
7.	Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel or other director, if any.	Mr. Himanshu Prafulchandra Purohit is not related to any of the Directors and Key Managerial Personnel of the Company.
III. Other information		
1.	Reasons of loss or inadequate profits	While the Company's operations are profitable, the remuneration payable to Mr. Himanshu Prafulchandra Purohit or the total managerial remuneration payable by the Company to its directors, including managing director and whole-time director, and its manager, may exceed the limits specified in Section 197 read with schedule V of the Companies Act, 2013. Hence, as a matter of abundant caution, the members are requested to consider and approve the remuneration payable to Mr. Himanshu Prafulchandra Purohit in accordance with the provisions of Section 197 and Section II of Part II of Schedule V of the Companies Act, 2013.
2.	Steps taken or proposed to be taken for improvement	Not applicable
3.	Expected increase in productivity and profits in measurable terms	Not applicable

Item No. 9 and 12:

I. General information:		
1.	Nature of industry	The Company is a manufacturer of specialised chemicals, engaged in the manufacturing and sale of Organic and Inorganic Chemicals.
2.	Date or expected date of commencement of commercial production	Existing Company in operation
3.	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not applicable
4.	Financial performance based on given indicators	Financial performance during the financial year 2023-24: Revenue from operations: ₹ 26,709.21 lakhs Other Income: ₹ 1,318.45 lakhs Total Expenses: ₹ 25,401.90 lakhs Profit before tax: ₹ 2,625.76 lakhs Net Profit after tax: ₹ 1,919.30 lakhs
5.	Foreign investments or collaborations, if any	Not applicable
II. Information about the appointee:		

1.	Background details	Mr. Kamalkumar Rajendra Aggarwal holds Diploma in Petrochemical Technology (Plastic Technology) from the Maharaja Sayajirao University of Baroda, Gujarat. He has 28 years of experience in the specialized chemicals industry. He has been on the Board since January 19, 2004.
2.	Past remuneration	During the financial year ended March 31, 2024, ₹ 103.00 lakhs was paid as remuneration to Mr. Kamalkumar Rajendra Aggarwal.
3.	Recognition or awards	Not applicable
4.	Job profile and his suitability	Mr. Kamalkumar Rajendra Aggarwal is the Chairman and Managing Director of the Company carrying out the pivotal role in management and growth of the Company. He is the promoter of the Company and well acquainted with the industry and areas in which the Company operates. His immense experience and knowledge make him suitable for the position shouldered upon him.
5.	Remuneration proposed	Basic Salary of ₹ 6 Lakhs per month and variable pay up to 4% of the net profits of the Company computed in the manner laid down in Section 198 of the Companies Act, 2013, as recommended by the Nomination and Remuneration Committee of the Company and approved by the Board.
6.	Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin)	Considering the responsibility shouldered by Mr. Kamalkumar Rajendra Aggarwal of the enhanced business activities of the Company, proposed remuneration is commensurate with Industry standards and position of Chairman and Managing Director held in similar sized Companies.
7.	Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel or other director, if any.	Mr. Kamalkumar Rajendra Aggarwal is father of Mr. Rajveer Kamal Aggarwal, Non-Executive (Non-Independent) Director of the Company.
III. Other information		
1.	Reasons of loss or inadequate profits	While the Company's operations are profitable, the remuneration payable to Mr. Kamalkumar Rajendra Aggarwal or the total managerial remuneration payable by the Company to its directors, including managing director and whole-time director, and its manager, may exceed the limits specified in Section 197 read with schedule V of the Companies Act, 2013 and/or Regulation 17(6)(e) of SEBI (LODR) Regulations, 2015. Hence, as a matter of abundant caution, the members are requested to consider and approve the remuneration payable to Mr. Kamalkumar Rajendra Aggarwal in accordance with the provisions of Section 197, Section II of Part II of Schedule V of the Companies Act, 2013 and Regulation 17(6)(e) of SEBI (LODR) Regulations, 2015.
2.	Steps taken or proposed to be taken for improvement	Not applicable
3.	Expected increase in productivity and profits in measurable terms	Not applicable

DETAILS OF THE DIRECTORS SEEKING APPOINTMENT / RE-APPOINTMENT AT THE AGM

(Pursuant to Regulation 36(3) of SEBI (LODR) Regulations, 2015 and Secretarial Standard - 2 on General Meetings)

PARTICULARS	KETAN BHAILAL SHAH Independent Director DIN: 00058966	RAJVEER KAMAL AGGARWAL Non-Executive Director (Non-Independent) DIN: 07883896
Date of Birth (Age)	29/05/1962 (62 Years)	17/08/1995 (29 Years)
Brief resume, Qualification, experience and expertise of the Director	Mr. Ketan Shah holds a bachelor's degree from Maharaja Sayajirao University (MSU), Vadodara. With 27 years of experience in Share & Securities and 17 years in Real Estate, he has also served as Ex-Director of Vadodara Stock Exchange and Ex-President of Jain International Trade Organization (JITO), Vadodara. Mr. Shah has diversified into emerging industries like Technocom and Solar equipment. He also ventured into the Hospitality industry with the acquisition of K-10 Hotel and has successfully completed several real estate projects, including Amber Complex, K-10 Atlantis, and the ongoing K-10 Grand office building.	Mr. Rajveer Aggarwal holds a bachelor's degree in chemical engineering from the Gujarat Technological University, Gujarat. He has more than 7 years of experience in operations. He has been on the Board since Oct 2017.
The skills and capabilities of Independent Director and its fulfilment along with justification for choosing the appointees for appointment as Independent Directors	The educational qualifications, expertise and vast experience of Mr. Ketan Shah enables him to fulfil his role and discharge his responsibilities as Independent Director	NA
Terms and conditions of appointment or re-appointment and remuneration sought to be paid	Mr. Ketan Shah is proposed to be appointed as Independent Director of the Company for a term of five years commencing from August 22, 2024. He shall be paid sitting fees for attending the Board and Committee Meetings as determined by the Board and within the permissible limits.	Director liable to retire by rotation and being eligible, offers himself for re-appointment.
Date of first appointment on the Board	22/08/2024	01/10/2017
Number of Board Meetings attended during the financial year 2023-24	Not Applicable	5 (Five)
Remuneration drawn during the financial year 2023-24	Not Applicable	24.00 Lakhs

PARTICULARS	KETAN BHAILAL SHAH Independent Director DIN: 00058966	RAJVEER KAMAL AGGARWAL Non-Executive Director (Non-Independent) DIN: 07883896
Number of shares held in the Company as on March 31, 2024: a. Own b. For other persons on a beneficial basis	a. Nil b. Nil	a. 25,32,800 b. Nil
Relationship with other Directors, Manager and other KMP	None	Son of Mr. Kamalkumar Rajendra Aggarwal, Managing Director of the Company
Directorship in other Companies as on March 31, 2024	Director: - PK Info Technologies (India) Private Limited - Shah Medical and Surgical Limited - Aarav Reality Private Limited - Ketan Realities Private Limited - Vinay Capital Ltd	Director: - Medicap Healthcare Limited - Sang Froid Marine Chem Private Limited - KASR Healthcare Private Limited
Committee position held in other listed Companies as on March 31, 2024	Nil	Nil
Listed entities from which the Director has resigned from Directorship in last three (3) years	Nil	Nil

DETAILS OF THE DIRECTORS SEEKING APPOINTMENT / RE-APPOINTMENT AT THE AGM

(Pursuant to Regulation 36(3) of SEBI (LODR) Regulations, 2015 and Secretarial Standard - 2 on General Meetings)

PARTICULARS	NARESH VIJAYKUMAR GOYAL Joint Managing Director DIN: 00139277	NAVDEEP NARESH GOYAL Whole-time Director DIN: 02604876
Date of Birth (Age)	15/04/1958 (66 Years)	08/05/1990 (34 Years)
Brief resume, Qualification, experience and expertise of the Director	Mr. Naresh Goyal founded Super Scientific Glass Industries in 1982 and is also co-founder of Chemcon Speciality Chemicals Ltd. He has over 40 years of experience and expertise in marketing	Mr. Navdeep Goyal is a second-generation techno-commercial entrepreneur with more than 13 years of experience in operations. He has been on the Board since April 1, 2015
Terms and conditions of appointment or re-appointment and remuneration sought to be paid	As per the Special Resolution set out in item no. 10 of this notice read with explanatory statement thereto.	As per the Special Resolution set out in item no. 11 of this notice read with explanatory statement thereto.
Date of first appointment on the Board	03/08/2024	01/04/2015
Number of Board Meetings attended during the financial year 2023-24	Not Applicable	5 (Five)
Remuneration drawn during the financial year 2023-24	Not Applicable	127.00 Lakhs
Number of shares held in the Company as on March 31, 2024: c. Own d. For other persons on a beneficial basis	a. 30,35,826 b. Nil	a. *86,08,166 b. Nil
Relationship with other Directors, Manager and other KMP	Father of Mr. Navdeep Naresh Goyal, Whole-time Director of the Company	Son of Mr. Naresh Vijaykumar Goyal, Joint Managing Director of the Company
Directorship in other Companies as on March 31, 2024	Director: - Supertech Fabrics Private Limited - Super Industrial Lining Private Limited - GGC Chemicals & Pharmaceuticals Private Limited - Dtech Products Private Limited - Kutch Chemical Industries Limited	Director: - Supertech Fabrics Private Limited - Super Industrial Lining Private Limited - GGC Chemicals & Pharmaceuticals Private Limited - Dtech Products Private Limited
Committee position held in other listed Companies as on March 31, 2024	Nil	Nil
Listed entities from which the Director has resigned from Directorship in last three (3) years	Nil	Nil

*The 86,08,166 equity shares held by Mr. Navdeep Naresh Goyal includes 62,33,500 Equity Shares which are jointly held by Mr. Navdeep Naresh Goyal, first holder and Ms. Shubharangana Goyal, Second holder.

DETAILS OF THE DIRECTORS SEEKING APPOINTMENT / RE-APPOINTMENT AT THE AGM

(Pursuant to Regulation 36(3) of SEBI (LODR) Regulations, 2015 and Secretarial Standard - 2 on General Meetings)

PARTICULARS	KAMALKUMAR RAJENDRA AGGARWAL Managing Director DIN: 00139199	RAJESH CHIMANLAL GANDHI Whole-time Director DIN: 03296784	HIMANSHU PRAFULCHANDRA PUROHIT Whole-time Director DIN: 03296807
Date of Birth (Age)	27/12/1962 (61 Years)	12/04/1971 (53 Years)	30/07/1973 (51 Years)
Brief resume, Qualification, experience and expertise of the Director	Mr. Kamalkumar Aggarwal holds Diploma in Petrochemical Technology (Plastic Technology) from the Maharaja Sayajirao University of Baroda, Gujarat. He has 28 years of experience in the specialized chemicals industry. He has been on the Board since January 19, 2004	Mr. Rajesh Gandhi holds a bachelor's degree in commerce from Gujarat University. He has more than 25 years of experience in finance & accounts and related operations. He has been on the Board since May 1, 2012	Mr. Himanshu Purohit holds a master's degree in science in Inorganic Chemistry from the Sardar Patel University, Gujarat. He has more than 25 years of experience in production related operations. He has been on the Board since May 1, 2012
Terms and conditions of appointment or re-appointment and remuneration sought to be paid	As per the Special Resolution set out in item no. 12 of this notice read with explanatory statement thereto.	As per the Special Resolution set out in item no. 13 of this notice read with explanatory statement thereto.	As per the Special Resolution set out in item no. 14 of this notice read with explanatory statement thereto.
Date of first appointment on the Board	19/01/2004	01/05/2012	01/05/2012
Number of Board Meetings attended during the financial year 2023-24	6 (Six)	6 (Six)	5 (Five)
Remuneration drawn during the financial year 2023-24	103.00 Lakhs	39.90 Lakhs	39.90 Lakhs
Number of shares held in the Company as on March 31, 2024:			
a. Own	a. *1,01,87,080	a. NIL	a. NIL
b. For other persons on a beneficial basis	b. Nil	b. NIL	b. NIL
Relationship with other Directors, Manager and other KMP	Father of Mr. Rajveer Kamal Aggarwal, Non-Executive (non-	None	None

PARTICULARS	KAMALKUMAR RAJENDRA AGGARWAL Managing Director DIN: 00139199	RAJESH CHIMANLAL GANDHI Whole-time Director DIN: 03296784	HIMANSHU PRAFULCHANDRA PUROHIT Whole-time Director DIN: 03296807
	Independent) Director of the Company		
Directorship in other Companies as on March 31, 2024	Director: - Medicap Healthcare Limited - KASR Healthcare Private Limited	Director: - Medicap Healthcare Limited	Nil
Committee position held in other listed Companies as on March 31, 2024	Nil	Nil	Nil
Listed entities from which the Director has resigned from Directorship in last three (3) years	Nil	Nil	Nil

**The 1,01,87,080 equity shares held by Mr. Kamalkumar Rajendra Aggarwal includes 5,10,000 Equity Shares which are jointly held by Mr. Kamalkumar Rajendra Aggarwal, first holder and Mr. Rajveer Kamal Aggarwal, Second holder.*