



Date: August 11, 2023

The BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001	National Stock Exchange of India Ltd. Exchange Plaza, Plot no. C/1, G Block, Bandra-Kurla Complex, Bandra (East) Mumbai - 400 051
Scrip Code: 530117	Scrip Code: PRIVISCL

Sub: Scrutinizer's Report on the voting results of the business transacted at the 38th Annual General Meeting (AGM)

Dear Sir,

Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 please find enclosed the Report of the Scrutinizer dated August 11, 2023, on the voting results of the business transacted at the 38th AGM of the Company held on August 10, 2023.

The Scrutinizer's report is also available on the website of the Company at www.privi.com and on the website of Link Intime India Private Limited (<https://instavote.linkintime.co.in/>)

Kindly take the above on record.

Thanking You,

Yours Faithfully,

For **Privi Speciality Chemicals Limited**



Ashwini Saumil Shah
Company Secretary

ACS: 58378

Encl: As above



PRIVI SPECIALITY CHEMICALS LIMITED

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Fax: +91 22 27783049 / 68713232 | Email: enquiry@privi.co.in | Web: www.privi.com | CIN: L15140MH1985PLC286828

Rathi & Associates

COMPANY SECRETARIES

A-303, Prathamesh, 3rd Floor, Raghuvanshi Mills Compound, 11-12, Senapati Bapat Marg, Lower Parel (W), Mumbai - 400 013.
Tel.: 4076 4444 / 2491 1222 • Fax : 4076 4466 • E-mail : associates.rathi8@gmail.com

11th August, 2023

The Chairman/Company Secretary
Privi Speciality Chemicals Limited
"Privi House", Plot No. A- 71 TTC,
Thane Belapur Road,
Near Kopar Khairne Railway Station,
Navi Mumbai – 400 710

Dear Sir,

Sub: **Scrutinizer's Report on the Remote e-voting prior to and e-voting conducted during the 38th Annual General Meeting of the Members of Privi Speciality Chemicals Limited held on 10th August, 2023**

Privi Speciality Chemicals Limited ("the Company") vide resolution of its Board of Directors dated 29th May, 2023 appointed the undersigned as the Scrutinizer to ensure that the process of remote e-voting prior to 38th Annual General Meeting ("AGM") and e-voting during the AGM on the resolutions contained in the Notice of the AGM, as prescribed under Section 108 of the Companies Act, 2013 ("the Act") as amended from time to time, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 placed for the approval of Members of the Company, be carried out in a fair and transparent manner.

The AGM was held through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM") without the physical presence of the Members at a common venue in compliance with the General Circular Nos. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, and 10/2022 dated December 28, 2022 issued by the Ministry of Corporate Affairs, Government of India ("MCA Circulars") read with Securities Exchange Board of India Circular dated January 5, 2023 bearing Ref. No.: SEBI/HO/CFD/PoD-2/P/CIR/2023/4, May 13, 2022 bearing Ref. No: SEBI/HO/CFD/CMD2/CIR/P/2022/62 (collectively "Circulars"). The Company had also provided e-voting facility during the AGM to those Members who did not vote through remote e-voting facility prior to the AGM.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules made thereunder, the circulars issued by the MCA and SEBI and the applicable regulations of the SEBI Listing Regulations, relating to



remote e- voting prior to and e-voting during the AGM on the resolutions contained in the aforesaid Notice of the AGM of the members of the Company. My responsibility as a Scrutinizer is to scrutinize and ensure that the voting through remote e-voting prior to and e-voting during the AGM is done in a fair and transparent manner and to make a Consolidated Scrutinizer's Report of the votes casted "in favor" or "against" the resolutions, based on the reports generated from the remote e-voting prior to AGM and e-voting during the AGM as per the facility provided by Link Intime (India) Private Limited, the agency engaged by the Company to provide remote e-voting prior to and e-voting during the AGM.

As required under Section 101 of the Act, read with aforementioned circulars issued by MCA Notice of AGM along with Explanatory Statement under Section 102 of the Act was sent to the Members by permitted means. Following resolutions were proposed for approval by remote e-voting prior to the AGM and e-voting during the AGM by the Members of the Company:

1. **Resolution No. 1** as an Ordinary Resolution to receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2023, along with the Directors' Report and Auditors' Reports thereon.
2. **Resolution No. 2** as an Ordinary Resolution to re-appoint Mr. Bhaktavatsala Doppalapudi Rao (DIN 00356218), who retired by rotation and being eligible, had offered himself for re-appointment as a Director of the Company.
3. **Resolution No. 3** as an Ordinary Resolution for ratification of remuneration payable to M/s Kishore Bhatia & Associates, Cost Accountants (Firm Registration Number 00294), Cost Auditors of the Company, of Rs. 6,50,000/- (Rupees Six Lakhs Fifty Thousand Only) plus applicable taxes and out of pocket expenses for the financial year ending March 31, 2024.
4. **Resolution No. 4** as a Special Resolution for re-appointment of Mr. Bhaktavatsala Rao Doppalapudi (DIN: 00356218) as Executive Director of the Company for the period of three years commencing w.e.f. August 13, 2023, subject to terms and conditions thereof including payment of Managerial Remuneration to the said Executive Director.
5. **Resolution No. 5** as a Special Resolution for re-appointment of Mr. Dwarko Topandas Khilnani (DIN: 01824655) as an Independent Director of the Company for the second consecutive term of five years commencing from April 01, 2024.
6. **Resolution No. 6** as a Special Resolution for re-appointment of Mr. Anurag Surana (DIN: 00006665) as an Independent Director of the Company for the second consecutive term of five years commencing from April 01, 2024.



The Company provided remote e-voting facility to the members to cast votes on aforesaid resolutions prior to the AGM. The Company also provided e-voting facility during the 38th AGM to those members who did not cast their votes through remote e-voting facility prior to the AGM, to enable them to cast their votes on the aforesaid resolutions.

Remote e-voting facility was made available to the shareholders of the Company during the period from 9.00 a.m. on Monday, 7th August, 2023 upto 5.00 p.m. on Wednesday, 9th August, 2023. Accordingly, e-votes cast upto 5.00 p.m. on Wednesday, 9th August, 2023 have been considered for my scrutiny.

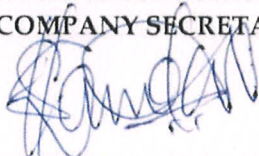
After the conclusion of the 38th Annual General Meeting, the voting through remote e-voting prior to AGM and e-voting during the AGM were unlocked. In case of shareholders who cast votes through remote e-voting prior to the AGM as well as through e-voting conducted during the AGM, the voting through remote e-voting prior to AGM of such shareholders was treated as valid. A summary of the votes cast by shareholders through remote e-voting prior to AGM and e-voting conducted during the AGM with their pattern of voting is as per Annexure attached to this Report.

The results of the voting by members through remote e-voting prior to AGM and e-voting conducted during the AGM in respect of the above-mentioned resolutions may accordingly be declared by the Company Secretary of the Company (who has been so authorized by the Chairman in writing) and who has also countersigned this Report.

Thanking you,

Yours sincerely,

For **RATHI & ASSOCIATES**
COMPANY SECRETARIES



HIMANSHU S. KAMDAR
PARTNER
MEM. NO.: FCS 5171
COP NO. 3030
UDIN: F005171E000786611
P.R NO. 668/2020



COUNTERSIGNED BY

For Privi Speciality Chemicals Limited



Ashwini Shah

Company Secretary

Membership No. ACS: 58378



ANNEXURE

Resolution No. 1 as an Ordinary Resolution to receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2023, along with the Directors' Report and Auditors' Reports thereon.

Sr. No.	Particulars	Resolution 1	
		No. of members who voted	No. of shares voted for
a.	Votes cast through e-voting at AGM	10	1,145
b.	Votes cast through remote e-voting	80	33,598,214
	Total	90	33,599,359
c.	Less: Invalid voting	0	0
d.	Net Valid voting	90	33,599,359
	(i) Voting with assent for the Resolution	87	33,594,530
	% of Assent		*100
	(ii) Voting with dissent for the Resolution	3	4,829
	% of Dissent		0.00

* Rounded off to nearest decimal



Resolution No. 2 as an Ordinary Resolution to appoint Mr. Bhaktavatsala Doppalapudi Rao (DIN 00356218), who retired by rotation and being eligible, had offered himself for re-appointment, as Director of the Company.

Sr. No.	Particulars	Resolution 2	
		No. of members who voted	No. of shares voted for
a.	Votes cast through e-voting at AGM	10	1,145
b.	Votes cast through remote e-voting	80	33,598,214
	Total	90	33,599,359
c.	Less: Invalid voting	0	0
d.	Net Valid voting	90	33,599,359
	(i) Voting with assent for the Resolution	87	33,598,203
	% of Assent		*100
	(ii) Voting with dissent for the Resolution	3	1,156
	% of Dissent		0.00

* Rounded off to nearest decimal



Resolution No. 3 as an Ordinary Resolution for ratification of remuneration payable to M/s Kishore Bhatia & Associates, Cost Accountants (Firm Registration Number 00294), Cost Auditors of the Company, of Rs. 6,50,000/- (Rupees Six Lakhs Fifty Thousand Only) plus applicable taxes and out of pocket expenses for the financial year ending March 31, 2024.

Sr. No.	Particulars	Resolution 3	
		No. of members who voted	No. of shares voted for
a.	Votes cast through e-voting at AGM	10	1,145
b.	Votes cast through remote e-voting	80	33,598,214
	Total	90	33,599,359
c.	Less: Invalid voting	0	0
d.	Net Valid voting	90	33,599,359
	(i) Voting with assent for the Resolution	88	33,598,303
	% of Assent		*100
	(ii) Voting with dissent for the Resolution	2	1,056
	% of Dissent		0.00

* Rounded off to nearest decimal



Resolution No. 4 as a Special Resolution for re-appointment of Mr. Bhaktavatsala Rao Doppalapudi (DIN: 00356218) as an Executive Director of the Company for the period of three years commencing from August 13, 2023, subject to terms and conditions thereof including payment of Managerial Remuneration to the said Executive Director.

Sr. No.	Particulars	Resolution 4	
		No. of members who voted	No. of shares voted for
a.	Votes cast through e-voting at AGM	10	1,145
b.	Votes cast through remote e-voting	80	33,598,214
	Total	90	33,599,359
c.	Less: Invalid voting	0	0
d.	Net Valid voting	90	33,599,359
	(i) Voting with assent for the Resolution	87	33,598,203
	% of Assent		*100
	(ii) Voting with dissent for the Resolution	3	1,156
	% of Dissent		0.00

* Rounded off to nearest decimal



Resolution No. 5 as a Special Resolution for re-appointment of Mr. Dwarko Topandas Khilnani (DIN: 01824655) as an Independent Director of the Company for the second consecutive term of five years commencing from April 01, 2024.

Sr. No.	Particulars	Resolution 5	
		No. of members who voted	No. of shares voted for
a.	Votes cast through e-voting at AGM	10	1,145
b.	Votes cast through remote e-voting	86	33,598,211
	Total	96	33,599,356
c.	Less: Invalid voting	0	0
d.	Net Valid voting	*96	33,599,356
	(i) Voting with assent for the Resolution	73	33,248,781
	% of Assent		98.96
	(ii) Voting with dissent for the Resolution	23	350,575
	% of Dissent		1.04

*includes votes cast by six shareholders partially in favour and partially against the resolution.



Resolution No. 6 as a Special Resolution for re-appointment of Mr. Anurag Surana (DIN: 00006665) as an Independent Director of the Company for the second consecutive term of five years commencing from April 01, 2024.

Sr. No.	Particulars	Resolution 6	
		No. of members who voted	No. of shares voted for
a.	Votes cast through e-voting at AGM	10	1,145
b.	Votes cast through remote e-voting	83	33,598,214
	Total	93	33,599,359
c.	Less: Invalid voting	0	0
d.	Net Valid voting	*93	33,599,359
	(i) Voting with assent for the Resolution	67	33,209,295
	% of Assent		98.84
	(ii) Voting with dissent for the Resolution	26	390,064
	% of Dissent		1.16

*includes votes cast by three shareholders partially in favour and partially against the resolution.



