

PONDY OXIDES AND CHEMICALS LIMITED **POCL**[®]

22nd July 2024

National Stock Exchange of India Ltd
Exchange Plaza, 5th Floor,
Plot No. C/1, G Block,
Bandra Kurla Complex, Bandra (E),
Mumbai - 400 051

BSE Limited
Corporate Relationship Department,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001

NSE Symbol : POCL
BSE Scrip Code : 532626

Dear Sir/Madam,

Sub: Outcome of Board Meeting - Disclosure under Regulation 30 read with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015

Pursuant to Regulation 30 read with Para A (7) of Part A of Schedule III of the SEBI (LODR) Regulations, 2015 (“Listing Regulations”), we wish to inform the following:

1) Based on the recommendations of the Nomination and Remuneration Committee and subject to the approval of members in the ensuing Annual General Meeting, the Board of Directors of the Company in their meeting held on 22nd July 2024 approved the following:

(a) Appointment of **Ms. Shanti Balamurugan** (DIN: 07730909) as the Additional Director in the capacity of Non-Executive Independent Director of the Company for a period of 5 years with effect from 22nd July 2024.

(b) Re-appointment of **Dr. M Ramasubramani** (DIN: 07999117) as Non-Executive Independent Director for the second term of 5 years with effect from 13th March 2025.

(c) Re-appointment of **Mr. K Kumaravel** (DIN: 00664405) as Whole-time Director for a period of 3 years with effect from 30th December 2024.

In Compliance with SEBI Letter dated June 14, 2018, read along with Exchange Circular dated June 20, 2018, we affirm that the above-mentioned directors are not debarred from holding the office by virtue of any SEBI Order or any other authority.



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CIN No. : L24294TN1995PLC030586 II GSTIN : 33AAACP5102D4Z4



2) Based on the recommendation(s) of the Audit Committee, the Board of Directors of the Company in their meeting held on 22nd July 2024, approved the re-appointment of the following Auditors:

(a) **M/s. KSM Associates**, Company Secretaries, Chennai as the **Secretarial Auditors** of the Company for the financial year 2024-25.

(b) **M/s. Kalyanasundaram & Associates**, Chartered Accountants, Chennai as the **Internal Auditors** of the Company for the financial year 2024-25.

(c) **M/s. Vivekanandan Unni & Associates**, Cost Accountants, Chennai, as the **Cost Auditors** of the Company for the financial year 2024-25.

Details with respect to the above-said appointment(s) as required under Regulation 30(6) read with Para A (7) of Part - A of Schedule III of the SEBI Listing Regulations and SEBI Circular No. **SEBI/HO/CFD/CFD-PoD1/P/CIR/2023/123 dated 13th July 2023** are provided in **Annexure I** to this letter.

This intimation is also being uploaded on the Company's website and can be accessed at www.pocl.com

Kindly take note of the above information on record.

Thanking you

Yours faithfully,

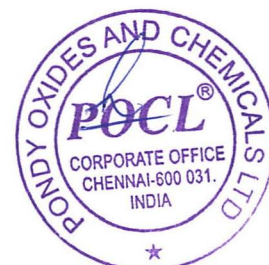
For Pondy Oxides and Chemicals Limited

K. Kumaravel

Director Finance & Company Secretary

Details with respect to Regulation 30(6) read with Para A (7) of Part A of Schedule III of the Listing Regulations and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13th July 2023:

S. No.	Particulars	Ms. Shanti Balamurugan	Dr. M Ramasubramani	Mr. K Kumaravel
1.	Reason for change	The Board of Directors in their meeting held on 22 nd July 2024, based on the recommendation of the Nomination and Remuneration Committee, approved the appointment of Ms. Shanti Balamurugan (DIN: 07730909) as Additional Non-executive Independent Director of the Company	The Board of Directors in their meeting held on 22 nd July 2024, based on the recommendation of the Nomination and Remuneration Committee, approved the re-appointment of Dr. M Ramasubramani (DIN: 07999117) as Non-executive Independent Director of the Company	The Board of Directors in their meeting held on 22 nd July 2024, based on the recommendation of the Nomination and Remuneration Committee, approved the re-appointment of Mr. K Kumaravel (DIN: 00664405) as Whole-time Director of the Company
2.	Date of Appointment / Reappointment & term of Appointment / Reappointment	<u>Date of Appointment</u> – 22 nd July 2024 <u>Term of appointment</u> – For a period of 5 years with effect from 22 nd July 2024 which is subject to the approval of members in the ensuing Annual General Meeting.	<u>Date of Re-Appointment</u> – 22 nd July 2024 (the Effective date of Re-appointment being 13 th March 2025) <u>Term of Re-appointment</u> – For a period of 5 years with effect from 13 th March 2025 which is subject to the approval of members in the ensuing Annual General Meeting.	<u>Date of Re-Appointment</u> – 22 nd July 2024 (the Effective date of Re-appointment being 30 th December 2024) <u>Term of Re-appointment</u> – For a period of 3 years with effect from 30 th December 2024 which is subject to the approval of members in the ensuing Annual General Meeting.
3.	Brief profile	Ms. Shanti Balamurugan is a Fellow member of ICAI (F102734), an associate member of ICSI (A23142)	Dr. M Ramasubramani IPS is an accomplished Police officer and also a	Mr. K Kumaravel is an associate member of ICSI (A10921) and ICAI (A10033). He



		and ICMAI (A32949). She did her Masters in Commerce and also has a LLB Degree. She has 30 years of experience in Finance, Accounts & Compliance domains across various industries such as Chemical industry, Automobile industry, Power & Energy Sector, NBFC's and other service industries	high-level Sports Administrator. He is specialized in the field of Education & Technology mainly into Virtual Reality (VR) & Augmented Reality (AR) Technology concepts.	did his Bachelor's and Master's degree in commerce from Annamalai University. Also holds Diploma in Labour Laws from Annamalai University. He has 38 years of experience in finance, Accounts, Taxation, Legal and Secretarial Departments of Public Sector Undertakings and Public Limited Companies. Expert
4.	Disclosure of relationships between directors (in case of appointment of a director)	Ms. Shanti Balamurugan is not related to any of the Directors of the Company.	Dr. M Ramasubramani is not related to any of the Directors of the Company.	Mr. K Kumaravel is not related to any of the Directors of the Company

S. No.	Particulars	Secretarial Auditors	Internal Auditors	Cost Auditors
1.	Reason for change	The Board of Directors in their meeting held on 22 nd July 2024, based on the recommendations of the Audit Committee, approved the re-appointment of M/s. KSM Associates, Company Secretaries, Chennai as the Secretarial Auditors of the Company	The Board of Directors in their meeting held on 22 nd July 2024, based on the recommendations of the Audit Committee, approved the re-appointment of M/s. Kalyanasundaram & Associates, Chartered Accountants, Chennai as the Internal Auditors of the Company	The Board of Directors in their meeting held on 22 nd July 2024, based on the recommendations of the Audit Committee, approved the re-appointment of M/s. Vivekanandan Unni & Associates, Chartered Accountants, Chennai as the Cost Auditors of the Company



2.	Date of Reappointment & term of Reappointment	<u>Date of Re- Appointment</u> – 22 nd July 2024 <u>Term of Re-appointment</u> – 1 year	<u>Date of Re- appointment</u> – 22 nd July 2024 <u>Term of Re- appointment</u> – 1 year	<u>Date of Re- Appointment</u> – 22 nd July 2024 <u>Term of Re- appointment</u> – 1 year
3.	Brief profile	NA	NA	NA

