

RAHUL GAUTAM DIVAN & ASSOCIATES

Chartered Accountants

C/o MIDSNELL, 134 Mittal Tower 'C', Nariman Point, Mumbai 400 021, India.
Phone: (+ 91-22) 6632 4991, 6632 4992. E-mail: rdivan@gmail.com / rahul@rgd.firm.in

To
The Board of Directors
The Dharamsi Morarji Chemical Company Ltd
317/321, Prospect Chambers,
Dr. D. N. Road, Fort,
Mumbai – 400 001

Dear Sirs

Sub : Independent Auditor's Certificate pursuant to Regulation 45(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

I. Background

The Dharamsi Morarji Chemical Company Limited (CIN L24110MH1919PLC000564), a company incorporated on 25th September, 1919 under the Indian Companies Act, 1913 and the Company within the meaning of The Companies Act, 2013, and having its Registered Office at Prospect Chambers, 317/321, Dr. D.N. Road, Fort, Mumbai - 400 001 (hereinafter referred to as the "Company") is a fully integrated specialty chemical company that specializes in Sulphur, boron and ethanol chemistry, exporting its products to markets worldwide. Its products find application in a variety of end-use industries, such as, pharmaceuticals, detergents, dyes, fertilizers, pigments and cosmetics etc.

The Company is listed in BSE Limited (Scrip Code: 506405 (and National Stock Exchange of India Limited (Scrip Code: DHARAMSI).

II. Transaction

The Board of Directors decided that considering the abbreviated form of name "DMCC" being more popularly known in the market, the name of the Company be changed to "DMCC Speciality Chemicals Limited" to aptly reflect the same. Accordingly, an application was made by the Company to the Ministry of Corporate Affairs seeking availability of name for proposed change of name of the Company vide F13785803 dated July 04, 2022 and the Ministry of Corporate Affairs, Office of the Registrar of Companies, Central Registration Centre vide their letter dated July 07, 2022 has intimated their no objection in the availability of the proposed name i.e. "DMCC Speciality Chemicals Limited" from the existing name of the Company i.e. "The Dharamsi Morarji Chemical Company Limited".

III. Purpose of Issue of the Certificate

Regulation 45(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [hereinafter called 'the Listing Regulations'] as amended upto date requires the Company to include a certificate from a practicing chartered accountant stating compliance with conditions provided in Regulation 45(1) of the Listing Regulations in the explanatory statement to the notice seeking shareholders' approval for change in name.



IV. Management's Responsibility

Ensuring the compliance of conditions of Listing Regulations is the responsibility of the Management of the Company including the preparation and maintenance of all relevant supporting records and documents. This responsibility also includes the design, implementation and maintenance of internal control relevant to the preparation, presentation and compliance of conditions of the Listing Regulations. The Management along with the Board of Directors are also responsible for ensuring that the Company complies with the Listing Regulations, issued by the Securities and Exchange Board of India.

V. Auditor's Responsibility

Pursuant to the requirements of the Listing Regulations, our responsibility is to provide a reasonable assurance in the form of an opinion whether, the Company has complied with the conditions of Regulation 45(1) of the Listing Regulations in the matter of proposed change of name of the Company.

VI. Opinion

Based on our examination and information/explanations provided to us in terms of regulation 45(1) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby confirm as under:

- 1. A time period of at least one year has elapsed from the last name change:** The Dharamsi Morarji Chemical Company Limited (CIN: L24110MH1919PLC000564), has incorporated on 25th September, 1919 and The Company has not changed its name since the Incorporation.
- 2. At least fifty percent. of the total revenue in the preceding one-year period has been accounted for by the new activity suggested by the new name -** Not applicable as the Company is largely known as specialty chemical company that specializes in Sulphur, boron and ethanol chemistry and its products find application in a variety of end-use industries, such as, pharmaceuticals, detergents, dyes, fertilizers, pigments and cosmetics etc. Total revenue is accounted from the same activities.
- 3. The amount invested in the new activity/project is at least fifty percent of the assets of the listed entity -** Not applicable, as the company is carrying its existing activities only and there is no change in the nature of business activities of the Company.

For Rahul Gautam Divan & Associates
ICAI Firm registration number: 120294W
Chartered Accountants


Rahul Divan
Partner
Membership No.: 100733
UDIN: 22100733AOPFSO1130
Date: 9 August 2022
Place: Mumbai

