



22<sup>nd</sup> September, 2021

To,  
The Manager,  
Listing & Compliance,  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai - 400 001.

**Ref.: Scrip Code: 506405** - Regulation 30 read with Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

**Sub.:** Summary of Proceedings at the 100<sup>th</sup> Annual General Meeting held on September 22, 2021.

Dear Sir/Madam,

In terms of Regulation 30 read with Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby furnish the summary of proceedings at the 100<sup>th</sup> Annual General Meeting (AGM) of the Company held through Video Conferencing or Other Audio-Visual Means on Wednesday, September 22, 2021, which commenced at 11.30 a.m. (IST) and concluded at 1.34 p.m. (IST) including 30 minutes provided for e-voting after conclusion of AGM.

Kindly take the above information on record.

Thanking you,  
**For The Dharamsi Morarji Chemical Company Ltd**

**Omkar C. Mhamunkar**  
**Company Secretary & Compliance Officer**  
Membership No. ACS 26645

Encl : As Above

**CIN NUMBER: L24110MH1919PLC000564**



## SUMMARY OF PROCEEDINGS AT THE 100<sup>TH</sup> ANNUAL GENERAL MEETING

The 100<sup>th</sup> Annual General Meeting ('AGM') of The Dharamsi Morarji Chemical Company Limited ('the Company') commenced at 11.30 a.m. (IST) on Wednesday, September 22, 2021, through Video Conferencing or Other Audio-Visual Means ('VC/OAVM') without the physical presence of the members at a common venue, in accordance with the provisions of the Companies Act, 2013, SEBI Listing Regulations and various circulars issued by the Ministry of Corporate Affairs and the SEBI. The deemed venue of the AGM was Registered Office of the Company.

Mr. Omkar Mhamunkar, Company Secretary informed the members about certain relevant points regarding the AGM through VC/OAVM.

The facility to inspect the documents by the members were made available during the meeting on logging on to the website of Link Intime India Private Limited (RTA) and the website of Company at [www.dmcc.com](http://www.dmcc.com)

All Directors and Key Managerial Persons, Statutory Auditors and Secretarial Auditors were present at the meeting.

Shri. Laxmikumar Narottam Goculdas, Chairman of the Board and Chairman of Shareholder/Investor Grievance Committee, Ms. Mitika Laxmikumar Goculdas, Vice Chairperson and Chairperson of CSR Committee, Shri Bimal Lalitsingh Goculdas, Managing Director & CEO and Key Managerial Personnel of the Company, Shri. Dilip T. Gokhale, Executive Director and Key Managerial Personnel of the Company, Shri Madhu T. Ankleshwaria, Independent Director, Shri Sanjeev V. Joshi, Independent Director and Chairman of Audit Committee and Independent Directors Committee, Shri Mukul M. Taly, Independent Director and Chairman of Nomination & Remuneration Committee, Dr. (Mrs) Janaki Ashwin Patwardhan Independent Director attended the AGM. Further, Shri Chirag Jaswant Shah, Chief Finance Officer and Key Managerial Personnel of the Company also attended the AGM.

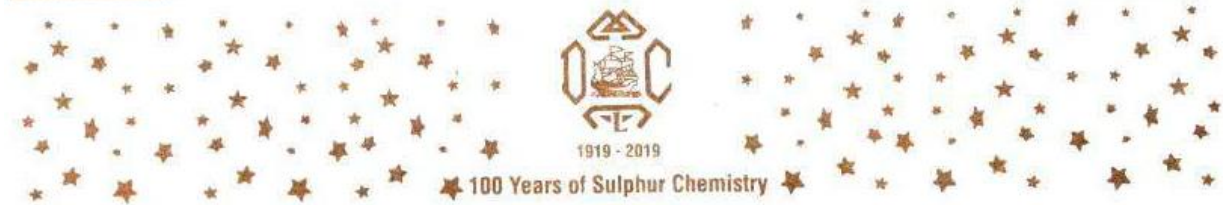
Shri. Rahul Gautam Diwan, Partner of Messrs Rahul Gautam Divan & Associates Chartered Accountants (Statutory Auditors), Shri. Satish Kumar Jain of Messrs. SKJ & Associates Company Secretaries (Secretarial Auditors and Scrutinisers) were also present for the AGM.

Total 71 Shareholders were present at the AGM.

The requisite quorum was present and the meeting was called to order.

The Company Secretary, requested the Directors and Key Managerial Personnel and Auditors to introduce themselves by mentioning name and location from where they are attending the meeting. Thereafter, Directors and Key Managerial Personnel and Statutory Auditors and Secretarial Auditors introduced themselves to the meeting.

**CIN NUMBER: L24110MH1919PLC000564**



The Company Secretary informed the members that Notice of 100<sup>th</sup> AGM along with the Annual Report for the financial year 2020-21 containing the audited standalone and consolidated financial statements for the financial year ended 31<sup>st</sup> March, 2021 along with the reports of the Board of Directors and Auditors thereon have been emailed within the statutory period to all the shareholders whose email IDs are registered with their respective depository participants or the Company or with the Registrar and Transfer Agent, Link Intime India Private Limited.

With the permission of the members present, the AGM notice, Board's report and other relevant documents convening the meeting were taken as read. Since there was no qualified opinion in the Auditors' Report, it was also taken as read.

The Company Secretary informed the members that report of the Secretarial Audit contained one observation w.r.t. mandatory dematerialisation of promoter holdings. The Company Secretary requested Mr. Satish Kumar Jain, Proprietor of SKJ & Associates, Company Secretaries and Secretarial Auditor to read the observation alongside the comments of the Board and its current status. Thereafter, the Secretarial Auditor read the observation and informed the members that as on date the, entire shareholding of Promoters is in Dematerialised form and Company has complied with the requirement.

The Chairman then delivered his speech to the Shareholders and briefed the highlights of performance of the Company during the Financial Year 2020-21.

The members were informed that in terms of the provision of the Companies Act, 2013, and SEBI's listing regulations, members holding shares as on 15<sup>th</sup> September, 2021, were entitled to exercise voting on the resolutions contained in the notice dated 10<sup>th</sup> August, 2021. Shareholders holding shares as on the cut-off date were provided option to cast their votes remotely from 19<sup>th</sup> September, 2021 from 9 am to 21<sup>st</sup> September, 2021 upto 5 pm by logging into the e-voting platform of Link Intime India Private Limited. (RTA), CDSL and NSDL.

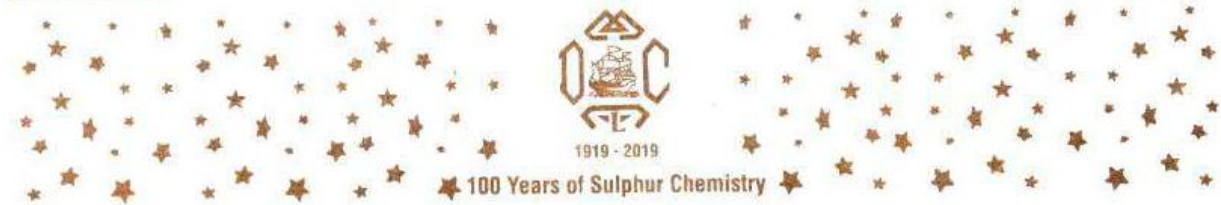
In view of remote e-voting and as per standard 7.1 of the Secretarial Standard on General Meetings, proposing and seconding the following resolutions was not required

The following items of business, as per the Notice of AGM dated August 10, 2021, were transacted at the Meeting. The Company Secretary read out the resolutions.

**Ordinary Business:**

1. To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2021 together with the Reports of the Board of Directors and the Auditors thereon as an Ordinary Resolution.
2. To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2021 together with the Report of the Auditors thereon as an Ordinary Resolution.

**CIN NUMBER: L24110MH1919PLC000564**



3. To confirm/ratify interim dividends on equity shares for the financial year ended March 31, 2021 as an Ordinary Resolution.
4. To declare a final dividend on equity shares for the financial year ended March 31, 2021 as an Ordinary Resolution.
5. To appoint a director in place of Ms. Mitika Laxmikumar Goculdas (holding DIN: 02879174), who retires by rotation, and being eligible, offers herself for re-appointment as an Ordinary Resolution.

### Special Business

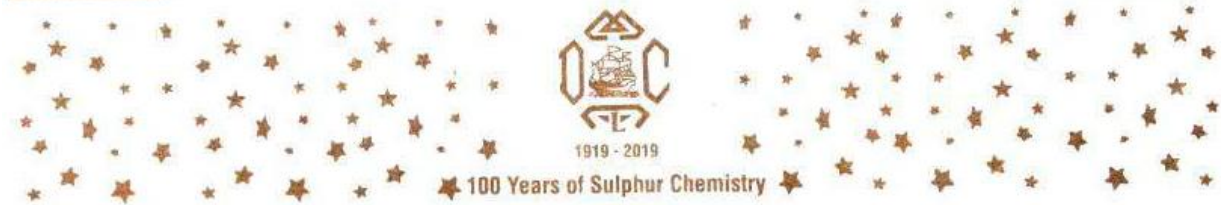
6. Ratification of Cost Auditor's Remuneration for the financial year ending March 31, 2022 as an Ordinary Resolution.
7. Appointment of Dr. (Mrs.) Janaki Ashwin Patwardhan as an Independent Director for a term of five years commencing from May 21, 2021 upto May 20, 2026 as an Ordinary Resolution.
8. Appointment of Shri Dilip Trimbak Gokhale as Director as an Ordinary Resolution.
9. Appointment of Shri Dilip Trimbak Gokhale as Whole Time Director, designated as "Executive Director" for a period effective from May 22, 2021 to May 21, 2024 as a Special Resolution.
10. Approval for Enhancement of Borrowing Limits as a Special Resolution.
11. Approval for Creation of mortgage and/or charge on all or any of the movable and/or immovable properties of the Company as a Special Resolution.
12. Acceptance of Deposits from Public and/or Members of the Company as an Ordinary Resolution.

The Company Secretary then informed the members that E-voting is open and Members may cast their vote through Instameet website of Link Intime India Private Limited and the e-voting facility will remain open up to 30 minutes after the conclusion of the AGM to enable Members to cast their vote. Members were informed that instructions for casting vote electronically during the AGM forms part of the Annual General Meeting Notice.

Thereafter, the Chairman requested the members who have registered as speakers to ask their queries. Mr. Bimal Lalitsingh Goculdas, Managing Director and Chief Executive Officer of the Company answered the queries inter-alia raised by the registered speaker members.

The Chairman stated that since all the queries have been responded and clarified and the business of the meeting is now complete and then he requested members to cast their votes on Link Intime e-voting system, who have still not voted on resolutions. He further informed that,

**CIN NUMBER: L24110MH1919PLC000564**



the Board of Directors has appointed Mr. Satish Kumar Jain, Proprietor SKJ & Associates, Company Secretaries, as a scrutinizer to supervise the e-voting process. The resolutions as set forth in the notice of AGM dated August 10, 2021 shall be deemed to be passed today i.e. 22<sup>nd</sup> September, 2021 subject to the receipt of the requisite number of votes.

The Company Secretary gave the Vote of Thanks to all the members for their continued support, co-operation and confidence towards the Company. The Chairman of the meeting declared the meeting as concluded. The Meeting was concluded at 1.34 p.m. (IST) including 30 minutes provided for e-voting after conclusion of AGM.

**CIN NUMBER: L24110MH1919PLC000564**