

**DMCC SPECIALITY CHEMICALS LIMITED**

(Formerly known as "The Dharamsi Morarji Chemical Company Ltd.")

CIN: L24110MH1919PLC000564

Registered Office: Prospect Chambers, 317/21 Dr. D.N. Road, Fort, Mumbai- 400001, India**Tel:** + 91 22 2204 8882/3 ; **E-mail :** investor@dmcc.com ; **Website :** www.dmcc.com**NOTICE OF POSTAL BALLOT**

[Pursuant to Section 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014]

VOTING STARTS ON	VOTING ENDS ON
Friday, February 13, 2026 at 09.00 a.m. (IST)	Sunday, March 15, 2026 at 05.00 p.m. (IST)

Dear Members,

NOTICE is hereby given pursuant to Section 110 read with Section 108 and other applicable provisions, if any, of the Companies Act, 2013, ('Act') (including any statutory modification or re-enactment thereof for the time being in force), read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, ('Rules'), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India ('SS-2'), each as amended, and in accordance with the requirements prescribed by the Ministry of Corporate Affairs ('MCA') for holding general meetings/ conducting postal ballot process through e-voting vide General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022, 11/2022 dated December 28, 2022 and 09/2023 dated September 25, 2023, 09/2024 dated September 19, 2024 and latest being 03/2025 dated September 22, 2025 issued by the Ministry of Corporate Affairs (collectively the 'MCA Circulars'), to transact the special businesses as set out hereunder by passing Special Resolutions by way of postal ballot only by voting through electronic means ('remote e-Voting').

Pursuant to Section 102 and Section 110 and other applicable provisions of the Act, the statement pertaining to the said Resolutions setting out the material facts and the reasons/ rationale thereof is annexed to this Postal Ballot Notice ('**Notice**') for your consideration and forms part of this Notice.

DMCC Speciality Chemicals Limited (Formerly known as The Dharamsi Morarji Chemical Company Limited) hereinafter referred as ('The Company') is sending this Notice ONLY in electronic form to those members whose e-mail addresses are registered with the MUFG Intime India Private Limited (Formerly known as Link Intime India Private Limited), Registrar and Transfer Agent, hereinafter referred as ('RTA') or on the Register of Beneficial Owners maintained by the depositories viz. National Securities Depository Limited (NSDL) or Central Depository Services (India) Limited (CDSL) hereinafter referred as ("**Depositories**"). Accordingly, a physical copy of the Notice along with the Postal Ballot Form and pre-paid business reply envelope are not being sent to the members for this Postal Ballot. The communication of the assent or dissent of the Members would only take place through the remote e-voting system. The detailed procedure for remote e-voting forms part of the 'Notes' section to this Notice.

In compliance with Regulation 44 of the Listing Regulations and pursuant to the provisions of Section 108 and Section 110 of the Act read with the Rules, the MCA Circulars and SS-2, the Company is providing remote e-voting facility to its Members, to enable them to cast their votes electronically instead of submitting the Postal Ballot Form physically.

The Company has engaged the services of RTA for the purpose of providing a remote e-voting facility to all its members. The instructions for remote e-voting are appended to this Notice. The Notice is also available on the website of the Company at www.dmcc.com.

Members desiring to exercise their vote through the e-voting process are requested to carefully read the instructions indicated in this Notice and record their assent (FOR) or dissent (AGAINST) by following the procedure as stated in the Notes forming part of the Notice not later than 5:00 p.m. (IST) of Sunday, March 15, 2026. The e-voting facility will be disabled by the RTA immediately thereafter and will not be allowed beyond the said date and time.

SPECIAL BUSINESS:

1. Appointment of Ms. Saloni Jhaveri (DIN:02872575) as Non-Executive Woman Independent Director.

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 161, Schedule IV and other applicable provisions of the Companies Act, 2013 (“the Act”) read with Companies (Appointment and Qualification of Directors) Rules, 2014, and applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“Listing Regulations”), (including any statutory modification or re-enactment thereof for the time being in force), the Articles of Association of the Company, and in accordance with recommendation of the Nomination and Remuneration Committee, and approval of the Board of Directors, Ms. Saloni Jhaveri (DIN:02872575), who was appointed as an Additional Director, effect from January 10, 2025, be and is hereby appointed as a Non-Executive Woman Independent Director of the Company, not liable to retire by rotation, to hold office for a first term of five (5) consecutive years, commencing from January 10, 2026 up to January 09, 2031.

RESOLVED FURTHER THAT the Board of Directors and/or the Company Secretary and /or the Chief Finance Officer of the Company, be and are hereby severally authorised to settle any question, difficulty, or doubt, that may arise in giving effect to this resolution and to do all such acts, deeds and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution and for matters concerned or incidental thereto”.

2. Re-appointment of Shri Bimal Lalitsingh Goculdas (DIN: 00422783) as a Managing Director and Chief Executive Officer for a period of 3 (three) years from April 01, 2026 to March 31, 2029.

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

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, 203 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory amendments, modifications or re-enactments thereof for the time being in force), (the “Act”) read with Schedule V to the Act, Articles of Association of the Company, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and pursuant to the recommendation of the Nomination and Remuneration Committee and Audit Committee and approval of the Board of Directors of the Company, the consent of the members be and is hereby accorded to re-appoint Shri Bimal Lalitsingh Goculdas, (DIN: 00422783) as Managing Director and Chief Executive Officer of the Company for a period of 3 (three) years w.e.f. April 01, 2026 to March 31, 2029, not liable to retire by rotation, upon the terms, conditions and remuneration as set out in the explanatory statement annexed to the notice with liberty to the Board (hereinafter referred to as ‘the Board’ which term shall be deemed to include any Committee constituted/to be constituted by the Board) to alter and vary from time to time, the terms and conditions of the said reappointment and/or remuneration as it may deem fit and as may be acceptable to Shri Bimal Lalitsingh Goculdas, Managing Director and Chief Executive Officer to the extent permitted under Section 197 read with Schedule V of the Act and other applicable provisions if any, of the Act, without being required to seek any further consent or approval of the member(s) of the Company.

RESOLVED FURTHER THAT notwithstanding anything to the contrary contained herein above or in the terms and conditions of his appointment, where in any financial year, during the tenure of Shri Bimal Lalitsingh Goculdas, (DIN: 00422783) as Managing Director and Chief Executive Officer of the Company, the Company has no profits or its profits are inadequate, Shri Bimal Lalitsingh Goculdas be paid, then current remuneration (including Incentives thereto) as minimum remuneration.

RESOLVED FURTHER THAT pursuant to the Section 197 of the Companies Act, 2013 and pursuant to 17(6)(e)(i) and 17(6)(e)(ii) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 as amended from time to time, the consent of the members be and is hereby accorded for the payment of remuneration to Shri Bimal Lalitsingh Goculdas, Managing Director & Chief Executive Officer of the Company, notwithstanding his aggregate annual remuneration exceeds 5% of the net profits of the Company in a year, calculated as per the provisions of Section 198 of the Companies Act, 2013, for a period of 3 (three) years from April 01, 2026 to March 31, 2029.

RESOLVED FURTHER THAT any Director or Company Secretary of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things as may be considered necessary, usual or expedient, to give effect to the aforesaid resolution.”

3. Revision in remuneration of Shri Kuldeep Kumar Tiwari (DIN: 10633725) as a Whole-Time Director designated as “Executive Director (Operations)” of the Company.

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

“RESOLVED THAT in accordance with the provisions of Sections 196, 197, 198 and 203 read with Schedule V and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and any applicable Regulations, pursuant to resolution passed through Postal Ballot held on July 5, 2024, and any other relevant resolutions, and on the recommendation of the Nomination and Remuneration Committee and approved by the Board of Directors, approval of the members be and is hereby accorded to pay Shri Kuldeep Kumar Tiwari, Whole-Time Director designated as “Executive Director (Operations)” (DIN: 10633725) consolidated remuneration as set out in the statement annexed to the Notice from April 1, 2026 to May 23, 2027, the reminder of his tenure of appoint as Whole-Time Director designated as “Executive Director (Operations)” by way of salary and perquisites with the liberty to the Board of Directors to alter and vary the terms and conditions of his remuneration, subject to the same not exceeding the limits specified under Schedule V to the Companies Act, 2013 or any statutory modification(s) or re-enactment thereof.

RESOLVED FURTHER THAT in addition to the fixed remuneration, he will be entitled to the following allowances, perquisites, benefits, facilities and amenities as per rules of the Company and subject to the relevant provisions of the Companies Act, 2013 (collectively called "perquisites and allowances") and these perquisites and allowances may be granted to the Whole Time Director designated as “Executive Director (Operations)” in such forms and manner as the Board may decide.

- a) Company car with driver for official use.
- b) Payment/Reimbursement of telephone Expenses.
- d) Other perquisites, allowances, benefits and amenities as per the service rules of the Company applicable from time to time
- e) Credit Card Facility

RESOLVED FURTHER THAT the aforesaid remuneration shall be paid as the minimum remuneration in accordance with the provisions of Part II of Schedule V of the Act, even if in any year, during the tenure of the managerial personnel, the company has no profits or its profits are inadequate as may be determined by the Board/ Nomination & Remuneration committee after making an assessment of company's performance and subject to necessary approvals, if any.

RESOLVED FURTHER THAT the Board of Directors and/or the Company Secretary and /or the Chief Finance Officer of the Company, be and are hereby severally authorised to settle any question, difficulty, or

doubt, that may arise in giving effect to this resolution and to do all such acts, deeds and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution and for matters concerned or incidental thereto”.

4. To alter Memorandum of Association

To consider and if thought fit, to pass with or without modification(s), the following Resolution as Special Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 4, 13 and all other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), subject to the approval of the Registrar of Companies, Mumbai, Maharashtra and consent of the members of the Company be and is hereby accorded to alter the existing Memorandum of Association (MOA) of the Company in the following manner:

- I. To alter the “main heading” of the clause III of the existing Memorandum of Association of the Company from “The objects for which the Company is established are” to “The objects of the company are the follows” the clause is as follows:
 1. To carry on the business of manufacturers, producers, processors, buyers, sellers, refiners, manipulators, importers, exporters, and/or otherwise dealers in fine chemicals, industrial and pure chemicals, organic and inorganic chemicals, aromatic chemicals, electroplating chemical, speciality chemicals and all other chemicals and chemical compounds of all kinds and allied products, perfumes and perfumery materials, flavours, pure drug solvents, dyes and dyestuffs, chemical intermediates, compounds and cosmetics, insecticides, pesticides, fungicides, weedicides, manures, sprayers, protectives and preservatives, heavy chemicals, alkalies, acids, industrial preparations, chemicals for plastic, pigment, varnishes, paints, alcohols, dyes and colours, washing and cleaning compounds, agrochemicals, petrochemicals and petroleum products, chemicals used in automotives including but not limited to electrical vehicles, batteries, fuel for all modes of transportation, makers and dealers in preparatory formulations and articles of the above nature and of chemicals.
 2. To carry on the business of manufacturers, processors, importers, exporters, and/or dealers in chemical preparations required by different industries such as sugar tanning, textiles, automotive, metallurgical, and process industries, proofing, materials, disinfectants, oil, cotton, detergents, wetting out agents, soap, tallow, gums, varnishes, synthetics, resins, catalytic agents, petro-chemicals and other petroleum products, rubber and rubber products, agricultural and horticulture products and other related articles and compounds and other articles, products or other things of any description whether analogous to the foregoing or not.
 3. To carry on the business of manufacturers of, dealers and workers in, sellers, importers and exporters of cement of all types, lime, plasters, clay, granules, sand, artificial stone and all kinds and any products or things which may be manufactured out of or with cement or in which the use of cement may be made.
 4. To carry on the business of manufacturers of equipments including equipment for energy saving and pollution control, components, accessories, apparatus and parts thereof required for industries in general and the chemical and fertilizer industry in particular.
 5. To undertake and execute or sub-contract whole or in part any engineering contracts for supply, manufacture, use or application of all types of above products either for construction, repairs, maintenance, coating, bonding, or otherwise and to undertake and carry out construction and development activities, facility management, project management consultancy, technical

equipment installation, providing performance monitoring services, undertaking operating and maintenance contracts, offering EPC and design engineering services to the chemical Industry.

6. To generate electricity power with the help of non-conventional source of energy, such as wind energy, solar energy, tidal energy, Geo thermal energy, agro waste, or any other renewable energy, and/or to generate power using conventional source of energy, such as coal, lignite, Liquefied Natural Gas, Liquefied Petroleum Gas, hydrocarbons, for captive consumption and/or sale and/or loan and/or supply to any State Electricity Board and/or to any other organization whether public or private including but not limited to receive, purchase, develop, use, sell, supply, distribute and accumulate electricity power and to transmit, distribute and supply such power through transmission lines and facilities of the State Electricity Board/s to participating industries and generally to develop, generate and accumulate power at any other place or places and to transit, distribute, sell and supply such power as well as to improve, treat, preserve, find, refine, manipulate, reduce and render merchantable and fit for the use products and articles mentioned hereinabove or any of them.

**II. MATTERS WHICH ARE NECESSARY FOR FURTHERANCE OF THE OBJECTS
SPECIFIED IN CLAUSE 3 a) ARE:**

7. To undertake, develop, conduct or help, and or assist to carry on works in the fields of manufacturing methods, analytical methods, quality control methods, process patterns and innovation pattern in relation to all chemical substances and products occurring naturally or man-made and for discovering new substances and uses of all chemicals including speciality chemicals and investigate into the utilisation and improvement of inputs generally and particularly with a view to import substitution, and to investigate into and improvement of processes, machinery, plant, components and appliances used in said industry and trade.
8. To act as consultants, technical, financial, commercial, personnel, managerial, marketing, purchasing, quality control, operational, projects, and in furtherance and pursuance of which to accept appointment and act as consultants and/or in any manner or form whatsoever, either in advisory or any other capacity, either by itself solely or in conjunction with other units, so as to render services emanating from above referred activities either directly or otherwise, in India or abroad.
9. To provide and assist in the provision of training, education and advise, and to train or pay for the training in India or abroad for any of the Company's employees or any candidate in the interest of or form furtherance of the Company's object and to publish and distribute materials in respect of any matters connected with or incidental of the business of the Company.
10. To purchase, take on lease or otherwise acquire and explore, work, exercise, develop and acquire options in and turn to account, any mines, metalliferous land, mining rights, prospectors' or other claims and diggers' licences, either in India or elsewhere.
11. To raise, win, get quarry, crush, smelt, refine, amalgamate and prepare for market the produce of any mines, whether the property of the Company or not and whether in India or elsewhere and to carry on any other metallurgical operations which may seem capable of being used fully or profitably carried on in connection with the other businesses of the Company, and to sell, dispose of and deal in such produce, either in a manufactured state or otherwise, and any materials or substances resulting from or to be obtained in the process of smelting, refining or manufacturing the same, and either freed from or in combination with other substances.
12. To manufacture, import, export, buy, sell, exchange, alter, improve, manipulate, prepare for market, and otherwise deal in all kinds of plant, machinery, apparatus, tools, utensils,

substances, materials, and things necessary or convenient for carrying on any of the above specified businesses or proceedings, or usually dealt in by persons, engaged in the like business or any of them.

13. To purchase or otherwise acquire and undertake the whole or any part of the business, property rights and liabilities of any person, firm or Company carrying on any business which the Company is authorized to carry on or possessed of the property or rights suitable for any of the purposes of the Company.
14. To apply for, register, purchase, or otherwise acquire, sell, dispose of, transfer, exchange, use, exercise, develop, protect, prolong and renew, procure, grant license or permit use, whether in India or any part of the world, any patent rights, copyrights, industrial territorial rights, brevet d' inventions, formula, new products, trademarks, trade names, designs, trade-secrets, licences, concessions, know-how services including consulting, designing and engineering services, protections or concessions and to disclaim, alter, modify, use and to manufacture under or grant license or privilege in respect of the same, and to expend money in research and development, experimenting upon, or the like conferring any exclusive or non-exclusive or limited right to use the same or any secret or information as to any invention or process of manufacture which may seem capable or being used for the purposes of the business, and to do all such acts, deeds and things as may be necessary in furtherance of the above.
15. To carry on the business of production, distribution and management of electric vehicle batteries including sourcing of raw materials, manufacturing of battery components, assembling batteries, managing end of life battery recycling.
16. To carry on the business of distribution, installations, commissioning, supply, trading of charging station for electrical vehicles using electricity generated through solar energy or any other renewable or non-renewable sources of energy.
17. To carry on business such as import, export, re-licenses, periodic inspections of swapping/charging station of all kinds of electric vehicles & batteries and to provide fleet services.
18. To enter into partnership or into any arrangement for sharing profits, union of interests, cooperation, joint adventure, reciprocal concession, or otherwise, with any person or company carrying on or engaged in, or about to carry on or engage in, any business or transaction which the Company is authorized to carry on or engage in or any business or transaction capable of being conducted so as directly or indirectly to benefit of the Company. And to lend money, to guarantee the contracts of or otherwise assist, any such person or company and to take or otherwise acquire shares and securities of any such company and to sell, hold, reissue, with or without guarantee or otherwise deal with the same.
19. To take or otherwise acquire and hold shares in any other company having objects altogether or in part similar to those of this Company, or carrying on any business capable of being conducted so as directly or indirectly to benefit this Company.
20. To enter into any agreement with any Government or authorities, Municipal, Local or otherwise that may seem conducive to the Company's activities or any of them and to obtain from any such Government or authority any rights, privileges and concessions which the Company may think it desirable or expedient to obtain and to carry out exercise and comply with any such arrangement rights, privileges and concessions.

21. To provide for the welfare of Directors or persons in the employment of the Company or formerly engaged in any business acquired by the Company and the wives, widows and families or dependents of such persons by grants of moneys, pensions or other payments and by establishing and supporting or aiding in the establishment and support of associations, institutions, funds, trusts, conveniences and providing or subscribing towards places of instructions and recreation and hospitals, dispensaries, medical and other attendance and other assistance, as the Company shall think fit and to form, subscribe to or otherwise aid benevolent, religious, scientific, national, social public or other institutions or objects, or, any exhibitions which shall have any moral or other claims to support or aid by the Company by reason of the locality of its operation or otherwise.
22. To donate, give, gift, subscribe or contribute or otherwise to assist in cash or in kind or to guarantee money or property of any kind and description, to any charitable, benevolent, religious, political, scientific institution, club, society, research association, fund, university, college or members and public in general or for such other useful objects, including incurring expenditure for promoting and/or sponsoring activities as a part of corporate social responsibility.
23. To establish and carry on and to promote the establishment and carrying on, and to acquire and take over any business or undertaking carried on or property in which the Company is interested or becomes interested in any business which may be conveniently carried on upon or in connection with such land, building or property, and the establishment of which may seem calculated to enhance the value of Company's interest in such property and to carry on the same or to dispose of, remove, put an end to or otherwise deal with the same as may seem expedient and to promote, incorporate, register, establish, set-up, form, dissolve, close, wind-up any subsidiary, joint venture, company, firm, society, limited liability partnership, association of persons, trusts, body corporate or legal entity in India or abroad and to pay for all cost, including underwriting and other commission, broker's fee and any other charges and expenses connected therewith.
24. Generally, to purchase, take on lease, or in exchange, hire or otherwise acquire any immovable or movable property, and any rights or privileges which the Company may think necessary or convenient with reference to any of the objects and capable of being profitably dealt with in connection with any of the Company's property or rights for the time being
25. To construct, improve, maintain, develop, work, manage, carry out or control any roadways, tramways, railways, branches or sidings, bridges, reservoirs, watercourses, wharves, manufactories, warehouses, electric works, shops, stores and other works and conveniences which may seem calculated directly or indirectly to advance the Company's interests and to contribute to, subsidise or otherwise assist or take part in the construction, improvement, maintenance, working, management, carrying out or control thereof.
26. To invest and deal with the moneys of the Company not immediately required in shares, stock, bonds, debentures, obligations or other securities of any company or association or in Government securities or in deposit with Banks or in any other investments or commodities or in any other manner as may from time to time be determined.
27. To lend money to such persons and on such terms as may seem expedient and in particular to customers and others having dealings with the Company and to give any guarantee or indemnity as may seem expedient but not to do any banking business as described in the Banking Regulation Act, 1949.

28. To borrow, raise or receive money or avail fund based or non-fund based facilities from any bank, financial institution, body corporate or any other person, whether in India or abroad, at interest or otherwise, in such a manner as the Company may think fit, including by way of issuance of securities, with or without any security or charge or encumbrance on the Company's properties and accept deposits from the shareholders as well as from public, subject to provisions of the Companies Act, 2013 and rules made thereunder.
29. Without prejudice to generality of the sub-clause mentioned herein above, to mortgage, hypothecate, pledge, or create charge on the whole or any part of the property, assets, rights, interest, lien, titles or revenue or profits of the Company, whether present or future, including its uncalled capital or to transfer or convey the same absolutely or in trust and to give the mortgage-holder, charge-holder or pledge-holder, power to sell, assign, exchange, grant leases, licenses easements and improve, manage, develop and turn to account, or otherwise dispose of or deal with in any manner the whole or any part of the properties, assets, investments, undertaking(s), rights, concessions and effects of the Company in such manner as the Company may think appropriate and to guarantee performance of contracts or obligations of all kinds.
30. To remunerate any person including firm, limited liability partnership, association of person, body corporate or any other entity, whether in India or abroad, for services rendered or to be rendered in placing, or assisting to place, or guaranteeing the placing of any of the shares in the Company's capital, or any debentures, debenture-stock, or other securities of the Company or in the conduct of its business as will be conducive to the attainment of the objects of the Company.
31. To draw, make, endorse, execute, issue, discount, buy, sell, and deal in bills of exchange, promissory notes, hundies, bills of lading, warrants, coupons, import entitlements and other negotiable or transferable securities or documents, in course of Company's business.
32. To settle, establish undertake and execute any trust, the undertaking whereof may seem desirable either gratuitously or otherwise or appoint, change, or remove trustees or amend the trust deeds.
33. To sell or dispose of the undertaking of the Company or any part thereof for such consideration as the Company may think fit and in particular, for shares, debentures or securities of any other company having objects altogether or in part similar to those of this Company
34. To advertise or adopt such means of making known the Company, its brand or its business activities or any articles or goods traded in or dealt with by the Company in any way as may be expedient whether electronic, print, digital or social media, press, public places and theatres, radio, television, circular, purchase and exhibition or work of arts or interest, or by any other mode including conducting of competitions, exhibitions and giving of prizes, rewards and donations and to print and publish, or have printed and published, journals, periodicals, newspapers, books, booklets, pamphlets, handbills, and advertisement materials.
35. To enter into any scheme of arrangement, amalgamation, merger, demerger or restructuring and to amalgamate, merge, demerge, or otherwise restructure with any person including firm, limited liability partnership, association of persons, body corporate, foreign company, subsidiaries, associates, joint ventures or any other entity.
36. To distribute any of the property of the Company in species among the members.
37. To open, establish, operate, close, dissolve branches, units or agencies in India or abroad and to apply for, obtain, procure any statutory or other powers, rights, concession, registration, licence,

permission, or recognition for the Company or its branches, units or agencies in India or abroad, and to do all such acts, deeds and things as may be necessary for carrying on any business or activity of such branches, units, or agencies of the Company under the applicable laws or regulations.

38. To become member of any other bodies or persons, associations, institutions, clubs, societies, and bodies corporate including companies limited by guarantee whether formed for profit or non-profit making activities.
39. To undertake research and development of technology and process development with a view to sell the knowhow on royalty, licence or any other basis and to deal in all types of chemicals, metals, alloys, compounds, synthetics and such other allied or kind trades and business to buy, sell, deal and manufacture in all kinds of chemicals, metals, materials, substances, stores, articles, chattels and effects which may be found advantageous or convenient and things required for incidental to the business of the Company.
40. To buy, sell, manufacture, repair, alter, exchange, let or take on hire, export and deal in any articles of whatever description, plant, machinery, materials, including stores and raw materials, implements, rolling stock and hardware of all kinds and things which may be required for the purposes of any of the business of the Company or commonly supplied or dealt in by persons engaged in similar business or which may seem capable of being profitably dealt with in connection with or otherwise calculated directly or indirectly, to enhance the value or render profitable any of the Company's properties or rights.
41. To insure any of the properties, undertakings, contracts guarantees or obligations of the Company of every nature and kind in any manner whatsoever.
42. To acquire, establish and provide or otherwise arrange for transport of any kind for the purpose of the business of the Company and to construct any lines or works in connection therewith and work the same by steam, gas, oil, electricity or other fuel for power.
43. To promote industrial finance, deposit or lend money, securities and properties to or with any company body corporate, firm, person or association whether falling under the same management or otherwise, in accordance with and to the extent permissible under the provisions of the Companies Act, 2013, with or without security and on such terms as may be determined from time to time. However, the Company shall not carry on the business of Banking as defined under the Banking Regulation Act, 1949; and to carry on and undertake the business of finance, investment and trading, hire purchase, leasing and to finance lease operations of all kinds, purchasing, selling, hiring or letting on hire of all kinds of plant and machinery and equipment that the Company may think fit and to assist in financing operations of all and every kind of description of hire purchase or deferred payment or similar transactions and to subsidise finance or assist in subsidising or financing the sale and maintenance of any goods, articles, or commodities of all and every kind of description upon any terms whatsoever and to purchase or otherwise deal in all forms of immovable and movable properties including lands and buildings, plant and machinery, equipment, ships, charters, aircrafts, automobiles computers and all consumer, commercial and industrial items and to lease or otherwise deal with them in any manner whatsoever including release thereof regardless of whether the property purchase and lease be new and/or used.
44. To open, close, modify or operate bank accounts of all kinds, including cash credit or overdraft accounts with any bank, financial institution, company, merchants, and other eligible and competent entities and to pay into and draw money from such accounts and operate such accounts.

45. To undertake financial and commercial obligations, transactions and operations of all kinds.
46. To do all or any of the above things in India or in any part of the world as principal, agent, contractor, trustee or otherwise and either alone or in conjunction with other(s) and to undertake the management of the other company or companies and to carry on the business, and to act as merchants, traders, commission agents, selling agent, purchasing agent, muccadums, carriers, merchants, landing and forwarding agent, broker, importers, and exporters, and to import, export, buy, sell, barter, exchange, make advances upon or otherwise deal in goods, produce, articles, and merchandise of all kinds and description
47. To institute, conduct, defend or compound any legal proceedings by or against the Company or its holding, subsidiary or associate, joint venture or affiliates or officers thereof or otherwise concerning their affairs and pay, satisfy or compromise any claim made against the Company or any of its officers notwithstanding that the claim may not be valid at law and to initiate or refer or agree to refer any claims, demands, disputes or any other question by or against the Company, or in which the Company is interested or concerned, to arbitration or conciliation of any dispute present or future, between the Company and other party and to submit the same to arbitration or conciliation in India or abroad and to observe, perform and do all acts, deeds, matters and things to carry out or enforce the awards.
48. Without prejudice to the generality of the foregoing, to undertake, carry out, promote and sponsor any activity for publication of any books, literature, newspapers, or for organising lectures, conferences or seminars, workshops, training programmes, likely to advance the aforesaid objects or for giving merit awards, scholarships, loans or any other assistance to the institutes, deserving students or other scholars or consultants or persons to enable them to prosecute their studies or academic pursuits or researches and for establishing or assisting any institution, fund, trust having any one of the aforesaid objects as one of its objects.
49. To do all such other things as are incidental or conducive to the attainment of the above objects.

To alter the existing Liability clause IV of the Memorandum of association of the Company be and is hereby amended and replaced to read as under:

“The Liability of the members is limited and this liability is limited to the amount unpaid, if any, on the shares held by them.”

RESOLVED FURTHER THAT to replace the words “the Companies Act, 1956”, wherever it appears in the existing Memorandum of Association of the Company with the words “the Companies Act, 2013” in order to align the Memorandum of Association of the Company with the provisions of the Companies Act, 2013.

RESOLVED FURTHER THAT the Board of Directors or the Company Secretary of the Company be and are hereby authorized to make necessary application(s) and to sign, execute and file all such forms, papers and documents as may be considered necessary or expedient including appointing attorneys or authorized representatives under appropriate Letter(s) of authority to appear before the office of the ROC and other regulatory authorities, as may be applicable, for making application to give effect to the above resolutions passed and to do all such acts, deeds and things as may be required in this connection.”

5. To Adopt new set of Article of Association

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

“RESOLVED THAT pursuant to the provisions of Section 14 and all other applicable provisions of the Companies Act, 2013, read with Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), and subject to such other requisite approvals, if any, in this regard from appropriate authorities and terms(s), condition(s), amendment(s), modification(s), as may be required or suggested by any such appropriate authorities, and agreed to by the Board of Directors of the Company (hereinafter referred to as “Board” which term shall include any Committee), the consent of the members of the Company be and is hereby accorded to adopt new set of Article of Association in place of existing Articles of Association of the Company.

RESOLVED FURTHER THAT the Board of Directors or Company Secretary of the Company be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

Regd. Office:

Prospect Chambers,
317/321, Dr. Dadabhoy Naoroji Road,
Fort, Mumbai 400 001.
CIN: L24110MH1919PLC000564
Website: www.dmcc.com
e-mail : investor@dmcc.com

By order of the Board of Directors

Pallavi Pednekar
Company Secretary & Compliance Officer
ICSI M No. A33498

Date: February 6, 2026

Place: Mumbai

Notes:

1. The relevant Statement pursuant to the provisions of Section 102 of the Companies Act, 2013 ('Act') read with Rule 22 of the Companies (Management and Administration) Rules, 2014 ('Rules'), each as amended, setting out the material facts relating to the aforesaid Resolutions and the reasons thereof is annexed hereto and forms part of this Postal Ballot Notice ('Notice').
2. In terms of the MCA circulars, the Company is sending this Notice ONLY in electronic form to those Members, whose names appear in the Register of Members / List of Beneficial Owners as received from Depositories / RTA as on **Friday, February 6, 2026 ('Cut-Off Date')** and whose e-mail addresses are registered with RTA/Depositories/ Depository Participants (in case of electronic shareholding). The voting rights of the Members / Beneficial Owner (in case of electronic shareholding) shall be in proportion to their share of the paid-up equity share capital of the Company as on the **Cut-Off Date** i.e. **Friday, February 6, 2026**. Physical copies of the Postal Ballot Notice along with postal ballot forms and pre-paid business reply envelopes will not be sent to the members for this Postal Ballot.
3. Only those Members whose names are appearing in the Register of Members / List of Beneficial Owners as of the **Cut-Off Date** shall be eligible to cast their votes through postal ballot by remote e-voting. A person who is not a Member on the Cut-Off Date should treat this Notice for information purposes only.

It is however, clarified that all members of the Company as on the Cut-Off Date (including those Members who may not have received this Notice due to non-registration of their e-mail addresses with the RTA/Depositories) shall be entitled to vote in relation to the aforementioned Resolutions in accordance with the process specified in this Notice.

4. Members may please note that the Postal Ballot Notice will also be available on the Company's website at www.dmcc.com , websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and at www.nseindia.com respectively and on the website of RTA at <https://instavote.linkintime.co.in>

5. Resolutions passed by the shareholders through postal ballot are deemed to have been passed as if they have been passed at a General Meeting of the shareholders.
6. Pursuant to Sections 108, 110 and other applicable provisions of the Act and the Rules made thereunder, the MCA Circulars and Regulation 44 of the Listing Regulations, SS-2 and MCA Circulars including any amendments thereto the Company is pleased to offer remote e-voting facility to all the Members of the Company to enable the members to cast their votes electronically.
7. Members desiring to exercise their vote through the e-voting process are requested to read the instructions in the Notes under the section “Voting through Electronic Means” in this Postal Ballot Notice.
8. The voting period commences on **Friday, February 13, 2026 at 09.00 a.m. (IST)** and ends on **Sunday, March 15, 2026 at 05.00 p.m. (IST)** Members are requested to cast their vote through the e-voting process during the e-voting period but not later than 5:00 PM (IST) on Sunday, March 15, 2026 to be eligible for being considered, failing which it will be strictly considered that no vote has been cast by the shareholder.
9. The vote in this Postal Ballot cannot be exercised through proxy.
10. The Board of Directors has appointed Shri Satish Kumar Jain, Proprietor of SKJ & Associates, Practising Company Secretaries (Membership No. FCS: 6398; CP No. 6632) as the Scrutinizer to scrutinize the remote e-voting and ensure that the voting process at the Postal Ballot is conducted in a fair and transparent manner and issue a report on the votes through remote e-voting and those cast at the Postal Ballot. The Scrutinizer’s decision on the validity of the Postal Ballot shall be final.
11. The Scrutinizer will submit his report to the Chairman, or any other person authorized by him, after the completion of scrutiny, and the result of voting through the e-voting process will be announced by the Chairman or any such person authorized by him on or before Friday, March 17, 2026.
12. The said results along with the Scrutinizer’s Report will be intimated to BSE Limited (“**BSE**”) and National Stock Exchange of India Limited (“**NSE**”), where the Equity Shares of the Company are listed. Additionally, the results will also be uploaded on the Company’s website at www.dmc.com and on the website of RTA at <https://instavote.linkintime.co.in> The results shall also be displayed on the notice board at the Registered Office of the Company.
13. The resolution, if passed by the requisite majority through Postal Ballot, shall be deemed to have been passed on Sunday, March 15, 2026 i.e. being the last date specified by the Company for remote e-voting.
14. Members desirous of inspecting the documents referred to in the Notice or Statement may send their requests to investor@dmcc.com from their registered e-mail addresses mentioning their names, folio numbers / DP ID and Client ID, and documents they wish to inspect, with a self-attested copy of their PAN card attached to the e-mail, between the period Friday, February 13, 2026 to Sunday, March 15, 2026.
15. SEBI has mandated the submission of the Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participant(s) with whom they maintain their demat accounts. Members holding shares in physical form are required to submit their PAN details to the Company at investor@dmcc.com or the Company’s RTA.
16. 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 No. SH-13. Members are requested to submit these details to their DP in case the shares are held by them in electronic form, and to the RTA, in case the shares are held in physical form.
17. Members intending to receive the notice and whose e-mail address is not registered with the RTA/Depositories, may register their e-mail address with the RTA, on or before 5:00 p.m. (IST) on February 6, 2026.

A. One-time registration of e-mail address with RTA for receiving the Notice and casting votes electronically:

As part of Company's green initiative and to facilitate Members to receive this Notice electronically, the Company has made special arrangements with its RTA i.e. MUFG Intime India Private Limited (Formerly known as Link Intime India Private Limited) for registration of e-mail addresses. Eligible Members who have not registered their e-mail addresses with the RTA, are required to provide the same to the RTA, on or before 5:00 p.m. (IST) on February 6, 2026.

B. Process to be followed for one-time registration of e-mail address (for shares held in physical form or in electronic form) is as follows:

- a) Visit the link: https://liiplweb.linkintime.co.in/EmailReg/Email_Register.html
- b) Select the name of the Company from drop-down: **DMCC Speciality Chemicals Limited**
- c) Enter details in respective fields such as DP ID and Client ID (if shares held in electronic form) / Folio no. and Certificate no. (if shares held in physical form), Shareholder name, PAN, mobile number and e-mail id.
- d) System will send One Time Password ('OTP') on mobile no. and e-mail id
- e) Enter OTP received on mobile no. and e-mail id and submit.

After successful submission of the e-mail address, RTA will e-mail a copy of the Postal Ballot Notice along with the e-Voting user ID and password. For voting process, please refer 'Notes' section of the Postal Ballot Notice. In case of any queries, Members may write to investor.helpdesk@in.mpms.mufg.com

C. Registration of e-mail address permanently with RTA / DP:

Members who have not yet registered their email addresses are requested to register the same with their Depository Participant (DP) in case the shares are held by them in electronic form and with RTA in case the shares are held by them in physical form by furnishing KYC details in Form ISR-1. The said form and other relevant KYC Forms are available on the website of the Company at www.dmcc.com and on the website of RTA at <https://liiplweb.linkintime.co.in/KYC-downloads.html>

18. 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 for Postal Ballot.

19. VOTING THROUGH ELECTRONIC MEANS

The procedure and instructions for remote e-voting are as under:

As per the SEBI circular dated December 9, 2020, individual shareholders holding securities in demat mode can register directly with the depository or will have the option of accessing various ESP portals directly from their demat accounts.

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

A. Individual Shareholders holding securities in demat mode with NSDL:

METHOD 1 - NSDL OTP based login

- a) Visit URL: <https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp>
- b) Enter your 8 - character DP ID, 8 - digit Client Id, PAN, Verification code and generate OTP.
- c) Enter the OTP received on your registered email ID/ mobile number and click on login.
- d) Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.

e) Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

METHOD 2 - NSDL IDeAS facility

Shareholders registered for IDeAS facility:

- a) Visit URL: <https://eservices.nsdl.com> and click on “Beneficial Owner” icon under “IDeAS Login Section”.
- b) Enter IDeAS User ID, Password, Verification code & click on “Log-in”.
- c) Post successful authentication, you will be able to see e-Voting services under Value added services section. Click on “Access to e-Voting” under e-Voting services.
- d) Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Shareholders not registered for IDeAS facility:

- a) To register, visit URL: <https://eservices.nsdl.com> and select “Register Online for IDeAS Portal” or click on <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>
- b) Enter 8-character DP ID, 8-digit Client ID, Mobile no, Verification code & click on “Submit”.
- c) Enter the last 4 digits of your bank account / generate ‘OTP’
- d) Post successful registration, user will be provided with Login ID and password.
- e) Follow steps given above in points (a-d).

METHOD 3 - NSDL e-voting website

- a) Visit URL: <https://www.evoting.nsdl.com>
- b) Click on the “Login” tab available under ‘Shareholder/Member’ section.
- c) Enter User ID (i.e., your 16-digit demat account no. held with NSDL), Password/OTP and a Verification Code as shown on the screen & click on “Login”.
- d) Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services.
- e) Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

B. Individual Shareholders holding securities in demat mode with CDSL:

METHOD 1 - CDSL e-voting page

- a) Visit URL: <https://www.cdslindia.com>.
- b) Go to e-voting tab.
- c) Enter 16-digit Demat Account Number (BO ID) and PAN No. and click on “Submit”.
- d) System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account
- e) Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

METHOD 2 - CDSL Easi/ Easiest facility:

Shareholders registered for Easi/ Easiest facility:

- a) Visit URL: <https://web.cdslindia.com/myeasitoken/Home/Login> or Visit URL: www.cdslindia.com, click on “Login” and select “My Easi New (Token)”.
- b) Enter existing username, Password & click on “Login”.
- c) Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Shareholders not registered for Easi/ Easiest facility:

- a) To register, visit URL: <https://web.cdslindia.com/myeasitoken/Home/EasiRegistration> / <https://web.cdslindia.com/myeasitoken/Home/EasiestRegistration>.
- b) Proceed with updating the required fields for registration.
- c) Post successful registration, user will be provided username and password on the registered email id. Follow steps given above in points (a-c).

C. Individual Shareholders holding securities in demat mode with Depository Participant:

Individual shareholders can also login using the login credentials of your demat account through your depository participant registered with NSDL/CDSL for e-voting facility.

- a) Login to DP website
- b) After Successful login, user shall navigate through “e-voting” option.
- c) Click on e-voting option, user will be redirected to NSDL / CDSL Depository website after successful authentication, wherein user can see e-voting feature.
- d) Post successful authentication, click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

D. Login method for Individual shareholders holding securities in physical form/ Non-Individual Shareholders holding securities in demat mode is given below:

Individual Shareholders of the company, holding shares in physical form / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register for e-Voting facility of as under:

STEP 1: LOGIN / SIGNUP on InstaVote

Shareholders registered for INSTAVOTE facility:

- a) Visit URL: <https://instavote.linkintime.co.in> & click on “Login” under ‘SHARE HOLDER’ tab.
- b) Enter details as under:
 - 1. User ID: Enter User ID
 - 2. Password: Enter existing Password
 - 3. Enter Image Verification (CAPTCHA) Code
 - 4. Click “Submit”.

(Home page of e-voting will open. Follow the process given under "Steps to cast vote for Resolutions")

Shareholders not registered for INSTAVOTE facility:

a) Visit URL: <https://instavote.linkintime.co.in> & click on “Sign Up” under ‘SHARE HOLDER’ tab & register with details as under:

1. User ID: Enter User ID
2. PAN: Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.
3. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP/Company - in DD/MM/YYYY format)
4. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company.
 - Shareholders, holding shares in NSDL form, shall provide ‘point 4’ above.
 - Shareholders, holding shares in CDSL form, shall provide ‘point 3’ or ‘point 4’ above.
 - Shareholders, holding shares in physical form but have not recorded ‘point 3’ and ‘point 4’, shall provide their Folio number in ‘point 4’ above
5. Set the password of your choice.
(The password should contain minimum 8 characters, at least one special Character (!#\$&*), at least one numeral, at least one alphabet and at least one capital letter).
6. Enter Image Verification (CAPTCHA) Code.
7. Click “Submit” (You have now registered on InstaVote).

Post successful registration, click on “Login” under ‘SHARE HOLDER’ tab & follow steps given above in points (a-b).

STEP 2: Steps to cast vote for Resolutions through InstaVote

- A. Post successful authentication and redirection to InstaVote inbox page, you will be able to see the “Notification for e-voting”.
- B. Select ‘View’ icon. E-voting page will appear.
- C. Refer the Resolution description and cast your vote by selecting your desired option ‘Favour / Against’ (If you wish to view the entire Resolution details, click on the ‘View Resolution’ file link).
- D. After selecting the desired option i.e. Favour / Against, click on ‘Submit’.
- E. A confirmation box will be displayed. If you wish to confirm your vote, click on ‘Yes’, else to change your vote, click on ‘No’ and accordingly modify your vote.

NOTE: Shareholders may click on “Vote as per Proxy Advisor’s Recommendation” option and view proxy advisor recommendations for each resolution before casting vote. “Vote as per Proxy Advisor’s Recommendation” option provides access to expert insights during the e-Voting process. Shareholders may modify their vote before final submission.

Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently.

Non-Individual Body corporate shareholders shall send a scanned copy of the board resolution authorising its representative to vote, to the scrutinizer at registered email address with a copy marked to RTA at enotices@in.mpms.mufg.com and the company at registered email address.

E. Guidelines for Institutional shareholders (“Corporate Body/ Custodian/Mutual Fund”):

STEP 1 – Registration

- a) Visit URL: <https://instavote.linkintime.co.in>
- b) Click on Sign up under “Corporate Body/ Custodian/Mutual Fund”
- c) Fill up your entity details and submit the form.
- d) A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up at Sr. No. 2 above). The said form is to be signed by the

Authorised Signatory, Director, Company Secretary of the entity & stamped and sent to insta.vote@linkintime.co.in.

- e) Thereafter, Login credentials (User ID; Organisation ID; Password) will be sent to Primary contact person's email ID.
- f) While first login, entity will be directed to change the password and login process is completed.

STEP 2 –Investor Mapping

- a) Visit URL: <https://instavote.linkintime.co.in> and login with credentials as received in Step 1 above.
- b) Click on “Investor Mapping” tab under the Menu Section
- c) Map the Investor with the following details:
 - a. ‘Investor ID’ -
 - i. *Members holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678*
 - ii. *Members holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID.*
 - b. ‘Investor’s Name - Enter full name of the entity.
 - c. ‘Investor PAN’ - Enter your 10-digit PAN issued by Income Tax Department.
 - d. ‘Power of Attorney’ - Attach Board resolution or Power of Attorney. File Name for the Board resolution/Power of Attorney shall be – DP ID and Client ID. Further, Custodians and Mutual Funds shall also upload specimen signature card.
- d) Click on Submit button and investor will be mapped now.
- e) The same can be viewed under the “Report Section”.

STEP 3 – Voting through remote e-voting.

The corporate shareholder can vote by two methods; once remote e-voting is activated:

METHOD 1 - VOTES ENTRY

- a) Visit URL: <https://instavote.linkintime.co.in> and login with credentials as received in Step 1 above.
- b) Click on ‘Votes Entry’ tab under the Menu section.
- c) Enter Event No. for which you want to cast vote. Event No. will be available on the home page of Instavote before the start of remote evoting.
- d) Enter ‘16-digit Demat Account No.’ for which you want to cast vote.
- e) Refer the Resolution description and cast your vote by selecting your desired option ‘Favour / Against’ (If you wish to view the entire Resolution details, click on the ‘**View Resolution**’ file link).
- f) After selecting the desired option i.e., Favour / Against, click on ‘Submit’.
- g) A confirmation box will be displayed. If you wish to confirm your vote, click on ‘Yes’, else to change your vote, click on ‘No’ and accordingly modify your vote. (Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

OR

VOTES UPLOAD:

- a) Visit URL: <https://instavote.linkintime.co.in> and login with credentials as received in Step 1 above.
- b) You will be able to see the notification for e-voting in inbox.
- c) Select ‘**View**’ icon for ‘**Company’s Name / Event number**’. E-voting page will appear.
- d) Download sample vote file from ‘Download Sample Vote File’ option.

- e) Cast your vote by selecting your desired option 'Favour / Against' in excel and upload the same under 'Upload Vote File' option.
- f) Click on 'Submit'. 'Data uploaded successfully' message will be displayed. (Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

Helpdesk:

Helpdesk for Individual shareholders holding securities in physical form/ Non-Individual Shareholders holding securities in demat mode:

Shareholders facing any technical issue in login may contact INSTAVOTE helpdesk by sending a request at enotices@in.mpms.mufg.com or contact on: - Tel: 022 – 4918 6000.

Helpdesk for Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e., NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at : 022 - 4886 7000 and 022 - 2499 7000
Individual Shareholders holding securities in demat mode with CDSL	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 22 55 33

Forgot Password:

Individual shareholders holding securities in physical form has forgotten the password:

If an Individual shareholders holding securities in physical form has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on the e-Voting website of Link Intime: <https://instavote.linkintime.co.in>

- Click on 'Login' under 'SHARE HOLDER' tab and further Click 'forgot password?'
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA). Click on "SUBMIT".

In case shareholders is having valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above. The password should contain a minimum of 8 characters, at least one special character (@!#\$&), at least one numeral, at least one alphabet and at least one capital letter.*

User ID for Shareholders holding shares in Physical Form (i.e. Share Certificate):	Your User ID is Event No + Folio Number registered with the Company
User ID for Shareholders holding shares in NSDL demat account	Your User ID is 8 Character DP ID followed by 8 Digit Client ID
User ID for Shareholders holding shares in CDSL demat account	Your User ID is 16 Digit Beneficiary ID

Institutional shareholders ("Corporate Body/ Custodian/Mutual Fund") has forgotten the password:

If a Non-Individual Shareholders holding securities in demat mode has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on the e-Voting website of Link Intime: <https://instavote.linkintime.co.in>

- Click on ‘Login’ under ‘Corporate Body/ Custodian/Mutual Fund’ tab and further Click ‘forgot password?’
- Enter User ID, Organization ID and Enter Image Verification code (CAPTCHA). Click on “SUBMIT”.

In case shareholders is having valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above. The password should contain a minimum of 8 characters, at least one special character (@!#\$&), at least one numeral, at least one alphabet and at least one capital letter.*

Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:

Shareholders who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned depository/ depository participants website.

- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular “Event”.

Explanatory Statement pursuant to Section 102 of the Companies Act, 2013.

Item No. 1

Pursuant to the recommendation of the Nomination and Remuneration Committee, and subject to approval of members of the Company, the Board at its meeting held on January 10, 2026 approved appointment of **Ms. Saloni Jhaveri (DIN:02872575)** as an Additional Director designated as Non-Executive Independent Director for first term of five (5) consecutive years with effect from January 10, 2026 to January 9, 2031 on terms as specified in the letter of appointment.

Ms. Saloni Jhaveri has over two decades of experience in private equity, mergers and acquisitions, corporate finance, and strategy, with professional experience across the United States and India. Over the course of her career, she has successfully negotiated, executed, and closed numerous cross-border and domestic transactions, including mergers, acquisitions, joint ventures, private equity investments, and entry-strategy assignments across multiple sectors.

Currently based in Mumbai, Ms. Saloni joined NIIF in its early years as Chief of Staff and was instrumental in building several foundational pillars of the institution. She currently heads Investor Relations at NIIF and is responsible for fund raising for all three funds as well as building strong relationships with global investors, key stakeholders including Government of India representatives, global business leaders and Embassies and Consulates around the world. At NIIF, she has been responsible for successfully fundraising from several large, credible and reputed international and domestic investors.

Prior to joining NIIF, Ms. Saloni was a Partner at SKP Business Consulting, where she led a 15-member team within the M&A and Consulting practice. She has also held positions at KPMG India and HDFC Private Equity. She began her career in 1999 with Praxair, based in the company's U.S. office.

Ms. Saloni holds a Bachelor's and Master's degree in Commerce from Sydenham College of Commerce and Economics, and an MBA from The Pennsylvania State University.

In the opinion of the Board of Directors, Ms. Saloni Jhaveri fulfils the conditions for appointment as an Independent Director as specified in the Act and the Listing Regulations. Ms. Saloni Jhaveri is independent of the management and possesses the appropriate skills, experience, knowledge and capabilities, required for the role of Independent Director. Ms. Saloni Jhaveri's vast experience in the field of Banking, Finance, Treasury, and Capital Markets will immensely benefit the Company. Ms. Saloni Jhaveri has assured the Board of Directors that she will devote as much time as is required for discharging her responsibilities as an Independent Director. In view of the above, the appointment of Ms. Saloni Jhaveri as an Independent Director is in the interest of the Company.

Details of Ms. Saloni Jhaveri and other details required as per Listing Regulations and Secretarial Standard - 2 are provided in Annexure 1 to this Notice.

Ms. Saloni Jhaveri shall be paid remuneration by way of fee for attending meetings of the Board or Committees thereof or for any other meetings as may be decided by the Board of Directors, reimbursement of expenses for participating in the Board and other meetings and profit-related commission within the limits stipulated under Section 197 of the Act.

In accordance with the provisions of Sections 149, 150, 152 read with Schedule IV of the Act and other applicable provisions of the Act, appointment of Ms. Saloni Jhaveri as a Non-Executive Independent Director requires approval of members of the Company.

Further, in terms of Regulation 25(2A) of the Listing Regulations, appointment of Ms. Saloni Jhaveri as a Non-Executive Independent Director requires approval of members of the Company by passing a special resolution.

Further, in terms of the requirements of Regulation 17 (1C) of the Listing Regulations the approval of the members is required to be taken at the next general meeting or within a time period of three months from the date of appointment or re-appointment of the Director or Manager, whichever is earlier and accordingly the approval of members is sought by way of passing of resolution through Postal Ballot.

Accordingly, the approval of members is sought for the appointment of Ms. Saloni Jhaveri as a Non-Executive Independent Director of the Company.

Copy of the letter of appointment issued to Ms. Saloni Jhaveri setting out the terms and conditions of appointment will be available for inspection by the members electronically. Members seeking to inspect the same can send an email to investor@dmcc.com

Ms. Saloni Jhaveri shall be deemed to be concerned or interested in the resolution set out at Item no. 1 of the Notice to the extent of her shareholding interest, if any, in the Company and compensation that may be received by her in the future. Relatives of Ms. Saloni Jhaveri may be deemed to be interested in the resolution to the extent of their shareholding interest, if any, in the Company.

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

The Board of Directors recommend the Special Resolution set out at Item No. 1 of this Notice for approval by the members.

Item No. 2

Pursuant to the recommendation of the Nomination and Remuneration Committee, the Board at its meeting held on February 6, 2026 approved re-appointment of Shri Bimal Lalitsingh Goculdas as the Managing Director and Chief Executive Officer of the Company for a period of three consecutive years commencing from April 01, 2026, upon the terms, conditions and remuneration as set out in the resolution and the explanatory statement, subject to the approval of the Shareholders of the Company by way of passing of Special Resolution.

The Nomination and Remuneration Committee review while recommending the re-appointment of Shri Bimal Lalitsingh Goculdas as Managing Director and Chief Executive Officer of the Company, reviewed Schedule V and other applicable provisions of the Companies Act, 2013 and the Listing Regulations w.r.t. proposed re-appointment. Also, on the basis of Board evaluation, the performance of Shri Bimal Lalitsingh Goculdas was found satisfactory.

Shri Bimal Lalitsingh Goculdas has consented for his re-appointment as Managing Director and Chief Executive Officer of the Company for a period of three years w.e.f. April 01, 2026 to March 31, 2029 and also confirmed that he is not disqualified to act as Director pursuant to Section 164(1) and (2) of the Companies Act, 2013 nor he is debarred from holding the office by virtue of any order by the Securities and Exchange Board of India or any other authority. The Nomination and Remuneration Committee also confirmed that the proposed remuneration of Shri Bimal Lalitsingh Goculdas is as per the remuneration policy.

Further, in terms of the requirements of Regulation 17 (1C) of the Listing Regulations the approval of the members is required to be taken at the next general meeting or within a time period of three months from the date of appointment or re-appointment of the Director or Manager, whichever is earlier and accordingly the approval of members is sought by way of passing of resolution through Postal Ballot.

The terms of appointment of Shri Bimal Lalitsingh Goculdas, Managing Director and Chief Executive Officer is as under:

Tenure : 1st April, 2026 to 31st March, 2029

Salary : Rs.14,75,000/- per month

Annual Performance Linked Incentive: Not exceeding 2.5% of the net profits of the Company calculated as per Section 198 of the Companies Act, 2013.

OTHER PERKS:

CATEGORY “A”

- (i) (a) House Rent Allowance of Rs. 30,000/- per month.
- (b) Expenditure on electricity, water, gas, and furnishings at the residence to be borne by the Company.
- (ii) Medical Benefits for self and family: Reimbursement of medical expenses actually incurred and reimbursement of premium paid on Mediclaim Policy, the total cost of which to the Company shall not exceed one month's salary in a year or three months' salary in a block of three years.
- (iii) A personal accident insurance policy for his own benefit at the cost of the Company, the premium of which shall not exceed Rs. 15,000/- per annum.
- (iv) Leave Travel Concession: Actual fares, rail or air, for self and family once a year to and from any place in India.
- (v) Fees of clubs, subject to a maximum of two clubs, provided that no life membership fee or admission fee is paid.

CATEGORY "B"

- (i) Membership of Company's Provident Fund Scheme.
- (ii) Gratuity as per rules of the Company
- (iii) Benefit of Company's Superannuation Scheme, subject to the condition that the Company's contribution thereto together with the Contribution to Provident Fund are not taxable under the Income-Tax Act. Such contributions shall not be included in computation of ceiling on perquisites.

CATEGORY "C"

- (i) A car with driver for use for the business of the Company and for his personal use. For personal use of the car, the Company will bill the Managing Director, and Chief Executive Officer of the Company
- (ii) Telephone at residence: All charges including rental and call charges for the telephone at the residence being paid by the Company in full. For personal long distance calls, the Company will bill the Managing Director, and Chief Executive Officer of the Company, Car with driver for use of Company's business and telephone at residence shall not be considered as a perquisite.

The Managing Director and Chief Executive Officer of the Company shall further be entitled to Leave with salary, allowances and other benefits as per Leave Rules of the Company and the leave accumulated but not availed may be encashed as per rules of the Company. The monetary value of perquisites will be evaluated as per the Income-Tax Rules and be subject to such ceiling as may be prescribed by the Central Government.

Details pursuant to Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India is attached as *Annexure- II*.

The relatives of Shri Bimal Lalitsingh Goculdas may be deemed to be interested in the said resolution, to the extent of their respective shareholding, if any, in the Company.

Save and except the above, none of the other Directors, Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the said Special Resolutions.

The Board of Directors recommend the Special Resolution set out at Item No. 2 of this Notice for approval by the members.

Item No. 3

Shri Kuldeep Kumar Tiwari was appointed as Whole Time Director designated as "Executive Director (Operations)" of the Company for a period of 3 years effective from May 24, 2024 till May 23, 2027 by the Board

of Directors in its meeting held on 23rd May, 2024 and his appointment was approved by the Shareholders of the Company through Postal Ballot held on 5th July, 2024.

As per the provisions of Section 197 read with Schedule V of the Companies Act 2013 approval of members is required for payment of remuneration in case of inadequate profits. Thus, it is proposed to seek members' approval for the remuneration payable to Shri Kuldeep Kumar Tiwari as a Whole-Time Director designated as "Executive Director (Operations)" of the Company.

Shri Kuldeep Kumar Tiwari is not disqualified from being appointed as Director in terms of Section 164 of the Act. Once appointed he would be liable to retire by rotation.

Shri Kuldeep Kumar Tiwari aged about 52 years is a Science Graduate and seasoned Professional and brings with him rich experience of 26+ years in project management and operations in the Sulphuric acid industry in India and Abroad. Shri Kuldeep Kumar Tiwari has been working with the Company since year 2020 and before his appointment as Executive Director (Operations)" he was designated as Vice President (Operations) of the Company.

Shri Kuldeep Kumar Tiwari is qualified to be appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director. The Company has also received a declaration from Shri Kuldeep Kumar Tiwari that he is not debarred from holding the office of director by virtue of any order passed by the Securities and Exchange Board of India / Ministry of Corporate Affairs or any such statutory authority. The Nomination and Remuneration Committee also confirmed that the proposed remuneration of Shri Kuldeep Kumar Tiwari is as per the remuneration policy.

Considering the rich knowledge, expertise and vast experience and association with the Company, the Board is of the opinion that his appointment on the Board would immensely benefit the Company.

The terms of appointment of Shri Kuldeep Kumar Tiwari Executive Director (Operations) are as under:

The terms and conditions of the appointment are as under

Tenure : 1st April, 2026 to 23rd May, 2027

Salary : Rs. 1,22,000/- per month in the range of Rs. 1,22,000/- to Rs. 2,50,000/- per month with such increment(s) from time to time as the Board /Nomination and Remuneration Committee of Directors may deem fit.

Annual Performance Linked Incentive: Upto Rs. 1,00,000/- (Rupees One Lakh Only)

Other Perks:

CATEGORY "A"

- (i) Special Allowance of Rs. 1,54,000/- per month in the range of Rs. 1,54,000/- to Rs. 2,50,000/- per month with such increment(s) from time to time as the Board /Nomination and Remuneration Committee of Directors may deem fit.
- (ii) Housing: Company provided [furnished /unfurnished] accommodation and/or HRA in lieu of Company provided accommodation as per the Company's Policy.

CATEGORY "B"

- (i) Contribution to the Provided Fund.
- (ii) Gratuity as per rules of the Company
- (iii) Leave Travel Allowance of Rs. 36,000/- per annum.
- (iv) Bonus of Rs. 18,000/- per annum

CATEGORY "C"

- (i) A car for use for the business and personal use **OR** car allowances of Rs. 1,20,000/- per annum.
- (ii) Reimbursement of petrol expenses up to Rs. 1,08,000/- per annum
- (iii) Reimbursement of Helper expenses up to Rs. 78,000/- per annum.
- (iv) Reimbursement of Telephone expenses at actuals maximum up to Rs. 1,000/- per month.

Note: Car with driver for use of Company's business shall not be considered as a perquisite.

Shri Kuldeep Kumar Tiwari, Executive Director (Operations) shall further be entitled to Leave with salary, allowances and other benefits as per Leave Rules of the Company and the leave accumulated but not availed may be encashed as per rules of the Company. The monetary value of perquisites will be evaluated as per the Income-Tax Rules and be subject to such ceiling as may be prescribed by the Central Government.

Details of Shri Kuldeep Kumar Tiwari and other details required as per Listing Regulations and Secretarial Standard - 2 are provided in Annexure 3 to this Notice.

Accordingly, the approval of members is sought to revise remuneration of Shri Kuldeep Kumar Tiwari as an Executive Director (Operations) Director of the Company.

Shri Kuldeep Kumar Tiwari shall be deemed to be concerned or interested in the resolution set out at Item no. 3 of the Notice to the extent of his shareholding interest, if any, in the Company and compensation that may be received by him in the future. Relatives of Shri Kuldeep Kumar Tiwari may be deemed to be interested in the resolution to the extent of their shareholding interest, if any, in the Company.

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

The Board of Directors recommends the Special Resolution set out at Item No. 3 of this Notice for approval by the members.

Item 4

The existing Memorandum of Association (MOA) of the Company was based on the erstwhile Companies Act, 1956. The Alteration of MOA was necessary to bring the existing MOA in line with the new Companies Act, 2013 (the "new Act"). In terms of the provisions of Sections 13 and all other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Incorporation) Rules, 2014, approval of the members of the Company at extra-ordinary general meeting is required to enable the Company to amend the existing Memorandum of Association of the Company to re align it with provisions of New Companies Act. 2013. The Memorandum of Association as on date along with the proposed amendments are available for inspection electronically by Members from the dispatch of the Notice, up to the last date of voting.

None of the Directors and their relatives are concerned or interested in the aforesaid Special Resolution, except to the extent of their shareholding.

The consent of the members is, therefore, being sought for passing the aforesaid resolution set out at Item No. 4 of the notice as Special Resolution.

Item 5

The Articles of Association of the Company as currently in force was adopted when the Company was incorporated under the Companies Act, 1956 and further amendments were adopted from time to time, over the past several years.

Considering that substantive sections of the Companies Act, 2013 which deal with the general working of the Companies stand notified, it is proposed to adopt new set of Articles of Association in line with the provisions of the Companies Act, 2013 including the Rules framed thereunder and to make certain other changes thereto. The

Articles of Association as on date along with the proposed amendments are available for inspection electronically by the members from the dispatch of the Notice, up to the last date of voting.

None of the Directors or Key Managerial Personnel of the Company or their relatives are in anyway concerned or interested in this Resolution except to the extent of the rights or powers provided if any under the revised Articles of Association to them or their relatives.

Your Directors recommend the passing of the Resolution in Item No. 5 of the Notice as a Special Resolution.

Annexure I

ADDITIONAL INFORMATION AS REQUIRED UNDER REGULATION 36(3) OF SEBI (LODR) REGULATIONS, 2015 & SECRETARIAL STANDARD – 2 ON GENERAL MEETINGS ABOUT DIRECTORS SEEKING APPOINTMENT ARE AS UNDER:

Name of the Director	Ms. Saloni Jhaveri
Date of Birth	May 13, 1974 (Age 51 Years)
Director Identification Number (DIN)	02872575
Category and Designation	Non-Executive Independent Director
Date of first appointment on the Board	January 10, 2026
Qualifications	B.Com, M.Com and MBA from The Pennsylvania State University.
Brief Resume and nature of expertise in specific functional areas	<p>Ms. Saloni Jhaveri has over two decades of experience in private equity, mergers and acquisitions, corporate finance, and strategy, with professional experience across the United States and India. Over the course of her career, she has successfully negotiated, executed, and closed numerous cross-border and domestic transactions, including mergers, acquisitions, joint ventures, private equity investments, and entry-strategy assignments across multiple sectors.</p> <p>Currently based in Mumbai, Ms. Saloni joined NIIF in its early years as Chief of Staff and was instrumental in building several foundational pillars of the institution. She currently heads Investor Relations at NIIF and is responsible for fund raising for all three funds as well as building strong relationships with global investors, key stakeholders including Government of India representatives, global business leaders and Embassies and Consulates around the world. At NIIF, she has been responsible for successfully fundraising from several large, credible and reputed international and domestic investors.</p> <p>Prior to joining NIIF, Ms. Saloni was a Partner at SKP Business Consulting, where she led a 15-member team within the M&A and Consulting practice. She has also held positions at KPMG India and HDFC Private Equity. She began her career in 1999 with Praxair, based in the company's U.S. office.</p>
Terms & conditions of Appointment/ re-appointment	Terms and Conditions of appointment or reappointment are as per the Remuneration and Nomination Policy of the Company as displayed on the Company's website at www.dmcce.com . Also please refer Explanatory Statement
The skills and capabilities required for the role and the manner in which the proposed person meets such requirements (applicable in case of Independent Directors)	As mentioned in the respective Explanatory statement.
Details of remuneration sought to be paid	As per the Remuneration and Nomination Policy of the Company as displayed on the Company's website i.e. www.dmcce.com
Remuneration last drawn	Not Applicable since appointed as Additional Director designated as Non-Executive Independent Director w.e.f. January 10, 2026.

Name of the Director	Ms. Saloni Jhaveri
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	None
Number of Board Meetings attended during the year FY 2025-26	Not Applicable since appointed as Additional Director designated as Non-Executive Independent Director w.e.f. January 10, 2026.
Directorships held in other Companies, excluding foreign Companies as on February 6, 2026	Nil
Memberships / Chairmanships of Audit and Stakeholders Relationship Committees of other Public Companies as on February 6, 2026	Nil
Name of the Listed Entities from which the Director has resigned in the past three years	Nil
Number of shares held as on February 6, 2026	Nil
Shareholding as Beneficial Owner as on February 6, 2026	Nil
The justification for choosing the appointee for appointment as Independent Director.	Provided in the respective explanatory statement.

Annexure II

ADDITIONAL INFORMATION AS REQUIRED UNDER REGULATION 36(3) OF SEBI (LODR) REGULATIONS, 2015 & SECRETARIAL STANDARD – 2 ON GENERAL MEETINGS ABOUT DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT ARE AS UNDER:

I) General Information

Nature of Industry	Chemical
Date of commencement of commercial production	25-09-1919 (Date of Incorporation)
In case of new companies, expected date of commencement of activities as per project approved by the financial institutions appearing in the prospectus	Not Applicable.
Financial performance based on given indicators	Please refer to the financial results in Annual Report.
Foreign investments or collaborations, if any	The Company has DMCC (Europe) GmbH (Formerly Borax Morarji (Europe) GmbH) as a 100% wholly owned subsidiary Company in Germany. Primarily it owns registrations for your company's products as per REACH regulations. This is a requirement for sales into the European Union. The Company has neither made any Foreign Investments nor entered into any collaborations during the last Financial Year.

II) Information about the Appointee

Name of the Director	Shri Bimal Lalitsingh Goculdas
Date of Birth	08.11.1968
Director Identification Number (DIN)	00422783
Category and Designation	Managing Director & Chief Executive Officer
Date of first appointment on the Board	14.02.2018
Brief Resume and nature of expertise in specific functional areas	Shri Bimal Lalitsingh Goculdas is a technocrat with entrepreneurial spirit having deep expertise in sulphur and boron chemistry. He is associated with the Company for over two decades and has played a pivotal role in transforming the organisation and propelling business growth. His extensive experience spans across functions such as Business Strategy, Business Development, Finance and Supply Chain Management. performance. He holds a Master's Degree in Chemical Engineering from University of Wyoming, United States and a Bachelor's Degree in Chemical Engineering from the Institute of Chemical Technology, Mumbai. He has a rich experience of over 31 years of handling various key functions such as production, technology, supply chain management, marketing both domestic & export and finance.
Terms & conditions of Appointment/ re-appointment	Terms and Conditions of appointment or re-appointment are as per the Remuneration and Nomination Policy of

	the Company as displayed on the Company's website at www.dmcc.com also please refer Explanatory Statement.
Details of remuneration sought to be paid	As per the Explanatory Statement.
Remuneration last drawn for FY 2025-26	<p>During the FY 2024-25, the Company has paid Rs. 205.23 Lakhs* to Shri Bimal Lalitsingh Goculdas comprising of following components: a) Salary: Rs. 205.23 Lakhs,</p> <p>*Includes Performance Linked Incentive for the financial year 2023-24 Rs. 10.67 Lakhs paid during the year 2024-25.</p>
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	Shri Laxmikumar Narottam Goculdas (Uncle of Shri Bimal Lalitsingh Goculdas) is the Chairman and Non-Executive- Non- Independent Director of the Company and Ms. Mitika Laxmikumar Goculdas (Cousin Sister of Shri Bimal Lalitsingh Goculdas) is the Non-Executive - Non Independent Director of the Company.
Number of Board Meetings attended during the year FY 2024-25	Four (4)
Directorships held in other Companies, excluding foreign Companies as on January 31, 2026	<ol style="list-style-type: none"> 1. L P Gas Equipment Private Limited 2. Kosan Industries Private Limited 3. Bombay Foods Private Limited 4. Gocul Gas Private Limited 5. Phoenix Distributors Private Limited 6. Natural Gas Company Pvt. Ltd. 7. Autogas Conversion (India) Private Limited 8. B. S. and Services Private Limited 9. Jasraj Trading Company Private Limited 10. L.P. Gas Transport & Bottling Co. Pvt. Ltd. 11. Phoenix Distributors Gas Agencies Bhopal Pvt. Ltd. 12. B. S. and Services Gas Agencies Bhopal Pvt. Ltd 13. Indian Chemical Council 14. Suschem Welfare Foundation
Memberships / Chairmanships of Audit and Stakeholders Relationship Committees of other Public Companies as on January 31, 2026	Nil
Name of the Listed Entities from which the Director has resigned in the past three years	Nil
Number of shares held as on March 31, 2025	97,200 Equity Shares of Rs.10/- each
Shareholding as Beneficial Owner as on March 31, 2025	97,200 Equity Shares of Rs.10/- each
Reasons for losses/ inadequate profits	There are no losses however, there may be inadequate profits due to hike in the interest rate, rising running cost, challenging business environment, adverse market conditions and due to change in government policy.

Steps taken or proposed to be taken for Improvement	Company is working towards improving plant efficiencies. Company is taking initiatives in increasing efficiency and cost reduction making progress in turnover. Regarding our projects and internal operations, we have successfully completed our planned capital expenditures (Capex). The Sulphuric acid plant in Dahej is operational and also completed the construction of the speciality chemical plant at Dahej. The Company has made significant value additions to our sulfone products, which are performing reasonably well and have been launched in the market. Company is also striving for better efficiency of manufacturing facility by adopting Energy Management Systems, cost reductions and sales maximization.
Expected increase in productivity and profits in measurable terms	The Company is very conscious about improvement in productivity and undertakes constant measures to improve it. In view of the steps taken by the Company as stated above, the Company believes that there will be significant increase in productivity and profitability in the years to come.
Disclosures	Nil.

Annexure III**ADDITIONAL INFORMATION AS REQUIRED UNDER REGULATION 36(3) OF SEBI (LODR) REGULATIONS, 2015 & SECRETARIAL STANDARD – 2 ON GENERAL MEETINGS ABOUT DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT ARE AS UNDER:**

Information about the Appointee

Name of the Director	Shri Kuldeep Kumar Tiwari
Date of Birth	08.12.1972
Director Identification Number (DIN)	10633725
Category and Designation	Executive Director Operations
Date of first appointment on the Board	24.05.2024
Background details	Shri Kuldeep Kumar Tiwari aged about 52 years is a Science Graduate and seasoned Professional and brings with him rich experience of 26+ years in project management and operations in the Sulphuric acid industry in India and Abroad. Shri Kuldeep Kumar Tiwari has been working with the Company since year 2020 and before his appointment as Executive Director (Operations)" he was designated as Vice President (Operations) of the Company.
Past Remuneration	Rs.24,26,585/- per p.a. (w.e.f. May 24,2024)
Recognition or awards	The Company has received various awards and recognition during his Tenure.
Job Profile and his suitability	More than 2 decades of experience overall and 6 years of experience in operations of Company. He is responsible for operations of the Company.
Remuneration proposed	As set out in the resolution for item no. 3 of the Notice.
Comparative remuneration profile with respect to industry, size of company, profile of the position and person	The proposed remuneration is in tune with the current remuneration packages of the similar industry at this level, qualifications and experience of the appointee and the responsibilities shouldered by him.
Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any	N.A.
Reasons for losses/ inadequate profits	There are no losses however, there may be inadequate profits due to hike in the interest rate, rising running cost, challenging business environment, adverse market conditions and due to change in government policy.

Steps taken or proposed to be taken for Improvement	Company is working towards improving plant efficiencies. Company is taking initiatives in increasing efficiency and cost reduction making progress in turnover. Regarding our projects and internal operations, we have successfully completed our planned capital expenditures (Capex). The Sulphuric acid plant in Dahej is operational and also completed the construction of the speciality chemical plant at Dahej. The Company has made significant value additions to our sulfone products, which are performing reasonably well and have been launched in the market. Company is also striving for better efficiency of manufacturing facility by adopting Energy Management Systems, cost reductions and sales maximization.
Expected increase in productivity and profits in measurable terms	The Company is very conscious about improvement in productivity and undertakes constant measures to improve it. In view of the steps taken by the Company as stated above, the Company believes that there will be significant increase in productivity and profitability in the years to come.
Disclosures	Nil.