

**DIAMINES AND CHEMICALS LTD.**

CIN NO: L24110GJ1976PLC002905

Registered Office : Plot No. 13, PCC Area,
P.O. Petrochemicals, Dist. Vadodara - 391346.**NOTICE OF 43rd ANNUAL GENERAL MEETING,
E-VOTING INFORMATION & BOOK CLOSURE**

Notice is hereby given that the 43rd Annual General Meeting (AGM) of Diamines and Chemicals Limited ("the Company") will be held at Registered office of the company situated at Plot No.13, PCC Area, P.O. Petrochemicals, Vadodara - 391 346, **on Friday, August 09, 2019** at 12:00 Noon, to transact Ordinary as well as Special businesses as set out in the notice of AGM dated May 17, 2019. The said notice along with proxy form, Attendance slip, e-voting communication and Annual report together with Audited Financial statements have been dispatched to all the members, at their registered address by Courier and electronically to those members, who have their e-mail addresses registered with the Company / Depository Participant(s). The aforesaid notice along with, other documents are available on website of the company at www.dacl.co.in and also available on the website of Central Depository Service (India) Limited (CDSL) at www.evotingindia.com. The dispatch of notice of 43rd AGM and Annual Report for the financial year 2018-19 has been completed on July 15, 2019.

As per Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is providing remote e-voting facility to its members to cast their vote by electronic means on all Resolutions set out in the Notice of AGM i.e. from a place other than venue of AGM, through e-voting services provided by Central Depository Services (India) Limited ("CDSL") on all the resolutions set forth in the Notice of 43rd AGM. Members holding shares either in physical form or in dematerialized form, as on cut-off date of August 02, 2019, may cast their votes electronically on all the resolutions set forth in the Notice of 43rd AGM.

All the members are hereby informed that :

REMOTE E-VOTING :

- It may please be noted that the Ordinary and Special Business as set out in the Notice of AGM will also be transacted by electronic means through e-voting service provided by CDSL.
- Members are requested to refer Notes forming part of notice of AGM dtd. May 17, 2019, regarding process and manner of E-voting.
- The cut-off date for the determining the eligibility to vote by remote e-voting at the AGM is August 02, 2019.
- The remote e-voting shall **commence on Monday, August 05, 2019 (from 9:00 a.m. IST) and end on Thursday, August 08, 2019 (5:00 p.m. IST)**. During this period, members may cast their vote electronically. The e-voting module shall be disabled by CDSL thereafter and e-voting shall not be allowed beyond 5:00 p.m. IST on August 08, 2019. The voting rights of members shall be in proportion to the equity shares held by them as on **August 02, 2019 ("Cut-off date")**. Any person who is a member of the company on the Cut-off date is eligible to cast vote on all resolutions set forth in the Notice of AGM.
- The facility of voting through poll will be provided at the AGM. The Members attending the meeting and those who have not cast their vote earlier by e-voting shall be able to vote at the meeting.
- A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again in the meeting.
- A member who is entitled to attend and vote in the meeting is also entitled to appoint a proxy to attend and vote instead of himself and a proxy need not be a member. The instrument appointing proxy should, however, be deposited with Registered office of the Company not less than Forty Eight hours before the Commencement of the Meeting.
- Any person, who acquires shares of the Company and becomes member of the company after dispatch of the Notice of the AGM and holding shares as on the cut-off date i.e., August 02, 2019 may obtain login id and password by sending a request at helpdesk.evoting@cdslindia.com. However if a person is already registered with CDSL for e-voting then existing user id and password can be used for casting vote.
- In case of queries, members may refer to 'HELP SECTION' on www.evotingindia.com for FAQs, User manual for shareholders to cast their votes or call on toll free no.: 1800225533 or contact Mr. Rakesh Dalvi, (Manager), Address : 25th Floor, A Wing, Marathon Futurex, Mafatlal Mills Compound, NM Joshi Marg, Lower Parel (E), Mumbai - 400013, E-mail-helpdesk.evoting@cdslindia.com. Members may also write to the Company Secretary of the Company at secretarial@dacl.co.in or at the Registered Office of the Company.

BOOK CLOSURE:

- Notice is also hereby given pursuant to Section 91 of the Companies Act, 2013 and Regulation 42 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, the Register of Members & Share Transfer Books of the Company will remain closed from **August 02, 2019 to August 09, 2019** (both days inclusive) for the purpose of 43rd AGM and payment of Final Dividend (if approved by the Members at the AGM).
- The Board of Directors has also decided to change Registrar and Share transfer Agent from M/s. MCS Share transfer Agent Ltd. to M/s Link Intime India Pvt. Ltd. w.e.f. 01.10.2019, subject to approval of members in ensuing AGM.
- The members are requested to communicate all their correspondence to the Registrars & Share Transfer Agent - M/s. MCS Share transfer Agent Ltd. (Admin Office), 88, Neelam Apartment, Above Chappan Bhog, Sampatrao Colony, Alkapuri, Vadodara - 390 007, (upto 30.09.2019) and M/s Link Intime India Pvt. Ltd. at B-102 & 103, Shangrila Complex, First Floor, Opp. HDFC Bank, Near Radhakrishna Char Rasta, Akota, Vadodara - 390 020 (w.e.f. 01.10.2019) subject to approval of members in ensuing AGM.

By Order of the Board
For DIAMINES AND CHEMICALS LTD
Hemaxi Pawar
Company Secretary

Place: Vadodara
Date: July 15, 2019