

July 21, 2021

To,

Department of Corporate Services  
The BSE Limited  
Phiroze Jeejeebhoy Towers  
Fort, Mumbai - 400 001

**Scrip Code: 500120**

**Gist of proceedings of the 45<sup>th</sup> Annual General Meeting of Diamines and Chemicals Limited held on July 20, 2021**

In accordance with the MCA circulars, SEBI notifications issued due to the Covid-19 pandemic, applicable provisions of Companies Act, 2013 and SEBI (LODR) Regulations, 2015, the 45<sup>th</sup> (forty-fifth) Annual General Meeting (AGM) of the members of the company was held on Tuesday, July 20, 2021 commenced at 12:00 noon through Video Conferencing (VC) / Other Audio Visual Means (OAVM).

54 (Fifty Four) Shareholders remained present including Corporate Representative, whose names are mentioned in the attendance register. Mr. Shripal Shah and Mr. Rohit Parekh, representative of M/s K. C. Mehta & Co., Chartered Accountants, Statutory Auditors, and Mr. Sandip Sheth and Mr. Prashant Prajapati from M/s Sandip Sheth & Associates, Secretarial Auditors remained present in the Meeting. Chairman of Audit Committee, Stakeholder's Relationship Committee and Nomination and Remuneration Committee remained present in the Meeting.

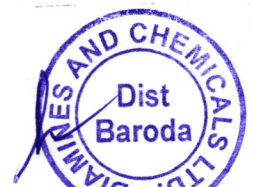
Mr. Amit Mehta, Executive Chairman of the Company occupied the chair and after ascertaining required quorum, the Meeting proceeded further.

The Chairman gave the overview of the financial performance of the Company for the financial year ended March 31, 2021 and its future outlook. The Chairman then invited the shareholders registered as Speakers to express their views and ask questions on the Company's accounts and business, which were satisfactorily replied by the Executive Chairman, Executive Director and professional Director.

Following businesses were transacted in the Meeting:

Ordinary Businesses:

- 1) To receive, consider and adopt the audited Financial Statements of the Company for the Financial Year ended on March 31, 2021 together with the Reports of the Board of Directors' and Auditors' thereon including the audited consolidated financial statements of the Company for the year ended on March 31, 2021
- 2) To appoint a Director in place of Mr. Amit Mehta (DIN: 00073907) who retires by rotation and being eligible, offers himself for re-appointment
- 3) To declare Final Dividend of ₹ 5/- per Ordinary (Equity) share of ₹ 10/- each for the financial year 2020-2021



Special Businesses:

- 4) Ratification of Remuneration to Cost Auditor
- 5) Re-appointment of Mr. G. S. Venkatachalam as an Executive Director
- 6) Appointment of Mr. Rajendra Chhabra as Non-Executive Director in the category of Professional Director and to approve payment of fees/compensation
- 7) To approve Remuneration already paid to Mr. Rajendra Chhabra as Non-Executive Director in the category of Professional Director exceeding fifty per cent of the total Remuneration/compensation/fees payable to all the Non-Executive Director of the Company for the financial year 2020-21
- 8) To approve payment of Remuneration of Mr. Rajendra Chhabra as Non-Executive Director in the category of Professional Director exceeding fifty per cent of the total Remuneration/compensation/fees payable to all other Non-Executive Director of the Company for the financial year 2021-22
- 9) Commission to Non-Executive Directors
- 10) To approve 'DACL - Employees Stock Option Plan 2021'
- 11) To extend approval of 'DACL - Employees Stock Option Plan 2021' to the employees of Holding Company and its Subsidiary Company (ies)
- 12) Grant of Options to issue securities equal to or exceeding One per cent but not exceeding Two per cent of the issued Capital of the Company during any One financial year to identified employees under DACL - Employees Stock Option Plan 2021

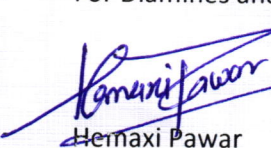
The Chairman informed the members that pursuant to provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, Company has provided an opportunity to all members for casting their votes electronically in respect of the businesses to be transacted at the Annual General Meeting. E-voting commenced at 9.00 a.m. on July 16, 2021 and ended at 5.00 p.m. on July 19, 2021. He also informed the members about the voting facility available at the AGM.

He also added that M/s. Sandip Sheth & Associates, Firm of Practicing Company Secretaries, has been appointed as Scrutinizer by the Board to conduct the e-voting in a fair and transparent manner and Scrutinizer's report along with e-voting result will be placed on the website of the Company in due course of time and intimation of the same will be given to the Stock Exchange.

The meeting commenced at 12.00 noon and concluded with a vote of thanks to the Chairman at 01.20 p.m.

Thanking You.

Yours Faithfully  
For Diamines and Chemicals Limited

  
Hemaxi Pawar  
Company Secretary

