

REF: CHEMFAB/SEC/2025-2026

Date: 20th August 2025

BSE Limited

Corporate Relationship Department
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai- 400 001.

BSE – Scrip Code: 541269

National Stock Exchange of India Limited

The Manager, Listing Department
“Exchange Plaza”
Bandra - Kurla Complex, Bandra (E)
Mumbai - 400 051

NSE Symbol: CHEMFAB

Sub: Regulation 30 and application regulations of Securities Exchange Board of India (LODR) Regulation, 2015, as amended.

Pursuant to Regulation 30 of SEBI (LODR) Regulation 2015, as amended, we wish to inform you that, the 16th Annual General Meeting (“AGM”) of the Company is scheduled to be held on Friday, 12th September 2025 at 10:00 AM (IST) through Video Conferencing (“VC”)/Other Audio-Visual Means (“OAVM”) and the respective Notice convening said AGM is enclosed with this letter. For ease of reference to shareholders the calendar of events of said AGM is set out below:

Event	Date	Time
Relevant Date/Cut-off Date to vote on AGM resolution	05-09-2025	NA
Record Date for Dividend	05-09-2025	NA
Book Closure Period	06-09-2025 to 12-09-2025 (both days inclusive)	NA
Commencement of E-voting	09-09-2025	09:00 AM (IST)
End of E-voting	11-09-2025	05:00 PM (IST)
Annual General Meeting	12-09-2025	10:00 AM (IST)

Kindly take above information on records.

Thanking You,

Yours Faithfully,

For CHEMFAB ALKALIS LIMITED

Bharatraj Panchal
Company Secretary & Compliance officer

Notice of the 16th Annual General Meeting

Notice is hereby given that the Sixteenth Annual General Meeting of the Company will be held on Friday, the 12th September, 2025 at 10:00 AM (IST), through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM") to transact the following business:

ORDINARY BUSINESS:

1. Adoption of Financial Statements:

To consider and if thought fit, to pass with or without modifications, the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT the Audited Standalone and Consolidated Financial Statements of the Company i.e., Balance Sheet of the Company as at 31st March 2025 and the Statement of Profit and Loss A/c (incl. Comprehensive income), Statement of Cash Flow and Statement of Changes in Equity for the year ended on that date, together with the Reports of the Board of Directors ("the Board") and the Auditors thereon as presented to this Annual General Meeting, be and are hereby approved and adopted".

2. Retirement by Rotation:

To consider and if thought fit, to pass with or without modifications, the following Resolution as an **Ordinary Resolution**:

"RESOLVED THAT Mr. R. Mahendran (DIN: 07451058), Director, who retires by rotation and being eligible, offers himself for reappointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

3. Dividend:

To consider and if thought fit, to pass with or without modifications, the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT a Dividend at the rate of Rs. 1.25 per Equity Share (12.50%) be and is hereby declared, on the fully paid-up Equity Shares of Rs.10/- each in the Paid-up Capital of the Company, to those Members whose names appear in the Register of Members of the Company as on the date of the Book Closure."

SPECIAL BUSINESS:

4. Ratification of Cost Auditor's Remuneration

To consider and if thought fit, to pass the following Resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to Section 148 and read with the Companies (Audit and Auditors) Rules, 2014 and other applicable provisions, if any, of the Companies Act, 2013, (including any amendment/modification thereof), the decision to pay a Remuneration of Rs. 190,000/- to Mr. A. Madhavan, Mohan & Associates (Firm Registration No. ICAI Firm No - 003483), the Cost Auditors of the Company

for the year 2025 - 26, as recommended by the Audit Committee and as approved by the Board of Directors, be and is hereby ratified".

5. Payment of Commission to Non - Executive Directors of the Company

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

"RESOLVED THAT pursuant to the provisions of sections 197, 198 of the Companies Act 2013 ("Act") and rules made thereunder, consent of the Company be and is hereby accorded for payment of Commission to Directors, including the payment of Commission to Independent Directors and the reimbursement of expenses for participation in the Board and Board's Committees' Meetings, out of the net profits of the Company within the ceiling of 11% of the net profits of the Company as prescribed under Section 197 (1) and such other applicable provisions, if any, of the Companies Act, 2013".

"RESOLVED FURTHER THAT the commission be divisible among the Directors in such proportion as the Board of Directors may decide."

"RESOLVED FURTHER THAT pursuant to Regulation 17(6) (ca) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including any amendment thereof the consent of the members of the Company be and is hereby accorded for the payment of commission to a single non-executive director, if it exceeds fifty per cent of the total annual remuneration payable to all non-executive directors of the Company for the Financial Year 2024-25."

"RESOLVED FURTHER THAT the Company Secretary of the Company or any one of the directors of the Company be and are hereby authorized to do all such acts, deeds and things as may be necessary to give effect to the foregoing resolutions."

6. Appointment of Mr. Satish Narain Jajoo (DIN: 07524333) as an Independent Director

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 149, 152, and any other applicable provisions of the Companies Act, 2013 ("Act") and the Rules made there under and read with Schedule IV of the Act and Regulation 17 and 25 and other applicable provisions of the Securities and Exchange Board of India

(Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) (including any statutory modification(s) or re-enactment thereof for the time being in force), the Articles of Association of the Company and such other approval(s), consent(s) or permission(s), as may be required, and on the basis of recommendation of the Nomination and Remuneration Committee and that of the Board of Directors of the Company, Mr. Satish Narain Jajoo (DIN: 07524333), who was appointed as an Additional Independent Director of the Company by the Board of Directors on 30th May, 2025 effective from 30th May, 2025, whose term of office expires at this Annual General Meeting (‘AGM’) and who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations, be and is hereby appointed as an Independent Director of the Company to hold office for first term of 5 (Five) consecutive years commencing from 30th May, 2025 to 29th May, 2030.

“RESOLVED FURTHER THAT any of the Directors or the Company Secretary of the Company be and are hereby severally authorized to do all acts, deeds, matters and things as may be necessary to give effect to this resolution.”

7. Approval for Amendment to Chemfab Alkalis Employee Stock Option Scheme (“Caesos 2020”)

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

“RESOLVED THAT in accordance with the provisions of section 62(1)(b) of the Companies Act, 2013 read with Rule 12 of the Companies (Share Capital and Debentures) Rules, 2014 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder, Regulations 6 & 7 of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and the relevant rules, notifications, circulars, and guidelines made thereunder, the provisions of Articles of Association of the Company and subject to such other approvals, permissions and sanctions as may be necessary and subject to such conditions and modifications as may be prescribed or imposed while granting such approvals, permissions and sanctions, which may be accepted by the Board of Directors of the Company (which term includes the Compensation Committee and shall hereinafter be referred to as “the Board”), consent of the Members be and is hereby accorded to, inter alia, increase the total number of Options that may be granted under the Chemfab Alkalis Employees Stock Option

Scheme 2020 (“CAESOS 2020”), and for modification of the said ESOP Scheme CAESOS 2020 in the manner and to the extent laid out herein below:

(i) Article 4.1 of the ESOP Scheme CAESOS 2020 is substituted by the following:

“4.1 The total number of Options granted under CAESOS 2020 shall not exceed 5,00,000 (Five Lakhs) Options convertible into equivalent number of equity shares of face value of ₹ 10/- each.”

(ii) Article 7.1 of the ESOP Scheme CAESOS 2020 is substituted by the following:

“7.1 (a) Upon the Employee continuing in the employment of the Company and upon compliance with the terms of this Scheme, the Options granted by the Company, up to the date of the special resolution passed by the shareholders at the annual general meeting held on 12th September, 2025, would continue to vest with the employees over the vesting period as set out below:

- 25% of the Options – at the expiry of One year from the date of grant
- 25% of the Options – at the expiry of Two years from the date of grant
- 25% of the Options – at the expiry of Three years from the date of grant
- 25% of the Options – at the expiry of Four years from the date of grant

(b) Upon the Employee continuing in the employment of the Company and upon compliance with the terms of this Scheme, the Options granted by the Company after the date of special resolution passed by the shareholders at the annual general meeting held on 12th September, 2025, would vest with the employees over the vesting period as set out below:

- 100% of the Options – at the expiry of One year from the date of grant.”

(iii) Article 9.1 of the ESOP Scheme CAESOS 2020 is substituted by the following:

“9.1 (a) The Exercise price per share for all Options granted by the Company up to the date of the special resolution passed by the shareholders at the annual general meeting held on September 12, 2025 shall be calculated as below:

Market Price minus 30% (thirty percent) of the Market Price.

(b) The Exercise price per share for all Options granted by the Company after the date of the special resolution passed by the shareholders at the

annual general meeting held on September 12, 2025 shall be calculated as the lower of the following:

- (i) Market Price minus 50% (fifty percent) of the Market Price or
- (ii) INR 500."

(iv) Article 18.1 of the ESOP Scheme CAESOS 2020 is substituted by the following:

The Company may, at any time at its discretion, change the terms and conditions of the CAESOS 2020.

"RESOLVED FURTHER THAT the abovementioned amendment in the ESOP Scheme CAESOS 2020 will not affect any Options granted earlier under the original ESOP Scheme CAESOS 2020, as amended from time to time."

"RESOLVED FURTHER THAT all other terms and conditions of the original ESOP Scheme CAESOS 2020, as amended from time to time, and all subsisting consents, authorizations and approvals granted from time to time, including resolutions passed by the members and/or the Board, with regard to implementation and administration of the ESOP Scheme CAESOS 2020, remain unchanged and continue to be in force."

"RESOLVED FURTHER THAT all actions taken by the Board in connection with the above and all incidental and ancillary things done, are hereby specifically approved and ratified."

"RESOLVED FURTHER THAT the Board be and is hereby further authorised to issue and allot equity shares upon exercise of the Options from time to time in accordance with the Scheme and such equity shares shall rank pari passu in all respects with the then existing equity shares of the Company."

"RESOLVED FURTHER THAT in case of any corporate action(s) such as rights issues, bonus issues, change in capital structure, merger and/or sale of division/undertaking or other re-organisation, and others, if any additional equity shares are required to be issued by the Company to the Shareholders ("Additional Shares"), the ceiling as aforesaid of 5,00,000 (Five Lakhs) Options and equity shares respectively, to be issued and allotted shall be deemed to increase in proportion of such Additional Shares issued to facilitate making a fair and reasonable adjustment."

"RESOLVED FURTHER THAT in case the Equity Shares or other relevant securities of the Company are either sub-divided or consolidated, then the number

of shares to be allotted and the price of acquisition payable by the Option grantees under the Scheme shall automatically stand augmented or reduced, as the case may be, in the same proportion as the present face value of Rs.10/- (Rupees Ten) per Equity Share bears to the revised face value of the equity shares of the Company after such sub-division or consolidation, without affecting any other rights or obligations of the option grantees."

"RESOLVED FURTHER THAT the Board of Directors (which expression includes the Compensation Committee) be and is hereby also authorised at any time to modify, change, vary, alter, amend, suspend or terminate CAESOS 2020 subject to the compliance with the applicable laws and regulations and to do all such acts, deeds, matters and things as it may in its absolute discretion deem fit, for such purpose and also to settle any issues, questions, difficulties or doubts that may arise in this regard without being required to seek any further consent or approval of the Shareholders and further to execute all such documents, writings and to give such directions and/or instructions as may be necessary or expedient to give effect to such modification, change, variation, alteration, amendment, suspension or termination of CAESOS-2020 and do all other things incidental and ancillary thereof."

"RESOLVED FURTHER THAT the Company shall conform to the accounting policies prescribed from time to time under the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 and any other applicable laws and regulations to the extent relevant and applicable to CAESOS 2020."

"RESOLVED FURTHER THAT the Board be and is hereby also authorised to take necessary steps for obtaining in-principle approval of the stock exchange(s) where the equity shares of the Company are listed and listing of the equity shares allotted under CAESOS 2020 as per the provisions of the Listing Regulations and other applicable laws, guidelines, rules and regulations."

"RESOLVED FURTHER THAT the Board be and is hereby further authorised to do all such acts, deeds and things, as it may in its absolute discretion, deem necessary as also to prefer applications to the appropriate authorities, parties and the institutions for their requisite approvals and sign and submit all the necessary letters, undertakings, declarations, certificates, forms and applications and all other documents required to be filed in this connection and to settle all such questions or difficulties whatsoever which may arise and take all such steps and decisions in this regard."

“RESOLVED FURTHER THAT the Board be and is hereby also authorised to nominate and appoint one or more persons to represent the Company for carrying out any or all of the activities that the Board is authorised to do for the purpose of giving effect to this Resolution.”

8. To appoint M/s. M Damodaran & Associates LLP, practicing Company Secretaries, (Firm Registration Number: L2019TN006000) as the Secretarial Auditors of the Company for a term of Five Consecutive Years:

To consider and if thought fit to pass, with or without modification, the following resolution as an **Ordinary Resolution:**

“RESOLVED THAT pursuant to Section 204 and other applicable provisions of Companies Act, 2013 read with rule 9 of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 24A of SEBI (Listing Obligations

and Disclosure Requirements) Regulations, 2015, and based on the recommendation of Audit Committee and Board of Directors of the Company, M/s. M Damodaran & Associates LLP practising Company Secretaries (Firm Registration Number: L2019TN006000) (Peer Review No. 3847/2023) be and are hereby appointed as Secretarial Auditors of the Company for the first term of five consecutive years (audit period), commencing from Financial year 2025-2026 till Financial year 2029-2030, to hold office till conclusion of the Annual General Meeting to be held during the year 2030 at a remuneration plus applicable taxes and other out-of-pocket expense as may be mutually agreed between the Secretarial Auditors and the Board of Directors.

RESOLVED FURTHER THAT approval of the members is hereby accorded to the Board to avail or obtain from the Secretarial Auditors, such other services or certificates or reports which the Secretarial Auditors may be eligible to provide or issue under the applicable laws at a remuneration to be determined by the Board of Directors.

By order of the Board of Directors
For Chemfab Alkalis Limited

Place: Chennai
Date: 31st July, 2025

Bharatraj Panchal
Company Secretary and Compliance Officer

Notes:

1. The Ministry of Corporate Affairs ('MCA') has vide its General Circular no. 2/2022 dated 05th May, 2022, General Circular no. 21/2021 dated 14th December, 2021 read with General Circular No. 02/2021 dated 13th January 2021, General Circular No. 14/2020 dated 08th April 2020, General Circular No. 17/2020 dated 13th April 2020 and General Circular No. 20/2020 dated 05th May 2020, Circular No. 2/2022 dated 5th May 2022, Circular No. 3/2022 dated 5th May 2022, General Circular No. 10 & 11/2022 dated 28th December, 2022, General Circular No. 9/2023 dated 25th September 2023 and the latest being General Circular No. 9/2024 dated 19th September, 2024 (collectively referred to as 'MCA Circulars') and Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January 2021 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated 3rd October, 2024 respectively issued by the Securities and Exchange Board of India (collectively referred to as 'SEBI Circulars') permitted the holding of the Annual General Meeting ('AGM') through VC/OAVM, without the physical presence of the Members at a common venue upto 30th September, 2025. Accordingly, in compliance with the said Circulars, the AGM of the Company is being held through VC/OAVM. Further, in terms of the Secretarial Standards on General Meetings (SS-2) issued by The Institute of Company Secretaries of India, the deemed venue of 16th (Sixteenth) AGM shall be deemed to be the Registered Office of the Company situated at "TEAM House", GST Salai, Vandalur, Chennai – 600048.

The MCA Circulars read with the Securities and Exchange Board of India ("SEBI") Circular: SEBI/HO/DDHS/DDHS-PoD-1/P/CIR/2025/83 dated 5th June 2025 ("SEBI Circular") and other circulars issued from time to time by the regulators, has dispensed with the requirement of sending the physical copies of the AGM Notice and Annual Report to the members. Accordingly, in compliance with MCA Circulars and SEBI Circulars, the Annual Report for FY 2024-25, the Notice of the 16th AGM and the Instructions for e-voting are being sent by electronic mode to all the Members whose e-mail addresses are registered with the Company/respective Depository Participants and a letter providing the web-link, including the exact path, where complete details of the Annual Report is available will be sent to the members whose e-mail addresses are not registered with Company / Depository Participants/Registrar and Share Transfer Agent(RTA)

2. Members of the Company under the category of Institutional Investors are encouraged to attend and vote at the AGM through VC. Institutional/Corporate Shareholders (i.e., other than individuals/HUF, NRI, etc.) are required to send a

scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization etc., authorizing its representative to attend the AGM through VC/OAVM and vote on its behalf. The said Resolution/Authorization can be sent to the Company at [ccalcosecy@ccal.in](mailto:cacalcosecy@ccal.in) not before the 48 hours of the meeting. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members of body corporates can attend the AGM through VC/OAVM and cast their votes through e-Voting.

3. The facility to appoint a proxy to attend and cast vote for the members is not available for this AGM. In the case of joint holders attending the Meeting, only such joint holder who is higher in the order of names in the Register of Members will be entitled to vote.
4. The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 relating to the Special Business set out in the Notice is annexed hereto.
5. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.

Pursuant to the provisions of Section 107 and 108, read with the Companies (Management and Administration) Rules, 2014 read with notification GSR 207(E) dated March 19 2015, and as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020, and Circular No. 20/2020 dated May 05, 2020, Circular No. 20/2020 dated January, 13, 2021, Circular No. 2/2022 dated May 5, 2022 & Circular No. 10/2022 dated 28th December 2022 and Circular No. 09/2023 dated 25th September 2023 and in terms of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") the Company is providing the option of remote and AGM E-Voting facility to all the Members of the Company. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL). The Members can vote electronically through remote e voting either during the e-voting period ("remote e-voting") or at the AGM.

6. The details as required under Regulation 36(3) of the Listing Regulations and Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, in respect of brief resume of Directors proposed to be reappointed, nature of their expertise in specific functional areas, names of listed companies in which they

hold directorships and the Memberships of Board Committees, shareholding and relationships between directors inter-se, are provided in the Annexure to the explanatory statement attached to this Notice.

7. Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc.,

For shares held in electronic form: to their Depository Participants (DPs)

- b. For shares held in physical form: to the Company/Registrar and Transfer Agent in prescribed Form ISR-1 and other forms pursuant to SEBI Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/655 dated November 3, 2021. The Company has sent letters for furnishing the required details.

- c. Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022 has mandated the listed companies to issue securities in dematerialized form only while processing service requests viz. Issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/exchange of securities certificate; endorsement; sub-division/splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR - 4, the format of which is available on the Company's website at <https://chemfabalkalis.com> and on the website of the Company's Registrar and Transfer Agents, Company at <https://chemfabalkalis.com>. It may be noted that any service request can be processed only after the folio is KYC Compliant.

- d. As per Regulation 40 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 read with SEBI notification dated January 24, 2022, has mandated that all requests for transfer of securities including transmission and transposition requests shall be processed only in dematerialized form. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialization Members are advised to dematerialize the shares held by them in physical form. Members can contact the Company for assistance in this regard.

- e. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company, the details of such folios together with the share certificates along with the requisite KYC Documents for consolidating their holdings in one folio. Requests for consolidation of share certificates shall be processed in dematerialized form.

- f. As per the provisions of Section 72 of the Act and SEBI Circular, 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. If a member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/she may submit the same in Form ISR-3 or SH-14 as the case may be. The said forms can be downloaded from the Company's website <https://chemfabalkalis.com>. Members are requested to submit the said details to their DP in case the shares are held by them in dematerialized form and to Company in case the shares are held in physical form.

8. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, and the Register of Contracts or Arrangements in which the Directors are interested maintained under Section 189 of the Act and all the information/documents mentioned in this notice shall be available for inspection through electronic mode.

9. Pursuant to the Finance Act, 2020, dividend income will be taxable in the hands of shareholders w.e.f. April, 2020, and the Company is required to deduct tax at source from dividend paid to shareholders at the prescribed rates. For the prescribed rates for various categories, please refer to the Finance Act, 2020 and the amendments thereof. However, no tax shall be deducted on the dividend payable to a resident individual if the total dividend to be received by them during financial year 2024-2025 does not exceed Rs. 5,000 and also in cases where members provide Form 15G/Form 15H (applicable to individuals aged 60 years or more) subject to conditions specified in the IT Act. PAN is mandatory for members providing Form 15G/15H. The shareholders are requested to update their valid PAN with the DPs (if shares held in dematerialized form) and the Company (if shares are held in physical form).

A Resident individual shareholder with PAN and who is not liable to pay income tax can submit a yearly declaration in Form No. 15G/15H, to avail the benefit of non-deduction of tax at source by e-mail to 05-09-2025.

Shareholders are requested to note that in case their PAN is not registered, or having invalid PAN or Specified Person as defined under section 206AB of the Income-tax Act ("the Act"), the tax will be deducted at a higher rate prescribed under section 206AA or 206AB of the Act, as applicable.

Non-resident shareholders [including Foreign Institutional Investors (FIIs)/Foreign Portfolio Investors (FPIs)] can avail beneficial rates under tax treaty between India and their country of tax residence, subject to providing necessary documents i.e. No Permanent Establishment and Beneficial Ownership Declaration, Tax Residency Certificate, Form 10F, any other document which may be required to avail the tax treaty benefits. For this purpose, the shareholder may submit the above documents (PDF/JPG Format) by e-mail to ccalcosecy@ccal.in.

The aforesaid declarations and documents need to be submitted by the shareholders by 05-09-2025.

10. The members of the Company, whose names appear in the Register of Members/List of Beneficial Owners as on Friday 05-09-2025 ("Cut-off date") and who are otherwise not barred to cast their vote, are entitled to vote electronically either through remote e-voting or e-voting during AGM, on the Resolutions set forth in this Notice of the AGM. A person who is not a member on the Cut-off date should treat this notice for information purpose only.
11. The register of members and transfer books of the Company will remain closed from Saturday 06-09-2025 to Friday 12-09-2025 both days inclusive, and the members whose name appear in the register of members as on Friday 05-09-2025 (Record Date) shall be entitled for the payment of dividend.
12. Under section 124 of the Companies Act, 2013, the amount of dividend remaining unpaid or unclaimed for a period of seven years from the date of transfer to unpaid dividend account of the Company shall be transferred to the Investor Education and Protection Fund (IEPF) set up by the Government of India. Accordingly, unclaimed dividend amounts up to final dividend 2017-18 have been transferred to the said fund. The shareholders are advised to forward all un encashed dividend warrants from interim dividend 2017-18 to the registered office of the Company for revalidation and encash the same before the respective due date of transfer to IEPF.
13. The shareholders are requested to claim the unpaid dividend amount(s) immediately, failing which their shares shall be transferred to the demat account of the IEPF Authority as per Section 124 of the Act, read with applicable IEPF rules as amended from time to time. The Members / claimants whose shares, unclaimed dividend,

sale proceeds of fractional shares etc. have been transferred to IEPF may claim the shares or apply for refund by making an application to IEPF Authority in Form IEPF 5 (available on www.mcagov.in) along with requisite fee as decided by it from time to time. The Member / claimant can file only one consolidated claim in a Financial Year as per the IEPF Rules.

CDSL E-VOTING SYSTEM – FOR E-VOTING AND JOINING VIRTUAL MEETINGS

1. Pursuant to the provisions of 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 & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-Voting as well as the e-Voting system on the date of the AGM will be provided by CDSL.
2. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to at least 1000 members on first come first serve basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first serve basis.
3. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-Voting.
4. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.chemfabalkalis.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com

respectively. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-Voting system during the AGM) i.e. www.evotingindia.com.

THE INTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- (i) (i) The voting period begins on Tuesday 9th September, 2025 at 9:00 A.M (IST) and ends on Thursday 11th September, 2025 at 5:00 PM (IST). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Friday 05.09.2025 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

- (iv) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings for **Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	<ol style="list-style-type: none"> 1) Users who have opted for CDSL Easi/Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi/Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & My Easi New (Token) Tab. 2) After successful login the Easi/Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by Company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & My Easi New (Token) Tab and then click on registration option.

- (iii) Pursuant to SEBI Circular **No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-Voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-Voting service providers (ESPs) providing e-Voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-Voting to **all the demat account holders, by way of a single login credential, through their demat accounts/websites of Depositories/Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-Voting process.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below: **(Contd.)**

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL Depository	<p>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p> <p>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsd.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on Company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p> <p>2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsd.com/SecureWeb/ideasDirectReg.jsp.</p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on Company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p> <p>4) For OTP based login you can click on https://eservices.nsd.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on Company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting</p>
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on Company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>

Important note: Members who are unable to retrieve User ID/Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
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 21 09911
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

Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(v) Login method for e-Voting and joining virtual meetings for **Physical shareholders and shareholders other than individual holding in Demat form.**

- 1) The shareholders should log on to the e-Voting website www.evotingindia.com.
- 2) Click on "Shareholders" module.
- 3) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-Voting of any Company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

Login type	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the Company records in order to login. <ul style="list-style-type: none"> • If both the details are not recorded with the depository or Company, please enter the member id/folio number in the Dividend Bank details field.

- (vi) After entering these details appropriately, click on "SUBMIT" tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other Company on which they are eligible to vote, provided that Company opts for e-Voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-Voting on the resolutions contained in this Notice.

- (ix) Click on the EVSN for the relevant <Chemfab Alkalis Limited> on which you choose to vote.
- (x) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvii) **Additional Facility for Non – Individual Shareholders and Custodians – For Remote Voting only.**
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
 - It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; ccalcosecy@ccal.in (designated email address by Company) , if they have voted from individual tab & not uploaded same in the CDSL e-Voting system for the scrutinizer to verify the same.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the AGM/EGM is same as the instructions mentioned above for e-Voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-Voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
4. Shareholders are encouraged to join the Meeting through Laptops/IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least **7 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at ccalcosecy@ccal.in. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **seven days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at ccalcosecy@ccal.in. These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
10. If any Votes are cast by the shareholders through the e-Voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-Voting during the meeting is available only to the shareholders attending the meeting.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders - please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to **Company/RTA email id**.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective **Depository Participant (DP)**
3. **For Individual Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.**

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call toll free no. 1800 21 09911.

General Instructions:

- i) The Company has appointed Mr. S.A Inbavadi, Advocate, as the Scrutinizer to scrutinize the e-Voting process of the 16th Annual General Meeting in a fair and transparent manner.
- ii) The Scrutinizer shall after the conclusion of voting at the annual general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and make, within 2 working days of conclusion of the meeting a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith. The resolutions will be deemed have been passed on the AGM date subject to receipt of the requisite number or votes in favour of the resolutions.
- iii) The results declared along with the Scrutinizer's Report shall be placed on the Company's website www.chemfabalkalis.com and on the website of CDSL www.evotingindia.com immediately. The Company shall simultaneously forward the results to BSE & NSE Limited, where the shares of the Company are listed. The results shall also be displayed on the notice board at the Registered Office of the Company.

In terms of Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and Secretarial Standard 2 on General Meetings, a brief resume of the Directors proposed to be re-appointed in the forthcoming Annual General Meeting, nature of expertise in specific functional areas, disclosure of relationships between directors inter-se, other Directorships, Committee memberships, shareholdings in the Company are given below:

ITEM NO. 3

The details of Mr. R Mahendran as required under Secretarial Standard - 2 and Regulation 36 of the SEBI Listing Regulations, as applicable, are provided in 'Annexure I' to the Notice. Save and except Mr. R Mahendran and his relatives,

None of the Directors or Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the said resolution.

This Statement may be regarded as disclosures under Secretarial Standard – 2 and Regulation 36 of the SEBI Listing Regulations, as and when applicable.

Name of the Director	Mr. R. Mahendran
Director Identification Number	07451058
Nationality	Indian
Date of Birth	09/02/1960
Age	65
Qualifications	BSc
Expertise in Specific Function areas	Management
Date of First appointment to the Board	14 th March 2016
Number of Board meeting attended during the Financial Year 2024-25	Five
List of Directorship held in other Companies	Chemfab Alkalis Karaikal Limited
Relationship with other Directors	Not Applicable
Terms and Condition of Re – Appointment	Non-Independent & Non – Executive Director
Shareholding in the Company as on 31 st March, 2025	Nil

EXPLANATORY STATEMENT RELATING TO THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

ITEM NO: 4 – Ratification of Cost Auditor’s Remuneration

At the Board Meeting held on 14th May 2025, after considering the recommendation of the Audit Committee, the Directors appointed M/s. Madhavan, Mohan & Associates, Cost Accountant, as the Cost Auditor of the Company for carrying out the Cost Audit of the Company for the Financial Year 2025-2026 on the remuneration of Rs 1,90,000/- (Rupees One Lakhs Ninety Thousand Only) including the reimbursement of the out-of-pocket expenses. Further, in compliance to Section 148 read with the Companies (Audit and Auditors) Rules, 2014, the aforesaid remuneration approved by the Board of Directors is required to be ratified by the Shareholders.

Accordingly, the Board commends passing of said resolution as set out in Item No.4 of the Notice for approval of the members as Ordinary Resolution.

None of the Directors or the Key Managerial Personnel and their relatives are interested or concerned in the passing of the Resolution.

ITEM NO: 5 Payment of Commission to Non-Executive Directors of the Company

The Non-Executive Directors play a pivotal role in business strategy, financial and corporate governance of the Company, adding their expertise and rich

experience. The insight of Non-executive Directors in Company's governance and performance is very important for sustainable growth of the Company.

During the year, the Company has conducted the performance evaluation and benchmarking the commission payable to Non-Executives Directors. The evaluation was done on the basis of overall performance, Directors individual assessment and with the recommendation of the members of the Nomination and Remuneration Committee and Board of Directors at their meeting held on 14th May 2025, recommended the proposal to the members of the Company for payment of Commission to Non-executive Directors for the financial year 2024-2025 calculated in accordance with the provisions of the Companies Act, 2013 and the rules framed thereunder. The payment of such commission shall be in addition to the sitting fees for attending the Board and Committee meeting.

The Board commends the passing of the resolution as set out in Item No.5 of the Notice for the approval of the members as a Special Resolution.

Expect the Key Managerial Personnel of the Company and their relatives, all the Non-executive Directors along with their relatives are deemed to be concerned or interested, financially or otherwise, in the resolution set out in Item No.5 of the accompanying Notice.

ITEM No.: 6 Appointment of Mr. Satish Narain Jajoo (Din: 07524333) as an Independent Director

Based on the recommendation of Nomination and Remuneration Committee, the Board of Directors of the Company on May 30, 2025 have appointed Mr. Satish Narain Jajoo (DIN:07524333) as an Additional Director in the capacity of Independent Director of the Company.

The Board of Directors at their Meeting held on May 30, 2025 have appointed Mr. Satish Narain Jajoo as the Independent Director for a period of 5 (Five) years w.e.f. May 30, 2025 subject to the approval of the Shareholders of the Company. Mr. Satish Narain Jajoo has also confirmed that he is not debarred from

holding the office of a Director by virtue of any Order passed by the Securities and Exchange Board of India or any other such authority and he meets the criteria of independence as provided under Section 149 of the Companies Act, 2013.

Mr. Satish Narain Jajoo is a top management executive with long and rich experience in diverse industry segments of Aditya Birla Group of Industries.

Since August 2021, he is associated as Independent Director with Kesoram Industries Limited and holds position(s) of Chairman - Risk management committee, Non-Executive Chairman and Member of Audit Committee. He also serves as Independent Director of Cygnet Industries Limited, a subsidiary of Kesoram Industries Limited.

This Statement may be regarded as disclosures under Secretarial Standard – 2 and Regulation 36 of the SEBI Listing Regulations, as and when applicable.

Name of the Director	Mr. Satish Narain Jajoo
Director Identification Number	07524333
Nationality	Indian
Date of Birth	30/06/1959
Age	66 years
Qualifications	B.Com, FCA, Post Graduate Program in Artificial Intelligence For Leaders by The University of Texas at Austin
Expertise in Specific Function areas	Management
Date of First appointment to the Board	30 th May, 2025
Number of Board meeting attended during the Financial Year 2024-25	Nil
List of Directorship, Membership & Chairmanship held in board and committees of other Companies	<p>No. of Directorship:</p> <ol style="list-style-type: none"> Cygnet Industries Limited – Public Company Kesoram Industries Ltd – Listed Company <p>No. of Membership & Chairmanship in Board or Committee of other companies:</p> <p>a) Kesoram Industries Ltd:</p> <ul style="list-style-type: none"> Chairman and Independent Director Member of Audit committee Member and Chairman of Risk Management Committee
Relationship with other Directors	Not Applicable
Terms and Condition of Re – Appointment	Non – Executive & Independent Director
Shareholding in the Company as on 31 st March, 2025	Nil

ITEM NO.: 7 Approval for Amendment to Chemfab Alkalis Employee Stock Option Scheme (“CAESOS 2020”)

The Company has proposed to increase the number of Options that may be granted under the existing Chemfab Alkalis Employees Stock Option Scheme 2020 (“CAESOS 2020”) of the Company from the existing 4,00,000 Options to 5,00,000 Options convertible into equivalent number of Equity Shares.

Further, it is also proposed to modify the vesting conditions and exercise price in the manner and to the extent laid out in the resolution above. It may be noted that no other change in the CAESOS 2020 is sought except above.

Key variations proposed in the CAESOS 2020

The following key variations are proposed in the existing CAESOS 2020:

1. To increase the number of Options that may be granted under the existing CAESOS 2020 to 5,00,000 Options convertible into equivalent number of Equity shares of Rs. 10/- each.
2. The vesting period in respect of the Options to be granted after the date of this proposed amendment shall be:
 - 100% of the Options – at the expiry of One year from the date of grant
3. The Exercise price per share for all the Options granted after the date of this proposed amendment shall be lower of the following:
 - (a) Market Price minus 50% (fifty percent) of the Market Price or
 - (b) INR 500.
4. The Company may, at any time at its discretion, change the terms and conditions of the CAESOS 2020.

Rationale for variation of the CAESOS 2020

The amended CAESOS 2020 would help the Company in suitably incentivizing, hiring and retaining the critical human resources. It further enhances the possibility of granting more Options to the existing grant-holders and other eligible Employees.

The proposed amendment will not be prejudicial to the interests of the existing Option holders as it does not interfere with the terms of Options granted to them.

Details of employees who are beneficiaries of the variation

The benefits of the CAESOS 2020, as amended herein, is for all the eligible recipients of Options without any specific employee being the beneficiary of the proposed amendment.

Disclosures

The disclosures as required under Regulation 7(3) read with Regulation 6 read and Part C of Schedule I of Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 are as under:

a. Brief description of the Scheme

The Chemfab Alkalis Employees Stock Option Scheme 2020 (CAESOS 2020) encourages a long term and committed involvement of the Employees in the management and future of the Company. The objective of the Scheme is to encourage ownership of the Company's equity by its Employees on an ongoing basis. The Scheme is intended to reward the Employees for their contribution to the successful operation of the Company and to provide an incentive to continue contributing to the success of the Company. It is envisaged that the Scheme will enable the Company to attract and retain the best available talent by making them partners in business and its growth.

The Scheme seeks to grant to the Employees, Options convertible into equivalent number of Equity Shares of Rs. 10/- (Rupees Ten) each of the Company. It further empowers the Board of Directors (or such Committee including the Compensation Committee or such officers of the Company to whom the Board may delegate these powers) to amend, vary or modify the terms and conditions pertaining to the grant of Options, pricing of Options, issue or allotment of Equity Shares pursuant to the Options, to make adjustments as may be required and to the extent permissible in law for dividends, bonus and other rights that may accrue in respect of the Options granted.

b. Total number of Options to be offered and granted

The total number of Options to be granted under CAESOS 2020 is being increased from existing 4,00,000 to 5,00,000 number of Options, convertible into equivalent number of shares of Rs. 10/- each.

c. Identification of classes of employees entitled to participate and be beneficiaries in the Scheme

The following classes of the Employees are entitled to participate and be beneficiaries in the Scheme:

- (i) a permanent Employee of the Company who has been working in India or outside India; or
- (ii) a director of the Company, whether a whole-time director or not but excluding an independent director; or
- (iii) an Employee as defined in clauses (i) or (ii) of a subsidiary, in India or outside India, or of a holding Company of the Company or of an associate Company but does not include:
 - (a) an Employee who is a promoter or a person belonging to the promoter group; or

- (b) a director who either himself or through his relative or through any body-corporate, directly or indirectly, holds more than ten percent of the outstanding equity shares of the Company.

d. Requirements of vesting and period of vesting

For all Options granted up to the date of this proposed special resolution, the Vesting Period is as below:

- 25% of the Options – at the expiry of One year from the date of grant
- 25% of the Options – at the expiry of Two years from the date of grant
- 25% of the Options – at the expiry of Three years from the date of grant
- 25% of the Options – at the expiry of Four years from the date of grant

For all Options granted after the date of this proposed special resolution, the Vesting Period is as below:

- 100% of the Options – at the expiry of One year from the date of grant

e. Maximum period (subject to regulation 18(1) and 24(1) of these regulations, as the case may be) within which the Options shall be vested

In case of the options already granted under the CAESOS 2020, the maximum period for vesting of Options is Four years from the date of offer/grant.

In respect of the options to be granted after the amendment, the period for vesting of options is fixed as One year from the date of grant. Accordingly, the maximum period for vesting of Options is One year from the date of offer/grant.

f. Exercise price

- (a) The Exercise price per share for all Options granted by the Company up to the date of this proposed special resolution shall be calculated as below:

Market Price minus 30% (thirty percent) of the Market Price.

- (b) The Exercise price per share for all Options granted by the Company after the date of this proposed special resolution shall be calculated as the lower of the following:

- (i) Market Price minus 50% (fifty percent) of the Market Price or
- (ii) INR 500.

g. Exercise period and process of exercise

The Employee can exercise his right to convert the Options into shares either in full or in stages by addressing a communication to the Compensation Committee as per Form II of this Scheme or any other prescribed form, by specifying the number of shares that he is willing to take under CAESOS 2020.

The exercise period shall commence from the date of vesting and expire not later than 12 (Twelve) months from the last vesting date, except in the case of discontinuation of the services of an Employee, which has been discussed in the CAESOS 2020. The Compensation Committee may grant an extension upon a specific request made by the Employee concerned to this effect.

h. Appraisal process for determining the eligibility of employees for the Scheme

The Employees falling within the scope of CAESOS 2020 will be selected for grant of Options based on their performance during the year and the recommendation of their respective supervisor. The final eligibility will be decided by the Compensation Committee under CAESOS 2020.

The Compensation Committee is entitled to review the criteria and eligibility of the Employees for grant of Options.

i. Maximum number of Options to be offered and issued per employee and in aggregate, if any

The Scheme provides discretion to the Board to determine the total number of Options that may be granted to the Employees in any financial year which shall not exceed 5,00,000 (Five Lakhs) Options in aggregate.

The Board is appropriately authorized to grant Options to Employees of the Holding/Subsidiary/Associate companies of the Company in any financial year vide the Special Resolution passed at the Annual General Meeting held on 29th July 2020.

The Board is also appropriately authorized to grant Options to Employees exceeding 1% of the issued capital of the Company in any financial year vide the Special Resolution passed at the Annual General Meeting held on 29th July 2020.

j. Maximum quantum of benefits to be provided per employee under the Scheme

The Maximum quantum of benefits underlying the Options issued to an eligible employee shall depend upon the market price of the Share as on the date of sale of Share.

k. Whether the Scheme is to be implemented and administered directly by the Company or through a trust

The Scheme is to be implemented and administered directly by the Company without forming or involving any trust.

l. Whether the Scheme involves new issue of shares by the Company or secondary acquisition by the trust or both

The Scheme involves issue of new shares against exercise of Options. There is no involvement of trust and therefore, there will not be any secondary acquisition.

m. The amount of loan to be provided for implementation of the Scheme by the Company to the trust, its tenure, utilization, repayment terms, etc.

CAESOS 2020 is to be implemented and administered directly by the Company without forming or involving any Trust. Therefore, provision of any loan to a Trust under the Scheme does not arise.

n. Maximum percentage of secondary acquisition (subject to limits specified under the regulations) that can be made by the trust for the purposes of the Scheme

CAESOS 2020 is to be implemented and administered directly by the Company without forming or involving any trust. Therefore, the Scheme does not envisage any secondary acquisition.

o. Statement to the effect that the Company shall conform to the accounting policies specified in Regulation 15

The Company shall follow the requirements of the 'Guidance Note on Accounting for Employee share-based Payments' (Guidance Note) or Accounting Standards as may be prescribed by the Institute of Chartered Accountants of India (ICAI) from time to time, including the disclosure requirements prescribed therein.

p. The method which the Company shall use to value its Options

(a) The Exercise price per share for all Options granted by the Company up to the date of this proposed special resolution shall be calculated as below:

Market Price minus 30% (thirty percent) of the Market Price.

(b) The Exercise price per share for all Options granted by the Company after the date of this special resolution shall be calculated as the lower of the following:

(i) Market Price minus 50% (fifty percent) of the Market Price or

(ii) INR 500.

q. In case the Company opts for expensing of share-based employee benefits using the intrinsic value, the difference between the employee compensation cost so computed and the employee compensation cost that shall have been recognized if it had used the fair value, shall be disclosed in the Directors' report and the impact of this difference on profits and on earnings per share ("EPS") of the Company shall also be disclosed in the Directors' report.

r. Period of lock-in:

Not Applicable.

s. Terms & conditions for buyback, if any, of specified securities covered under these regulations.

The present Scheme CAESOS 2020 does not provide for buyback of Options. However, the shares allotted upon exercise of options shall be eligible as a usual shareholder to participate in buyback if any undertaken by the Company in accordance with applicable laws of time.

The Company does not need to appoint a Merchant Banker for the proposed amendments.

Consent of the members is being sought by way of a Special Resolution pursuant to Section 62(1)(b) and all other applicable provisions, if any, of the Companies Act, 2013 and as per Regulation 7 of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021.

A draft copy of the amended 'CAESOS 2020' is available on the Company's website www.chemfabalkalis.com.

None of the Directors, Key Managerial Personnel of the Company including their relatives are interested or concerned in the resolution, except to the extent of their entitlements, if any, under the Scheme.

Item No. 8

Pursuant to the Regulation 24A & other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") read with provisions of Section 204 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other applicable provisions of the Companies Act, 2013, if any ("the Act"), the Audit Committee and the Board of Directors at their respective meetings held on 14th May, 2025 have recommended the appointment of M/s. M Damodaran & Associates LLP (MDA), Peer Reviewed Firm of Company Secretaries in Practice as Secretarial Auditors for the first term of five consecutive years commencing from FY 2025-26 till FY 2029- 2030, to the shareholders for approval.

MDA has given their consent to act as the Secretarial Auditors of the Company and confirmed that their aforesaid appointment (if approved) would be within the limits specified by the Institute of Company Secretaries of India (ICSI). Furthermore, in terms of the amended regulations, MDA has provided a confirmation that they have subjected themselves to the peer review process of the ICSI and hold a valid peer review certificate and have also confirmed that

they are not disqualified from being appointed as the Secretarial Auditors.

MDA, Practicing Company Secretaries, a peer reviewed firm is a premier business advisory firm providing holistic advisory and compliance solutions in the areas of corporate laws, statutory matters, secretarial and legal services to numerous corporates. Established in the year 2002, MDA, the ISO certified firm today, has a clientele of over 800 corporates ranging from small and mid-sized companies to large multinational corporations including listed companies. MDA is ably supported by a team of over 60 professionals.

MDA's key deliverables include: (i) Corporate Advisory; (ii) Insolvency and Bankruptcy; (iii) Legal Advisory & Audit; (iv) Intellectual Property Rights; (v) Mergers & Acquisitions (M&A); (vi) Secretarial Audit & Due Diligence; (vii) Start-ups; (viii) Overseas Investment Decisions & Funding; (ix) Valuations; (x) Retainership Services; (xi) Winding up.

Terms and conditions of appointment & remuneration:

a) Term of appointment:

Five consecutive Financial Years commencing from the Financial Year 2025-2026 till 2029-2030.

b) Remuneration:

₹ 1,25,000/- (Rupees One Lakh Twenty Five Thousand only) per annum plus applicable taxes and other out-of-pocket expenses in connection with the Secretarial Audit for Financial Year ending March 31, 2026.

The proposed fee is based on knowledge, expertise, industry experience, time and efforts required to be put in by the Secretarial Auditor, which is in line with the industry benchmark. The payment for services in the nature of certifications and other professional work will be in addition to the Secretarial Audit fee and shall be determined by the Audit Committee and/or the Board of Directors of the Company.

Fee for subsequent year(s):

As determined by the Audit Committee and/or the Board of Directors of the Company.

Basis of recommendations:

The Audit Committee and the Board of Directors have approved & recommended the aforementioned proposal for approval of Members taking into account the eligibility of the firm, qualification, experience, independent assessment & expertise of the Partners in providing Secretarial Audit related services, competency of the staff and Company's previous experience based on the evaluation of the quality of audit work done by them in the past.

None of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No.8. The Board recommends the passing of the Resolution as set out in Item No. 8 as an Ordinary Resolution.

By order of the Board of Directors
For Chemfab Alkalies Limited

Place: Chennai
Date: 31st July, 2025

Bharatraj Panchal
Company Secretary and Compliance Officer