

19th August, 2025

<p>To, Department of Corporate Services BSE Ltd. Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001.</p> <p>Ref.: Scrip Code No. : 540701 (Equity) : 975834 and 976560 (Debt)</p>	<p>To, The Manager, Listing Department, National Stock Exchange of India Ltd. “Exchange Plaza”, C-1, Block G, Bandra-Kurla Complex, Bandra (E), Mumbai – 400 051.</p> <p>Ref. : (i) Symbol – DCAL (ii) Series – EQ</p>
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SUB.: SUBMISSION OF NOTICE OF POSTAL BALLOT

Dear Sir,

With reference to the captioned subject, please find enclosed herewith the copy of Notice of Postal Ballot dated 12th August, 2025 (“Notice”) regarding conduct of Postal Ballot pursuant to Sections 108 and 110 of the Companies Act, 2013, read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 as amended from time to time, for obtaining the approval of Members of the Company on the following Special businesses, by way of voting through electronic means only ("remote e-voting"):

Sr. No.	Special Business	Type of Resolution
1.	To increase in Authorised Share Capital of the Company.	Ordinary Resolution
2.	To Alteration of Capital Clause of Memorandum of Association Company.	Special Resolution
3.	For raising of funds by way of issue of equity shares or any other eligible securities through any or all of various methods including by way of preferential	Special Resolution

	issue, qualified institutions placement or any other method as may be permissible.	
4.	To re-appoint Mrs. Dehooti J. Vyas (DIN 00004876) as a Whole-time Director and payment of remuneration to her.	Special Resolution
5.	To confirm the appointment of Mr. Dhaval Rameshchandra Shah (DIN – 09385325), as a Non-Executive and Non-Independent Director.	Ordinary Resolution

In this connection, Mr. Ashok P. Pathak, Practicing Company Secretary (Membership No. ACS: 9939 and CP No. 2662) of M/s. Ashok P. Pathak & Co., Ahmedabad has been appointed as the Scrutinizer by the Board of Directors of the Company in its meeting held on 12th August, 2025 for conducting the Postal Ballot/e-voting Process in a fair and transparent manner.

In accordance with relevant circulars issued by Ministry of Corporate Affairs and Securities and Exchange Board of India ("Circulars") Notice is being sent only through electronic mode, accordingly today the Company has sent Notice to all those Members whose email addresses are registered with the Company/ Registrar & Transfer Agent ("RTA") or Depositories as on Friday, 8th August, 2025 ("**cut-off date**"). In compliance with the requirements of the MCA Circulars, the hard copy of the Notice along with postal ballot form and postage prepaid self-addressed business reply envelope will not be sending to the members whose email address are not registered.

The Company has engaged the services of Central Depository Services (India) Limited for providing e-voting facility. The e-voting facility is available at www.evotingindia.com during **Thursday, 21st August, 2025 at 9.00 a.m. (IST) to Friday, 19th September, 2025 at 5.00 p.m. (IST).**

The Postal Ballot Notice is also available on the Company's website: www.imdcal.com.



Dishman Carbogen Amcis Ltd
Dishman Corporate House
Iscon-Bopal Road, Ambli,
Ahmedabad - 380058
- Gujarat, India
CIN: L74900GJ2007PLC051338

+91 27 1742 0102
dishman@dishmangroup.com
www.imdcal.com



Kindly take the same on your record.

Thanking you.

Yours faithfully,

For, Dishman Carbogen Amcis Limited

Shrima Dave
Company Secretary

Encl.: As above



DISHMAN CARBOGEN AMCIS LIMITED
CIN: L74900GJ2007PLC051338

Dishman Corporate House, Iscon-Bopal Road, Ambli, Ahmedabad - 380 058.

Tel.: 02717-420102/124

E-mail : grievance@imdcal.com Website : www.imdcal.com

NOTICE OF POSTAL BALLOT

(Notice pursuant to Sections 108 and 110 of the Companies Act, 2013)

Dear Members,

Pursuant to Sections 108 and 110 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules 2014, the Company seeks the consent of the Members for the resolutions appended below. The explanatory statement pertaining to the below mentioned resolutions setting out the material facts and the reasons thereof is annexed hereto for your consideration and to exercise your voting right.

NOTICE is hereby given to the members of **DISHMAN CARBOGEN AMCIS LIMITED** (“**the Company**”) that the resolutions as set out below are proposed to be passed by the members by means of **Postal Ballot by way of voting through electronic means only** (“**remote e-voting**”) pursuant to the provisions of Sections 108 and 110 and all other applicable provisions of the Companies Act 2013 (the “**Act**”) read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (“**the Rules**”) (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force); SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and in accordance with the guidelines prescribed by the Ministry of Corporate Affairs (“**MCA**”), *inter-alia*, for conducting Postal Ballot through e-voting vide General Circular numbers 14/2020 dated 8th April, 2020, General Circular No. 17/2020 dated 13th April, 2020, General Circular No. 20/2020 dated May 05, 2020, General Circular No. 22/2020 dated 15th June, 2020, General Circular No. 33/2020 dated 28th September, 2020, General Circular No. 39/2020 dated 31st December, 2020, General Circular No. 10/2021 dated 23rd June, 2021, General Circular No. 20/2021 dated 8th December, 2021, General Circular No. 03/2022 dated 5th May, 2022, General Circular No. 11/2022 dated 28th December, 2022, General Circular No. 09/2023 dated 25th September, 2023, General Circular No. 09/2024 dated 19th September, 2024 (“**MCA Circulars**”) and Circular numbers SEBI/HO/CFD/CFD-PoD-2/P/CIR /2024/133; SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/ 167; SEBI/HO/CFD/PoD-2/P/CIR/2023/4; SEBI/HO/CFD/CMD2/CIR/P/ 2022/62; SEBI/HO/CFD/CMD2/CIR/P/ 2021/11 and SEBI /HO/CFD/CMD1/CIR/ P/2020/79 issued by the Securities and Exchange Board of India (SEBI) on 3rd October, 2024, 7th October, 2023, 5th January, 2023, 13th May, 2022, 15th January, 2021 and 12th May, 2020 respectively (“**SEBI Circulars**”) [hereinafter MCA Circulars and SEBI Circulars collectively referred to as “**the Circulars**”] and Secretarial Standard on General Meetings (“**SS-2**”) issued by the Institute of Company Secretaries of India and pursuant to other applicable sections, rules, regulations, guidelines, as amended from time to time. An explanatory statement pursuant to Section 102 of the Companies Act, 2013, setting out all material facts pertaining to the resolutions is annexed to this Postal Ballot Notice (“**Notice**”) for consideration of the Members and forms part of this Notice.



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In compliance with the aforesaid provisions and the Circulars, this Notice is being sent only through electronic mode to all those Members whose email addresses are registered with the Company/ Registrar & Transfer Agent (“RTA”) or Depositories as on Friday, 8th August, 2025 (“**cut-off date**”) and the communication to assent/dissent of the Members on the resolutions proposed in this Notice will only take place through the remote e-voting system. If your email address is not registered with the Company/ RTA or Depositories, please follow the process provided in the notes to this Notice. The Notice is also available on the Company’s website <https://www.imdcal.com/investor-relations>.

In compliance with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and pursuant to the provisions of Section 108 and Section 110 of the Act read with the Rules, the Company has engaged **Central Depository Services (India) Limited (“CDSL”)** for the purpose of providing remote e-voting facility to its Members. Members are requested to refer the instructions for remote e-voting given in the Notes to this Postal Ballot Notice for the process and manner in which remote e-voting is to be carried out.

The Board of Directors of the Company has appointed Mr. Ashok P. Pathak, Practicing Company Secretary (Membership No. ACS: 9939 and CP No. 2662) of M/s. Ashok P. Pathak & Co., Ahmedabad, as a Scrutinizer in accordance with the Companies (Management and Administration) Rules, 2014 for conducting the Postal Ballot through remote e-voting process in a fair and transparent manner. He has communicated his willingness to be appointed and will be available for the said purpose.

The Scrutinizer will submit his report to the Chairperson or any other person duly authorized by the Chairperson, after completion of the scrutiny of remote e-voting process. The results of the Postal Ballot shall be announced by the Chairperson or in his absence by authorized person on or before Monday, 22nd September, 2025 at the Registered Office of the Company situated at “Dishman Corporate House”, Iscon-Bopal Road, Ambli, Ahmedabad – 380 058. The aforesaid result would be, intimated to the Stock Exchanges where the shares of the Company are listed and displayed along with the Scrutinizer’s report on Registered Office of the Company and also on the Company’s website <https://www.imdcal.com/investor-relations>.

The remote e-voting shall commence on Thursday, 21st August, 2025 at 09.00 A.M. (IST) and will ends on Friday, 19th September, 2025 at 5.00 P.M. (IST). The remote e-voting module shall be disabled by CDSL for voting thereafter.

In the event the draft resolutions as set out in the Notice are assented to by the requisite majority by means of remote e-voting, they shall be deemed to have been passed on **Friday, 19th September, 2025**, being the last date for e-voting.



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SPECIAL BUSINESS:

ITEM NO. 1

To consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**, to increase in Authorised Share Capital of the Company:

“RESOLVED THAT pursuant to the provisions of Section 61 and other applicable provisions of the Companies Act, 2013 (including any amendment thereto or re-enactment thereof) and the rules framed there under, the authorized share capital of the Company be and is hereby increased to Rs.38,00,00,000/- (Rupees Thirty Eight Crores Only) divided into 19,00,00,000 (Nineteen Crores) equity shares of Rs.2/- (Rupees Two Only) each from Rs. 34,05,00,000/- (Rupees Thirty Four Crores Five Lacs Only) divided into 17,02,50,000 (Seventeen Crores Two Lacs Fifty Thousand) equity shares of Rs.2/- (Rupees Two Only) each by creating an additional 1,97,50,000 (One Crore Ninety Seven Lacs Fifty Thousand) equity shares of Rs.2/- (Rupees two Only), each aggregating to Rs.3,95,00,000 (Rupees Three Crores Ninety Five Lacs only).

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee duly constituted by the Board) be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution and for matters connected therewith or incidental thereto and to settle all questions, difficulties or doubts that may arise in this regard.”

ITEM NO. 2

To consider and if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution**, to Alteration of Capital Clause of Memorandum of Association Company:

“RESOLVED THAT pursuant to the provisions of Sections 13 and 61 and other applicable provisions of the Companies Act 2013 (including any amendment thereto or re-enactment thereof) and the rules framed there under, Clause V of the Memorandum of Association of the Company be and is hereby amended and be substituted by the following:

V. The Authorised Share Capital of the company is Rs.38,00,00,000/- (Rupees Thirty Eight Crores Only) divided into 19,00,00,000 (Nineteen Crores) Equity Shares of Rs.2/- (Rupees Two only) each, with rights, privileges and conditions attaching thereto as may be provided by the Articles of Association of the Company. The Company shall have power to increase or reduce its capital for the time being and to consolidate, divide or sub-divide and re-classify the shares in such capital and to attach thereto respectively any preferential, qualified or special rights, privileges or conditions as to dividend, voting or otherwise and to vary, modify or abrogate any such rights, privileges or conditions in accordance with the provisions of the Act and Articles of the Company and issue Shares of higher or lower denominations.



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RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee duly constituted by the Board) be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution and for matters connected therewith or incidental thereto and to settle all questions, difficulties or doubts that may arise in this regard.”

ITEM NO. 3

To consider and if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution**, for raising of funds by way of issue of equity shares or any other eligible securities through any or all of various methods including by way of preferential issue, qualified institutions placement or any other method as may be permissible.

“**RESOLVED THAT** pursuant to the provisions of Sections 23, 42, 62(1)(c), 71 and other applicable provisions, if any, of the Companies Act, 2013 (the “**Companies Act**”), the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014 and other applicable rules made thereunder (including any amendment(s), statutory modification(s) or re-enactment thereof), the Foreign Exchange Management Act, 1999 and the rules and regulation framed thereunder, as amended (the “**FEMA**”), including the Foreign Exchange Management (Non-debt Instruments) Regulations, 2019, as amended and in accordance with any other applicable laws, rules, regulations, guidelines, notifications, circulars and clarifications issued thereon from time to time by Government of India (the “**GoI**”), the Reserve Bank of India (the “**RBI**”), and the Securities and Exchange Board of India (the “**SEBI**”), the stock exchanges on which the Company’s shares are listed (the “**Stock Exchanges**”), Ministry of Corporate Affairs (“**MCA**”), the Registrar of Companies, and including the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the “**SEBI ICDR Regulations**”), the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the “**SEBI LODR Regulations**”), the enabling provisions of the Memorandum of Association and Articles of Association of the Company, the uniform listing agreements entered into by the Company with the Stock Exchanges (the “**Listing Agreements**”) and subject to necessary approvals, permissions, consents and sanctions as may be necessary from SEBI, Stock Exchanges, MCA, RBI, GoI or any concerned statutory, regulatory, governmental or any other authority and subject to such terms and conditions or modifications as may be prescribed or imposed by any of them while granting any such approvals, permissions, consents and sanctions and which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the “**Board**”, which term shall include any committee which the Board may have duly constituted or may hereinafter constitute to exercise its powers including the powers conferred by this Resolution), the consent, authority and approval of the members of the Company be and is hereby accorded to raise further capital and to create, offer, issue and allot (including with provisions for reservations on firm and/ or competitive basis, for such part of issue and for such categories of persons as may be permitted by applicable law), with or without green shoe option, such number of fully paid-up Equity Shares, and/or convertible securities (including



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warrants, or otherwise, in registered or bearer form) (all of which are hereinafter referred to as “**Securities**”) or any combination of the Securities thereof in accordance with the applicable laws, in such manner in consultation with the lead managers / book running lead manager(s) and/or other advisor(s) or otherwise, for an aggregate consideration not exceeding INR 1,000 crores only (Indian Rupees One Thousand crores only) or an equivalent amount thereof (inclusive of such premium or discount, as the case may be, as may be fixed on such Securities), in one or more tranches, whether Rupee denominated or denominated in one or more foreign currencies, at such price or prices as may be permissible under applicable law by way of a qualified institutions placement (“**QIP**”) of Securities in accordance with the provisions of Chapter VI of the SEBI ICDR Regulations and other applicable laws, or through any other permissible mode and/or combination thereof as may be considered appropriate under applicable law, through issue of placement document to eligible investors that may be permitted to invest in such issuance of Securities, including eligible qualified institutional buyers (“**QIB**”) in accordance with the SEBI ICDR Regulations, or otherwise, foreign/ resident investors (whether institutions, incorporated bodies, mutual funds, trusts, individuals or otherwise), venture capital funds (foreign or Indian), alternative investment funds, foreign portfolio investors, qualified foreign investors, Indian and/ or foreign multilateral financial institutions, mutual funds, insurance companies, banks, non-resident Indians, pension funds and/ or any other categories of investors as may be permissible under applicable laws, whether they be holders of the Securities or not (collectively called the “**Investors**”) to all or any of them, jointly or severally through, as may be decided and permitted under applicable laws and regulations, at such price or prices, at a discount or premium to market price or prices permitted under applicable laws in such manner and on such terms and conditions including the terms of the issuance, security as may be deemed appropriate including the discretion to determine the categories of Investors to whom the offer, issuance and allotment of such Securities shall be made, with authority to retain oversubscription up to such percentage as may be permitted under applicable regulations, for such objects or purposes *inter alia*, the pre-payment and / or repayment of debt of Company and/or of its subsidiary, general corporate purposes and such other purpose(s) as may be determined by the Board in such manner and on such terms as may be deemed appropriate by the Board at its absolute discretion at the time of such issue and allotment considering the prevailing market conditions and other relevant factors in consultation with the lead managers/book running lead manager(s)/and or placement agents and/or underwriter(s) and/or other advisor(s).

RESOLVED FURTHER THAT the Equity Shares to be so created, offered, issued and allotted shall be subject to the provisions of the Memorandum and Articles of Association of the Company and shall rank *pari passu* with the existing Equity Shares of the Company in all respects.

RESOLVED FURTHER THAT if any issue of Equity Shares is made by way of a QIP in terms of Chapter VI of the SEBI ICDR Regulations, the allotment of such Equity Shares, as may be decided by the Board shall be completed within a period of 365 days from the date of this



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resolution, or such other time as may be allowed under the SEBI ICDR Regulations from time to time.

RESOLVED FURTHER THAT any issue of Equity Shares made by way of a QIP in terms of Chapter VI of the SEBI ICDR Regulations shall be at such price which is not less than the price determined in accordance with the pricing formula provided under Chapter VI of the SEBI ICDR Regulations (the “**QIP Floor Price**”), with the authority to the Board to offer a discount of not more than five percent or such percentage as permitted under applicable law on the QIP Floor Price.

RESOLVED FURTHER THAT in the event Equity Shares are proposed to be allotted to QIBs by way of a QIP in terms of Chapter VI of the SEBI ICDR Regulations, the relevant date for the purpose of pricing of the Equity Shares shall be the date of the meeting in which the Board (or relevant committee thereof) decides to open the proposed issue of such Equity Shares or any other date in accordance with applicable law.

RESOLVED FURTHER THAT the Board be and is hereby authorised to appoint lead manager(s), underwriters, depositories, custodians, registrars, bankers, lawyers, advisors and all such agencies as are or may be required to be appointed for, involved in or concerned with the Issue and to remunerate them by way of commission, brokerage, fees or the like and also to reimburse them out of pocket expenses incurred by them and also to enter into and execute all such arrangements, agreements, memoranda, documents, etc., with such agencies.

RESOLVED FURTHER THAT the Board and any committee which the Board may have duly constituted be and are hereby severally authorized to further sign, execute, deliver and complete all documentation on behalf of the Company in relation to the aforesaid resolution, in connection with the Issue, to take all actions and do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, desirable or expedient for the Issue and to resolve and settle all questions, difficulties or doubts that may arise in regard to such Issue, including the finalization and approval of the draft offer document(s) and final offer document(s), seeking listing of shares and credit thereof, determining the form and manner of the Issue, finalization of the timing of the Issue, identification of the investors to whom the securities are to be allotted, determining the issue price, face value, execution of various transaction documents, signing of declarations, utilization of the issue proceeds, without being required to seek any further consent or approval of the members or otherwise to the end and intent that the members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT for the purpose of giving effect to the Issue, the Board of Directors either by itself or through a special committee duly constituted by the Board named the “Fund Raising Committee” be and are hereby authorised to obtain approvals, statutory, contractual or otherwise, in relation to the Issue and to settle all matters arising out of and incidental thereto, and to execute all deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all acts,



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deeds, matters and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to this resolution and accept any alterations or modification(s) as they may deem fit and proper and give such directions as may be necessary to settle any question or difficulty that may arise in regard to issue and allotment of the Equity Shares.”

ITEM NO. 4

To consider and if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution**, to re-appoint Mrs. Deohooti J. Vyas (DIN 00004876) as a Whole-time Director and payment of remuneration to her:

"RESOLVED THAT pursuant to provisions of Sections 196, 197, 203 read with Schedule V and all other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 and relevant Schedules thereto and Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**LODR**” / “**Listing Regulations**”) (including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force) and on recommendation made by the Nomination & Remuneration Committee and Board, approval of the members be and is hereby accorded to the re-appointment of Mrs. Deohooti J. Vyas (DIN: 00004876) (Mrs. D. J. Vyas) as a Whole-time Director of the Company, for a further period of 5 (Five) years, on expiry of her present term of office, i.e. with effect from 3rd September, 2026, on the terms and conditions including remuneration as set out hereunder with liberty to Board of Directors (hereinafter referred to as "the Board" which term shall be deemed to include Nomination & Remuneration Committee and/or any other Committee which the Board may constitute to exercise its powers, including the powers conferred by this resolution) to alter and vary the terms and conditions of the said re-appointment and/or remuneration within the parameters of the applicable laws or any amendments thereto.

Tenure: 5 (Five) years with effect from 3rd September, 2026. The period of office of Mrs. D. J. Vyas shall be liable to determination by retirement of Director by rotation.

Function: Mrs. D. J. Vyas, shall have substantial powers of management subject to direction, control and superintendence of the Board of Directors.

Remuneration: Subject to overall limit on remuneration payable to all Managerial Personnel taken together, as laid down in the Companies Act, 2013, read with Schedule V thereto, Mrs. D. J. Vyas shall be paid Rs.15.00 lacs (Rupees Fifteen Lacs only) per month and the above remuneration payable to her may comprise salary, allowances, perquisites etc. as may be determined by the Board of Directors from time to time and may be payable monthly or otherwise provided that the perquisites shall be evaluated as per Income Tax Act and Rules wherever applicable. The remuneration for a part of the year shall be computed on pro rata basis.

Sitting Fees: Mrs. D. J. Vyas shall not be entitled to any sitting fees.



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RESOLVED FURTHER THAT wherein a financial year during the currency of her tenure, the Company has no profits or its profits are inadequate the remuneration payable to her shall not exceed the ceiling limit prescribed in Section II of Part II of Schedule V to the Companies Act, 2013, for that year, which will be payable to her as minimum remuneration for that year.

RESOLVED FURTHER THAT the Board be and is hereby also authorised to increase or revise the remuneration of Mrs. D. J. Vyas subject to maximum remuneration of Rs.20.00 lacs (Rupees Twenty Lacs only) per month, from time to time during the tenure of the said five years **AND THAT** the said increase or revision shall also be subject to overall limit on remuneration payable to all the then Managerial Personnel taken together, as laid down in the Companies Act, 2013, read with Schedule V thereto.

RESOLVED FURTHER THAT pursuant to the provisions of Regulation 17(6)(e) of Listing Regulations and other applicable regulations, approval of the members of the Company be and is hereby accorded for payment of remuneration to Mrs. D. J. Vyas, Whole-time Director and Promoter of the Company, as per the requirements of Regulation 17(6)(e) of the Listing Regulations, for her new term commencing w.e.f. 3rd September, 2026 to 2nd September, 2031.

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

ITEM NO. 5

To consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**, to confirm the appointment of Mr. Dhaval Rameshchandra Shah (DIN – 09385325), as a Non-Executive and Non-Independent Director:

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 160 and all other applicable provisions of the Companies Act, 2013 (“**the Act**”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulations 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**LODR**” / “**Listing Regulations**”) (including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force) and based on the recommendation of the Nomination and Remuneration Committee, Mr. Dhaval Rameshchandra Shah (DIN: 09385325), who was appointed as an Additional and Non-Executive & Non-Independent Director of the Company by the Board of Directors w.e.f. 12th August, 2025 pursuant to Section 161 of the Act and who is eligible for appointment and who has consented to act as a Director of the Company and also has submitted the declaration that he is not disqualified as per the provision of Section 164 of the Act and the Listing Regulations and in respect of whom the Company has received a notice in writing, from a Member proposing his



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candidature for the office of the Non-Executive & Non-Independent Director of the Company, be and is hereby appointed as a Regular Director in Non-Executive & Non-Independent Director category, liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee duly constituted by the Board) be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

Registered Office

Dishman Corporate House,
Iscon-Bopal Road, Ambli,
Ahmedabad - 380 058

**By Order of the Board of Directors
of Dishman Carbogen Amcis Ltd.**

**Shrima Dave
Company Secretary**

Date : 12th August, 2025

NOTES:

1. Pursuant to the provisions of Section 110 and all other applicable provisions, if any, of the Act and Regulation 44 of SEBI (LODR) Regulations, 2015, assent/dissent of the members in respect of the Resolution(s) contained in the Notice dated 12th August, 2025 is being taken through Postal Ballot by way of voting through electronic means only ("**remote e-voting**").
2. The Explanatory Statement pursuant to Section 102 of the Act for the proposed Special Business setting out material facts is appended to the Postal Ballot Notice.
3. The Postal Ballot Notice is being sent to the members / beneficiaries, whose names appear in the Register of Members/Record of the Depositories as on **Friday, 8th August, 2025** ("**cut-off date**") and voting rights shall be reckoned on the paid up value of shares registered in the name of the member as on the same date.

As permitted under the MCA Circulars, the Company is sending the Postal Ballot Notice electronically to all the members whose e-mail addresses are registered with the Company/RTA or with the depositories/depository participants and will not be sending the hard copy of the Notice along with postal ballot form and postage prepaid self-addressed business reply envelope, to the members whose email address are not registered. To facilitate such members to receive this Notice electronically and cast their vote electronically, members holding shares in physical mode and who have not registered/ updated their email addresses with the Company are requested to register/ update their email addresses by writing to the Company with details of folio number alongwith PAN (self-attested scanned copy of PAN card) at



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grievance@imdc.com. While Members holding shares in dematerialized mode are requested to register/ update their email addresses with the relevant Depository Participant(s) only.

The Notice is also available on the Company's website <https://www.imdc.com/investor-relations>.

As permitted under the MCA Circulars, the manner of voting on the proposed resolutions is restricted only to remote e-voting i.e. by casting votes electronically instead of submitting the postal ballot form. The communication of the assent or dissent of the members would only take place through the remote e-voting system.

4. Pursuant to Section 108 of the Act read with Rule 20 of the Rules and Regulation 44 of the Listing Regulations, the Company has engaged Central Depository Services (India) Limited ("CDSL") to provide remote e-voting facility for its Members to cast their votes electronically.

The procedure with respect to remote e-voting are detailed hereinafter under "INSTRUCTION FOR REMOTE E-VOTING".

The remote e-voting period commence on Thursday, 21st August, 2025 at 9.00 a.m. (IST) and ends on Friday, 19th September, 2025 at 5.00 P.M. (IST). During the said period, members of the Company, holding shares either in physical form or in dematerialized form, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on the resolution is cast by the Member, the Member shall not be allowed to change it subsequently or cast the vote again.

5. All documents referred to in this Postal Ballot Notice and Explanatory Statement setting out material facts are available for inspection to the Members on sending a request along with their DP/Client ID or Folio No. from their registered e-mail address to the Company at grievance@imdc.com and can be accessed via www.imdc.com from the date hereof up to **Friday, 19th September, 2025**.
6. Members are requested to carefully read the notes mentioned in the Postal Ballot Notice. Vote shall be casted by Members on or before **Friday, 19th September, 2025**, by 5.00 p.m. (IST), any response received from the Members after that shall be treated as if no response is received in terms of Rule 22(12) of the Companies (Management and Administration) Rules, 2014.
7. The Board of Directors has appointed Mr. Ashok P Pathak, Practicing Company Secretary (Membership No. ACS 9939 and CP No. 2662), of M/s. Ashok P. Pathak & Co., Ahmedabad, as Scrutinizer for conducting the Postal Ballot through remote e-Voting in a fair and transparent manner.



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8. The Scrutinizer will submit the report to the Chairperson or any other person duly authorized by the Chairperson, after completion of the scrutiny of remote e-voting process and the results of the Postal Ballot will be announced on or before 22nd September, 2025 at the Registered Office of the Company situated at “Dishman Corporate House”, Iscon-Bopal Road, Ambli, Ahmedabad – 380 058.

The results of the Postal Ballot along with Scrutinizer’s report will be displayed on the:

- (i) Notice Board of the Company at its Registered Office;
- (ii) Company’s website <https://www.imdcal.com/investor-relations>;
- (iii) CDSL website www.evotingindia.com and
- (iv) Stock exchanges’ website www.nseindia.com and www.bseindia.com.

The resolution, if passed by the requisite votes, shall be deemed to have been passed as if the same has been passed at a General Meeting of the Members convened in that behalf. The resolution, if approved by the requisite votes of Members by means of Postal Ballot (i.e. remote e-voting), shall be deemed to have been passed on the last date specified by the Company for remote e-voting, i.e. Friday, 19th September, 2025.

9. Voting by remote e-voting, can be exercised only by the member or its duly constituted attorney or in case of body corporates, by the duly authorised person. A member cannot exercise his vote by proxy on Postal Ballot.
10. Following are the Contact details of the person for any queries/grievances connected with the Postal Ballot and remote e-voting, if any:

The Company Secretary, Dishman Carbogen Amcis Ltd., “Dishman Corporate House”, Iscon-Bopal Road, Ambli, Ahmedabad – 380 058. Tel. No. 02717 420102/ 124, Email: grievance@imdcal.com.

11. Only those Members whose names are appearing in the Register of Members/List of Beneficial Owners as on 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 relevant cut-of date should treat this notice for information purpose 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 Company/RTA/Depositories/ Depository Participants) shall be entitled to vote in relation to the aforementioned Resolution in accordance with the process specified in this Notice.



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INSTRUCTION FOR REMOTE E-VOTING

Instructions and Procedure for remote e-voting are as under:

- (i) The voting period begins on **Thursday, 21st August, 2025 at 9.00 a.m. (IST) and ends on Friday, 19th September, 2025 at 5.00 p.m. (IST) (both days inclusive)**. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the **cut-off date i.e. Friday, 8th August, 2025** may cast their vote electronically. The remote e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 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.

- (iii) 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 Members holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Members 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 for Individual Members holding securities in Demat mode is given below:



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Type of Members	Login Method
Individual Members holding securities in demat mode with CDSL Depository	<ol style="list-style-type: none">1) Users of who have opted for CDSLs 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 & New System Myeasi Tab.2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-Voting is in progress as per the information provided by company. On clicking the e-Voting 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. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, 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 & New System Myeasi Tab and then click on registration option.4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from an 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 e-Voting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Members holding securities in demat mode with NSDL Depository	<ol style="list-style-type: none">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.nsdl.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



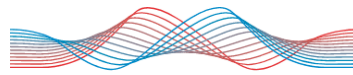
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	<p>provider website for casting your vote during the remote e-voting period.</p> <p>2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS” Portal or click at https://eservices.nsdl.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.nsdl.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.</p>
<p>Individual Members (holding securities in demat mode) login through their Depository Participants (DP)</p>	<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’s website for casting your vote during the remote e-voting period.</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 Members holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
<p>Individual Members holding securities in Demat mode with CDSL</p>	<p>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.</p>



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Individual Members 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 toll free no.: 022 - 4886 7000 and 022 - 2499 7000
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(iv) Login method for remote e-Voting for **Physical Members and Members other than individual holding shares in Demat form.**

- 1) The members 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. Members 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:

	For Physical Members and other than individual Members holding shares in Demat form
PAN	<p>Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> • Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number which is mentioned in Email sent or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	<p>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.</p> <ul style="list-style-type: none"> • If both the details are not recorded with the depository or



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	company please enter the member id / folio number in the Dividend Bank details field.
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- (v) After entering these details appropriately, click on “SUBMIT” tab.
- (vi) Members holding shares in physical form will then directly reach the Company selection screen. However, members 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.
- (vii) For Members holding shares in physical form, the details can be used only for remote e-voting on the resolutions contained in this Notice.
- (viii) Click on the **EVSN 250815002** for the relevant “**Dishman Carbogen Amcis Limited**” on which you choose to vote.
- (ix) 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.
- (x) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xi) 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.
- (xii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiii) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xiv) 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.
- (xv) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.



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- (xvi) **PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES/ MOBILE NO. ARE NOT REGISTERED WITH THE DEPOSITORIES/THE COMPANY:**
- a) 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), AADHAAR (self-attested scanned copy of Aadhaar Card) by email to **Company at grievance@imdc.com /RTA email id at ahmedabad@in.mpms.mufg.com**
 - b) For Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP)
 - c) For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting through Depository.
- (xvii) **Additional Facility for Non – Individual Shareholders and Custodians –For remote e-voting only.**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian 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 at the email address viz. csashokppathak@gmail.com and to the Company at the email address viz grievance@imdc.com, if they have voted from individual tab & not uploaded same in the CDSL e-Voting system for the Scrutinizer to verify the same.
- (xviii) If you have any queries or issues regarding remote e-Voting from the e-Voting System, you may refer the Frequently Asked Questions (“FAQs”) and e-Voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com or contact Mr. Rakesh Dalvi at toll free no. 1800 21 09911.



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Contact Details:

Company	Dishman Carbogen Amcis Limited e-mail ID: grievance@imdcal.com Phone No.: 02717-420102/124
Registrar & Transfer Agent Ahmedabad Office	MUFG Intime India Pvt. Ltd. (formerly known as “Link Intime India Pvt. Ltd.”) 506-508, Amarnath Business Centre-1, (ABC-1), Besides Gala Business Centre, Near St. Xavier’s College Corner, Off C G Road, Ellisebridge, Ahmedabad - 380 006 Email: ahmedabad@in.mpms.mufig.com Phone. No. 079 – 2646 5179
e-Voting Agency	Central Depository Services (India) Limited Name of Official – Mr. Rakesh Dalvi Designation – Sr. Manager Address - 25th Floor, A Wing, Marathon Futurex, Mafatlal Mills Compound, NM Joshi Marg, Lower Parel (E), Mumbai - 400 013 E Mail ID - helpdesk.evoting@cdslindia.com Phone/ Helpline No. / Toll free no. 1800 21 09911
Scrutinizer	Mr. Ashok P. Pathak, Practicing Company Secretary Email: csashokppathak@gmail.com



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

ITEM NOS.1 & 2

The equity shares of your Company are listed and actively traded on the BSE Limited and National Stock Exchange of India Limited. The Company is planning to raise funds by way of issue of equity shares or any other eligible securities through any or all of various methods including by way of preferential issue, qualified institutions placement or any other method as may be permissible, subject to such regulatory/statutory approvals as may be required, for an amount not exceeding Rs.1,000 crores. In respect of above fund-raising proposal, the new shares/ securities shall be allotted and accordingly the existing Issued, Subscribed and Paid-up Share Capital of the Company will be increased.

As the current authorised share capital of the Company is not sufficient for the size and nature of the issuance contemplated, the Board of Directors at its meeting held on 12th August, 2025, have recommended to increase the existing authorised share capital of the Company.

Presently, the Authorized Share Capital of your Company is 34,05,00,000/- (Rupees Thirty Four Crores Five Lacs Only) divided into 17,02,50,000 (Seventeen Crores Two Lacs Fifty Thousand) equity shares of Rs.2/- (Rupees Two Only) each. The fund raising by way of issue of shares/securities as aforesaid would require to increase Authorised Share Capital and also consequential amendments to the existing Clause V of the Memorandum of Association of the Company, such that the authorized capital is increased to Rs.38,00,00,000/- (Rupees Thirty Eight Crores Only) divided into 19,00,00,000 (Nineteen Crores) equity shares of Rs.2/- (Rupees Two Only) each.

Increase in authorized share capital and alteration of Clause V of the Memorandum of Association of the Company are subject to Members' approval in terms of Sections 61 and 13 of the Companies Act, 2013 and any other applicable statutory and regulatory approvals.

Accordingly, the resolutions in Item Nos. 1 and 2 of the Postal Ballot Notice seek Members' approval for increase in Authorized Share Capital and amendment to the Clause V of Memorandum of Association of the Company.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution except to the extent of their shareholding, if any, in the Company.

The Board recommends the resolutions set forth in Item Nos. 1 and 2 for the approval of the Members by way of an Ordinary Resolution and a Special Resolution respectively.



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Item No. 3:

Particulars of the issuance of Securities: To raise capital by way of a preferential issue, qualified institutions placement or such other permissible mode under applicable law, to eligible investors through an issuance of equity shares and/or other eligible securities.

Accordingly, as approved by the board of directors of the Company (“**Board**”) at their meeting held on August 12, 2025 and in order to fulfil the below mentioned object, it is hereby proposed to have an enabling approval for raising funds by way of issuance of equity shares of face value of Rs.2/- (“**Equity Shares**”), and/or convertible securities (including warrants, or otherwise, in registered or bearer form) (all of which are hereinafter referred to as “**Securities**”) or any combination of the Securities thereof in accordance with the applicable laws, in one or more tranches, whether Rupee denominated or denominated in foreign currency, in the course of domestic and/or International offering(s) in one or more foreign markets, in terms of the applicable regulations and as permitted under the applicable laws, in such manner in consultation with the lead managers/book running lead manager(s) and/or other advisor(s) or otherwise, for an aggregate amount not exceeding Rs.1,000 crores (Rupees One Thousand crores Only) or an equivalent amount thereof (inclusive of such premium as may be fixed on such Securities) at such price or prices as may be permissible under applicable law including *inter-alia* by way of qualified institutional placement (“**QIP**”) in accordance with the provisions of Chapter VI of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (including any amendment, modification, variation or re-enactment thereof) (“**SEBI ICDR Regulations**”), Section 42 and other applicable provisions of the Companies Act, 2013, the Companies (Prospectus and Allotment of Securities) Rules, 2014 and other applicable laws. The issue of Securities may be at such price, whether at prevailing market price(s) or at a premium or discount to market price as may be permitted under applicable law and to such classes of investors as the Board (including any duly authorized committee thereof) may in its absolute discretion decide, having due regard to the prevailing market conditions and any other relevant factors and wherever necessary, in consultation with lead managers / book running lead manager(s) and other agencies that may be appointed by the Company, subject to the SEBI ICDR Regulations, Companies Act, 2013 and other applicable guidelines, notifications, rules and regulations.

The Board (including any duly authorized committee) may at their discretion adopt any one or more of the mechanisms prescribed above to meet its objectives as stated herein below paragraphs without the need for fresh approval from the members of the Company. The proposed issue of capital is subject to, *inter alia*, the applicable statutes, rules, regulations, guidelines, notifications, circulars and clarifications, as amended from time to time, issued by the Securities and Exchange Board of India, the BSE Limited and National Stock Exchange of India Limited (“**Stock Exchanges**”), Reserve Bank of India, Ministry of Corporate Affairs, Government of India, Registrar of Companies Gujarat at Ahmedabad, to the extent applicable, and any other approvals, permits, consents and sanctions of any regulatory/ statutory authorities and guidelines and clarifications issued thereon from time to time, as may be required in this regard domestically or internationally.



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In case the Issue is made through a qualified institutions placement:

- (i) the allotment of Securities shall only be made to qualified institutional buyers (“QIBs”) as defined under SEBI ICDR Regulations;
- (ii) the allotment of the Securities shall be completed within 365 days from the date of passing of the special resolution in accordance with the SEBI ICDR Regulations and applicable laws;
- (iii) a minimum of 10% of the Securities shall be allotted to mutual funds and if mutual funds do not subscribe to the aforesaid minimum percentage or part thereof, such minimum portion may be allotted to other QIBs;
- (iv) the floor price will be calculated as per the formula prescribed under the SEBI ICDR Regulations;
- (v) the “relevant date” for the purposes of pricing of the Securities to be issued and allotted in the proposed QIP shall be the date of the meeting in which the Board or a duly authorised committee decides to open the proposed QIP of equity shares as eligible securities; and in case eligible securities are eligible convertible securities, then either the date of the meeting in which the Board or a duly authorized committee of the Board decides to open the proposed issue or the date on which the holders of such eligible convertible securities become entitled to apply for the equity shares as provided under the SEBI ICDR Regulations;
- (vi) the equity shares of the same class, which are proposed to be allotted through qualified institutions placement or pursuant to conversion or exchange of eligible securities offered through qualified institutions placement, have been listed on a stock exchange for a period of at least one year prior to the date of issuance of notice to its shareholders for convening the meeting to pass the special resolution;
- (vii) an issuer shall be eligible to make a qualified institutions placement if any of its promoters or directors is not a fugitive economic offender;
- (viii) no single allottee shall be allotted more than 50% of the QIP size and the minimum number of allottees shall be in accordance with the SEBI ICDR Regulations. It is clarified that qualified institutional buyers belonging to the same group or who are under same control shall be deemed to be a single allottee;
- (ix) the Securities to be offered and allotted shall be in dematerialized form and shall be allotted on fully paid up basis;



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- (x) the Securities allotted shall not be eligible for sale by the allottee for a period of one year from the date of allotment, except on a recognized stock exchange, or except as may be permitted from time to time;
- (xi) the schedule of the QIP will be as determined by the Board or its duly authorized committee; and
- (xii) The Company shall not undertake any subsequent QIP until the expiry of two weeks from the date of the QIP to be undertaken pursuant to the special resolution passed at this meeting.

Object of the Issue: The Board of directors at its meeting held on August 12, 2025 had considered a capital raising proposal for the Company to raise additional capital for up to Rs. 1,000 Crores for *inter-alia*, the pre-payment and / or repayment in full or in part, of all or a portion of certain of the outstanding borrowings availed by the Company or its subsidiaries, general corporate purposes and such other purpose(s) as may be permissible under applicable laws.

In case the fund-raising is undertaken through a QIP, in terms of applicable circulars of BSE and NSE in this regard, including NSE notice No. NSE/ CML/2022/56 and BSE notice No. 20221213-47 each dated December 13, 2022, as well as the SEBI ICDR Regulations, (a) the details for deployment of the net proceeds, as approved by the Board or a duly authorized committee, will be specifically mentioned in the preliminary placement document/ placement document, and (b) the funds to be used for general corporate purposes, if any, shall not exceed 25% of the funds to be raised through such QIP. If the size of the QIP exceeds Rs. 100 Crore (Rupees One Hundred Crore only) or such other amount as may be prescribed under applicable law, a credit rating agency registered with SEBI will monitor the use of proceeds and submit its report in the specified format of Schedule XI of SEBI ICDR Regulations on a quarterly basis till 100 % (Hundred per cent) of the proceeds have been utilized, in accordance with the SEBI ICDR Regulations.

The Net Proceeds shall be utilised for the Objects in the manner as specified above, in accordance with the applicable laws, including NSE notice No. NSE/ CML/2022/56 and BSE notice No. 20221213- 47 each dated December 13, 2022, and in such time period as may be determined by the Board. In the event that estimated utilization of net proceeds is not completely met (in full or in part) as per the stated timeline, the remaining net proceeds shall be utilized (in full or in part) in subsequent periods as may be determined by the Board (or any duly constituted committee) in accordance with applicable laws.

Pending utilization of the proceeds from the Issue, the Company shall invest such proceeds in deposits in scheduled commercial banks or invest the funds in creditworthy instruments, including money market / mutual funds, or in any other investment as permitted under applicable laws as approved by the Board and/or a duly authorized committee, from time to time. In case of a QIP, in accordance with applicable law, the Company shall not utilise the proceeds from such QIP unless allotment is made and the corresponding return of



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allotment is filed with the Registrar of Companies and final listing and trading approvals are received from each of the Stock Exchanges.

The proceeds of the proposed Issue shall be utilized for any of the aforesaid purposes to the extent permitted by law. The Securities allotted would be listed on the BSE Limited and National Stock Exchange of India Limited (collectively, the "Stock Exchanges") where the Equity Shares of the Company are listed. The issue and allotment would be subject to the availability of regulatory approvals, if any.

Further, Section 62(1)(c) of the Companies Act, 2013 provides, *inter alia*, that when it is proposed to increase the issued capital of a company by allotment of further equity shares, such further equity shares shall be offered to the existing members of such company and to any persons other than the existing members of the company by way of a special resolution. Since the special resolution proposed in the business of the notice may result in the issuance of Equity Shares of the Company to the existing members of the Company and to persons other than existing members of the Company, approval of the members of the Company is being sought pursuant to the provisions of Section 62(1)(c) and other applicable provisions of the Act as well as applicable rules notified by the Ministry of Corporate Affairs and in terms of the provisions of SEBI ICDR Regulations.

In terms of Rule 14(2) of the Companies (Prospectus and Allotment of Securities) Rules, 2014, a company can make a private placement of its securities under the Companies Act, 2013 only after receipt of prior approval of its members by way of a Special Resolution. Consent of the members would therefore be necessary pursuant to the aforementioned provisions of the Companies Act, 2013 read with applicable provisions of the SEBI ICDR Regulations and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, for issuance of Securities. The Equity Shares allotted pursuant to the issue shall rank in all respects *pari passu* with the existing Equity Shares of the Company.

Further, the Company is yet to identify the investor(s), decide the quantum of Securities to be issued to them, and proposed timeline within which the allotment will be completed. Hence, the details of the proposed allottees, percentage of their post Issue shareholding and the shareholding pattern of the Company, timeline of the completion of allotment are not provided. The proposal, therefore, seeks to confer upon the Board/ duly constituted committee by Board, the absolute discretion and adequate flexibility to determine the terms of the Issue, including but not limited to the identification of the proposed investors in the Issue and quantum of Securities to be issued and allotted to each such investor, in accordance with the provisions of the SEBI ICDR Regulations, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended; the Act; the Foreign Exchange Management Act, 1999 and the regulations made thereunder, including the Foreign Exchange Management (Non-debt Instruments) Rules, 2019, the Consolidated FDI Policy issued by the Department for Promotion of Industry & Internal Trade, Ministry of Commerce and Industry, Government of India from time to time, each as amended; and other applicable law.



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The Equity Shares to be allotted would be listed on the Stock Exchanges. The offer/issue/allotment would be subject to the availability of the regulatory approvals, if any. The conversion of Securities held by foreign investors into Equity Shares would be subject to the applicable foreign investment cap and relevant foreign exchange regulations, including Foreign Exchange Management Act, 1999, including any amendments, statutory modification(s) and/or re-enactment(s) thereof (“FEMA”), the Foreign Exchange Management (Non-debt Instruments) Rules, 2019 and Foreign Exchange Management (Debt Instruments) Regulations, 2019. As and when the Board does take a decision on matters on which it has the discretion, necessary disclosures will be made to the Stock Exchanges as may be required under the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Change in Control: There would be no change in control pursuant to the issue of Securities. The Securities will be offered and issued to such Investors who are eligible to acquire such Securities in accordance with the applicable laws, rules, regulations and guidelines.

Transferability of Shares: Securities allotted pursuant to QIP shall not be eligible to be sold for a period of 1 (one) year from the date of allotment, except on the recognized Stock Exchanges, or except as may be permitted under the SEBI ICDR Regulations from time to time.

Listing: The Securities allotted as above would be listed on the Stock Exchanges. As and when the Board takes a decision on matters on which it has the discretion, necessary disclosures will be made to the Stock Exchanges as may be required under the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

This notice does not constitute an offer or invitation or solicitation of an offer of securities to the public within or outside India. Nothing in this notice constitutes an offer of securities for sale or solicitation in any jurisdiction in which such offer or solicitation is not authorized or where it is unlawful to do so.

This enabling resolution seeks an approval from the Members to raise funds, at an appropriate time by the Board (including Committee of Directors and Review Committee or any duly authorized committee), as may be considered appropriate by the Company. Further, as the terms of the Issue are yet to be finalized, including timing, quantum of Securities to be offered and issued and consequent dilution in the shareholding of the existing shareholders, the Company will seek relevant approvals and/ or consents from Applicable Regulatory Authorities and/or Lenders, as applicable, at an appropriate stage prior to the transaction.

In terms of Section 102(1) of the Companies Act, 2013, none of the Directors and Key Managerial Personnel of the Company or their relatives is directly or indirectly concerned



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or interested, financially or otherwise, in this resolution, except to the extent of their shareholding, if any, in the Company.

The Board has approved the Issue pursuant to its resolution dated August 12, 2025. The Board recommend the aforesaid resolution set forth in Item No. 3 for the approval by the members as a special resolution.

ITEM NO. 4

Mrs. Deohooti J. Vyas (DIN: 00004876) (Mrs. D. J. Vyas) was appointed as Whole-time Director by the Board of Directors of erstwhile Dishman Pharmaceuticals and Chemicals Limited. ("DPCL") at its meeting held on 28th May, 2015, for a period of five years w.e.f. 3rd September, 2016 upon the recommendation of Nomination and Remuneration Committee of erstwhile DPCL at its meeting held on 28th May, 2015. Her appointment as such was made with the remuneration of Rs.15.00 lacs per month with a power to the Board to increase or revise the remuneration subject to maximum of Rs.20.00 lacs per month during the tenure of said five years. Her appointment as such and the remuneration payable to her were approved by the members of erstwhile DPCL by passing a special resolution at their Annual General Meeting held on 29th September, 2015.

Upon Scheme of Merger between erstwhile DPCL and Company became effective, she has been appointed as Whole-time Director of the Company w.e.f. 17/03/2017 with the existing terms and conditions as approved by the Board and Shareholders of erstwhile DPCL.

Thereafter, since her term was expiring on 2nd September, 2021, she was re-appointed as a Whole-time Director by the members of the Company in their general meeting held on 28th September, 2020 for a further period of five(5) years w.e.f. 3rd September, 2021 with remuneration of Rs.15 lacs per month with a power to Board to increase or revise his remuneration subject to maximum remuneration of Rs.20.00 lacs per month, from time to time during the tenure of said five years.

Mrs. D. J. Vyas holds a bachelor degree in Science. She has very rich experience in the field of Administration and Human Resource development. She is associated with the Company since 1997 and day by day her work and responsibilities has been also increased with the growth of the Company. She is instrumental in the strategic decision making in HR Policy. She is the promoter director of the Company.

As per Section 196(3) of the Companies Act, 2013 ("Act"), appointment of a person who has attained the age of seventy years may be made by passing a special resolution. Since, Mrs. D. J. Vyas is age of more than 70 years during her further term of 5 years of re-appointment, it is required to obtain approval of shareholder by way of special resolution. Further, as per Section 196(2) of the Act, re-appointment of any whole-time director can be made before one year from the expiry of his/her term.



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Also, pursuant to the provision Regulation 17(1C) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) the listed entity shall ensure that approval of shareholders for appointment or re-appointment of a person on the Board of Directors is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier.

The existing term of Mrs. D. J. Vyas as Whole-time Director of the Company will expire on 2nd September, 2026. Board of Directors of the Company at its meeting held on 12th August, 2025, on the recommendation of the Nomination & Remuneration Committee held on the same day approved the re-appointment of Mrs. D. J. Vyas as Whole-time Director of the Company for a further period of 5 (five) years w.e.f. 3rd September, 2026 as well as the payment of remuneration to her as stated in the resolution proposed herein, subject to approval of the Members in general meeting.

Given the above and considering Mrs. D. J. Vyas’s wide experience, performance and valuable contribution given by her during her association with the Company, the Board is of the view that it is in the interest of the Company to continue to avail her services for the growth and conduction of affairs and business of the Company and take advantage of her wide and rich experience, by re-appointing her as a Whole-time Director of the Company for a further period of 5 (five) years with effect from 3rd September, 2026.

Further, members are requested to note that in the event of absence or inadequacy of profits of the Company in any financial year, Mrs. D. J. Vyas will be entitled to receive the remuneration, perquisites and benefits, within the limits prescribed in Section II of Part II of Schedule V of the Companies Act, 2013 and the provisions of Section 196, 197 and other applicable provisions, if any of the Act.

Further, as per Regulation 17(6)(e) of SEBI Listing Regulations, the fees or compensation payable to executive directors who are promoters or members of the promoter group, shall be subject to the approval of the shareholders by special resolution in general meeting, if-

- (i) the annual remuneration payable to such executive director exceeds Rs.5.00 Crore or 2.5 per cent of the net profits of the listed entity calculated as per the provisions of Section 198 of the Companies Act, 2013, whichever is higher; or
- (ii) where there is more than one such director, the aggregate annual remuneration to such directors exceeds 5 per cent of the net profits of the listed entity calculated as per the provisions of Section 198 of the Companies Act, 2013.

Provided that the approval of the shareholders under this provision shall be valid only till the expiry of the term of such director.

Hence, as per the provision of Sections 196, 197 of the Act, Regulation 17(6)(e) and 17(1C) of SEBI Listing Regulations there is a need to take approval of members in general meeting by passing special resolution for re-appointment of Mrs. D. J. Vyas as a Whole-time



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Director of the Company for a further period of 5 (five) years w.e.f. 3rd September, 2026 with existing remuneration of Rs.15 lacs per month with a power to Board to increase or revise her remuneration subject to maximum remuneration of Rs.20.00 lacs per month, from time to time during the tenure of said five years AND making payment of remuneration which may in excess of 2.5% of the net profits of the Company, individually and more than 5% of the net profits of the Company in aggregate, during the tenure of her re-appointment from 3rd September, 2026 to 2nd September, 2031.

Mrs. D. J. Vyas satisfies all the conditions set out in Part-I of Schedule V to the Act as also conditions set out under Section 196(3) of the Act for being eligible for her re-appointment. She is not disqualified from being appointed as Director in terms of Section 164 of the Act and has given her consent to act as a Whole-time Director. Further, she is not debarred from holding the office of Director pursuant to any Order issued by the Securities and Exchange Board of India (SEBI) or any other authority.

This may be treated as an abstract of the terms of the draft resolution for re-appointment of Mrs. D. J. Vyas as a Whole-time Director of the Company, pursuant to Section 190 of the Act.

Relevant details as stipulated under Regulation 36(3) of SEBI Listing Regulations and Secretarial Standard on General Meetings (“SS-2”) issued by the Institute of Company Secretaries of India, in respect of Mrs. D. J. Vyas are as under:

Name of the Director	Mrs. Deohooti J. Vyas
Age	74 years
Date of first Appointment on the Board of the Company	01/12/1997 of erstwhile Dishman Pharmaceuticals and Chemicals Limited (“DPCL”). Upon Scheme of Merger between erstwhile DPCL and Company became effective, She has been appointed as a Whole-time Director of the Company w.e.f. 17/03/2017 with the existing terms and conditions as approved by the Board and Shareholders of erstwhile DPCL.
Qualification	Mentioned herein above. Pl. refer this explanatory statement.
Experience (including expertise in specific functional area)	
Disclosure of Relationship	She is mother of Mr. Arpit J. Vyas, Global Managing Director of the Company.
No. of Shares held in the Company	1000 (one thousand) equity shares of Rs.2/- each.



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Terms and Conditions of Re-appointment	As per the resolution at item No.4 of the Notice of this Postal Ballot read with explanatory statement thereto, Mrs. D. J. Vyas is proposed to be re-appointed as Whole-time Director of the Company.
Remuneration last drawn (including sitting fees, if any)	Rs.1.20 crores during FY 2024-25
Remuneration proposed to be paid	As per the resolution at item No.4 of the Notice of this Postal Ballot.
Number of meetings of the Board attended during the financial year	Out of five Board Meetings held during the FY 2024-25, she attended four Board Meetings.
Directorship held in other Companies	1) B R Laboratories Limited 2) Dishman Biotech Limited 3) Azafran Innovacion Limited 4) Leon Hospitality Private Limited 5) JRV Technochem Pvt. Ltd. 6) RTV Technopark Pvt. Ltd. 7) Dishman Medicare Limited 8) Dishman Infrastructure Limited
Chairmanship/Membership of Committees of other Boards	None
Names of listed entities from which he/she has resigned in the past three years	None
In case of independent directors, justification/ skills and capabilities required for the role and the manner in which the proposed person meets such requirements	Not Applicable

Her re-appointment as Whole-time Managing Director and payment of remuneration to her as such is permissible in accordance with the provisions of Schedule V to the Act and



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Regulation 17(6)(e) of SEBI Listing Regulations, if her re-appointment is approved by the Members.

Your Directors, therefore, recommend a Special Resolution at Item No. 4 of the accompanying Notice, for your approval.

Mr. Arpit J. Vyas, Global Managing Director of the Company may be considered as concerned and interested as being relative of Mrs. D. J. Vyas and Mrs. D. J. Vyas may also be considered as concerned and interested as the resolution pertains to herself. The other relatives of Mrs. D. J. Vyas may be deemed to be interested in the said resolution of the Notice, 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.

Item No.5

As the members are aware that Shri Janmejy R. Vyas, founder promoter of the Company demised on 27th May, 2025 and he ceased to be Chairman & Non-Executive Director of the Company w.e.f. 27th May, 2025. Accordingly, as on date the strength of Board of Directors of the Company i.e. number of Directors has reduced to five (5) and a new Director is required to be appointed to comply with the provision of Regulation 17 (1)(c) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**Listing Regulations**”) as the Company falls under the top 2000 listed entities. Further, as per Regulation 17 (1E) of Listing Regulations, any vacancy in the office of a director shall be filled by the listed entity at the earliest and in any case not later than three months from the date of such vacancy.

Accordingly, the Board of Directors, on the recommendation of Nomination and Remuneration Committee (“NRC”), appointed Mr. Dhaval Rameshchandra Shah (DIN:09385325) (“Mr. Shah”) as an Additional and Non-Executive and Non-Independent Director on the Board of the Company with effect from 12th August, 2025 subject to approval of the members of the Company. The NRC while making such recommendation to the Board also considered the criteria specified in the Company’s Policy on ‘Board Diversity Policy’ and ‘Policy on Remuneration of Directors, Key Managerial Personnel & Senior Employees & Succession Policy’, i.e. skills, experience, and competencies required for effective functioning of the Board, and also personal qualities of integrity and ethical conduct, team-playing capabilities and other positive attributes of the Director etc.

Pursuant to the provisions of Section 161(1) of the Companies Act, 2013 (“**the Act**”), Mr. Shah holds office as an Additional Director upto the date of the next general meeting. Further, pursuant to the provision Regulation 17(1C) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**Listing Regulations**”) the Company is required to obtain approval of shareholders for the appointment of a Director at the next



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general meeting or within a time period of 3 (three) months from the date of appointment, whichever is earlier.

Mr. Shah is a Chartered Accountant and Registered Valuer with over 19 years of professional experience, including 14 years in corporate roles and 5 years in public practice. He is the proprietor of Shah Dhaval R & Co and Partner at SJDS & Co, Chartered Accountants, specializing in management consultancy, Ind AS and IFRS advisory, internal controls, valuation advisory, statutory audit, and ERP implementation & control audits.

Mr. Shah began his professional career in the corporate sector, serving in senior finance and audit capacities with leading organizations such as Transformers and Rectifiers (India) Ltd., Vodafone, Adani Group, and Monte Carlo Construction Ltd. Over 14 years, he contributed to financial management, strategic planning, compliance oversight, process improvement, and ERP system implementations.

Transitioning into public practice, Mr. Shah has, for the past five years, provided tailored advisory and assurance services to corporates, SMEs, start-ups, and high-net-worth individuals. His work spans statutory audits, valuation advisory, IFRS/Ind AS transitions and advisory, internal controls, and management consultancy.

Mr. Shah's career encompasses a diverse portfolio of sectors, ranging from manufacturing, construction, and power to telecom, transmission, pharmaceuticals, textiles, solar energy, real estate, and IT services.

Mr. Shah is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Non-Executive and Non-Independent Director. Further, he is not debarred from holding the office of Director pursuant to any Order issued by the Securities and Exchange Board of India (SEBI) or any other authority.

Mr. Shah as a Non-Executive and Non-Independent Director, will be liable to retire by rotation in accordance with the provisions of Section 152 of the Act, as amended from time to time.

The Company has also received a Notice in writing from a member proposing his candidature for the office of Director of the Company under Section 160 of the Act.

The Board as per the recommendation of the NRC, considers that, as per his background, skills, capabilities his appointment is justified in view of having rich experience, expertise in the field of accounting, valuation advisory, IFRS/Ind AS transitions and advisory, internal controls, ERP implementation and management consultancy (as mentioned in this explanatory statement). The appointment of Mr. Shah would be beneficial and will help to bring Company in next phase of Dishman Group's growth and it is desirable to continue to avail his services as a Non-Executive and Non-Independent Director. Accordingly, it is proposed to appoint Mr. Shah as a Regular Director in Non-Executive and Non-



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Independent Director category, liable to retire by rotation, w.e.f. 12th August, 2025 on the Board of the Company.

In the opinion of the Board, Mr. Shah is person of integrity, possesses rich experience and expertise relevant to the Company.

Relevant details as stipulated under Regulation 36(3) of Listing Regulations and Secretarial Standard on General Meetings (“**SS-2**”) issued by Institute of Company Secretaries of India, in respect of Mr. Shah are as under:

Brief Resume:

Name of the Director	Mr. Dhaval Rameshchandra Shah
Age	41 years
Date of first Appointment on the Board of the Company	12 th August, 2025
Qualification	Mentioned herein above. Pl. refer this explanatory statement.
Experience (including expertise in specific functional area)	
Disclosure of Relationship	Not related to any Director / Key Managerial Personnel
No. of Shares held in the Company, including shareholding as a beneficial owner	200 (two hundred) equity shares of Rs.2/- each.
Terms and Conditions of Re-appointment	As per the resolution at item No.5 of this Postal Ballot Notice read with explanatory statement thereto, Mr. Shah is proposed to be appointed as a Non-Executive and Non-Independent Director of the Company w.e.f. 12 th August, 2025, liable to retire by rotation.
Remuneration last drawn (including sitting fees, if any)	Not Applicable
Remuneration proposed to be paid	He shall be paid sitting fee (presently sitting fee is Rs.20,000/- for each meeting) for attending every meetings of the Board or Committees thereof plus reimbursement of expenses for participating in the Board and other meetings AND profit related commission within the limits stipulated under Section 197 and Schedule V of the Act, in such a proportion and manner as the Board may from time to time determine.

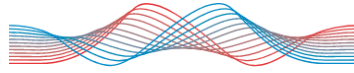


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Number of meetings of the Board attended during the financial year	Not Applicable, since he has been appointed as an Additional Director w.e.f. 12 th August, 2025.
Directorship held in other Companies	None
Chairmanship/ Membership of Committees of other Boards	None
Names of listed entities from which he has resigned in the past three years	None
In case of independent directors, justification/ skills and capabilities required for the role and the manner in which the proposed person meets such requirements	Not Applicable

A copy of letter of appointment of Mr. Shah setting out the terms and conditions of appointment shall be available for inspection to the Members on sending a request along with their DP/Client ID or Folio No. from their registered e-mail address to the Company at grievance@imdcal.com and can be accessed via www.imdcal.com

Mr. Shah is interested in the resolution set out at Item No. 5 of this Postal Ballot Notice with regard to his appointment. Relatives of Mr. Shah 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 deemed to be interested, financially or otherwise, in the proposed resolution.



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This statement may also be regarded as an appropriate disclosure under the Act and the Listing Regulations. The Board recommends the Ordinary Resolution set out at Item No. 5 of this Postal Ballot Notice for approval by the members.

Registered Office

Dishman Corporate House,
Iscon-Bopal Road, Ambli,
Ahmedabad - 380 058

**By Order of the Board of Directors
of Dishman Carbogen Amcis Ltd.**

**Shrima Dave
Company Secretary**

Date : 12th August, 2025