Ref. No: HSCL / Stock-Ex/2025-26/41
Date: 12/06/2025

E-mail: monika@himadri.com

Ref: Listing Code: 500184 BSE Limited Department of Corporate Services P. J. Towers, 25th Floor, Dalal Street, Mumbai- 400 001	**Ref: Listing Code: HSCL** National Stock Exchange of India Ltd Exchange Plaza, C-1, Block-G Bandra Kurla Complex, Bandra (E), Mumbai- 400 051

Sub: Summary Proceedings, Voting Results and Scrutinizer's Report of the 37th Annual General Meeting of the Company held on 12 June 2025

Dear Sir/ Madam,

This is to inform you that the 37th Annual General Meeting ("AGM") of Himadri Speciality Chemical Ltd ("Company") was held today, *i.e.,* on Thursday, 12 June 2025 at 11:00 a.m. (IST) through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM"), to transact the business as stated in the AGM Notice dated 21 April 2025.

We are enclosing herewith the following:

1. Summary of the proceedings of the 37th AGM of the Company as required under Regulation 30 read with Part-A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") read with SEBI Circular No SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, marked as **Annexure – I.**

2. The details of e-voting results of the businesses transacted at the 37th AGM of the Company under Regulation 44(3) of SEBI Listing Regulations read with SEBI Circular No SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, marked as **Annexure – II.**

3. Consolidated Scrutinizer's report on e-voting submitted by the Scrutinizer, Mr. Rajarshi Ghosh, Company Secretary in Practice (FCS: 12595; CP No.: 8921), pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rules, 2014 (as amended), marked as **Annexure – III.**

All items of Agenda as contained in the Notice of 37th AGM have been passed with requisite majority. The meeting concluded at 12:53 p.m. (IST) (including the time allowed for e-voting at AGM). The e-voting results along with the Scrutinizer's Report dated 12 June 2025 shall be made available on the Company's website at www.himadri.com and on the website of the NSDL.

This is for your information and taking on record.
Thanking You,

Yours faithfully,
For Himadri Speciality Chemical Ltd

Monika Saraswat
Digitally signed by Monika Saraswat
Date: 2025.06.12 18:30:22 +05'30'

(Company Secretary & Compliance Officer)
ACS: 29322

Enclosed: as above
CC to: **National Securities Depository Ltd**

Annexure - I

Summary of proceedings of the 37th Annual General Meeting of Himadri Speciality Chemical Ltd

Pursuant to the Circulars No. 9/2024 dated September 19, 2024, read with circulars dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 8, 2021, December 28, 2022 and September 25, 2023 and other applicable circulars (collectively referred to as "MCA Circulars"), and in compliance with the relevant provisions of the Companies Act, 2013 ("Act") and Rules made thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and applicable SEBI Circulars, the 37th Annual General Meeting ("AGM" or "Meeting") of the Members of Himadri Speciality Chemical Ltd ("Company") was duly convened and held on **Thursday, 12 June 2025 through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") which commenced at 11:00 a.m. (IST).**

PRESENT

Sr. No.	Name	Designation	Location
1.	Mr. Anurag Choudhary	Chairman cum Managing Director & CEO	From Corporate Office, Kolkata
2.	Mr. Girish Paman Vanvari	Independent Director, Chairman of Audit Committee	From Mumbai
3.	Mr. Amitabh Srivastava	Independent Director, Chairman of Stakeholders Relationship Committee	From Mumbai
4.	Mr. Gopal Ajay Malpani	Independent Director, Chairman of Nomination & Remuneration Committee	From Mumbai
5.	Mr. Shyam Sundar Choudhary	Whole-time Director	From Kolkata
6.	Ms. Rita Bhattacharya	Independent Director	From Goa
7.	Mr. Amit Choudhary	Whole-time Director	From Kolkata
8.	Ms. Monika Saraswat	Company Secretary & Compliance Officer ("Secretary")	From Corporate Office, Kolkata

- At the commencement of the Meeting, Ms. Monika Saraswat, Secretary, welcomed all the Directors and Members attending the AGM. She also briefed about the general guidelines to be followed during the Meeting by the Shareholders and registered speakers. She then introduced Mr. Anurag Choudhary, Chairman cum Managing Director & CEO of the Company and requested him to proceed with the Meeting.

- There were One hundred and Seventeen (117) Members present through VC/OAVM as per the records of the attendance.

- The Chairman greeted the Members and chaired the proceedings at the AGM. As the requisite quorum was present, the Chairman then called the Meeting to order.

- Thereafter, with the permission of the Chairman, Ms. Monika Saraswat, Secretary, introduced other directors who joined the Meeting from various locations through VC/OAVM and conducted the proceedings of the AGM. All the Directors, including the respective Chairpersons of the Audit Committee, Stakeholders Relationship Committee and Nomination and Remuneration Committee, were present at the AGM.

- The representative of M/s Singhi & Co., Statutory Auditors of the Company and Mr. A.K. Labh, representative of M/s A. K. LABH & Co., Practicing Company Secretaries, Secretarial Auditors were present at the Meeting. The Scrutinizer for the AGM, Mr. Rajarshi Ghosh, Company Secretary in Practice (FCS: 12595, CP No.: 8921) was also present.

- The Notice dated 21 April 2025 convening the 37th AGM was taken as read with the consent of the Members present. Thereafter, the Secretary notified that the statutory registers, certificates and other relevant documents, as required, for the purpose of inspection, were kept accessible electronically during the continuance of the Meeting, to the people having right to attend the Meeting. via electronic means in the National Securities Depositories Limited ("NSDL") e-voting system.

- The Secretary mentioned that there were no qualifications, observations or other remarks made by the Statutory Auditors in their Report on the Financial Statements (both Standalone and Consolidated) for the financial year ended 31 March 2025 and there were no qualifications, observations or other remarks made by Secretarial Auditor in their Secretarial Audit Report for the financial year ended 31 March 2025, hence the said Reports were not required to be read.

- Thereafter, Mr. Anurag Choudhary, Chairman cum Managing Director & CEO, delivered his speech and apprised the Members about the Company's financial performance, key achievements, the current and future business prospects of the Company and initiatives undertaken by the Company amongst other notable highlights.

- The Secretary further informed the Members that pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI Listing Regulations, the Company had engaged NSDL to provide remote e-voting facility which commenced on Sunday, 08 June 2025, (09:00 a.m. IST) and ended on Wednesday, 11 June 2025 (05:00 P.M IST). She also informed that the e-voting facility during the AGM has been provided to all the eligible Members who participated in the Meeting and had not cast their votes through remote e-voting in respect of the businesses transacted at the Meeting.

Thereafter, with the permission of the Chairman, the resolutions were tabled at the Meeting by the Secretary, for consideration by the Shareholders.

The following items of business as per the Notice of the 37th AGM were transacted:

Ordinary Business:

1. Adoption of Audited Standalone Financial Statements and Audited Consolidated Financial Statements for the financial year ended 31 March 2025, and the report of the Board of Directors and Auditors thereon, by passing an Ordinary Resolution;

2. Declaration of Dividend @ Re. 0.60 (60%) per equity share of face value of Re. 1 each for the financial year ended 31 March 2025, by passing an Ordinary Resolution;

3. Appointment of Mr. Shyam Sundar Choudhary (DIN: 00173732), who retires by rotation and being eligible offers himself for re-appointment, by passing an Ordinary Resolution;

Special Business:

4. Ratification of remuneration of Mr. Sambhu Banerjee, Cost Auditor (Membership No. 9780) for conducting the Audit of Cost Accounting Records of the Company for the financial year 2025-26, by passing an Ordinary Resolution;

5. Approve the appointment of M/s LABH & LABH Associates, Company Secretaries as Secretarial Auditor of the Company for a term of 5 (Five) consecutive years, i.e. from the financial year 2025-26 to financial year 2029-30 by passing an Ordinary Resolution;

6. Appointment of Mr. Amitabh Srivastava (DIN: 09704968) as an Independent Director for a period of five (5) years with effect from 21 April 2025 to 20 April 2030 by passing a Special Resolution;

7. Appointment of Mr. Shyam Sundar Choudhary (DIN: 00173732) as Whole-time Director of the Company for a period of three (3) consecutive years with effect from 01 April 2025 to 31 March 2028 by passing a Special Resolution;

8. Approval and adoption of the amended Articles of Association of the Company by passing a Special Resolution;

9. Approve transactions under Section 185 of Companies Act, 2013 for granting inter-corporate loans to or provide guarantee or security in favour of persons in whom any of the directors are interested by passing a Special Resolution;

The Members were informed that Mr. Anurag Choudhary, Chairman of the Meeting was interested in the agenda mentioned at Item No. 7 and 9 of the Notice of 37th AGM. Accordingly, he recused himself from conducting the proceedings for such items and resumed the Chair after these items were over. Mr. Amitabh Srivastava, Independent Director of the Company was elected as the Chairman to conduct the proceedings of item no. 7 and 9.

Thereafter, with the permission of Chairman, Ms. Monika Saraswat, Secretary invited the Members who had registered themselves as speakers and were attending the Meeting through VC / OAVM, to put forward their queries / feedback, if any, in respect of any of the items of business as contained in the Notice. Queries raised/suggestions given by the shareholders were appropriately responded to taken note of, respectively by Mr. Anurag Choudhary, Chairman cum Managing Director & CEO of the Company.

The voting rights of the Members were reckoned based on the number of shares held by them as on the 'cut-off' date i.e., Thursday, 05 June 2025. Mr. Rajarshi Ghosh, Company Secretary in Practice (FCS: 12595, CP No.: 8921), was appointed as the Scrutinizer for the purpose of scrutinizing the process of remote e-voting and e-voting during the Meeting in a fair and transparent manner.

The Secretary informed the Members that the consolidated results of the e-voting and the report of the Scrutinizer will be communicated to the stock exchanges *viz.* BSE Ltd and National Stock Exchange of India Ltd, where the shares of the Company are listed and will also be placed by the Company on

its website at www.himadri.com and also on the website of NSDL once the same is obtained by the Company from the aforesaid scrutinizer.

The Secretary concluded the proceedings of the Meeting by thanking all the Members of the Company for their unwavering trust in the Company and acknowledged the persistent support of all the stakeholders of the Company.

The Secretary placed a vote of thanks.

The 37th AGM of the Company concluded at 12:53 p.m. (IST) (including the time allowed for e-voting at AGM).

This is for your information and records.

Yours faithfully,

For Himadri Speciality Chemical Ltd

Monika Saraswat

Digitally signed by Monika Saraswat
Date: 2025.06.12 18:32:13 +05'30'

(Company Secretary & Compliance Officer)
ACS: 29322

Annexure – II.

General information about company	
Scrip code	500184
NSE Symbol	HSCL
MSEI Symbol	NA
ISIN	INE019C01026
Name of the company	Himadri Speciality Chemical Ltd
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	12-06-2025
Start time of the meeting	11:00 AM
End time of the meeting	12:53 PM

Monika Saraswat

Digitally signed by Monika Saraswat
Date: 2025.06.12 18:32:31 +05'30'

Scrutinizer Details	
Name of the Scrutinizer	RAJARSHI GHOSH
Firms Name	RAJARSHI GHOSH
Qualification	CS
Membership Number	12595
Date of Board Meeting in which appointed	21-04-2025
Date of Issuance of Report to the company	12-06-2025

Voting results	
Record date	05-06-2025
Total number of shareholders on record date	454994
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	9
b) Public	108
No. of resolution passed in the meeting	9
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Adoption of the Audited Standalone Financial Statements and Audited Consolidated Financial Statements of the Company for the financial year ended 31 March 2025 together with the report of the Board of Directors and Auditors thereon.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	254859302	254859302	100	254859302	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	254859302	254859302	100	254859302	0	100	0
Public- Institutions	E-Voting	49418682	39720898	80.3763	39720898	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	49418682	39720898	80.3763	39720898	0	100	0
Public- Non Institutions	E-Voting	189571515	61957692	32.683	61953635	4057	99.9935	0.0065
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	189571515	61957692	32.683	61953635	4057	99.9935	0.0065
Total		493849499	356537892	72.1957	356533835	4057	99.9989	0.0011
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	

Text Block	
Textual Information(1)	On the basis of the Report of the Scrutinizer dated 12 June 2025, the Ordinary Resolution as proposed at the AGM held on 12 June 2025 has been duly passed with the requisite majority.

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Declaration of Dividend @ Re. 0.60 per equity share of face value of Re. 1 each for the financial year ended 31 March 2025.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	254859302	254859302	100	254859302	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	254859302	254859302	100	254859302	0	100	0
Public- Institutions	E-Voting	49418682	39821114	80.5791	39821114	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	49418682	39821114	80.5791	39821114	0	100	0
Public- Non Institutions	E-Voting	189571515	61957192	32.6828	61953828	3364	99.9946	0.0054
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	189571515	61957192	32.6828	61953828	3364	99.9946	0.0054
Total		493849499	356637608	72.2158	356634244	3364	99.9991	0.0009
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	

Text Block	
Textual Information(1)	On the basis of the Report of the Scrutinizer dated 12 June 2025, the Ordinary Resolution as proposed at the AGM held on 12 June 2025 has been duly passed with the requisite majority.

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Appointment of Mr. Shyam Sundar Choudhary (DIN: 00173732), who retires by rotation and being eligible offers himself for re-appointment				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	254859302	254859302	100	254859302	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	254859302	254859302	100	254859302	0	100	0
Public- Institutions	E-Voting	49418682	39821114	80.5791	16640488	23180626	41.7881	58.2119
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	49418682	39821114	80.5791	16640488	23180626	41.7881	58.2119
Public- Non Institutions	E-Voting	189571515	61956741	32.6825	61951552	5189	99.9916	0.0084
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	189571515	61956741	32.6825	61951552	5189	99.9916	0.0084
Total		493849499	356637157	72.2158	333451342	23185815	93.4988	6.5012
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	

Text Block	
Textual Information(1)	On the basis of the Report of the Scrutinizer dated 12 June 2025, the Ordinary Resolution as proposed at the AGM held on 12 June 2025 has been duly passed with the requisite majority.

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Ratification of remuneration of Mr. Sambhu Banerjee, Cost Auditor (Membership No. 9780) for conducting the Audit of Cost Accounting Records of the Company for the financial year 2025-26.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	254859302	254859302	100	254859302	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	254859302	254859302	100	254859302	0	100	0
Public- Institutions	E-Voting	49418682	39821114	80.5791	39821114	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	49418682	39821114	80.5791	39821114	0	100	0
Public- Non Institutions	E-Voting	189571515	61956741	32.6825	61953175	3566	99.9942	0.0058
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	189571515	61956741	32.6825	61953175	3566	99.9942	0.0058
Total		493849499	356637157	72.2158	356633591	3566	99.999	0.001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	

Text Block	
Textual Information(1)	On the basis of the Report of the Scrutinizer dated 12 June 2025, the Ordinary Resolution as proposed at the AGM held on 12 June 2025 has been duly passed with the requisite majority.

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(5)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approve the appointment of M/s LABH & LABH Associates, Company Secretaries as Secretarial Auditor of the Company for a term of 5 (Five) consecutive years, i.e. from the financial year 2025-26 to financial year 2029-30				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	254859302	254859302	100	254859302	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	254859302	254859302	100	254859302	0	100	0
Public- Institutions	E-Voting	49418682	39821114	80.5791	39821114	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	49418682	39821114	80.5791	39821114	0	100	0
Public- Non Institutions	E-Voting	189571515	61956991	32.6826	61953011	3980	99.9936	0.0064
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	189571515	61956991	32.6826	61953011	3980	99.9936	0.0064
Total		493849499	356637407	72.2158	356633427	3980	99.9989	0.0011
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	

Text Block	
Textual Information(1)	On the basis of the Report of the Scrutinizer dated 12 June 2025, the Ordinary Resolution as proposed at the AGM held on 12 June 2025 has been duly passed with the requisite majority.

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(6)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Amitabh Srivastava (DIN: 09704968) as an Independent Director for a period of five (5) years with effect from 21 April 2025 to 20 April 2030				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	254859302	254859302	100	254859302	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	254859302	254859302	100	254859302	0	100	0
Public- Institutions	E-Voting	49418682	39821114	80.5791	39821114	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	49418682	39821114	80.5791	39821114	0	100	0
Public- Non Institutions	E-Voting	189571515	61956741	32.6825	61952201	4540	99.9927	0.0073
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	189571515	61956741	32.6825	61952201	4540	99.9927	0.0073
Total		493849499	356637157	72.2158	356632617	4540	99.9987	0.0013
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	

Text Block	
Textual Information(1)	On the basis of the Report of the Scrutinizer dated 12 June 2025, the Special Resolution as proposed at the AGM held on 12 June 2025 has been duly passed with the requisite majority.

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(7)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Appointment of Mr. Shyam Sundar Choudhary (DIN: 00173732) as Whole-time Director of the Company for a period of three (3) consecutive years with effect from 01 April 2025 to 31 March 2028				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	254859302	254859302	100	254859302	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	254859302	254859302	100	254859302	0	100	0
Public- Institutions	E-Voting	49418682	39821114	80.5791	16106333	23714781	40.4467	59.5533
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	49418682	39821114	80.5791	16106333	23714781	40.4467	59.5533
Public- Non Institutions	E-Voting	189571515	61955736	32.682	61950142	5594	99.991	0.009
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	189571515	61955736	32.682	61950142	5594	99.991	0.009
Total		493849499	356636152	72.2156	332915777	23720375	93.3489	6.6511
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	

Text Block	
Textual Information(1)	On the basis of the Report of the Scrutinizer dated 12 June 2025, the Special Resolution as proposed at the AGM held on 12 June 2025 has been duly passed with the requisite majority.

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(8)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval and adoption of the amended Articles of Association of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	254859302	254859302	100	254859302	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	254859302	254859302	100	254859302	0	100	0
Public- Institutions	E-Voting	49418682	39683988	80.3016	38222682	1461306	96.3176	3.6824
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	49418682	39683988	80.3016	38222682	1461306	96.3176	3.6824
Public- Non Institutions	E-Voting	189571515	61956991	32.6826	61951126	5865	99.9905	0.0095
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	189571515	61956991	32.6826	61951126	5865	99.9905	0.0095
Total		493849499	356500281	72.188	355033110	1467171	99.5885	0.4115
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	

Text Block	
Textual Information(1)	On the basis of the Report of the Scrutinizer dated 12 June 2025, the Special Resolution as proposed at the AGM held on 12 June 2025 has been duly passed with the requisite majority.

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(9)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approve transactions under Section 185 of Companies Act, 2013 for granting inter-corporate loans to or provide guarantee or security in favour of persons in whom any of the directors are interested				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	254859302	254859302	100	254859302	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	254859302	254859302	100	254859302	0	100	0
Public- Institutions	E-Voting	49418682	39821114	80.5791	13677744	26143370	34.348	65.652
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	49418682	39821114	80.5791	13677744	26143370	34.348	65.652
Public- Non Institutions	E-Voting	189571515	61955736	32.682	61945009	10727	99.9827	0.0173
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	189571515	61955736	32.682	61945009	10727	99.9827	0.0173
Total		493849499	356636152	72.2156	330482055	26154097	92.6664	7.3336
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	

Text Block	
Textual Information(1)	On the basis of the Report of the Scrutinizer dated 12 June 2025, the Special Resolution as proposed at the AGM held on 12 June 2025 has been duly passed with the requisite majority.

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

RAJARSHI GHOSH

Company Secretary in Practice
FCS 12595; CP. No. – 8921

AB – 198,
Sector 1, Salt Lake City
Kolkata- 700 064
Mobile No: 09830129400
Email: rajaghosh2002@gmail.com

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,
The Chairman
Himadri Speciality Chemical Ltd.
CIN: L27106WB1987PLC042756
23A, Netaji Subhas Road, 8th Floor,
Suite No. 15, Kolkata - 700001

Sub: Consolidated Scrutinizer's Report on remote e-voting and e-voting carried out, pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 for the 37th Annual General Meeting ("AGM") of the Members of Himadri Speciality Chemical Ltd held on Thursday, 12 June 2025 at 11:00 A.M. (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM")

Dear Sir,

1. I, Rajarshi Ghosh, Company Secretary in Practice (Membership No.: FCS: 12595, CP No.: 8921), have been appointed as Scrutinizer by the Board of Directors of Himadri Speciality Chemical Ltd. ("Company") for the purpose of scrutinizing the remote-voting prior to AGM and e-voting during the AGM on the resolutions contained in the AGM Notice dated 21 April 2025 ("Notice") issued under Section 96, Section 108 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") (including any statutory modification or re-enactment thereof for the time being in force) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ("Rules"), as amended from time to time, read with General Circulars Nos. 14/2020 dated April 8, 2020, No. 17/2020 dated April 13, 2020, No. 20/2020 dated May 05, 2020 and other relevant circulars including General Circular No. 9/2024 dated September 19, 2024 issued by the Ministry of Corporate Affairs ("MCA") (hereinafter, collectively referred as the "**MCA Circulars**") and as per Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), to transact the following ordinary and special businesses as contained in the Notice of the AGM.

2. In compliance with the provisions of the Act, SEBI Listing Regulations and MCA Circulars, the AGM of the Company was convened on **Thursday, the 12 June 2025 at 11:00 A.M** IST through VC / OAVM.

3. The Company has availed the e-voting facility services of National Securities Depository Limited ("NSDL") for conducting remote e-voting prior to AGM and electronic voting during the AGM by the Members of the Company.

Rajarshi Ghosh ★ FCS 12595 CP-8921 ★ Company Secretary in Practice

RAJARSHI GHOSH

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4. M/s S.K. Infosolutions Pvt. Ltd. is the Registrar & Share Transfer Agent (RTA) of the Company.

5. NSDL had set up electronic voting facility on its website ***https://www.evoting.nsdl.com/***

6. The Management of the Company is responsible to ensure the compliance with the requirements of the Act and Rules made thereunder and SEBI Listing Regulations in connection with the voting through electronic modes on the resolutions proposed in the Notice.

7. My responsibility as Scrutinizer for the e-voting process (*i.e.*, through remote e-voting prior to the AGM and e-voting during the AGM) is to ensure that the voting process is conducted in a fair and transparent manner and is restricted to making a Consolidated Scrutinizer's Report for the votes cast in "favour" or "against" on the resolutions proposed in the Notice, based on the report generated from the e-voting platform provided by NSDL and the confirmation/information furnished to me electronically for my verification and assisted by the Company's RTA with respect to the number of shares held by the Members as on the cut-off date.

8. As confirmed by the Company, the Notice along with the statement setting out material facts under Section 102 of the Act was sent only through electronic mode on 20 May 2025 to the Members whose email addresses were registered with the Company, Registrar & Share Transfer Agent (RTA) / Depositories in compliance with the MCA Circulars and applicable SEBI Circulars.

9. For those Members whose email IDs were not available, a Public Notice with regard to the Company's Annual General Meeting was published on 18 May 2025 in "Financial Express" (English Edition) and "Arthik Lipi" (Bengali Edition), inter-alia providing requisite information and contact details for registering email IDs and queries on e-voting.

10. An advertisement was published in "Financial Express" (English Edition) and "Arthik Lipi" (Bengali Edition) on 22 May 2025, pursuant to Rule 20 of the Companies (Management and Administration) Rules, 2014 informing the Members about completion of dispatch of Notice by permitted mode along with other information as specified in the rules.

11. There were 4,54,994 Members as on the cut-off date. The members holding shares either in physical or dematerialized form, as on the "Cut off" date i.e. **05 June 2025** were entitled to vote on the resolutions proposed in the Notice calling the AGM.

12. As per provisions of the Act, the number of votes cast in respect of each resolution has been counted according to the number of shares held by the concerned shareholder. One share held is equal to one vote.

13. e-Voting Process

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In terms of the aforesaid Notice and as per the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, and the provisions of Regulation 44 of the SEBI Regulations, **the remote e-voting facility was kept open from Sunday, 08 June 2025 (09:00 a.m. IST) till Wednesday, 11 June 2025 (5.00 p.m. IST)** and the NSDL remote e-voting module was disabled thereafter. Further, pursuant to MCA Circulars referred above, the Company had also provided e-voting facility to the shareholders present at the AGM through VC / OAVM who had not cast their vote earlier and Members were requested to cast their votes electronically conveying their assent or dissent in respect of the resolutions on the e-voting platform provided by NSDL.

14.Counting Process

After the closure of e-voting, the report on the votes cast under remote e-voting facility prior to the AGM and e-voting done at the AGM were unblocked and downloaded from the e-voting system of NSDL.

The votes cast through e-voting were unblocked in the presence of Mr. Sourav Kumar Roy and Mr . Kousick Das who acted as witnesses as prescribed under sub-rule 4(xii) of Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended.

15.Results

Based on the results made available to me, Members have casted their votes through remote e-voting platform or through e-voting at the AGM. The brief analysis of the results of the voting through remote e-voting and e-voting at the AGM, based on the report generated by NSDL, confirmed by the RTA from the benpose with respect to the shareholding and scrutinized on sample and test-check basis and relied upon by me, are as under:

ORDINARY BUSINESS:

Item No. 1: Ordinary Resolution:

To receive, consider and adopt the Audited Standalone Financial Statements and Audited Consolidated Financial Statements of the Company together with the report of the Board of Directors and Auditors thereon for the financial year ended 31 March 2025

(i) Voted in **favour** of the Resolution:

Mode of voting	**Number of Members voted**	**Number of votes cast by them**	**% of total number of valid votes cast**
Remote e-voting and electronic voting at the AGM	562	356533835	99.9989
Total	**562**	**356533835**	**99.9989**

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(ii) Voted **against** the Resolution:

Mode of voting	**Number of Members voted**	**Number of votes cast by them**	**% of total number of valid votes cast**
Remote e-voting and electronic voting at the AGM	25	4057	0.0011
Total	**25**	**4057**	**0.0011**

(iii) **Invalid** Votes:

Total number of members whose votes were declared invalid	**Total number of votes cast by them**
0	0

Item No. 2: Ordinary Resolution:

To declare a final dividend of Re 0.60 (60%) per equity share of face value of Re. 1 each for the financial year ended 31 March 2025.

(i) Voted in **favour** of the Resolution:

Mode of voting	**Number of Members voted**	**Number of votes cast by them**	**% of total number of valid votes cast**
Remote e-voting and electronic voting at the AGM	561	356634244	99.9991
Total	**561**	**356634244**	**99.9991**

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(ii) Voted **against** the Resolution:

Mode of voting	**Number of Members voted**	**Number of votes cast by them**	**% of total number of valid votes cast**
Remote e-voting and electronic voting at the AGM	26	3364	0.0009
Total	**26**	**3364**	**0.0009**

(iii) **Invalid** Votes:

Total number of members whose votes were declared invalid	**Total number of votes cast by them**
0	0

Item No. 3: Ordinary Resolution:

To appoint a Director in place of Mr. Shyam Sundar Choudhary (DIN: 00173732) who retires by rotation and being eligible offers himself for re-appointment.

(i) Voted in **favour** of the Resolution:

Mode of voting	**Number of Members voted**	**Number of votes cast by them**	**% of total number of valid votes cast**
Remote e-voting and electronic voting at the AGM	444	333451342	93.4988
Total	**444**	**333451342**	**93.4988**

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(ii) Voted **against** the Resolution:

Mode of voting	**Number of Members voted**	**Number of votes cast by them**	**% of total number of valid votes cast**
Remote e-voting and electronic voting at the AGM	141	23185815	6.5012
Total	**141**	**23185815**	**6.5012**

(iii) **Invalid** Votes:

Total number of members whose votes were declared invalid	**Total number of votes cast by them**
0	0

SPECIAL BUSINESS:

Item no. 4: Ordinary Resolution

To ratify the remuneration of the Cost Auditor for the financial year ending 31 March 2026.

(i) Voted in **favour** of the Resolution:

Mode of voting	**Number of Members voted**	**Number of votes cast by them**	**% of total number of valid votes cast**
Remote e-voting and electronic voting at the AGM	558	356633591	99.9990
Total	**558**	**356633591**	**99.9990**

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(ii) Voted **against** the Resolution:

Mode of voting	**Number of Members voted**	**Number of votes cast by them**	**% of total number of valid votes cast**
Remote e-voting and electronic voting at the AGM	27	3566	0.0010
Total	**27**	**3566**	**0.0010**

(iii) **Invalid** Votes:

Total number of members whose votes were declared invalid	**Total number of votes cast by them**
0	0

Item no. 5: Ordinary Resolution

To approve the appointment of M/s LABH & LABH Associates, Company Secretaries, as Secretarial Auditor of the Company

(i) Voted in **favour** of the Resolution:

Mode of voting	**Number of Members voted**	**Number of votes cast by them**	**% of total number of valid votes cast**
Remote e-voting and electronic voting at the AGM	557	356633427	99.9989
Total	**557**	**356633427**	**99.9989**

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(ii) Voted **against** the Resolution:

Mode of voting	**Number of Members voted**	**Number of votes cast by them**	**% of total number of valid votes cast**
Remote e-voting and electronic voting at the AGM	29	3980	0.0011
Total	**29**	**3980**	**0.0011**

(iii) **Invalid** Votes:

Total number of members whose votes were declared invalid	**Total number of votes cast by them**
0	0

Item no. 6: Special Resolution

To appoint Mr. Amitabh Srivastava (DIN: 09704968) as an Independent Director of the Company

(i) Voted in **favour** of the Resolution:

Mode of voting	**Number of Members voted**	**Number of votes cast by them**	**% of total number of valid votes cast**
Remote e-voting and electronic voting at the AGM	555	356632617	99.9987
Total	**555**	**356632617**	**99.9987**

Rajarshi Ghosh FCS 12595 CP-8921 Company Secretary in Practice

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(ii) Voted **against** the Resolution:

Mode of voting	**Number of Members voted**	**Number of votes cast by them**	**% of total number of valid votes cast**
Remote e-voting and electronic voting at the AGM	30	4540	0.0013
Total	**30**	**4540**	**0.0013**

(iii) **Invalid** Votes:

Total number of members whose votes were declared invalid	**Total number of votes cast by them**
0	0

Item no. 7: Special Resolution

To re-appoint Mr. Shyam Sundar Choudhary (DIN: 00173732) as Whole-time Director of the Company

(iv) Voted in **favour** of the Resolution:

Mode of voting	**Number of Members voted**	**Number of votes cast by them**	**% of total number of valid votes cast**
Remote e-voting and electronic voting at the AGM	429	332915777	93.3488
Total	**429**	**332915777**	**93.3488**

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(v) Voted **against** the Resolution:

Mode of voting	**Number of Members voted**	**Number of votes cast by them**	**% of total number of valid votes cast**
Remote e-voting and electronic voting at the AGM	158	23720375	6.6512
Total	**158**	**23720375**	**6.6512**

(vi) **Invalid** Votes:

Total number of members whose votes were declared invalid	**Total number of votes cast by them**
0	0

Item no. 8: Special Resolution

To approve and adopt the amended Articles of Association of the Company

(vii) Voted in **favour** of the Resolution:

Mode of voting	**Number of Members voted**	**Number of votes cast by them**	**% of total number of valid votes cast**
Remote e-voting and electronic voting at the AGM	530	355033110	99.5885
Total	**530**	**355033110**	**99.5885**

Rajarshi Ghosh ★ FCS 12595 CP-8921 ★ Company Secretary in Practice

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(viii) Voted **against** the Resolution:

Mode of voting	**Number of Members voted**	**Number of votes cast by them**	**% of total number of valid votes cast**
Remote e-voting and electronic voting at the AGM	54	1467171	0.4115
Total	**54**	**1467171**	**0.4115**

(ix) **Invalid** Votes:

Total number of members whose votes were declared invalid	**Total number of votes cast by them**
0	0

Item no. 9: Special Resolution

To approve transactions under Section 185 of Companies Act, 2013 for granting intercorporate loans to or provide guarantee or security in favour of persons in whom any of the directors are interested

(x) Voted in **favour** of the Resolution:

Mode of voting	**Number of Members voted**	**Number of votes cast by them**	**% of total number of valid votes cast**
Remote e-voting and electronic voting at the AGM	427	330482055	92.6664
Total	**427**	**330482055**	**92.6664**

Rajarshi Ghosh
FCS 12595
CP-8921
Company Secretary in Practice

RAJARSHI GHOSH

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(xi) Voted **against** the Resolution:

Mode of voting	**Number of Members voted**	**Number of votes cast by them**	**% of total number of valid votes cast**
Remote e-voting and electronic voting at the AGM	163	26154097	7.3336
Total	**163**	**26154097**	**7.3336**

(xii) **Invalid** Votes:

Total number of members whose votes were declared invalid	**Total number of votes cast by them**
0	0

REPORT

1. Based on the foregoing, the resolution numbers 1 to 9 have been duly passed with requisite majority on 12 June 2025.

2. All the relevant records with respect to the electronic data relating to the e-voting are under my safe custody and will be handed over to the Chairman or Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

Date: 12.06.2025
Place: Kolkata

RAJARSHI GHOSH
FCS No. 12595
CP No. 8921
UDIN: F012595G000588852

RAJARSHI GHOSH

Company Secretary in Practice
FCS 12595; CP. No. – 8921

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WITNESS(ES):

1. Sourav Kumar Roy.

Name: SOURAV KUMAR ROY
Address: 68, Jessore Road, Shyamnagar, Kolkata – 700055

2. Kousick Das

Name: KOUSICK DAS
Address: 68, Jessore Road, Shyamnagar, Kolkata - 700055

Received the Report of the Scrutinizer
For Himadri Speciality Chemical Ltd

KOLKATA
Himadri Speciality Chemical Ltd

Monika Saraswat

Monika Saraswat
Company Secretary & Compliance Officer

Rajarshi Ghosh
FCS 12595
CP-8921
Company Secretary in Practice