RP - Sanjiv Goenka Group
Growing Legacies

PCBL CHEMICAL

2nd November, 2026

The Manager,
Listing Department,
National Stock Exchange of India Ltd.,
Exchange Plaza,
Plot No. – C – 1, G Block,
Bandra – Kurla Complex,
Bandra (East),
Mumbai – 400051

NSE Code – PCBL

The General Manager,
Department of Corporate Services,
BSE Limited,
1st Floor, New Trading Ring,
Rotunda Building,
P.J. Towers,
Dalal Street, Fort,
Mumbai – 400001

BSE Code (Equity) – 506590
BSE Code (Debt) – 975353

Dear Sir,

Sub:- Submission of Postal Ballot Notice of PCBL Chemical Limited ('the Company')

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), please find enclosed herewith a copy of the Postal Ballot Notice along with the Statement ("**Postal Ballot Notice**") dated 2nd November, 2026, seeking approval of the Members of the Company by way of Special Resolution for the re-appointment of Mr. T. C. Suseel Kumar (DIN-06453310) as a Non-Executive Independent Director of the Company for a second term of five (5) consecutive years commencing from 27th October, 2026 and ending on 26th October, 2031 (both days inclusive) as set out in the said Postal Ballot Notice.

In accordance with Section 110 and other applicable provisions, if any, of the Companies Act, 2013 read with the relevant circulars issued by the Ministry of Corporate Affairs ("MCA Circulars") and the Listing Regulations, the Postal Ballot Notice is being sent only through electronic mode to those Members whose names appear in the Register of Members / List of Beneficial Owners and whose email IDs are registered with the Depositories / Company as on the cut-off date i.e. Friday, 30th October, 2026 ("**Cut-Off Date**"). Besides, in accordance with the provisions of the MCA Circulars, Members who have not yet registered their e-mail addresses are requested to register the same by following the procedure as set out in the Postal Ballot Notice.

The Company has engaged the services of National Securities Depository Limited ('NSDL') for providing Remote e-voting facility to all its Members. The Remote e-voting will commence on **Tuesday, 3rd November, 2026 at 9:00 A.M. (IST)** and will end on **Wednesday, 2nd December, 2026 at 5:00 P.M. (IST)**. The Remote e-voting module shall be disabled by NSDL for voting thereafter.

The Postal Ballot Notice is also being uploaded on the website of the Company at www.pcblltd.com as well as on the website of NSDL at www.evoting.nsdl.com and on the websites of the Stock Exchanges, i.e. National Stock Exchange of India Ltd. and BSE Limited at www.nseindia.com and www.bseindia.com respectively.

We request you to take the afore-mentioned information on record and oblige.

Yours faithfully,
For **PCBL CHEMICAL LIMITED**

Ravi Varma
Digitally signed by Ravi Varma
Date: 2026.11.02 13:29:00 +05'30'

Ravi Varma
Company Secretary and Compliance Officer

Enclo: As above

RP - Sanjiv Goenka Group
Growing Legacies

PCBL CHEMICAL

PCBL CHEMICAL LIMITED
(Formerly known as PCBL Limited)
CIN: L23109WB1960PLC024602
Regd. Office: 31, Netaji Subhas Road, Kolkata – 700 001,
Tel: (033) 2230 8515 / 9281,
Corporate Office: RPSG House, 4th Floor, 2/4 Judges Court Road, Kolkata – 700027
Tel: (033) 4087 0500 / 0600,
E-mail – pcbl@rpsg.in, Website – www.pcblltd.com

POSTAL BALLOT NOTICE TO THE MEMBERS OF THE COMPANY

[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 and the circulars issued by the Ministry of Corporate Affairs, Government of India]

NOTICE is hereby given that pursuant to and in compliance with the provisions of Sections 108 and 110 of the Companies Act, 2013 (the "Act") read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (the "Rules"), Secretarial Standard-2 on General Meetings (the "SS-2") issued by the Institute of Company Secretaries of India, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations"), circulars/ guidelines prescribed by the Ministry of Corporate Affairs (the "MCA"), for holding general meetings/ conducting postal ballot process through remote e-voting and any other applicable laws, rules and regulations as amended from time to time, including any statutory modification(s), amendment(s) or re- enactment(s) thereof for the time being in force, the Special Resolution set out below is proposed to be passed by the Members of PCBL Chemical Limited (the "Company") through Postal Ballot by way of voting through electronic means ("remote e- voting") only.

In compliance with the MCA circulars latest being General Circular no. 3/2025 dated 22nd September, 2025, this Postal Ballot Notice is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/ Depositories. If your e-mail address is not registered with the Company/Depositories, please follow the process provided in the notes to this Notice to register the same.

A statement pursuant to Section 102 and other applicable provisions, if any, of the Act, setting out the material facts pertaining to the Special Resolution mentioned in this Postal Ballot Notice, is annexed hereto. Pursuant to Rule 22(5) of the Rules, the Board of Directors of the Company has appointed Mr. Manoj Prasad Shaw, FCS No: 5517, Practicing Company Secretary as the 'Scrutinizer' to scrutinize the Postal Ballot through remote e-voting process in a fair and transparent manner.

The Company has engaged the services of National Securities Depository Limited ('NSDL'), as the agency to provide remote e-voting facility.

The remote e-voting period commences from **9.00 a.m. (IST) on Tuesday, 3rd November, 2026** and ends at **5.00 p.m. (IST) on Wednesday, 2nd December, 2026**. The Scrutinizer will submit his report within 2 working days from the date of conclusion of the Postal Ballot to the Chairman of the Company/Director(s)/Company Secretary upon completion of the scrutiny of the votes cast through remote e-voting. The Special Resolution, if passed by the requisite majority, shall be deemed to have been passed on the date of conclusion of the Postal Ballot, being the last day of remote e-voting.

The said results along with the Scrutinizer's Report will be placed on the website of the Company at www.pcblltd.com under the section 'Investor Relations' and shall be communicated to BSE Limited and National Stock Exchange of India Ltd., where the equity shares of the Company are listed.

Item of business requiring approval of Equity Shareholders through Postal Ballot by '**remote e-voting'** is given below:

SPECIAL BUSINESS:

AS A SPECIAL RESOLUTION:

Item no. 1:

RE-APPOINTMENT OF MR. THARAVANAT CHANDRASEKHARAN SUSEELKUMAR (T. C. SUSEEL KUMAR) (DIN: 06453310) AS A NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY FOR A SECOND TERM OF FIVE (5) CONSECUTIVE YEARS COMMENCING FROM 27TH OCTOBER, 2026

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

"**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and all other applicable provisions of the Companies Act, 2013 read with the rules made thereunder (the "**Act**"), Schedule IV to the Act, the Companies (Appointment and Qualification of Directors) Rules, 2014, the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "**Listing Regulations**"), (including any statutory modification(s) or re-enactment thereof for the time being in force), the Articles of Association of the Company, and subject to such approvals, consents, permissions and sanctions as may be necessary, and pursuant to the recommendation of the Nomination and Remuneration Committee and the approval of the Board of Directors accorded by way of Circular Resolution, Mr. T. C. Suseel Kumar (DIN: 06453310), who holds office as a Non-Executive Independent Director of the Company up to 26th October 2026, and who, being eligible for re-appointment, has furnished his consent to act as a Director, declaration confirming that he meets the criteria of independence as prescribed in Section 149(6) of the Act and Regulations 16(1)(b) and 25(8) of the Listing Regulations, and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a Member proposing his candidature for the office of Director, be and is hereby re-appointed as a Non-Executive Independent Director of the Company, not liable to retire by rotation, for a second term of five (5) consecutive years commencing from 27th October, 2026 and ending on 26th October, 2031 (both days inclusive).

RESOLVED FURTHER THAT the any Director and/ or Company Secretary of the Company, be and are hereby severally authorized to do all such acts, deeds, things and execute all such documents, instruments, writings as, in its absolute discretion, it may be considered necessary, expedient or desirable, including power to sub-delegate, in order to give effect to the foregoing special resolution or otherwise as considered by the Board to be in the best interest of the Company as it may deem fit."

Registered Office:
31, Netaji Subhas Road
Kolkata – 700 001
CIN: L23109WB1960PLC024602

By Order of the Board

Ravi Varma
Company Secretary
(ICSI Membership No: F9531)

Place: Kolkata
Date:2nd November, 2026

Notes:

1. The Statement pursuant to Section 102 read with Section 110 of the Companies Act, 2013 ('the Act') as amended read with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), Secretarial Standard on General Meetings (SS-2) stating all material facts, disclosure of interest, if any and other relevant information and facts in respect of the business is annexed hereto and forms part of this Notice.

2. In conformity with the regulatory requirements and relevant circulars issued by the MCA and the SEBI, this Notice is being sent only through electronic mode to those Members whose names appear in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories on the cut-off date, i.e. Friday, 30th October, 2026 and who have registered their e-mail addresses with the Company / Depositories.

3. Members whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories on Friday, 30th October, 2026 will be entitled to cast their votes. The voting rights of Members shall be in proportion to their shareholding in the paid-up equity share capital of the Company as on the cut-off Date i.e. Friday, 30th October, 2026.

4. There will be one vote for each share for every DPID & Client ID / folio number irrespective of the number of joint holders.

5. Remote E-voting will commence from **9.00 a.m. (IST) on Tuesday, 3rd November, 2026** and ends at **5.00 p.m. (IST) on Wednesday, 2nd December, 2026**.

The last date for Remote E-voting is Wednesday, 2nd December, 2026 which shall be deemed to be the date of passing of the Special Resolution as contained in the Postal Ballot Notice.

6. As per the MCA Circulars, physical copies of this Postal Ballot Notice, Postal Ballot forms and pre-paid Business Reply Envelopes are not being sent to Members for this Postal Ballot. Members are requested to provide their assent or dissent through remote e-voting only.

7. For the purpose of providing remote e-voting facility, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating e-voting and enabling the Members to cast their votes electronically.

8. Members whose email addresses are not registered can register the same in the following manner:

   - Members holding share(s) in physical form can send scanned copy of a signed request letter mentioning the folio number, name, complete address, email address to be registered along with scanned self-attested copy of the PAN Card and any document (such as Driving License, Passport, Bank Statement, AADHAR) supporting the registered address of the Member, by email to the RTA's email address – investor.helpdesk@in.mpms.mufg.com.
   - Members holding share(s) in electronic mode may update the email address, bank account details and mobile number through their respective Depository Participant(s) (DP).

9. The Board of Directors has appointed Mr. Manoj Prasad Shaw, Practicing Company Secretary (FCS No: 5517) as the "Scrutinizer" to conduct the Remote e-voting process in a fair and transparent manner.

10. Members may please note that the Postal Ballot Notice will also be available on the Company's website at www.pcblltd.com, websites of the Stock Exchanges i.e. National Stock Exchange of India Ltd. (NSE) and BSE Limited (BSE) at www.nseindia.com and www.bseindia.com respectively and on the website of NSDL at www.evoting.nsdl.com.

11. All the documents referred to in this Notice and the Statement pursuant to Section 102 of the Act, will be available for inspection at Company's website - www.pcblltd.com under 'Investor Relations' Section from the date of circulation of this Notice upto the date of declaration of Postal Ballot results.

12. A shareholder cannot exercise his/her vote by proxy on Postal Ballot.

13. Any query in relation to the Resolution proposed to be passed by this Postal Ballot may be addressed to Company Secretary at Email: pcbl.investor@rpsg.in or for any query / grievance with respect to e-voting, Members may refer to the Frequently Asked Questions (FAQs) for Members and e-voting user manual for Members available at the download section of www.evoting.nsdl.com or call on : 022 - 4886 7000 or send a request to Ms. Pallavi Mhatre, Deputy Vice President, NSDL and/ or Mr. Amit Vishal, Vice President, NSDL at evoting@nsdl.com.

14. It is clarified that if a Shareholder fails to provide or update relevant e-mail address to the Company or to the DP, as the case may be, the Company will not be in default for not delivering the Notice via e-mail.

15. The instructions for remote e-voting are as under:

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting for Individual members holding securities in demat mode

In terms of SEBI circular 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.

Login method for Individual members holding securities in demat mode is given below:

Type of members	Login Method
Individual Members holding securities in demat mode with NSDL.	1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/ evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 2. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added 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 i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e- Voting period. 3. If you are 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 4. 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting and voting during the meeting. 5. Shareholders /Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience. **NSDL Mobile App is available on** App Store Google Play
Individual Members holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also link provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & 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 evoting is in progress and also able to directly access the system of all e-Voting Service Providers.

Individual Members (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Upon logging in, you will be able to see e-Voting option. 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting and voting during the meeting.

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. NSDL and CDSL.

Login type	**Helpdesk details**
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.com or call at 022 - 4886 7000
Individual Members holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911

B. Login Method for members other than Individual members holding securities in demat mode and members holding securities in physical mode

How to Log-in to NSDL e-Voting website?

1. 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.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL e-services i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	**Your User ID is:**
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12********** then your user ID is 12**********
c) For Members holding shares in Physical Form.	EVEN Number (143411) followed by Folio Number registered with the company. For example if folio number is 001*** and EVEN is 143411 then user ID is 143411001***

5. Password details for members other than Individual members are given below:
   a. If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
   b. If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

c) How to retrieve your 'initial password'?

- If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
- If your email ID is not registered, please follow steps mentioned below in **process for those members whose email ids are not registered.**

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

a) Click on "Forgot User Details/Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.

b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.

c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.

d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

8. Now, you will have to click on "Login" button.

9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically on NSDL e-Voting system?
1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for Members

1. Institutional members (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to shawmanoj2003@gmail.com with a copy marked to evoting@nsdl.com. Institutional members (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on **"Upload Board Resolution / Authority Letter"** displayed under **"e-Voting"** tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and e-voting user manual for Members available at the download section of www.evoting.nsdl.com or call on : 022 - 4886 7000 or send a request to Ms. Pallavi Mhatre, Deputy Vice President, NSDL and/ or Mr. Amit Vishal, Vice President, NSDL at evoting@nsdl.com

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolution set out in this notice:

- In case shares are held in physical mode, please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to pcbl.investor@rpsg.in.

- In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to pcbl.investor@rpsg.in. If you are an Individual member holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. Login method for e-Voting for Individual members holding securities in demat mode.
- Alternatively, shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
- In terms of SEBI circular 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 required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

Other Instructions:

1. The Scrutinizer shall, immediately after the conclusion of voting through remote e-voting unblock the votes cast through remote e-voting and make, not later than two working days of conclusion of the remote e-voting, a scrutinizer's report of the total votes cast in favour and against, if any, and submit to the Chairman / Director(s)/Company Secretary of the Company.

2. The said results along with the Scrutinizer's Report would be intimated to National Stock Exchange of India Ltd. and BSE Limited, where the equity shares of the Company are listed. Additionally, the results will also be uploaded on the Company's website at www.pcblltd.com and on the website of NSDL at www.evoting.nsdl.com.

I. STATEMENT OF MATERIAL FACTS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 1:

Mr. T. C. Suseel Kumar (DIN: 06453310) was appointed as an Independent Director of the Company, for a term of five years with effect from 27th October, 2021, up to 26th October, 2026.

The Nomination and Remuneration Committee after taking into account the performance evaluation and considering vast experience and contributions of Mr. T. C. Suseel Kumar, recommended his re-appointment for a second term of five years. The Board of Directors, by way of Circular Resolution, has approved and recommended to the Members the re-appointment of Mr. T.C. Suseel Kumar as an Independent Director of the Company for a second consecutive term of five years commencing from 27th October, 2026 upto 26th October, 2031 (both days inclusive).

Mr. T.C. Suseel Kumar retired as the Managing Director of Life Insurance Corporation of India (LIC) in January 2021. During his four decade career, Mr. Kumar has held various distinguished positions in LIC, in India and abroad. Other than holding senior positions of Managing Director, Executive Director, and Zonal Manager, Mr. Kumar has had the distinction of managing all major departments of LIC including Marketing, CRM, HR, Finance, Audit, Corporate Governance, and Investments, besides heading the foreign operations of LIC in Mauritius. As Managing Director, he handled LIC subsidiaries like LIC HFL, LIC MF, and IDBI Banks.

With a deep knowledge of analytics and interpretation of data, Mr. Kumar authored the business strategies of LIC, aligning the short- and long-term goals to regain market share. During his stewardship in Marketing, LIC crossed many a milestone with an all-time high First Year Premium Income and consolidated its market leadership with appreciable growth. He pioneered the market research program to target millennials for both new business and agency recruitment.

With his rich experience and expertise in the field of insurance and finance, Mr. Kumar has held positions on the Board of many important companies including, Life Insurance Corporation of India and its various Indian and Overseas subsidiaries, Axis Bank Limited, Bombay Stock Exchange Limited, Lakshmi Machine Works and National Mutual Fund (Mauritius), and Manappuram Finance Ltd.

Mr. Kumar continues to be an Independent Director on the board of PCBL Chemical Limited, Firstsource Solutions Limited, TVS Credit Services, and LIC Housing Finance Ltd. He is also a member of multiple board committees within these companies: Audit, NRC, CSR & RMC. In addition to this, he frequently publishes articles on insurance in English Business dailies.

Mr. T.C. Suseel Kumar possesses extensive experience, expertise and knowledge in his respective field and has made significant contributions to the deliberations and governance processes of the Company during his tenure as an Independent Director. The Board is of the view that his continued association would be beneficial to the Company and would strengthen the Board's effectiveness, diversity of skills and corporate governance framework.

The Company has received from Mr. T. C. Suseel Kumar:

- Consent to act as a Director in Form DIR-2 in terms of Section 152 of the Companies Act, 2013 (the "Act");
- Declaration confirming that he meets the criteria of independence prescribed under Section 149(6) of the Act and Regulation 16(1)(b) and Regulation 25(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations");
- Confirmation that he is not disqualified from being appointed or continuing as a Director in terms of Section 164 of the Act and that he has not been debarred from holding office of a Director by virtue of any order passed by Securities and Exchange Board of India or any other such authority; and
- Confirmation that he is registered with the Independent Directors' Databank and has complied with the applicable requirements relating thereto.

The Board after considering his expertise, experience, integrity, professional conduct and valuable guidance to the Company, has formed an opinion that he fulfils the conditions specified in the Act and the Listing Regulations for his re-appointment as a Non-Executive Independent Director and is independent of the management.

Having regard to the qualifications, skills, experience, capabilities and knowledge, the Board is of the opinion that it would be in the interest of the Company to continue his association as an Independent Director of the Company. Mr. T C Suseel Kumar does not hold by himself or for any other person on a beneficial basis, any shares in the Company.

A copy of the draft letter for re-appointment of Mr. T.C Suseel Kumar as an Independent Director setting out the terms and conditions would be available for inspection by the Members at the Registered Office of the Company on all working days (Monday to Friday) between 11:00 A.M. and 5.00 P.M. till Wednesday, 2nd December, 2026 (i.e., the last date for e voting) as well as in the "Investor Relations" section on the website of the Company at www.pcblltd.com.

In addition to the sitting fees for attending the Meetings of the Board/ Board committees, Mr. T. C. Suseel Kumar would also be entitled to remuneration by way of commission, as may be determined by the Board/Nomination and Remuneration Committee from time to time.

Except Mr. T. C. Suseel Kumar and his relatives, none of the Directors, Key Managerial Personnel of the Company or their relatives is, in any way, concerned or interested, financially or otherwise, in the Resolution set out at Item No. 1 of the Notice.

Accordingly, approval of the Members is being sought by way of a Special Resolution for the re-appointment of Mr. T. C. Suseel Kumar (DIN: 06453310) as an Independent Director of the Company, not liable to retire by rotation, for a second term of five (5) consecutive years commencing from 27th October, 2026 and ending on 26th October, 2031 (both days inclusive).

The information required pursuant to Regulation 36(3) of the Listing Regulations and Secretarial Standard on General Meetings (SS-2) is provided in the annexure forming part of the Notice.

The Board accordingly recommends that the Special Resolution set out at Item No. 1 of the Notice be passed in the best interest of the Company for the approval by the Members of the Company.

Registered Office:
31, Netaji Subhas Road
Kolkata – 700 001
CIN: L23109WB1960PLC024602

By Order of the Board

Ravi Varma
Company Secretary
(ICSI Membership No: F9531)

Place: Kolkata
Date:2nd November, 2026

DETAILS OF THE DIRECTOR SEEKING RE-APPOINTMENT PURSUANT TO REGULATION 36(3) OF THE LISTING REGULATIONS AND SS-2 ISSUED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA

Name of the Director	Mr. T.C. Suseel Kumar
Age/ Date of Birth	01.02.1961
Director Identification Number (DIN)	06453310
Nature of appointment/ re-appointment	Re-appointment as a Non-Executive Independent Director of the Company for a second term of 5 (five) consecutive years commencing from 27th October, 2026 upto 26th October, 2031 (both days inclusive).
Qualification(s)	M.A. Economics
Experience	Mr. T.C. Suseel Kumar retired as the Managing Director of Life Insurance Corporation of India (LIC) in January 2021. During his four decade career, Mr. Kumar has held various distinguished positions in LIC, in India and abroad. Other than holding senior positions of Managing Director, Executive Director, and Zonal Manager, Mr. Kumar has had the distinction of managing all major departments of LIC including Marketing, CRM, HR, Finance, Audit, Corporate Governance, and Investments, besides heading the foreign operations of LIC in Mauritius. As Managing Director, he handled LIC subsidiaries like LIC HFL, LIC MF, and IDBI Banks. With a deep knowledge of analytics and interpretation of data, Mr. Kumar authored the business strategies of LIC, aligning the short- and long-term goals to regain market share. During his stewardship in Marketing, LIC crossed many a milestone with an all-time high First Year Premium Income and consolidated its market leadership with appreciable growth. He pioneered the market research program to target millennials for both new business and agency recruitment. With his rich experience and expertise in the field of insurance and finance, Mr. Kumar has held positions on the Board of many important companies including, Life Insurance Corporation of India and its various Indian and Overseas subsidiaries, Axis Bank Limited, Bombay Stock Exchange Limited, Lakshmi Machine Works and National Mutual Fund (Mauritius), and Manappuram Finance Ltd.

	Mr. Kumar continues to be an Independent Director on the board of PCBL Chemical Limited, Firstsource Solutions Limited, TVS Credit Services, and LIC Housing Finance Ltd. He is also a member of multiple board committees within these companies: Audit, NRC, CSR & RMC. In addition to this, he frequently publishes articles on insurance in English Business dailies.
Justification for appointment, Experience and Expertise in specific functional areas	For details, please refer to the Statement to the Postal Ballot Notice.
Skills and capabilities required for the role and the manner in which the proposed person meets such requirements	For details, please refer to the Statement to the Postal Ballot Notice.
Terms & Conditions of appointment	Re-appointment as a Non-Executive Independent Director for a second term of 5 (five) consecutive years, with effect from 27th October, 2026, to 26th October, 2031, not liable to retire by rotation. (both days inclusive).
Remuneration last drawn (FY 2025-26)	Not Applicable
Remuneration sought to be paid	Sitting fees and Commission, if any, will be paid to Mr. T.C. Suseel Kumar as may be approved by the Board / Nomination and Remuneration Committee
Date of first appointment on the Board	27th October, 2021
Shareholding in the Company including shareholding as a beneficial owner as on date of this notice	Nil
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	Not related to any other Director / Key Managerial Personnel of the Company
Number of attendance at the Board meeting(s) during the financial year 2025-26	5 out of 6

List of other companies (in India) in which Directorships are held as on the date of this Notice	Firstsource Solutions Limited, LIC Housing Finance Limited, TVS Credit Services Limited and Tecosoft Digital Solutions Private Limited
Chairmanships/ Memberships of the Committees of other companies as on the date of this Notice	1. Firstsource Solutions Limited - Audit Committee, Member - Nomination and Remuneration Committee, Chairman 2. TVS Credit Services Limited - Asset Liability Management Committee, Member 3. LIC Housing Finance Limited - Nomination and Remuneration Committee, Member - IT Strategy Committee, Member - Risk Management Committee, Member - Settlement Committee, Member
Listed entities in which the person has resigned in past three years	1. Manappuram Finance Limited 2. LMW Limited

Registered Office:
31, Netaji Subhas Road
Kolkata – 700 001

CIN: L23109WB1960PLC024602

Place: Kolkata
Date:2nd November, 2026

By Order of the Board

Ravi Varma
Company Secretary
(ICSI Membership No: F9531)