

25th November, 2025

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400 001
Scrip Code - 506655

National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (East), Mumbai – 400 051
Scrip Symbol - SUDARSCHEM

Dear Sir / Madam,

Sub : Disclosure under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Submission of Notice of Postal Ballot dated 12th November, 2025

As per the provisions of Regulation 30 read with Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations, 2015”), as amended from time to time, we enclose herewith copy of the Notice of Postal Ballot along with an Explanatory Statement dated 12th November, 2025 sent to Members of the Company to transact the below mentioned business items:

- a) Appointment of Mr. Apurva Chandra (DIN:02531655) as a Non-executive and Independent Director for a term of five years (Special Resolution);
- b) Appointment of Mr. Rajendra Mariwala (DIN:00007246) as a Non-executive and Independent Director for a term of five years (Special Resolution);
- c) Appointment of Mr. Amitabha Mukhopadhyay (DIN:01806781) as a Non-Executive and Non-Independent Director (Ordinary Resolution); and
- d) Appointment of Mr. Sanjay K. Asher (DIN:00008221) as a Non-Executive and Non-Independent Director (Ordinary Resolution).

Pursuant to the provisions of Section 108 and Section 110 of the Companies Act, 2013 (“the Act”), read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (“the Rules”), as amended from time to time, read with Regulation 44 of SEBI Listing Regulations, 2015, as amended from time to time, Secretarial Standard – 2 on General Meetings issued by The Institute of Company Secretaries of India, and in terms of circulars issued by The Ministry of Corporate Affairs (“MCA”) and Securities and Exchange Board of India (“SEBI”) from time to time (collectively to be referred as “Circulars”), the Company has sent Notice of Postal Ballot along with Explanatory Statement on **Tuesday, 25th November, 2025** in electronic mode only to those Members whose names appear in the Register of Members as on the **Cut-Off Date i.e. Friday, 14th November, 2025** and whose email addresses were registered with the Company / MUFG Intime India Private Limited, Registrar and Share Transfer Agent of the Company (“RTA”) / Depository Participant(s) (“DP”) / Depository(ies). In terms of the abovementioned Circulars, the Members are entitled to cast their vote through electronic mode only.

The dispatch of the Notice of Postal Ballot along with Explanatory Statement has been completed through email today i.e. **Tuesday, 25th November, 2025.**

The Company has engaged services of National Securities Depository Limited (“NSDL”) for the purpose of providing remote e-voting facility to its Members in respect of the item forming part of the Postal Ballot Notice.

Further, please find below the schedule of events for Postal Ballot:

Sr. No.	Activity	Date
1.	Remote e-voting Start Date	Wednesday, 26th November, 2025
2.	Remote e-voting Start Time	9:00 a.m. (IST)
3.	Remote e-voting End Date	Thursday, 25th December, 2025
4.	Remote e-voting End Time	5:00 p.m. (IST)

Detailed instructions for e-voting facility and registration of email address of the members, are provided in the Notice of Postal Ballot.

The said Notice and Explanatory Statement has also been uploaded on the Company's website at www.sudarshan.com and on the website of NSDL at www.evoting.nsdl.com.

Kindly take the same on record.

Thanking You,
Yours faithfully,
For SUDARSHAN CHEMICAL INDUSTRIES LIMITED

MANDAR VELANKAR
GENERAL COUNSEL AND COMPANY SECRETARY

Encl. as above.



SUDARSHAN CHEMICAL INDUSTRIES LIMITED

Registered Office & Global Head Office: 7th Floor, Eleven West Panchshil, Survey No. 25, Near PAN Card Club Road, Baner, Pune – 411 069, Maharashtra, India
Tel No.: 020 - 6828 1200 **Website:** www.sudarshan.com **Email:** shares@sudarshan.com
CIN: L24119PN1951PLC008409

NOTICE OF POSTAL BALLOT TO THE EQUITY SHAREHOLDERS

Dear Shareholders,

Notice is hereby given pursuant to Sections 108 and 110 of the Companies Act, 2013 ("the Act") and other applicable provisions, if any, of the Act read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("Rules") (including any statutory modification or re-enactment thereof for the time being in force), Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations, 2015") and in accordance with the requirements prescribed by the Ministry of Corporate Affairs ("MCA") for holding general meetings/ conducting postal ballot process through e-Voting vide General Circular No(s). 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020, General Circular No. 09/2024 dated 19th September, 2024 read with other relevant circulars issued in this regard, the latest being General Circular No. 03/2025 dated 22nd September, 2025 (collectively referred to as "MCA Circulars") and Circulars issued by Securities and Exchange Board of India ("SEBI") from time to time ("SEBI Circulars") (MCA Circulars and SEBI Circulars are hereinafter collectively referred to as "Circulars"), Secretarial Standard on General Meetings ("SS-2") issued by The Institute of Company Secretaries of India ("ICSI") and any other applicable laws, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), to transact the Special Business as set out hereunder by way of Postal Ballot only through remote e-voting ("e-voting").

In compliance with Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the aforesaid provisions and Circulars, this Postal Ballot Notice ("Notice") is being sent only through electronic mode to all its Shareholders whose email addresses are registered with the Company/ Registrar and Share Transfer Agent ("RTA") or Depository Participant(s) as on **Friday, 14th November, 2025 ("cut-off date")** and the communication to assent/dissent of the Shareholders on the resolution proposed in this Notice will only take place through the remote e-voting system. If your email address is not registered with the Company/ MUFG Intime India Private Limited, Registrar and Share Transfer Agent of the Company ("RTA") / Depository Participant(s), please follow the process provided in the notes to this Notice. Further, in compliance with the requirements of Circulars, physical copy of Postal Ballot Notice along with Postal Ballot Forms and pre-paid business envelope will not be sent to the Shareholders for this Postal Ballot.

In compliance with the provisions of Sections 108 and 110 of the Act read with Rule 20 and Rule 22 of the Rules and Regulation 44 of the SEBI Listing Regulations, 2015 and Circulars, the Company has engaged the services of National Securities and Depositories Limited ("NSDL") for providing e-voting facility to all its Shareholders. The Shareholders (whether holding shares in demat form or in physical form) are requested to read the related notes to this Postal Ballot Notice and instructions given thereunder carefully and cast their votes by e-Voting. The remote e-Voting period commences on **Wednesday, 26th November, 2025 from 9.00 A.M. (IST) and ends on Thursday, 25th December, 2025 at 5.00 pm (IST) (both days inclusive). The e-voting Event Number ("EVEN") for this purpose is '137781'.**

Shareholders are requested to carefully read the instructions while expressing their assent or dissent and cast vote via remote e-voting by not later than the close of working hours at **5.00 P.M. (IST) on Thursday, 25th December, 2025**. The Notice is also available on the website of the Company at: <https://www.sudarshan.com/investors-term/notices/> and on the website of NSDL at www.evoting.nsdl.com The Notice can also be accessed from the website of the Stock Exchanges i.e. BSE Limited (BSE) and National Stock Exchange of India Limited (NSE) at www.bseindia.com and www.nseindia.com respectively.

The Company has appointed Mr. Rajesh Karunakaran, Practicing Company Secretary, (COP No. 6581), as the Scrutinizer for conducting the Postal Ballot / e-voting in a fair and transparent manner. The Scrutinizer will submit his report to the Chairman after completion of the scrutiny of the e-voting and the result of e-voting will be announced within statutory timelines and will be displayed on the website of the Company and will be intimated to the stock exchanges and NSDL. The result shall also be displayed on the notice board of the Company at its Registered Office at 7th Floor, Eleven West Panchshil, Survey No. 25, Near PAN Card Club Road, Baner, Pune – 411 069, Maharashtra, India.

SPECIAL BUSINESS:

Item No. 1:

Appointment of Mr. Apurva Chandra (DIN: 02531655) as a Non-Executive and Independent Director for a term of five years

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 and 152, read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (hereinafter referred to as “the Act”), the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 17(1)(c) and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time (“SEBI Listing Regulations, 2015”) (including any statutory modification(s) or amendment(s) or re-enactment(s) thereof, for the time being in force), and based on the recommendation of the Nomination and Remuneration Committee and Board of Directors of the Company, Mr. Apurva Chandra (DIN: 02531655), who was appointed as an Additional Director, in the capacity of a Non-Executive and Independent Director pursuant to the provisions of Section 161(1) of the Act and the Articles of Association of the Company and who has submitted a declaration that he meets the criteria for independence as prescribed in Section 149(6) of the Act and Regulation 16(1)(b) of SEBI Listing Regulations, 2015, 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, being eligible, be and is hereby appointed as a Non-executive and Independent Director of the Company, not liable to retire by rotation, to hold office for a term of 5 (five) consecutive years with effect from 1st October, 2025 upto 30th September, 2030.

RESOLVED FURTHER THAT pursuant to the provisions of Section 149, 197 and other applicable provisions of the Companies Act, 2013, and Rules made thereunder, Mr. Apurva Chandra be paid such fees and remuneration and/or profit related commission as the Board may approve from time to time and subject to such limits prescribed, or as may be prescribed from time to time under the Act, in accordance with the Nomination and Remuneration policy of the company and as approved by the Shareholders.

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

Item No. 2:

Appointment of Mr. Rajendra Mariwala (DIN: 00007246) as a Non-Executive and Independent Director for a term of five years

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 and 152, read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (hereinafter referred to as “the Act”), the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 17(1)(c) and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time (“SEBI Listing Regulations, 2015”) (including any statutory modification(s) or amendment(s) or re-enactment(s) thereof, for the time being in force), and based on the recommendation of the Nomination and Remuneration Committee and Board of Directors of the Company, Mr. Rajendra Mariwala (DIN: 00007246), who was appointed as an Additional Director, in the capacity of a Non-Executive and Independent Director pursuant to the provisions of Section 161(1) of the Act and the Articles of Association of the Company and who has submitted a declaration that he meets the criteria for independence as prescribed in Section 149(6) of the Act and Regulation 16(1)(b) of SEBI Listing Regulations, 2015, 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, being eligible, be and is hereby appointed as a Non-Executive and Independent Director of the Company, not liable to retire by rotation, to hold office for a term of 5 (five) consecutive years with effect from 1st October, 2025 upto 30th September, 2030.

RESOLVED FURTHER THAT pursuant to the provisions of Section 149, 197 and other applicable provisions of the Companies Act, 2013, and Rules made thereunder, Mr. Rajendra Mariwala be paid such fees and remuneration and/or profit related commission as the Board may approve from time to time and subject to such limits prescribed, or as may be prescribed from time to time under the Act, in accordance with the Nomination and Remuneration policy of the company and as approved by the Shareholders.

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

Item No. 3:

Appointment of Mr. Amitabha Mukhopadhyay (DIN: 01806781) as a Non-Executive and Non-Independent Director

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

"RESOLVED THAT pursuant to the provisions of Sections 149 and 152, read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (hereinafter referred to as "the Act"), the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 17(1)(c) and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time ("SEBI Listing Regulations, 2015") (including any statutory modification(s) or amendment(s) or re-enactment(s) thereof, for the time being in force), and based on the recommendation of the Nomination and Remuneration Committee and Board of Directors of the Company, Mr. Amitabha Mukhopadhyay (DIN: 01806781), who was appointed as an Additional Director, in the capacity of a Non-Executive and Non-Independent Director pursuant to the provisions of Section 161(1) of the Act and the Articles of Association of the Company 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, being eligible, be and is hereby appointed as a Non-Executive and Non-Independent Director of the Company, liable to retire by rotation, with effect from 1st October, 2025.

RESOLVED FURTHER THAT pursuant to the provisions of Section 197 and other applicable provisions of the Companies Act, 2013, and Rules made thereunder, Mr. Amitabha Mukhopadhyay be paid such fees and remuneration and/or profit related commission as the Board may approve from time to time and subject to such limits prescribed, or as may be prescribed from time to time under the Act, in accordance with the Nomination and Remuneration policy of the company.

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

Item No. 4:

Appointment of Mr. Sanjay K. Asher (DIN: 00008221) as a Non-Executive and Non-Independent Director

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

"RESOLVED THAT pursuant to the provisions of Sections 149 and 152, read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (hereinafter referred to as "the Act"), the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 17(1)(c) and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time ("SEBI Listing Regulations, 2015") (including any statutory modification(s) or amendment(s) or re-enactment(s) thereof, for the time being in force), and based on the recommendation of the Nomination and Remuneration Committee and Board of Directors of the Company, Mr. Sanjay K. Asher (DIN: 00008221), who was appointed as an Additional Director, in the capacity of a Non-Executive and Non-Independent Director pursuant to the provisions of Section 161(1) of the Act and the Articles of Association of the Company 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, being eligible, be and is hereby appointed as a Non-Executive and Non-Independent Director of the Company, liable to retire by rotation, with effect from close of business hours on 12th November, 2025.

RESOLVED FURTHER THAT pursuant to the provisions of Section 197 and other applicable provisions of the Companies Act, 2013, and Rules made thereunder, Mr. Sanjay K. Asher be paid such fees and remuneration and/or profit related commission as the Board may approve from time to time and subject to such limits prescribed, or as may be prescribed from time to time under the Act, in accordance with the Nomination and Remuneration policy of the company and as approved by the Shareholders.

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

By order of the Board of Directors
For **SUDARSHAN CHEMICAL INDUSTRIES LIMITED**

Sd/-

MANDAR VELANKAR
GENERAL COUNSEL AND COMPANY SECRETARY
(Membership No. – A14469)

Pune, 12th November, 2025
Sudarshan Chemical Industries Limited
Registered Office and Global Head Office:
7th Floor, Eleven West Panchshil, Survey No. 25,
Near PAN Card Club Road, Baner, Pune – 411 069, Maharashtra, India
CIN: L24119PN1951PLC008409
Website: www.sudarshan.com
Email: shares@sudarshan.com

Notes:

1. An Explanatory Statement pursuant to the provisions of Section 102 of the Companies Act, 2013 ("Act") read with Section 110 of the Companies Act and Rule 22 of the Companies (Management and Administration) Rules, 2014, setting out the material facts and reasons pertaining to the proposed resolutions is annexed hereto along with the instructions of E-Voting for your consideration. The said resolution and Explanatory Statement are being sent for your consideration through email.
2. Pursuant to the General Circular Nos. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020, 20/2020, General Circular No. 09/2024 dated 19th September, 2024 read with other relevant circulars issued in this regard, the latest being General Circular No. 03/2025 dated 22nd September, 2025 issued by the Ministry of Corporate Affairs ("MCA Circulars") and Circulars issued from time to time by Securities and Exchange Board of India ("SEBI") (MCA Circulars and SEBI Circulars hereinafter collectively referred to as "Circulars"), Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India and any other applicable laws, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), this Notice of Postal Ballot is being issued to transact the Special Business as set out hereunder by way of Postal Ballot only through remote e-voting ("e-voting").
3. For members who have not received the notice due to change / non - registration of their email address with the Company / RTA / DP, they may do so by following the procedure given below:

a) Process to be followed for one-time Registration of email id (for shares held in physical form or in electronic form) –

- a) Visit the link: https://web.in.mpms.mufig.com/EmailReg/Email_Register.html
- b) Select the name of the Company from drop-down: Sudarshan Chemical Industries Limited
- c) Enter details in respective fields such as DP ID and Client ID (if shares held in electronic form) / Folio no. and Certificate no. (if shares held in physical form), Shareholder name, PAN, mobile number and e-mail id
- d) System will send One Time Password ('OTP') on mobile no. and e-mail id
- e) Enter OTP received on mobile no. and e-mail id and submit.

After successful submission of the e-mail address, NSDL will e-mail a copy of this Notice along with the e-Voting user ID and password. If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at step 1(A) below i.e., 'Login method for e-voting for individual shareholders holding securities in demat mode'. In case of any queries, Members may write to shares@sudarshan.com or evoting@nsdl.com

b) Registration of email id permanently with Company / DP–

Members are requested to register their e-mail address with their concerned DPs in respect of electronic holding. Members are requested to register their e-mail address with the Company/RTA in respect of physical holding, by visiting the link: <https://web.in.mpms.mufig.com/KYC-downloads.html> which provides further information about the registration process. Further, those Members who have already registered their e-mail addresses are requested to ensure that their e-mail ID is valid or in case of change, update the same with their DPs/RTA to enable service of notices/documents/Integrated Reports and other communications electronically to their e-mail address in future. In case of any queries/difficulties in registering the email address, Members may write to shares@sudarshan.com

4. The Postal Ballot Notice along with the Explanatory Statement is being sent to / published / displayed for all the members, whose names appear in the Register of Members or Register of Beneficial Owners as on **Friday, 14th November, 2025**.
5. The voting rights will be reckoned on the paid-up value of Equity Shares registered in the name of the Members on **Friday, 14th November, 2025 (on close of business hours) ("Cut-off date")**. Only those Members whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off date will be entitled to cast their votes by remote e-voting.
6. The Resolution, if passed by requisite majority, will be deemed to have been passed on the last date specified for remote e-voting i.e. **Thursday, 25th December, 2025**.
7. A member cannot exercise his vote by proxy on Postal Ballot.
8. All material documents referred to in the explanatory statement, if any, will be available for inspection only through electronic mode on all working days from the date of dispatch until the last date for receipt of votes by e-voting i.e. **Thursday, 25th December, 2025**. Members may send their requests to shares@sudarshan.com from their registered e-mail address mentioning their names, folio numbers, DP ID and Client ID during the voting period.

9. Members holding shares in electronic mode, who have not registered their email addresses are requested to register their email addresses with their respective Depository Participant ("DP").
10. Transfer of securities in physical mode was discontinued effective 1st April, 2019, however, to facilitate ease of investing for investors and to secure their rights in the securities purchased, and pursuant to the SEBI Circular No. SEBI/HO/MIRSD/MIRSD-PoD/P/CIR/2025/97 dated 2nd July 2025, the shareholders are hereby informed that a Special Window has been opened only for re-lodgement of transfer deeds which were lodged prior to the deadline of 1st April, 2019 and rejected / returned / not attended, due to deficiency in the documents / process or otherwise. The re-lodgement window has been opened by the Company, and it shall remain open for a period of six months, i.e., till 6th January, 2026. During this period, any securities re-lodged for transfer including those currently pending with the Company shall be processed and issued only in dematerialised form, subject to verification and approval of all documents by the Company's RTA.

Shareholders who have missed the earlier deadline of 31st March, 2021 are encouraged to take advantage of this opportunity by furnishing the necessary documents to the Company's RTA at their office at Akshay Complex, Block No. 202, 2nd Floor, Near Ganesh Temple, Off Dhole Patil Road, Pune - 411 001, Maharashtra.

11. The details of the process and manner for remote e-voting are explained herein below:

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 shareholders holding securities in demat mode

In terms of SEBI circular dated 9th December, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL	<ol style="list-style-type: none"> 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. 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. 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 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

	<p>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.</p> <p>5. Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.</p> <div style="text-align: center;"> <p>NSDL Mobile App is available on</p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  <p>App Store</p>  </div> <div style="text-align: center;">  <p>Google Play</p>  </div> </div> </div>
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> 1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login 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 myeasi username & password. 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-n 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, 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 a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	<ol style="list-style-type: none"> 1. You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. 2. 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. 3. 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.

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

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

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

B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders 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 eservices 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 followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 137781 then user ID is 137781001***

5. Password details for shareholders other than Individual shareholders 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'?
 - (i) 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'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders 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 shareholders

1. Corporate Members or Institutional shareholders (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 karunakaran2004@yahoo.com with a copy marked to evoting@nsdl.com and shares@sudarshan.com. Institutional shareholders (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 Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on : 022 - 4886 7000 or send a request to Mr. Sagar Gudhate, Senior Manager, 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 resolutions set out in this Notice:

1. 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 shares@sudarshan.com
2. 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 shares@sudarshan.com If you are an Individual shareholders 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 shareholders holding securities in demat mode.**

3. 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.
4. In terms of SEBI circular dated 9th December, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.
12. The remote e-voting period commences from **9.00 a.m. (IST) on Wednesday, 26th November, 2025 to 5.00 p.m. (IST) on Thursday, 25th December, 2025.**
- During this period, Members holding shares either in physical form or in dematerialised form, as on **Friday, 14th November, 2025** i.e. cut-off date, may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the Member, he/she shall not be allowed to change it subsequently or cast vote again.
13. The Board of Directors have appointed Mr. Rajesh Karunakaran, Practicing Company Secretary, Pune (FCS No. 7441, C.P. No. 6581), as a Scrutinizer to scrutinize the process of Postal Ballot / e-voting in a fair and transparent manner.
14. The Scrutinizer shall, immediately after the conclusion of e-voting through Postal Ballot, make a Scrutinizer's Report of the total votes cast in favour or against, if any, and shall submit it to the Chairman or any person authorised by him, who shall countersign the same.
15. The Results declared along with the Scrutinizer's Report shall be declared within the statutory timelines and shall be placed on the Company's website www.sudarshan.com and on the website of NSDL www.nsdl.com immediately after the result are declared by the Chairman and forthwith communicated to the Stock Exchanges viz. BSE Limited at www.bseindia.com and National Stock Exchange of India Limited at www.nseindia.com. The result shall also be displayed on the notice board of the Company at its Registered Office 7th Floor, Eleven West Panchshil, Survey No. 25, Near PAN Card Club Road, Baner, Pune – 411 069, Maharashtra, India.

By order of the Board of Directors
For **SUDARSHAN CHEMICAL INDUSTRIES LIMITED**

Sd/-
MANDAR VELANKAR
GENERAL COUNSEL AND COMPANY SECRETARY
(Membership No. – A14469)

Pune, 12th November, 2025
Sudarshan Chemical Industries Limited
Registered Office and Global Head Office:
7th Floor, Eleven West Panchshil, Survey No. 25,
Near PAN Card Club Road, Baner, Pune – 411 069, Maharashtra, India
CIN: L24119PN1951PLC008409
Website: www.sudarshan.com
Email: shares@sudarshan.com

Explanatory Statement pursuant to Section 102 and 110 of the Companies Act, 2013

In conformity with the provisions of Section 102 and 110 of the Companies Act, 2013, and statement of additional information as required under SEBI Listing Regulations, 2015, the following Explanatory Statement sets out all material facts relating to the Special Businesses mentioned in the Notice and should be taken as forming part of the Notice

Item No. 1

Pursuant to the provisions of Sections 149, 152, 161 and all other applicable provisions, if any, of the Companies Act, 2013 ("Act") read with Schedule IV to the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations, 2015"), and based on the recommendation of the Nomination and Remuneration Committee, considering skills, experience and knowledge possessed, the Board of Directors at its meeting held on 23rd September, 2025, had appointed Mr. Apurva Chandra (DIN:02531655), as an Additional Director in the category of Non-Executive and Independent Director for a term of five consecutive years commencing from 1st October, 2025 upto 30th September, 2030, subject to the approval of the Members of the Company.

The Company has received all statutory disclosures and declarations necessary for directorship from Mr. Apurva Chandra, including, written consent to act as director (Form DIR-2) as per the Companies (Appointment and Qualifications of Directors) Rules, 2014, intimation confirming non-disqualification under Section 164(2) of the Act (Form DIR-8), declaration of meeting independence criteria under Section 149(6) of the Act and SEBI Listing Regulations, 2015, written notice by a member proposing his candidature under Section 160(1) of the Act, confirmation of compliance with Appointment Rules (Rules 6(1) and 6(2) of the Companies (Appointment and Qualifications of Directors) Rules, 2014, regarding registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs and a declaration pursuant to BSE Circular No. LIST/COMP/14/2018-19 dated 20th June, 2018 and NSE Circular No. NSE/ CML/2018/24 dated 20th June, 2018 that he has not been debarred from holding office of a Director by virtue of any Order passed by the Securities and Exchange Board of India or any other such authority.

In the opinion of the Board of Directors of the Company, he is a person of integrity, possess the relevant expertise and experience and he fulfils the conditions specified in the Companies Act, 2013 and the Rules framed thereunder and the SEBI Listing Regulations, 2015 as amended, for appointment of Independent Director and he is independent of the management. Brief profile covering the details of his qualification, experience, specific areas of expertise and other relevant information as required pursuant to the SEBI Listing Regulations, 2015, is annexed to this Notice. The Board also considers that his association would be of immense benefit to the Company and it is desirable to avail itself of his services as an Independent Director on the Board of the Company.

In accordance with the provisions of Sections 149, 150, 152 read with Schedule IV to the Act and other applicable provisions of the Act, appointment of Mr. Apurva Chandra as an Independent Director requires approval of members of the Company. Further, in terms of Regulation 25(2A) of the SEBI Listing Regulations, 2015, appointment of Independent Director requires approval of members of the Company by passing a Special Resolution. Further, as per the requirements of Regulation 17(1)(c) of SEBI Listing Regulations, 2015, the approval of the shareholders is required to be obtained for appointment of a Director, within three months from the date of appointment or next general meeting, whichever is earlier. Accordingly, the approval of the Members is being sought by way of Postal Ballot for the appointment of Mr. Apurva Chandra (DIN:02531655) as an Independent Director of the Company, for a term of five consecutive years commencing from 1st October, 2025 upto 30th September, 2030 and that he shall not be liable to retire by rotation.

Mr. Apurva Chandra shall be entitled to remuneration by way of sitting fee for attending meetings of the Board and the Committees thereof wherever he would be appointed as a member, reimbursement of expenses for participating in the Board and other meetings and commission as may be decided by the Nomination and Remuneration Committee/Board within the limits stipulated under Section 197 of the Act.

The Board of Directors, pursuant to Regulation 17 (11) of the SEBI Listing Regulations, 2015 recommends passing of the Special Resolution as set out in the Item No. 1 of the accompanying notice.

Except Mr. Apurva Chandra, being appointee, and his relatives, none of the Directors or Key Managerial Personnel of the Company, or their respective relatives, are in any way concerned or interested, financially, or otherwise, in the resolution set out at Item No. 1 of the notice.

Particulars of Director as required pursuant to Regulation 36(3) of the SEBI Listing Regulations, 2015 and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, as applicable are provided hereunder:

Name of the Director	Mr. Apurva Chandra
Director Identification Number (DIN)	02531655
Date of Birth (Age in years)	19 th September, 1964 (61 Years)
Initial date of appointment on the Board	1 st October, 2025
Experience and Expertise and brief Resume	Mr. Apurva Chandra is a retired Indian Administrative Service (IAS) officer with over 36 years of distinguished service in the Government of India and the Government of Maharashtra. He has held several key leadership positions, including Secretary in the Ministries of Health, Information & Broadcasting, and Labour; Director General (Acquisition) in the Ministry of Defence; Joint Secretary, Ministry of Petroleum & Natural Gas in Government of India and Principal Secretary (Industries) in the Government of Maharashtra. He has previously served on the boards of several major Public Sector Undertakings, including GAIL, Petronet LNG, MIDC and SICOM. His academic background includes a Bachelor's degree in Civil Engineering and a Master's degree in Structural Engineering from IIT Delhi. He also holds a Diploma in Business Finance from ICFAI (India). Among his key achievements were the push for Ease of Doing Business for Industry, establishment of AURIC integrated industrial township at Chatrapati Sambhajnagar, finalisation of new labour Codes and Rules, streamlining natural gas allocation, initiating common carrier gas pipelines and rewriting the Defence Acquisition Procedure to focus on indigenisation. He chaired the Governing Body of the International Labour Organization (ILO) during the COVID-19 pandemic. He was heading the Indian delegation for arms procurement negotiations with the United States, Russia, France and Israel. He is widely recognised for driving regulatory reforms, enhancing ease of doing business, and leading initiatives to promote innovation and private sector investment. He is currently serving as an independent Director on the Boards of IL&FS, CEAT Ltd. He is also currently working in the Ministry of Defence as Principal Advisor for revising the Defence Acquisition Procedure.
No. of Meetings of the Board attended during the year	Mr. Apurva Chandra has attended 1 (one) meeting of the Board of Directors held during the year 2025-26 (i.e. till the date of this Postal Ballot Notice)
Listed entities in which the person holds the directorship and the Membership of Committees of the Board	<p>Directorships held in entities including this entity:</p> <ol style="list-style-type: none"> 1. Sudarshan Chemical Industries Limited 2. CEAT Limited 3. IL&FS Financial Services Limited 4. Ravindra Energy Limited <p>Committee Chairmanships and Memberships:</p> <ol style="list-style-type: none"> 1. Sudarshan Chemical Industries Limited <ul style="list-style-type: none"> - Audit Committee - Member
Listed Entities from which person has resigned during past 3 years	None
No. of shares held in the Company including shareholding as a beneficial owner as on the date of Postal Ballot Notice	150 Equity Shares (0.00%)
Disclosure of relationship between Directors and Key Managerial Personnel of the Company	Mr. Apurva Chandra is not related to any Director(s) / KMPs of the Company

Terms & Conditions of appointment / re-appointment	As provided in the Explanatory Statement
Details of remuneration sought to be paid	Please refer to the Explanatory Statement
Details of remuneration last drawn	Not Applicable

Item No. 2

Pursuant to the provisions of Sections 149, 152, 161 and all other applicable provisions, if any, of the Companies Act, 2013 ("Act") read with Schedule IV to the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations, 2015"), and based on the recommendation of the Nomination and Remuneration Committee, considering skills, experience and knowledge possessed, the Board of Directors at its meeting held on 23rd September, 2025, had appointed Mr. Rajendra Mariwala (DIN:00007246), as an Additional Director in the category of Non-Executive and Independent Director for a term of five consecutive years commencing from 1st October, 2025 upto 30th September, 2030, subject to the approval of the Members of the Company.

The Company has received all statutory disclosures and declarations necessary for directorship from Mr. Rajendra Mariwala, including, written consent to act as director (Form DIR-2) as per the Companies (Appointment and Qualifications of Directors) Rules, 2014, intimation confirming non-disqualification under Section 164(2) of the Act (Form DIR-8), declaration of meeting independence criteria under Section 149(6) of the Act and SEBI Listing Regulations, 2015, written notice by a member proposing his candidature under Section 160(1) of the Act, confirmation of compliance with Appointment Rules (Rules 6(1) and 6(2) of the Companies (Appointment and Qualifications of Directors) Rules, 2014, regarding registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs and a declaration pursuant to BSE Circular No. LIST/COMP/14/2018-19 dated 20th June, 2018 and NSE Circular No. NSE/ CML/2018/24 dated 20th June, 2018 that he has not been debarred from holding office of a Director by virtue of any Order passed by the Securities and Exchange Board of India or any other such authority.

In the opinion of the Board of Directors of the Company, he is a person of integrity, possess the relevant expertise and experience and he fulfils the conditions specified in the Companies Act, 2013 and the Rules framed thereunder and the SEBI Listing Regulations, 2015 as amended, for appointment of Independent Director and he is independent of the management. Brief profile covering the details of his qualification, experience, specific areas of expertise and other relevant information as required pursuant to the SEBI Listing Regulations, 2015, is annexed to this Notice. The Board also considers that his association would be of immense benefit to the Company and it is desirable to avail itself of his services as an Independent Director on the Board of the Company.

In accordance with the provisions of Sections 149, 150, 152 read with Schedule IV to the Act and other applicable provisions of the Act, appointment of Mr. Rajendra Mariwala as an Independent Director requires approval of members of the Company. Further, in terms of Regulation 25(2A) of the SEBI Listing Regulations, 2015, appointment of Independent Director requires approval of members of the Company by passing a special resolution. Further, as per the requirements of Regulation 17(1)(c) of SEBI Listing Regulations, 2015, the approval of the shareholders is required to be obtained for appointment of a Director, within three months from the date of appointment or next general meeting, whichever is earlier. Accordingly, the approval of the Members is being sought by way of Postal Ballot for the appointment of Mr. Rajendra Mariwala (DIN:00007246) as an Independent Director of the Company, for a term of five consecutive years commencing from 1st October, 2025 upto 30th September, 2030 and that he shall not be liable to retire by rotation.

Mr. Rajendra Mariwala shall be entitled to remuneration by way of sitting fee for attending meetings of the Board and the Committees thereof wherever he would be appointed as a member, reimbursement of expenses for participating in the Board and other meetings and commission as may be decided by the Nomination and Remuneration Committee/Board within the limits stipulated under Section 197 of the Act.

The Board of Directors, pursuant to Regulation 17 (11) of the SEBI Listing Regulations, 2015, recommends passing of the Special Resolution as set out in the Item No. 2 of the accompanying notice.

Except Mr. Rajendra Mariwala, being appointee, and his relatives, none of the Directors or Key Managerial Personnel of the Company, or their respective relatives, are in any way concerned or interested, financially, or otherwise, in the resolution set out at Item No. 2 of the notice.

Particulars of Director as required pursuant to Regulation 36(3) of the SEBI Listing Regulations, 2015 and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, as applicable are provided hereunder:

Name of the Director	Mr. Rajendra Mariwala
Director Identification Number (DIN)	00007246
Date of Birth (Age in years)	4 th September, 1962 (63 Years)
Initial date of appointment on the Board	1 st October, 2025
Experience and Expertise and brief Resume	<p>Mr. Rajendra Mariwala has done his undergraduate in A. C. College of Technology, Chennai and his Master's in Chemical Engineering from Cornell University, USA. He is currently the Managing Director of Eternis Fine Chemicals Limited, a leading exporter of specialty chemicals. Under his leadership the Company started manufacturing of aroma chemical for fragrance industry in 1993 and over a period of time the Company has established itself as one of the largest aroma chemical players in the world with a manufacturing footprint in India & UK. Recently, the Company has diversified into Cosmetics Ingredients Segment by acquiring Sharon Personal Care Limited a company headquartered in Tel -Aviv, Israel and Italy.</p> <p>Rajendra Mariwala has been an active Executive Committee member and President of Indian Chemical Council for the last year. He brings with him a rich experience of over 30 years in fragrances and 18 years in leading a competitive business in specialty chemicals. He is on the Boards of Marico Limited, Kaya Limited and Westlife Foodworld Limited.</p>
No. of Meetings of the Board attended during the year	Mr. Rajendra Mariwala has attended 1 (one) meeting of the Board of Directors held during the year 2025-26 (i.e. till the date of this Postal Ballot Notice)
Listed entities in which the person holds the directorship and the Membership of Committees of the Board	<p>Directorships held in entities including this entity:</p> <ol style="list-style-type: none"> 1. Sudarshan Chemical Industries Limited 2. Apcotex Industries Limited 3. Westlife Foodworld Limited 4. Kaya Limited 5. Marico Limited 6. Astral Limited 7. Mariwala Consultancy Private Limited 8. Indian Chemical Council 9. Eternis Fine Chemicals Limited <p>Committee Chairmanships and Memberships:</p> <ol style="list-style-type: none"> 1. Sudarshan Chemical Industries Limited <ul style="list-style-type: none"> - Risk Management Committee - Chairman 2. Apcotex Industries Limited <ul style="list-style-type: none"> - Nomination and Remuneration - Member 3. Westlife Foodworld Limited <ul style="list-style-type: none"> - Audit Committee – Member - Risk Management Committee - Chairperson - Sustainability and Corporate Social Responsibilities Committee - Member 4. Kaya Limited <ul style="list-style-type: none"> - Nomination and Remuneration Committee – Member - Risk Management Committee – Member

	5. Marico Limited <ul style="list-style-type: none"> - Stakeholders' Relationship Committee - Member - Administrative Committee - Member - Investment and Borrowing Committee - Member - Securities Issue Committee - Member
Listed Entities from which person has resigned during past 3 years	None
No. of shares held in the Company including shareholding as a beneficial owner as on the date of Postal Ballot Notice	Nil
Disclosure of relationship between Directors and Key Managerial Personnel of the Company	Mr. Rajendra Mariwala is not related to any Director(s) / KMPs of the Company
Terms & Conditions of appointment / re-appointment	As provided in the Explanatory Statement
Details of remuneration sought to be paid	Please refer to the Explanatory Statement
Details of remuneration last drawn	Not Applicable

Item No. 3

Pursuant to the provisions of Sections 149, 152, 161 and all other applicable provisions, if any, of the Companies Act, 2013 ("Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and SEBI Listing Regulations, 2015, and based on the recommendation of the Nomination and Remuneration Committee, considering skills, experience and knowledge possessed, the Board of Directors at its meeting held on 23rd September, 2025, had appointed Mr. Amitabha Mukhopadhyay (DIN:01806781), as an Additional Director in the category of Non-Executive and Non-Independent Directors with effect from 1st October, 2025, subject to the approval of the members of the Company. Accordingly, it is proposed to appoint Mr. Amitabha Mukhopadhyay (DIN: 01806781) as a Non- Executive and Non-Independent Director, liable to retire by rotation, effective 1st October, 2025.

The Company has received all statutory disclosures and declarations necessary for directorship from Mr. Amitabha Mukhopadhyay, including, written consent to act as director (Form DIR-2) as per the Companies (Appointment and Qualifications of Directors) Rules, 2014, intimation confirming non-disqualification under Section 164(2) of the Act (Form DIR-8), written notice by a member proposing his candidature under Section 160(1) of the Act, and a declaration pursuant to BSE Circular No. LIST/COMP/14/2018-19 dated 20th June, 2018 and NSE Circular No. NSE/ CML/2018/24 dated 20th June, 2018 that he has not been debarred from holding office of a Director by virtue of any Order passed by the Securities and Exchange Board of India or any other such authority.

The Board also considers that his association would be of immense benefit to the Company and it is desirable to avail his services as a Non-Independent Director on the Board of the Company.

Mr. Amitabha Mukhopadhyay shall be entitled to remuneration by way of sitting fee for attending meetings of the Board and the Committees thereof wherever he would be appointed as a member, reimbursement of expenses for participating in the Board and other meetings and commission as may be decided by the Nomination and Remuneration Committee/Board within the limits stipulated under Section 197 of the Act.

In accordance with the provisions of the Act, appointment of Mr. Amitabha Mukhopadhyay as a Non-Executive and Non-Independent Director requires approval of members of the Company. As per the requirements of Regulation 17(1)(c) of SEBI Listing Regulations, 2015, the approval of the shareholders is required to be obtained for appointment of a Director, within three months from the date of appointment or next general meeting, whichever is earlier. Accordingly, the approval of the Members is being sought for the appointment of Mr. Amitabha Mukhopadhyay as a Non-Executive Non-Independent Director of the Company, liable to retire by rotation, by way of Postal Ballot.

Except Mr. Amitabha Mukhopadhyay, being appointee, and his relatives, none of the Directors or Key Managerial Personnel of the Company, or their respective relatives, are in any way concerned or interested, financially, or otherwise, in the resolution set out at Item No. 3 of the notice.

The Board of Directors, pursuant to Regulation 17 (11) of the SEBI Listing Regulations, 2015 recommends passing of the Ordinary Resolution as set out in the Item No. 3 of the accompanying notice.

Details as required pursuant to Regulation 36(3) of the SEBI Listing Regulations, 2015 and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, as applicable are provided hereunder:

Name of the Director	Mr. Amitabha Mukhopadhyay
Director Identification Number (DIN)	01806781
Date of Birth (Age in years)	17 th August, 1964 (61 Years)
Initial date of appointment on the Board	1 st October, 2025
Experience and Expertise and brief Resume	<p>Mr. Amitabha Mukhopadhyay has graduated from the University of Calcutta in Physics (Hons.). He is a rank holder Chartered Accountant from the Institute of Chartered Accountants of India and is also a Bachelor of Law from Pune University.</p> <p>Mr. Mukhopadhyay has experience of almost two decades as the Group CFO for leading Indian groups, with expertise in corporate finance, M&A, and corporate strategy. He held leadership roles in Tata Group and Thermax.</p>
No. of Meetings of the Board attended during the year	Mr. Amitabha Mukhopadhyay has attended 1 (one) meeting of the Board of Directors held during the year 2025-26 (i.e. till the date of this Postal Ballot Notice)
Listed entities in which the person holds the directorship and the Membership of Committees of the Board	<p>Directorships held in entities including this entity:</p> <ol style="list-style-type: none"> 1. Sudarshan Chemical Industries Limited 2. Heubach Colorants India Limited 3. Parag Milk Foods Limited 4. Sanghvi Movers Limited 5. Quick Heal Technologies Limited 6. Foseco India Limited 7. RIECO Industries Limited 8. IFB Refrigeration Limited 9. Safepack Industries Limited 10. Biofuelcircle Private Limited 11. Knest Manufacturers Private Limited 12. Lexcelon Corporate Advisors Private Limited <p>Committee Chairmanships and Memberships:</p> <ol style="list-style-type: none"> 1. Sudarshan Chemical Industries Limited <ul style="list-style-type: none"> - Audit Committee -Member - Risk Management Committee - Member 2. Heubach Colorants India Limited <ul style="list-style-type: none"> - Audit Committee - Member 3. Quick Heal Technologies Limited <ul style="list-style-type: none"> - Audit Committee - Chairman - Nomination and Remuneration Committee - Member 4. Foseco India Limited <ul style="list-style-type: none"> - Audit Committee - Chairman - Nomination and Remuneration Committee - Member - Stakeholders' Relationship Committee - Member - Risk Management Committee - Chairman - Corporate Social Responsibility Committee - Member 5. Sanghvi Movers Limited <ul style="list-style-type: none"> - Audit Committee - Member - Nomination and Remuneration Committee - Member - Risk Management Committee - Member 6. Safepack Industries Limited <ul style="list-style-type: none"> - Audit Committee - Chairman - Nomination and Remuneration Committee - Member

	<p>7. Parag Milk Foods Limited</p> <ul style="list-style-type: none"> - Audit Committee - Chairman - Nomination and Remuneration Committee - Member - Risk Management Committee - Member <p>8. RIECO Industries Limited</p> <ul style="list-style-type: none"> - Audit Committee - Chairman - Nomination and Remuneration Committee - Member - Corporate Social Responsibility Committee - Member
Listed Entities from which person has resigned during past 3 years	<p>1. Heubach Colorants India Limited – Ceased effective 11th August, 2025</p> <p>2. IFB Agro Industries Limited – Ceased effective 11th April, 2024</p>
No. of shares held in the Company including shareholding as a beneficial owner as on the date of Postal Ballot Notice	23,213 Equity Shares (0.03%)
Disclosure of relationship between Directors and Key Managerial Personnel of the Company	Mr. Amitabha Mukhopadhyay is not related to any Director(s) / KMPs of the Company
Terms & Conditions of appointment / re-appointment	As provided in the Explanatory Statement
Details of remuneration sought to be paid	Please refer to the Explanatory Statement
Details of remuneration last drawn	Not Applicable

Item No. 4

Mr. Sanjay K Asher has been associated with the Company from 2014 and has contributed significantly to the Company through his expertise, especially in the areas of litigations/legal, finance, taxation, compliance, governance, mergers & acquisitions etc. Consequent to the completion of tenure, Mr. Sanjay K Asher ceased to be an Independent Director with effect from close of business hours of 6th August, 2024.

Considering his rich experience and vast expertise and that his contribution is immensely beneficial to the Company, and pursuant to the provisions of Sections 149, 152, 161 and all other applicable provisions, if any, of the Companies Act, 2013 ("Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and SEBI Listing Regulations, 2015, and based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors at its meeting held on 12th November, 2025, had appointed Mr. Sanjay K. Asher (DIN:00008221), as an Additional Director in the category of Non-Executive and Non-Independent Director with effect from close of business hours on 12th November, 2025, subject to the approval of the members of the Company.

The Company has received all statutory disclosures and declarations necessary for directorship from Mr. Sanjay Asher, including, written consent to act as director (Form DIR-2) as per the Companies (Appointment and Qualifications of Directors) Rules, 2014, intimation confirming non-disqualification under Section 164(2) of the Act (Form DIR-8), written notice by a member proposing his candidature under Section 160(1) of the Act, and a declaration pursuant to BSE Circular No. LIST/COMP/14/2018-19 dated 20th June, 2018 and NSE Circular No. NSE/ CML/2018/24 dated 20th June, 2018 that he has not been debarred from holding office of a Director by virtue of any Order passed by the Securities and Exchange Board of India or any other such authority.

The Board also considers that his association would be of immense benefit to the Company and it is desirable to avail his services as a Non-Independent Director on the Board of the Company.

Mr. Sanjay K Asher shall be entitled to remuneration by way of sitting fee for attending meetings of the Board and the Committees thereof wherever he would be appointed as a member, reimbursement of expenses for participating in the Board and other meetings and commission as may be decided by the Nomination and Remuneration Committee/Board within the limits stipulated under Section 197 of the Act.

In accordance with the provisions of the Act, appointment of Mr. Sanjay Asher as a Non-Executive and Non-Independent Director requires approval of members of the Company. As per the requirements of Regulation 17(1)(c) of SEBI Listing Regulations, 2015, the approval of the shareholders is required to be obtained for appointment of a Director, within three months from the date of appointment or next general meeting, whichever is earlier. Accordingly, the approval of the Members is being sought for the appointment of Mr. Sanjay Asher as a Non-Executive and Non-Independent Director of the Company, liable to retire by rotation, by way of Postal Ballot.

Except Mr. Sanjay Asher, being appointee, and his relatives, none of the Directors or Key Managerial Personnel of the Company, or their respective relatives, are in any way concerned or interested, financially, or otherwise, in the resolution set out at Item No. 4 of the notice.

The Board of Directors, pursuant to Regulation 17 (11) of the SEBI Listing Regulations, 2015 recommend passing of the Ordinary Resolution as set out in the Item No. 4 of the accompanying notice.

Details as required pursuant to Regulation 36(3) of the SEBI Listing Regulations, 2015 and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, as applicable are provided hereunder:

Name of the Director	Mr. Sanjay K. Asher
Director Identification Number (DIN)	00008221
Date of Birth (Age in years)	26 th November, 1963 (61 Years)
Initial date of appointment on the Board	12 th November, 2025
Experience and Expertise and brief Resume	<p>Mr. Sanjay K Asher, aged 61 years, is presently a Senior Partner with M/s Crawford Bayley and Co., which is India's oldest law firm, established in 1830. He holds a Bachelor's degree in Commerce and a Bachelor's Degree in Law from the University of Bombay and is a qualified Chartered Accountant. He has been a Practicing Advocate since 1991 and was admitted as a Solicitor in the year 1993. He specializes in the fields of M&A, cross border M&A, joint ventures, private equity and capital markets and advises large, medium and small businesses in these areas.</p> <p>Mr. Sanjay K. Asher has been a noted speaker at various seminars and conferences including those organized by The Institute of Chartered Accountants of India, The Institute of Company Secretaries of India. He has authored several articles in national and international publications and also a book on the Companies Act, 2013.</p> <p>He has been in the past, member on Primary Market Advisory Committee of SEBI and Department of Disinvestment, Government of India. Mr. Sanjay K. Asher is an Independent Director on the Board of Sonata Software Limited, Gillette India Limited, Epigral Limited, Hawkins Cookers Limited, Deepak Chem Tech Limited, Wavin Industries Limited, Repro India Limited.</p>
No. of Meetings of the Board attended during the year	Nil
Listed entities in which the person holds the directorship and the Membership of Committees of the Board	<p>Directorships held in entities including this entity:</p> <ol style="list-style-type: none"> 1. Sudarshan Chemical Industries Limited 2. Repro India Limited 3. Gillette India Limited 4. Ashok Leyland Limited 5. Sonata Software Limited 6. Epigral Limited 7. Hawkins Cookers Limited 8. Arch Protection Chemicals Private Limited 9. Orbit Electricals Private Limited 10. Siporex India Private Limited 11. Wavin Industries Limited 12. Deepak Chem Tech Limited <p>Committee Chairmanships and Memberships:</p> <ol style="list-style-type: none"> 1. Sudarshan Chemical Industries Limited <ul style="list-style-type: none"> - Audit Committee – Member - Nomination and Remuneration Committee – Member 2. Ashok Leyland Limited – Member <ul style="list-style-type: none"> - Audit Committee – Member - Corporate Social Responsibility Committee – Member - Risk Management Committee – Member - Environmental Social and Governance Committee – Member

	<ul style="list-style-type: none"> - Committee of Directors for making political contributions – Member - Shares Committee – Member - Fund Raising Committee - Member <p>3. Sonata Software Limited</p> <ul style="list-style-type: none"> - Audit Committee – Member - Nomination and Remuneration Committee – Member <p>4. Epigral Limited</p> <ul style="list-style-type: none"> - Audit Committee - Member - Nomination and Remuneration Committee – Member <p>5. Hawkins Cookers Limited</p> <ul style="list-style-type: none"> - Audit Committee – Member - Corporate Social Responsibility Committee – Member - Stakeholders' Relationship Committee - Member <p>6. Gillette India Limited</p> <ul style="list-style-type: none"> - Audit Committee – Member - Nomination and Remuneration Committee – Chairman <p>7. Repro India Limited</p> <ul style="list-style-type: none"> - Audit Committee - Member <p>8. Wavin Industries Limited</p> <ul style="list-style-type: none"> - Audit Committee – Chairman - Nomination and Remuneration Committee – Chairman - Corporate Social Responsibility Committee – Member <p>9. Deepak Chem Tech Limited</p> <ul style="list-style-type: none"> - Audit Committee – Chairman - Nomination and Remuneration Committee - Member
Listed Entities from which person has resigned during past 3 years	<p>1. Deepak Nitrite Limited – Ceased effective 28th June, 2025</p> <p>2. Sun Pharmaceutical Industries Limited – Ceased effective 31st March, 2025</p> <p>3. Sudarshan Chemical Industries Limited – Ceased effective 2nd August, 2024</p> <p>4. IndusInd Bank Ltd. – Ceased effective 9th October, 2023</p> <p>5. Tribhovandas Bhimji Zaveri Limited – Ceased effective 27th October, 2022</p>
No. of shares held in the Company including shareholding as a beneficial owner as on the date of Postal Ballot Notice	Nil
Disclosure of relationship between Directors and Key Managerial Personnel of the Company	Mr. Sanjay Asher is not related to any Director(s) / KMPs of the Company
Terms & Conditions of appointment / re-appointment	As provided in the Explanatory Statement
Details of remuneration sought to be paid	Please refer to the Explanatory Statement
Details of remuneration last drawn	Not Applicable

By order of the Board of Directors For
SUDARSHAN CHEMICAL INDUSTRIES LIMITED

Sd/-

MANDAR VELANKAR
GENERAL COUNSEL AND COMPANY SECRETARY
(Membership No. – A14469)

Pune, 12th November, 2025
Sudarshan Chemical Industries Limited
Registered Office and Global Head Office:
7th Floor, Eleven West Panchshil, Survey No. 25
Near PAN Card Club Road, Baner, Pune – 411 069, Maharashtra, India
CIN: L24119PN1951PLC008409
Website: www.sudarshan.com
Email: shares@sudarshan.com