Sustaining purity Enhancing value

Date: September 05, 2026

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

NSE Symbol: VSCL

Subject: Notice of Seventeenth (17th) Annual General Meeting of the Company pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ('Listing Regulations')

Dear Sir/Madam,
We are pleased to inform you that the **17th Annual General Meeting** ('AGM') of the Members of Vadivarhe Speciality Chemicals Limited is scheduled to be held on **September 29, 2026 at 3.30 PM (IST)** through two-way Video Conferencing ('VC') facility / Other Audio Visual Means ('OAVM'). The Notice of the **17th AGM** is enclosed herewith. Annual Report for Financial Year 2025-26 can be downloaded from the following link https://www.vscl.in/investor/annual-report.php. The same is also available on the websites of National Securities Depository Limited ('NSDL') at www.evoting.nsdl.com and the Stock Exchanges i.e. National Stock Exchange of India Limited at www.nseindia.com, respectively. The same has been circulated to members of the Company on September 05, 2026.
The Ministry of Corporate Affairs, Government of India ('MCA') has vide its circular No. 9/2024 dated 19th September, 2024, read with circulars dated 8th April 2020, 13th April 2020, 5th May 2020, 13th January 2021, 8th December 2021, 28th December 2022 and 25th September 2023, (collectively referred to as 'MCA Circulars') allowing, *inter-alia,* conducting of AGMs/EGMs through ('VC / OAVM') facility on or before 30th September 2025. The Securities and Exchange Board of India ('SEBI') also vide its Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated 7th October, 2023 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated 3rd October, 2024 ('SEBI Circulars') has provided certain relaxations from compliance with certain provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'). In compliance with these Circulars, provisions of the Act and SEBI Listing Regulations, the AGM of the Company is being conducted through VC/OAVM facility **only** on **September 29, 2026** at **03.30 P.M**, without the physical presence of Members at a common venue.

Kindly take the same on record.
For Vadivarhe Speciality Chemicals Limited

SUNIL HARIPANT POPHALE
Digitally signed by SUNIL HARIPANT POPHALE
Date: 2026.09.05 18:02:33 +05'30'

Sunil Haripant Pophale
Director
DIN: 00064412

NOTICE IS HEREY GIVEN THAT THE SEVENTEENTH (17TH) ANNUAL GENERAL MEETING OF THE MEMBERS OF VADIVARHE SPECIALITY CHEMICALS LIMITED ('THE COMPANY') WILL BE HELD ON TUESDAY, SEPTEMBER 29, 2026 AT 03:30 PM THROUGH VIDEO CONFERENCING ('VC')/OTHER AUDIO-VISUAL MEANS ('OAVM') DEEMED VENUE AT THE REGISTERED ADDRESS OF THE COMPANY SITUATED AT THE GAT NO. 204, VADIVARHE, IGATPURI- 422403, MAHARASHTRA, TO TRANSACT THE BUSINESSES MENTIONED BELOW:

ORDINARY BUSINESS:

1. **To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended on March 31, 2026, together with the reports of the Board of Directors and Auditors thereon.**

2. **To consider and approve the re-appointment of Mrs. Meena Sunil Pophale (DIN: 00834085), as Director of the Company who retires by rotation.**

SPECIAL BUSINESS:

3. **To approve the re-appointment of Mr. Sunil Haripant Pophale (DIN: 00064412) and remuneration payable to him as a Chairman and Executive Director of the Company who has attained the age of 70 years.**

To consider and, if thought fit, to pass the following resolution as a **SPECIAL RESOLUTION**:

"RESOLVED THAT pursuant to the provisions of pursuant to the provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time , Sections 152, 196, 197, 198, 203 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), read with Schedule V thereto and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and other applicable rules made thereunder, including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force, and pursuant to the provisions of the Articles of Association of the Company, and based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, consent of the Members be and is hereby accorded for the re-appointment of Mr. Sunil Haripant Pophale (DIN: 00064412), who has attained the age of seventy (70) years, as Chairman and Executive Director of the Company for a further **period of five (5) consecutive years with effect from March 28, 2027 to March 28, 2032**, liable to retire by rotation, upon such terms and conditions as may be determined by the Board of Directors, subject to the provisions of the Act and Schedule V thereto.

RESOLVED FURTHER THAT pursuant to the provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended time to time, Sections 196, 197 and 198 and other applicable provisions, if any, of the Companies Act 2013, read with Schedule V thereto and the applicable rules made thereunder, consent of the Members be and is hereby accorded for payment of remuneration to Mr. Sunil Haripant Pophale, in his capacity as Chairman and Executive Director of the Company, for a period of three (3) years commencing from May 1, 2027 to April 30, 2030, **within an overall range of ₹24,00,000/- (Rupees Twenty-Four Lakhs only) to ₹48,00,000/- (Rupees Forty-Eight Lakhs only) per annum**, inclusive of salary, allowances, perquisites and other benefits, as may be determined by the Board of Directors from time to time, based on the recommendation of the Nomination and Remuneration Committee.

RESOLVED FURTHER THAT the remuneration payable to Mr. Sunil Haripant Pophale shall be subject to the overall limits and conditions prescribed under the applicable provisions of the Act, including Sections 197 and 198 read with Schedule V thereto, as amended from time to time.

RESOLVED FURTHER THAT notwithstanding anything contained herein, in the event of loss or inadequacy of profits in any financial year during the tenure of Mr. Sunil Haripant Pophale, the remuneration payable to him shall be governed by and subject to the applicable provisions, conditions and limits prescribed under Section 197 read with Schedule V to the Act and other applicable provisions, if any.

RESOLVED FURTHER THAT the Board of Directors of the Company (which term shall include any Committee thereof authorised by the Board) be and is hereby authorised, based on the recommendation of the Nomination and Remuneration Committee, to revise, alter, vary or modify the terms and conditions of appointment and/or remuneration of Mr. Sunil Haripant Pophale from time to time, provided that such revision, alteration, variation or modification is within the overall limits approved by the Members herein and is in compliance with the applicable provisions of the Act and Schedule V thereto.

RESOLVED FURTHER THAT any Director or the Company Secretary & Compliance Officer of the Company be and is hereby severally authorised to do all such acts, deeds, matters and things and to execute all such documents, applications, forms and writings as may be necessary, desirable or expedient to give effect to this resolution, including filing of necessary forms and returns with the Registrar of Companies and/or any other regulatory or statutory authority.

4. **To consider and approve the re-appointment of Mrs. Meena Sunil Pophale (DIN: 00834085) and remuneration payable to her as Whole time Director of the Company who will be liable to retire by rotation.**
   To consider and, if thought fit, to pass the following resolution as a **SPECIAL RESOLUTION**:

   "RESOLVED THAT pursuant to the provisions of pursuant to the provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time , Sections 152, 196, 197, 198, 203 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), read with Schedule V thereto and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and other applicable rules made thereunder, including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force, and pursuant to the provisions of the Articles of Association of the Company, and based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, consent of the Members be and is hereby accorded for the re-appointment of Mrs. Meena Sunil Pophale (DIN: 00834085), as Whole time Director of the Company for a further period of five (5) consecutive years with effect **from November 11, 2026 to November 10, 2031**, liable to retire by rotation, upon such terms and conditions as may be determined by the Board of Directors, subject to the provisions of the Act and Schedule V thereto.

   RESOLVED FURTHER THAT pursuant to the provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended time to time, Sections 196, 197 and 198 and other applicable provisions, if any, of the Companies Act 2013, read with Schedule V thereto and the applicable rules made thereunder, consent of the Members be and is hereby accorded for payment of remuneration to Mrs. Meena Sunil Pophale, in her capacity as Whole Time Director of the Company, for a period of three (3) years commencing from May 1, 2027 to April 30, 2030, **within an overall range of ₹12,00,000/-**

(Rupees Twelve Lakhs only) to ₹24,00,000/- (Rupees Twenty Four Lakhs only) per annum, inclusive of salary, allowances, perquisites and other benefits, as may be determined by the Board of Directors from time to time, based on the recommendation of the Nomination and Remuneration Committee.

RESOLVED FURTHER THAT the remuneration payable to Mrs. Meena Sunil Pophale shall be subject to the overall limits and conditions prescribed under the applicable provisions of the Act, including Sections 197 and 198 read with Schedule V thereto, as amended from time to time.

RESOLVED FURTHER THAT notwithstanding anything contained herein, in the event of loss or inadequacy of profits in any financial year during the tenure of Mrs. Meena Sunil Pophale, the remuneration payable to her shall be governed by and subject to the applicable provisions, conditions and limits prescribed under Section 197 read with Schedule V to the Act and other applicable provisions, if any.

RESOLVED FURTHER THAT the Board of Directors of the Company (which term shall include any Committee thereof authorised by the Board) be and is hereby authorised, based on the recommendation of the Nomination and Remuneration Committee, to revise, alter, vary or modify the terms and conditions of appointment and/or remuneration of Mrs. Meena Sunil Pophale from time to time, provided that such revision, alteration, variation or modification is within the overall limits approved by the Members herein and is in compliance with the applicable provisions of the Act and Schedule V thereto.

RESOLVED FURTHER THAT any Director or the Company Secretary & Compliance Officer of the Company be and is hereby severally authorised to do all such acts, deeds, matters and things and to execute all such documents, applications, forms and writings as may be necessary, desirable or expedient to give effect to this resolution, including filing of necessary forms and returns with the Registrar of Companies and/or any other regulatory or statutory authority.

5. **To approve remuneration of Mr. Sunil Pophale (DIN:00064412) as Chairman & Executive Director for a period of 1 year with effect from May 01, 2026.**

To consider and, if thought fit, to pass the following as **SPECIAL RESOLUTION**:
RESOLVED THAT pursuant to the provisions of 196, 197, 198, 203 and Schedule V and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modifications or re-enactment(s) thereof for the time being in force) and based on the recommendation of the Audit Committee, Nomination and Remuneration Committee and as approved by the Board of Directors of the Company, approval of Members of the Company be and is hereby accorded for fixing the remuneration payable to Mr. Sunil Pophale (DIN:00064412), Chairman and Executive Director at Rs. 1,00,000/-(Rupees One Lakh) per month (inclusive of Salary, perquisites, benefits and allowances), for a period of 1 year with effect from May 01, 2026, subject to the terms and conditions which are given in the Explanatory Statement annexed hereto with liberty to the Board of Directors to alter and vary the terms and conditions of the said appointment and/or remuneration and as may be accepted to Mr. Sunil Pophale. which may or may not exceed the limit specified under Schedule V to the Companies Act, 2013 or any statutory modifications or re-enactment thereof.

RESOLVED FURTHER THAT Mr. Madhukar Suvarna, Chief Financial Officer of the Company, be and is hereby authorised to consider the payment of remuneration to Mr. Sunil Pophale or holding the same taking into consideration the revenue and ability of the Company to pay the remuneration due to market conditions.

RESOLVED FURTHER THAT pursuant to the provisions of Section II of Part II of Schedule V and other applicable provisions, if any, of the Companies Act, 2013, (including any amendment/modification thereof from time to time), approval of the members of the Company be and is hereby accorded to pay the Remuneration as mentioned above, to the Chairman and Executive Director of the Company, in the event of inadequacy of profits or no profits in the Company.

RESOLVED FURTHER THAT any of the Director of the Company or the Company Secretary of the Company, be and are hereby severally authorized to file the necessary forms and returns with the Registrar of Companies, and to make necessary entries in the Statutory Registers prescribed under the Companies Act, 2013 and do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

6. **To approve remuneration of Mrs. Meena Sunil Pophale (DIN: 00834085) as Whole-Time Director for a period of 1 year with effect from May 01, 2026.**
To consider and, if thought fit, to pass the following as **SPECIAL RESOLUTION**:

"RESOLVED THAT pursuant to the provisions of Sections 188, 196, 197, read with Schedule V and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modifications or re-enactment(s) thereof for the time being in force) and based on the on the recommendation of the Nomination and Remuneration Committee and audit committee and as approved by the Board of Directors of the Company, approval of Members of the Company be and is hereby accorded for fixing remuneration payable to Mrs. Meena Sunil Pophale (DIN: 00834085), Whole-Time Director at Rs.1,00,000/- per month (inclusive of Salary, perquisites, benefits and allowances), for a period of 1 year with effect from May 01, 2026 on such terms and conditions as given below:

Term of Remuneration	1 year with effect from May 01, 2026
Salary exclusive of all allowances	Rs. 49,247/- per month. The Whole Time Director shall be entitled to such increment from time to time as the Board may by its discretion determine
Perquisites and allowances in addition to salary	House Rent Allowance: The Company will pay House Rent Allowance of Rs. 9,849/- per month to the Whole time director. Conveyance Allowance: The Company will pay Conveyance Allowance of Rs. 35,000/- per month to the Whole time director. Children Education Allowance: The Company will pay Children Education Allowance of Rs. 200/- per month to the Whole time director. Transport Allowance: The Company will pay Transport Allowance of Rs. 1,600/- per month to the Whole time director. Medical Allowance: The Company will pay Medical Allowance of Rs. 4,104/- to the Whole time director. Any other benefits, facilities, allowance and expenses as may be allowed under Company rules/schemes.

	Notes: For the purpose of perquisites stated herein above, family means spouse, dependent children and dependent parents of the appointee. Perquisites shall be evaluated as per Income Tax Rule wherever applicable and in the absence of any such rule, Perquisites shall be evaluated at actual cost.
Retirement Benefits	Gratuity payable shall be in accordance with the rules of the Companies Act and Gratuity Rules. Earned Leave on full pay and allowances as per the rules of the Company, leave accumulated shall be encashable of Leave at the end of the tenure, if any, will not be included in the computation of the ceiling on perquisites.
Other benefits	The Whole time director shall be entitled to reimbursement of expenses like Vehicle, Guest Entertainment, Travelling Expenses actually and properly incurred during the course of doing legitimate business of the company. The appointee shall be eligible for Housing, Education and Medical Loan and other Loans or facilities as applicable in accordance with the rules of the company and in compliance with the provisions of the Companies Act, 2013.
Minimum Remuneration	The aggregate of the remuneration and perquisites as aforesaid, in any financial year, shall not exceed the limit set out under Sections 197 and 198 read with Schedule V and other applicable provisions of the Companies Act, 2013 or any statutory modifications or re-enactments thereof for the time being in force, or otherwise as may be permissible at law. Provided that where in any financial year, the Company has no profits or its profits are inadequate, the Company shall pay the above salary and allowances and provide the perquisites and other amenities as aforesaid to the Whole-time Director as and by way of minimum remuneration, subject to the applicable provisions of Schedule V of the Act and the approval of the Central Government, if required, or any other approvals as may be required under law.

RESOLVED FURTHER THAT Mr. Madhukar Suvarna, Chief Financial Officer of the Company, be and is hereby authorised to consider the payment of remuneration to Mrs. Meena Sunil Pophale or holding the same taking into consideration the revenue and ability of the Company to pay the remuneration due to market conditions.

Corporate Office: K. K. Chambers, Sir P. T. Road, Fort, Mumbai - 400 001. Tel: 022-22072526 Fax: 022-26740371
Registered Office & Factory: Gat No. : 204, Nashik - Mumbai Highway, VTC Phata, Vadivarhe,
Taluka - Igatpuri, Dist.: Nashik - 422403 Tel: 02553-282200 / 238 / 252
Email: sales@vscl.in Website: www.vscl.in
CIN: L24100MH2009PLC190516

RESOLVED FURTHER THAT pursuant to the provisions of Section II of Part II of Schedule V and other applicable provisions, if any, of the Companies Act, 2013, (including any amendment/modification thereof from time to time), approval of the members of the Company be and is hereby accorded to pay the Remuneration as mentioned above, to the Whole Time Director of the Company, in the event of inadequacy of profits or no profits in the Company.

RESOLVED FURTHER THAT any of the Director of the Company or the Company Secretery of the Company, be and are hereby severally authorized to file the necessary forms and returns with the Registrar of Companies, and to make necessary entries in the Statutory Registers prescribed under the Companies Act, 2013 and do all acts 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**

Vadivarhe Speciality Chemicals Limited

Sd/-
Sunil Pophale
Chairman & Executive Director
DIN: 00064412

Date: 05th September 2026
Place: Mumbai
NOTES:

1. The Ministry of Corporate Affairs ("MCA") in continuation to its General Circular No. 20/2020 dated May 5, 2020, Circular No. 02/2022 dated May 5, 2022, Circular No. 10/2022 dated December 28, 2022, Circular No. 09/2023 dated September 25, 2023, Circular No. 09/2024 dated September 19, 2024 and vide its Circular No. 03/2025 dated September 9, 2025 in relation to "Clarification on holding of Annual General Meeting (AGM) and Extraordinary General Meeting (EGM) through Video Conferencing (VC) or Other Audio-Visual Means (OAVM)" (collectively referred to as "MCA Circulars") has permitted the holding of AGM, without the physical presence of the Members at a common venue. In compliance with the MCA and SEBI Circulars, the 17th AGM of the members of the Company is being held through VC/OAVM. The registered office of the Company shall be deemed to be the venue for the AGM.
2. The Notice of 17th AGM ('Notice') was approved by the Board of Directors in its meeting held on 3rd September, 2026 and Any of the Directors or Company Secretary were authorised to issue the Notice.

3. Pursuant to the provisions of the Act, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA and SEBI Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.

4. Institutional investors, who are members of the Company, are encouraged to attend the 17th AGM of the Company through VC/ OAVM mode and vote electronically. Corporate members are required to send a

scanned copy (PDF/JPG Format) of the Board Resolution/ Power of Attorney authorizing its representatives to attend and vote at the AGM through VC / OAVM on its behalf pursuant to Section 113 of the Act. The said Resolution/Authorization shall be sent to the Scrutinizer by email through its registered email address to scrutinisers@mmjc.in with a copy marked to evoting@nsdl.co.in.

5. Details under regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the Directors seeking appointment / re- appointment at the Annual General Meeting, form integral part of the notice.

6. All the documents referred to in the accompanying notice shall be available for inspection through electronic mode, on the basis of the request being sent on cs@vscl.in.

7. During the AGM, the Register of Directors and Key Managerial Personnel and their Shareholding maintained under Section 170 of the Act, the Register of Contracts or arrangements in which Directors are interested under Section 189 of the Act shall be available for inspection through electronic mode, on the basis of the request being sent on cs@vscl.in.

8. In the case of joint holders, only such joint holder who is higher in the order of names will be entitled to vote at the AGM.

9. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to the members of Company including large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors, etc. The detailed instructions for joining the Meeting through VC/OAVM form part of the Notes to this Notice.

10. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.

11. The Company's Registrar and Transfer Agents for its Share Registry Work (Physical and Electronic) is **Adroit Corporate Services Private Limited** having their office at 19-20 Jaferbhoy Industrial Estate, Makwana Road, Marol Naka, Andheri (E), Mumbai, Maharashtra, 400 059.

12. SEBI has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members are, therefore, requested to submit their PAN to their Depository Participant(s) with whom they are maintaining their Demat Accounts.

13. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the

Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020, May 05, 2020 , January 13, 2021 May 05, 2022, December 28, 2022, September 25, 2023 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited ('NSDL') for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-voting system as well as venue voting on the date of the AGM will be provided by NSDL.

1. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM along with the Annual Report 2025-26 is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories and has been uploaded on the website of the Company at http://www.vscl.in the Notice can also be accessed from the website of the Stock Exchange i.e., National Stock Exchange of India Limited at www.nseindia.com and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-voting facility) i.e. www.evoting.nsdl.com.

14. Members who would like to express their views/ask questions as a speaker at the Meeting may preregister themselves by sending a request from their registered e-mail address mentioning their names, DP ID and Client ID/folio number, PAN and mobile number at cs@vscl.in between Saturday, September 26, 2026 from 09.00 a.m. IST and Monday, September 28, 2026 till 5.00 p.m. IST. Only those Members who have pre-registered themselves as speakers will be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

15. The Company has appointed Mr. Vaibhav Dandawate, (Membership No. A51538) failing him Ms. Deepti Kulkarni (Membership No. A34733), Partners at Makrand M Joshi & Co, to act as the Scrutinizer to scrutinize the remote e-voting process in a fair and transparent manner and Mr. Vaibhav Dandawate has communicated his willingness to be appointed and be available for the purpose.

16. The Scrutinizer shall, immediately after the conclusion of the remote e-voting at the AGM, first count the votes cast through remote e-voting during the Meeting and thereafter unblock the votes cast through remote e-voting before the AGM and make a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, and submit the same to the Chairperson or a person authorized by him in writing who shall countersign the same.

17. The results on resolutions shall be declared not later than 48 hours from the conclusion of the Meeting of the Company and the resolutions will be deemed to be passed on the date of the Meeting, subject to receipt of the requisite number of votes in favour of the resolutions.

18. The results declared along with the Scrutinizer's Report will be made available on the website of the Company www.vscl.in and on Service Provider's website www.evoting.nsdl.com and the same shall be communicated to NSE Limited within 48 hours from the conclusion of the Meeting.

19. Proceedings of the meeting shall be made available as soon as possible on the website of the Company www.vscl.in.

INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING: -

1. The remote e-voting period shall commence on Saturday, September 26, 2026 at 9:00 a.m. IST and shall end on Monday, September 28, 2026 at 5:00 p.m. IST. During this period, the members of the Company holding shares either in physical form or in dematerialized form, as on the closure of working hours of cut-off date, i.e. Monday, September 21, 2026, may cast their vote by remote e- voting. The remote e-voting module shall be disabled by NSDL for voting thereafter.

2. The members who have casted their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their votes again.

3. Once the vote on a resolution is casted by the member, such member shall not be allowed to change it subsequently.

4. Any person holding shares in physical form and non-individual shareholders, who acquires shares of the Company and becomes member of the Company after the notice is send through e-mail and holding shares as of the cut-off date i.e. Monday, September 21, 2026, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or Issuer/RTA. However, if you are already registered with NSDL for remote e-voting, then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using “Forgot User Details/Password” or “Physical User Reset Password” option available on www.evoting.nsdl.com or call 022 - 4886 7000. In case of Individual Shareholders holding securities in demat mode who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date i.e. Monday, September 21, 2026 may follow steps mentioned in the Notice of the AGM under “Access to NSDL e-Voting system”.

5. A person who is not a member as on cut-off date should treat this Notice for information purpose only.

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 and joining virtual meetings for Individual shareholders holding securities in demat mode

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

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.	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 or joining virtual meeting & voting during the meeting. 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 eVoting period or joining virtual meeting & voting during the meeting. 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 eVoting period or joining virtual meeting & voting during the meeting.
	4. 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 Shareholders 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 or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.

	3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & 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 evoting 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	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 & 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 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.co.in 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 1800-21-09911

Login Method for e-Voting and joining virtual meetings 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 13****** then your user ID is IN300***13******.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example, if your Beneficiary ID is 13************** then your user ID is 13**************

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 101456 then user ID is 101456001***

Corporate Office: K. K. Chambers, Sir P. T. Road, Fort, Mumbai - 400 001. Tel: 022-22072526 Fax: 022-26740371
Registered Office & Factory: Gat No. : 204, Nashik - Mumbai Highway, VTC Phata, Vadivarhe,
Taluka - Igatpuri, Dist.: Nashik - 422403 Tel: 02553-282200 / 238 / 252
Email: sales@vscl.in Website: www.vscl.in
CIN: L24100MH2009PLC190516

5. Password details for shareholders other than Individual shareholders are given below:

a) If you are already registered for e-Voting, then you can user 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.co.in 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.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

General Guidelines for shareholders

1. 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 email to scrutinisers@mmjc.in with a copy marked to evoting@nsdl.co.in.

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 evoting 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 Ms. Sarita Mote at evoting@nsdl.co.in

Step 2: Cast your vote electronically and join the General Meeting 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 and General Meeting is in active status.

2. Select "EVEN" of company for which you wish to cast your vote during the remote e- Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join General Meeting".

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.

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 cs@vscl.in.

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 (cs@vscl.in). 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)** i.e. **Login method for e- Voting and joining virtual meetings for Individual shareholders holding securities in demat mode**.

3. Alternatively, shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.

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

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for eVoting on the day of the AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Members will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL eVoting system**. After successful login, you can see link of "VC/OAVM link" placed under **"Join General meeting"** menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will

be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

2. Members are encouraged to join the Meeting through Laptops for better experience.

3. Further Members will be required to allow Camera and use the Internet with a good speed to avoid any disturbance during the meeting.

4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at (cs@vscl.in). The same will be replied by the company suitably.

6. Members will get confirmation on first cum first basis. In the interest of giving more Shareholder Speakers (Speakers) chance to interact, the Speakers registered with the Company will only be allowed to speak at the AGM for a duration up to 3 minutes each.

7. Members will receive “speaking serial number” once they mark attendance for the meeting.

8. Members are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.

9. Please remember your speaking serial number and start your conversation with panelist by switching on video mode and audio of your device.

10. Please note that the Company reserves the right to restrict the number of questions and number of speakers, depending upon availability of time as appropriate for smooth conduct of the AGM.

Notes for Non – Individual Shareholders and Custodians

Non-Individual shareholders (i.e., other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.

A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to cs@vscl.in.

After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.

The list of accounts linked in the login should be mailed to helpdesk.evoting@ndslindia.com and on approval of the accounts they would be able to cast their vote.

A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote and attend meeting to the Scrutinizer at srcutinisers@mmjc.in and to the Company at the email address viz; cs@vscl.in, if they have voted from individual tab & not uploaded same in the NSDL e-voting system for the scrutinizer to verify the same.

If you have any queries or issues regarding attending AGM & e-Voting from the e-Voting System, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evoting.nsdl.com, under help section or write an email to evoting@nsdl.co.in or contact Ms. Sarita Mote - 022 - 4886 7000

All grievances connected with the facility for voting by electronic means may be addressed to evoting@nsdl.co.in or contact Ms. Sarita Mote - 022 - 4886 7000

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 SETTING OUT ALL MATERIAL FACTS CONCERNING EACH OF THE BUSINESS(ES) TO BE TRANSACTED AT THE 17th ANNUAL GENERAL MEETING

Item No. 2: Ordinary Resolution

To appoint Mr. Meena Sunil Pophale (DIN: 00834085) as a director, who retires by rotation and being eligible offers herself for re-appointment.

In terms of the provisions of Section 152 of the Act at least two-thirds of the total number of directors (excluding independent directors), are liable to retire by rotation, out of which at least one-third of the total number of such directors shall retire at every AGM. In accordance with this requirement, Mrs. Meena Sunil Pophale, Whole Time Director of the Company, would be retiring at this AGM and being eligible, has offered herself for re-appointment.

The Members had at their Extraordinary General Meeting, held on November 15, 2016, approved the re-appointment Ms. Meena Sunil Pophale as Whole-Time Director of the Company for a term of five years with effect from November 10, 2016, along with remuneration payable to her.

Pursuant to Schedule V of the Companies Act, 2013, the Resolution for payment of remuneration should not be for a period exceeding three years. The Members had at 10th Annual General Meeting held on September 30, 2019, approved the remuneration payable to Mrs. Meena Sunil Pophale as Whole time Director of the Company for a term of two years with effect from November 11, 2019.

Her re-appointment was approved by the members in the 12th AGM for a period of 5 (five) years, from November 11, 2021 to November 10, 2026, liable to retire by rotation.

Pursuant to Schedule V of the Companies Act, 2013, the Resolution for payment of remuneration should not be for a period exceeding three years. The Members had at 12th AGM Annual General Meeting held on September 28, 2021, approved the remuneration payable to Mrs. Meena Sunil Pophale as the Director of the Company for a term of three years with effect from November 11, 2021. The Members at 16th AGM held on 29th September 2025 approved remuneration payable to Mrs. Meena Pophale for 1 year starting from 1st April 2025.

Mrs. Meena Sunil Pophale holds a Bachelor's degree in Arts. She has been associated with the Company since its incorporation and was redesignated as Whole-Time Director with effect from November 10, 2016.

She has approximately 30 years of experience and is responsible for overseeing the Company's Human Resources and Administrative functions. Her experience and continued involvement have contributed to strengthening the Company's organisational and administrative framework.

Based on the performance evaluation, the Board recommends the resolution as set out in item no. 2 for approval of the members as an ordinary resolution.

Except Mr Sunil Pophale and Mrs. Meena Pophale, none of the other directors and key managerial personnel and/ or their relatives are in any way, financially or otherwise, interested or concerned in this resolution except as member to the extent of their shareholding in the Company.

Item No. 3: Special Resolution

To approve the re-appointment of Mr. Sunil Haripant Pophale (DIN: 00064412) and remuneration payable to him as a Chairman and Executive Director of the Company who has attained the age of 70 years.

Mr. Sunil Haripant Pophale (DIN: 00064412) has been associated with the Company and has been providing leadership and strategic direction to its business and operations. The Members of the Company, at their Extraordinary General Meeting held on March 28, 2017, had approved the redesignation of Mr. Sunil Haripant Pophale as the Chairman and Executive Director of the Company.

Thereafter, pursuant to the applicable provisions of the Act, the Members at the 10th Annual General Meeting held on September 30, 2019, approved the revision in the remuneration payable to Mr. Sunil Haripant Pophale for a period of three (3) years with effect from April 1, 2020.

Subsequently, the Members at the 12th Annual General Meeting held on September 28, 2021, approved the re-appointment of Mr. Sunil Haripant Pophale as Chairman and Executive Director of the Company for a period of five (5) years with effect from March 28, 2022, liable to retire by rotation. Accordingly, his present term of appointment is due to expire on March 27, 2027.

Mr. Sunil Haripant Pophale is a graduate of the **Indian Institute of Technology (IIT), Powai**, having graduated in 1979. He is an accomplished entrepreneur with over **44 years of experience** in business development, brand building and corporate management.

He has a proven entrepreneurial track record as the founder and Chief Promoter of **Fem Care Pharma Limited**, which was listed on the Bombay Stock Exchange in 1994. He successfully monetised his stake in the Company in 2009. Over the course of his professional career, Mr. Pophale has gained extensive experience in entrepreneurship, strategic planning, business development, brand building and corporate management.

With his extensive entrepreneurial experience, strategic vision and leadership capabilities, Mr. Pophale continues to provide strategic leadership and direction to Vadivarhe Speciality Chemicals Limited. He plays an important role in shaping the Company's growth strategy, evaluating business opportunities and supporting its long-term business development and value creation.

Considering his qualifications, extensive experience, entrepreneurial background, leadership capabilities, strategic vision and significant contribution to the growth and development of the Company, the Nomination and Remuneration Committee (“NRC”) and the Board of Directors are of the view that the continued association and leadership of Mr. Sunil Haripant Pophale would be in the best interests of the Company and its stakeholders.

Accordingly, based on the recommendation of the NRC, the Board of Directors, at its meeting held on 03rd September 2026, approved the re-appointment of Mr. Sunil Haripant Pophale as **Chairman and Executive Director** of the Company for a further period of five (5) consecutive years commencing from **March 28, 2027 and ending on March 27, 2032**, liable to retire by rotation, subject to the approval of the Members of the Company.

Mr. Sunil Haripant Pophale has attained the age of seventy (70) years. Accordingly, pursuant to the provisions of Section 196(3)(a) of the Act, his re-appointment as Chairman and Executive Director after attaining the age of seventy (70) years requires the approval of the Members by way of a **Special Resolution**. The Board is of the opinion that, considering his extensive experience, proven entrepreneurial track record, leadership and strategic contribution to the Company, his continued appointment as Chairman and Executive Director would be beneficial to the Company and would enable the Company to continue to benefit from his knowledge, experience, guidance and leadership.

The remuneration payable to Mr. Sunil Haripant Pophale for the period from **May 1, 2026 to April 30, 2027** has been recommended by the Nomination and Remuneration Committee and Board of Directors and is being proposed for approval of the Members under Item No. 5 of this Notice. Accordingly, in addition to the remuneration proposed under Item No. 5, approval of the Members is also being sought under this Item for payment of remuneration to Mr. Sunil Haripant Pophale for a further period of **three (3) years commencing from May 1, 2027 to April 30, 2030**, on the terms and conditions set out in the resolution.

Subject to the approval of the Members, Mr. Sunil Haripant Pophale shall be entitled to remuneration within an overall range of **₹24,00,000/- (Rupees Twenty-Four Lakhs only) to ₹48,00,000/- (Rupees Forty-Eight Lakhs**

only) per annum, inclusive of salary, allowances, perquisites, benefits and other applicable components, as may be determined by the Board of Directors from time to time, based on the recommendation of the NRC and in accordance with the applicable provisions of the Act.

The remuneration payable to Mr. Sunil Haripant Pophale shall be subject to the provisions of Sections 197 and 198 of the Act read with Schedule V thereto and other applicable provisions of the Act. In the event of loss or inadequacy of profits in any financial year during the relevant period, the remuneration payable shall be governed by and subject to the applicable provisions, conditions and limits prescribed under Schedule V to the Act, as applicable.

The Board of Directors shall, based on the recommendation of the NRC, be authorised to alter, vary or modify the terms and conditions of appointment and/or remuneration of Mr. Sunil Haripant Pophale from time to time, within the overall limits approved by the Members and subject to compliance with the applicable provisions of the Act and Schedule V thereto.

A brief profile and other details of Mr. Sunil Haripant Pophale, as required under the applicable provisions of the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, are provided in the accompanying Notice and/or elsewhere in the Annual Report, as applicable.

Mr. Sunil Haripant Pophale and Mrs. Meena Pophale is concerned or interested in the resolution set out at Item No. 3 of the accompanying Notice to the extent of his re-appointment as Chairman and Executive Director and the remuneration payable to him.

Save and except Mr. Sunil Haripant Pophale and Mrs. Meena Sunil Pophale, to the extent of their respective shareholding, none of the other Directors, Key Managerial Personnel of the Company or their respective relatives are concerned or interested, financially or otherwise, in the resolution.

The Board of Directors recommends the **Special Resolution** set out at Item No. 3 of the accompanying Notice for approval of the Members.

Item No. 4

To consider and approve the re-appointment of Mrs. Meena Sunil Pophale (DIN: 00834085) and remuneration payable to her as Whole time Director of the Company who will be liable to retire by rotation.

Mrs. Meena Sunil Pophale (DIN: 00834085) has been associated with the Company and has been serving as its Whole-time Director.

The Members of the Company, at their Extraordinary General Meeting held on November 15, 2016, approved the re-appointment of Mrs. Meena Sunil Pophale as Whole-time Director of the Company for a period of five (5) years with effect from November 10, 2016, along with the remuneration payable to her.

Thereafter, considering the requirement of separate approval for payment of remuneration for the applicable period, the Members at the 10th Annual General Meeting held on September 30, 2019, approved the remuneration payable to Mrs. Meena Sunil Pophale as Whole-time Director for a period of two (2) years with effect from November 11, 2019.

Corporate Office: K. K. Chambers, Sir P. T. Road, Fort, Mumbai - 400 001. Tel: 022-22072526 Fax: 022-26740371
Registered Office & Factory: Gat No. : 204, Nashik - Mumbai Highway, VTC Phata, Vadivarhe,
Taluka - Igatpuri, Dist.: Nashik - 422403 Tel: 02553-282200 / 238 / 252
Email: sales@vscl.in Website: www.vscl.in
CIN: L24100MH2009PLC190516

Subsequently, the Members approved the appointment of Mrs. Meena Sunil Pophale as Whole-time Director for a period of five (5) years with effect from November 11, 2021, liable to retire by rotation. Her present term of appointment is, accordingly, due to expire on November 10, 2026.

The Board of Directors, considering the experience, contribution and continued involvement of Mrs. Meena Sunil Pophale in the affairs and management of the Company, and based on the recommendation of the Nomination and Remuneration Committee ("NRC"), has considered it appropriate and in the best interests of the Company to re-appoint her as Whole-time Director for a further period of five (5) consecutive years with effect from November 11, 2026 to November 10, 2031, liable to retire by rotation, subject to the approval of the Members.

Mrs. Meena Sunil Pophale (DIN: 00834085) holds a Bachelor's degree in Arts and has been associated with the Company since its incorporation. She was redesignated as Whole-time Director with effect from November 10, 2016 and has continued to contribute to the management and operations of the Company.

Mrs. Meena Sunil Pophale has approximately 30 years of experience and is responsible for overseeing the Company's Human Resources and Administrative functions. Through her experience and continued involvement in the affairs of the Company, she has contributed towards strengthening the Company's organizational and administrative framework and ensuring effective management of its human resources and administrative functions.

Considering her long-standing association with the Company, extensive experience, knowledge of the Company's operations and continued contribution towards its Human Resources and Administrative functions, the Nomination and Remuneration Committee ("NRC") and the Board of Directors are of the view that her continued association as Whole-time Director would be beneficial to the Company and its stakeholders.

Accordingly, based on the recommendation of the NRC, the Board of Directors, at its meeting held on 3rd September 2026, approved the re-appointment of Mrs. Meena Sunil Pophale as **Whole-time Director** of the Company for a further period of five (5) consecutive years commencing from **November 11, 2026 and ending on November 10, 2031**, liable to retire by rotation, subject to the approval of the Members of the Company.

The Nomination and Remuneration Committee and the Board of Directors have approved the payment of remuneration to Mrs. Meena Sunil Pophale at the rate of ₹1,00,000/- (Rupees One Lakh only) per month for the period commencing from May 1, 2026 to April 30, 2027, subject to the approval of the Members. The said remuneration is being proposed for approval of the Members under Item No. 6 of this Notice.

Accordingly, in addition to the remuneration proposed under Item No. 6 of this Notice, approval of the Members is also being sought under this Item for payment of remuneration to Mrs. Meena Sunil Pophale for a further period of three (3) years commencing from May 1, 2027 to April 30, 2030, within an overall range of ₹12,00,000/- (Rupees Twelve Lakhs only) to ₹24,00,000/- (Rupees Twenty-Four Lakhs only) per annum, inclusive of salary, allowances, perquisites and other benefits, as may be determined by the Board of Directors from time to time, based on the recommendation of the NRC.

The remuneration payable to Mrs. Meena Sunil Pophale shall be subject to the provisions of Sections 197 and 198 of the Act, read with Schedule V thereto and other applicable provisions of the Act and the rules made thereunder. In the event of loss or inadequacy of profits in any financial year during the relevant period, the remuneration payable to her shall be governed by and subject to the applicable provisions, conditions and limits prescribed under Section 197 read with Schedule V to the Act, as applicable.

The Board of Directors, based on the recommendation of the NRC, shall be authorised to revise, alter, vary or modify the terms and conditions of appointment and/or remuneration of Mrs. Meena Sunil Pophale from time to time, within the overall limits approved by the Members and subject to compliance with the applicable provisions of the Act, Schedule V thereto and other applicable laws.

The Company has received from Mrs. Meena Sunil Pophale the necessary consent and declarations, including confirmation that she is not disqualified from being appointed as a Director under the applicable provisions of the Act and other applicable laws.

A brief profile and other details of Mrs. Meena Sunil Pophale, as required under the applicable provisions of the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, are provided in the accompanying Notice and/or elsewhere in the Annual Report, as applicable.

Mrs. Meena Sunil Pophale is concerned or interested in the resolution set out at Item No. 6 of the accompanying Notice to the extent of her re-appointment as Whole-time Director and the remuneration payable to her.

Save and except Mrs. Meena Sunil Pophale and her relatives, to the extent of their respective shareholding, if any, none of the other Directors, Key Managerial Personnel of the Company or their respective relatives are concerned or interested, financially or otherwise, in the resolution.

The Board of Directors recommends the **Special Resolution** set out at Item No. 4 of the accompanying Notice for approval by the Members of the Company.

Item No. 5

To approve remuneration of Mr. Sunil Pophale (DIN:00064412) as Chairman & Executive Director for the period of 1 year from 1st May 2026 to 30th April 2027.

The Members at their Extraordinary General Meeting held on March 28, 2017, has redesignated Mr. Sunil Haripant Pophale (DIN: 00064412) as the Chairman and the Executive Director of the Company.

Pursuant to Schedule V of the Companies Act, 2013, the Resolution for payment of remuneration should not be for a period exceeding three years. The Members had at 10th Annual General Meeting held on September 30, 2019, approved the revision in remuneration payable to Sunil Haripant Pophale as the Director of the Company for a term of three years with effect from April 01, 2020.

The shareholders at the 12th Annual General Meeting (AGM) held on September 28, 2021, approved the appointment of Mr. Sunil Pophale (DIN: 00064412) as a a Chairman and Executive Director of the Company to hold office for a period of five (5) consecutive years with effect from March 28, 2022 to March 27, 2027 at a remuneration of Rs. 12,00,000/- per annum (inclusive of Salary, perquisites, benefits and allowances) for a period of 3 years.

The Shareholders in the 16th AGM approved remuneration to be payable to Mr. Sunil Pophale for the period of 1 year from the date of 1st May 2025 to 30th April 2026.

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Registered Office & Factory: Gat No. : 204, Nashik - Mumbai Highway, VTC Phata, Vadivarhe,
Taluka - Igatpuri, Dist.: Nashik - 422403 Tel: 02553-282200 / 238 / 252
Email: sales@vscl.in Website: www.vscl.in
CIN: L24100MH2009PLC190516

The Board of Directors had at its meeting held on May 28, 2026 subject to necessary approvals, has approved remuneration payable to Mr. Sunil Haripant Pophale (DIN: 00064412) as Chairman and Executive Director of the Company at a remuneration of Rs. 1,00,000/- per month (inclusive of Salary, perquisites, benefits and allowances), for a period of 1 year with effect from May 01, 2026.

The Company would enter into an agreement with Mr. Sunil Pophale on the following terms of remuneration:

Salary : Rs. 1,00,000/- per month (inclusive of Salary, perquisites, benefits and allowances). for a period of 1 year with effect from May 01, 2026.

Commission : NIL.

Perquisites : NIL

.**Other benefits:** The Chairman and Executive director shall be entitled to reimbursement of expenses like Vehicle, Guest Entertainment, travelling expenses actually and properly incurred during the course of doing legitimate business of the company.

Minimum Remuneration: The aggregate of the remuneration and perquisites as aforesaid, in any financial year, shall not exceed the limit set out under Sections 197 and 198 read with Schedule V and other applicable provisions of the Companies Act, 2013 or any statutory modifications or re- enactments thereof for the time being in force, or otherwise as may be permissible at law.

Provided that where in any financial year, the Company has no profits or its profits are inadequate, the Company shall pay the above salary and allowances and provide the perquisites and other amenities as aforesaidto the Whole-time Director as and by way of minimum remuneration, subject to the applicable provisions of Schedule V of the Act and the approval of the Central Government, ifrequired, or any other approvals as may be required under law.

Except Mr. Sunil Pophale, Chairman and Executive Director and Mrs. Meena Pophale, Whole Time Director, none of the other Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the said resolution.

The Board of Directors recommends the passing of the Resolution as set out in Item No. 5 as **Special Resolution**.

Item No. 6: Special Resolution

To approve remuneration of Mrs. Meena Sunil Pophale (DIN: 00834085) as Whole-Time Director for a period of 1 year with effect from May 01, 2026.

The Members had at their Extraordinary General Meeting, held on November 15 2016, approved the re-appointment Mrs. Meena Sunil Pophale (DIN: 00834085) as Whole-Time Director of the Company for a term of five years with effect from November 10, 2016, along with remuneration payable to her.

Pursuant to Schedule V of the Companies Act, 2013, the Resolution for payment of remuneration should not be for a period exceeding three years. The Members had at 10th Annual General Meeting held on September

30, 2019, approved the remuneration payable to Mrs. Meena Sunil Pophale (DIN: 00834085) as Whole-Time Director of the Company for a term of two years with effect from November 11, 2019.

The shareholders at the 12th Annual General Meeting (AGM) held on September 28, 2021, approved the appointment of Mrs. Meena Sunil Pophale (DIN: 00834085) as Whole-Time Director of the Company to hold office for a period of five (5) consecutive years commencing from November 11, 2021 to November 10, 2026 at a remuneration of Rs. 12,00,000/- per annum (inclusive of Salary, perquisites, benefits and allowances) for a period of 3 years.

The Board of Directors had at its meeting held on May 28, 2026 subject to necessary approvals, has approved remuneration payable to Mrs. Meena Sunil Pophale (DIN: 00834085) as Whole-Time Director of the Company at at Rs.1,00,000/- per month (inclusive of Salary, perquisites, benefits and allowances), for a period of 1 year with effect from May 01, 2026 on such terms and conditions as given below:

Term of Remuneration	1 years with effect from May 01, 2026
Salary exclusive of all allowances	Rs. 49,247/- per month. The Whole Time Director shall be entitled to such increment from time to time as the Board may by its discretion determine
Perquisites and allowances in addition to salary	House Rent Allowance: The Company will pay House Rent Allowance of Rs. 9,849/- per month to the Whole time director. Conveyance Allowance: The Company will pay Conveyance Allowance of Rs. 35,000/- per month to the Whole time director. Children Education Allowance: The Company will pay Children Education Allowance of Rs. 200/- per month to the Whole time director. Transport Allowance: The Company will pay Transport Allowance of Rs. 1,600/- per month to the Whole time director. Medical Allowance: The Company will pay Medical Allowance of Rs. 4,104/- to the Whole time director. Any other benefits, facilities, allowance and expenses as may be allowed under Company rules/schemes. Notes: For the purpose of perquisites stated herein above, family means spouse, dependent children and dependent parents of the appointee.

	Perquisites shall be evaluated as per Income Tax Rule wherever applicable and in the absence of any such rule, Perquisites shall be evaluated at actual cost.
Retirement Benefits	Gratuity payable shall be in accordance with the rules of the Companies Act and Gratuity Rules. Earned Leave on full pay and allowances as per the rules of the Company, leave accumulated shall be encashable of Leave at the end of the tenure, if any, will not be included in the computation of the ceiling on perquisites.
Other benefits	The Whole time director shall be entitled to reimbursement of expenses like Vehicle, Guest Entertainment, Travelling Expenses actually and properly incurred during the course of doing legitimate business of the company. The appointee shall be eligible for Housing, Education and Medical Loan and other Loans or facilities as applicable in accordance with the rules of the company and in compliance with the provisions of the Companies Act, 2013.
Minimum Remuneration	The aggregate of the remuneration and perquisites as aforesaid, in any financial year, shall not exceed the limit set out under Sections 197 and 198 read with Schedule V and other applicable provisions of the Companies Act, 2013 or any statutory modifications or re-enactments thereof for the time being in force, or otherwise as may be permissible at law. Provided that where in any financial year, the Company has no profits or its profits are inadequate, the Company shall pay the above salary and allowances and provide the perquisites and other amenities as aforesaid to the Whole-time Director as and by way of minimum remuneration, subject to the applicable provisions of Schedule V of the Act and the approval of the Central Government, if required, or any other approvals as may be required under law.

Except Mr. Sunil Pophale, Chairman and Executive Director and Mrs. Meena Pophale, Whole Time Director, none of the other Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the said resolution.

The Board of Directors recommends the passing of the Resolution as set out in Item No. 6 as **Special Resolution.**

THE INFORMATION REQUIRED IN CASE OF INADEQUATE PROFITS UNDER SCHEDULE V OF THE COMPANIES ACT, 2013 FOR APPROVAL OF MANAGERIAL REMUNERATION PROPOSED UNDER ITEM NO. 3,4, 5 & 6:

I. General Information:

1. **Nature of Industry**

   The Company operates in the **Specialty Chemicals industry**, engaged in manufacturing and supply of specialty chemical products used across multiple industrial applications.

2. **Date of Commencement of Commercial Production**

   The Company commenced commercial production on **23rd February 2009**.

3. **In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus-**Not applicable, since the Company is in operation since 2009.

4. **Financial Performance Based on Given Indicators**

- The audited financial statements of the Company for the financial year ended March 31, 2026, have been placed before the Members for their consideration and approval.
- During the financial year 2025–26, the Company achieved revenue from operations of **₹45.78 crore**, registering an increase of approximately **17% over the previous financial year**. However, despite the growth in revenue, the Company continued to face considerable pressure on its margins due to increased competition, particularly from China, lower realisation in respect of certain key products, delays in customer orders, increase in input costs and the cyclical nature of the speciality chemicals industry.
- Consequently, the Company reported a loss before tax of approximately **₹1.64 crore** during FY 2025–26, as compared to a loss before tax of approximately **₹9.27 crore** in the previous financial year. The Company, however, witnessed a significant improvement in its operating cash flows and generated **positive cash flow from operating activities of approximately ₹6.36 crore**, as against negative operating cash flow of approximately ₹7.15 crore in FY 2024–25. Further, the Company did not incur any cash loss during FY 2025–26.
- The financial performance of the Company during the year was affected primarily by margin pressures arising from adverse market conditions and increased input costs, notwithstanding the growth in turnover. The management is focused on improving operational efficiencies, optimising costs, enhancing product realisations, diversifying its product offerings and markets, and strengthening relationships with existing and prospective customers.
- The management has also represented that the Company has **confirmed orders in hand which are expected to generate substantial cash flows and improve the financial position of the Company in the coming periods**.
- The Board is confident that the measures being undertaken by the Company, together with the expected improvement in business volumes and realisations, will enable the Company to overcome the prevailing challenges, strengthen its financial position and improve its profitability in the coming years.

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CIN: L24100MH2009PLC190516

- Accordingly, notwithstanding the inadequacy of profits during FY 2025–26, the Board considers the proposed managerial remuneration to be appropriate and commensurate with the responsibilities, experience and contribution of the managerial personnel and recommends the same for approval of the Members in accordance with the applicable provisions of Schedule V of the Companies Act, 2013.

5. **Foreign Investments or Collaborations, if any**

   The Company does not currently have any direct foreign investment or collaboration arrangements.

II. Information about the Appointee

(A) Mr. Sunil Haripant Pophale (DIN: 00064412), Chairman & Executive Director

1. **Background Details**
   - Age: 70 years.
   - B.Tech (IIT Powai, Mumbai).
   - Over 36 years of experience in brand building, product development, sales, and management. Founder of Fem Care Pharma Ltd (listed in 1994, monetized in 2009).
2. **Past Remuneration**
   - Remuneration in for the period of 1 year from 1st May 2025 to 30th April 2026 was Rs. 50,000 per month.
3. **Recognition or Awards**
   - Recognized as a successful entrepreneur and promoter with over three decades of contribution in pharma and specialty chemicals.
4. **Job Profile and Suitability**
   - Responsible for overall business management including production, sales, HR, and administration.
   - His extensive industry knowledge and promoter-driven leadership make him suitable for the position.
5. **Remuneration Proposed**
   - ₹1,00,000/- per month (inclusive of salary, allowances, and perquisites) for 1 year w.e.f. May 1, 2026.
   - within an overall range of ₹24,00,000/- (Rupees Twenty-Four Lakhs only) to ₹48,00,000/- (Rupees Forty-Eight Lakhs only) per annum inclusive of salary, allowances, perquisites and other benefits for a further period of three (3) years commencing from May 1, 2027 to April 30, 2030,
6. **Comparative Remuneration Profile**
   - The proposed remuneration is modest compared to industry standards for listed chemical companies of similar size.

- Significantly lower than managerial pay for comparable executive directors in the specialty chemicals segment.

7. **Pecuniary Relationship**
   - Mr. Pophale holds 32,18,250 (as on date of notice) equity shares in the Company.
   - He is spouse of Mrs. Meena Sunil Pophale, Whole-Time Director.
   - Apart from this, no other pecuniary relationship with managerial personnel.

(B) Mrs. Meena Sunil Pophale (DIN: 00834085), Whole-Time Director:

2. **Background Details**
   - Age: 64 years.
   - Associated with the Company since inception with hands-on managerial responsibilities.
3. **Past Remuneration**
   - Remuneration in 1 year from 1st May 2025 to 30th April 2026 was Rs. 1,00,000 per month.
4. **Recognition or Awards**
   - Key contributor in Company's operational stability and compliance-driven management.
5. **Job Profile and Suitability**
   - In charge of day-to-day operations, HR, and administrative functions.
   - Brings continuity, discipline, and organizational leadership.
6. **Remuneration Proposed**
   - ₹1,00,000/- per month (inclusive of salary, allowances, and perquisites) for 1 year w.e.f. May 1, 2025.
   - within an overall range of ₹12,00,000/- (Rupees Twelve Lakhs only) to ₹24,00,000/- (Rupees Twenty-Four Lakhs only) per annum, inclusive of salary, allowances, perquisites and other benefits for a further period of three (3) years commencing from May 1, 2027 to April 30, 2030,
7. **Comparative Remuneration Profile**
   - The remuneration is modest compared to managerial remuneration in companies of similar size in the specialty chemicals sector.
8. **Pecuniary Relationship**
   - Spouse of Mr. Sunil H. Pophale, Chairman & Executive Director.
   - Holds equity interest in the Company.
   - No other managerial inter-relationships.

III. Other Information:

1. **Reasons for Loss or Inadequate Profits**
   - Volatility in raw material prices.
   - Competitive pressure on pricing.
   - Temporary slowdown in certain end-user industries and consequent delay in orders from customers.
2. **Steps Taken or Proposed for Improvement**
   - Cost optimization across operations.
   - Expanding product portfolio into higher-margin specialty chemicals.
   - Strengthening exports and new customer acquisitions.
   - Ongoing focus on operational efficiencies and automation.
3. **Expected Increase in Productivity and Profits**
   - With operational improvements and business diversification, the Company expects a **gradual improvement in EBITDA margins**.
   - The Board anticipates **double-digit revenue growth** over the next 2–3 years, with sustainable profitability returning once input cost pressures stabilize.

PROFILE OF DIRECTORS

[Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements)

Regulations, 2015 and Secretarial Standard – 2 on General Meetings]

Name	Mr. Sunil H. Pophale	Mrs. Meena Sunil Pophale
Age	70 years	64 years
Brief resume, Qualifications and Experience	Mr. Sunil Pophale has a B.Tech degree from the Indian Institute of Technology (I.I.T.) in Powai (Mumbai	Mrs. Meena Sunil Pophale has a bachelor's degree of Arts.
Date of first Appointment on the Board	23rd February, 2009	23rd February, 2009
Expertise in Specific Functional Areas	He is having around 35 years' experience and presently looking after Sales, Product Developments, Production, Human Resources and Admin matters of the Company.	She is having around 35 years' experience and presently looking after Human Resources and Admin matters of the Company.
Directorship held in other listed entities	NA	NA
Directorship in other Companies (excluding foreign companies and Section 8 companies)	1. ReeLabs Private Limited 2. MSP Medicines LLP 3. Pophale International LLP	3. Pophale International LLP
Chairmanship/ Membership of Committees of the Board of Directors of other listed companies	NA	NA
Chairmanship/ Membership of Committees of the Board of Directors of other companies	NA	NA
Number of shares held in the Company	32,18,250 Equity Shares of face value of ₹ 10 each.	60,38,000 Equity Shares of face value of ₹ 10 each.
Terms and Conditions of Appointment/re-appointment	As agreed between the Board of Directors and Mr. Sunil Pophale	As agreed between the Board of Directors and Mrs. Meena Pophale
Details of Remuneration sought to be paid	Rs. 1,00,000/- per month (inclusive of Salary, perquisites, benefits and	Rs. 1,00,000/- per month (inclusive of Salary, perquisites, benefits and

	allowances), for a period of 1 year with effect from May 01, 2026. Within overall limit of Rs. 24,00,000/- to Rs. 48,00,000/- inclusive of all perquisites and benefits and allowances) with effect from 01st May 2027 to 30th April 2030.	allowances), for a period of 1 year with effect from May 01, 2026. Within overall limit of Rs. 12,00,000/- to Rs. 24,00,000/- inclusive of all perquisites and benefits and allowances) with effect from 01st May 2027 to 30th April 2030.
Remuneration last drawn	Rs. 50,000 per month from 1st May 2025 to 30 April 2026.	Rs. 1,00,000 per month from 1st May 2025 to 30 April 2026.
Number of meetings attended during the year	Six (6) including AGM	Six (6) including AGM
Disclosure of relationship between Directors, Key Managerial Personnel inter-se	Mr. Sunil Pophale is the spouse of Mrs. Meena Pophale, Whole Time Director of the Company. He is not related to any other director or Key Managerial Personnel in the Company	Mr. Sunil Pophale is the spouse of Mrs. Meena Pophale, Whole Time Director of the Company. He is not related to any other director or Key Managerial Personnel in the Company
Listed companies from which the Director has resigned in the past 3 (three) years	NA	

By Order of the Board of Directors
Vadivarhe Speciality Chemicals Limited

Sd/-
Sunil Pophale
Chairman & Executive Director
DIN: 00064412

Date: 05th September 2026
Place: Mumbai