



Ref. No: HSCL / Stock-Ex/2022-23/58

Date: 29/09/2022

Ref : Listing Code: 500184 BSE Limited Department of Corporate Services P. J. Towers, 25 th Floor, Dalal Street, Mumbai- 400 001	Ref: Listing Code: HSCL National Stock Exchange of India Ltd Exchange Plaza, C-1, Block-G Bandra Kurla Complex, Bandra (E) Mumbai- 400 051
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Sub: Voting Results and Scrutinizer's Report of the 34th Annual General Meeting of the Company held on 28 September 2022

Dear Sir/ Madam,

This is to inform you that the 34th Annual General Meeting (AGM) of Himadri Speciality Chemical Ltd was held on Wednesday, the 28 September 2022 at 04:00 p.m. (IST) through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM"), to transact the business as stated in the Notice dated 11 August 2022.

We are enclosing herewith the following:

1. The details of e-voting results of the businesses transacted at the 34th AGM of the Company under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, marked as **Annexure – I**.
2. Consolidated Scrutinizer's report on e-voting submitted by the Scrutinizer, M/s Arun Kumar Maitra & Co., Practising Company Secretaries (ACS: 3010; C.P.No: 14490), pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rules, 2014 (as amended) marked as **Annexure – II**.

All items of Agenda as contained in notice of 34th AGM have been passed with requisite majority. The meeting concluded at 5:15 p.m. (IST) (including the time allowed for e-voting at AGM).

The e-voting results along with the Scrutinizer's Report dated 29 September 2022 will be made available on the Company's website at www.himadri.com and on the website of the NSDL.

This is for your information and taking on record.

Thanking You,

Yours faithfully,
For Himadri Speciality Chemical Ltd

(Company Secretary &
Compliance Officer)
ACS: 29322

Enclosed: as above

CC To: **National Securities Depository Ltd**

Himadri Speciality Chemical Ltd
(Formerly known as Himadri Chemicals & Industries Limited) CIN: L27106WB1987PLC042756
Regd. Office: 23A, Netaji Subhas Road, 8th Floor, Kolkata – 700 001, India
Corp. Office: 8, India Exchange Place, 2nd Floor, Kolkata – 700 001, India
Tel: 91-33-2230-9953, 2230-4363, Fax: 91-33-2230-9051, Website: www.himadri.com



Himadri Speciality Chemical Ltd

CIN: L27106WB1987PLC042756

Voting Results

Annexure I

Date of AGM	28 September 2022
Total Number of shareholders on record date (Cut-off Date: 21 September 2022)	317115
No. of Shareholders present in the meeting either in person or through proxy: - Promoter and Promoter Group - Public	NA
No. of Shareholders attended the meeting through Video Conferencing - Promoter and Promoter Group - Public	2 81

Agenda- wise disclosure

Ordinary Business

Resolution no. 1: Adoption of Audited Financial Statements (including the Audited Consolidated Financial Statements) for the financial year ended 31 March 2022, and the report of the Board of Directors and Auditors thereon.

Resolution required:			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	Remote E-Voting	190318874	184083674	96.7238	184083674	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		184083674	96.7238	184083674	0	100.0000	0.0000
Public Institutions	Remote E-Voting	8225659	3448061	41.9184	3448061	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		3448061	41.9184	3448061	0	100.0000	0.0000
Public Non-Institutions	Remote E-Voting	220795117	46119629	20.8880	46113605	6024	99.9869	0.0131
	E-Voting at AGM		1400	0.0006	1400	0	100.0000	0.0000
	Total		46121029	20.8886	46115005	6024	99.9869	0.0131
Grand Total		419339650	233652764	55.7192	233646740	6024	99.9974	0.0026

Details of Invalid Votes	
Category	No of Votes
Promoter & Promoter Group	0
Public Institutions	0
Public Non-Institutions	0

Results: On the basis of the Report of the Scrutinizer dated 29 September 2022 the Ordinary Resolution as proposed at the AGM held on 28 September 2022 has been duly passed with the requisite majority.

Resolution no. 2: Declaration of Dividend @ Re. 0.20 per equity share of face value of Re. 1 each for the financial year ended 31 March 2022.

Resolution required:			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	Remote E-Voting	190318874	184083674	96.7238	184083674	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		184083674	96.7238	184083674	0	100.0000	0.0000
Public Institutions	Remote E-Voting	8225659	3697401	44.9496	3697401	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		3697401	44.9496	3697401	0	100.0000	0.0000
Public Non-Institutions	Remote E-Voting	220795117	46119676	20.8880	46107486	12190	99.9736	0.0264
	E-Voting at AGM		1400	0.0006	1400	0	100.0000	0.0000
	Total		46121076	20.8886	46108886	12190	99.9736	0.0264
Grand Total		419339650	233902151	55.7787	233889961	12190	99.9948	0.0052

Details of Invalid Votes	
Category	No of Votes
Promoter & Promoter Group	0
Public Institutions	0
Public Non-Institutions	0

Results: On the basis of the Report of the Scrutinizer dated 29 September 2022 the Ordinary Resolution as proposed at the AGM held on 28 September 2022 has been duly passed with the requisite majority.

Resolution no. 3: Appointment of Mr. Shyam Sundar Choudhary (DIN: 00173732), who retires by rotation and being eligible offers himself for re-appointment.

Resolution required:			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	Remote E-Voting	190318874	184083674	96.7238	184083674	0	100.0000	0.0000
	E-Voting at AGM		0.00	0.0000	0	0	0.0000	0.0000
	Total		184083674	96.7238	184083674	0	100.0000	0.0000
Public Institutions	Remote E-Voting	8225659	3697401	44.9496	3688374	9027	99.7559	0.2441
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		3697401	44.9496	3688374	9027	99.7559	0.2441
Public Non-Institutions	Remote E-Voting	220795117	46117363	20.8869	46107105	10258	99.9778	0.0222
	E-Voting at AGM		1400	0.0006	1400	0	100.0000	0.0000
	Total		46118763	20.8876	46108505	10258	99.9778	0.0222
Grand Total		419339650	233899838	55.7781	233880553	19285	99.9918	0.0082

Details of Invalid Votes	
Category	No of Votes
Promoter & Promoter Group	0
Public Institutions	0
Public Non-Institutions	0

Results: On the basis of the Report of the Scrutinizer dated 29 September 2022 the Ordinary Resolution as proposed at the AGM held on 28 September 2022 has been duly passed with the requisite majority.

Resolution no. 4: Appointment of M/s Singhi & Co, Chartered Accountants (FRN 302049E), as the Statutory Auditors of the Company, to hold office for a term of five consecutive years from the conclusion of 34th Annual General Meeting till the conclusion of 39th Annual General Meeting of the Company to be held in the year 2027.

Resolution required:			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	Remote E-Voting	190318874	184083674	96.7238	184083674	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		184083674	96.7238	184083674	0	100.0000	0.0000
Public Institutions	Remote E-Voting	8225659	3697401	44.9496	3697401	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		3697401	44.9496	3697401	0	100.0000	0.0000
Public Non-Institutions	Remote E-Voting	220795117	46118371	20.8874	46105507	12864	99.9721	0.0279
	E-Voting at AGM		1400	0.0006	1400	0	100.0000	0.0000
	Total		46119771	20.8880	46106907	12864	99.9721	0.0279
Grand Total		419339650	233900846	55.7784	233887982	12864	99.9945	0.0055

Details of Invalid Votes	
Category	No of Votes
Promoter & Promoter Group	0
Public Institutions	0
Public Non-Institutions	0

Results: On the basis of the Report of the Scrutinizer dated 29 September 2022 the Ordinary Resolution as proposed at the AGM held on 28 September 2022 has been duly passed with the requisite majority.

Special Business

Resolution no. 5: Ratification of remuneration of Mr. Sambhu Banerjee as Cost Auditors (Membership No. 9780) for conducting the Audit of Cost Accounting Records of the Company for the financial year 2022-23.

Resolution required:			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	Remote E-Voting	190318874	184083674	96.7238	184083674	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		184083674	96.7238	184083674	0	100.0000	0.0000
Public Institutions	Remote E-Voting	8225659	3697401	44.9496	3697401	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		3697401	44.9496	3697401	0	100.0000	0.0000
Public Non-Institutions	Remote E-Voting	220795117	46118372	20.8874	46102816	15556	99.9663	0.0337
	E-Voting at AGM		1400	0.0006	1400	0	100.0000	0.0000
	Total		46119772	20.8880	46104216	15556	99.9663	0.0337
Grand Total		419339650	233900847	55.7784	233885291	15556	99.9933	0.0067

Details of Invalid Votes	
Category	No of Votes
Promoter & Promoter Group	0
Public Institutions	0
Public Non-Institutions	0

Results: On the basis of the Report of the Scrutinizer dated 29 September 2022 the Ordinary Resolution as proposed at the AGM held on 28 September 2022 has been duly passed with the requisite majority.

Resolution no. 6: Appointment of Ms. Rita Bhattacharya (DIN: 03157199), as an Independent Director, for the first term of 5 (five) consecutive years with effect from 11 August 2022.

Resolution required:			Special Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	Remote E-Voting	190318874	184083674	96.7238	184083674	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		184083674	96.7238	184083674	0	100.0000	0.0000
Public Institutions	Remote E-Voting	8225659	3697401	44.9496	3697401	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		3697401	44.9496	3697401	0	100.0000	0.0000
Public Non-Institutions	Remote E-Voting	220795117	46117291	20.8869	46098341	18950	99.9589	0.0411
	E-Voting at AGM		1400	0.0006	1400	0	100.0000	0.0000
	Total		46118691	20.8876	46099741	18950	99.9589	0.0411
Grand Total		419339650	233899766	55.7781	233880816	18950	99.9919	0.0081

Details of Invalid Votes	
Category	No of Votes
Promoter & Promoter Group	0
Public Institutions	0
Public Non-Institutions	0

Results: On the basis of the Report of the Scrutinizer dated 29 September 2022 the Special Resolution as proposed at the AGM held on 28 September 2022 has been duly passed with the requisite majority.



ARUN KUMAR MAITRA & CO.

**Practicing Company Secretaries
6/1, Merlin Park, Ballygunge Phari
Kolkata-700019**

Ph. No.- 8420975192

E-mail:akmaitra83@gmail.com

ICSI Unique Code P2015WB086500

Peer Review Certificate No. 1504/2021

dated 24th September,2021

UDYAM REGISTRATION NUMBER:

UDYAM-WB-10-0044251

PAN No- ABUFA9914A

CONSOLIDATED SCRUTINIZER'S REPORT

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

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

Sub: Consolidated Scrutinizer's report for the 34th Annual General Meeting (AGM) of the Members of Himadri Speciality Chemical Ltd. held on Wednesday, the 28th September, 2022 at 04:00 P.M. (IST) through Video Conferencing ("VC") /Other Audio Visual Means ("OAVM")

Dear Sir,

1. We M/s.Arun Kumar Maitra & Co.Company Secretaries represented by our partner Mr. Arun Kumar Maitra, Company Secretary in Practice (ACS No. 3010, CP No. 14490), was appointed as Scrutinizer by the Board of Directors of Himadri Speciality Chemical Ltd. (the Company) for the purpose of Scrutinizing the process of (i) remote-voting (i.e., voting remotely, before the AGM, using an electronic voting system on the dates referred to in the Notice calling the AGM) and (ii) e-voting system at the AGM (process of e-voting at the AGM through electronic voting system) on the resolutions contained in the notice dated 11th August 2022 ("Notice") issued in accordance with General Circulars No. 14/2020, No. 17/2020, No. 20/2020, No. 02/2021 dated April 8, 2020, April 13, 2020, May 5, 2020 and January 13, 2021 respectively and by General Circular No. 02/2022 dated May 5, 2022 and other applicable circulars, (hereinafter, collectively referred as the "MCA Circulars") read with the SEBI Circulars No. SEBI/HO/CFD/CMD1/CIR/P/2020/79, No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 and SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 12, 2020, January 15, 2021 and May 13, 2022 respectively and other applicable circulars (hereinafter, collectively referred as the "SEBI Circulars") The AGM is convened on **Wednesday, the 28th September, 2022 at 04:00 P.M IST** through VC / OAVM.
2. The Company has availed the e-voting facility offered by appointed National Securities Depository Limited (NSDL) for conducting remote e-voting and electronic voting by the Members of the Company.



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3. M/s S.K. Infosolutions Pvt. Ltd. are the Registrar & Share Transfer Agent (RTA) of the Company.
4. NSDL had set up electronic voting facility on its website <https://www.evoting.nsdl.com/>
5. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating including the compliances under the applicable SEBI Regulations in connection with the voting through electronic modes on the resolutions proposed in the Notice. My responsibility as Scrutinizer for the e-voting process (i.e., through remote e-voting and e-voting system / Electronic Voting at AGM) is to ensure that the voting process is conducted in a fair and transparent manner and is restricted to making a Consolidated Scrutinizer's Report for the votes cast in "favour" or "against" on the resolutions proposed in the Notice, based on the report generated from the e-voting system provided by NSDL and the confirmation/information furnished to me electronically for my verification and assisted by the Company's RTA with respect to the number of shares held by the Members as on the cut-off date against the respective folio numbers.
6. As per the information provided, the Company had completed the dispatch of Notice by way of email communication on 05 September 2022 to 308211 Members/List of Beneficiaries whose email id was available with the Company as on 31 August 2022.
7. As per provisions of the Companies Act, 2013, the number of votes cast in respect of each resolution has been counted according to the number of shares held by the concerned shareholder. One share held is equal to one vote. The votes are considered invalid, if any, on account of voting for number of shares other than actually held/not held as on the cut-off date. However, the number of shares actually held has been considered for voting purpose.
8. An advertisement was published in "Financial Express" (English Edition) and "Arthik Lipi" (Bengali Edition) on 6 September 2022, pursuant to Rule 20 of the Companies (Management and Administration) Rules, 2014 informing the Members about completion of dispatch of Notice by permitted mode along with other information as specified in the rules.
9. The Members holding equity shares as on the "cut-off date" i.e. **21st September, 2022** were entitled to vote on the resolutions proposed in the Notice calling the AGM.



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10. In terms of the aforesaid Notice and as per the provisions of Section 108 of the Companies Act, 2013 (Act 2013) read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, and the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, **the remote e-voting facility was kept open from Saturday, September 24, 2022 (09:00 a.m. IST) till Tuesday, September 27, 2022 (5.00 p.m. IST)** and pursuant to MCA Circulars referred above, the Company had also provided remote e-voting facility to the shareholders present at the AGM through VC / OAVM who had not cast their vote earlier and Members were requested to cast their votes electronically conveying their assent or dissent in respect of the resolution on the e-voting platform provided by NSDL.
11. After the closure of remote e-voting at the AGM, the report on e-voting done at the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked and were counted.
12. The votes cast through remote e-voting were unblocked in the presence of Ms. Aditi Jhunjhunwala and Ms. Debika Chatterjee who acted as witnesses as prescribed under sub-rule 4(xii) of Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended.
13. Based on the results made available to me, members have casted their votes through remote e-voting platform or through e-voting system / Electronic Voting at the AGM. The brief analysis of the results of the voting through remote e-voting and e-voting at the AGM, based on the report generated by NSDL, confirmed by the RTA from the benpos with respect to the shareholding and scrutinized on sample and test-check basis and relied upon by me, are as under:

Item No. 1- Ordinary Resolution:

To receive, consider and adopt the Audited Standalone Financial Statements and Audited Consolidated Financial Statements of the Company for the financial year ended 31 March 2022 together with the report of the Board of Directors and Auditors thereon.

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

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting and electronic voting at the AGM	946	233646740	99.9974
Total	946	233646740	99.9974

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PAN No- ABUFA9914A

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

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting and electronic voting at the AGM	23	6024	0.0026
Total	23	6024	0.0026

(iii) **Invalid** Votes:

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

Item No. 2 - Ordinary Resolution:

To declare dividend of Re 0.20 (20%) per equity share of face value of Re. 1 each for the financial year ended 31 March 2022.

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

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting and electronic voting at the AGM	938	233889961	99.9948
Total	938	233889961	99.9948

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

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting and electronic voting at the AGM	35	12190	0.0052
Total	35	12190	0.0052

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UDYAM REGISTRATION NUMBER:

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PAN No- ABUFA9914A

(iii) **Invalid Votes:**

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

Item No. 3 - Ordinary Resolution:

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

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

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting and electronic voting at the AGM	917	233880553	99.9918
Total	917	233880553	99.9918

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

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting and electronic voting at the AGM	47	19285	0.0082
Total	47	19285	0.0082

(iii) **Invalid Votes:**

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



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UDYAM REGISTRATION NUMBER:

UDYAM-WB-10-0044251

PAN No- ABUFA9914A

Item No. 4 - Ordinary Resolution:

To approve appointment of Statutory Auditors and fixing of their remuneration.

*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 139, 141 and 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and pursuant to the recommendation of the Audit Committee and Board of Directors of the Company, M/s Singhi & Co, Chartered Accountants (FRN 302049E), be and are hereby appointed as the Statutory Auditors of the Company, in place of the retiring Statutory Auditors, M/s. B S R & Co. LLP, Chartered Accountants (ICAI Registration No.: 101248W/ W-100022), to hold office for a term of five consecutive years from the conclusion of 34th Annual General Meeting till the conclusion of 39th Annual General Meeting of the Company to be held in the year 2027, at such remuneration, as recommended by the Audit Committee and as may be mutually agreed between the Board of Directors of the Company and the Statutory Auditors from time to time;*

***RESOLVED FURTHER THAT** the Board of Directors of the Company (hereinafter referred to as the “Board” which terms shall be deemed to include any committee(s) which the Board may have constituted or hereinafter constitute to exercise its power including the powers conferred by this resolution) or any person authorized by Board be and is hereby severally authorized to settle any question, difficulty or doubt, that may arise in giving effect to this resolution and all such acts, deeds and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution.”*

**ARUN KUMAR MAITRA & CO.**

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Ph. No.- 8420975192

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ICSI Unique Code P2015WB086500

Peer Review Certificate No. 1504/2021

dated 24th September,2021

UDYAM REGISTRATION NUMBER:

UDYAM-WB-10-0044251

PAN No- ABUFA9914A

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

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting and electronic voting at the AGM	934	233887982	99.9945
Total	934	233887982	99.9945

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

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting and electronic voting at the AGM	31	12864	0.0055
Total	31	12864	0.0055

(iii) **Invalid** Votes:

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

Item no.5: Ordinary Resolution**SPECIAL BUSINESS:**

To ratify remuneration of Cost Auditor and 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 Section 148 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with the rules framed thereunder and other applicable laws, (including any statutory modification(s) or re-enactment thereof, for the time being

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PAN No- ABUFA9914A

in force), and based on the recommendation of the Audit Committee and approval of the Board of Directors of the Company, the remuneration of Rs. 50,000/- (Rupees Fifty Thousand only) plus applicable taxes and reimbursement of actual travel and out of pocket expenses incurred in connection with the cost audit, payable to Mr. Sambhu Banerjee, Cost Auditor (Membership No. 9780), who has been appointed by the Board of Directors as the Cost Auditor for conducting the audit of the Cost Accounting Records as required to be maintained by the Company pursuant to the Companies (Cost Records and Audit) Rules, 2014 for the financial year ending 31 March 2023, be and is hereby ratified;

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

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

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting and electronic voting at the AGM	925	233885291	99.9933
Total	925	233885291	99.9933

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

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting and electronic voting at the AGM	41	15556	0.0067
Total	41	15556	0.0067



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(iii) **Invalid Votes:**

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

Item no.6: Special Resolution

To appoint Ms. Rita Bhattacharya (DIN: 03157199) as an Independent Director and to consider and, if thought fit, to pass, with or without modification(s) the following resolution as a Special Resolution:

***“RESOLVED THAT* pursuant to the provisions of Sections 149, 150, 152, 160 read with Schedule IV and all other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the rules framed thereunder and Regulation 16(1) (b), Regulation 17 and Regulation 25 and all other applicable provisions, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and other applicable laws (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Ms. Rita Bhattacharya (DIN: 03157199), who was appointed as an Additional Director in the capacity of Independent Director of the Company with effect from 11 August 2022 based on the recommendation of the Nomination & Remuneration Committee and who holds office up to the date of this Annual General Meeting in terms of Section 161 of the Act and who has submitted the necessary declaration to the effect that she meets the criteria for independence as prescribed in the Act and Listing Regulations and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Act, proposing her candidature for the office of director, be and is hereby appointed as an Independent Director of the Company, for the first term, not liable to retire by rotation, for a period of 5 (five) consecutive years with effect from 11 August 2022;**

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

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

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting and electronic voting at the AGM	904	233880816	99.9919
Total	904	233880816	99.9919

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

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting and electronic voting at the AGM	59	18950	0.0081
Total	59	18950	0.0081

(iii) **Invalid** Votes:

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



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PAN No- ABUFA9914A

REPORT

1. Based on the foregoing, the resolution numbers 1 to 6 shall be deemed to have been passed with requisite majority.
2. All the relevant records with respect to the electronic data relating to the e-voting are under my safe custody and will be handed over to the Chairman or Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

**Thanking You,
For Arun Kumar Maitra & Co.
Company Secretaries**

ARUN KUMAR MAITRA
MAITRA

Digitally signed by
ARUN KUMAR MAITRA
Date: 2022.09.29
17:31:01 +05'30'

**Arun Kumar Maitra
Partner
M. No: A3010
COP: 14490
UDIN: A003010D001077358**

Date: 29.09.2022

Place: Kolkata

***Received the Report of the Scrutinizer
For Himadri Speciality Chemical Ltd***

**Monika Saraswat
Company Secretary
Himadri Speciality Chemical Ltd**