



Ref. No: HSCL / Stock-Ex/2019-20/59

Date: 25 September 2019

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<b>Ref : Listing Code: 500184</b> BSE Limited Department of Corporate Services P. J. Towers, 25 <sup>th</sup> Floor, Dalal Street, Mumbai- 400 001	<b>Ref: Listing Code: HSCL</b> 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: Summary Proceedings of the 31<sup>st</sup> Annual General Meeting held on 25.09.2019**

Dear Sir,

This is to inform you that the 31<sup>st</sup> Annual General Meeting of Himadri Speciality Chemical Ltd held on Wednesday, 25 September 2019, at 10:30 A.M. at "Kala Kunj" 48, Shakespeare Sarani, Kolkata- 700017 and the meeting was concluded on 11:57 A.M., to transact the business as stated in the Notice dated 14 August 2019.

We are enclosing herewith the Summary of the Proceedings of the AGM of the Company as required under Regulation 30, part A of the Schedule III of SEBI (LODR), Regulations, 2015 - **Annexure - 1**

This is for your information and taking on records.

Thanking You,

Yours faithfully,



For Himadri Speciality Chemical Ltd  
  
Company Secretary  
FCS: 8148

Enclosed: as above

**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](http://www.himadri.com)

**Annexure -I****Summary proceedings of the 31<sup>st</sup> Annual General Meeting**

Summary proceedings of the 31<sup>st</sup> Annual General Meeting (“AGM”) of Himadri Speciality Chemical Ltd (Formerly known as Himadri Chemicals & Industries Ltd) held on Wednesday, 25 September 2019 at 10:30 a.m. at Kala-Kunj, 48, Shakespeare Sarani, Kolkata- 700017, and the meeting was concluded on 11:57 am

**P R E S E N T**

<b>Sr. No.</b>	<b>Name</b>	<b>Designation</b>
1.	Mr. Bankey Lal Choudhary	Chairman, Whole-time Director
2.	Mr. Anurag Choudhary	Managing Director & Chief Executive Officer
3.	Mr. Shyam Sundar Choudhary	Whole-time Director
4.	Mr. Vijay Kumar Choudhary	Whole-time Director
5.	Mr. Tushar Choudhary	Whole-time Director
6.	Mr. Hanuman Mal Choraria	Independent Director Chairman-Audit Committee
7.	Mr. Santimoy Dey	Independent Director Chairman-Nomination & Remuneration Committee and Stakeholders Relationship Committee
8.	Mr. Sakti Kumar Banerjee	Independent Director
9.	Mr. Santosh Kumar Agrawala	Independent Director
10.	Ms. Rita Bhattacharya	Nominee Director

**I N A T T E N D A N C E**

<b>Sr. No.</b>	<b>Name</b>	<b>Designation</b>
1.	Mr. Bajrang Lal Sharma	Company Secretary

**QUORUM**

There were Two Hundred Seventy Nine (279) members present in person representing 20,01,39,438 Equity Shares and Sixteen (16) members through Proxies representing 39,21,485 Equity Shares of the Company. There were 91,959 Members as on the Cut- Off date i.e, 18 September 2019. The Scrutinizer, Ms. Sweety Kapoor, Practicing Company Secretary (CP No.5738) was also present at the meeting.

The Statutory Auditors, M/S B S R & Co, LLP and the Secretarial Auditors M/S MKB Associate, Practicing Company Secretaries could not attend the meeting due to their pre-occupation.



## **CHAIRMAN**

Mr. Bankey Lal Choudhary, the Chairman of the Board, took the Chair.

After ascertain that the requisite quorum was present, the Chairman called the Meeting to order, and with the consent of the shareholders present, the Notice convening the Meeting was taken as read.

The Chairman informed the members that in Compliance with Rule 20 of the Companies (Management and Administration) Amendment Rules 2015 read with Section 108 of the Companies Act, 2013 and in compliance with Regulation 44(3) of SEBI (LODR) Regulations, 2015, the Company has provided e-Voting facility to all the shareholders as on the cut- off date, i.e. 18 September 2019. The e-voting commenced from (9.00 am IST) on 21 September 2019 and closed on 24 September 2019 (5.00 pm IST). The Chairman informed the members present that who have not exercised their vote earlier through e-voting may exercise their vote at this meeting through Ballot Paper (in-lieu of e-voting). The Company appointed **Ms. Sweety Kapoor, Company Secretary in Practice (CP No. 5738), as Scrutinizer** for this purpose and she was present at the meeting for conducting the voting through Ballot Paper in fair and transparent manner and to submit their report in due time, after considering the votes of the members at this AGM.

The Chairman briefly narrated the financial performance of the Company and addressed the meeting.

Thereafter Mr. Anurag Choudhary, Managing Director and Chief Executive Officer of the Company upon the request of the Chairman, stated the performance of the Company with future plans and business prospects.

The Chairman invited the members to express their views on the financial statements, and agenda items of the notice and thereafter upon request by the Chairman, Mr. Anurag Choudhary responded all the queries and clarification to the members.

The following items of business as per the Notice of the 31<sup>st</sup> AGM were transacted:

### **Ordinary Business:**

1. Adoption of Audited Financial Statements (including the Audited Consolidated Financial Statements) for the financial year ended 31 March 2019, and the report of the Board of Directors and Auditors thereon;
2. Declaration of Dividend @ Re. 0.15 per equity share for the financial year ended 31 March 2019;
3. Appointment of Mr. Vijay Kumar Choudhary (DIN: 00173858) who retires by rotation and offer himself for re-appointment;



**Special Business:**

4. 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 2019-20 by passing an Ordinary Resolution;
5. Appointment of Ms. Sucharita Basu De (DIN: 06921540) as an Independent Woman Director by passing Ordinary Resolution
6. Re-appointment of Mr. Santimoy Dey (DIN: 06875452) as an Independent Director for second term of five years, by passing a Special Resolution.
7. Re-appointment of Mr. Hanuman Mal Choraria (DIN: 00018375) as an Independent Director for second term of five years, by passing a Special Resolution.
8. Re-appointment of Mr. Bankey Lal Choudhary (DIN: 00173792) as Whole Time Director for a period of five years by passing a Special Resolution.
9. Appointment of Mr. Anurag Choudhary (DIN: 00173934) as a Director by passing an Ordinary Resolution.
10. Appointment of Mr. Tushar Choudhary (DIN: 00174003) as a Director by passing an Ordinary Resolution.
11. Appointment of Mr. Amit Choudhary (DIN: 00152358) as a Director by passing an Ordinary Resolution.
12. Appointment of Mr. Anurag Choudhary (DIN: 00173934) as a Managing Director & CEO for a period of five years by passing a Special Resolution.
13. Appointment of Mr. Tushar Choudhary (DIN: 00174003) as a Whole Time Director for a period of five years by passing a Special Resolution.
14. Appointment of Mr. Amit Choudhary (DIN: 00152358) as a Whole Time Director for a period of five years by passing a Special Resolution.

Post question and answer session, the Chairman thanked the Members present at the Meeting and authorised the Company Secretary to take up the matter with Scrutinizer for carrying out the process of Voting through the ballot paper and Scrutinizer was requested to submit her report on the Voting Results.

He further informed the Members that the voting results will be made available on the Website of the Company and NSDL within 48 hours of the conclusion of the meeting. The Vote of thanks was placed by the Company Secretary as advised by the Chairman.



The Scrutinizer thereafter, has submitted her Consolidated Report on the voting Results on 25 September 2019.

Based upon the Scrutinizer's Report all the resolutions as mentioned in the notice convening the 31<sup>st</sup> Annual General Meeting have been duly passed with requisite majority.

This is for your information and records.



Yours faithfully,

For Himadri Speciality Chemical Ltd

  
Company Secretary

FCS: 8148

25/9/2019