SUDARSHAN

2nd August, 2024

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400 001
Scrip Code – 506655
Scrip Code NCDs - 974058

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

Dear Sir / Madam,

Sub : Summary of the Proceedings of the 73rd Annual General Meeting of the Company held on 2nd August, 2024

Pursuant to Regulation 30 and Regulation 51 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with Part A of Schedule III of the said Regulations, as amended from time to time, please find enclosed a summary of the proceedings of 73rd Annual General Meeting of the Company held on 2nd August, 2024 through Video Conference ("VC") / Other Audio Visual Means ("OAVM") to transact the business stated in the Notice dated 17th May, 2024, convening the Annual General Meeting.

Kindly take the same on record.

Thanking You,
Yours Faithfully,
For SUDARSHAN CHEMICAL INDUSTRIES LIMITED

Mandar Meenanath Velankar
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MANDAR VELANKAR
GENERAL COUNSEL & COMPANY SECRETARY

Encl : As above

SUDARSHAN

Summary of proceedings of the 73rd Annual General Meeting of "Sudarshan Chemical Industries Limited" held on Friday, 2nd August, 2024

The 73rd Annual General Meeting ("AGM") of the Members of "Sudarshan Chemical Industries Limited" ("the Company") was held on Friday, 2nd August, 2024 at 4:00 p.m. (IST) through Video Conference ("VC") / Other Audio-Visual Means ("OAVM"). The meeting was conducted in accordance with the provisions of the Companies Act, 2013, and Rules made thereunder and Securities and Exchange Board of India ("SEBI") (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations, 2015") and as per the relevant Circulars issued by the Ministry of Corporate Affairs ("MCA") and SEBI, from time to time and venue of the AGM was deemed to be at the registered office at 7th Floor, Eleven West Panchshil, Survey No. 25, Near PAN Card Club Road, Baner, Pune - 411069, Maharashtra, India.

Following Directors were present:

Sr. No.	Name of the Director	Designation	Location
1.	Mr. P. R. Rathi	Chairman and Non-Executive and Non-Independent Director	Pune
2.	Mr. R. B. Rathi	Managing Director	Pune
3.	Mrs. S. A. Panse	Independent Director	Pune
4.	Mrs. R. F. Forbes	Independent Director	Pune
5.	Mr. D. N. Damania	Independent Director	Pune
6.	Mr. S. Padmanabhan	Independent Director	Pune
7.	Mr. S. K. Asher	Independent Director	New Delhi
8.	Mr. N. T. Raisinghani	Independent Director	Pune
9.	Ms. Bhumika Batra	Independent Director (subject to approval of Shareholders at the 73rd AGM)	Pune
10.	Mrs. Sudha Navandar	Independent Director (subject to approval of Shareholders at the 73rd AGM)	Pune
11.	Mrs. Anu Wakhlu	Independent Director (subject to approval of Shareholders at the 73rd AGM)	Pune
12.	Mr. A. Vij	Wholetime Director	Pune
13.	Mr. A. N. Rathi	Non-Executive and Non-Independent Director	Pune

Mr. P. R. Rathi, Chairman of the Company, chaired the Meeting and after ascertaining the quorum, called the Meeting to order at 4:00 p.m. (IST).

The Chairman introduced the Directors present by VC/OAVM and also confirmed the presence of Chairperson of the Audit Committee, Nomination and Remuneration Committee, Risk Management Committee, Stakeholders' Relationship Committee and CSR Committee, Mr. Nilkanth Natu, Chief Financial Officer, Mr. Mandar Velankar, General Counsel and Company Secretary, Representatives of M/s. S R B C & CO LLP, Statutory Auditors, Mr. Jayavant Bhave, Proprietor of M/s. J. B. Bhave & Co., Practicing Company Secretary, Secretarial Auditor and Mrs. Ashwini Kedar Joshi, Practicing Cost Accountant, Cost Auditor.

Total 59 (Fifty-Nine) members were present at the AGM through VC/OAVM facility and webcast facility provided by National Securities Depository Limited ("NSDL").

The Chairman mentioned that the Auditors' Report and Secretarial Auditor's Report did not contain any qualification, observation or comment, hence, it was not required to read the Auditors' Report and Secretarial Auditor's Report at the Meeting. The Chairman also informed that the Report of Board of Directors, the Statement of Financial Statements for the Financial Year ended 31st March, 2024, and Notice convening the 73rd AGM were already circulated to the Members and hence were taken as read.

The Chairman then delivered his opening address consisting, *inter alia* of financial and operational performance of the Company during the Financial Year 2023-24. The Chairman then informed the Members that the Company had provided facility to cast their votes electronically on all resolutions set forth in the Notice. Members who were present at the Meeting and had not cast their votes electronically were provided an opportunity to cast their votes at the end of the meeting through e-voting. It was further informed that there would be no voting by show of hands.

It was also informed that – a) the Statutory Registers as required by the provisions of the Companies Act, 2013, and Rules made thereunder, b) Certificate from the Secretarial Auditors of the Company certifying that Employee Stock Options Plan and Scheme and Stock Appreciation Rights Plan and Scheme was being implemented in accordance with SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, and (c) other relevant documents as referred to in the Notice convening the 73rd AGM were available for inspection on the website of the Company.

He further informed that remote e-voting arrangements had been made and the resolutions put to vote were as under:

ORDINARY BUSINESS:

1. Adoption of Stand-alone and Consolidated Financial Statements of the Company for the Year ended 31st March, 2024 together with the report of the Board of Directors and Auditors thereon. **(Ordinary Resolution)**

2. Confirmation of Interim Dividend paid on Equity Shares during the Financial Year 2023-24 and to declare Final Dividend on Equity Shares for the Financial Year 2023-24. **(Ordinary Resolution)**

3. Appointment of Mr. Pradeep R. Rathi, Non - Executive and Non - Independent Director (DIN: 00018577), who retires by rotation and being eligible, offers himself for re-appointment. **(Ordinary Resolution)**

SPECIAL BUSINESS:

4. Ratification for payment of remuneration to Mrs. Ashwini Kedar Joshi, Cost Auditor (Sole Proprietor) (Registration No.: 102387) for the Financial Year 2024-25 to conduct Audit of Cost Records of the Company. **(Ordinary Resolution)**

5. Appointment of Ms. Bhumika Batra (DIN: 03502004) as an Independent Director of the Company for a term of 5 years. **(Special Resolution)**

6. Appointment of Mrs. Anu Wakhlu (DIN: 00122052) as an Independent Director of the Company for a term of 5 years. **(Special Resolution)**

7. Appointment of Mrs. Sudha Navandar (DIN: 02804964) as an Independent Director of the Company for a term of 5 years. **(Special Resolution)**

8. Remuneration of Mr. Rajesh B. Rathi (DIN: 00018628) as Managing Director in accordance with the provisions of the Companies Act, 2013 and Regulation 17(6)(e) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. **(Special Resolution)**

9. Approval of ratification and amendments in Sudarshan Employee Stock Option Plan 2018. **(Special Resolution)**

10. Approval to extend the benefits under Sudarshan Employee Stock Option Plan 2018 to the employees of Subsidiary Company(ies) / Associate Company(ies) of the Company. **(Special Resolution)**

Members present at the meeting, including "Speaker Shareholders" were given an opportunity to ask questions and seek clarifications, and accordingly the Chairman appropriately responded to the questions raised. The Chairman then thanked the Members for their participation at the 73rd AGM and authorised the Company Secretary to coordinate the e-voting at the meeting and declare the e-voting results after receipt of Scrutinizer's Report, which would then be made available on the website of the Company at www.sudarshan.com, and on the website of the Stock Exchanges viz., BSE Limited at www.bseindia.com and National Stock Exchange of India Limited at www.nseindia.com, and on the website of the NSDL on www.evoting@nsdl.com within the statutory timelines after conclusion of the AGM.

The AGM commenced at 4:00 p.m. (IST) and concluded at 5:01 p.m. (IST) including the time provided for e-voting at the AGM.

For SUDARSHAN CHEMICAL INDUSTRIES LIMITED

Mandar Meenanath Velankar

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Date: 2024.08.02 19:21:15 +05'30'

MANDAR VELANKAR
GENERAL COUNSEL & COMPANY SECRETARY

Sudarshan Chemical Industries Limited
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Near PAN Card Club Road, Baner, Pune – 411 069,
Maharashtra, India
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Email: contact@sudarshan.com
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