



NOTICE

Notice is hereby given that the FORTIETH ANNUAL GENERAL MEETING of the Members of **VINYL CHEMICALS (INDIA) LIMITED** will be held on Friday, 5th June, 2026 at 3:30 p.m. through Video Conferencing (VC)/Other Audio Visual Means (OAVM) to transact the following business:

Ordinary Business:

1. **Adoption of Audited Financial Statements:**

To receive, consider and adopt the Audited Financial Statements for the Financial Year ended 31st March, 2026 together with the Directors' Report and Auditors' Report thereon.

2. **Declaration of dividend:**

To declare Dividend on Equity Shares for the Financial Year ended 31st March, 2026.

3. **Re-appointment of Shri N. K. Parekh (DIN: 00111518), as a Director liable to retire by rotation:**

To consider and if thought fit, to pass the following resolution as a Special Resolution for appointing a Director in place of Shri N.K. Parekh (DIN: 00111518), who retires by rotation and being eligible, offers himself for re-appointment:

"RESOLVED THAT pursuant to Section 152 and other applicable provisions of the Companies Act, 2013 and the Rules framed thereunder and Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force) Shri N.K. Parekh (DIN: 00111518) who has already attained age of 75 years and who retires by rotation at this Annual General meeting and being eligible, offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company liable to retire by rotation."

Special Business:

4. **Approval for Material Related Party transactions with Pidilite Industries Limited:**

To consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to Regulation 23 and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), the applicable provisions of the Companies Act, 2013 ('Act') read with the rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and other applicable laws, if any, and the Company's Policy on Related Party Transactions, the consent of the Members of the company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the 'Board', which term shall be deemed to include any Committee constituted/empowered/to be constituted by the Board from time to time to exercise its powers conferred by this resolution) to continue with the existing contract(s)/arrangement(s)/transaction(s) and/or enter into and/or carry out new contract(s)/ arrangement(s)/transaction(s) for sale of Company's goods/products/materials on an ongoing and continuous basis with Pidilite Industries Limited ('PIL'), Promoter company of Vinyl Chemicals India Limited ('Company') for an aggregate value not exceeding ₹ 1300 Crores on such principal terms and conditions as detailed in the Explanatory Statement for the period from 1st April, 2026 till conclusion of Annual General Meeting of the Company for the Financial Year ending on 31st March, 2027 subject to such contract(s)/ arrangement(s)/ transaction(s) being carried out at arm's length basis and in the ordinary course of business of the Company."

"RESOLVED FURTHER THAT the Board be and is hereby authorised to do and perform all such acts, deeds, matters and things, as may be necessary and expedient, including finalising the terms and conditions, thereof and finalising and executing necessary documents, including agreement(s) and such other documents, and deal with any matters, take necessary steps as the Board may, in its absolute discretion deem necessary, desirable or expedient, to give effect to this resolution and to settle any question that may arise in this regard and incidental thereto."



“RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any of the powers herein conferred, to any Director(s) or Chief Financial Officer or Company Secretary or any other Officer(s)/Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution.”

“RESOLVED FURTHER THAT all actions taken by the Board, or any person so authorised by the Board, in connection with any matter referred to or contemplated in the foregoing resolution, be and are hereby approved, ratified and confirmed in all respects.”

5. Re-appointment of Shri M. B. Parekh (DIN: 00180955) as the Managing Director of the Company:

To consider and if thought fit, to pass the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 200 and 203 read with Schedule V and all other applicable provisions, if any, of the Companies Act, 2013 (the Act), the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other applicable provisions of the Act and the Rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Articles of Association of the Company and pursuant to the recommendation of the Nomination and Remuneration Committee, the approval of the members of the Company be and is hereby accorded for the re-appointment of Shri M. B. Parekh (DIN: 00180955) as the Managing Director of the Company for a further period of 5 (five) years with effect from 1st April, 2027, as per terms of appointment and payment of remuneration as set out in the Explanatory Statement attached to this Notice.”

“RESOLVED FURTHER THAT Shri M.B. Parekh, the Managing Director be in charge of general management of the Company within the provisions of Articles of Association but subject to superintendence, control and direction of the Board of Directors.”

“RESOLVED FURTHER THAT Shri M.B. Parekh will be a Key Managerial Personnel of the Company as per the provisions of Section 203(1)(i) of the Act.”

“RESOLVED FURTHER THAT Shri M.B. Parekh will be a non-rotational Director and shall not be liable to retire by rotation during his term as the Managing Director.”

“RESOLVED FURTHER THAT Shri M.B. Parekh shall be entitled to reimbursement of all expenses incurred for the purpose of business of the Company and shall not be entitled to any sitting fees for attending meetings of the Board of Directors and Committee(s) thereof.”

“RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to alter, vary and/or modify the terms of re-appointment and remuneration payable to Shri M.B. Parekh so as not to exceed the limits specified in Schedule V and other applicable Sections of the Act or any statutory modifications thereof as may be agreed to by the Board of Directors and Shri M.B. Parekh.”

RESOLVED FURTHER THAT total remuneration payable to Shri M.B. Parekh shall not exceed the maximum limits permissible as per the provisions of Section V of Part II of Schedule V of the Act.”

“RESOLVED FURTHER THAT the total remuneration by way of salary, perquisites, allowances and commission payable to Shri M.B. Parekh, Managing Director in any financial year shall not exceed 5% of the net profit of that financial year or such other limits as may be permissible as per Section I of Part II of Schedule V of the Act.”

“RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorised to do all such acts, deeds, matters and things and execute all such documents, instruments and writings as may be required and to delegate all or any of its powers herein conferred to any Committee of Directors.”

6. Approval for payment of commission to Non-Executive Directors (other than the Managing Director/Whole time Director of the Company):

To consider and if thought fit, to pass the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Section 197 read with Schedule V and other applicable



provisions, if any, of the Companies Act, 2013 (Act), Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), a sum not exceeding 1% per annum of the net profits of the Company, calculated in accordance with the provisions of Sections 197 and 198 of the Act be paid by way of commission to and distributed amongst the Directors of the Company or some or any of them (other than the Managing Director/Wholetime Director of the Company) in such amounts, subject to such ceiling/s and in such manner and in all respects as may be decided and directed by the Board of Directors and such payments shall be made in respect of the profits of the Company for each year for a period of five years commencing from 1st April, 2027.”

“RESOLVED FURTHER THAT in case of inadequacy of profits or losses in any financial year, the Company may pay remuneration to the Non-Executive Directors as provided in Section II of Part II of Schedule V of the Act.”

7. Approval for Re-appointment of Shri P. D. Shah (DIN: 00286277) as an Independent Director of the Company for a second term of five consecutive years:

To consider and if thought fit, to pass the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, read with Schedule IV and all other applicable provisions, if any, of the Companies Act, 2013 (‘the Act’) and Companies (Appointment and Qualification of Directors) Rules, 2014, Regulation 17 and all other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force) and pursuant to the provisions of Articles of Association of the Company, and the recommendation of the Nomination and Remuneration Committee and the Board of Directors, Shri P. D. Shah (DIN: 00286277) who was appointed as an Independent Director of the Company for the first term of five consecutive years from 6th October, 2021 upto 5th October, 2026 and who is eligible for re-appointment and who meets the criteria for independence as provided in Section 149(6) of the Act along with the rules framed thereunder and Regulation 16(1)(b) of the Listing Regulations and who has submitted a declaration to that effect and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of a Director, and being eligible, be and is hereby re-appointed as an Independent Director of the Company to hold office for a second term of five consecutive years commencing from 6th October, 2026 upto 5th October, 2031 and he shall not be liable to retire by rotation.”

“RESOLVED FURTHER THAT the Board of Directors and the Company Secretary be and are hereby severally authorised to settle any question, difficulty or doubt that may arise in giving effect to this Resolution and to do all such acts, deeds, matters and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution.”

BY ORDER OF THE BOARD OF DIRECTORS

Sd-

AARTI FALORH
COMPANY SECRETARY
FCS:8726

Place : Mumbai
Date : 24th April, 2026

Registered Office:

Regent Chambers, 7th Floor,
Jamnalal Bajaj Marg,
208, Nariman Point,
Mumbai 400 021.
Tel : 022 22822708/022 69829000
Email: cs.vinylchemicals@pidilite.com
Website: www.vinylchemicals.com



Notes:

1. In accordance with the provisions of the Companies Act, 2013 ("Act") read with the Rules framed thereunder and pursuant to the General Circular Nos. 20/2020 dated 5th May 2020, and Circular No. 03/ 2025 dated 22nd September, 2025 and other relevant Circulars issued by the Ministry of Corporate Affairs ("MCA") from time to time and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated 3rd October, 2024 read with Master Circular No. SEBI/HO/CFD/P/0155 dated 11th November 2024 and other applicable circulars issued by Securities and Exchange Board of India ("SEBI"), Companies are allowed to hold Annual General Meeting ("AGM/Meeting") through Video Conferencing ("VC") or other Audio Visual Means ("OAVM") without the physical presence of the Members at a common venue. Accordingly, the 40th Annual General Meeting ("the AGM") of the Company is being held through VC/OAVM. The deemed venue for the AGM shall be the Registered Office of the Company.
2. Since this AGM is being held pursuant to the MCA Circulars through VC/OAVM, physical attendance of Members at the AGM has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence Proxy Form and Attendance Slip are not annexed to this Notice.
3. Corporate Members/Institutional Shareholders are requested to send to the Company a scanned (.pdf/.jpg format) certified copy of the Board Resolution/Power of Attorney/ Authority Letter authorizing their representative to attend and vote on their behalf through remote e-voting to the Company's email address at cs.vinylchemicals@pidilite.com. The said Resolution/Authority letter shall also be sent to the Scrutinizer by email from their registered email address at vinyl.scrutinizer@gmail.com and to National Securities Depository Limited (NSDL) at evoting@nsdl.com.
4. In case of joint holders attending the AGM, only such joint holder whose name is higher in the order of the names will be entitled to vote on the resolutions set out in this Notices.
5. A statement pursuant to Section 102(1) of the Act, and Regulation 17 (11) of SEBI Listing Regulations setting out all material facts relating to item nos. 3 to 7 of the Notice is annexed herewith and the same should be taken as part of this Notice. Notes given in the Notice to the extent applicable also forms part of the Explanatory Statement.
6. Members seeking any information with regard to the accounts, inspection of documents or any matter to be placed at the AGM, are requested to write to the Company on or before **Friday, 29th May, 2026** at the Company's email address at cs.vinylchemicals@pidilite.com and the same will be replied by the Company suitably.
7. Since the AGM will be held through VC/OAVM, the Route Map of the venue of AGM is not annexed to this Notice.
8. In compliance with the aforesaid MCA and SEBI Circulars, Notice of the AGM along with the Annual Report for the Financial Year 2025-2026 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/Depositories. Further, a letter providing a weblink for accessing the Notice of the AGM and Annual Report will be sent to those Members who have not registered their email address. In case any Member is desirous of obtaining physical copy of the Annual Report for the Financial Year 2025-2026, he/she may send a request to the Company at cs.vinylchemicals@pidilite.com.

Members may note that the said Notice and Annual Report for Financial Year 2025-2026 will also be available on the Company's website at www.vinylchemicals.com, websites of the Stock Exchanges viz. BSE Ltd. ("BSE") at www.bseindia.com and National Stock Exchange of India Ltd. ("NSE") at www.nseindia.com and also on the website of NSDL at www.evoting.nsdl.com.
9. Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.



10. In accordance with the provisions of Regulation 36(3) of SEBI Listing Regulations and applicable provisions of Secretarial Standard - 2, a brief profile of Shri N.K. Parekh, Shri M. B. Parekh and Shri P. D. Shah, nature of their expertise in specific functional areas and other information is set out as an Annexure and the same forms part of this Notice.
11. The Record date for determining entitlement of Members for payment of dividend on equity shares for the Financial Year ended 31st March, 2026 will be **Friday, 22nd May, 2026**.
12. The dividend on equity shares as recommended by the Board of Directors, if declared at the AGM, will be paid on or after **Monday, 15th June, 2026** to those shareholders whose names appear on the Register of Members of the Company as on **Friday, 22nd May, 2026**. In respect of shares held in electronic form, the dividend will be payable on the basis of beneficial ownership as on **Friday, 22nd May, 2026** as furnished to the Company by NSDL and Central Depository Services (India) Ltd. ("CDSL").
13. A. SEBI has mandated submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are required to submit their PAN as well as bank details to their Depository Participants and Members holding shares in physical form are required to submit their PAN as well as bank details to the Company/MUFG Intime India Pvt. Ltd. (formerly Link Intime India Pvt. Ltd.) Company's Registrar and Transfer (R & T) Agents.
B. SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD-POD-1/P/CIR/2023/37 dated 16th March, 2023 (subsumed as part of the SEBI Master Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/37 dated 7th May, 2024), in supersession of earlier Circular(s) issued on the subject, has prescribed common and simplified norms for processing investor service requests by RTAs and norms for furnishing PAN, KYC (contact details, Bank details and specimen signature), and nomination details.
As per the said Circular it is mandatory for the shareholders holding securities in physical form to inter-alia, furnish PAN and KYC. Physical folios wherein the said details are not available would be eligible for lodging grievance for any service request only after registering the required details. Any payments including dividend in respect of such folios shall only be made electronically w.e.f 1st April, 2024 upon registering the required details.
In view of the above, shareholders holding shares in physical form are, therefore, requested to update their KYC details with the Company/R & T Agents on or before **Wednesday, 20th May, 2026** for ensuring that they receive the dividends declared by the Company. Separate Communication in the above regard has been sent by the Company/R & T Agents to the shareholders who are holding shares of the Company in physical form.
C. As per Regulation 40 of the SEBI Listing Regulations and SEBI Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated 25th January, 2022 and 25th May 2022, as amended, securities of listed companies can be transferred only in dematerialised form. In view of this and to eliminate the risks associated with physical shares and for ease of portfolio management, Members holding shares in physical form are requested to consider converting their holdings to dematerialised form. Members may contact the Company or its R & T Agents for assistance in this regard.
D. SEBI vide its Circulars dated 25th January, 2022 and 25th May, 2022 has mandated all listed companies to issue securities in dematerialised form only while processing certain prescribed service requests. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR-4, the format of which is available on the Company's website at www.vinylchemicals.com and on the website of Company's R & T Agents at <https://web.in.mpms.mufig.com/KYC-downloads.html>. Members are requested to note that any service request would only be processed after the Folio is KYC compliant.
14. Members are requested to inform about changes, if any, relating to their Name, Registered address, Email address, Mobile number, PAN, Nomination details, Power of Attorney, Bank Mandate/Bank details such as Name of the Bank and Branch, Account Number, Type of Accounts, MICR code, IFSC etc. immediately to:



- (i) the Company's R & T Agents in prescribed Form ISR-1, for updation of signature in prescribed Form ISR-2 and other forms pursuant to SEBI Circular dated 3rd November, 2021 in case the shares held in physical form or
- (ii) their Depository Participants (DP) in case the shares held in electronic form.

15. The Company has sent individual letters to all the Shareholders holding shares of the Company in physical form for furnishing their PAN, KYC and nomination details. The relevant circular(s) and necessary forms in this regard have been made available on the website of the Company <https://www.vinylchemicals.com> and its RTA at <https://web.in.mpms.mufg.com/KYC-downloads.html>. Accordingly, the members are advised to register their details with the RTA or DPs, in compliance with the aforesaid SEBI guidelines for smooth processing of their service request and trading without any hindrance.

In terms of the SEBI Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/81 dated 10th June 2024, all investors are encouraged in their own interest, to provide choice of nomination by contacting the RTA, if shares are held in physical form or their respective DP(s), if shares are held in dematerialised form. Further, all new investors are mandatorily required to provide the choice of nomination for their demat accounts (except for jointly held demat accounts).

16. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Periodic statement of holdings should be obtained from their DPs and verified by the Members for correctness of the details contained therein.
17. Members can avail nomination facility in terms of extant legal provisions. In this regard, on request, the necessary Form SH-13 can be obtained from the Company's R & T Agent. If a Member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/she may submit the same in Form ISR-3 or Form SH-14, as the case may be. The said forms are also available on the website of the Company at www.vinylchemicals.com.
18. To support the 'Green Initiative', Members who have not yet registered their email addresses are requested to register the same with their DPs, in case the shares are held by them in electronic form and with Company's R & T Agent in case the shares are held by them in physical form.
19. Non-resident Indian (NRI) Shareholders are requested to inform the Company/R & T Agent regarding:
- (i) Change in the residential status on return to India for permanent settlement and
 - (ii) Indian address and the particulars of bank account maintained in India with complete name and address of the Bank, if not furnished earlier.
20. Members may note that in terms of section 393(1) of the Income-Tax Act, 2025 ('the IT Act, 2025'), dividends paid or distributed by a company shall be taxable in the hands of the shareholders. The Company shall, therefore, be required to deduct Tax at Source (TDS) at the time of payment of dividend. In order to enable the Company to determine the appropriate TDS rate, as applicable, Members are requested to submit the requisite documents in accordance with the provisions of the Act.

The relevant provisions of the Act relating to deduction of TDS from dividends in respect of various categories are given below for guidance of the Members:

I. For Resident Shareholders

Tax is required to be deducted at source under Section 393(1) of the IT Act, 2025, at the rate of 10% on the amount of dividend where shareholders have registered their valid Permanent Account Number (PAN). In case, shareholders do not have PAN/inoperative/invalid PAN not linked with Aadhaar/ not registered their valid PAN details in their account in the Income-tax portal, TDS at the rate of 20% shall be deducted under Section 397(2) of the IT Act, 2025 or as per the applicable law.



a. For Resident individuals:

No tax shall be deducted on the dividend payable to Resident Individuals if:

- i. Total dividend amount to be received by them during the Financial Year (FY) 2026-2027 does not exceed ₹ 10,000/-; or
- ii. The shareholder provides valid Form No. 121 (applicable to resident individual, provided that all the required eligibility conditions are met. A declaration under section 393(6) of the I.T. Act, 2025 read with Rule 211 of the Income-tax Rules, 2026 (“the I.T. Rules, 2026”) shall be furnished in Form No. 121 either electronically after due verification through an electronic process or in paper form. Please note that all fields are mandatory to be filled up and the Company may at its sole discretion reject the form, if it does not fulfil the prescribed requirement under the Act.
- iii. Exemption certificate is issued by the Income-tax Department, if any.

Note: Recording of the PAN for the registered Folio/DP ID-Client ID is mandatory. In the absence of valid PAN, tax will be deducted at a higher rate of 20% as per Section 397(2) of the I.T. Act, 2025.

b. For Resident Non- individuals:

No tax shall be deducted on the dividend payable to the following categories of Resident Non-Individuals where they provide details and documents as per the prescribed format.

- i. Insurance Companies: Self declaration that it qualifies as ‘Insurer’ as per Section 2(7A) of the Insurance Act, 1938 and has full beneficial interest with respect to the ordinary shares owned by it along with self-attested copy of PAN card and certificate of registration with Insurance Regulatory and Development Authority (IRDA)/ LIC/ GIC.
 - ii. Mutual Funds: Self-declaration that it is registered with the SEBI and is notified under Schedule VII of the I.T. Act, 2025 (under Section 10 (23D) of the Income-tax Act, 1961) along with self-attested copy of PAN card and certificate of registration with the SEBI.
 - iii. Alternative Investment Fund (AIF): Self-declaration that its income is exempt under the Schedule V(1) of the I.T. Act, 2025 (under Section 10 (23FBA) of the Income-tax Act, 1961), and they are registered with the SEBI as Category I or Category II AIF along with self-attested copy of the PAN card and certificate of AIF registration with SEBI.
 - iv. New Pension System (NPS) Trust: Self-declaration that it qualifies as NPS trust and income is eligible for exemption as per Schedule VII(41) of the I.T. Act, 2025 (under Section 10(44) of the Income-tax Act, 1961) and being regulated by the provisions of the Indian Trusts Act, 1882 along with self-attested copy of the PAN card.
 - v. Other Non-Individual shareholders: Self-attested copy of documentary evidence supporting the exemption along with self-attested copy of PAN card.
- c. In case, shareholders (both individuals or non-individuals) provide certificate under Section 395 of the I.T. Act, 2025 (under Section 197 of the Income-tax Act, 1961), for lower / NIL withholding of taxes for Tax Year 2026-2027, rate specified in the said certificate shall be considered, on submission of self-attested copy to the Company.

II. For Non-resident Shareholders

- a. As per Domestic Tax Law

Taxes are required to be withheld in accordance with the provisions of Section 393 of the I.T. Act, 2025 (sections 195 or 196D of the Income-tax Act, 1961) as per the rates as applicable. As per the relevant provisions of the Act, the withholding tax shall be at the rate of 20% (plus applicable surcharge and cess) on the amount of dividend payable to them. In case, Non-Resident Shareholders provide a certificate issued under Section 393/395 of the I.T. Act, 2025



for Tax Year 2026-2027, for lower/ Nil withholding of taxes, rate specified in the said certificate shall be considered, on submission of self-attested copy of the same.

b. As per Double Tax Avoidance Agreement (DTAA)

As per Section 159 of the I.T. Act, 2025 (section 90 of the Income-tax Act, 1961), the Non-Resident Shareholder has the option to be governed by the provisions of the DTAA between India and the country of tax residence of the shareholder, if they are more beneficial to them. For this purpose, i.e., to avail DTAA benefit, the Non-Resident Shareholders are required to submit the following documents:

- i. Self-attested copy of the PAN card allotted by the Indian Income Tax authorities.
- ii. Self-attested copy of Tax Residency Certificate (TRC) (for the period of 1st April, 2026 to 31st March, 2027 or 1st January, 2026 to 31st December, 2026) obtained from the tax authorities of the country of which the shareholder is a resident .
- iii. Shareholders who have PAN or not and propose to claim treaty benefit, need to mandatorily file Form 41 online at the link <https://eportal.incometax.gov.in/> to avail the benefit of DTAA.
- iv. Self-declaration by the shareholder of meeting treaty eligibility requirement and satisfying beneficial ownership requirement (for the period of 1st April, 2026 to 31st March, 2027 or 1st January, 2026 to 31st December, 2026).
- v. In case of Foreign Institutional Investors and Foreign Portfolio Investors, copy of SEBI registration certificate.
- vi. In case of shareholders who are tax residents of Singapore, please furnish the letter issued by the competent authority or any other evidence demonstrating the non-applicability of Article 24 - Limitation of Relief under India-Singapore Double Taxation Avoidance Agreement (DTAA). It is recommended that shareholders should independently satisfy their eligibility to claim DTAA benefit including meeting of all conditions laid down by DTAA.

All shareholders are requested to check/update their correct name, PAN, address, residential status, etc. with your Depository Participant (in case shares are held in demat mode) or the Company/R & T Agents (in case shares are held in physical mode).

- A. Kindly note that the Company is not obligated to apply beneficial DTAA rates at the time of tax deduction/withholding on dividend amounts. Application of beneficial rate as per DTAA for the purpose of withholding taxes shall depend upon completeness and satisfactory review by the Company of the documents submitted by the Non-Resident Shareholder.
- B. Accordingly, in order to enable the Company to determine the appropriate TDS/withholding tax rate applicable, Shareholders are requested to provide the details and documents as mentioned above on or before **Wednesday, 20th May, 2026**.
- C. As per section 262 of the I.T. Act, 2025 (Section 139AA of the Income-tax Act, 1961), every person who has been allotted a PAN and who is eligible to obtain Aadhaar, shall be required to link the PAN with Aadhaar. In case of failure to comply with this, the PAN allotted shall be deemed to be invalid/inoperative and tax shall be deducted at the rate of 20% as per the provisions of section 397 of the I.T. Act, 2025 (section 206AA of the Income-tax Act, 1961). The Company will be using functionality of the Income-tax department for the above purpose. Shareholders may visit <https://www.incometax.gov.in/iec/foportal/> for FAQ issued by Government on PAN-Aadhar linking.
- D. In terms of Rule 203 of the I.T. Rules, 2026 (Rule 37BA of the Income-tax Rules, 1962), if dividend income on which tax has been deducted at source is assessable in the hands of a person other than the deductee, then such deductee should file declaration with the Company in the manner prescribed in the Rules.

- E. Shareholders holding equity shares under multiple accounts under different status / category and single PAN or without PAN, may note that, higher of the tax as applicable to the status in which shares held under a PAN will be considered on their entire holding in different accounts.
- F. All Shareholders are requested to verify their name, PAN, address, residential status etc. and in case of any changes, they may update the same with their DPs (In case the shares are held in electronic form) or the Company's R & T Agents (In case the share are held in physical form).
- G. **SUBMISSION OF TAX RELATED DOCUMENTS:**

Resident Shareholders:

The documents such as Form 121, documents under section 393 of the IT Act, 2025 etc. can be uploaded on the link <https://web.in.mpms.mufg.com/formsreg/submission-of-Form-121-41.html> on or before 20th May, 2026 to enable the Company to determine the appropriate TDS/ withholding tax rate applicable. Any communication on the tax determination/deduction received post 20th May, 2026 shall not be considered.

Shareholders can send the other documents at the following email id:

Resident Shareholders	Csgexemptforms2627@in.mpms.mufg.com
Non-Resident Shareholders	cs.vinylchemicals@pidilite.com

Please note that if the above documents are sent to email address other than those mentioned above will not be considered and may be treated as non-submission of documents and attract TDS as per the provisions of the Act. These documents should reach the Company/R & T Agents on or before 20th May, 2026 in order to enable the Company to determine and deduct appropriate TDS / withholding tax rate. No communication on the tax determination / deduction shall be entertained post 20th May, 2026.

It may be further noted that in case the tax on said dividend is deducted at a higher rate in the absence of receipt of the aforementioned details/documents from you, there would still be an option available with you to file the return of income and claim the appropriate refund, if eligible.

The tax credit can also be viewed in Form 168 (old Form 26AS/AIS/TIS) by logging in with your credentials (with valid PAN) at TRACES <https://www.tdscpc.gov.in/app/login.xhtml> or the e-filing website of the Income Tax department of India <https://www.incometax.gov.in/iec/foportal/>.

- H. Shareholders are requested to ensure that their bank account details in their respective demat accounts/physical folios are updated, to enable the Company to effect timely credit of dividend in their bank accounts. We seek your cooperation in this regard.

The shareholders holding shares in physical folios are requested to note that SEBI vide its Master Circular No. SEBI/HO/MIRSD/ POD-1/P/CIR/2024/37 dated 7th May, 2024 read with Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/81 dated 10th June 2024 issued to the Registrar & Transfer Agents and SEBI Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2023/181 dated 17th November, 2023, as amended, has mandated that effective 1st April, 2024, dividend to the security holders holding shares in physical mode shall be paid only through electronic mode. Such payment to the eligible shareholders holding physical shares shall be made only after they have furnished their PAN, Choice of Nomination, Contact Details (Postal Address with PIN and Mobile Number) Bank Account Details and Specimen Signature for their corresponding physical folios to the Company or the RTA.

A Separate Communication to the Shareholders in the above regard has been sent by the Company/ R & T Agents.

21. A. Pursuant to Section 205A of the Companies Act, 1956, all unclaimed/unpaid dividend till the Financial Year ended 31st March, 1994 have been transferred to the General Revenue Account of the Central Government. Those Members who have so far not claimed their dividends for the said



period may claim the same by submitting an application in the prescribed Form to the Registrar of Companies, Maharashtra.

- B. The Company has transferred all unclaimed/unpaid dividend in respect of Financial Years ended 31st March 1995 to 31st March 2018 to the Investor Education and Protection Fund ("IEPF").
- C. Sections 124 and 125 of the Act read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 (IEPF Rules'), which are applicable with effect from 7th September, 2016, also contain similar provisions for transfer of such amounts to IEPF. Accordingly, all dividends remaining unclaimed/unpaid for a period of seven years from the date they became due for payment in relation to the Company, have been transferred to the IEPF established by the Central Government. No claim shall be entertained against the Company for the amounts so transferred.
- D. As per Section 124(6) of the Act read with the IEPF Rules, as amended, all the shares in respect of which dividend has remained unpaid/unclaimed for seven consecutive years or more, as referred to in the said Section read with the relevant Rules, have been transferred to the demat account of IEPF Authority.
- E. Notices to all the Members whose dividends for the Financial Year ended 31st March, 2019 are lying unpaid/unclaimed has been sent by the Company. All such Members are requested to claim the same from the Company. As mentioned in the said notice, in case the dividends are not claimed by Monday, 31st August, 2026, necessary steps shall be initiated by the Company to transfer the shares and dividend held by the concerned Members to IEPF, without further notice to the Members. Please note that no claim shall lie against the Company in respect of the shares so transferred to IEPF Authority.
- F. In the event of transfer of shares and the unclaimed dividends to IEPF, the Members, whose unclaimed dividends/shares have been transferred to IEPF, may write to the Company/RTA requesting the procedure for claiming the shares/dividend from IEPF Authorities. Upon compliance with the procedure advised and submission of the required documents, the Company shall issue Entitlement Letter to the claimants. The Members can file Form No. IEPF- 5 online by attaching the Entitlement Letter and other required documents as mentioned at www.iepf.gov.in and claim their dividends.
- G. The Company has uploaded the details of unpaid/unclaimed amounts of dividends lying with the Company as on 30th July, 2025 (date of the last AGM) on the website of the Company at www.vinylchemicals.com and also on the website of MCA at www.iepf.gov.in.
- H. Members who have not yet encashed their Dividend Warrants for the Financial Years ended 31st March, 2019 to 31st March, 2025 are requested to contact the Company's R & T Agents viz. MUFG Intime India Pvt. Ltd. (formerly Link Intime India Pvt. Ltd.) (Unit: Vinyl Chemicals (India) Ltd.), C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West), Mumbai 400 083 for claiming their unpaid dividends.
- I. The Company has designated an exclusive e-mail address i.e., cs.vinylchemicals@pidilite.com to enable the investors to register their complaints / send correspondence, if any. Members may note that in case they have any dispute against the Company and / or its RTA, as per SEBI directives, they can file for Online Resolution of Dispute which harnesses online conciliation and online arbitration for resolution of disputes arising in the Indian securities market. Members can use this mechanism only after they have lodged their grievance with the Company and SEBI SCORES and are not satisfied with the outcome.

For more details, please see the following weblinks of the stock exchanges:

BSE Limited: <https://bsecrecs.bseindia.com/ecomplaint/frmlInvestorHome.aspx>

National Stock Exchange of India Limited: <https://www.nseindia.com/static/complaints/online-dispute-resolution>.

22. Voting through electronic means:

- A. Pursuant to the provisions of Section 108 of the Act, Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of the Listing Regulations, the Company is pleased to provide facility to the Members to exercise their right to vote by electronic means through Remote e-voting platform as well as e-voting on the date of AGM provided by National Securities Depository Limited (NSDL) on all the resolutions set out in this Notice. Resolutions passed by the Members through e-voting are deemed to have been passed, as if they have been passed at the AGM.
- B. The Members who have cast their vote by Remote e-voting prior to the AGM may also attend and participate in the AGM through VC/OAVM but shall not be entitled to cast their vote once again on such resolutions.

THE INSTRUCTIONS FOR REMOTE E-VOTING AND JOINING THE AGM ARE AS UNDER:

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 meeting 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 address in their demat account in order to access the e-Voting facility.

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

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



	<p>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 e-Voting period or joining virtual meeting & voting during the meeting.</p> <p>5. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> <p style="text-align: center;">NSDL Mobile App is available on</p> <p style="text-align: center;"> App Store  Google Play</p> <div style="display: flex; justify-content: space-around; align-items: center;"></div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<p>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 My easi Tab and then user your existing my easi username & password.</p> <p>2. After successful login the Easi/Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period 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.</p> <p>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 Measi Tab and then click on registration option.</p> <p>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.</p>

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 features, 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.
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Important note:

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

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

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

B. Login Method for e-Voting and joining virtual meeting 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?

- i. 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.
- ii. Once the home page of e-Voting system is launched, click on the icon “**Login**” which is available under ‘**Shareholder/Member**’ section.
- iii. 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 e-services 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**.

- iv. Your User Id details are given below:

Manner of holding shares i.e. Demat (NSDL/CDSL) or Physical	Your User ID is
a) For Members who hold shares in demat account with NSDL	8 Character DP ID followed by 8 Digit Client ID. For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL	16 Digit Beneficiary ID. For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in physical form	EVEN Number followed by Folio Number registered with the Company. For example if your folio number is 001*** and EVEN is 134103 then User ID is 101456001***.



- v. Password details for Shareholders other than Individual Shareholders are given below:
- i. If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - ii. 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.
 - iii. How to retrieve your '**Initial password**'?
 - If your email address is registered in your demat account or with the Company, your '**Initial Password**' is communicated to you on your email address. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment which is a .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**'.
 - If your email address is not registered, please follow the steps mentioned below in **process for those shareholders whose email addresses are not registered**.
 - vi. 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 is 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 trying the above two options, you can send a request at evoting@nsdl.com mentioning your Demat Account Number/Folio Number, PAN, Name and Registered address.
 - d. Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
 - vii. After entering your password, tick on "**Agree to Terms and Conditions**" by clicking on the check box.
 - viii. Now, you will have to click on "**Login**" button.
 - ix. After you click on the "**Login**" button, **Home** page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

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

- i. 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.
- ii. 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 Meeting**".
- iii. Now you are ready for e-Voting as the Voting page will open.
- iv. 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 "**Confirm**" when prompted.
- v. Upon confirmation, the message "**Vote cast successfully**" will be displayed.
- vi. You can also take a printout of the votes cast by you by clicking on the **Print** option on the confirmation page.



vii. Once you **Confirm** your vote on the resolution, you will not be allowed to modify your vote.

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 e-mail to vinyl.scrutinizer@gmail.com with a copy marked to evoting@nsdl.com Institutional Shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution/Power of Attorney/Authority Letter etc. by clicking on "**Upload Board Resolution/ Authority Letter**" displayed under "**e-Voting**" tab in their login.
2. It is strongly recommended not to share your Password with any other person and take utmost care to keep your Password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to enter 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 to the **Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders** available at the download section at www.evoting.nsdl.com or call on 022- 4886 7000 or send a request to Mr. Amit Vishal, Deputy Vice President, NSDL at evoting@nsdl.com.
4. Any person holding shares in physical form and Non-Individual Shareholders who acquire shares of the Company after despatch of the Notice and holding shares as of the cut-off date i.e. **Friday, 29th May, 2026** may obtain the **Login ID** and **Password** by sending a request to NSDL at evoting@nsdl.com or to the Company/R & T Agents. 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 forget 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 on No. 022-4886 7000 and 022-2499 7000. In case of Individual Members holding securities in demat form who acquire shares of the Company and become Member after despatch of the Notice and holding shares as on the cut-off date viz **Friday, 29th May, 2026** may follow steps mentioned in the Notice of the AGM under "**Access to NSDL e-voting System**".
5. The Remote e-voting period shall commence on **Tuesday, 2nd June, 2026** and would end on **Thursday, 4th June, 2026**. During this period, Members of the Company holding shares either in physical form or in demat form as on **Friday, 29th May, 2026** (cut-off date) may cast their vote electronically. The Remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on any resolution is cast, the Shareholder will not be allowed to change/modify it subsequently or cast vote once again.
6. The voting rights of Shareholders shall be in proportion to the shares in the paid-up equity share capital of the Company as on **Friday, 29th May, 2026** (Cut-off date). Any person who is not a Member as on the Cut-off date should treat this Notice as sent for information purpose only.

Process for those shareholders whose email addresses are not registered with the Depositories for procuring User Id and Password and registration of e-mail addresses for e-voting for the resolutions set out in this Notice:

1. In case shares are held in *physical mode*, the shareholder may send their Folio No., Name of Shareholder, scanned copies of the share certificate (front and back), PAN Card (self attested) and Aadhaar Card (self-attested) by email to the Company at cs.vinylchemicals@pidilite.com.
2. In case shares are held in demat mode, please provide DP ID & Client ID (16 digit DPID + CLID or 16 digit Beneficiary Id), Name, Client Master List or copy of Consolidated Account Statement, PAN Card (self attested) and Aadhaar Card (self attested) by email to the Company at cs.vinylchemicals@pidilite.com. If you are an Individual Shareholder holding securities in *demat mode*, you are requested to refer



to the login method set out at **Step 1(A)** i.e. **Login method for e-Voting and joining virtual meeting for Individual Shareholders holding securities in demat mode.**

3. Alternatively, Shareholders/Members may send a request to NSDL at evoting@nsdl.com for obtaining **User Id and Password** for e-voting by providing the 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 Depository Participants. Shareholders are required to update their correct Mobile number and Email address 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:

- a. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
- b. Only those Members/Shareholders, who are present in the AGM through VC/OAVM facility and have not cast 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 at the AGM.
- c. Members who have already cast their vote through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote once again at the AGM on such resolutions.
- d. The details of the person who may be contacted for any grievances in connections with the facility for e-Voting on the day of the AGM shall be the same as mentioned for Remote e-voting.

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

- i. Members will be provided with the facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access the AGM by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see the link “**VC/OAVM**” under “**Join Meeting**” menu against company name. You are requested to click on **VC/OAVM** link under **Join General Meeting** menu. The link for **VC/OAVM** will be available in the **Shareholder/ Member** login where the **EVEN** of Company will be displayed. Please note that Members who do not have the **User Id and Password** for e-Voting or have forgotten their **User Id and Password** may retrieve the same by following the Remote e-Voting instructions mentioned in the Notice to avoid last minute rush.
- ii. 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. Further Members can also use the OTP based login for logging into the e-voting system of NSDL.
- iii. Members are encouraged to join the Meeting through Laptops for better experience.
- iv. Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- v. Please note that participants connecting from Mobile devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuations in their respective network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.
- vi. Members who need assistance before or during the AGM, may contact NSDL through email at evoting@nsdl.com/ or call on 022 - 4886 7000 or contact Mr. Amit Vishal, Deputy Vice President, NSDL through email at evoting@nsdl.com.
- vii. Members who would like to express their views or ask questions during the AGM, may register themselves as Speakers by sending their request from their registered email address mentioning their Name, DP ID & Client ID/Folio Number, PAN, Email address and Mobile Number to the email address of the Company at cs.vinylchemicals@pidilite.com from **Friday, 22nd May, 2026 to Saturday, 30th May, 2026** only. Those Members who have registered themselves as Speakers will only be allowed to express their views/ask questions depending on the availability of time for the AGM. The



Company reserves the right to restrict the number of Speakers and number of questions depending on the availability of time for the AGM.

23. Shri P.N. Parikh (Membership No. FCS 327; CP No. 1228) or failing him Shri Mitesh Dhabliwala (Membership No. FCS 8331; CP No. 9511) or failing him Ms. Sarvari Shah, (Membership No. FCS 9697; CP No.11717) of Parikh and Associates, Practicing Company Secretaries have been appointed as the 'Scrutinizer' to scrutinize the Remote e-voting process and also e-voting at the AGM in a fair and transparent manner.
24. The Scrutinizer shall immediately after the conclusion of voting at the AGM, first scrutinise the votes cast at the AGM, thereafter unlock the votes cast through Remote e-voting and shall make, not later than two working days of conclusion of the Meeting, a consolidated Scrutiniser's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him, who shall countersign the same. The Scrutinizer's decision on the validity of votes cast shall be final.
25. The results alongwith the Scrutinizer's Report shall be uploaded on the Company's website at www.vinylchemicals.com and on the website of NSDL at www.evoting.nsdl.com within two working days of conclusion of the 40th AGM of the Company and communicated to BSE Ltd. and National Stock Exchange of India Ltd. The results shall also be displayed on the Notice Board at the Registered Office of the Company.



EXPLANATORY STATEMENT

EXPLANATORY STATEMENT CONTAINING MATERIAL FACTS PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 AND OTHER APPLICABLE PROVISIONS, ALONG WITH THE RATIONALE FOR RECOMMENDATION OF THE ITEMS OF BUSINESS BY THE BOARD OF DIRECTORS PURSUANT TO REGULATION 17(11) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

ITEM NO. 3

Although strictly not required under the provisions of the Companies Act, 2013, Explanatory Statement on this item is being given for information of the Members.

Re-appointment of Shri N. K. Parekh (DIN: 00111518), as a Director liable to retire by rotation:

Shri N.K. Parekh (DIN:0011518) aged 88 years, is due to retire by rotation at the ensuing Annual General Meeting and being eligible offers himself for re-appointment as a Non-Executive Director of the Company.

Shri N.K. Parekh is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director.

In terms of the provisions of Regulation 17(1A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (Listing Regulations) the Members had approved, by passing a Special Resolution at the 38th AGM held on 08th August 2024 the continuation of tenure of Directorship of Shri N. K. Parekh as a Non-Executive Director. It is now proposed to pass Special Resolution for his re-appointment in view of he being more than 75 years.

A brief profile of Shri N. K. Parekh as stipulated under Regulation 36(3) of the Listing Regulations is annexed to this Notice. Shri N. K. Parekh has been serving as a Director of the Company since 1986 and is a promoter of the Company. Considering his expertise and rich experience of over 62 years in the areas of leadership and governance, business and senior management, risk management, finance and accounts, legal and regulatory framework it would be in the interest of the Company to continue to avail his services as a Non- Executive Director of the Company.

Except Shri N. K. Parekh, in respect of whom this resolution pertains, none of the other Directors, Key Managerial Personnel of the Company and their relatives, are concerned or interested, financially or otherwise, in this resolution. The Board recommends this Special Resolution for approval by the Members.

ITEM NO. 4

Approval for Material Related Party transactions with Pidilite Industries Limited

Vinyl Chemicals (India) Ltd. (the Company) was promoted, inter alia, by Pidilite Industries Limited (PIL) for procuring regular supply of one of their key raw materials- Chemicals viz; Vinyl Acetate Monomer (VAM). The Company sells/ supplies VAM to PIL on an ongoing and continuous basis pursuant to the approval of shareholders of the Company for entering into RPT. The Company is selling VAM to PIL in its ordinary course of business and at arms' length basis.

In terms of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), as amended, material related party transactions require prior approval of the shareholders on a year to year basis through ordinary resolutions, even if such transactions are in the ordinary course of business of the Company and at an arm's length basis.

As per the amended Listing Regulations, where the annual consolidated turnover is upto ₹ 20,000 crore, a related party transaction is considered material if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year exceeds 10% of the annual consolidated turnover of the company. Accordingly, the Company is seeking shareholders' approval for carrying out ongoing as well as future arrangement with PIL for sale of Chemicals viz. VAM, a material related party transaction which is in the interest of the Company. The said transaction helps in smoothening of business operations for both the companies and ensures consistent flow of raw material, without interruption.

The Audit Committee and Board of Directors of the Company have approved the said arrangement.

The Audit Committee has reviewed the certificate provided by Managing Director and Chief Financial Officer of the Company, as required under the RPT Industry Standards.

Details of the proposed RPTs between the Company and PIL, including the Minimum information to be provided to the Audit Committee and shareholders for approval of Related Party Transactions as per RPT Industry Standards and to be disclosed in the Explanatory Statement pursuant to the SEBI Master Circular dated January 30, 2026, read with SEBI circular dated June 26, 2025, is appended hereunder:

Minimum information to be provided to the Audit Committee and shareholder for approval of Related Party Transactions as per RPT Industry Standards

Part A - Minimum information of the proposed RPT		
S. No.	Particulars of the information	Information provided by the management
A. Details of the related party and transactions with the related party		
A(1).	Basic details of the related party	
1	Name of the related party	Pidilite Industries Limited ('PIL')
2	Country of incorporation of the related party	India
3	Nature of business of the related party	PIL is manufacturer of consumer & industrial speciality chemicals
A(2). Relationship and ownership of the related party		
1	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party - including nature of its concern (financial or other wise) and the following:	Vinyl Chemicals (India) Limited is an associate company of Pidilite Industries Limited
	• Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.	NIL
	• Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	Not Applicable
	• Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary).	40.64%
A(3). Details of previous transactions with the related party		
1	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during each of the last financial year. (F.Y. 2025-2026)	
		(₹ in crs.)
	Sale of Goods	560.48
	Reimbursement of expenses paid	-
2	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the current financial year upto the quarter immediately preceding the quarter in which the approval is sought.	-



3	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last three financial years.	No
A(4). Amount of the proposed transactions		
1	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.	
		(₹ in crs.)
	Sale of Goods	1,300.00
	License fee (Rentals)	0.02
	Reimbursement of expenses paid	0.25
	Reimbursement of expenses received	0.15
2	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes
3	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	218%
4	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary, and where the listed entity is not a party to the transaction)	NA
5	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	11%
6	Financial Performance of the related party for the immediately preceding FY 2025-2026:	
	Particulars	(₹ in crs.)
	Turnover	13487.59
	Profit After Tax	2073.83
	Net Worth	10665.37
A(5). Basic details of the proposed transactions		
1	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	
	Sale of Goods	Yes
	Payment of Rent	Yes
	Reimbursement of expenses paid	Yes
	Reimbursement of expenses received	Yes
2	Details of each type of the proposed transaction	
	Sale of Goods	Sale of VAM.
	Payment of Rent	For Vizag office

	Reimbursement of expenses paid	For common/shared services are being paid.
	Reimbursement of expenses received	For the expenses incurred on behalf of Pidilite by the Employees.
3	Tenure of the proposed transaction (tenure in number of years or months to be specified)	1 st April, 2026 till conclusion of Annual General Meeting for the Financial Year ending on 31 st March, 2027
4	Whether omnibus approval is being sought?	
	Sale of Goods	Yes
	Payment of Rent	Yes
	Reimbursement of expenses paid	Yes
	Reimbursement of expenses received	Yes
5	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	—
6	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	
	Sale of Goods	The Company is carrying the VAM trading business and have contracts with major international suppliers for years. VAM is a critical raw material for PIL. Vinyl's contract with international suppliers ensures continuous supply of this critical raw material on a sustainable basis to PIL.
	Payment of Rent	Vinyl will start the import operation at Vizag port to facilitate cost effective distribution of VAM in the Southern region. Hence it will use a portion of PIL premises at Hyderabad for administrative purpose on a monthly rental basis.
	Reimbursement of expenses paid	This arrangement is aimed at achieving cost efficiency and operational synergy across the group. PIL procures SAP licenses and other IT application licenses at the group level to leverage volume-based pricing benefits. These licenses are extended to subsidiaries/associates to ensure standardized systems and seamless integration. The cost is allocated to each subsidiary/associate based on the actual number of licenses utilized, ensuring fairness and transparency. This approach optimizes overall IT expenditure and supports group-wide technology alignment.

	Reimbursement of expenses received	Getting reimbursement of the expenses paid by employees for Pidilite business purpose.
7	<p>Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.</p> <p>Explanation: Indirect interest shall mean interest held through any person over which an individual has control including interest held through relatives.</p>	
	a. Name of the director / KMP	Mr. M. B.Parekh/ Mr. A. B. Parekh/ Mr. N. K Parekh/ Mr. Kavinder Singh.
	b. Shareholding of the director / KMP, whether direct or indirect, in the related party	10.99% / 9.09% / 10.62% / 0.00%.
8	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee	Not Applicable
9	Other information relevant for decision making	Not Applicable
Part B		
B(1). Disclosure only incase of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances		
1	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	Orders placed as per RPT policy of the Company
2	Basis of determination of price.	
	Sale of Goods	VAM is a global traded product and price is determined basis the rates prevailing in the market at the time of giving the order. Vinyl is supplying to PIL at cost plus certain margin as agreed.
	License fee (Rentals)	As per the negotiated rate based on market standards.
	Reimbursement of expenses paid	Actual cost (without markup)
	Reimbursement of expenses received	Actual cost (without markup)
3	In case of Trade advance (of upto 365 days or such period for which such advances are extended as per normal trade practice) , if any, proposed to be extended to the related party in relation to the transaction, specify the following:	Not Applicable
a	Amount of Trade advance	Nil
b	Tenure	Not Applicable
c	Whether same is self-liquidating	Not Applicable

The said transaction, being a material RPT, requires prior approval of the Members of the Company in accordance with Regulation 23 of the Listing Regulations.

Members may note that in terms of the provisions of the Listing Regulations, the related parties as defined thereunder (whether such related party(ies) are a party to the aforesaid transactions or not), shall not vote to approve this Resolution.

Except Shri M.B. Parekh, Shri A.B. Parekh and Shri Kavinder Singh Directors of the Company who are also Directors in PIL and Shri N. K. Parekh whose relative is a Director in PIL, none of the other Directors or Key Managerial Personnel of the Company and their relatives are interested or concerned in this Resolution. The extent of shareholding of Shri M.B. Parekh, Shri A.B. Parekh, Shri N. K. Parekh and



Shri Kavinder Singh in the equity share capital of PIL as on 31st March, 2026 are 10.99%, 9.09%, 10.62% and 0.00% respectively.

The Board recommends the Ordinary Resolution for approval by the Members.

ITEM NO. 5

Re-appointment of Shri M. B. Parekh (DIN: 00180955) as the Managing Director of the Company

The present term of Shri M.B. Parekh (DIN:00180955) as the Managing Director is valid upto 31st March, 2027. On recommendation of the Nomination & Remuneration Committee, the Board of Directors at their meeting held on 24th April, 2026 have re-appointed him, subject to approval of members, as Managing Director of the Company for a further period of 5 years with effect from 1st April, 2027.

Shri M.B. Parekh is a qualified Chemical Engineer [B. Chem Engg. (Bom), M.S. Chem. Engg. (U.S.A.)] and has vast experience in the industry. He has been associated with the Company since its inception and is instrumental in its progress. Considering his rich experience of over 55 years in the areas of leadership and governance, business and senior management, risk management finance and accounts, legal and regulatory framework, it would be in the interest of the Company to continue to avail the services of Shri M.B. Parekh as Managing Director, who is above 70 years of age.

A brief profile of Shri M.B. Parekh as stipulated under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is given separately in this Notice and forms part of this Explanatory Statement.

Shri M.B. Parekh is also Whole Time Director designated as Executive Chairman of M/s. Pidilite Industries Ltd. (Pidilite) drawing remuneration from Pidilite and shall continue to hold the position of Whole Time Director of Pidilite and Managing Director of the Company.

Subject to the limits prescribed in Section I and Section V of Part II of Schedule V of the Companies Act, 2013 (The Act), the Managing Director shall be paid the following remuneration effective from 1st April, 2027.

Remuneration:

At present, it is proposed not to pay any salary/perquisites to the Managing Director, but he will be entitled to receive commission, the amount of which shall be determined by the Board of Directors each year based on the net profits of the Company for the year, subject to the overall ceiling laid down in Section 197 of the Act.

Further, it is provided that based on the overall performance of the Company, in future the Board of Directors may decide to pay Salary/Perquisites to the Managing Director within the overall ceiling of Section I Part II of Schedule V of the Act.

Shri M.B. Parekh is a fit and proper person for the post of Managing Director. His re-appointment and payment of remuneration have been approved by the Nomination & Remuneration Committee at its meeting held on 24th April, 2026.

Members' approval by way of Special Resolution is required for the same under Schedule V and other applicable provisions of the Companies Act, 2013. This shall be treated as written Memorandum setting out the terms of appointment of Shri M.B. Parekh u/s 190 of the Act.

Except Shri M.B. Parekh, in respect of whom this resolution pertains and Shri A. B. Parekh none of the other Directors or Key Managerial Personnel and their relatives are concerned or interested (Financially or otherwise) in this resolution.

A special resolution is proposed as per the provisions of Section 196(3) of the Act and the Board recommends the Special Resolution for approval by the Members.

ITEM NO. 6

Approval for payment of commission to Non-Executive Directors (other than the Managing Director/ Whole time Director) of the Company

Section 197 read with Schedule V of the Companies Act, 2013 (The Act) permits payment of remuneration to the Non-Executive Directors of a company by way of commission not exceeding 1% per annum of the



net profits of the Company, if members of the company approves such payment by passing a Special Resolution.

Considering the experience and expertise brought to bear by the Non-Executive Directors on corporate decisions, it is appropriate that the Non-Executive Directors be compensated adequately for the services rendered by them to the Company.

It is, therefore, proposed to renew the Special Resolution passed earlier on 12th August, 2021 for a further period of 5 years from 1st April, 2027 for payment of commission not exceeding 1% of the net profits of the Company for each financial year calculated in accordance with the provisions of the Act and subject to further appropriate ceiling/s which shall be paid and distributed amongst the Non-Executive Directors of the Company (other than the Managing Director/Whole time Director) in accordance with the decision of the Board. Such payment of commission will be in addition to the sitting fees paid for attending Board/ Committee meetings. In case of inadequacy of profits or losses in any financial year, It is proposed to pay remuneration to the Non-Executive Directors as per the provisions of Section II of Part II of Schedule V of the Act.

All the Directors of the Company may be deemed to be concerned or interested in the resolution to the extent of the commission that may be received by them or by their relatives. The Board recommends the Special Resolution for approval by the Members.

ITEM NO. 7

Approval for Re-appointment of Shri P. D. Shah (DIN: 00286277) as an Independent Director of the Company for a second term of five consecutive years

The Members at the 36th Annual General Meeting held on 12th August 2022 had appointed Shri P. D. Shah (DIN:00286277) as an Independent Director of the Company for 1st term of 5 (Five) consecutive years and he holds office as an Independent Director upto 5th October 2026.

Shri P. D. Shah is B.com, LL.B. Solicitor having experience of over 4 decades. He is practicing mainly in commercial, real estate, direct and indirect tax litigations.

Shri P. D. Shah has been associated with the Company since 2021. Considering his expertise and rich experience of over 4 decades in the areas of leadership and governance, business and senior management, finance and accounts, legal and regulatory framework and his valuable contributions to the Company, the Nomination and Remuneration Committee and the Board at their meetings held on 24th April 2026 have recommended the re-appointment of Shri P.D. Shah as an Independent Director for a second term of five consecutive years from 6th October 2026 to 5th October 2031.

The Board, based on the performance evaluation and as per the recommendation of the Nomination and Remuneration Committee, considers that, given his background, experience and contributions made by him during his tenure, the continued association of Shri P.D. Shah would be beneficial to the Company and it is desirable to continue to avail his services as an Independent Director. Accordingly, it is proposed to re-appoint Shri P.D. Shah as an Independent Director of the Company, not liable to retire by rotation, for a second term of 5 (Five) consecutive years commencing from 6th October 2026 to 5th October 2031.

The Company has received from Shri P. D. Shah (i) consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment and Qualifications of Directors) Rules, 2014 (ii) intimation in Form DIR-8 in terms of the Companies (Appointment and Qualifications of Directors) Rules, 2014, to the effect that he is not disqualified under Section 164(2) of the Act (iii) a declaration to the effect that he meets the criteria of independence as provided in Section 149(6) of the Act and Rules framed thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations. Shri P. D. Shah has confirmed that he is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualification of Directors) Rules, 2014, with respect to his registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs. Further, he has confirmed that he has not been debarred from holding office of a Director by virtue of any Order passed by SEBI or any other such authority and that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or



impact his ability to discharge his duties as an Independent Director of the Company. The Company has received from a member of the Company a notice under Section 160 of the Companies Act, 2013 proposing the candidature of Mr. P. D. Shah as a Director of the Company. Shri P. D. Shah is independent of the management and possesses appropriate skills, experience and knowledge. Brief profile of Shri P. D. Shah as stipulated under Regulation 36(3) of the Listing Regulations is given as an annexure to this Notice.

In the opinion of the Board, Shri P. D. Shah fulfils the conditions for re-appointment as an Independent Director as specified in the Act and the Listing Regulations.

Shri P. D. Shah shall be paid remuneration by way of fee for attending meetings of the Board or Committees thereof or for any other purpose whatsoever as may be decided by the Board, reimbursement of expenses for participating in the Board and other meetings and profit related commission within the limits stipulated under Sections 197 and 198 of the Act. Copy of draft letter of appointment of Shri P. D. Shah setting out the terms and conditions of his re-appointment is available for inspection on the website of the Company at <https://vinylchemicals.com/pdf/agm/misc/vcil-appointment-letter-for-independent-directors.pdf>.

Except Shri P. D. Shah, none of the other Directors, Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested (financially or otherwise) in this resolution.

This statement may also be regarded as an appropriate disclosure under the Act and the Listing Regulations.

The Board recommends this Special Resolution, for approval by the Members.

BY ORDER OF THE BOARD OF DIRECTORS

Place: Mumbai
Date: 24th April, 2026

AARTI FALORH
COMPANY SECRETARY
FCS:8726

Registered Office:

Regent Chambers, 7th Floor,
Jamnalal Bajaj Marg,
208, Nariman Point,
Mumbai 400 021.
CIN: L24100MH1986PLC039837

**ADDITIONAL INFORMATION ON THE DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT
AT THE 40TH ANNUAL GENERAL MEETING**

*[Pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements)
Regulations, 2015 and Secretarial Standard -2]*

Resolution/ Item No.	3	5	7
Name of the Director	Shri N.K. Parekh	Shri M.B. Parekh	Shri P.D. Shah
Age	88 years	79 years	72 years
Date of first appointment on the Board	15 th May, 1986	15 th May, 1986	6 th October, 2021
Qualification	Chemical Engineer B.Sc., B.SC (Tech), M.S. Chem, Engg. (USA)]	B. Chem. Engg. (Bom), M.S. Chem Engg. (U.S.A).	B.com, LL.B.
Experience (including expertise in specific functional area)/Brief resume	Experience in chemical industry for over 62 years.	Business Experience of over 55 years. Please see Explanatory Statement.	Solicitor having experience of over 4 decades. He is practicing mainly in commercial, real estate, direct and indirect tax litigations. Please see Explanatory Statement.
Terms and Conditions of appointment/re-appointment	Re-appointment as Non-Executive Director, liable to retire by rotation.	Re-appointment as a Managing Director for a further period of five years.	Re-appointment as a Non-executive Independent Director for a second term term of five consecutive years, not liable to retire by rotation.
Remuneration proposed to be paid	As per the Remuneration Policy of the Company.	As per the Remuneration Policy of the Company.	As per the Remuneration Policy of the Company.
Directorship in other public companies (excluding Directorship in Foreign Companies, Private Companies and Section 8 Companies as on 31.03.2026)	Fevicol Company Limited Parekh Marketing Limited Kalva Marketing and Services Limited	Pidilite Industries Limited Kalva Marketing and Services Limited Fevicol Company Ltd.	Concord Enviro Systems Limited
Chairperson/Membership of Statutory Committee(s) of the Board as on 31.03.2026 (excluding Directorship in Foreign Companies, Private Companies and Section 8 Companies)	Nil	<u>Pidilite Industries Limited</u> <u>Committee Memberships:</u> • Audit Committee	<u>Concord Enviro Systems Limited</u> <u>Committee Memberships:</u> • Audit Committee Chairmanship: • Stakeholders Relationship Committee
Names of the Listed entities from which the Director has resigned in past 3 years	Pidilite Industries Ltd. – Date of cessation – 01.04.2024	Excel Industries Ltd. Date of cessation - 13.08.2024	FYNX Capital Limited (Formerly Rajath Finance Limited) Date of cessation 22.06.2024
Number of shares held in the Company as on 31.03.2026	75,951*	1,24,763@	-
Relationship with other Directors, Manager or Key Managerial Personnel of the Company, if any	None	Shri M. B. Parekh is related to Shri A. B. Parekh, a Director of the Company	None

Note:

For other details such as number of meetings of the Board attended during the year, remuneration last drawn, Committee positions in the Company etc., please refer to the Corporate Governance Report, which forms part of the Annual Report of the Company.

*includes 28,500 shares as Trustee of Jessica Benefit Trust and 32,500 shares as Partner representing J Ben Company.

@ Includes 35,700 shares as Partner representing Triveni Corporation.

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