DCM SHRIRAM FINE CHEMICALS LIMITED

Regd.Office: 6th Floor, Kanchenjunga Building, 18 Barakhamba Road, New Delhi-110001
CIN: U24296DL2021PLC387429, Tel: (011) 43207700
Email: compliance@dsfcl.com Website : https://www.dsfcl.com

NOTICE

NOTICE is hereby given that the 5th Annual General Meeting of DCM Shriram Fine Chemicals Limited (the 'Company') will be held on **Tuesday,** the **14th July, 2026** at **11:30 A.M.** (**IST**) through Video Conference (VC) / Other Audio Visual Means (OAVM), to transact the following businesses. The venue of the meeting shall be deemed to be the Registered Office of the Company at 6th Floor, Kanchenjunga Building, 18 Barakhamba Road, New Delhi – 110001.

ORDINARY BUSINESS

1. **To consider and adopt:**
   a) The Audited Financial Statements of the Company for the Financial Year ended 31st March, 2026 together with the Reports of the Board of Directors and Auditors thereon; and
   b) The Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2026 together with the Report of the Auditors thereon.
2. **Declaration of Dividend on Equity Shares**

   To declare a Dividend of ₹ 0.40 per equity share of the face value ₹ 2 each for the financial year 2025-26.
3. **Appointment of Director liable to retire by rotation**

   To appoint a Director in place of Mrs. Urvashi Tilakdhar (DIN: 00294265), who retires by rotation and being eligible, offers herself for re-appointment.
4. **Appointment of Director liable to retire by rotation**

   To appoint a Director in place of Mr. Akshay Dhar (DIN: 01078392), who retires by rotation and, being eligible, offers himself for re-appointment.

SPECIAL BUSINESS

5. **Cost Auditors – Ratification of Remuneration**
   To consider and, if thought fit, to pass the following resolution, as an **Ordinary Resolution**:

   "RESOLVED THAT pursuant to the provisions of Section 148(3) of the Companies Act, 2013, read with Rule 14 of the Companies (Audit & Auditors) Rules, 2014 and other applicable provisions of the Companies Act, 2013, if any (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the remuneration of ₹ 1 lakh plus GST and out of pocket expenses, if any, fixed by the Board of Directors, on recommendation of the Audit Committee, for audit of the cost records of the Company by M/s. Ramanath Iyer & Co., (Firm Regn. No. 000019) for the year 2026-27, be and is hereby ratified and confirmed."
6. **Payment of Commission to Non-Executive Directors**

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

"RESOLVED THAT pursuant to the provisions of Sections 197, 198, and other applicable provisions of the Companies Act, 2013, if any, read with the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and the Articles of Association of the Company, consent of the Members of the Company be and is hereby accorded for payment of commission to the "Non-Executive Directors", in addition to the sitting fee, which shall not exceed **1% (one percent)** of the Net Profits of the Company for that financial year, as computed in the manner referred to in Section 198 of the Companies Act, 2013.

RESOLVED FURTHER THAT the Board of Directors be and are hereby authorised to pay commission to the Non-Executive Directors within the limit set out above, in such manner and proportion as the Board may decide, for each financial year commencing from 2026-27."

7. Alteration of the Articles of Association

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

"RESOLVED THAT pursuant to the provisions of Section 14 and other applicable provisions of the Companies Act, 2013, if any, read with the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), consent of the Members of the Company be and is hereby accorded to the alteration of the Articles of Association of the Company, in the following manner:

1. Existing Article 74(ii) be substituted with the following:
"74(ii) – A director may be appointed as managing director, chief executive officer, manager, company secretary or chief financial officer."

2. New sub-clauses 74(iii) and 74(iv) be inserted after Article 74(ii):
"74(iii) – Subject to the provisions of Section 203 and provision of the Listing Regulations, the Board may appoint the managing director and / or chief executive officer as the chairperson of the Company."

"74(iv) – Subject to the provisions of Section 152 of the Act, the managing director appointed by the Board of Directors shall not be liable to retire by rotation."

RESOLVED FURTHER THAT the Board of Directors or any officer authorized by it be and is hereby authorized to do all such acts, deeds, matters, and things as may be necessary, relevant, or incidental to give effect to this resolution, including filing of necessary forms with the Registrar of Companies."

By order of the Board
For **DCM Shriram Fine Chemicals Limited**

Sd/-
(Kokila Arora)
Company Secretary & Compliance Officer
Membership No: A21670

Place: New Delhi
Date: 19th May, 2026

NOTES:

1. Explanatory Statement, as required under Section 102 of the Companies Act, 2013 is annexed.

2. Pursuant to the provisions of Section 91 of the Act, the Register of Members and Share Transfer Books of the Company will remain closed from **Friday, the 03rd July, 2026 to Tuesday, the 14th July, 2026** (both days inclusive) for the purpose of the ensuing Annual General Meeting (AGM).

3. A dividend of ₹ 0.40 per equity share of face value ₹ 2 each has been recommended by the Board of Directors for the year ended 31st March, 2026, subject to the approval of the Members at the ensuing AGM. The dividend, if approved, will be paid on or before Thursday, 13th August, 2026 to those Members whose names appear in the Register of Members or the Register of Beneficial Owners as on the cut off date i.e. **Wednesday, 01st July, 2026**.

4. Pursuant to the Scheme of Arrangement for the demerger of the Chemical Undertaking of DCM Shriram Industries Limited (Demerged company) into DCM Shriram Fine Chemicals Limited, which was duly sanctioned by the Hon'ble National Company Law Tribunal (NCLT), New Delhi Bench by Order dated 21st November 2025 the Company was required to allot equity shares to the Members of the Demerged company in the ratio of 1:1.

   As on the Record Date i.e., 26th December 2025, 3.39% of the total equity shares of the Demerged company were held in the demat account of the IEPF Authority. In compliance with Rule 6(8) of the IEPF Rules, 2016, the Company allotted the proportionate shares to the IEPF Authority.

   To claim shares credited to the IEPF Authority following the demerger, eligible Members must initiate the recovery process by filing an online application in **Form IEPF-5** on the portal of the Ministry of Corporate Affairs (MCA), as mandated by Sections 124 and 125 of the Companies Act, 2013. Upon submission, the claimant must provide the physical application along with a notarized indemnity bond, and KYC documents to the Nodal Officer of the Company for verification. This process must be conducted in strict compliance with the IEPF (Accounting, Audit, Transfer and Refund) Rules, 2016, and the transparency standards stipulated under SEBI (LODR) Regulations, 2015, ensuring that all entitlements are verified against the Company's records before the IEPF Authority approves the release of shares to the claimant's demat account.

5. Pursuant to the approval of the Composite Scheme of Arrangement, Members of the Demerged company as of the Record Date, 26th December 2025, were allotted equity shares in the Company in a ratio of 1:1. In compliance with SEBI Regulations, the Company has not issued any physical share certificates for this allotment. Consequently, shares belonging to Members who held their original holdings in physical form have been credited to a separate Suspense Account maintained by the Company. To claim these shares in dematerialized form, Members must submit a formal request to the Registrar, KFin Technologies Limited, along with self-attested copies of their PAN Card, Aadhaar Card, and a valid Client Master List (CML).

6. The SEBI has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN, if not already submitted, to their Depository Participants with whom they are maintaining their demat accounts.

7. The information with regard to Mrs. Urvashi Tilakdhar (DIN: 00294265) and Mr. Akshay Dhar (DIN: 01078392), whose re-appointments as Directors are liable to retire by rotation, is given in Note - 3 & 4 hereunder and forms an integral part of this Notice.

8. The MCA by General Circular No. 03/2025 dated 22nd September, 2025 has allowed general meetings to be held through Video Conference/ Other Audio-Visual Means (VC/OAVM) by following procedures laid down in the circulars, Circular No.14/2020 dated 08th April, 2020, Circular No.17/2020 dated 13th April, 2020 read with Circular No. 20/2020 dated 05th May, 2020 (collectively referred to as "MCA Circulars"). Accordingly, this meeting is convened as an e -AGM to be held through VC/OAVM.

9. E-AGM: The company has appointed Kfin Technologies Limited ("KFIN"), Registrar and Transfer Agents of the Company, to provide Video Conferencing facility for the Annual General Meeting and the attendant enablers for conducting of the e-AGM.

10. Pursuant to the provisions of the MCA Circulars regarding holding AGM through VC/ OAVM:

    a. Members can attend the meeting through login credentials provided to them to connect to Video Conference. Physical attendance of the Members at the Meeting venue is not required.

    b. Since the AGM is being held through VC, physical attendance of the Members has been dispensed with. Accordingly, the facility for appointment of proxies by Members is not available and as such the Proxy Form and Attendance Slip are not annexed to this Notice.

    c. Pursuant to the provisions of Sections 112 and 113 of the Act, representatives of the Members may be appointed for the purpose of voting through remote e-voting or for participation and e-voting through Instapoll during the AGM. Corporate Members intending to authorize their representatives to attend the AGM are requested to email the same to einward.ris@kfintech.com or compliance@dsfcl.com, along with certified true copy of the latest Board Resolution or Power of Attorney, authorizing their representative to participate and vote at the AGM, on their behalf.

11. The Members can join the AGM 30 minutes before and 15 minutes after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice.

12. Up to 2500 Members will be able to join the AGM on FIFO basis.

13. No restrictions on account of FIFO entry into AGM will be there for large Members (Members holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc.

14. The attendance of the Members (members login) attending the AGM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

15. **Remote e-Voting:** Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Regulation 44 of SEBI (LODR) Regulations, and the MCA Circulars, the Company is providing facility of remote e-voting to its Members through e-Voting agency, KFin Technologies Limited.

16. **Voting at the AGM:** Members who could not vote through remote e-voting may avail the e-voting system through 'instapoll' provided at the Video Conference by KFin Technologies Limited.

17. In line with the MCA Circulars, the Notice calling the AGM and the Annual Report for the financial year 2025-26 have been uploaded on the website of the Company at https://dsfcl.com/. The Notice can also be accessed from the websites of Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and is also available on the website of e-voting agency KFin Technologies Limited at https://evoting.kfintech.com/public/Downloads.aspx.

18. **Procedure for obtaining the Annual Report, AGM notice and e-voting instructions by the Members whose email addresses are not registered with the depositories (in case of Members holding shares in Demat form) or with RTA (in case the Members holding shares in physical form):**

    The Company has sent the Annual Report, Notice of AGM and e-Voting instructions only in electronic form to the registered email addresses of the Members.

    Those Members who have registered / not registered their e-mail address and mobile nos. including address and bank details may please contact and validate/update their details with the Depository Participant in case of shares held in electronic form and with the Company's Registrar and Share Transfer Agent, KFin Technologies Limited in case the shares are held in physical form.

    Physical Members who have not registered their email address may download Form ISR-1 from link https://ris.kfintech.com/clientservices/isc/isrforms.aspx and send the physical forms along with the supporting documents to Company's Registrar and Share Transfer Agent, KFin Technologies Limited, for updation of their email and other KYC details.

    Members may send an email request to compliance@dsfcl.com along with the scanned copy of their request letter duly signed by the 1st shareholder, providing the email address, mobile number, self- attested copy of PAN and Client Master copy in case shares are held in electronic form or copy of the share certificate(s) in case shares are held in physical form, for Notice of the AGM, the Board's Report of the Company for the financial year 2025-26 and the e-voting instructions for the ensuing AGM.

    However, Members holding shares in electronic form, will have to once again register their email address and mobile number with their Depository Participants, to permanently update the said information.

    In case of any queries, in this regard, Members are requested to write to einward.ris@kfintech.com or evoting@kfintech.com or contact KFIN at toll free number: 1800 309 4001.

    Members are also requested to visit the website of the Company https://www.dsfcl.com or the website of the Registrar and Transfer Agent https://evoting.kfintech.com/public/Downloads.aspx for downloading the Annual Report and Notice of the AGM.

19. Instructions for the Members for attending the AGM through Video Conference, speaker registration and posting of queries:

a. Members holding shares as on the cut-off date i.e. **Wednesday, 01st July, 2026** can attend the AGM through VC, by following the instructions, mentioned below:

   (i) Click on the URL: https://emeetings.kfintech.com.

   (ii) For attending the AGM all the Members (including the individual Members holding shares in Demat Mode) need to use the remote e-voting login credentials as provided by KFIN/Company.

   (iii) The remote e-voting credentials will either be received through email from the Company/ KFIN or can be retrieved by following the procedure as mentioned in Note No. 20 (II).

   (iv) After logging in, click on "Video Conference" option.

   (v) Then click on camera icon appearing against AGM event of Company to attend the AGM.

   Members who have forgotten the Password are advised to use "Forgot Password" options available on the website.

b. **Speaker Registration**: Members may register themselves as a 'Speaker" by logging into https://emeetings.kfintech.com/ and clicking on "Speaker Registration" by mentioning the demat account number / folio number, city, email address, mobile number and submit. The speaker registration shall commence from **Monday, 05th July, 2026** at **9.00 A.M. (IST)** and shall close on **Thursday, 09th July, 2026** at **5.00 P.M. (IST).**

   Only those Members who have registered themselves as a 'Speaker', as aforesaid, will be able to ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

c. **Questions prior to AGM**: Members who wish to post their queries may log into https://emeetings.kfintech.com and click on "Post your Questions" and may post their queries/views/questions in the window provided by mentioning the name, demat account number/ folio number, email ID, mobile number. The posting of the questions by the Members shall commence from **Monday, 05th July, 2026** at **9.00 A.M. (IST)** and shall close on **Thursday, 09th July, 2026** at **5.00 P.M. (IST).** These queries will be replied by the Company suitably by email.

d. Members can participate at the AGM through desktop/phone/laptop/tablet. However, for better experience and smooth participation, it is advisable to use Google Chrome, through Laptops connected through broadband, for the said purpose.

e. Further Members will be required to allow camera, if any, and hence use Internet with a good speed to avoid any disturbance during the meeting.

f. Please note that participants connecting from mobile devices or tablets or through laptop connecting via mobile hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

g. In case Members have any queries or need any assistance on e-voting/participation at the AGM/ Speaker Registration process or for posting queries, may please write to KFIN at einward.ris@kfintech.com or compliance@dsfcl.com. They may contact KFIN at toll free number: 1800 309 4001.

h. Due to limitations of transmission and coordination during the Q&A session, the Company may dispense with the speaker registration during the AGM.

20. **The details of the process and manner for remote e-Voting and AGM are explained herein below:**

In compliance with the provisions of Section 108 of the Act and Rules made thereunder, Regulation 44 of the SEBI (LODR) Regulations and Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India (ICSI), the Company is pleased to provide the Members, facility to exercise their right to vote through the e-Voting services provided by KFIN, on all the resolutions set forth in this Notice.

Pursuant to the SEBI circular no. SEBI/HO/CFD/CMD/ CIR/P/2020/242 dated 09th December, 2020 on “e-Voting facility provided by Listed Companies”, e-Voting process has been enabled to all the individual demat account holders, by way of single login credential, through their demat accounts / websites of Depositories / DPs in order to increase the efficiency of the voting process.

The voting through electronic means will commence on Thursday, 09th July, 2026 at 9.00 A.M. (IST) and will end on Monday, 13th July, 2026 at 5.00 P.M. (IST).

The details of the process and manner for remote e-Voting are explained herein below:

I. **Individual Members holding shares of the Company in Demat mode:**

The procedure to login and access remote e-Voting as devised by Depositories / Depository Participants are given below:

A. **Individual Members holding shares in Demat mode with National Securities Depository Limited (“NSDL”):**

1. Users already registered for IDeAS e-Services facility of NSDL may follow the following procedure:

   i. Type in the browser / Click on the e-Services link: https://eservices.nsdl.com.

   ii. Click on the button “Beneficial Owner” available for login under ‘IDeAS’ section.

   iii. A new page will open. Enter your User ID and Password for accessing IDeAS.

   iv. On successful authentication, you will enter your IDeAS service login. Click on “Access to e-Voting” under Value Added Services on the panel available on the left hand side.

v. Click on the e-Voting link available against Company name or select e-Voting service provider "KFIN" and you will be re-directed to the e-Voting page of KFIN to cast your vote without any further authentication.

Users not registered for IDeAS e-Services facility of NSDL may follow the following procedure:

i. To register, type in the browser / Click on the following link: https://eservices.nsdl.com

ii. Select option "Register Online for IDeAS" available on the left hand side of the page.

iii. Proceed to complete registration using your DP ID, Client ID and Mobile Number etc.

iv. After successful registration, please follow steps given under Sr. No. 1 above to cast your vote.

2. Users may directly access the e-Voting module of NSDL as per the following procedure:

i. Type in the browser/Click on the link: https://www.evoting.nsdl.com

ii. Click on the button "Login" available under "Shareholder/ Member" section.

iii. On the login page, enter User ID (that is, 16-character demat account number held with NSDL, starting with IN), Login Type, that is, through typing Password (in case you are registered on NSDL's e-voting platform)/ through generation of OTP (in case your mobile/e-mail address is registered in your demat account) and Verification Code as shown on the screen.

iv. On successful authentication, you will enter the e-Voting module of NSDL. Click on "Active E-voting Cycles / VC or OAVMs" option under e-Voting. Click on the e-Voting link available against Company name or select e-Voting service provider "KFIN" and you will be re-directed to the e-Voting page of "KFIN" to cast your vote without any further authentication.

B. <u>Individual Members holding shares in Demat mode with Central Depository Services (India) Limited ("CDSL"):</u>

1. Users already registered for Easi / Easiest facility of CDSL may follow the following procedure:

i. Type in the browser / Click on any of the following links https://web.cdslindia.com/myeasinew/home/login/ or www.cdslindia.com and click on New System Myeasi / Login to My Easi option under Quick Login.

ii. Enter your User ID and Password for accessing Easi / Easiest.

iii. You will see Company's name on the next screen.

iv. Click on the e-Voting link available against Company's name or select e-Voting service provider "KFIN or Karvy" and you will be re-directed to the e-Voting page of KFIN to cast your vote without any further authentication.

Users not registered for Easi/Easiest facility of CDSL may follow the following procedure:

i. To register, type in the browser / Click on the link https://web.cdslindia.com/myeasinew/Registration/EasiRegistration

ii. Proceed to complete registration using your DP ID Client ID (BO ID), etc.

iii. After successful registration, please follow steps given under Sr. No. 1 above to cast your vote.

2. Users may directly access the e-Voting module of CDSL as per the following procedure:

i. Type in the browser / Click on the link https://evoting.cdslindia.com/Evoting/EvotingLogin.

ii. Provide Demat Account Number and PAN.

iii. System will authenticate user by sending OTP on registered Mobile & E-mail as recorded in the Demat Account.

iv. On successful authentication, you will enter the e-voting module of CDSL. Click on the e-Voting link available against Company's name or select e-Voting service provider "KFIN or Karvy" and you will be re-directed to the e-Voting page of KFIN.

C. Individual Members holding shares in Demat mode - Procedure to login through their demat accounts / Website of Depository Participants:

i. Individual Members holding shares of the Company in Demat mode can access e-Voting facility provided by the Company using login credentials of their demat accounts (online accounts) through their demat accounts / websites of Depository Participants registered with NSDL/CDSL.

ii. An option for "e-Voting" will be available once they have successfully logged-in through their respective logins.

iii. Click on the option "e-Voting" and they will be redirected to e-Voting modules of NSDL/ CDSL (as may be applicable). Click on the e-Voting link available against Company name or select e-Voting service provider "KFIN" and you will be redirected to the e-Voting page of KFIN to cast your vote without any further authentication.

Members who are unable to retrieve User ID / Password are advised to use "Forgot User ID" / Forgot Password" options available on the websites of Depositories /Depository Participants.

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

Login type	Helpdesk details
Securities held with NSDL	Please contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at 022 - 4886 7000 and 022 - 2499 7000

Securities held with CDSL	Please contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact 022-23058738 or 022- 23058542 or at toll free no. 1800 22 55 33.

II. Information and instructions for remote e-Voting by Members other than individuals holding shares of the Company in demat mode and all Members holding shares in physical mode:

A. In case a Member receives an e-mail from the Company / KFIN [for Members whose e-mail address is registered with the Company / Depository Participant(s)] which include the details of E-Voting Event Number ("EVEN"), USER ID and Password. Kindly follow the following steps:

i. Launch internet browser by typing the URL: https://evoting.kfintech.com

ii. Enter the login credentials (i.e., User ID and Password) as mentioned in the email. However, if you are already registered with KFIN for e-Voting, you must use the existing User ID and password for logging-in.

iii. In case of physical folio, User ID will be EVEN followed by folio number. In case of Demat account, User ID will be your DP ID and Client ID.

If required, please visit https://evoting.kfintech.com or contact toll-free number 1800-309-4001 (from 9:00 A.M. (IST) to 6:00 P.M. (IST) on all working days) for assistance on your existing password. Members who have forgotten the password are advised to use "Forgot Password" options available on the website.

iv. After entering these details appropriately, click on "LOGIN".

v. You will now reach 'Password Change Menu' wherein you are required to mandatorily change your password upon logging-in for the first time. The new password shall comprise minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric (0-9) and a special character (@,#,$,etc.,). The system will prompt you to change your password and update your contact details like mobile number, e-mail address, etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.

vi. You need to login again with the new credentials.

vii. On successful login, the system will prompt you to select the E-Voting Event Number (EVEN) for DCM Shriram Fine Chemicals Limited.

viii. On the voting page, enter the number of shares as on the Cut-off Date under either "FOR" or "AGAINST" or alternatively, you may partially enter any number under "FOR" / "AGAINST", but the total number under “FOR” / “AGAINST” taken together should not exceed your total shareholding as on the Cut-off Date. You may also choose to “ABSTAIN” and vote will not be counted under either head.

ix. Members holding shares under multiple folios / demat accounts shall choose the voting process separately for each of the folios / demat accounts.

x. Voting has to be done for each item of the Notice separately. In case you do not desire to cast your vote on any specific item, it will be treated as “ABSTAINED”.

xi. You may then cast your vote by selecting an appropriate option and click on “SUBMIT”.

xii. A confirmation box will be displayed. Click “OK” to confirm, else “CANCEL” to modify.

xiii. Once you confirm, you will not be allowed to modify your vote.

xiv. Corporate / Institutional Members (i.e., other than Individuals, HUF, NRI etc.,) are required to send scanned certified true copy (PDF Format) of the Board Resolution/ Authority Letter etc. as mentioned in the notes of this Notice.

B. In case whose email address is not registered with the Company / Depository Participants, kindly follow the instructions in Note No. 18.

Any Member who has forgotten the User ID and Password, may obtain/generate/retrieve the same from KFIN in the manner as mentioned below:

i. If the mobile number of the Member is registered against Folio No./DP ID Client ID, the Member may send SMS:

MYEPWD<Space> E-Voting Event Number + Folio No. or DP ID Client ID to 9212993399.

1. Example for NSDL: MYEPWD<SPACE> XXXXIN12345612345678
2. Example for CDSL: MYEPWD<SPACE> XXXX1402345612345678
3. Example for Physical: MYEPWD<SPACE> XXXX1234567890

ii. If e-mail address and mobile number of the Member is registered against Folio No./DP ID Client ID, then on the home page of https://evoting.kfintech.com/ the Member may click “Forgot Password” and enter Folio No. or DP ID Client ID and PAN to generate a password.

iii. Member may call on KFIN’s toll-free number 1800-309-4001 [from 9:00 A.M. (IST) to 6:00 P.M. (IST) on all working days].

iv. Member may send an e-mail request to evoting@kfintech.com after due verification of the request, User ID and password will be sent to the Member.

v. If the Member is already registered with KFIN e-voting platform, then he/she/it can use his/her/its existing password for logging-in.

The remote e-voting facility shall be available during the following period:

Commencement of remote e-voting	:	**Thursday, 09th July, 2026, 9:00 A.M. (IST)**
End of remote e-voting	:	**Monday, 13th July, 2026, 5:00 P.M. (IST)**

During this period, only those persons whose names appears in the Register of Members or in the Register of beneficial owners maintained by the Depositories, as on the cut-off date i.e. **Wednesday, 01st July, 2026**, shall be entitled to cast their vote through remote e-voting. The remote e-voting facility shall be forthwith disabled by KFIN after expiry of the said period.

In case of any query on e-voting, Members may refer to the "Help" and "FAQs" sections / E-voting user manual available through a dropdown menu in the "Downloads" section of KFIN's website for e-voting: https://evoting.kfintech.com or contact KFIN as per the details given below

Members are requested to note the following contact details for addressing e-voting related grievances:

Mr. S.R. Ramesh, Corporate Registry
KFin Technologies Limited
"Selenium Tower-B", Plot No. 31 & 32,
Financial District, Nanakramguda,
Serilingampally Mandal, Hyderabad - 500032, Telangana
Toll-free No.: 1800 309 4001
Email: einward.ris@kfintech.com

Voting at the AGM:

i. Members who could not vote through remote e-Voting may avail the e-Voting system provided at the AGM ("Insta Poll") by KFin Technologies Limited.

ii. Only those Members who will be present in the AGM through Video Conferencing facility and who have not cast their vote through remote e-Voting are eligible to vote through Insta Poll.

iii. Members who have voted through remote e-Voting will be eligible to attend the AGM, however, will not be eligible to vote at the meeting.

iv. **Insta Poll Instructions**: The e-Voting "Thumb sign" on the left hand corner of the video screen shall be activated upon instructions of the Chairman during the AGM proceedings. Members shall click on the same to take them to the "Insta Poll" page.

v. Members to click on the "Insta Poll" icon to reach the resolution page and follow the instructions to vote on the resolutions.

vi. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for remote e-voting.

21. Mr. Kamaljit Simgh (C.P. No. 16847), a Practicing Company Secretary, has been appointed as the Scrutinizer, to scrutinize the e-voting process in a fair and transparent manner. Institutional Members (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 to the Scrutinizer through email to cskamaljitsingh@gmail.com with a copy marked to evoting@kfintech.com, not

later than Forty-eight (48) hours before the scheduled time of the commencement of the AGM.

22. The Scrutinizer shall immediately after conclusion of the AGM, unblock the votes cast through remote e-voting / e-voting through instapoll during the AGM in the presence of at least two (2) witnesses, not in the employment of the Company and make, not later than two (2) days of conclusion of the meeting, the Scrutinizer's Report of the total votes cast in favour or against, if any, and submit the Report to the Chairperson or a person authorized by him/her in writing, who shall counter-sign the report and declare the results forthwith.

23. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website https://www.dsfcl.com and on the website of KFin Technologies Limited https://evoting.kfintech.com within two (2) working days of the conclusion of the meeting. The said Results will also be displayed at the Registered Office of the Company, in accordance with the Secretarial Standards-2 on General Meetings, issued by the Institute of Company Secretaries of India.

24. The Ministry of Corporate Affairs has taken a "Green Initiative in Corporate Governance" by allowing paperless compliances by companies through electronic mode. We propose to send all future communications in electronic mode to the email address provided by you. Members who have not registered their email IDs are requested to intimate their email ID to the Company's Registrars, viz. KFin Technologies Ltd. (Email ID: einward.ris@kfintech.com) or their Depository Participants.

25. **KPRISM – Mobile Service application by KFin Technologies Limited**:

    Members are requested to note that, the Registrar and Share Transfer Agents, KFin Technologies Limited have launched a new mobile application – KPRISM and website https://kprism.kfintech.com/ for online service to Members.

    Members can download the mobile application, register yourself (onetime) for availing host services viz., consolidated portfolio view serviced by KFin Technologies, status of dividends and send requests for change of address, change/ update Bank Mandate. Through the mobile app, Members can download Annual reports, standard forms and keep track of upcoming General Meetings, IPO allotment status and dividend disbursements. The mobile application is available for download from Android Play Store. Alternatively visit the link https://kprism.kfintech.com/ to download the mobile application.

26. **Profiles of the Directors retiring by rotation (Item nos. 3 & 4 of AGM Notice)**:

    Item No. 3

    Mrs. Urvashi Tilakdhar (DIN: 00294265) is the Senior Managing Director of the Company. Prior to the effectuation of the Scheme of Arrangement, she has been heading the Chemical Division as Whole-time Director of DCM Shriram Industries Limited (DCMSR). During her tenure as in charge of the Chemical business, the Daurala Organics segment of DCMSR performed well and posted exemplary results despite geo-political problems.

    Mrs. Urvashi Tilakdhar combines academic understanding with an intuitive grasp of human behaviour and organizational growth. Beyond her corporate responsibilities, she has been deeply involved in the Company's cultural and social initiatives, actively supporting education, community engagement, and women's empowerment. Her early experience in market research continues to shape her thoughtful approach to decision-making and stakeholder relations.

Known for her empathy, balanced perspective, and steady leadership, Mrs. Urvashi Tilakdhar's role has been critical during the recent corporate restructuring, culminating in the successful transfer of the Chemical business Undertaking, retrospectively from 01st April, 2023, effective on 17th December, 2025 pursuant to the approval of the Hon'ble NCLT, New Delhi bench.

Brief particulars of Mrs. Urvashi Tilakdhar are as follows:

Age	69 years
Qualification	Post-graduate in Sociology from Jawaharlal Nehru University of Delhi
Experience (in DCM Shriram)	8 years
Other Directorships	Breinworks Services Private Limited
Committee Membership/Chairmanship	CSR Committee – Member
Shareholding in the Company (Equity/₹ 2 each)	58,89,611 (6.77%) (She is one of the Promoters)
Original Date of Appointment	06th December, 2022 in DCMSR
Board Meetings attended in 2025-26	Attended all the nine meetings held during FY 2025-26.

Approval of the Members was sought to her appointment by way of a Special Resolution and required under Section 196 of the Companies Act, 2013 and the SEBI (LODR) Regulations, 2015 through postal ballot, the last date of voting is 29th May, 2026.

Mrs. Urvashi Tilakdhar, being eligible, offers herself for re-appointment as Directors liable to retire by rotation in terms of Section 152(6)(e) of the Companies Act, 2013. She confirmed that she was not disqualified u/s 164(2) of the Companies Act, 2013, to be appointed or to hold an office of director in a company. As required under the SEBI (LODR) Regulations, she has further confirmed that she is not debarred or disqualified from being appointed or from continuing to act as Directors of a company by any statutory authority(ies).

Mrs. Urvashi Tilakdhar is one of the Promoters of the Company. Considering her contribution and experience, the Directors recommend the resolution No. 3 for approval.

Except Mrs. Urvashi Tilakdhar, Mr. Akshay Dhar and Ms. Aditi Dhar, being related to each other, none of the other Directors or Key Managerial Personnel of the Company or their relative(s), are interested financially or otherwise in the resolution set out at Item No. 3.

For remuneration last drawn in FY 2025-26, refer the Corporate Governance Report which forms part of this Board's Report.

Item No. 4

Mr. Akshay Dhar (DIN: 01078392) is the Managing Director & CEO of the Company. He started his journey with DCM Shriram Industries Limited (DCMSR) in the year 2008 as a Management Trainee, progressing through multiple roles within the Organics, Fine Chemicals and Sugar Operations divisions and he was elevated as President (Business Group Chemicals) in DCMSR's expansion into new product lines and in establishing strategic partnerships for dedicated contract manufacturing. As President (Business Group Chemicals), he made a successful revival of the retail sugar segment, drove a complete brand transformation across consumer products, and oversaw the launch of the Company's sanitiser business in 2019, serving both institutional and retail markets. Since 2023, he has been leading Chemical businesses exploring and establishing new avenues and processes.

With the coming into effect of the Scheme, his services have been vested in the Company. He was a Director of the Company before the Scheme of Arrangement.

Brief particulars of Mr. Akshay Dhar are as follows:

Age	42 years
Qualification	A Business Administration Graduate with Honours in Marketing and a Minor in Human Resources from Bradford University (UK)
Experience (in DCMSR)	18 years
Other Directorships	a. Kirloskar Ebara Pumps Limited b. Breinworks Services Private Limited c. Daurala Foods and Beverages Private Limited
Committee Membership/Chairmanship	a. CSR Committee – Chairman b. Stakeholders' Relationship Committee-Member
Shareholding in the Company (Equity/₹ 2 each)	15,26,766 (1.76%) (He is one of the Promoters)
Original Date of Appointment	06th December, 2022 in DCMSR
Board Meetings attended in 2025-26	Attended all the nine meetings held during FY 2025-26.

Approval of the Members was sought to his appointment by way of a Special Resolution and required under Section 196 of the Companies Act, 2013 and the SEBI (LODR) Regulations, 2015 through postal ballot, the last date of voting is 29th May, 2026.

Mr. Akshay Dhar, being eligible, offers himself for re-appointment as Directors liable to retire by rotation in terms of Section 152(6)(e) of the Companies Act, 2013. He confirmed that he was not disqualified u/s 164(2) of the Companies Act, 2013, to be appointed or to hold an office of director in a company. He further confirmed that he is not debarred or disqualified from being appointed or from continuing to act as Directors of a company by any statutory authority(ies).

Considering his contribution to the growth of the Chemical Business, the Directors recommend the resolution No. 4 for approval.

Except Mr. Akshay Dhar, Mrs. Urvashi Tilakdhar and Ms. Aditi Dhar, being related to each other, none of the other Directors or Key Managerial Personnel of the Company or their relative(s), are interested financially or otherwise in the resolution set out at Item No. 4.

For remuneration last drawn in FY 2025-26, refer the Corporate Governance Report forms part of this Board's Report.

27. The Register of Directors and Key Managerial Personnel and their Shareholding maintained under Section 170 of Companies Act, 2013 and Register of Contracts or Arrangements in which Directors are interested maintained under Section 189 of the Companies Act, 2013 and relevant document referred to in this Notice of AGM and explanatory statement, will be available electronically for inspection. All documents referred to in the Notice will also be available for electronic inspection without any fee by the Members from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send an email to compliance@dsfcl.com.

28. Since the AGM is being held through VC, the route map for the AGM venue is not attached.

29. Members may contact the Company or KFIN for conveying grievances, if any, relating to the conduct of the AGM, at the following address:

DCM Shriram Fine Chemicals Limited 'Investor Service Section' 6th Floor, Kanchenjunga Building, 18 Barakhamba Road, New Delhi - 110001 E-mail ID – compliance@dsfcl.com Tel: 011-43207700	**KFIN Technologies Limited** Unit: DCM Shriram Fine Chemicals Limited Selenium Tower B, Plot 31-32 Financial District, Nanakramguda, Serilingampally Mandal, Hyderabad, Telangana – 500 032. Toll Free No.- 1800 309 4001 Email ID: einward.ris@kfintech.com WhatsApp No.: (91) 910 009 4099
Contact Person: Ms. Kokila Arora Company Secretary & Compliance Officer	**Contact Person:** Mr. S.R. Ramesh, Deputy Vice President – Corporate Registry

Investor Support Centre	https://kprism.kfintech.com/
KFINTECH Corporate Website	https://www.kfintech.com
RTA's Website	https://ris.kfintech.com
KPRISM (Mobile Application)	https://kprism.kfintech.com/signup

30. Senior Citizens - Investor Support

As part of the initiative, KFIN, in order to enhance the investor experience for Senior Citizens, a Senior Citizens investor cell has been newly formed to assist exclusively the Senior Citizens in redressing their grievances, complaints and queries. The special cell closely monitors the complaints coming from Senior Citizens through this channel and handholds them at every stage of the service request till closure of the grievance.

Senior Citizens wishing to avail this service can send the communication with the below details to the email ID senior.citizen@kfintech.com. Senior Citizens (above 60 years of age) are requested to furnish the following details:

1. ID proof showing Date of Birth
2. Folio Number
3. Company Name
4. Nature of Grievance

A dedicated Toll-free number for Senior Citizens can also be accessed at 1800-309-4006 for any queries or information.

EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 5

The Board of Directors in its meeting held on 19th May, 2026 appointed M/s. Ramanath Iyer & Co., Cost Auditors (Regn.No.000019), 808, Pearls Business Park, Netaji Subhash Place, Delhi – 110034 as the Cost Auditors of the Company for the year 2026-27 at a remuneration of ₹ 1 lakh plus GST and out-of-pocket expenses as may be applicable, on the recommendation of the Audit Committee, pursuant to Section 148 of the Companies Act, 2013.

The above remuneration of the Cost Auditors, fixed by the Board for the financial year 2026-27 on the recommendation of the Audit Committee, is for ratification and confirmation by the Members as required under Rule 14 of the Companies (Audit & Auditors) Rules, 2014.

The Board recommends the resolution set forth in Item No. 5 for the approval of the Members.

None of the Directors and Key Managerial Personnel of the Company and their relative(s) are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 5 for the approval of the Members, except to the extent of their shareholding, if any, in the Company.

Item No. 6

The Non-Executive Directors (including Independent Directors) of the Company bring valuable, wide-ranging experience and independent judgment to the Board's deliberations. They devote considerable time and effort to the business of the Company, actively participating in the Board and Committee meetings, providing strategic guidance, and ensuring strong corporate governance practices.

In view of their enhanced role, responsibilities, and the time commitment required from them, the Board of Directors considers it appropriate that the Non-Executive Directors be suitably rewarded by way of commission on the Net Profits of the Company.

Section 197 of the Companies Act, 2013 permits the payment of remuneration to Non-Executive Directors by way of commission, not exceeding 1% (one percent) of the Net Profits of the Company, if the Company has a Managing Director or Whole-Time Director or Manager, subject to the approval of the Members.

Accordingly, approval of the Members is sought to authorize the Board of Directors to pay commission to the Non-Executive Directors up to a maximum of 1% of the Net Profits of the Company per annum, calculated in accordance with Section 198 of the Act, commencing from FY 2026-27. The distribution of the commission amongst the Non-Executive Directors, including proportion, will be decided by the Board of Directors.

The Board recommends the resolution set forth in Item No. 6 for the approval of the Members.

All Non-Executive Directors and Independent Directors of the Company, and their relatives, are deemed to be concerned or interested in this resolution to the extent of the commission that they may receive.

Except Non – Executive Directors, none of the other Directors and Key Managerial Personnel of the Company and their relative(s) are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 6 for the approval of the Members, except to the extent of their shareholding, if any, in the Company.

Item No. 7

The Board of Directors at its meeting held on 24th December, 2025, approved a proposal to seek approval of Members to amend the Articles of Association (AoA) to align with changing corporate philosophies.

As per Section 203 of the Companies Act, 2013, a person cannot hold the position of Chairperson and Managing Director/CEO unless the Articles of the Company provides otherwise. The Company's current AoA does not contain this enabling provision. To provide flexibility in leadership and considering the size of the Company, the Board proposes to amend the existing Article 74(ii) and insert a new Article 74(iii) to allow this dual role.

Additionally, the insertion of Article 74(iv) will ensure that the Managing Director is not liable to retire by rotation, providing stability at the top-level management hierarchy. This change is being proposed with due compliance of Section 152.

The Board recommends the resolution set forth in Item No. 7 for the approval of the Members.

None of the Directors, other than Mrs. Urvashi Tilakdhar and Mr. Akshay Dhar, and KMPs and their relative(s), are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 7 for the approval of the Members, except to the extent of their shareholding if any, in the Company.