

August 10, 2019

To,

Department of Corporate Services
The BSE Limited
Phiroze Jeejeebhoy Towers
Fort, Mumbai - 400 001

Scrip Code: 500120

Gist of proceedings of the Annual General Meeting of Diamines and Chemicals Ltd held on 9th August, 2019.

The 43rd (forty-third) annual general meeting of the members of the company was held on Friday, the 9th August, 2019 commenced at 12:00 noon at the registered office of the Company at plot no. 13, PCC area, P.O. Petrochemicals, Vadodara – 391346.

35 (Thirty-Five) Shareholders remained personally present, 4 proxies and 1 (One) valid representation received from Body Corporate representing 29,77,996 Equity Shares, whose names are mentioned in the attendance register and other register. Mr. Shripal Shah and Ms. Neela Shah, representative of M/s K.C. Mehta & Co., Chartered Accountants, the Company's Auditors, remained present in the Meeting.

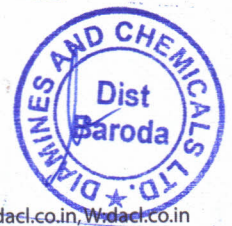
Mr. Yogesh M Kothari, Chairman of the Company occupied the chair and after ascertaining required quorum, the Meeting proceeded further.

The Chairman gave the overview of the financial performance of the Company for the financial year ended March 31, 2019 and its future outlook. On the invitation of the Chairman, several members gave their suggestions and raised queries on the Company's business, which were satisfactorily replied by the Chairman, Vice-Chairman and other Directors.

Following businesses were transacted in the Meeting:

Ordinary Businesses:

- 1) To receive, consider and adopt the audited Financial Statements of the Company for the Financial Year ended on March 31, 2019 together with the Reports of the Board of Directors' and Auditors' thereon for the year ended on March 31, 2019.
- 2) To appoint a Director in place of Mr. Amit Mehta (DIN: 00073907), who retires by rotation and being eligible, offers himself for re-appointment.



- 3) To appoint a Director in place of Mr. G. S. Venkatachalam (DIN: 02205898), who retires by rotation and being eligible, offers himself for re-appointment.
- 4) To confirm the payment of Interim Dividends on Equity Shares for financial year 2018-19 and to declare final dividend of ₹ 2 per Ordinary (Equity) share of ₹ 10/- each for the financial year 2018-19.

Special Businesses:

- 5) Re-appointment of Mr. Rajendra Chhabra (DIN: 00093384) as an Independent Non-Executive Director.
- 6) Re-appointment of Dr. Ambrish Dalal (DIN: 02546506) as an Independent Non-Executive Director.
- 7) Re-appointment of Mr. Shreyas Mehta (DIN: 00211592) as an Independent Non-Executive Director.
- 8) Change in place of keeping of Registers and Returns.

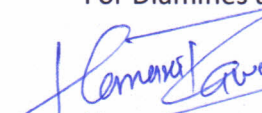
The Chairman informed the members that pursuant to provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, Company has provided an opportunity to all members for casting their votes electronically in respect of the businesses to be transacted at the Annual General Meeting. E-voting commenced at 9.00 a.m. on August 05, 2019 and ended at 5.00 p.m. on August 08, 2019.

He also informed the members about the arrangement of voting through ballot paper at the AGM.

He also added that Mr. Sandip Sheth, Partner of M/s. Sandip Sheth & Associates, Practicing Company Secretaries, has been appointed as Scrutinizer by the Board to conduct the e-voting in a fair and transparent manner and Scrutinizer's report along with e-voting result will be placed on the website of the Company in due course of time and intimation of the same will be given to the Stock Exchange. He has also given authority to Company Secretary for signing Scrutinizer's Report on behalf the company and submits with stock Exchange within prescribed time.

The meeting concluded with a vote of thanks to the Chairman at 12.40 p.m.

For Diamines and Chemicals Ltd


Hemaxi Pawar
Company Secretary

