INDIA GELATINE & CHEMICALS LIMITED

CIN: L99999GJ1973PLC002260
Corporate Office: 77-78-79, Mittal Chambers, 7th Floor, 228, Nariman Point, Mumbai – 400 021
Tel: +91-22-2202 0341 | **E-mail:** investor@indiagelatine.com | **Website:** www.indiagelatine.com

29th July, 2026

BSE Limited
Department of Corporate Services – CRD,
PJ Towers, Dalal Street,
Mumbai 400 001

BSE (Scrip Code: 531253)/ (Scrip Id: INDGELA)

Dear Sir/Madam,

Subject: Notice of 54th Annual General Meeting pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

This is with reference to our disclosure dated **21st May, 2026**, wherein the Company had informed that the **54th Annual General Meeting ("AGM")** of **India Gelatine & Chemicals Limited** is scheduled to be held on **Tuesday, 25th August, 2026**, through Video Conferencing ("VC")/) / Another Audio-Visual Means ("OAVM").

In continuation thereof, and pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the Notice convening the 54th AGM of the Company, which has been sent through electronic mode to those Members whose e-mail addresses are registered with the Company/Registrar and Share Transfer Agent/Depository Participant(s).

The Notice of 54th AGM is also available on the website of the Company at www.indiagelatine.com and on the website of **Central Depository Services (India) Limited (CDSL)** at www.evotingindia.com.

Kindly take the above information on record and acknowledge the same.

Yours faithfully,
For India Gelatine and Chemicals Limited

Sejal Anup Shah
Digitally signed by Sejal Anup Shah
Date: 2026.07.29 15:11:39 +05'30'

Sejal Anup Shah
Company Secretary & Compliance Officer
Membership No: A55588

Encl.: As above

NOTICE

NOTICE is hereby given that the **FIFTY FOURTH (54TH) ANNUAL GENERAL MEETING** of the Members of INDIA GELATINE & CHEMICALS LIMITED, will be held on **Tuesday, August 25, 2026** at **11.00 a.m.** through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") to transact the following business:

ORDINARY BUSINESS:

1. **To receive, consider and adopt the Audited Financial Statements for the Financial Year ended March 31, 2026, and the Reports of the Directors and Auditors thereon and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:**

   "RESOLVED THAT the Audited Financial Statements for the year ended 31st March 2026, together with the Directors' Report and the Auditors' Reports thereon as circulated to the Members be and are hereby approved and adopted."

2. **To declare Final Dividend for the Financial Year ended March 31, 2026 and, in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:**

   "RESOLVED THAT a Final Dividend of ₹ 6/- (Rupees Six only) per Equity Share of ₹10/- each on the paid-up equity share capital of the Company as recommended by the Board be and is hereby declared for the financial year ended March 31, 2026 and the same be paid to those Members whose names appear in the Register of Members / beneficial owners as on the record date."

3. **To appoint a Director in place of Mr. Maheswaran Sankaralingam (DIN: 00143046), who retires by rotation and, being eligible, offers himself for re-appointment as a Non-Executive, Non-Independent Director of the Company, who has attained the age of 75 years and, in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:**

   "RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013, read with Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and based on the recommendation of the Nomination and Remuneration Committee and the Board at their respective meetings, and notwithstanding that he has attained the age of 75 years, Mr. Maheswaran Sankaralingam (DIN: 00143046), who retires by rotation at this Annual General Meeting and, being eligible, has offered himself for re-appointment, be and is hereby re-appointed as a Non-Executive Non-Independent Director of the Company, liable to retire by rotation.

   RESOLVED FURTHER THAT any of the Directors and/or the Company Secretary of the Company be and are hereby authorized to do all such acts, deeds and things as may be considered necessary to give effect to this resolution."

SPECIAL BUSINESS:

4. **To approve shifting of Registered Office of the Company outside the local limits of the existing city but within the jurisdiction of the same Registrar of Companies and, in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:**

   "**RESOLVED THAT** pursuant to the provisions of Section 12 and other applicable provisions, if any, of the Companies Act, 2013, read with the Rules made thereunder, and subject to such approvals, permissions and sanctions as may be required, the consent of the Members of the Company be and is hereby accorded for shifting of the Registered Office of the Company from 703/704, 'Shilp', 7th Floor, Near Municipal Market, Sheth C.G. Road, Navrangpura, Ahmedabad, Gujarat – 380009 to Plot No. 1-A, 1st Phase, Industrial Estate, GIDC, Vapi, Gujarat – 396195 which is outside the local limits of the existing city but within the State of Gujarat and within the jurisdiction of the same Registrar of Companies.

   RESOLVED FURTHER THAT any one of the Directors and/or the Company Secretary of the Company be and are hereby severally authorized to file necessary forms with the Registrar of Companies and to do all such acts, deeds and things as may be considered necessary or expedient to give effect to this resolution."

5. To consider and approve revision in the remuneration payable to Mr. P. Velmurugan (DIN: 10163584), Whole-time Director designated as Executive Director of the Company and, in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 196, 197 and other applicable provisions, if any, of the Companies Act, 2013, read with Schedule V thereto and the Rules made thereunder, and Regulation 17 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force), and based on the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors, consent of the Members of the Company be and is hereby accorded for revision in remuneration of Mr. P. Velmurugan (DIN: 10163584), Whole-Time Director designated as Executive Director of the Company, with effect from April 1, 2026 till November 30, 2030, on the following terms and conditions:

REMUNERATION:

Salary

Basic Salary, Special Allowance and other allowances, together with variable remuneration, aggregating to ₹**1,22,00,000/- (Rupees One Crore Twenty-Two Lakhs Only) per annum**, comprising ₹**1,02,00,000/- per annum as fixed remuneration** and **variable remuneration of up to ₹20,00,000/- per annum**, linked to Company and individual performance parameters, as may be recommended by the Nomination and Remuneration Committee and approved by the Board of Directors of the Company.

Annual increment: An annual increment up to 10% on the aforesaid remuneration can be paid. The first such annual increment shall be effective from December 1, 2026.

The Board of Directors shall have the authority to determine and revise the remuneration within the said scale, at its discretion, based on the recommendation of the Nomination and Remuneration Committee and performance evaluation.

In addition to salary, the Whole-Time Director shall be entitled to the following perquisites:

CATEGORY 'A'

i) **Provision of a Car and phone:**

The Company shall provide a Car for official use and reimbursement of driver salary, subject to company policies and guidelines. The Company shall also provide phone for official use.

ii) Housing Benefit (Rent-Free Accommodation / HRA)

Provision of rent-free accommodation, or house rent allowance in lieu thereof, be provided, the value of which shall not exceed ₹1,00,000/- per month, in accordance with the policies of the Company.

CATEGORY 'B'

i) **Leave Travel Allowance:**

Leave Travel Allowance of ₹**2,00,000/- (Rupees Two Lakhs Only) per annum** forms part of the fixed remuneration stated above.

ii) **Contribution to Provident Fund:**

Contribution to Provident Fund shall be as per applicable laws and shall form part of the fixed remuneration stated above.

iii) **Gratuity:**

As per the rules not exceeding half a month's salary for each completed year of service.

iv) **Leave Encashment:**

The Whole Time Director shall be entitled to fully paid leave as per the Company's Rules. Encashment of Leave during or at the end of the tenure is permitted.

v) **Minimum Remuneration:**

In the event of absence or inadequacy of profits, the Whole-time Director, designated as Executive Director, shall be entitled to receive the remuneration, perquisites, and benefits specified above as minimum remuneration.

RESOLVED FURTHER THAT notwithstanding anything contained herein, in the event of absence or inadequacy of profits, the Whole-time Director, designated as Executive Director, shall be entitled to receive the remuneration, perquisites, and benefits specified in the Explanatory Statement annexed to this Notice as minimum remuneration, in accordance with the limits prescribed under Section II of Part II of Schedule V of the Companies Act, 2013 (including any statutory modification or re-enactment thereof) even if it exceeds the individual and overall limits prescribed under Section 197(1) of the Companies Act, 2013.

RESOLVED FURTHER THAT except for the revision in remuneration as stated above, all other terms and conditions of appointment of Mr. P. Velmurugan (DIN: 10163584), Whole-Time Director designated as Executive Director of the Company, as previously approved by the Board of Directors and the shareholders of the Company, shall remain unchanged and continue to be in full force and effect.

RESOLVED FURTHER THAT the Board of Directors and/or the Company Secretary of the Company be and are hereby jointly and/or severally authorized to do all such acts, deeds, matters, and things, and to sign, submit, and file all necessary papers, documents, forms, and writings, as may be required to give effect to this resolution."

Yours faithfully,

By Order of the Board of Directors
For India Gelatine and Chemicals Limited

Sd/-
Sejal Anup Shah
Company Secretary & Compliance Officer
Membership No: ACS 55588

Place: Mumbai
Date: May 21, 2026

INDIA GELATINE & CHEMICALS LIMITED
CIN: L99999GJ1973PLC002260
Registered Office:
703/704, 'Shilp', 7th Floor,
Near Municipal Market,
Sheth C.G. Road, Navrangpura,
Ahmedabad - 380 009
Tel: (079) 26469514
Website: www.indiagelatine.com

NOTES:

1. The Ministry of Corporate Affairs, Government of India ('MCA') has vide its circular no. 03/2025 dated 22 September 2025, read with general circulars no. 14/2020 dated 8 April 2020, no. 17/2020 dated 13 April 2020, no. 20/2020 dated 5 May 2020 (collectively referred to as 'MCA Circulars') permitted the holding of the Annual General Meeting ('AGM' or 'Meeting') through Video Conferencing facility / Other Audio Visual Means ('VC/OAVM'), till further orders, in accordance with the requirements laid down in Para 3 and Para 4 of the General Circular No. 20/2020 dated 5 May 2020. In compliance with the provisions of the Companies Act, 2013 ('the Act'), the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') and MCA & SEBI Circulars, the 54th AGM of the Company is being held through VC/OAVM. The deemed venue of the meeting will be Mumbai, Maharashtra.
2. The Register of Members and the Share Transfer books of the Company will remain closed from Wednesday, August 19, 2026 to Tuesday, August 25, 2026 (both days inclusive) for the purpose of Annual General Meeting and for determining members eligible for dividend, if declared by the shareholders.
3. Pursuant to SEBI (Listing Obligations and Disclosure Requirements) (Third Amendment) Regulations, 2024, since the AGM is being conducted through VC/OAVM, the facility for appointment of proxies is not available and accordingly, the Proxy Form, Attendance Slip and Route Map are not annexed to this Notice.
4. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of the Special Business and details of Directors seeking appointment/re-appointment, as required under Regulation 36(3) of the Listing Regulations and Secretarial Standard on General Meetings, are annexed to this Notice.
5. Corporate members whose Authorized Representatives (AR) are intending to participate in the Meeting through Video Conferencing are requested to send to the Company a certified copy of the Board Resolution authorising their representative to participate in the Meeting.
6. Pursuant to Sections 101 and 136 of the Companies Act, 2013 read with the relevant Rules made thereunder and Regulation 36 of the SEBI Listing Regulations, the Notice of AGM along with the Annual Report for the financial year 2025-26 is being sent by electronic mode to Members whose e-mail IDs are registered with the Company/Depository Participants. Members who have not registered their e-mail IDs may register the same with the Company/RTA/Depository Participants.
7. Members may also note that the Notice of the 54th Annual General Meeting and the Annual Report for Financial Year 2025-26 will also be available on the Company's website https://www.indiagelatine.com / and on the websites of the Stock Exchange i.e. BSE Limited at www.bseindia.com and on the website of CDSL https://www.evotingindia.com/ for their download.
8. The Register of Directors and Key Managerial Personnel and their Shareholding maintained under Section 170 of the Act, and the Register of Contracts or Arrangements in which the Directors are interested, maintained under Section 189 of the Act, and relevant documents referred to in this Notice or Explanatory Statement will be available electronically for inspection by the Members before as well as during the AGM.
9. Your directors have recommended Final Dividend of @ 60% i.e. ₹ 6.00 per share for the financial year ended 31st March, 2026 to the Shareholders for approval.
10. Members may note that Income Tax Act, 1961 as amended by and read with the provisions of the Indian Finance Act, 2020 mandates that dividends paid or distributed by a company after April 1, 2020 shall be taxable in the hands of members. The Company shall therefore be required to deduct tax at source ("TDS") at the time of making the payment of final dividend if declared by the shareholders. The shareholders are requested to update their name, PAN, postal address, email address, telephone/ mobile numbers, bank details along with KYC documents to their DPs in case the shares are held by them in electronic form and "MUFG Intime India Private Limited" on their email ID at rnt.helpdesk@in.mpms.mufg.com if shares held in physical form.
11. A resident shareholder holding a valid PAN and whose estimated tax liability for the relevant tax year is nil may submit Form No. 121 to avail the benefit of non-deduction of tax at source. Shareholders are requested to note that if their PAN is not registered with the Company/Depository Participant or is inoperative, tax shall be deducted at the rates prescribed under the applicable provisions of the Income-tax Act, 2025.

12. Non-resident shareholders (including Foreign Institutional Investors (FIIs), Foreign Portfolio Investors (FPIs) and other non-resident shareholders) may avail the benefit of the applicable Double Taxation Avoidance Agreement (DTAA) between India and their country of tax residence by furnishing a valid Tax Residency Certificate (TRC), Form 41, the prescribed declarations, and such other documents or information as may be required under the Income-tax Act, 2025, the Income-tax Rules, 2026 and the applicable tax treaty for claiming treaty benefits.

13. The aforementioned documents (duly completed and signed) are required to be uploaded on RTA's website at https://web.in.mpms.mufg.com/formsreg/submission-of-Form-121-41.html on or before Sunday, August 16, 2026 in order to enable the Company to determine and deduct appropriate TDS / Withholding Tax. Incomplete and/or unsigned forms, declarations and documents will not be considered by the Company. Members are requested to submit the latest prescribed forms and documents under the Income-tax Act, 2025 and the Income-tax Rules, 2026 to avail the applicable exemption or concessional rate of TDS. The erstwhile forms prescribed under the Income-tax Act, 1961 shall not be accepted for this purpose.

    No claim shall lie against the Company for such taxes deducted.

14. SEBI vide its Circular dated November 03, 2021, as amended from time to time, has mandated that with effect from April 01, 2024, dividend to shareholders holding shares in physical form shall be paid only through electronic mode. Such payment shall be made only if the folio is KYC compliant, i.e. the details of PAN, nomination, contact details, mobile number, bank account details and specimen signature are registered. Communication in this regard has been sent to the concerned Members. Members are requested to update their KYC details by submitting the prescribed ISR Forms to the Company's Registrar and Share Transfer Agent, MUFG Intime India Private Limited. The ISR Forms are available on the Company's website and on the website of the RTA. It may be noted that service requests shall be processed only after the folio is KYC compliant.

15. Members may note that SEBI vide Circular dated January 25, 2023 has mandated listed companies to issue securities in dematerialised form only while processing service requests such as issue of duplicate securities certificate, claim from unclaimed suspense account, renewal/exchange of securities certificate, endorsement, sub-division/splitting, consolidation of securities certificates/folios, transmission and transposition. Accordingly, Members are requested to submit duly filled and signed Form ISR-4 for processing such requests.

16. Pursuant to Section 72 of the Companies Act, 2013 and applicable SEBI Circulars, Members are entitled to make nomination in respect of shares held by them. Members who have not registered their nomination are requested to submit Form SH-13. Members desirous of cancelling or changing nomination may submit Form ISR-3 or SH-14, as applicable. The prescribed forms are available on the Company's website and the website of the RTA. Members holding shares in dematerialised form are requested to submit the forms to their Depository Participant and Members holding shares in physical form are requested to submit the same to the RTA.

17. SEBI vide Circular Nos. SEBI/HO/OIAE/OIAE_IAD-1/P/ CIR/2023/131 dated July 31, 2023, and SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/135 dated August 4, 2023, read with Master Circular No. SEBI/HO/ OIAE/OIAE_IAD-1/P/CIR/2023/145 dated July 31, 2023 (updated as on August 11, 2023), has established a common Online Dispute Resolution Portal ("ODR Portal") for resolution of disputes arising in the Indian Securities Market. Pursuant to abovementioned circulars, post exhausting the option to resolve their grievances with the RTA/ Company directly and through existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal https:// smartodr.in/login.

18. Pursuant to SEBI Circular dated June 08, 2023, the Company's RTA, MUFG Intime India Private Limited, has launched 'SWAYAM', an online investor self-service portal for processing investor service requests, tracking complaints, corporate actions, holdings and other shareholder-related services with enhanced security features including 2FA authentication.

19. A special window, as per mandate of SEBI, is available till February 4, 2027, to facilitate lodgement of transfer requests executed before April 1, 2019 but were either not lodged for transfer or were lodged and subsequently rejected, returned or not attended due to deficiency in the documents. Eligible shareholders are requested to submit the requisite documents before February 4, 2027 to Company/RTA. Securities transferred through this mechanism shall be credited only in dematerialized form and will remain under a one year lock-in, during which they cannot be transferred, lien-marked, or pledged. [SEBI Master Circular No. HO/38/13/(4)2026-MIRSD-POD/I/4298/2026 dated February 6, 2026]

20. The Equity shares of the Company are mandated for trading in the compulsory demat mode. The ISIN No. allotted for the Company's shares is INE342D01012

21. Instructions for e-voting and joining the AGM are as follows:

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) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating remote e-voting facility. The remote e-voting facility is available at the link www.evotingindia.com. Further, the Company has entered into an arrangement with MUFG Intime India Private Limited for conducting the AGM through VC/OAVM through INSTAMEET which will facilitate the e-voting at the AGM.

I. PROCEDURE AND INSTRUCTIONS FOR REMOTE E-VOTING THROUGH CDSL E-VOTING SYSTEM:

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

Commencement of remote e-voting	End of remote e-voting
Saturday, August 22, 2026 at 10.00 a.m.	Monday, August 24, 2026 at 5.00 p.m.

During this period shareholders of the Company, holding shares either in physical form or in dematerialised form, as on the cut-off date of Tuesday, August 18, 2026, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting after 5.00 p.m. (IST) on Monday, August 24, 2026. Members who have voted through Remote e-Voting will be eligible to attend the AGM; however, they shall not be allowed to cast their vote again during the AGM. If a Member cast votes by both modes, then voting done through remote e-voting shall prevail and voting done in the meeting shall be treated as invalid.

The voting rights of the members shall be in proportion to their shares of the paid-up equity share capital of the company as on Tuesday, August 18, 2026.

The way to vote electronically on CDSL Voting system consists of “Two Steps” which are mentioned below.

Step 1: Access to NSDL/CDSL e-Voting system in case of individual shareholders holding shares in demat mode.

Type of shareholders	Login Method
Individual Shareholders Holding securities in Demat mode with **CDSL Depository**	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 URL for users to login to Easi/Easiest are https://web.cdslindia.com/myeasitoken/home/login or visit https://www.cdslindia.com/ and click on Login icon and select New System Myeasi. 2) After successful login the Easi/Easiest user will be able to see the e-voting option for eligible companies where the evoting 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 additionally, there are also links provided to access the system of all e-voting Service Providers i.e. CDSL/NSDL/KARVY/MUFG, so that the user can visit the e-voting service providers’ website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at CDSL website https://web.cdslindia.com/myeasitoken/Home/EasiRegistration and click on login & My Easi New (Token) Tab and then click on registration option. 4) Alternatively, the user can directly access e-voting page by providing Demat Account Number and PAN from e-voting link available on www.cdslindia.com home page or click on https://evoting.cdslindia.com/Evoting/EvotingLogin. 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.

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL Depository	1. If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter User ID and Password. After successful authentication, Member will be able to see e-Voting 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 name and Member will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period. 2. If the user is 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
	3. 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. 4. After successful authentication, Member will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and Member will be redirected to e-Voting service provider website for casting its vote during the remote e-Voting period. 5. 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 name** and you will be re-directed to **e-Voting service provider website** for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 6. Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience. **NSDL Mobile App is available on** App Store Google Play
Individual Shareholders (Holding securities in demat mode) login through their **Depository Participants (DP)**	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

Important note: Members who are unable to retrieve User ID/Password are advised to use forget User ID and forget password option available at above mentioned website.

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

Login type	Helpdesk details
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 22 55 33
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.co.in or call at 022 – 4886 7000

Step 2: Login method for Remote e-Voting for Physical shareholders and shareholders other than individual holding in Demat form:

(i) The shareholders should log on to the e-voting website www.evotingindia.com

(ii) Click on "Shareholders" module.

(iii) Now Enter your User ID:

a. For CDSL: 16 digits beneficiary ID,

b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,

c. Members holding shares in Physical Form should enter Folio Number registered with the Company.

(iv) Next enter the Image Verification as displayed and Click on Login.

(v) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.

(vi) If you are a first-time user follow the steps given below:

	For Members holding shares in Demat Form other than individual and Physical Form
PAN	Enter your 10-digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/ RTA.
Dividend Bank Details **OR** Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. • If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iii).

(vii) After entering these details appropriately, click on "SUBMIT" tab.

(viii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(ix) For Shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(x) Click on the EVSN for "**INDIA GELATINE & CHEMICALS LIMITED**,"

(xi) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xiii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(xiv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xv) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.

(xvi) If a Demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xvii) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

(xviii) **Additional Facility for Non – Individual Shareholders and Custodians – For Remote Voting only:**

- Non-individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively, Non-Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz. cs@indiagelatine.com , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, Central Depository Services (India) Limited (CDSL), A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call toll free no. 1800 21 09911.

II. PROCEDURE AND INSTRUCTIONS TO VOTE DURING THE ANNUAL GENERAL MEETING THROUGH INSTAMEET:

a. Once the electronic voting is activated by the scrutinizer during the meeting, the members who have not exercised their vote through the remote e-voting can cast the vote as under:

   i. Login on the shareholders VC page using instruction given in point III below and click on the link for e-Voting "Cast your vote"

   ii. Enter Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMeet and click on 'Submit'.

   iii. After successful login, you will see "Resolution Description" and against the same the option "Favour/ Against" for voting.

   iv. Cast your vote by selecting appropriate option i.e. "Favour/Against" as desired.

v. Enter the number of shares (which represents no. of votes) as on the cut-off date under 'Favour/ Against'.

vi. After selecting the appropriate option i.e. Favour/ Against as desired and you have decided to vote, click on "Save". A confirmation box will be displayed. If you wish to confirm your vote, click on "Confirm", else to change your vote, click on "Back" and accordingly modify your vote.

vii. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

b. The Members, who will be present in the Annual General Meeting through InstaMeet facility and have not casted 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 facility during the meeting.

c. The Members who have voted through Remote e-Voting prior to the Annual General Meeting will be eligible to attend/participate in the Annual General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.

d. In case the shareholders/members have any queries or issues regarding e-voting, you can write an email instameet@linkintime.co.in or Call us: 8108116767)

III. INSTRUCTIONS FOR SHAREHOLDERS/MEMBERS TO ATTEND THE ANNUAL GENERAL MEETING THROUGH INSTAMEET:

a. The Company has availed the VC/OAVM facility provided by MUFG Intime India Private Limited for conducting the AGM. Members may join the Meeting 15 minutes before and up to 15 minutes after the scheduled time of the AGM on a first come first serve basis. However, Promoters, Institutional Investors, Directors, KMPs, Chairpersons of Committees, Auditors and Members holding more than 2% shareholding shall not be subject to such restriction. Participation through VC/OAVM is restricted to 1,000 Members only.

b. Member shall register their details and attend the Annual General Meeting as under:

1) Visit URL: https://instameet.in.mpms.mufg.com & click on "Login".

2) Select the "Company Name" and register with your following details:

3) Select Check Box - Demat Account No. / Folio No. / PAN

Members holding shares in NSDL/ CDSL demat account shall select check box - Demat Account No. and enter the 16-digit demat account number.

Members holding shares in physical form shall select check box – Folio No. and enter the Folio Number registered with the company.

Members shall select check box – PAN and enter 10-digit Permanent Account Number (PAN). Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided by MUFG Intime, if applicable.

Mobile No: Mobile No. as updated with DP is displayed automatically. Shareholders who have not updated their Mobile No with the DP shall enter the mobile no.

Email ID: Email Id as updated with DP is displayed automatically. Shareholders who have not updated their Email Id with the DP shall enter the Email Id.

4) Click "Go to Meeting"

c. Notes:

The Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.

The Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

Please note that Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

In case the members have any queries or issues regarding e-voting, you can write an email instameet@linkintime.co.in or Call us: 8108116767)

IV. INSTRUCTIONS FOR SHAREHOLDERS/MEMBERS TO REGISTER THEMSELVES AS SPEAKERS DURING ANNUAL GENERAL MEETING:

a. The Members who would like to express their views or ask questions during the meeting may register themselves as a speaker by sending their request in advance at least two (2) days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at cs@indiagelatine.com.

b. Members will get confirmation on first cum first basis depending upon the provision made by the company.

c. Members will receive “speaking serial number” once they mark attendance for the meeting. Please remember speaking serial number and start your conversation with panellist by switching on video mode and audio of your device.

d. Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting. The Company reserves the right to restrict the number of speakers depending on the availability of time for the Annual General Meeting.

*Shareholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.

V. PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

a. For Physical shareholders- please provide necessary details with Form ISR1 duly filled and signed as per the specimen signature registered with the Company along with self-attested ID Proof and address proof and supporting mentioned thereon.

- The Investor Service Request form can be downloaded from website of the RTA i.e. www.in.mpms.mufg.com
- Log in to the website of our RTA, MUFG Intime India Private Ltd., www.in.mpms.mufg.com under Investor Services > Email/Bank detail Registration - fill in the details and upload the Form ISR-1 along with the required supporting documents and submit.

b. For Demat shareholders - The shareholder may please contact the Depository Participant (“DP”) and register the email address and bank account details in the demat account as per the process followed and advised by the DP. Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

VI. OTHER INFORMATION REGARDING EVOTING AND AGM:

a. The Chairman shall at the end of discussion on the resolutions on which voting is to be held, allow voting for all those members who are present at the AGM through VC/OAVM but have not cast their votes through the remote e-voting and otherwise not barred from doing so, shall be eligible to vote through e-voting system provided during the AGM.

b. The results shall be declared on or after the AGM of the Company. The results declared along with the Scrutinizers Report shall be placed on the Company’s website www.indiagelatine.com and on the website of CDSL within 2 (two) working days of the passing of the resolutions at the AGM of the Company. The Company shall simultaneously communicate the results to BSE Ltd., Mumbai, who shall place the same on their website

c. Mr. Chirag Shah (Membership No. FCS 5545), Practicing Company Secretary, failing him Mr. Raimeen Maradiya (Membership No. FCS 11283), Practicing Company Secretary, partners of Chirag Shah & Associates, Practicing Company Secretaries, has been appointed as Scrutinizer to scrutinize the e-voting process in a fair and transparent manner. The Members desiring to vote through electronic mode may refer to the detailed procedure on e-voting given hereinafter.

d. The scrutinizer shall within a period not later than 2 (two) working days from the conclusion of the e- voting period unblock the votes in the presence of at least 2 (two) witnesses not in the employment of Company and make a consolidated Scrutinizers Report of the votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing who shall countersign the same. The Chairman or the person authorized by him shall declare the result of the voting forthwith.

e. Members attending the AGM through VC/OAVM shall be counted for the purpose of determining the quorum.

21. Pursuant to the provisions of Section 124 of the Companies Act, 2013, the unpaid or unclaimed dividend up to the Financial Year 2017-18 and corresponding shares in respect thereof, wherever applicable, have been transferred by the Company to the Investor Education and Protection Fund ("IEPF") established by the Central Government. All the persons are requested to note that no claims shall lie against the Company or the said fund in respect of any amounts which were unclaimed and unpaid for a period of 7 years from the dates that they first became due for payment and no payment shall be made in respect of any such claims.

22. The details of unpaid/unclaimed dividend and shares to be transferred to IEPF, including the due dates for transfer to IEPF, as on 31st March, 2026 are available on the website of the Company at www.indiagelatine.com and on MCA's website.

23. The Members whose unclaimed dividend/shares have been transferred to IEPF, may claim the same by applying to the IEPF Authority through submission of an online Form IEPF-5 on the website of IEPF Authority www.iepf.gov.in.

24. All the work related to share registry in terms of both physical and electronic, are being conducted by Company's Registrar & Share Transfer Agents, MUFG Intime India Pvt. Limited, C-101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai – 400 083 Tel No: 8108116767 Fax: +91 22 49186060- E-mail id: rnt.helpdesk@in.mpms.mufg.com website: www.in.mpms.mufg.com. The Members are requested to send their communication to the aforesaid address.

25. The Company has designated an exclusive Email Id: investor@indiagelatine.com for redressal of Shareholders'/ Investors' complaints/grievance. In case you have any queries, complaints or grievances, then please write to us at the above-mentioned e-mail address.

ANNEXURE A

III. EXPLANATORY STATEMENT AS REQUIRED UNDER SECTION 102 OF THE COMPANIES ACT, 2013.

SPECIAL BUISNESS

ITEM 3:

Mr. Maheswaran Sankaralingam (DIN: 00143046), aged 77 years, is a Non-Executive, Non-Independent Director and Vice Chairman of the Company, liable to retire by rotation at the ensuing Annual General Meeting and, being eligible, has offered himself for re-appointment. He is also on the Board of Narmada Gelatines Limited; Ashok Matches Timber Industries Private Limited and Pioneer Jellice India Private Limited (Promoter entities of the Company).

Pursuant to Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, approval of the Members by way of Special Resolution is required for continuation of a Non-Executive Director who has attained the age of 75 years.

Considering his rich experience, expertise, knowledge of the industry and continued valuable guidance to the Company, the Nomination and Remuneration Committee and the Board of Directors, at their respective meetings held on May 21, 2026, recommended his re-appointment as Non-Executive, Non-Independent Director of the Company, liable to retire by rotation.

Mr. Maheswaran Sankaralingam is not disqualified from being re-appointed as Director in terms of Section 164 of the Companies Act, 2013 and has given his consent to act as Director of the Company.

Accordingly, pursuant to the provisions of Section 152 of the Companies Act, 2013 and Regulation 17(1A) of the SEBI Listing Regulations, approval of the Members is sought by way of Special Resolution for his re-appointment as Non-Executive, Non-Independent Director of the Company, liable to retire by rotation.

Except Mr. Maheswaran Sankaralingam and Annamalai Sankaralingam, being his brother, none of the Directors, Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the Resolution.

The Board recommends the Special Resolution set out at Item No. 3 for approval of the Members.

ITEM 4:

Presently, the Registered Office of the Company is situated at 703/704, ‘Shilp’, 7th Floor, Near Municipal Market, Sheth C.G. Road, Navrangpura, Ahmedabad – 380 009, Gujarat.

The Board of Directors of the Company at its Meeting held on 21st May, 2026, has approved the proposal for shifting of the Registered Office of the Company from 703/704, ‘Shilp’, 7th Floor, Near Municipal Market, Sheth C.G. Road, Navrangpura, Ahmedabad – 380 009, Gujarat to Plot No.1A, 1st Phase, GIDC Industrial Estate, National Highway No.8, Vapi – 396 195, Gujarat, within the State of Gujarat and within the jurisdiction of the same Registrar of Companies (“ROC”), subject to the approval of the Members.

The proposed shifting of the Registered Office is being undertaken for administrative convenience, operational efficiency and better management of the affairs of the Company.

The shifting of the Registered Office as aforesaid does not involve alteration of Clause II of the Memorandum of Association since the Registered Office of the Company shall continue to remain within the State of Gujarat. Further, there will be no change in the jurisdiction of the Registrar of Companies.

The proposed shifting will not adversely affect the interests of any shareholders, creditors, employees or other stakeholders of the Company.

In terms of Section 12 and other applicable provisions of the Companies Act, 2013, approval of the Members by way of Special Resolution is required for shifting of the Registered Office from one city to another city within the same State and under the jurisdiction of the same ROC.

None of the Directors, Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the proposed Resolution except to the extent of their shareholding, if any, in the Company.

The Board recommends the Special Resolution set out at Item No. 4 for approval of the Members.

ITEM 5:

Mr. P. Velmurugan (DIN: 10163584) was appointed as Whole-Time Director, designated as Executive Director of the Company, for a period of five (5) years commencing from December 1, 2025 to November 30, 2030, by the shareholders through Special Resolution passed by way of postal ballot on January 13, 2026.

Considering the roles and responsibilities entrusted to him and in order to align his remuneration structure with the Company's compensation framework and prevailing industry practices, it is proposed to revise the remuneration payable to Mr. P. Velmurugan with effect from April 1, 2026 till the end of his tenure, i.e., November 30, 2030.

In addition to the existing remuneration package, the following revisions are proposed:

1. Rent Free Accommodation or House Rent Allowance up to a maximum of ₹1,00,000/- per month with effect from April 1, 2026; and
2. Annual increment at the rate of 10% per annum on the fixed and variable pay, effective from December 1, 2026.

Based on the performance and contribution of Mr. P. Velmurugan, the Board is of the opinion that the proposed revision in remuneration would be in the interest of the Company. The Nomination and Remuneration Committee and the Board of Directors, at their respective meetings held on May 21, 2026, have approved and recommended the resolution for approval of the Members.

Except P. Velmurugan and his relatives, none of the Directors or Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the Resolution set out at Item No. 5.

The Board recommends the Special Resolution set out at Item No. 5 for approval of the Members.

Disclosure as required under Schedule V to the Act is given hereunder:

I. General information:

(1) Nature of industry – The Company is into manufacture of Gelatine.

(2) Date or expected date of commencement of commercial production - The Company commenced operations in the year 1973.

(3) In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus – Not Applicable

(4) Financial performance based on given indicators –

(Amount in ₹ in Lakhs)

Particulars	**For the year ended**		
	31 March 2026	**31 March 2025**	**31 March 2024**
Revenue from operations	16980.52	19852.87	20583.97
Profit before tax	3261.39	2264.84	3726.45
Profit after tax	2510.17	1738.93	2,838.85
Share capital	709.23	709.23	709.23
Net worth	19356.48	17150.10	15406.93

(5) Foreign investments or collaborations, if any - Not Applicable

II. Information about the appointee:

(1) Background details – Please refer Annexure B

(2) Past remuneration (For last three years) – ₹ 40,66,668 (For the period 1st December, 2025 to 31st March, 2026)

(3) Recognition or awards – Please refer Annexure B

(4) Job profile and his suitability – Mr. P. Velmurugan has considerable knowledge and experience in the Chemical Industry which is compatible with the Organizational requirements and the Company would definitely benefit from his leadership and valuable guidance.

(5) Remuneration proposed – The proposed remuneration of Mr. P. Velmurugan as mentioned in the Resolution is within the limits specified in Schedule V of the Companies Act, 2013.

(6) Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person - The proposed remuneration of Mr. P. Velmurugan is commensurate with the position he occupies, size of your Company and as per the industry standards.

(7) Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel or other director if any. – NIL

III. Other information:

(1) Reasons of loss or inadequate profits - There is no inadequacy of profit for the financial year 2025-26.

(2) Steps taken or proposed to be taken for improvement - Increased sales margins, cost control & reduction, focus on working capital and interest management.

(3) Expected increase in productivity and profits in measurable terms - Productivity and profits are expected to increase in the coming years.

Yours faithfully,

By Order of the Board of Directors
For India Gelatine and Chemicals Limited

Sd/-

Sejal Anup Shah
Company Secretary & Compliance Officer
Membership No: ACS 55588

Place: Mumbai
Date: May 21, 2026

ANNEXURE B

Details of Directors seeking Appointment/Re-appointment

(Pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard - 2 on General Meetings)

Name & DIN	Mr. Maheswaran Sankaralingam (DIN: 00143046)	Mr. P. Velmurugan (DIN: 10163584)
Date of Birth/ Age	07/09/1948	25/07/1977
Date of first appointment	31/01/2025	01/12/2025
Qualifications	Bachelor of Commerce	B.Tech (Chemical Engineering), PGDM in Operations Management, MDP – IIM Ahmedabad
Brief Profile / Experience and Expertise	Mr. Maheswaran Sankaralingam has a vast experience of managing the manufacturing industries for last five decades. He is a Managing Director of Asia Match Company Private Limited, Sivakasi.	Mr. P. Velmurugan brings over 27 years of rich experience in the pharmaceutical and specialty chemicals industries, with expertise in manufacturing operations, technology transfer, project management, business development, strategic planning and operational excellence. He has held leadership positions in Aurobindo Pharma Ltd, Cohance Life Sciences Ltd, Solara Active Pharma Services Pvt Ltd, Jubilant Life Sciences Ltd and Lupin Ltd.
Nature of expertise in specific functional areas	Manufacturing Industry Management	Manufacturing Operations, Strategic Planning, Operational Excellence, Technology Transfer, Project Management and Business Development
Directorships held in other companies.	1. Narmada Gelatines Limited 2. Standard Pyrotechnics Limited	NIL
Memberships/ Chairmanships of committees	Narmada Gelatines Limited – Corporate Social Responsibility Committee - Member	NIL
Name of Listed entities from which the Director has resigned in the last three years.	NIL	NIL
Number of Meetings attended during the financial year	6	1
Shareholding in the Company	NIL	NIL
Relationships between directors inter-se	Mr. Maheswaran Sankaralingam, being brother of Mr. Annamalai Sankaralingam, are related.	NIL
Remuneration last drawn (in FY26), if applicable	NIL – Only sitting fees is paid to him the details of which are given in the corporate governance report	₹ 40,66,668
Remuneration proposed to be paid	NIL	Refer agenda item no. 5 of the Notice