November 20, 2026

To, **BSE Ltd.** The Corporate Relationship Department, Pheroze Jeejeebhoy Towers, Dalal Street, Mumbai-400001 **Scrip Code: 544703**	To, **National Stock Exchange of India Ltd.** Exchange Plaza, 5th Floor, Plot No. C-1, G Block, Bandra Kurla Complex, Bandra (E) Mumbai- 400 051 **Scrip Code: DSFCL**

Subject: Disclosure under Regulation 30 of the SEBI (LODR) Regulations, 2015 - Postal Ballot Notice

Dear Sir/ Madam,

Pursuant to Regulation 30 read with Schedule III of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 (the '**LODR Regulations**') please find enclosed herewith the Postal Ballot Notice (the '**Notice**') dated November 14, 2026.

The following Special Resolutions, being set out in the Notice, are proposed for consideration of the Members of DCM Shriram Fine Chemicals Limited (the '**Company**') for passing by means of Postal Ballot, only by way of voting through electronic means ('**Remote e-Voting'**):

Sr. No.	Descriptions of Resolution	Type of Resolution
1	Appointment of Mr. Ashwini Shanker (DIN: 00746333) as a Non-Executive Independent Director for a term of five years	Special
2	Alteration of the Articles of Association	Special

The Notice is being sent to those Members only through electronic mode whose names appears in the Register of Members of the Company/List of Beneficial Owners maintained by the Company, Depositories, KFin Technologies Limited, the Registrar and Share Transfer Agent ('**RTA**' or '**KFIN**') as on the Cut-off date i.e. Friday, November 13, 2026 ('**Cut-off Date'**) and whose e-mail addresses are registered with the Company/Depositories/RTA.

The Company has engaged the services of KFIN to provide Remote e -Voting facility to the Members.

The Remote E-Voting period commences from **9.00 A.M. (IST) on Sunday, November 22, 2026, and ends at 5:00 P.M. (IST) on Monday, December 21, 2026**. The Remote e-Voting facility shall be disabled by KFIN thereafter. The results of the Remote e-Voting by Postal Ballot will be announced within two working days from the conclusion of the Remote e-Voting.

The aforesaid notice is also available on the website of the Company at www.dsfcl.com

Kindly take the same on your records and oblige.

Thanking you,

Yours faithfully
For **DCM Shriram Fine Chemicals Limited**

KOKILA ARORA
Digitally signed by KOKILA ARORA
Date: 2026.11.20 18:00:45 +05'30'

(Kokila Arora)
Company Secretary & Compliance Officer
M. No. ACS 21670

Encl: As above

DCM SHRIRAM FINE CHEMICALS LIMITED
CIN: L24296DL2021PLC387429
Regd. Off: 6th Floor, Kanchenjunga Building, 18 Barakhamba Road, New Delhi - 110001
Phone +91-11-43207700
Email: compliance@dsfcl.com
Web: www.dsfcl.com

POSTAL BALLOT NOTICE

[Pursuant to Section 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014]

Dear Members,

Notice is hereby given to the Members of DCM Shriram Fine Chemicals Limited (the '**Company**'), pursuant to the provisions of Sections 108 and 110 of the Companies Act, 2013 (the '**Act**') and other applicable provisions, if any, of the Act read with Rule 20 and 22 of the Companies (Management & Administration) Rules, 2014 ('**Rules**'), as amended from time to time, read with the General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, and subsequent circulars issued in this regard, the latest being 03/2025 dated September 22, 2025 issued by the Ministry of Corporate Affairs ('**MCA**') (hereinafter collectively referred to as '**MCA Circulars**') , Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time ('**LODR Regulations**') read with other applicable SEBI Circulars, and the Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India ('**SS-2**'), and other applicable provisions of the Act, rules, circulars and notifications issued thereunder (including any statutory modification or re-enactment thereof for the time being in force and as amended from time to time), that the following Special Resolutions as set out in this Postal Ballot Notice (the '**Notice**') are proposed for consideration of the Members for passing by means of Postal Ballot, only by way of voting through electronic means ('**Remote e-Voting**'):

Sr. No.	Description of Resolution	Type of Resolution
1	Appointment of Mr. Ashwini Shanker (DIN: 00746333) as a Non-Executive Independent Director for a term of five years	Special
2.	Alteration of the Articles of Association	Special

In compliance with the aforesaid MCA Circulars, this Notice is being sent only through electronic mode to those Members whose names appear in the Register of Members/ List of Beneficial Owners maintained by the Company, National Securities Depositories Limited ('**NSDL**'), Central Depositories Securities (India) Limited ('**CDSL**') (collectively referred to as '**Depositories**'), KFin Technologies Limited, the Registrar and Share Transfer Agent ('**RTA**' or '**KFIN**') as on **Friday, November 13, 2026** (the 'Cut-Off Date') and whose e-mail addresses are registered with the Company/Depositories/RTA on the said date. A person who is not a Member as on the Cut-off Date should treat this Notice for informational purpose only.

If your e-mail address is not registered with the Company/Depositories/RTA, please follow the process provided in the 'Notes' Section to receive this Notice, login ID, and password for Remote e-Voting. The communication of the assent or dissent of the Members on the proposed resolutions would take place only through the Remote e-Voting system.

Pursuant to Section 102 of the Act, the Explanatory Statement pertaining to the Resolutions stated here setting out material facts and reasons thereof, is appended to the Notice. Pursuant to Rule 22(5) of the Rules, the Board of Directors has appointed Mr. Vineet Maheshwari, Practicing Company Secretary (M. No. 15951 and COP No. 24080) as the Scrutinizer for conducting this Postal Ballot process through Remote e-Voting in a fair and transparent manner. Further, the Company has engaged the services of KFIN to provide Remote e-Voting facility to the Members, to enable them to cast their votes electronically.

Members are requested to carefully read the instructions forming part of this Notice before casting votes. The Remote e-Voting period shall be open for a period of 30 days that is, Sunday, on, November 22, 2026, 9.00 A.M. (IST) to Monday, December 21, 2026, 5.00 P.M. (IST). Members are requested to cast their votes through Remote e-Voting process during the said period only and not later than December 21, 2026, 5:00 P.M. (IST) to be eligible for being considered, failing which, it will be considered that no vote has been cast by the concerned Member.

Upon completion of the votes cast through Remote e-Voting, the Scrutinizer shall submit his report to the Chairman of the Company or in his absence to the Company Secretary. The results of the Postal Ballot through Remote e-Voting along with the Scrutinizer's Report shall be announced by the Chairman or in his absence by the Company Secretary within 2 (two) working days of the conclusion of the Postal Ballot process, at the Registered Office of the Company at 6th Floor, Kanchenjunga Building, 18 Barakhamba Road, New Delhi – 110001. The results along with the Scrutinizer's Report shall also be intimated to BSE Limited ('**BSE**') and National Stock Exchange of India Limited ('**NSE**') (hereinafter collectively referred to as '**Stock Exchanges**') where the Equity Shares of the Company are listed and shall be displayed on the Company's website www.dsfcl.com and on the website of KFIN.

Members' consideration and approval is being sought for the Resolutions given below:

Item No. 1

Appointment of Mr. Ashwini Shanker (DIN: 00746333) as a Non-Executive Independent Director for a term of five years

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

"Resolved That Mr. Ashwini Shanker (DIN: 00746333) who was appointed as an Additional Director (Non-Executive Independent) with effect from November 15, 2026 by the Board of Directors, on recommendation of the Nomination and Remuneration Committee, pursuant to Section 161(1) of the Companies Act 2013 (the '**Act**'), read with Article 64 of the Articles of Association of the Company, who is eligible for appointment and who has consented to act as a Director of the Company, be and is hereby appointed as Non-Executive Independent Director of the Company.

Resolved Further That pursuant to the provisions of Sections 149, 150 and 152 and other applicable provisions, if any, of the Act read with Schedule IV to the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014, Regulation 17 and other applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('**LODR Regulations**'), as amended from time to time, the appointment of Mr. Ashwini Shanker (DIN: 00746333) who meets the criteria of independence under Section 149(6) of the Act and Regulation 16(1)(b) of the LODR Regulations and who has submitted a declaration to that effect, and who is eligible for appointment as a Non-Executive Independent Director of the Company, for a term of five years commencing from November 15, 2026, be and is hereby approved.

Resolved Further That the Board of Directors (which term shall be deemed to include any Committee of the Board constituted to exercise its powers, including the powers conferred by this Resolution) be and are hereby authorized to do all such acts, deeds and things as may be deemed appropriate in this connection and to take all such steps as may be necessary, proper and expedient to give effect to this Resolution."

Item No. 2

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 all other applicable provisions, if any, of the Companies Act, 2013 (the '**Act'**) and the Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) made thereunder, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and subject to the approval of the Central Govt. and other regulatory authorities, as may be applicable, consent of the Members of the Company be and is hereby accorded to alter by way of modification, deletion and subsume, as the case may be, the existing Articles of Association ("AoA") of the Company, in the following manner:

1. ***Following Sub-Clauses of Clause I of Article 1 under the heading 'Interpretation' be deleted:***

   "Seal" means the Common Seal for the time being of the Company or any other method of authentication of documents, as specified under the Act or Rules.

   "A Group" shall mean DCM Shriram Industries Limited represented through its nominee/s on the Board of the Company.

   All the rights of "A group" under these "Articles" shall be exercisable by the nominee/s of DCM Shriram Industries Limited on the Board of the Company duly authorized by the Board of DCM Shriram Industries Limited in writing in this regard.

2. ***Clause II of Article 2 (ii) under the heading 'Share capital and variation of rights' be substituted with the following:***

   "Sub-clause (ii) of Clause II - Every certificate shall specify the shares to which it relates and the amount paid up thereon and shall be signed by two directors or by a director and the company secretary, wherever the company has appointed a company secretary."

3. ***Article 66 (i) under the heading "Proceedings of the Board" be substituted with the following:***

   "66 (i) - Save as otherwise expressly provided in the Act, questions arising at any meeting of the Board shall be decided by a majority of votes."

4. ***Existing Article 68 (i) under the heading "Proceedings of the Board" be substituted with the following:***

   "68(i) - The Board may elect a Chairperson of its meetings and determine the period for which he is to hold office. Subject to the requirements of the Act and the Rules, the Board shall appoint a Chairman and a Vice-Chairman of the Board. In the absence of Chairman, the Vice Chairman shall act as Chairman."

5. ***Article 69 (i) under the heading "Proceedings of the Board" be substituted with the following:***

   "69(i) - The Board may, subject to the provisions of the Act, delegate any of its powers to committees consisting of such member or members of its body as it thinks fit."

6. ***Existing Article 76 under the heading "The Seal" be deleted:***

   "76 (i) The Board shall provide for the safe custody of the seal.

(ii) The seal of the company shall not be affixed to any instrument except by the authority of a resolution of the Board or of a committee of the Board authorised by it in that behalf, and except in the presence of at least two directors and of the secretary or such other person as the Board may appoint for the purpose; and those two directors and the secretary or other person aforesaid shall sign every instrument to which the seal of the company is so affixed in their presence."

Resolved Further That the Board of Directors (which term shall be deemed to include any Committee of the Board constituted to exercise its powers, including the powers conferred by this Resolution) be and is hereby authorized to do all such acts, deeds and things as may be deemed appropriate in this connection and to take all such steps as may be necessary, proper and expedient to give effect to this Resolution."

By Order of the Board

Sd/-
(Kokila Arora)
Company Secretary & Compliance Officer
Membership No.: ACS 21670

Place: New Delhi
Date: November 14, 2026

Notes:

1. Explanatory Statement, as required under Sections 102 and 110 of the Act, is annexed.

   Details in terms of Secretarial Standards – 2 issued by the Institute of Company Secretaries of India and Regulation 36(3) of the LODR Regulations form part of the Explanatory Statement.

2. In compliance with the MCA Circulars, the Notice is being sent by electronic mode alone to those Members whose names appear in the Register of Members / List of Beneficial Owners maintained by the Company and as received from National Securities and Depository Limited (**NSDL**) and Central Depository (India) Limited (**CDSL**) (**Depositories**), KFin Technologies Limited, the Registrar and Share Transfer Agent of the Company ('**RTA**' or '**KFIN**') as on Friday, November 13, 2026 **('Cut-off Date')** and whose e-mail IDs are registered with the Company / Depositories / RTA. For Members who have not registered their e-mail IDs, please follow the instructions given under Note No. 9.

3. In accordance with the MCA Circulars, physical copies of the Notice are not being sent to Members for this Postal Ballot. Members are requested to provide their assent or dissent through Remote e-Voting only.

4. The Members, whose names appear in the Register of Members / List of Beneficial Owners as received from Depositories / RTA as on **Friday, November 13, 2026**, being the Cut-off Date, are entitled to vote on the Resolutions set forth in this Notice.

5. In compliance with provisions of Sections 108 and 110 and other applicable provisions of the Act read with the Companies (Management & Administration) Rules, 2014, the Company is pleased to offer Remote e-Voting facility to all the Members of the Company. For this purpose, the Company has availed the services of KFIN, for facilitating Remote e-Voting to enable the Members to cast their votes electronically.

6. Members may please note that the Postal Ballot Notice will also be available on the Company's website at https://dsfcl.com/, websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, and on the website of KFIN at https://evoting.kfintech.com/.

7. All the material documents referred to in this Postal Ballot notice, will be available for inspection for Members through electronic mode on all working days from the date of circulation of this Postal Ballot Notice until the last date of the Remote e-Voting.

Members seeking to inspect such documents can send an email to compliance@dsfcl.com mentioning his / her / its folio number / DP ID and Client ID, with a self-attested copy of their PAN card attached to the email.

8. The voting rights of Members shall be in proportion to the shares held by them in the paid-up equity share capital of the Company as on **Friday, November 13, 2026** being the Cut-off Date fixed for the purpose.

9. Members holding shares in physical mode and who have not updated their email addresses with the Company are requested to update their email addresses by writing to the Company at einward.ris@kfintech.com along with the copy of the signed request letter in Form ISR-1 mentioning the name and address of the Member, self-attested copy of the PAN card, and self-attested copy of any document (eg. Aadhaar, Driving License, Election Identity Card, Passport) in support of the address of the Member. Members holding shares in dematerialized mode are requested to register / update their email addresses with the relevant Depository Participants. In case of any queries / difficulties in registering the e-mail address, Members may write to einward.ris@kfintech.com.

10. The Scrutinizer will submit his report to Mr. Alok B Shriram, Chairman of the Company or any person authorized by him in writing, and the results of the voting by Postal Ballot will be announced within two working days from the conclusion of the Remote e-Voting. The Resolutions, if passed by requisite majority shall be deemed to have been passed on **Monday, December 21, 2026,** being the last date specified by the Company for Remote e-Voting.

11. The declared results along with the Report of the Scrutinizer shall be forwarded to the BSE Limited and National Stock Exchange of India Limited and shall be uploaded on the website of the Company i.e., https://dsfcl.com/ and website of KFin Technologies Limited https://evoting.kfintech.com/.

12. The instructions for Shareholders for Remote e-Voting are as under:

    a. Pursuant to SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023, Remote e-Voting process has been enabled for 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. Individual demat account holders would be able to cast their vote without having to register again with the Remote e-Voting service provider (ESP) thereby not only facilitating seamless authentication but also ease and convenience of participating in Remote e-Voting process.

    b. Members are advised to update their mobile number and e-mail ID with their DPs in order to access Remote e-Voting facility.

c. **Method of login for Individual shareholders holding the securities in demat mode:**

National Securities Depository Limited (NSDL)	
Shareholders	**Login Method**
Shareholders holding securities in demat mode with NSDL	**A. Users registered for NSDL IDeAS facility:** 1. 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. 2. A new screen will open. Enter your User ID and Password. After successful authentication, you 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. 3. Click on options available against Company name or e-voting service provider and you will be re-directed to e-voting website for casting your vote during the Remote e-Voting period.
	B. Users not registered for IDeAS e-Services: 1. To register, type in the browser / Click on the following e-Services link: https://eservices.nsdl.com 2. Select option "Register Online for IDeAS" available on the left hand side of the page or click on https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3. Proceed to complete registration using your DP ID, Client ID, Mobile Number etc.

	C. Visit the e-voting website of NSDL 1. After successfully registering on IDeAS, visit the e-voting 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-voting system is launched, click on the icon "Login" which is available under Shareholder/Member' section. 2. A new screen will open. Enter your User ID (i. e. your sixteen-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-voting page. 3. Click on options available against Company name or e-voting service provider and you will be redirected to e-voting service provider website for casting your vote during the Remote e-Voting period.
Central Depository Services (India) Limited (CDSL)	
Shareholders	**Login Method**
Shareholders holding securities in demat mode with CDSL	**A. Users who have opted for Easi/Easiest:** 1. Shareholders can login through their 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 is https://web.cdslindia.com/myeasitoken/home/login or www.cdslindia.com and click on New System. 2. After successful login of Easi/Easiest the user will be also able to see the e-voting Menu. The Menu will have links of e-voting service provider i.e. KFin

	Technologies Limited. Click on KFin Technologies Limited to cast your vote
	B. Users who have opted for Easi/Easiest: Option to register for Easi/Easiest is available at CDSL website https://web.cdslindia.com/myeasitoken/home/login or www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.
	C. Visit the e-voting website of CDSL 1. Alternatively, the user can directly access e-voting page by providing demat Account Number and PAN No. from a link in https://evoting.cdslindia.com/Evoting/EvotingLogin. The system will authenticate the user by sending OTP on registered Mobile & e-mail as recorded in the demat Account. 2. After successful authentication, user will be provided links for the respective ESP where the e-voting is in progress.
Procedure to login through their demat accounts / Website of Depository Participant	
Shareholders (holding securities in demat mode) login through their depository participants	1. Shareholders can also login using the login credentials of their demat account through their Depository Participant registered with NSDL/CDSL for e-voting facility. After logging, you will be able to see e-voting option. 2. 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. 3. Click on options available against Company name or e-voting service provider- KFin Technologies Limited and you will be redirected to e-voting website of KFin

	Technologies Limited for casting your vote during the 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 abovementioned website.

For Technical Assistance:
Members facing any technical issue in login can contact the respective helpdesk by sending a request on the email ID's or contact on the toll-free nos. provided below:

NSDL	**CDSL**
Email: evoting@nsdl.com **Contact no.:** 022- 48867000	**Email**: helpdesk.evoting@cdslindia.com **Toll free no.:** 1800-21-09911

d. **Information and Instructions for e-voting by Members other than individuals holding shares of the Company in demat mode and all Members holding shares of the Company in physical mode:**

i. Launch internet browser and type the URL: https://evoting.kfintech.com.

ii. Enter the login credentials i.e. User ID and password mentioned in your email. Your Folio No./ DP ID Client ID will be your User ID. However, if you are already registered with KFin Technologies Limited for e-voting, you can use your existing User ID and password for casting your votes.

iii. After entering the details appropriately, click on LOGIN.

iv. You will reach the password change menu wherein you are required to mandatorily change your password. The new password shall comprise minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character (@, #, $, etc.). It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

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

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

vii. 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.

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

ix. 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". You may then cast your vote by selecting an appropriate option and click on "SUBMIT", A confirmation box will be displayed. Click "OK" to confirm, else "CANCEL" to modify. Once you confirm, you will not be allowed to modify your vote.

x. 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 to the Scrutinizer through email to with a copy marked to evoting@kfintech.com.

xi. In case of any queries/grievances, in respect of Remote e-Voting, you may refer https://evoting.kfintech.com or contact toll-free number 1800-309-4001 (from 9:00 a.m. to 6:00 p.m. on all working days) for assistance on your existing password. Members who forgotten the password are advised to use "Forgot Password" options available on the website.

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

Item No. 1

Appointment of Mr. Ashwini Shanker (DIN: 00746333) as a Non-Executive Independent Director for a term of five years

The Board of Directors, based on the recommendation of the Nomination and Remuneration Committee (NRC), at its meeting held on November 14, 2026, appointed Mr. Ashwini Shanker (DIN: 00746333) as an Additional Director in the Non-Executive independent category for a term of five years commending from November 15, 2026, subject to the approval of the Members by way of a Special Resolution.

Considering his skills, competence and expertise across business management, industry associations, and premier educational institutions - along with his background as an accomplished industrialist, educationist, and philanthropist, the Board believes that the appointment of Mr. Ashwini Shanker would be beneficial to the Company.

The Company has received a notice in writing from a Member, in terms of Section 160(1) of the Act, proposing his candidature for the office of Director.

The Company has received a declaration from Mr. Ashwini Shanker to the effect that he meets the criteria of independence as provided in Section 149(6) of the Act and Rules framed thereunder and Regulation 16(1)(b) of the LODR Regulations. In terms of Regulation 25(8) of the LODR Regulations, he has confirmed that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties. He has also confirmed that he is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualification of Directors) Rules, 2014, with respect to the registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs.

Mr. Shanker has also confirmed that he is not disqualified from being appointed as Director, in terms of the provisions of Section 164 of the Act and is not debarred to hold the office of a Director by virtue of any order passed by SEBI or any other authority and has given his consent to act as a Director of the Company. There is no inter-se relationship between him and any other member of the Board and other Key Managerial Personnel of the Company.

In view of the Board, Mr. Ashwini Shanker is a person of integrity, fulfils the conditions specified in the Act and the Rules made thereunder read with the provisions of the LODR Regulations, each as amended, and is independent of the management of the Company.

Brief profile of Mr. Ashwini Shanker is as follows:

Mr. Ashwini Shanker is a prominent Delhi-based industrialist, educationist and philanthropist belonging to a business family with a legacy spanning over seven generations. He has over four decades of experience in business management, industry associations, institutional governance and philanthropy.

He presently serves as the Chairman of the Hindu Educational Trust and sits on the Board of Governors of Hindu College, Delhi. He is also a Trustee and member of the Board of Governors for Indraprastha Education Trust, which runs Indraprastha College for Women, University of Delhi. Additionally, he has been active in the cinema exhibition industry for over 40 years and currently serves as the President of the National Association of Motion Picture Exhibitors.

Mr. Shanker carries forward a multi-generational family legacy of philanthropy in Delhi by funding key infrastructure projects - including the Centenary Block at Modern School and the Girls' Hostel at Indraprastha College and sponsoring multiple annual academic scholarships.

The details of directorship held by Mr. Ashwini Shanker in other companies and other details are given in the Annexure to this Notice.

In compliance with the provisions of Section 149 read with Schedule IV to the Act and Regulations 17 and 25 of LODR Regulations and other applicable Regulations, the appointment of Mr. Ashwini Shanker as Non-Executive Independent Director is now being placed before the Members for their approval by way of a Special Resolution. The Board recommends the Special Resolution set forth in Item No. 1 for approval of the Members.

Except Mr. Ashwini Shanker himself, being the appointee, none of the other Directors and Key Managerial Personnel of the Company and/or their relatives are concerned or interested, financially or otherwise, in the resolution set out as Item No. 1.

Annexure:

Details of Director seeking appointment

[In pursuance of Regulation 36(3) of the LODR Regulations and Secretarial Standard – 2 on General Meetings]

Name	Mr. Ashwini Shanker
DIN	00746333
Age	67 years
Qualifications	BA (Hons.) Sociology
Experience (appx.)	40 years
Terms and Conditions of appointment	As per the Resolution read with Explanatory Statement for Item no. 1
Date of First Appointment on the Board	November 15, 2026
Director, Manager and other Key Managerial Personnel of the Company	Nil
Details of Remuneration last drawn	Not Applicable
Details of Remuneration sought to be paid	Rs. 50,000 per Board Meeting and Rs. 25,000 per Committee Meeting
Nature of expertise in specific functional areas	Expertise in leadership across business management, industry associations, and premier educational institutions
Disclosure of relationship with other Directors/KMPs	None
Listed entities in which the person from which the person has resigned in the past three years	None
Number of Board Meetings attended in 2026-27	-
Shareholding of Director in DCM Shriram Fine Chemicals Limited	Nil
List of Directorships held in other companies as on the date of this Notice (excluding foreign companies)	• UAB Constructions Private Limited* • Amba Properties Private Limited • National Association of Motion Picture Exhibitors • New Delhi Buildings and Construction Private Limited • Raisina Hotels Private Limited • New Delhi Theatres Private Limited
Memberships / Chairmanships of Committees of other companies (excluding foreign companies)	None
The skills and capabilities required for the role	He possesses the requisite Skills,

and the manner in which the proposed person meets such requirements.	Expertise, Competencies as identified by NRC, which inter-alia includes expertise in business management, industry associations, institutional governance and philanthropy.

*Under process of strike off

Item No. 2

Alteration of the Articles of Association

Pursuant to the order of the Hon'ble NCLT sanctioning the Composite Scheme of Arrangement, the Chemical Undertaking *inter alia* consisting of 'Daurala Organics' and 'Daurala Chemical Industries' of DCM Shriram Industries Limited had been demerged and vested in DCM Shriram Fine Chemicals Limited. Consequently, DCM Shriram Fine Chemicals Limited has emerged as an independent corporate entity specifically focused on the growth and expansion of Chemical business. Thus, effective December 17, 2025, the Company is no longer part of the 'Group' containing DCM Shriram Industries Limited. In view of the above, it is proposed to alter the the existing Articles of Association of the Company suitably by removing the clauses containing 'Group'.

Further, the requirement of maintaining a Common Seal is optional under the Companies Act, 2013. With the objective of simplifying administrative procedures and avoid unnecessary formalities, it is proposed to opt out of Common Seal and suitably alter/ delete the relevant provisions of the AoA.

The Board of Directors at its meeting held on November 14, 2026, approved a proposal to seek approval of Members. The following alterations were proposed to the AoA, to bring in line with evolving corporate structure and the Act:

Summary of the proposed alterations is as follows:

Article No.	**Existing Article**	**Proposed Action/ Revised Article**
Clause l of Article 1 under the heading "Interpretation"	"Seal" means the Common Seal for the time being of the Company or any other method of authentication of documents, as specified under the Act or Rules. "A Group" shall mean DCM Shriram Industries Limited represented through its nominee/s on the Board of the Company.	To be deleted

	All the rights of "A group" under these "Articles" shall be exercisable by the nominee/s of DCM Shriram Industries Limited on the Board of the Company duly authorized by the Board of DCM Shriram Industries Limited in writing in this regard.	
Clause II of Article 2(ii) under the heading "Share capital and variation of rights"	Every certificate shall specify the shares to which it relates and the amount paid up thereon and shall be signed by two directors or by a director and the company secretary, wherever the company has appointed a company secretary: Provided that in case the company has a common seal it shall be affixed in the presence of the persons required to sign the certificate.	Every certificate shall specify the shares to which it relates and the amount paid up thereon and shall be signed by two directors or by a director and the company secretary, wherever the company has appointed a company secretary.
Article 66(i) under the heading "Proceedings of the Board"	Save as otherwise expressly provided in the Act, questions arising at any meeting of the Board shall be decided by a majority of votes, provided that such majority shall in any and all cases include affirmative vote of at least one of the director representing "A Group".	Save as otherwise expressly provided in the Act, questions arising at any meeting of the Board shall be decided by a majority of votes.
Article 68(i) under the heading "Proceedings of the Board"	The Board may elect a Chairperson of its meetings and determine the period for which he is to hold office. Subject to the requirements of the Act and the Rules, the Board shall appoint a Chairman and a Vice-Chairman of the Board. In the absence of Chairman, the Vice Chairman shall act as Chairman. So long as "A Group" is a member of the Company, the Chairman appointed by the Board shall be a Director nominated or designated by "A Group" pursuant to the provisions of these Articles, unless "A Group" agrees otherwise.	The Board may elect a Chairperson of its meetings and determine the period for which he is to hold office. Subject to the requirements of the Act and the Rules, the Board shall appoint a Chairman and a Vice-Chairman of the Board. In the absence of Chairman, the Vice Chairman shall act as Chairman.

Article 69 (i) under the heading "Proceedings of the Board"	The Board may, subject to the provisions of the Act, delegate any of its powers to committees consisting of such member or members of its body as it thinks fit. provided that so long as "A Group" is member of the Company, all Committees so appointed shall unless otherwise agreed to by the nominee of 'A Group' or required by law, have at least one Director representing 'A Group' as member.	The Board may, subject to the provisions of the Act, delegate any of its powers to committees consisting of such member or members of its body as it thinks fit.
Article 76(i) under the heading "The Seal"	The Board shall provide for the safe custody of the seal. (ii) The seal of the company shall not be affixed to any instrument except by the authority of a resolution of the Board or of a committee of the Board authorised by it in that behalf, and except in the presence of at least two directors and of the secretary or such other person as the Board may appoint for the purpose; and those two directors and the secretary or other person aforesaid shall sign every instrument to which the seal of the company is so affixed in their presence.	To be deleted

The Board recommends the resolution set forth in Item No. 2 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 Special resolution set out at Item No. 2 for the approval of the Members, except to the extent of their shareholding if any, in the Company.

By Order of the Board

Sd/-
(Kokila Arora)
Company Secretary & Compliance Officer
Membership No.: ACS 21670

Place: New Delhi
Date: November 14, 2026