25th September, 2026

The Manager,
Listing Department,
National Stock Exchange of India Ltd,
Exchange Plaza,
Plot No. – C – 1, G Block,
Bandra – Kurla Complex,
Bandra (East),
Mumbai – 400051

NSE Code: PCBL

The General Manager,
Department of Corporate Services,
BSE Limited,
1st Floor, New Trading Ring,
Rotunda Building,
P.J. Towers,
Dalal Street, Fort,
Mumbai – 400001

BSE Code (Equity): 506590
BSE Code (Debt): 975353

Dear Sir,

Sub: Minutes of the proceedings of the 65th Annual General Meeting ('AGM') held on Tuesday, the 22nd day of September, 2026

Pursuant to Regulations 30 and 51(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are pleased to enclose herewith a copy of the Minutes of the proceedings of the 65th AGM of the Company held on Tuesday, the 22nd day of September, 2026 through Video Conferencing / Other Audio Visual Means (OAVM) facility. The same is also being uploaded on the Company's website at www.pcblltd.com .

We request you to take the afore-mentioned information in record and oblige.

Yours faithfully,
For **PCBL Chemical Limited**

KAUSHIK MUKHERJEE
Digitally signed by KAUSHIK MUKHERJEE
DN: cn=KAUSHIK MUKHERJEE c=IN o=Personal
Reason: I am the author of this document
Location:
Date: 2026-09-25 17:42+05:30

Kaushik Mukherjee
Company Secretary and Chief Legal Officer

Enclo: As above

PCBL CHEMICAL LIMITED

Minutes of the proceedings of the Sixty-fifth Annual General Meeting of the Members of PCBL Chemical Limited held on Tuesday, the 22nd day of September, 2026 which commenced at 11:30 A.M. (IST) and concluded at 12:05 P.M. (IST) through Video Conferencing ("VC") facility.

PRESENT

DIRECTORS	:	DR. SANJIV GOENKA – CHAIRMAN MR. NILESH KOUL – MANAGING DIRECTOR MR. SHASHWAT GOENKA MRS. PREETI GOENKA MS. SNEH LATA MR. T C SUSEEL KUMAR MR. K JAIRAJ DR. S RAVI MR. UMANG KANORIA
COMPANY SECRETARY & CHIEF LEGAL OFFICER	:	MR. KAUSHIK MUKHERJEE
CHIEF FINANCIAL OFFICER	:	MR. RAJ KUMAR GUPTA

An aggregate of 129 Members attended the Annual General Meeting ('AGM or Meeting') through VC/OAVM facility, out of which 6 Members were represented by their authorized representatives at the Meeting through the afore-mentioned VC/OAVM facility.

Representatives of the Statutory Auditors and the Secretarial Auditors were also present in the Meeting.

CHAIRMAN

Dr. Sanjiv Goenka, Chairman of the Board was in the Chair in accordance with Article 66 of the Articles of Association of the Company.

The Chairman informed that the AGM was being held through Video Conferencing in compliance with the circulars issued by the Ministry of Corporate Affairs and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Company had also provided live webcast of the proceedings of the Meeting.

The Chairman further informed that in case of any connectivity problem for him at any point of time, as per decision of the Board of Directors of the Company, Mr. Nilesh Koul, Managing Director or failing him Mr. T. C. Suseel Kumar, Non-Executive Independent Director would conduct rest of the proceedings of the Meeting.

QUORUM

Necessary quorum being present, the Chairman declared the Meeting open and welcomed the Members.

STATUTORY REGISTERS, STATUTORY AUDIT REPORT AND SECRETARIAL AUDIT REPORT

The Statutory Registers of the Company maintained pursuant to the applicable provisions of the Companies Act, 2013 and Report of the Statutory Auditors and the Secretarial Auditors, copies whereof were part of the Integrated Report for the year 2025-26 and other necessary documents, required to be available during the AGM were made available for inspection at the website of National Securities Depository Limited ('NSDL').

BRIEFING ABOUT THE RULES

The Company Secretary greeted the Members and briefed them about the procedure relating to the virtual AGM. He informed that the Company had provided the Members the facility to cast their votes electronically, on all the 4 items of business(es) set forth in the Notice through Remote e-voting prior to the AGM and through e-voting system during the AGM using the platform provided by NSDL. The said facility of Remote e-voting commenced at 9:00 A.M. (IST) on Saturday, 19th September, 2026 and concluded at 5:00 P.M. (IST) on Monday, 21st September, 2026. Further, on 22nd September, 2026, the day of the 65th AGM, the facility of e-voting was also provided by the Company to its Members present through VC/OAVM facility, who did not cast their votes through Remote e-voting. It was informed that Mr. Anjan Kumar Roy, Practising Company Secretary, (Membership No. – FCS 5684) was appointed as the Scrutinizer to scrutinize the Remote e-voting process prior to the AGM and through e-voting system during the AGM in a fair and transparent manner and he had joined the Meeting. Also, Mr. J.P Yadav had joined the Meeting as representative of Statutory Auditors, M/s. S R Batliboi & Co, LLP.

It was further informed by the Company Secretary that there would be no voting by show of hands. No result would be declared at the Meeting. He also informed that the Company had received requests from some Members to pre-register themselves as speakers at the Meeting and accordingly, they would be invited to ask questions or express their views when their names are called out by the Chairman after all the items of business(es) are taken up. Members were requested to keep their questions/suggestions brief. The Company Secretary then requested the Chairman to conduct rest of the proceedings of the Meeting.

NOTICE

The Chairman then took up the formal proceedings of the AGM. The Notice dated 30th April, 2026 convening the 65th AGM together with Financial Statements and Boards' Report, were taken as read with the consent of the Members present.

CHAIRMAN'S SPEECH

The Chairman then addressed the Members and informed that the last year was a challenging year but this year promises to be a good year. He further added and said that the circumstances are challenging but a lot of internal changes and transformation are leading to better results, better capacity utilization and better R&D, which would improve the margins. He further added by saying that the Company is steadily increasing its capacities in commodity blacks, more importantly in specialty blacks and in chemicals. With a steady expansion and change in product mix towards value added products, the Company is noticing a steady and definite shift in contributions. He also said that the geopolitical situations are not very conducive in terms of the raw material supplies. He concluded by saying that the battery chemicals plant is getting ready and products are under trial with various consumers and that once the battery chemicals plant becomes fully operational after receiving approvals from all customers, it could be a significant bottom line accretive business to the Company.

AGENDA ITEMS

The Chairman then took up the Agenda items as mentioned in the Notice and moved the following Resolutions:

Resolution No. 1 (As an Ordinary Resolution)

"Resolved that the Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2026 and the Reports of the Board of Directors and the Auditors thereon, and the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2026 and the Report of the Auditors thereon, as circulated to the Members, be and are hereby considered and adopted."

Resolution No. 2 (As an Ordinary Resolution)

"Resolved that the Interim Dividend @ 600% (i.e. Rs. 6.00/-) per equity share of Re. 1/- each already paid during the year as Interim Dividend for the Financial Year 2025-26 be and is hereby noted and confirmed."

Resolution No. 3 (As an Ordinary Resolution)

The Chairman requested Mr. Nilesh Koul, Managing Director of the Company for taking up the Item No. 3 of the Notice as the same involved the re-appointment of Dr. Sanjiv Goenka.

Mr. Nilesh Koul then took up the said Item.

"Resolved that in accordance with the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), read with the Articles of Association of the Company, Dr. Sanjiv Goenka (DIN: 00074796), who retires by rotation as a Director at this Annual General Meeting, and being eligible, offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company whose period of office shall be liable to determination by retirement of Directors by rotation."

Mr. Nilesh Koul thereafter requested the Chairman, Dr. Sanjiv Goenka to conduct the rest of the proceedings of the Meeting.

The Chairman then took up the Item No. 4.

Resolution No. 4 (As an Ordinary Resolution)

"Resolved that pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013, read with the Rules framed thereunder and other applicable laws (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the remuneration of Rs. 5,50,000/- (plus applicable goods and services tax and re-imbursement of out of pocket expenses) to be paid to M/s. Shome & Banerjee, Cost Accountants, the Cost Auditors of the Company, having Firm Registration Number: 000001, appointed by the Board of Directors of the Company on the recommendation of the Audit Committee, as Cost Auditors of the Company to conduct audit of the cost records maintained by the Company as prescribed under the Companies

(Cost Records and Audit) Rules, 2014, as amended from time to time, for the Financial Year ending 31st March, 2027, be and is hereby ratified and confirmed.

Resolved further that**,** the Board of Directors and/or the Company Secretary of the Company be and is hereby authorised to do all such acts, deeds and things and to take all such steps as may be necessary, proper or expedient for the purpose of giving effect to this Resolution."

MEMBERS' VIEWS/QUERIES

The Chairman then invited the Members who had pre-registered themselves as speakers in the order in which they had pre-registered themselves. The Members raised their queries mainly relating to the Company's current growth strategy, slowdown in demand on account of the ongoing geopolitical tensions, how are the geopolitical developments impacting the Company's supply chain and what are the key risks involved therein, planning of the Company to enter into new segments, the Company's overall ESG strategy and how is the Company planning to integrate ESG across the value chain, AI-integration in the business and the measures that the Company is taking to strengthen its Cyber security, updates on Aquapharm business and the R&D initiatives that the Company is undertaking.

The Chairman replied to the queries/comments comprehensively. He also acknowledged the continued support and engagement of stakeholders.

CONCLUDING REMARKS

The Chairman informed the Members that the Voting Results along with the Scrutinizer's Report will be made available to the Stock Exchanges within 2 working days from the date of the AGM and will be posted on the website of the Company at www.pcblltd.com and on the website of NSDL, the authorized agency for providing the e-voting facility.

The Chairman, thereafter, thanked the Members for attending the 65th AGM and declared the AGM closed. The meeting concluded at 12:05 P.M. including 15 minutes of the e-voting provided during AGM.

DECLARATION OF VOTING RESULTS

On the basis of the Scrutinizer's Report on the 'Remote Electronic Voting' and 'Electronic Voting during the AGM' submitted to the Chairman/Managing Director/Company Secretary, the results in respect of the Resolutions transacted at the 65th AGM of the Company, held on 22nd September, 2026 through Video Conferencing facility, were as follows:-

Item No. 1: ORDINARY RESOLUTION – (Adoption of Audited Standalone and Consolidated Financial Statements and Reports of Board of Directors and Auditors of the Company for the financial year ended 31st March, 2026)

Votes in Favour of the Resolution		**Votes Against the Resolution**		**Invalid votes**	**Remarks**
Nos.	**% of total number of valid votes**	**Nos.**	**% of total number of valid votes**	**Nos.**	
266727512	99.8002	533960	0.1998	Nil	Passed with requisite majority

<u>Item No. 2: ORDINARY RESOLUTION</u> – (To confirm and take on record the payment of Interim Dividend @ 600% i.e. Rs. 6.00 per equity share of Re. 1/- each already paid during the year as Interim Dividend for the Financial Year 2025-26)

Votes in Favour of the Resolution		**Vote Against the Resolution**		**Invalid votes**	**Remarks**
Nos.	**% of total number of valid votes**	**Nos.**	**% of total number of valid votes**	**Nos.**	
266908029	99.8242	469990	0.1758	Nil	Passed with requisite majority

<u>Item No. 3: ORDINARY RESOLUTION</u> – [To appoint a Director in place of Dr. Sanjiv Goenka (holding DIN: 00074796), who retires by rotation and, being eligible, offers himself for re-appointment]

Votes in Favour of the Resolution		**Vote Against the Resolution**		**Invalid votes**	**Remarks**
Nos.	**% of total number of valid votes**	**Nos.**	**% of total number of valid votes**	**Nos.**	
266353315	99.6164	1025694	0.3836	Nil	Passed with requisite majority

<u>Item No. 4: ORDINARY RESOLUTION</u> – (Ratification of Remuneration payable to M/s. Shome & Banerjee, Cost Auditor of the Company for financial year ending 31 March, 2027)

Votes in Favour of the Resolution		**Vote Against the Resolution**		**Invalid votes**	**Remarks**
Nos.	**% of total number of valid votes**	**Nos.**	**% of total number of valid votes**		
267369528	99.9968	8571	0.0032	Nil	Passed with requisite majority

The aforesaid voting results were declared on 22nd September, 2026 and were posted on Company's website at www.pcblltd.com. The same were also disseminated to NSDL and Stock exchanges i.e. National Stock Exchange of India Ltd. and BSE Limited.

SD/-
S. GOENKA

<u>CHAIRMAN</u>