

NOTICE

NOTICE is hereby given that the 35th Annual General Meeting of **Caprolactam Chemicals Limited** will be held on Tuesday the 24th September, 2024 at 11:30 a.m. through Video Conference/Other Audio-Visual Means, to transact the following businesses.

The venue of the meeting shall be deemed to be the Registered Office of the Company at B-31 MIDC, Industrial Area, Mahad, Dist: Raigad, Maharashtra, India, 402302:

ORDINARY BUSINESS:

1. To consider and adopt the Annual Audited Financial Statements of the Company for the financial year ended 31st March, 2024 together with the reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mrs. Zaver Shankarlal Bhanushali (DIN: 00663374), who retires by rotation in terms of section 152(6) and being eligible offers her candidature for re appointment.

SPECIAL BUSINESS:

3. To approve appointment of Mr. Viren Jaysukhlal Jasani (DIN: 09445555) as an Independent Director, not laible to retire by rotation, for the first term of 5 years

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 152, 160 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Rules framed thereunder read with Schedule IV to the Act and Regulation 17(1) and any other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the Listing Regulations”) (including any statutory amendment(s), modification(s) or re-enactment thereof, for the time being in force), Mr. Viren Jaysukhlal Jasani having DIN 09445555 who qualifies for being appointed as an Independent Director and in respect of whom the Company has received a notice in writing under Section 160 from a member proposing his candidature for the office of Directors of the Company and who has given a declaration that he meets the criteria of independence as per Section 149(6) of the Act and rules framed thereunder and Regulation 16(1) (b) the Listing Regulations and eligible for appointment be and is hereby appointed as an Independent Director of the Company to hold office for a first term of five (5) consecutive years, that is, 24th September, 2024 to 23rd September, 2029 and shall not be liable to retire by rotation.

RESOLVED FURTHER THAT any Director or the Key Managerial Personnel of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things and take all such steps as may be necessary, proper or expedient for appointment of Mr. Viren Jaysukhlal Jasani (DIN: 09445555), as a Non-Executive Independent Director of the Company.”

4. To approve appointment of Mr. Kamlesh Damji Joisher (DIN :00510086) as an Independent Director, not laible to retire by rotation, for the first term of 5 years

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 152, 160 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Rules framed thereunder read with Schedule IV to the Act and Regulation 17(1) and any other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the Listing Regulations”) (including any statutory amendment(s), modification(s) or re-enactment thereof, for the time being in force), Mr. Kamlesh Damji Joisher having DIN 00510086

who qualifies for being appointed as an Independent Director and in respect of whom the Company has received a notice in writing under Section 160 from a member proposing his candidature for the office of Directors of the Company and who has given a declaration that he meets the criteria of independence as per Section 149(6) of the Act and rules framed thereunder and Regulation 16(1) (b) the Listing Regulations and eligible for appointment be and is hereby appointed as an Independent Director of the Company to hold office for a first term of five (5) consecutive years, that is, 24th September, 2024 to 23rd September, 2029 and shall not be liable to retire by rotation.

RESOLVED FURTHER THAT any Director or the Key Managerial Personnel of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things and take all such steps as may be necessary, proper or expedient for appointment of Mr. Kamlesh Damji Joisher (DIN :00510086) as a Non-Executive Independent Director of the Company.”

Registered Office:
B-31 MIDC, Industrial Area,
Mahad, Dist: Raigad,
Maharashtra, India, 402302

Date: 29.08.2024
Place: Mahad

For and on behalf of the Board
Caprolactam Chemicals Limited
CIN: L24110MH1988PLC049683

Sd/-
Zaver S Bhanushali
Managing Director
DIN - 00663374

