



Reliance Chemotex Industries Limited

Registered Office: Village Kanpur, Post Box No.73, Udaipur, Rajasthan, 313003

CIN: L40102RJ1977PLC001994

Tel: +91 (0) 294 2491489 ; +91 (0) 294 2491490 | Fax: +91 (0) 294 2490067

E-mail: cs@reliancechemotex.com | Website: www.reliancechemotex.com

POSTAL BALLOT NOTICE

(Pursuant to Section 110 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time)

Dear Member(s),

Notice is hereby given to the members of Reliance Chemotex Industries Limited (**the "Company"**) that pursuant to the provisions of Sections 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 (**the "Act"**) read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 (**the "Rules"**) (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), read with General Circular Nos. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 20, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 08, 2021, 03/2022 dated May 05, 2022, 11/2022 dated December 28, 2022 and 09/2023 dated September 25, 2023 issued by the Ministry of Corporate Affairs (**"MCA"**) (hereinafter collectively referred to as **"MCA Circulars"**), Regulation 44 and other applicable provisions, if any of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (**"Listing Regulations"**), read with applicable circulars under the Act and Listing Regulations, Secretarial Standard on General Meetings (**"SS-2"**) issued by the Institute of Company Secretaries of India and notified by MCA, the Articles of Association of the Company and subject to other applicable laws, rules and regulations, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the Company hereby seeks your approval in respect of the special businesses as set out hereunder by passing resolutions through postal ballot (**"the Postal Ballot"**) by way of remote e-voting (**"e-voting"**) process.

Pursuant to Sections 102, 110 and other applicable provisions of the Act an Explanatory Statement pertaining to the said resolutions setting out the material facts and the reasons/rationale thereof is annexed hereto for your consideration and forms part of this Postal Ballot notice (**"the Notice"** or **"the Postal Ballot Notice"**).

In compliance with Regulation 44 of the Listing Regulations and pursuant to the provisions of Sections 108 and 110 of the Act read with the rules framed thereunder and the MCA Circulars and SS-2, the manner of voting on the proposed resolutions is restricted only to e-voting i.e., by casting votes electronically instead of submitting postal ballot forms physically. The postal ballot notice and instructions for e-voting are being sent only through electronic mode to those

Members whose email addresses are registered with the Company/ Registrar and Transfer Agent (“**RTA**”) / depository participant(s). Accordingly, a hard copy of the Postal Ballot Notice along with Postal Ballot Forms and a pre-paid business envelope will not be sent to the members for this Postal Ballot. This Postal Ballot is accordingly being initiated in compliance with the above MCA Circulars. The details of the procedure to cast the vote form part of the ‘Notes’ to this Notice.

The Board of Directors has appointed CS Mr. Rahul Sharma (FCS: 9611, CP. no.: 18440) proprietor of Rahul S & Associates, Jaipur, Practicing Company Secretary, as ‘Scrutinizer’ for conducting the Postal Ballot e-voting process in a fair and transparent manner in accordance with the provisions of the Act and the rules made thereunder.

In compliance with the provisions of Sections 108 and 110 of the Act read with Rules 20 and 22 of the Rules, Regulation 44 of the Listing Regulations, and SS-2, the Company is pleased to provide an e-voting facility to its Members, to enable them to cast their votes electronically. The detailed procedure with respect to e-voting is mentioned in this Notice.

The Company has engaged the services of the National Securities Depository Limited (“**NSDL**”) for providing e-voting facility to its members. The Company has made necessary arrangements with Bigshare Services Pvt. Ltd., RTA to enable the Members to register their e-mail address. Those Members who have not yet registered their e-mail address are requested to register the same by following the procedure set out in this Postal Ballot Notice.

The members desiring to exercise their vote on the resolutions included in this notice of the Postal Ballot by electronic means i.e. through e-voting services provided by NSDL. **The e-voting period shall commence on Wednesday, April 10, 2024 at 09.00 A.M. (IST) and end on Thursday, May 09, 2024 at 05.00 P.M. (IST).** Members are requested to carefully read the instructions given in this Postal Ballot Notice and record their assent (FOR) or dissent (AGAINST) through the e-voting process not later than Thursday, May 09, 2024 at 05.00 P.M. (IST). E-voting will be blocked by NSDL immediately thereafter and voting will not be allowed beyond the said date and time.

Upon the completion of scrutiny of the votes, the Scrutinizer will submit his report to the Chairman or any other person authorized by the Chairman and the result of the voting by Postal Ballot will be announced not later than two (2) working days from the conclusion of the e-voting i.e. Monday, May 13, 2024.

The results of the Postal Ballot along with the Scrutinizer’s Report will be displayed on the website of the Company at www.reliancechemotex.com, on website of NSDL at www.evoting.nsd.com and will be displayed on the notice board of the Company at its Registered Office. The said results along with the Scrutinizer’s Report will simultaneously be communicated to the National Stock Exchange of India Ltd. (NSE) and BSE Ltd. (BSE) where the shares of the Company are listed. The proposed resolutions, if passed by the requisite majority of members, shall be deemed to have been passed on the last date of voting i.e. Thursday, May 09, 2024, in terms of SS-2. The resolutions passed by the members through Postal Ballot are deemed to have been passed as if the same have been passed at a general meeting of the members.

SPECIAL BUSINESS:

1. APPOINTMENT OF MRS. SRUTHY SREERAG NATH (DIN: 10479724) AS AN INDEPENDENT DIRECTOR OF THE COMPANY FOR A PERIOD OF 5 (FIVE) YEARS

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 161, Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with the Companies (Appointment and Qualifications of Directors) Rules, 2014 and Regulation 17, 25(2A) and other regulations, if any of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Articles of Association of the Company, Nomination and Remuneration Policy of the Company and based on the recommendations of the Nomination and Remuneration Committee and the Board of Directors of the Company, Mrs. Sruthy Sreerag Nath (DIN: 10479724), who was appointed as an Additional Director (in the category of Independent Director) on the Board of the Company w.e.f. April 01, 2024, who holds office upto the date of ensuing Annual General Meeting of the Company in terms of Section 161 of the Act and who meets the criteria of Independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations and in respect of whom the Company has received a notice in writing under Section 160 of the Act proposing her candidature for the office of Director of the Company, be and is hereby appointed as an Independent Director of the Company to hold office for a period of 5 (five) consecutive years with effect from April 01, 2024 to March 31, 2029 (both days inclusive) and that she shall not be liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby severally authorized to do all such acts, deeds and things and execute all such documents, instruments and writings on behalf of the Company as may be required and to give effect to the aforesaid resolution.”

2. APPOINTMENT OF MR. AMIT SUSHILKUMAR SABOO (DIN: 05311484) AS AN INDEPENDENT DIRECTOR OF THE COMPANY FOR A PERIOD OF 5 (FIVE) YEARS

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 161, Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with the Companies (Appointment and Qualifications of Directors) Rules, 2014, Regulation 17, 25(2A) and other regulations, if any of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Articles of Association of the Company, Nomination and Remuneration Policy of the Company, and based on the recommendations of the Nomination and Remuneration Committee and the Board of Directors of the Company, Mr. Amit Sushilkumar Saboo (DIN: 05311484), who was appointed as an Additional Director (in the category of Independent Director) on the Board of the Company w.e.f. April 01, 2024, who holds office upto the date of ensuing Annual General Meeting of the Company in terms of Section 161 of the Act and who meets the criteria of Independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the

Listing Regulations and in respect of whom the Company has received a notice in writing under Section 160 of the Act proposing his candidature for the office of Director of the Company, be and is hereby appointed as an Independent Director of the Company to hold office for a period of 5 (five) consecutive years with effect from April 01, 2024 to March 31, 2029 (both days inclusive) and that he shall not be liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby severally authorized to do all such acts, deeds and things and execute all such documents, instruments and writings on behalf of the Company as may be required and to give effect to the aforesaid resolution.”

3. APPOINTMENT OF MR. VIJAY KUMAR NAGAR (DIN: 10552319) AS A DIRECTOR (NON-EXECUTIVE, NON-INDEPENDENT) OF THE COMPANY

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

“**RESOLVED THAT** Mr. Vijay Kumar Nagar (DIN: 10552319), who was appointed as an Additional Director (Non-executive and Non-independent) by the Board of Directors with effect from April 01, 2024 on the recommendations of Nomination and Remuneration Committee under Section 152, 161 and other applicable provisions if any of the Companies Act, 2013 (“the Act”) read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) (including any statutory modification or re-enactment thereof for the time being in force) read with Articles of Association of the Company and in respect of whom the Company has received a notice in writing under Section 160 of the Act proposing his candidature for the office of Director of the Company, be and is hereby appointed as a Director (Non-executive and Non-independent) of the Company liable to retire by rotation.

RESOLVED FURTHER THAT pursuant to Regulation 17(1A) of the Listing Regulations, the consent of the members of the Company be and is hereby accorded to continue the directorship of Mr. Vijay Kumar Nagar (DIN: 10552319) who will attain the age of 75 (seventy five) years on August 17, 2027.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby severally authorized to do all such acts, deeds and things and execute all such documents, instruments and writings on behalf of the Company as may be required and to give effect to the aforesaid resolution.”

Place: Udaipur
Date: March 30, 2024

By the order of the Board of
Reliance Chemotex Industries Limited

Sd/-
Utkarsh Gaur
Company Secretary & Compliance
Officer
Membership No.: A60237

Registered Office: Village Kanpur, Post
Box No.73, Udaipur, Rajasthan, 313003

CIN: L40102RJ1977PLC001994

Tel: +91 (0) 294 2491489 ; +91 (0) 294
2491490 | Fax: +91 (0) 294 2490067

E-mail: cs@reliancechemotex.com |

Website: www.reliancechemotex.com

Notes:

1. The Explanatory Statement pursuant to section 102(1) read with Section 110 of the Act, setting out the material facts concerning to Resolutions are annexed hereto. Further, the relevant details, pursuant to Regulation 36(3) of the Listing Regulations and SS-2 respectively, in respect of the Director seeking appointment are also annexed hereto and form part of the Notice.
2. In compliance with the MCA Circulars, the Company is sending this Postal Ballot Notice to the Members in electronic form only. Accordingly, the communication of the assent or dissent of the Members would take place through e-voting only.
3. Members may note that as required under the provisions of Sections 108, 110 and other applicable provisions, if any, of the Act and the rules made thereunder as applicable in this regard and Regulation 44 of Listing Regulations, the Company has engaged the services of NSDL to provide e-voting facility to members of the Company.
4. The Postal Ballot Notice is being sent via email only to the Members of the Company, whose names appear in the Register of Members/the list of Beneficial Owners, as received from NSDL and Central Depository Services (India) Limited (CDSL) on **Friday, April 05, 2024 (“cut-off date”)**. Any person who is not a member as on the cut-off date should treat this Postal Ballot Notice for information purposes only. It is however, clarified that all the persons who are members of the Company as on the Cut-off Date and who may not have received notice due to non-registration of e-mail id shall also be entitled to vote in relation to the resolutions specified in this notice.
5. Dispatch of the Notice shall be deemed to be completed on the day on which the Company or NDSL sends out the Postal Ballot Notice by e-mail to the members of the Company.
6. Voting rights shall be reckoned on the paid-up value of shares registered in the name of the Member as on the **cut-off date i.e. Friday, April 05, 2024.**
7. Once the vote on the resolution is cast by the Members, the Members shall not be allowed to change it subsequently.
8. In compliance with Regulation 44 of the Listing Regulations and pursuant to the provisions of Sections 108 and 110 of the Act read with the rules framed thereunder and the MCA Circulars, the manner of voting on the proposed resolutions is restricted only to e-voting i.e., by casting votes electronically instead of submitting postal ballot forms physically. Accordingly, a physical copy of the Notice along with the Postal Ballot Form and pre-paid business reply envelope are not being sent to the Members for this Postal Ballot. The

communication of the assent or dissent of the Members would only take place through the e-voting system.

9. The members shall exercise their right to vote on the resolutions included in the notice of the Postal Ballot by electronic means i.e. through e-voting services provided by NSDL. The e-voting period shall commence on **Wednesday, April 10, 2024 at 09.00 A.M. (IST) and end on Thursday, May 09, 2024 at 05.00 P.M. (IST).**
10. The Scrutinizer will submit his report to the Chairman or any other person authorized by the Chairman after the completion of scrutiny of the e-voting, and the result of the e-voting by Postal Ballot will be announced not later than two (2) working from the conclusion of e-voting i.e. Monday, May 13, 2024 and will also be displayed on the Company website at www.reliancechemotex.com, on the website of NSDL at www.evoting.nSDL.com, and communicated to the stock exchanges and RTA.
11. The resolutions, if passed by the requisite majority of members through Postal Ballot, will be deemed to have been passed on the last date specified for voting i.e. Thursday, May 09, 2024. Further, resolutions passed by the members through postal ballot are deemed to have been passed as if the same have been passed at a General Meeting of the Members.
12. All material documents referred to in the explanatory statement will be available for inspection at the Registered Office of the Company during office hours on all working days from the date of dispatch until the last date for receipt of votes by e-voting. Alternatively, Members may also send their requests to shareholders@reliancechemotex.com from their registered e-mail address mentioning their names, folio numbers, DP ID and Client ID during the voting period of the postal ballot.
13. 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's RTA at investor@bigshareonline.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 dematerialised mode are requested to register / update their email addresses with the relevant Depository Participants.
14. This Postal Ballot notice is uploaded on the website of the Company i.e. www.reliancechemotex.com.
15. Contact details of the official responsible for addressing the grievances connected with the e-voting for the postal ballot: The Company Secretary, Reliance Chemotex Industries Limited, Village Kanpur, Post Box No.73, Udaipur, Rajasthan, 313003, E-mail: shareholders@reliancechemotex.com, Tel. No.: (0) 294 2491489.

PROCEDURE AND INSTRUCTIONS FOR E-VOTING:

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none">Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added 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 i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period.If you are 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.nsd.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. 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 i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.
4. 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



Individual Shareholders holding securities in demat mode with CDSL

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 users to login Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password.
2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies

	<p>where the evoting is in progress as per the information provided by company. On clicking the evoting 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 is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</p> <ol style="list-style-type: none"> 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. 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.
<p>Individual Shareholders (holding securities in demat mode) login through their depository participants</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</p>

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.

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

Login type	Helpdesk details
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.com or call at 022 - 4886 7000
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

B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. 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.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need to enter the ‘initial password’ and the system will force you to change your password.
 - c) How to retrieve your ‘initial password’?
 - (i) If your email ID is registered in your demat account or with the company, your ‘initial password’ is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open

the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

- (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a) Click on "**Forgot User Details/Password?**"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) **Physical User Reset Password?**" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
 7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
 8. Now, you will have to click on "Login" button.
 9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to csrahul@outlook.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "**Upload Board Resolution / Authority Letter**" displayed under "**e-Voting**" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "[Forgot User Details/Password?](#)" or "[Physical User Reset Password?](#)" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on : 022 - 4886 7000 or send a request to (Ms. Pallavi Matre) at evoting@nsdl.com

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to cs@reliancechemotex.com/investor@bigshareonline.com.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to cs@reliancechemotex.com/investor@bigshareonline.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

EXPLANATORY STATEMENT

(Pursuant to the provisions of Section 102 of the Companies Act, 2013)

Item No. 1:

Pursuant to the relevant provisions of the Companies Act, 2013 (the 'Act') and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'Listing Regulations'), in terms of the Nomination and Remuneration Policy of the Company, the Board of Directors, on the recommendation of Nomination and Remuneration Committee, at their meeting held on March 30, 2024 appointed Mrs. Sruthy Sreerag Nath (DIN: 10479724), as an Additional Director in the category of Independent Director of the Company for a period of five consecutive years with effect from April 01, 2024 under Section 149, 150, 152 and 161 read with Schedule IV of the Act, not liable to retire by rotation, subject to the approval of the members of the Company.

The Company has received the requisite disclosures/declarations from Mrs. Sruthy Sreerag Nath:

- (i) Consent to act as Director u/s 152 of the Act (Form DIR-2);
- (ii) Disclosure of interest u/s 184(1) of the Act (Form MBP-1);
- (iii) Declaration u/s 164 of the Act (Form DIR- 8) to the effect that she is not disqualified to become Director;
- (iv) Declaration of independence u/s 149(6) of the Act and as per the Listing Regulations;
- (v) Declaration pursuant to BSE Circular No. LIST/COMP/14/2018-19 dated June 20, 2018, and NSE Circular No. NSE/ CML/2018/24 dated June 20, 2018 that she has not been debarred from holding office of a Director by virtue of any Order passed by the Securities and Exchange Board of India or any other such authority.

The company has received a Notice u/s 160(1) of the Act from a shareholder of the Company proposing her candidature as Independent Director of the Company and all other necessary information/documents/declarations.

Mrs. Sruthy Sreerag Nath has confirmed that she is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualification of Directors) Rules, 2014, with respect to her registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs.

Mrs. Sruthy Sreerag Nath holds M.Sc - Artificial Intelligence and Machine Learning Ops from NMIMS Global Access School for Continuing Education, Mumbai, a M.Tech - Geotechnical Engineering from College of Engineering, Trivandrum and a B.Tech - Civil Engineering from PRS College of Engineering and Technology, Trivandrum

As per the provisions contained under Section 161 of the Act, the "Additional Director" so appointed shall hold office upto the date of the next Annual General Meeting or the last date on which the Annual General Meeting should have been held, whichever is earlier. However, pursuant to the amendment (effective from 1st January, 2022) to Regulation 17(1C) of Listing Regulations, every listed entity shall ensure that approval of members for the appointment of a person on the Board of Directors is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier. Therefore, approval of the members is sought for the appointment of Mrs. Sruthy Sreerag Nath, as an Independent Director of the Company.

In the opinion of the Board, Mrs. Sruthy Sreerag Nath fulfils the conditions for independence specified in the Act, the Rules made thereunder and the Listing Regulations and such other

laws / regulations for the time being in force, to the extent applicable to the Company. The Board is of the view that, given the knowledge and rich experience of Mrs. Sruthy Sreerag Nath, her appointment will be of immense benefit and in the best interest of the Company. The Board of Directors based on the recommendation of the Nomination and remuneration Committee considers the appointment of Mrs. Sruthy Sreerag Nath as an Independent Director for a period of five consecutive years with effect from April 01, 2024 up to March 31, 2029 (both days inclusive) and recommends the Special resolution as set out in the Notice for approval of Members.

All the material documents referred to in the Notice and Explanatory Statement such as the appointment letter, statutory forms etc. are available for inspection without any fee by the members at the Company's registered office during normal business hours on working days from the date of dispatch of the notice up to the last date of voting, i.e. Thursday, May 09, 2024.

A copy of the draft letter for the appointment of Mrs. Sruthy Sreerag Nath as an Independent Director setting out the terms and conditions is available for inspection without any fee by the members at the Company's registered office during normal business hours on working days up to Thursday, May 09, 2024.

The details, in terms of Regulation 36(3) of the Listing Regulations including Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India ("SS-2") are annexed as Annexure-1 and forms part of this notice.

Mrs. Sruthy Sreerag Nath is not related to any Director or any other Key Managerial Personal of the Company.

No Director, Key Managerial Personnel or their relatives except Mrs. Sruthy Sreerag Nath to whom the resolution relates is interested in or concerned with the resolution.

The Board recommends the special resolution set forth in this notice for the approval of Members.

Item No. 2:

Pursuant to the relevant provisions of the Companies Act, 2013 (the 'Act') and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'Listing Regulations'), in terms of the Nomination and Remuneration Policy of the Company, the Board of Directors, on the recommendation of Nomination and Remuneration Committee, in their meeting held on March 30, 2024 appointed Mr. Amit Sushilkumar Saboo (DIN: 05311484), as an Additional Director in the category of Independent Director of the Company for a period of five consecutive years with effect from April 01, 2024 under Section 149, 150, 152 and 161 read with Schedule IV of the Act, not liable to retire by rotation, subject to the approval of the members of the Company.

The Company has received the requisite disclosures/declarations from Mr. Amit Sushilkumar Saboo:

- (i) Consent to act as Director u/s 152 of the Act (Form DIR-2);
- (ii) Disclosure of interest u/s 184(1) of the Act (Form MBP-1);
- (iii) Declaration u/s 164 of the Act (Form DIR- 8) to the effect that he is not disqualified to become Director;
- (iv) Declaration of independence u/s 149(6) of the Act and as per the Listing Regulations;
- (v) Declaration pursuant to BSE Circular No. LIST/COMP/14/2018-19 dated June 20, 2018, and NSE Circular No. NSE/ CML/2018/24 dated June 20, 2018 that he has not

been debarred from holding office of a Director by virtue of any Order passed by the Securities and Exchange Board of India or any other such authority.

The company has received a Notice u/s 160(1) of the Act from a shareholder of the Company proposing his candidature as Independent Director of the Company and all other necessary information/documents/declarations.

Mr. Amit Sushilkumar Saboo has 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 his registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs.

Mr. Amit Sushilkumar Saboo is the Managing Director and CEO of Shapoorji Pallonji's Port business. Mr. Saboo also works in the Shapoorji Pallonji Group family office focusing on investments of the family in Infrastructure assets across the world including India.

Previously, Mr. Saboo was a Director Investments at 3i's \$1.2 billion India Infrastructure private equity fund. Mr. Saboo worked with a number of business across the infrastructure sector including Ports, Roads, Power Generation & Distribution and EPC. Mr. Saboo has deep knowledge of the infrastructure sector and strong relationships across developers, intermediaries, investors and the government. Previously Mr. Saboo was Director in KPMG's Advisory practice and spent 11 years with a large focus on Infrastructure.

Mr. Saboo is a Chartered Accountant and a commerce graduate from Sydneham College, University of Mumbai.

As per the provisions contained under Section 161 of the Act, the "Additional Director" so appointed shall hold office upto the date of the next Annual General Meeting or the last date on which the Annual General Meeting should have been held, whichever is earlier. However, pursuant to the amendment (effective from 1st January, 2022) to Regulation 17(1C) of Listing Regulations, every listed entity shall ensure that approval of members for the appointment of a person on the Board of Directors is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier. Therefore, approval of the members is sought for the appointment of Mr. Amit Sushilkumar Saboo, as an Independent Director of the Company.

In the opinion of the Board, Mr. Amit Sushilkumar Saboo fulfils the conditions for independence specified in the Act, the Rules made thereunder and the Listing Regulations and such other laws / regulations for the time being in force, to the extent applicable to the Company. The Board is of the view that, given the knowledge and rich experience of Mr. Amit Sushilkumar Saboo, his appointment will be of immense benefit and in the best interest of the Company. The Board of Directors based on the recommendation of the Nomination and remuneration Committee considers the appointment of Mr. Amit Sushilkumar Saboo as an Independent Director for a period of five consecutive years with effect from April 01, 2024 up to March 31, 2029 (both days inclusive) and recommends the Special resolution as set out in the Notice for approval of Members.

All the material documents referred to in the Notice and Explanatory Statement such as the appointment letter, statutory forms etc. are available for inspection without any fee by the members at the Company's registered office during normal business hours on working days from the date of dispatch of the notice up to the last date of voting, i.e. Thursday, May 09, 2024.

A copy of the draft letter for the appointment of Mr. Amit Sushilkumar Saboo as an Independent Director setting out the terms and conditions is available for inspection without any fee by the members at the Company's registered office during normal business hours on working days up to Thursday, May 09, 2024.

The details, in terms of Regulation 36(3) of the Listing Regulations including Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India ("SS-2") are annexed as Annexure-1 and forms part of this notice.

Mr. Amit Sushilkumar Saboo is not related to any Director or any other Key Managerial Personnel of the Company.

No Director, Key Managerial Personnel or their relatives except Mr. Amit Sushilkumar Saboo to whom the resolution relates is interested in or concerned with the resolution.

The Board recommends the special resolution set forth in this notice for the approval of Members.

Item No. 3:

Based on the recommendation of the Nomination and Remuneration Committee, the Board at its meeting held on March 30, 2024, appointed Mr. Vijay Kumar Nagar (DIN: 10552319), as an Additional Director (Non-Executive, Non-Independent) of the Company with effect from April 01, 2024. The said appointment is pursuant to Section 161 of the Companies Act, 2013 (the 'Act') and other applicable provisions (including any statutory modification or re-enactment thereof for the time being in force), if any, of the Act read with Articles of Association of the Company.

As per the provisions contained under Section 161 of the Act, the "Additional Director" so appointed shall hold office upto the date of the next Annual General Meeting or the last date on which the Annual General Meeting should have been held, whichever is earlier. However, pursuant to the amendment (effective from 1st January, 2022) to Regulation 17(1C) of Listing Regulations, every listed entity shall ensure that approval of members for the appointment of a person on the Board of Directors is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier. Therefore, approval of the members is sought for the appointment of Mr. Vijay Kumar Nagar, as Non-Executive, Non-Independent Director of the Company.

Mr. Vijay Kumar Nagar will during the term attain the age of seventy five years and as per Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, approval of shareholders by way of a special resolution is required for appointing or continuing the directorship of a person as a Non-Executive, Non-Independent Director who has attained seventy five years of age.

Mr. Vijay Kumar Nagar holds a Bachelor of Commerce from Calcutta University and is a transformational and result-oriented Finance & Accounting professional with around 37 years of extensive experience in Taxation, Internal Control and Corporate Compliance.

Mr. Vijay Kumar Nagar has Colossal experience in Client Relationship Management, Stakeholder Engagement and Change Management and Exemplary experience in Accounting and Auditing, Direct & Indirect Tax Laws and ERP implementation.

Considering the skills, qualifications and vast experience, the Nomination and Remuneration Committee and the Board considered that the association of Mr. Vijay Kumar Nagar as a Director of the Company will be highly beneficial to and in the interest of the Company. The

Board also opined that Mr. Vijay Kumar Nagar will add significant value to the Company. He will not receive any remuneration in the form of Commission from the Company. Mr. Vijay Kumar Nagar is not disqualified from being appointed as Director in terms of Section 164 of the Act and has given his consent to act as Director in Form DIR-2. The Company has received notice in writing under Section 160 of the Act proposing his candidature for the office of Non-Executive, Non-Independent Director of the Company.

All the material documents referred to in the Notice and Explanatory Statement such as the appointment letter, statutory forms etc. are available for inspection without any fee by the members at the Company's registered office during normal business hours on working days from the date of dispatch of the notice up to the last date of voting, i.e. Thursday, May 09, 2024.

The details, in terms of Regulation 36(3) of the Listing Regulations including Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India ("SS-2") are annexed as Annexure-1 and forms part of this notice.

Mr. Vijay Kumar Nagar is not related to any Director or any other Key Managerial Personal of the Company.

No Director, Key Managerial Personnel or their relatives except Mr. Vijay Kumar Nagar to whom the resolution relates is interested in or concerned with the resolution.

The Board recommends the special resolution set forth in this notice for the approval of Members.

Place: Udaipur
Date: March 30, 2024

By the order of the Board of
Reliance Chemotex Industries Limited

Sd/-
Utkarsh Gaur
Company Secretary & Compliance
Officer
Membership No.: A60237

Registered Office: Village Kanpur, Post
Box No.73, Udaipur, Rajasthan, 313003
CIN: L40102RJ1977PLC001994
Tel: +91 (0) 294 2491489 ; +91 (0) 294
2491490 | Fax: +91 (0) 294 2490067
E-mail: cs@reliancechemotex.com |
Website: www.reliancechemotex.com

Annexure-1**THE DETAILS, IN TERMS OF REGULATION 36(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 INCLUDING SECRETARIAL STANDARD ON GENERAL MEETINGS (“SS-2”) ARE ANNEXED AND FORMS PART OF THIS NOTICE****Details of directors seeking appointment/ re-appointment through postal ballot process**

Name of Director	Mrs. Sruthy Sreerag Nath	Mr. Amit Sushilkumar Saboo	Mr. Vijay Kumar Nagar
DIN	10479724	05311484	10552319
Date of Birth	13/06/1991	14/08/1974	17/08/1952
Age	32 years	49 years	71 years
Qualification	M.Sc - Artificial Intelligence and Machine Learning Ops from NMIMS Global Access School for Continuing Education, Mumbai, a M.Tech - Geotechnical Engineering from College of Engineering, Trivandrum and a B.Tech - Civil Engineering from PRS College of Engineering and Technology, Trivandrum	Chartered Accountant and a commerce graduate from Sydneham College, University of Mumbai.	Bachelor of Commerce from Calcutta University
Experience (including expertise in specific functional area)/ Brief Resume	Business Leadership and Management, Strategy Development Mrs. Sruthy Sreerag Nath holds M.Sc - Artificial Intelligence and Machine Learning Ops from NMIMS Global Access School for Continuing Education, Mumbai, a M.Tech - Geotechnical Engineering from College of Engineering, Trivandrum and a B.Tech - Civil Engineering from PRS College of Engineering and Technology, Trivandrum	Business Leadership and Management, Strategy Development Mr. Amit Sushilkumar Saboo is the Managing Director and CEO of Shapoorji Pallonji's Port business. Mr. Saboo also works in the Shapoorji Pallonji Group family office focusing on investments of the family in Infrastructure assets across the world including India. Previously, Mr. Saboo was a Director Investments at 3i's \$1.2 billion India	General Management, Finance and Risk Management, Corporate Governance and Compliance Manager Mr. Vijay Kumar Nagar holds a Bachelor of Commerce from Calcutta University and is a transformational and result-oriented Finance & Accounting professional with around 37 years of extensive experience in Taxation, Internal Control and Corporate Compliance. Mr. Vijay Kumar Nagar has Colossal

		<p>Infrastructure private equity fund. Mr. Saboo worked with a number of business across the infrastructure sector including Ports, Roads, Power Generation & Distribution and EPC. Mr. Saboo has deep knowledge of the infrastructure sector and strong relationships across developers, intermediaries, investors and the government. Previously Mr. Saboo was Director in KPMG's Advisory practice and spent 11 years with a large focus on Infrastructure.</p>	<p>experience in Client Relationship Management, Stakeholder Engagement and Change Management and Exemplary experience in Accounting and Auditing, Direct & Indirect Tax Laws and ERP implementation.</p>
Skills and capabilities required for the role and the manner in which the Directors meet the requirements	Please refer to the explanatory statement	Please refer to the explanatory statement	Please refer to the explanatory statement
Justification of his/her appointment	Please refer to the explanatory statement	Please refer to the explanatory statement	Please refer to the explanatory statement
Terms and Conditions of Appointment	As disclosed in the explanatory statement at item no. 1	As disclosed in the explanatory statement at item no. 2	As disclosed in the explanatory statement at item no. 3
Existing and Proposed Remuneration (including sitting fees, if any)	Existing remuneration last drawn is Nil. She will be paid sitting fee as per the Nomination and Remuneration Policy of the Company read with the provisions of the Act.	Existing remuneration last drawn is Nil. He will be paid sitting fee as per the Nomination and Remuneration Policy of the Company read with the provisions of the Act.	Existing remuneration last drawn is Nil. He will be paid sitting fee as per the Nomination and Remuneration Policy of the Company read with the provisions of the Act.
Date of first appointment on the Board	It is proposed to appoint Mrs. Sruthy Sreerag Nath as Independent Director for her first term on the	It is proposed to appoint Mr. Amit Sushilkumar Saboo as Independent Director for his first term on the	It is proposed to appoint Mr. Vijay Kumar Nagar as Non-Executive, Non-Independent Director for his first time on the

	Board and hence, these details are not applicable.	Board and hence, these details are not applicable.	Board and hence, these details are not applicable.
Shareholding in the Company including shareholding as a beneficial owner in listed entity	Nil	Nil	Nil
Relationship with other Directors/ Key Managerial Personnel/Manager	None	None	None
Number of meetings of the Board attended till the date of this postal ballot notice	Not Applicable	Not Applicable	Not Applicable
Directorships in other listed Companies (excluding foreign companies)	Nil	Nil	Nil
Membership/ Chairpersonship of Committees in other listed companies (excluding foreign companies)	Nil	Nil	Nil
Listed entities from which the Director has resigned from Directorship in last 3 (three) years	Nil	Nil	Nil