



FORM No. MGT-13 + E-Voting Report

Consolidated Report of Scrutinizer(s)

[Pursuant to Sections 108 & 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014 & Rule 20 of Companies (Management and Administration) Amendment Rules, 2015]

Consolidated Report of Scrutinizer: 50th Annual General Meeting

To,
The Chairman
M/s. Diamines and Chemicals Limited
CIN: L24110GJ1976PLC002905
Plot No. 13, PCC Area,
P.O. Petrochemicals,
Vadodara – 391350

Dear Sir,

Subject: 50th (Fiftieth) Annual General Meeting of the Equity Shareholders of M/s. Diamines and Chemicals Limited held on Wednesday, the 16th day of September, 2026 at 10.30 A.M. at the registered office of the Company at Plot No. 13, PCC Area, P. O. Petrochemicals, Vadodara – 391346, Gujarat.

A. Appointment as Scrutinizer:

We, Sandip Sheth & Associates, Practicing Company Secretaries, have been appointed by the resolution passed by Board of Directors of the Diamines and Chemicals Limited as Scrutinizer(s) pursuant to provisions of Section 108 & 109 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014, Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the purpose of scrutinizing the voting by poll & Remote E-voting taken on the below mentioned resolution(s), at the 50th (Fiftieth) Annual General Meeting of the Equity Shareholders of Diamines and Chemicals Limited held on Wednesday the 16th day of September, 2026 at 10.30 A.M. at the registered office of the Company at Plot No. 13 PCC Area, PO. Petrochemicals, Vadodara – 391350, Gujarat, India.

B. Dispatch of Notice:

The Company has represented to us that, as on 7th August, 2026 (Cut-off date of sending notice of AGM) there were total 13,105 (Thirteen Thousand One Hundred



and Five only) Members of the Company. However, the notice of 49th Annual General Meeting was sent to all the Members in the following manner:

- a) The Company's Registrar and Share Transfer Agents viz. MUFG Intime India Private Limited, Share Transfer Agent Limited has sent the notice of 50th Annual General Meeting by email on 13th August, 2026 to 11,147 (Eleven Thousand One Hundred and Forty Seven only) Members of the Company whose e-mails addresses were registered in the records of the Depository Participants/Company/MUFG Intime India Private Limited (RTA). A summarized statement of the e-mails sent on 13th August, 2026 is as under:

Sr. No.	Description	Date of Dispatch	Number of Records	
			No. of Emails	No. of Folios
1.	Total Registered Email Ids	13 th August, 2026	11,147	11,147
2.	No. of Emails Bounced Back	13 th August, 2026	1	1
3.	Total valid Emails Sent	13 th August, 2026	11,146	11,146
4.	Sent Through Post/Courier (Letters – Intimation AGM)		1,958	1,958
5.	Returned Undelivered		NIL	NIL

- a) As per Regulation 36 (1) (b) of the SEBI LODR, as amended, the web-link, including the exact path, where complete details of the Annual Report are available has been sent to those member(s) who have not registered their email address either with the Company or with your Depository Participant(s). Such letters have been sent to total 1,958 (One Thousand Nine Hundred and Fifty Eight only) Members through Ordinary Post (Indian Post) on 13th August, 2026.
- b) There were in total Nil undelivered envelopes containing the 50th Annual General Meeting notice/Annual Report of the Company. The Company has issued Annual Report copies by way of Courier/Registered Post, to those shareholders who made oral/written requests to the Company after the date of



dispatch. However, the Company has dispatched Annual Report in Physical mode to total 20 (Twenty) shareholders from whom the Company has received written request on different dates.

C. Newspaper Advertisement:

1. The dispatches were completed on 13th August, 2026 and as prescribed in Rule 20(4) (v) of the said Rules, the Company also published the notice through newspaper advertisement, Business Standard (English Language) and in Vadodara Samachar (Gujarati Language) newspapers on Friday, the 14th day of August, 2026.
2. The notice of the 50th Annual General Meeting along with Annual Report was placed on the website of the Company https://dacl.co.in/wp-content/uploads/2026/08/Annual_Report_2025_26_Final.pdf forthwith after the notice is sent to the members.

D. Other Relevant Factors For Remote E-Voting and Poll Process:

We assumed the office as Scrutinizer from the date of our appointment and in this connection we would like to bring to your kind attention the following aspects:

- a) The management of the Company is responsible to ensure the compliances with the requirements of the provisions of the Companies Act, 2013 and Rules relating to voting on the resolutions contained in the Notice to the 50th (Fiftieth) Annual General Meeting of the Equity Shareholders of the Company.
- b) Our responsibility as a scrutinizer for the voting process is restricted to make Scrutinizer's Report of the votes casted "in favour" or "against" the resolutions stated below, based on the scrutiny of the polling papers circulated at the Annual General Meeting and on the basis of the reports generated from the e-voting system provided by the MUFG Intime India Private Limited (MUFG Intime), the authorized agency to provide remote e-voting facility, appointed by the Company.
- c) All the specimen signatures of the members who have voted through physical mode have been verified with the specimen signature record maintained by the Company's Registrar and Share Transfer agents viz. MUFG Intime India Private Limited located at Geeta Kunj 1, Bhakti Nagar Society, Behind ABS Tower, Old Padra Road, Vadodara - 390015, and we have relied on the authentication/certification given by them for the same.



d) The voting rights in respect of 1,89,606 (One Lac Eighty Nine Thousand Six Hundred and Six only) Equity shares have been freezed since the same shares lying in/transferred to the Investor Education and Protection Fund Authority (Ministry of Corporate Affairs) in pursuance of applicable provisions of the Companies Act, 2013 and Rules made here under and voting rights in respect of 2,123 (Two Thousand One Hundred and Twenty Three Equity shares) and 16 (Sixteen) Shares have been freezed since the same were lying in Bonus Suspense account and Suspense Escrow Demat Account hence for the purpose of calculation of eligible vote cast, we have considered following parameters.

A. Paid Up Shares: 1,00,55,519 Equity Shares of Rs. 10/- each

B. Voting Rights Freezed for IEPF Shares: 1,89,606 Equity Shares of Rs. 10/- each

C. Voting Rights Freezed for Bonus Shares lying in Suspense Account: 2,123 Equity Shares of Rs. 10/- each

D. Voting Rights Freezed for shares held in Suspense escrow account: 16 Equity Shares of Rs. 10/- each

E. Eligible Shares for Voting: 98,63,774 Equity Shares (A (-) B (-) C) – (D)

We enclose the Scrutinizer's Report along with the relevant listings as follows:

A. Relating to Remote E-Voting:

- a) The remote e-voting period remained open from Saturday, the 12th day of September, 2026 @ 9.00 hours (IST) and ended on Tuesday, the 15th day of September,, 2026 @ 17.00 hours (IST).
- b) The members of the Company as on "cut-off" date viz. Wednesday, the 9th day of September, 2026, were entitled to vote on the resolutions stated in the Notice of the 50th (Fiftieth) Annual General Meeting
- c) The Votes casted were subsequently unblocked by us on 16th September, 2026 at 11.38 a.m. (after counting the votes cast at the Annual General Meeting) in the presence of two witnesses viz., Ms. Sakshi Jha and Ms. Prerna Kosthi, who are not in employment of the Company and electronic ballots were diligently scrutinized by us.



- d) The electronic ballots were reconciled with records maintained by the Company/Registrar and Transfer Agents of the Company and the authorization/proxies lodged with the Company.
- e) Particulars of all the Physical Ballot Forms received from the Members and e-voting data received from MUFG Intime India Private Limited (Instavote Platform) have been entered in a separate register maintained for the polling papers. Thereafter, the details of members, who have voted “For”, “Against” each of the resolutions permitted for remote e-voting, were prepared based on report generated from the e-voting website of MUFG Intime.

B. For Poll at the Annual General Meeting:

- a) The poll was conducted together on all the Item Nos. 1 to 8 the agenda at the Annual General Meeting at the end of discussion on all the resolutions.
 - b) The poll was conducted to enable the members of the Company who were present at the Annual General Meeting and could not cast their vote through Remote E-voting facility provided by the Company through MUFG Intime.
 - c) After ensuring that all the members who desire to cast their vote through poll have exercised their right to vote on poll and after seeking permission from the Chairman of the 50th (Fiftieth) Annual General Meeting, ballot box kept for polling was sealed in our presence with due identification marks.
 - d) The sealed ballot box was subsequently opened in our presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/Registrar and Transfer Agents of the Company and the authorization/proxies lodged with the Company.
 - e) The poll/ballot papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately. Moreover, poll papers of those members who already cast their vote through Remote E-Voting process were also required to be treated as invalid.
1. **In physical poll/ballot paper** out of total 38 (Thirty Eighty only) Members present at the Annual General Meeting physically, only 19 (Nineteen only) Members representing 10,93,186 (Ten Lacs Ninety Three Thousand One Hundred and Eighty Six only), have voted through physical ballot/poll at the time of Annual General Meeting. Out of the physical ballots, no ballot paper was



found to be invalid, whereas remaining Shareholders present at the meeting have not voted for all the resolutions and where as some shareholders have already voted through remote E Voting facility provided by the Company and hence they have not voted through poll/ballot paper at the time of Annual General Meeting.

With respect to **Resolution Nos. 1 to 8**, in physical ballot 19 (Nineteen only) Members representing 10,93,186 (Ten Lacs Ninety Three Thousand One Hundred and Eighty Six only) Equity Shares had given their consent in favour of all the resolutions.

2. **Whereas in E Voting for Resolution No. 1**, out of total 53 (Fifty Three) Shareholders holding 52,91,583 (Fifty Two Lacs Ninety One Thousand Five Hundred and Eighty Three only) Equity Shares, 52 (Fifty Two) Shareholders holding 50,00,185 (Fifty Lacs One Hundred and Eighty Five only) Equity Shares have voted in favor of the resolution while 1 (One) Shareholder holding 2,91,398 (Two Lacs Ninety One Thousand Three Hundred and Ninety Eight only) Equity Shares have voted against the resolution, Whereas in E Voting for **Resolution No. 2**, out of total 53 (Fifty Three) Shareholders holding 52,91,583 (Fifty Two Lacs Ninety One Thousand Five Hundred and Eighty Three only) Equity Shares, 50 (Fifty) Shareholders holding 49,99,946 (Forty Nine Lacs Ninety Nine Thousand Nine Hundred and Forty Six only) Equity Shares have voted in favor of the resolution while 3 (Three) Shareholders holding 2,91,637 (Two Lacs Ninety One Thousand Six Hundred and Thirty Seven only) Equity Shares have voted against the resolution, Whereas in E Voting for **Resolution No. 3**, out of total 53 (Fifty Three) Shareholders holding 52,91,583 (Fifty Two Lacs Ninety One Thousand Five Hundred and Eighty Three only) Equity Shares, 52 (Fifty Two) Shareholders holding 50,00,185 (Fifty Lacs One Hundred and Eighty Five only) Equity Shares have voted in favor of the resolution while 1 (One) Shareholder holding 2,91,398 (Two Lacs Ninety One Thousand Three Hundred and Ninety Eight only) Equity Shares have voted against the resolution, Whereas in E Voting for **Resolution No. 4**, out of total 53 (Fifty Three) Shareholders holding 52,91,583 (Fifty Two Lacs Ninety One Thousand Five Hundred and Eighty Three only) Equity Shares, 50 (Fifty) Shareholders holding 49,99,946 (Forty Nine Lacs Ninety Nine Thousand Nine Hundred and Forty Six only) Equity Shares have voted in favor of the resolution while 3 (Three) Shareholders holding 2,91,637



(Two Lacs Ninety One Thousand Six Hundred and Thirty Seven only) Equity Shares have voted against the resolution, Whereas in E Voting for **Resolution No. 5**, out of total 53 (Fifty Three) Shareholders holding 52,91,583 (Fifty Two Lacs Ninety One Thousand Five Hundred and Eighty Three only) Equity Shares, 50 (Fifty) Shareholders holding 49,99,946 (Forty Nine Lacs Ninety Nine Thousand Nine Hundred and Forty Six only) Equity Shares have voted in favor of the resolution while 3 (Three) Shareholders holding 2,91,637 (Two Lacs Ninety One Thousand Six Hundred and Thirty Seven only) Equity Shares have voted against the resolution, Whereas in E Voting for **Resolution No. 6**, out of total 53 (Fifty Three) Shareholders holding 52,91,583 (Fifty Two Lacs Ninety One Thousand Five Hundred and Eighty Three only) Equity Shares, 51 (Fifty One) Shareholders holding 49,99,949 (Forty Nine Lacs Ninety Nine Thousand Nine Hundred and Forty Nine only) Equity Shares have voted in favor of the resolution while 2 (Two) Shareholders holding 2,91,634 (Two Lacs Ninety One Thousand Six Hundred and Thirty Four only) Equity Shares have voted against the resolution, Whereas in E Voting for **Resolution No. 7**, out of total 53 (Fifty Three) Shareholders holding 52,91,583 (Fifty Two Lacs Ninety One Thousand Five Hundred and Eighty Three only) Equity Shares, 50 (Fifty) Shareholders holding 49,99,946 (Forty Nine Lacs Ninety Nine Thousand Nine Hundred and Forty Six only) Equity Shares have voted in favor of the resolution while 3 (Three) Shareholders holding 2,91,637 (Two Lacs Ninety One Thousand Six Hundred and Thirty Seven only) Equity Shares have voted against the resolution, Whereas in E Voting for **Resolution No. 8**, out of total 53 (Fifty Three) Shareholders holding 52,91,583 (Fifty Two Lacs Ninety One Thousand Five Hundred and Eighty Three only) Equity Shares, 50 (Fifty) Shareholders holding 49,99,946 (Forty Nine Lacs Ninety Nine Thousand Nine Hundred and Forty Six only) Equity Shares have voted in favor of the resolution while 3 (Three) Shareholders holding 2,91,637 (Two Lacs Ninety One Thousand Six Hundred and Thirty Seven only) Equity Shares have voted against the resolution.

Based on such scrutiny of the Remote E-voting and polling process, the result of the voting is as under:



Ordinary Resolution – 1: Adoption and consideration of the Audited Standalone and Consolidated Financial statements for the year ended on 31st March, 2026.

(i) Voted in **favour** of the resolution:

	Number of members present (in person or by proxy)	Number of votes cast by them	% of total Number of valid votes cast
Remote E-voting	52	50,00,185	94.49%
Voting by Poll	19	10,93,186	100%
Total	71	60,93,371	

(ii) Voted **against** the resolution:

	Number of members present (in person or by proxy)	Number of votes cast by them	% of total Number of valid votes cast
Remote E-voting	1	2,91,398	5.51%
Voting by Poll	0	0	0%
Total	1	2,91,398	

(iii) **Invalid votes:**

	Number of members present (in person or by proxy)	Number of votes cast by them
Remote E-voting	0	0
Voting by Poll	0	0
Total	0	

Results: As number of votes cast in favour of the Resolution is more than the number of votes cast against, we report that the Ordinary Resolution as set forth in AGM Notice dated 18th May, 2026 be considered as carried by the requisite majority.



Ordinary Resolution – 2: Appointment of a Director in place of Mr. Tanmay Godiawala Mr. Rajendra Chhabra (DIN: 07084668), who retires by rotation and being eligible, offers himself for re-appointment.

(i) Voted in **favour** of the resolution:

	Number of members present (in person or by proxy)	Number of votes cast by them	% of total Number of valid votes cast
Remote E-voting	50	49,99,946	94.49%
Voting by Poll	19	10,93,186	100%
Total	69	60,93,132	

(ii) Voted **against** the resolution:

	Number of members present (in person or by proxy)	Number of votes cast by them	% of total Number of valid votes cast
Remote E-voting	3	2,91,637	5.51%
Voting by Poll	0	0	0%
Total	3	2,91,637	

(iii) **Invalid votes:**

	Number of members present (in person or by proxy)	Number of votes cast by them
Remote E-voting	0	0
Voting by Poll	0	0
Total	0	

Results: As number of votes cast in favour of the Resolution is more than the number of votes cast against, we report that the Ordinary Resolution as set forth in AGM Notice dated 18th May, 2026 be considered as carried by the requisite majority.



Ordinary Resolution – 3: Ratification of remuneration of Cost Auditor.

(i) Voted in **favour** of the resolution:

	Number of members present (in person or by proxy)	Number of votes cast by them	% of total Number of valid votes cast
Remote E-voting	52	50,00,185	94.49%
Voting by Poll	19	10,93,186	100%
Total	71	60,93,371	

(ii) Voted **against** the resolution:

	Number of members present (in person or by proxy)	Number of votes cast by them	% of total Number of valid votes cast
Remote E-voting	1	2,91,398	5.51%
Voting by Poll	0	0	0%
Total	1	2,91,398	

(iii) **Invalid votes:**

	Number of members present (in person or by proxy)	Number of votes cast by them
Remote E-voting	0	0
Voting by Poll	0	0
Total	0	

Results: As number of votes cast in favour of the Resolution is more than the number of votes cast against, we report that the Ordinary Resolution as set forth in AGM Notice dated 18th May, 2026, be considered as carried by the requisite majority.



Special Resolution – 4: Reappointment of Mr. Tanmay Godiawala (DIN: 07084668) as a Director.

(i) Voted in **favour** of the resolution:

	Number of members present (in person or by proxy)	Number of votes cast by them	% of total Number of valid votes cast
Remote E-voting	50	49,99,946	94.49%
Voting by Poll	19	10,93,186	100%
Total	69	60,93,132	

(ii) Voted **against** the resolution:

	Number of members present (in person or by proxy)	Number of votes cast by them	% of total Number of valid votes cast
Remote E-voting	3	2,91,637	5.51%
Voting by Poll	0	0	0%
Total	3	2,91,637	

(iii) **Invalid votes:**

	Number of members present (in person or by proxy)	Number of votes cast by them
Remote E-voting	0	0
Voting by Poll	0	0
Total	0	

Results: As number of votes cast in favour of the Resolution is more than the number of votes cast against, we report that the Special Resolution as set forth in AGM Notice dated 18th May, 2026, be considered as carried by the requisite majority.



Special Resolution – 5: Reappointment of Mr. Rajendra Chhabra as a Non-Executive Director in the category of professional Director

(i) Voted in **favour** of the resolution:

	Number of members present (in person or by proxy)	Number of votes cast by them	% of total Number of valid votes cast
Remote E-voting	50	49,99,946	94.49%
Voting by Poll	19	10,93,186	100%
Total	69	60,93,132	

(ii) Voted **against** the resolution:

	Number of members present (in person or by proxy)	Number of votes cast by them	% of total Number of valid votes cast
Remote E-voting	3	2,91,637	5.51%
Voting by Poll	0	0	0%
Total	3	2,91,637	

(iii) **Invalid votes:**

	Number of members present (in person or by proxy)	Number of votes cast by them
Remote E-voting	0	0
Voting by Poll	0	0
Total	0	

Results: As number of votes cast in favour of the Resolution is more than the number of votes cast against, we report that the Special Resolution as set forth in AGM Notice dated 18th May, 2026, be considered as carried by the requisite majority.



Special Resolution – 6: To approve payment of Remuneration of Mr. Rajendra Chhabra as Non-Executive Director in the category of Professional Director exceeding fifty per cent of the total Remuneration/Compensation/fees payable to all the other Non-Executive of the Company for the Financial Year 2026-2027

(i) Voted in **favour** of the resolution:

	Number of members present (in person or by proxy)	Number of votes cast by them	% of total Number of valid votes cast
Remote E-voting (Refer Note – 1)	51	49,99,949	94.49%
Voting by Poll	19	10,93,186	100%
Total	70	60,93,135	

(ii) Voted **against** the resolution:

	Number of members present (in person or by proxy)	Number of votes cast by them	% of total Number of valid votes cast
Remote E-voting	2	2,91,634	5.51%
Voting by Poll	0	0	0%
Total	2	2,91,634	

(iii) **Invalid votes:**

	Number of members present (in person or by proxy)	Number of votes cast by them
Remote E-voting	0	0
Voting by Poll	0	0
Total	0	

Results: As number of votes cast in favour of the Resolution is more than the number of votes cast against, we report that the Special Resolution as set forth in AGM Notice dated 18th May, 2026, be considered as carried by the Special majority.



Special Resolution – 7: To Approve payment of Remuneration of Mr. Rajendra Chhabra as Non-Executive Director in the category of Professional Director exceeding fifty per cent of the total Remuneration/compensation/fees payable to all other Non-Executive Director of the Company for the financial year 2027-28:

(i) Voted in **favour** of the resolution:

	Number of members present (in person or by proxy)	Number of votes cast by them	% of total Number of valid votes cast
Remote E-voting	50	49,99,946	94.49%
Voting by Poll	19	10,93,186	100%
Total	69	60,93,132	

(ii) Voted **against** the resolution:

	Number of members present (in person or by proxy)	Number of votes cast by them	% of total Number of valid votes cast
Remote E-voting	3	2,91,637	5.51%
Voting by Poll	0	0	0%
Total	3	2,91,637	

(iii) **Invalid votes:**

	Number of members present (in person or by proxy)	Number of votes cast by them
Remote E-voting	0	0
Voting by Poll	0	0
Total	0	

Results: As number of votes cast in favour of the Resolution is more than the number of votes cast against, we report that the Special Resolution as set forth in AGM Notice dated 18th May, 2026, be considered as carried by the special majority.



Special Resolution – 8: Commission to Non-Executive Directors

(i) Voted in **favour** of the resolution:

	Number of members present (in person or by proxy)	Number of votes cast by them	% of total Number of valid votes cast
Remote E-voting	50	49,99,946	94.49%
Voting by Poll	19	10,93,186	100%
Total	69	60,93,132	

(ii) Voted **against** the resolution:

	Number of members present (in person or by proxy)	Number of votes cast by them	% of total Number of valid votes cast
Remote E-voting	3	2,91,637	5.51%
Voting by Poll	0	0	0%
Total	3	2,91,637	

(iii) **Invalid votes:**

	Number of members present (in person or by proxy)	Number of votes cast by them
Remote E-voting	0	0
Voting by Poll	0	0
Total	0	

Results: As number of votes cast in favour of the Resolution is more than the number of votes cast against, we report that the Special Resolution as set forth in AGM Notice dated 18th May, 2026, be considered as carried by the special majority.



5. A Compact Disc (CD)/Excel Sheets and other supportive documents containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared "INVALID" for each resolution and also resolutions received from corporate shareholders etc. will be returned for safe keeping by our separate letter to the Company.
6. The electronic data, the poll/ballot papers and all other relevant records are under my safe custody and will be handed over to the Company Secretary authorized by the Board for safe keeping after Chairman considers, approves and signs the minutes of the Annual General Meeting.

Thanking you,

For, Sandip Sheth & Associates

Company Secretaries

UDIN: A032597H001507653

Firm Peer Review Regn. No: 8361/2026

PRASHANTBHAI
RAJENDRABHAI PRAJAPATI
RAJENDRABHAI
PRAJAPATI

Digitally signed by PRASHANTBHAI
RAJENDRABHAI PRAJAPATI
DN: c=IN, o=Personal, postalCode=380001,
st=Gujarat,
serialNumber=2E1AB50AC74DE964811A5B866
6BEDAB815E95D798E473F369302799F214DD7F
3, cn=PRASHANTBHAI RAJENDRABHAI
PRAJAPATI
Date: 2026.09.16 13:53:47 +05'30'

Mr. Prashant Prajapati

Partner

Membership No.: A32597

CP No.: 12531

Place: Vadodara

Date: 16th September, 2026

Countersigned by:

Amit

Mahendrakum

ar Mehta

Digitally signed by Amit
Mahendrakumar Mehta
Date: 2026.09.16
14:34:28 +05'30'

Shri Amit Mehta

Chairman

DIN: 00073907

