



Date: September 29, 2022

<b>The BSE Limited</b> Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400 001	<b>National Stock Exchange of India Ltd.</b> Exchange Plaza, Plot no. C/1, G Block, Bandra-Kurla Complex, Bandra (East) Mumbai - 400 051
<b>Scrip Code: 530117</b>	<b>Scrip Code: PRIVISCL</b>

**Sub: Scrutinizer's Report on the voting results of the business transacted at the 37<sup>th</sup> Annual General Meeting (AGM)**

Dear Sir,


Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 please find enclosed the Report of the Scrutinizer dated September 29, 2022, on the voting results of the business transacted at the 37<sup>th</sup> AGM of the Company held on September 28, 2022.

The Scrutinizer's report is also available on the website of the Company at [www.privi.com](http://www.privi.com) and on the website of Link Intime India Private Limited (<https://instavote.linkintime.co.in/>)

Kindly take the above on record.

Thanking You,

Yours Faithfully,  
For **Privi Speciality Chemicals Limited**

  
Ramesh Kathuria  
Company Secretary  
ACS: 11214  
Encl: As above



## PRIVI SPECIALITY CHEMICALS LIMITED

(Formerly known as Fairchem Speciality Limited)

**Knowledge Centre & Regd. Office :** Privi House, A-71, TTC, Thane Belapur Road, Near Kopar Khairane Railway Station, Navi Mumbai - 400 710. India | Tel. : +91 22 68713200 / 33043500 / 33043600 / 27783040 / 27783041 / 27783045  
Fax: +91 22 27783049 / 68713232 | Email: [enquiry@privi.co.in](mailto:enquiry@privi.co.in) | Web: [www.privi.com](http://www.privi.com) | CIN: L15140MH1985PLC286828

# *Rathi & Associates*

## COMPANY SECRETARIES

A-303, Prathamesh, 3rd Floor, Raghuvanshi Mills Compound, 11-12, Senapati Bapat Marg, Lower Parel (W), Mumbai - 400 013.  
Tel.: 4076 4444 / 2491 1222 • Fax : 4076 4466 • E-mail : associates.rathi8@gmail.com

29<sup>th</sup> September, 2022

The Chairman/Company Secretary  
Privi Speciality Chemicals Limited  
(Formerly known as Fairchem Speciality Limited)  
Plot No. A- 71 TTC, Thane  
Belapur Road, Near KoparKhairne  
Navi Mumbai – 400 709

Dear Sir,

Sub: Scrutinizer's Report on the Remote e-voting prior to and e-voting conducted during the 37<sup>th</sup> Annual General Meeting of the Members of Privi Speciality Chemicals Limited held on 28<sup>th</sup> September, 2022

Privi Speciality Chemicals Limited ("the Company") vide resolution of its Board of Directors dated 5<sup>th</sup> May, 2022 appointed the undersigned as the Scrutinizer to ensure that the process of remote e-voting prior to 37<sup>th</sup> Annual General Meeting ("AGM") and e-voting during the AGM on the resolutions contained in the Notice of the AGM, as prescribed under Section 108 of the Companies Act, 2013 ("the Act") as amended from time to time, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 placed for the approval of Members of the Company, be carried out in a fair and transparent manner.

The said meeting was held through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM") without the physical presence of the Members at a common venue and in compliance with Circular No. 14/2020 dated 8<sup>th</sup>, April, 2020 read with Circular Nos. 17/2020 dated 13<sup>th</sup> April, 2020, 20/2020 dated 5<sup>th</sup> May, 2020 and 02/2022 dated 5<sup>th</sup> May, 2022 (MCA Circulars) issued by the Ministry of Corporate Affairs ("MCA") along with Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022. The Company had also provided e-voting facility during the AGM to those Members who did not vote through remote e-voting facility prior to the AGM.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules made thereunder, relating to remote e-voting prior to and e-voting during the AGM on the resolutions contained in the aforesaid Notice of the AGM of the members of the Company. My responsibility as a Scrutinizer is to





scrutinize and ensure that the voting through remote e-voting prior to and e-voting during the AGM is done in a fair and transparent manner and to make a Consolidated Scrutinizer's Report of the votes cast "in favor" or "against" the resolutions, based on the reports generated from the remote e-voting prior to AGM and e-voting during the AGM as per the facility provided by Link Intime (India) Private Limited, the agency engaged by the Company to provide remote e-voting prior to and e-voting during the AGM.

As required under Section 101 of the Act, read with aforementioned circulars issued by MCA and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 issued by the Securities and Exchange Board of India, Notice of AGM along with Explanatory Statement under section 102 of the Act was sent to the Members by electronic means. Following resolutions were proposed for approval by remote e-voting prior to the AGM and e-voting during the AGM by the Members of the Company:

1. **Resolution No. 1** as an Ordinary Resolution to receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for Financial year ended March 31, 2022, along with the Directors' Report and Auditors' Report thereon.
2. **Resolution No. 2** as an Ordinary Resolution for declaration of Final Dividend of Rs. 2 (20%) per equity share of face value of Rs. 10 each for the financial year ended on March 31, 2022.
3. **Resolution No. 3** as an Ordinary Resolution for re-appointment of Mr. Mahesh P Babani (DIN:00051162), who retired by rotation and being eligible, had offered himself for re-appointment.
4. **Resolution No. 4** as an Ordinary Resolution for ratification of remuneration payable to M/s Kishore Bhatia & Associates, Cost Accountants (Firm Registration Number 00294), Cost Auditors of the Company for the financial year ending March 31, 2023.
5. **Resolution No. 5** as a Special Resolution for continuation of appointment of Mr. Padmanabh Ramchandra Barpande (DIN:00016214) as Non-Executive Independent Director of the Company up to March 31, 2024, notwithstanding that he will be attaining the age of 75 years during his tenure.

The Company provided remote e-voting facility to the members to cast votes on aforesaid resolutions prior to the AGM. The Company also provided e-voting facility during the 37<sup>th</sup> AGM to those members who did not cast their votes through remote e-voting facility prior to the AGM, to enable them to cast their votes on the aforesaid resolutions.





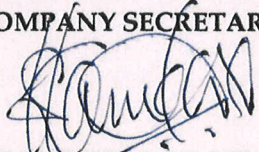
Remote e-voting facility was made available to the shareholders of the Company during the period from 9.00 a.m. on Saturday, 24<sup>th</sup> September, 2022 upto 5.00 p.m. on Tuesday, 27<sup>th</sup> September, 2022. Accordingly, e-votes casted upto 5.00 p.m. on Tuesday, 27<sup>th</sup> September, 2022 have been considered for my scrutiny.

After the conclusion of the 37<sup>th</sup> Annual General Meeting, first the voting conducted through e-voting facility during the AGM was unlocked. In case of shareholders who casted votes through remote e-voting prior to the AGM as well as through e-voting conducted during the AGM, the voting through remote e-voting prior to AGM of such shareholders was treated as valid. A summary of the votes cast by shareholders through remote e-voting prior to AGM and e-voting conducted during the AGM with their pattern of voting is as per Annexure attached to this Report.

The results of the voting by members through remote e-voting prior to AGM and e-voting conducted during the AGM in respect of the above-mentioned resolutions may accordingly be declared by the Company Secretary of the Company (who has been so authorized by the Chairman in writing) and who has also countersigned this Report.

Thanking you,  
Yours sincerely,

For RATHI & ASSOCIATES  
COMPANY SECRETARIES



HIMANSHU S. KAMDAR  
PARTNER

M. NO. FCS 5171

COP NO. 3030

UDIN: F005171D001075823

PEER REVIEW CER. NO. 668/2020



COUNTERSIGNED BY

For Privi Speciality Chemicals Limited

Ramesh Kathuria  
Company Secretary

Membership No. ACS: 11214



**ANNEXURE**

**Resolution No. 1** as an Ordinary Resolution to receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for Financial year ended March 31, 2022, along with the Directors' Report and Auditors' Report thereon.

Sr. No.	Particulars		Resolution 1	
			No. of members who voted	No. of shares voted for
a.	Votes cast through e-voting at AGM		17	1,685,876
b.	Votes cast through remote e-voting		75	31,710,111
	<b>Total</b>		<b>92</b>	<b>33,395,987</b>
c.	Less: Invalid voting		0	0
d.	<b>Net Valid voting</b>		<b>92</b>	<b>33,395,987</b>
	(i)	Voting with assent for the Resolution	90	33,394,903
		<b>% of Assent</b>	<b>*100</b>	
	(ii)	Voting with dissent for the Resolution	2	1,084
		<b>% of Dissent</b>	<b>0.00</b>	

\* Rounded off to nearest decimal





**Resolution No. 2** as an Ordinary Resolution for declaration of Final Dividend of Rs. 2 (20%) per equity share of face value of Rs. 10 each for the financial year ended on March 31, 2022.

Sr. No.	Particulars		Resolution 2	
			No. of members who voted	No. of shares voted for
a.	Votes cast through e-voting at AGM		17	1,685,876
b.	Votes cast through remote e-voting		75	31,710,111
	<b>Total</b>		<b>92</b>	<b>33,395,987</b>
c.	Less: Invalid voting		0	0
d.	<b>Net Valid voting</b>		<b>92</b>	<b>33,395,987</b>
	(i)	Voting with assent for the Resolution	90	33,394,903
		<b>% of Assent</b>		<b>*100</b>
	(ii)	Voting with dissent for the Resolution	2	1,084
		<b>% of Dissent</b>		<b>0.00</b>

\* Rounded off to nearest decimal



**Resolution No. 3** as an Ordinary Resolution for re-appointment of Mr. Mahesh P Babani (DIN:00051162), who retired by rotation and being eligible, had offered himself for re-appointment.

Sr. No.	Particulars		Resolution 3	
			No. of members who voted	No. of shares voted for
a.	Votes cast through e-voting at AGM		17	1,685,876
b.	Votes cast through remote e-voting		75	31,710,111
	<b>Total</b>		<b>92</b>	<b>33,395,987</b>
c.	Less: Invalid voting		0	0
d.	<b>Net Valid voting</b>		<b>92</b>	<b>33,395,987</b>
	(i)	Voting with assent for the Resolution	90	33,394,903
		<b>% of Assent</b>	<b>*100</b>	
	(ii)	Voting with dissent for the Resolution	2	1,084
		<b>% of Dissent</b>	<b>0</b>	

\* Rounded off to nearest decimal



**Resolution No. 4** as an Ordinary Resolution for ratification of remuneration payable to M/s Kishore Bhatia & Associates, Cost Accountants (Firm Registration Number 00294), Cost Auditors of the Company for the financial year ending March 31, 2023.

Sr. No.	Particulars		Resolution 4	
			No. of members who voted	No. of shares voted for
a.	Votes cast through e-voting at AGM		16	1,685,863
b.	Votes cast through remote e-voting		75	31,710,111
	<b>Total</b>		<b>91</b>	<b>33,395,974</b>
c.	Less: Invalid voting		0	0
d.	<b>Net Valid voting</b>		<b>91</b>	<b>33,395,974</b>
	(i)	Voting with assent for the Resolution	88	33,391,858
		<b>% of Assent</b>	<b>*99.99</b>	
	(ii)	Voting with dissent for the Resolution	3	4,116
		<b>% of Dissent</b>	<b>0.01</b>	

\* Rounded off to nearest decimal





**Resolution No. 5** as a Special Resolution for continuation of appointment of Mr. Padmanabh Ramchandra Barpande (DIN:00016214) as Non-Executive Independent Director of the Company upto March 31, 2024, notwithstanding that he will be attaining the age of 75 years during his tenure.

Sr. No.	Particulars	Resolution 5	
		No. of members who voted	No. of shares voted for
a.	Votes cast through e-voting at AGM	16	1,685,863
b.	Votes cast through remote e-voting	75	31,710,111
	<b>Total</b>	<b>91</b>	<b>33,395,974</b>
c.	Less: Invalid voting	0	0
d.	<b>Net Valid voting</b>	<b>91</b>	<b>33,395,974</b>
	(i) Voting with assent for the Resolution	87	33,387,314
	<b>% of Assent</b>	<b>99.97</b>	
	(ii) Voting with dissent for the Resolution	4	8,660
	<b>% of Dissent</b>	<b>0.03</b>	

