ALKYL

Alkyl Amines Chemicals Limited
Regd. Office: 401-407, Nirman Vyapar Kendra, Plot No. 10, Sector 17, Vashi, Navi Mumbai 400 703. INDIA
CIN : L99999MH1979PLC021796 | Tel. No.: 022-6794 6600 | Fax No.: 022-6794 6666
Email: legal@alkylamines.com | Website: www.alkylamines.com

Responsible Care®
OUR COMMITMENT TO SUSTAINABILITY

NOTICE OF POSTAL BALLOT

[Pursuant to Section 110 and Section 108 of the Companies Act, 2013 read with the Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014]

Dear Member(s),

NOTICE is hereby given pursuant to Section 110 read with Section 108 of the Companies Act, 2013 ("Act") and other applicable provisions, if any, of the Act and Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 ("Rules"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and other applicable Regulations of SEBI Listing Regulations, if any, and the Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India ("SS-2"), as amended from time to time, read with the General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, and subsequent circulars issued in this regard, the latest being General Circular No. 03/2025 dated September 22, 2025 issued by the Ministry of Corporate Affairs ("MCA") (hereinafter collectively referred to as "MCA Circulars"), that the approval from the Members of Alkyl Amines Chemicals Limited ("Company") is sought through Postal Ballot, by voting through electronic means only ("remote e-voting"), for the following resolutions as Special Resolutions:

i. Re-designation of Mr. Yogesh M. Kothari (DIN: 00010015) as Executive Chairman w.e.f. October 1, 2026 upto completion of his current term on March 31, 2030

ii. Re-designation of Mr. Kirat M. Patel (DIN: 00019239) as Joint Managing Director w.e.f. October 1, 2026 upto completion of his current term on December 31, 2029

iii. Re-designation of Mr. Suneet Y. Kothari (DIN: 00021421) as Joint Managing Director w.e.f. October 1, 2026 upto completion of his current term on December 31, 2029

iv. Re-designation and appointment of Mr. Rakesh Goyal (DIN: 07977008) as Executive Director (Operations) for a period of 5 consecutive years w.e.f. April 1, 2027 to March 31, 2032

v. Authorization for payment of commission to Non-Executive Directors for a period of 5 consecutive years from April 1, 2027

In compliance with the aforesaid MCA Circulars, this Postal Ballot Notice is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories/Depository Participants. The communication of assent or dissent of the Members would take place only through the remote e-voting system. If your e-mail address is not registered with the Company/ Depositories/Depository Participants, please follow the process provided in the Notes to receive this Postal Ballot Notice.

An Explanatory Statement pursuant to Section 102, 110 and other applicable provisions, if any, of the Act, pertaining to the resolutions setting out the material facts and reasons thereof, is appended to this Postal Ballot Notice. Pursuant to Rule 22(5) of the Rules, the Board of Directors of your Company at its meeting held on August 4, 2026, has appointed Mr. Prashant S. Mehta (Membership No. ACS 5814) Proprietor of M/s. P. Mehta & Associates, Practicing Company Secretaries, as the Scrutinizer to conduct the Postal Ballot and e-voting process in a fair and transparent manner.

The remote e-voting period commences from 9:00 a.m. (IST) on Friday, August 21, 2026, and ends at 5:00 p.m. (IST) on Saturday, September 19, 2026. The Scrutinizer will submit his report to the Chairman of the Company, or any person authorized by him upon completion of the scrutiny of the votes cast through remote e-voting. The results of the Postal Ballot will be announced on or before 5:00 p.m. (IST) on Tuesday, September 22, 2026.

The said results along with Scrutinizer's Report would be intimated to BSE Limited and National Stock Exchange of India Limited (NSE) where the shares of the Company are listed. Additionally, the results will also be uploaded on the Company's website www.alkylamines.com and on the website of National Securities Depository Limited (NSDL) www.evoting.nsdl.com

SPECIAL BUSINESS:

Item No. 1

Re-designation of Mr. Yogesh M. Kothari (DIN: 00010015), Chairman and Managing Director as Executive Chairman, in the category of Whole-time Director (Executive Director), w.e.f. October 1, 2026 upto completion of his current term on March 31, 2030, on the same terms of remuneration

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

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Regulation 17(6)(e) and applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any statutory modification(s) or re-enactment thereof for the time being in force and subject to any approval as may be necessary, and as recommended by the Nomination and Remuneration Committee, Audit Committee and Board of Directors, the Company hereby approves the re-designation of Mr. Yogesh M. Kothari (DIN: 00010015), Chairman and Managing Director as Executive Chairman of the Company, in the category of Whole-time Director (Executive Director), w.e.f. October 1, 2026 upto completion of his current term on March 31, 2030 on the same terms of appointment and remuneration as were approved by the Members of the Company vide special resolution passed by postal ballot on September 14, 2024 and as set out in the Explanatory Statement forming part of this resolution, annexed hereto including the remuneration to be paid in the event of inadequacy of profits in any financial year, which are hereby specifically approved and sanctioned with liberty to the Board of Directors to alter and vary the terms and conditions of his appointment and remuneration as may be agreed between the Board and Mr. Yogesh M. Kothari.

RESOLVED FURTHER THAT approval of the Company be accorded to the Board of Directors of the Company (including any Committee thereof) to do all such acts, deeds, matters, to enter into such agreement(s), deed(s) of amendment(s) or any such document(s) and to take all such steps as may be required in this connection including seeking all necessary approvals to give effect to this resolution and to settle any questions, difficulties or doubts that may arise in this regard."

Item No. 2

Re-designation of Mr. Kirat M. Patel (DIN: 00019239), Executive Director as Joint Managing Director w.e.f. October 1, 2026 upto completion of his current term on December 31, 2029, on the same terms of remuneration

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

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and applicable regulations of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any statutory modification(s) or re-enactment thereof for the time being in force and subject to any approval as may be necessary, and as recommended by the Nomination and Remuneration Committee and Board of Directors, the Company hereby approves the re-designation of Mr. Kirat M. Patel (DIN 00019239), Executive Director as Joint Managing Director of the Company w.e.f. October 1, 2026 upto completion of his current term on December 31, 2029 on the same terms of appointment and remuneration as were approved by the Members of the Company vide special resolution passed by postal ballot on September 14, 2024 and as set out in the Explanatory Statement forming part of this resolution, annexed hereto including the remuneration to be paid in the event of inadequacy of profits in any financial year, which are hereby specifically approved and sanctioned with liberty to the Board of Directors to alter and vary the terms and conditions of the his appointment and remuneration as may be agreed between the Board and Mr. Kirat M. Patel.

RESOLVED FURTHER THAT approval of the Company be accorded to the Board of Directors of the Company (including any Committee thereof) to do all such acts, deeds, matters, to enter into such agreement(s), deed(s) of amendment(s) or any such document(s) and to take all such steps as may be required in this connection including seeking all necessary approvals to give effect to this resolution and to settle any questions, difficulties or doubts that may arise in this regard."

Item No. 3

Re-designation of Mr. Suneet Y. Kothari (DIN: 00021421), Executive Director as Joint Managing Director w.e.f. October 1, 2026 upto completion of his current term on December 31, 2029 on the same terms of remuneration

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

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Regulation 17(6)(e) and applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any statutory modification(s) or re-enactment thereof for the time being in force and subject to any approval as may be necessary, and as recommended by the Nomination and Remuneration Committee, Audit Committee and Board of Directors, the Company hereby approves the re-designation of Mr. Suneet Y. Kothari (DIN 00021421) as Joint Managing Director of the Company w.e.f. October 1, 2026 upto completion of his current term on December 31, 2029 on the same terms of appointment and remuneration as were approved by the Members of the Company vide special resolution passed by postal ballot on September 14, 2024 and as set out in the Explanatory Statement forming part of this resolution, annexed hereto including the remuneration to be paid in the event of inadequacy of profits in any financial year, which are hereby specifically approved and sanctioned with liberty to the Board of Directors to alter and vary the terms and conditions of the his appointment and remuneration as may be agreed between the Board and Mr. Suneet Y. Kothari.

RESOLVED FURTHER THAT approval of the Company be accorded to the Board of Directors of the Company (including any Committee thereof) to do all such acts, deeds, matters, to enter into such agreement(s), deed(s) of amendment(s) or any such document(s) and to take all such steps as may be required in this connection including seeking all necessary approvals to give effect to this resolution and to settle any questions, difficulties or doubts that may arise in this regard."

Item No. 4

Re-designation and appointment of Mr. Rakesh Goyal (DIN 07977008) – Whole-time Director (Operations) as Executive Director (Operations) for a period of 5 consecutive years w.e.f. April 1, 2027 to March 31, 2032 on the revised terms of remuneration

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

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any statutory modification(s) or re-enactment thereof, for the time being in force, and as recommended by the Nomination and Remuneration Committee and Board of Directors, the Company hereby approves the re-designation and appointment of Mr. Rakesh Goyal (DIN 07977008), Whole-time Director (Operations) as Executive Director (Operations) of the Company w.e.f. April 1, 2027 to March 31, 2032 on terms and conditions as set out in the Explanatory Statement forming part of this resolution, annexed hereto including the remuneration to be paid in the event of inadequacy of profits in any financial year, which are hereby specifically approved and sanctioned with liberty to the Board of Directors to alter and vary the terms and conditions of the said appointment and remuneration as may be agreed between the Board and Mr. Rakesh Goyal.

RESOLVED FURTHER THAT approval of the Company be accorded to the Board of Directors of the Company (including any Committee thereof) to do all such acts, deeds, matters, to enter into such agreement(s), deed(s) of amendment(s) or any such document(s) and to take all such steps as may be required in this connection including seeking all necessary approvals to give effect to this resolution and to settle any questions, difficulties or doubts that may arise in this regard."

Item No. 5

Authorization for payment of Commission to Non-Executive Directors for a period of 5 consecutive years from April 1, 2027

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

"RESOLVED THAT pursuant to the provisions of section 197 and other applicable provisions, if any, of the Companies Act, 2013 including any statutory modification(s) or re-enactment(s) thereof, for the time being in force, the Company do hereby authorise the payment of commission at the rate not exceeding 1% of the net profits of the Company computed in the manner as laid down under sections 197 and 198 of the Companies Act, 2013, in each financial year to the Non-Executive Directors of the Company other than the Managing Directors, Whole-time Director and Executive Director of the Company (apart from sitting fees and expenses incurred for attending the meeting of the Board or the Committee(s) thereof) for a further period of five years from the financial year beginning on April 1, 2027 and that such commission be divided by the Board of Directors of the Company amongst such Directors and / or any Directors who have ceased to be Directors of the Company during the financial year in such manner or proportion and on such basis as may be decided by the Board of Directors in that behalf.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to do all acts, deeds, matters and to take all such steps as may be required in this connection including seeking all necessary approvals to give effect to this resolution and to settle any questions, difficulties or doubts that may arise in this regard."

By Order of the Board
For **Alkyl Amines Chemicals Limited**

Chintamani D. Thatte
General Manager (Legal) & Company Secretary
Membership No.: F3858

Date: August 4, 2026
Place: Navi Mumbai

Registered Office:
401-407, Nirman Vyapar Kendra, Plot No. 10,
Sector 17, Vashi, Navi Mumbai – 400 703
CIN: L99999MH1979PLC021796
Tel. No.: 022-6794 6600; Fax No.: 022-6794 6666
Email: legal@alkylamines.com
Website: www.alkylamines.com

Notes:

1. An explanatory statement pursuant to the provisions of Section 102 and Section 110 of the Companies Act, 2013, relating to the business specified in this Notice is annexed hereto and the same should be taken as part of this Notice. It also contains all the disclosures and relevant details pursuant to Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India.

2. This Notice is being sent by electronic mode only to those Members, whose e-mail addresses are registered with the Company / Depositories / Depository Participants as on Friday, August 14, 2026 (cut-off date). The hard copy of this notice along with the Postal Ballot form and pre-paid Business envelope will not be sent to the members for this Postal Ballot. Members may note that this Notice will be available on the Company's website, www.alkylamines.com, websites of Stock Exchanges i.e. BSE Limited at https://www.bseindia.com and National Stock Exchange of India Limited at https://www.nseindia.com and on the website of National Securities Depository Limited (NSDL) www.evoting.nsdl.com. A person who is not a member as on the cut-off date should treat this Postal Ballot Notice for information purpose only.

3. Voting rights will be reckoned on the paid-up value of shares registered in the name of the Members on Friday, August 14, 2026 (cut-off date). Only those Members whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date will be entitled to cast their votes by remote e-voting.

4. In compliance with the provisions of Sections 108 and 110 of the Act and Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("Rules"), Regulation 44 of the SEBI Listing Regulations, the Company is pleased to facilitate voting through electronic means ("e-voting facility") facility to the Members, to enable them to cast their votes electronically. The Company has engaged the services of NSDL to provide e-voting facility to its members.

5. The Members, whose email address is not registered with the Company or with their respective Depository Participant/s, and who wish to receive all the communications electronically from the Company, can get their email address registered by following the steps mentioned in note no. 6

6. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, Bank details such as, name of the Bank and branch details, bank account number, MICR code, IFSC Code etc.

   a. For shares held in electronic form: to their Depository Participants (DPs)

   b. For shares held in physical form: to the Company/ RTA in prescribed Form ISR-1 and other forms pursuant to SEBI Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/CIR/2021/655 dated November 3, 2021, as amended and Master Circular No. HO/38/13(4)2026-MIRSD-POD/I/4298/2026 dated February 6, 2026. The relevant forms are available on the website of the Company at https://alkylamines.com/investors-type/investor-center/

7. Special Resolutions, if passed by requisite majority, will be deemed to be passed on the last date specified for remote e-voting i.e. Saturday, September 19, 2026.

8. In the event of any grievance relating to E-voting, the Members / Beneficial Owners may contact the following: Mr. Sanjeev Yadav, Senior Manager, NSDL through e-mail at evoting@nsdl.com or call on 022-4886 7000.

9. All the material documents referred to in the explanatory statement are available for inspection at the Registered Office of the Company on any of the working days, except Saturday, Sunday and public holiday(s), between 9:00 a.m. (IST) to 5:00 p.m. (IST) from the date of dispatch of notice till Saturday, September 19, 2026.

The instructions for remote e-voting are as under:

In compliance with the provisions of Section 108 and 110 of the Act read with the rules made thereunder, as amended and Regulation 44 of the SEBI Listing Regulations, the Company is pleased to provide e-voting facility to its Shareholders, holding equity shares in physical or dematerialized form, as on the cut-off date, being Friday, August 14, 2026 to exercise their right to vote by electronic means on the businesses specified in the accompanying Notice through the electronic voting service facility arranged by NSDL.

The remote e-voting period commences on Friday, August 21, 2026 at 9:00 a.m. and ends on Saturday, September 19, 2026 at 5:00 p.m. During this period, shareholders of the Company, holding equity shares either in physical form or in dematerialized form, as on the cut-off date i.e. Friday, August 14, 2026, may cast their vote by e-voting. The e-voting module shall be disabled by NSDL after the prescribed date and time for voting. Once the vote on a resolution is cast by the Shareholder, the Shareholder shall not be allowed to change it subsequently.

The details of the process and manner for remote e-voting are explained herein below:

Step 1: Access to NSDL e-Voting system
Step 2: Cast your vote electronically on NSDL e-Voting system

Step 1: Access to NSDL e-Voting system

A) Login method for remote 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	1. For OTP based login you can click on **https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp.** You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. 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. 2. 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. 3. 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** 4. 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. 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. 5. 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** App Store Google Play

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 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. 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.
Individual Shareholders (holding securities in demat mode) login through their depository participants	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.

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. 1800-21-09911

B) Login Method for remote e-Voting 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 123456 then user ID is 123456001***

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 e-mail ID is not registered, please follow steps mentioned below in process for those shareholders whose e-mail 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 is in active status.

2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period. "EVEN" of the Company is 140951.

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 **acs.pmehta@gmail.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 Mr. Sanjeev Yadav – Senior Manager or Ms. Pallavi Mhatre – Deputy Vice President, NSDL at **evoting@nsdl.com**

Process for those shareholders whose e-mail 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 **legal@alkylamines.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 (selfattested scanned copy of Aadhar Card) to **legal@alkylamines.com** If you are an Individual shareholder 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.

ANNEXURE TO THE NOTICE

Explanatory Statement pursuant to Sections 102 and 110 of the Companies Act, 2013

Item No. 1

Mr. Yogesh M. Kothari, aged 77 years, the founding Chairman & Managing Director and the Promoter of the Company, is a Chemical Engineer from Institute of Chemical Technology, Mumbai. He is also Master of Management Science and Master of Science-Chemical Engineering, from the University of Massachusetts, Lowell, U.S.A. He is widely credited with spearheading a transformation of the chemical industry in India. He was conferred with PwC India's Best CEO ranking. He has held several important industry positions including President of Indian Chemical Council, Director of ICT-NICE Venture Incubator and Foundation, and Director of IMC Chamber of Commerce and Industry. In his career spanning over 47 years in chemical industry, his vision and foresight as an entrepreneur, dynamic leadership and steadfast determination has seen the rise of the Company from what started as medium sized chemical company in 1979 into an industry leader in the manufacturing of aliphatic amines and a respected brand globally. Committed to the philosophy that the corporate sector should play a proactive role in promoting the cause of inclusive growth, Mr. Kothari is keenly involved with the various philanthropic arms of the Company providing focus to the social outreach and CSR initiatives of the Company.

Pursuant to the provisions of the Companies Act, 2013 ('Act') and rules made thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), the Members of the Company vide special resolution passed by postal ballot on September 14, 2024, re-appointed Mr. Yogesh M. Kothari (DIN: 00010015) as the Chairman and Managing Director of the Company for a period of five (5) years with effect from April 1, 2025 to March 31, 2030.

Considering the continuing growth, expanding business operations of the Company, and to facilitate the succession that shall ensure the continuity of Company's growth, it is proposed to elevate and re-designate Mr. Kirat M. Patel and Mr. Suneet Y. Kothari as the Joint Managing Directors and to entrust them with increased responsibilities. Mr. Yogesh M. Kothari, Chairman and Managing Director will continue to discharge his executive responsibilities.

Accordingly, the Board of Directors, on the recommendation of Nomination and Remuneration Committee, Audit Committee and subject to the approval of the members of the Company, at its meeting held on August 4, 2026 has approved the re-designation of Mr. Yogesh M. Kothari as Executive Chairman of the Company, in the category of Whole-time Director (Executive Director), w.e.f. October 1, 2026 upto completion of his current term on March 31, 2030.

Since Mr. Yogesh M. Kothari has crossed seventy years of age, approval of members by a special resolution is required to be obtained for his re-designation and remuneration payable on re-designation. Further, as per Regulation 17(6)(e) of the SEBI Listing Regulations, the compensation payable to Executive Directors who are Promoters or members of the Promoter group, shall be subject to approval of the Members by a special resolution if the aggregate annual remuneration to such directors, where there is more than one such director, exceeds 5 per cent of the net profits of the listed entity. Mr. Yogesh M. Kothari and Mr. Suneet Y. Kothari are Promoter and member of the Promoter group respectively and the aggregate remuneration payable to them shall exceed 5 per cent of the net profits.

In view of the above provisions, the Company is seeking approval of the Members by special resolution for his re-designation and remuneration.

The re-designation of Mr. Yogesh M. Kothari as Executive Chairman and the remuneration to be paid to him are in conformity with the provisions and requirements of the Companies Act, 2013, Schedule V and Rules thereunder provided that the aggregate annual remuneration payable to all Executive Directors (Managing Directors, Whole-time Director and Executive Director) of the Company will not exceed the maximum limit prescribed under the Act. Hence, no approval of the Central Government is required to be obtained for his re-designation.

He holds Directorships and memberships of Committees of following Companies:

1. Anjyko Investments Private Limited (Director & Member)
2. IMC Chamber of Commerce and Industry (Director)
3. ICT-NICE Venture Incubator and Foundation (Director)
4. Purjeeko Trading & Consultancy LLP (Partner)
5. Niyoko Trading & Consultancy LLP (Partner)
6. SYK Trading & Consultancy LLP (Partner)
7. Indian Chemical Council (Member)
8. Suschem Welfare Foundation (Director)

He is the Chairman of the Corporate Social Responsibility Committee and a member of the Stakeholders' Relationship Committee of the Company. He does not hold directorships in any other listed entity and has not resigned from any listed entity during the past three years. He attended two out of two Board Meetings held during the financial year 2026–27 up to the date of this Notice.

Considering the contribution and leadership skills of Mr. Yogesh M. Kothari, his association as the Executive Chairman of the Company, under the category of Whole-time Director (Executive Director) will be of immense benefit and in the best interest of the Company and it is desirable to continue to avail his services. The Board's decision to re-designate Mr. Yogesh M. Kothari as Executive Chairman of the Company is notwithstanding him having attained seventy years of age.

The Board of Directors has approved the re-designation of Mr. Yogesh M. Kothari as the Executive Chairman of the Company (in the category of Whole-time Director – Executive Director) on the same terms of appointment and remuneration as were approved by the Members of the Company vide special resolution passed by postal ballot on September 14, 2024.

Accordingly, the remuneration of Mr. Yogesh M. Kothari which is payable with effect from April 1, 2025 till completion of his term on March 31, 2030 shall therefore continue as under.

a. Basic Salary : In the range of Rs.24,00,000/- to Rs.33,60,000/- per month with annual increment of Rs.2,40,000/-

   Other Perquisites effective from April 1, 2025:

b. Housing 1: Expenditure incurred by the company on hiring unfurnished accommodation will be subject to the ceiling namely 60% of the salary;
   Housing 2: In case the accommodation is owned by the company, 10% of the salary shall be deducted by the Company;
   Housing 3: In case no accommodation is provided by the Company, a house rent allowance subject to the ceiling laid down in Housing 1 above shall be paid;

c. The Company shall also pay for actual expenses incurred on gas, electricity, water, furnishings and perquisites value of which shall be valued as per Income-tax Rules 1962, as amended;

d. Medical reimbursement: Reimbursement of actual medical expenses for self and family as per rules of the Company.

e. Leave Travel Assistance: Reimbursement of actual expenses for self and family once in a year as per rules of the Company.

f. Club fees: Fees of clubs subject to a maximum of 3 clubs will be allowed;

g. Premium on personal accident insurance policy, premium on Life Insurance Policy for self and family as per rules of the Company.
   'Family' means the spouse and the dependent children

h. Free use of two cars with driver(s);

i. Telephone facilities

j. Provident Fund: Company's contribution to Provident Fund as per Provident Fund Act and Rules, as amended and Public Provident Fund contribution.

k. Gratuity payable at a rate not exceeding half a month's salary for each completed year of service;

l. The Company shall pay commission on net profits at such percent to him, provided that the total remuneration shall not exceed 5% of the net profits.

m. In the event of loss or inadequacy of profits in any particular financial year, he shall be paid the above remuneration except commission on profits and subject to provisions of Schedule V and other applicable provisions of Company's Act, 2013, and SEBI Listing Regulations, as amended from time to time.

n. He shall be entitled, on full pay and allowances, as per rules of the company not more than 30 days leave per annum. The leave accumulated but not availed of can be encashed by him, as per Company's rules.

o. He shall be entitled to be re-imbursed in respect of all expenses incurred by him (including travelling, entertainment etc.) for and on behalf of the Company.

Mr. Yogesh M. Kothari, has given a consent to act as the Executive Chairman of the Company along with a declaration to the effect that he is not disqualified from being appointed as a Director in terms of Section 164 and other applicable provisions of the Act and has not been debarred from holding the office of the Director by virtue of any order passed by the SEBI or any other such authority. The Company has received necessary disclosures from him under the Companies Act, 2013. During his tenure as Executive Chairman, he shall not be liable to retire by rotation as provided under section 152 (6) of the Companies Act, 2013.

Mr. Yogesh M. Kothari is the Promoter of the Company and holds 2,94,79,853 equity shares constituting 57.64% of the equity capital in the Company. He along with his relatives and entities controlled by him holds 3,68,47,268 equity shares constituting 72.04% of the equity capital of the Company.

Except Mr. Yogesh M. Kothari himself and his son Mr. Suneet Y. Kothari, Executive Director, no other Director or Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the passing of the above resolution as set out in Item No. 1 of the notice. The Board recommends the special resolution set out at Item No. 1 of the Notice for approval by the Members.

This Explanatory Statement together with the accompanying Notice may also be regarded as a disclosure under Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard on General Meetings (SS-2) of ICSI.

Item No. 2

Mr. Kirat M. Patel, aged 73 years, is B. Tech., Mechanical Engineering from Indian Institute of Technology, Mumbai, and M.M.S. (Finance) from Jamnalal Bajaj Institute of Management, Mumbai, and has been working with the Company 45 years since its inception and he has been Executive Director of the Company since 1996. His initiatives have played a pivotal role in positioning the Company as a leading manufacturer of amines and specialty chemicals in India. The Company commissioned big expansion projects of aliphatic amines and specialty chemicals under his leadership.

Pursuant to the provisions of the Companies Act, 2013 ('Act') and rules made thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), the Members of the Company vide special resolution passed by postal ballot on September 14, 2024, re-appointed Mr. Kirat M. Patel (DIN: 00019239) as the Executive Director of the Company for a period of 5 years with effect from January 1, 2025 to December 31, 2029.

Considering the contribution of Mr. Kirat M. Patel as the Executive Director to the performance of the Company for more than 30 years, it is proposed to elevate and re-designate Mr. Kirat M. Patel as the Joint Managing Director of the Company w.e.f. October 1, 2026 upto completion of his current term on December 31, 2029. Accordingly, the Board of Directors, on the recommendation of Nomination and Remuneration Committee and subject to the approval of the members of the Company, at its meeting held on August 4, 2026, has re-designated Mr. Kirat M. Patel as Joint Managing Director w.e.f. October 1, 2026 upto completion of his current term on December 31, 2029, on the same terms of remuneration.

As the age of Mr. Kirat M. Patel exceeds seventy years, therefore, pursuant to the provisions of the Companies Act, 2013, it is mandatory to obtain approval from the Members of the Company by way of Special resolution to his re-designation as Joint Managing Director.

In view of the above provisions, the Company is seeking approval of the Members by special resolution for his re-designation and payment of remuneration.

The re-designation of Mr. Kirat M. Patel as Joint Managing Director and the remuneration to be paid to him are in conformity with the provisions and requirements of the Companies Act, 2013, Schedule V and Rules thereunder provided that the aggregate annual remuneration payable to all Executive Directors (Managing Directors, Whole-time Director and Executive Director) of the Company will not exceed the maximum limit prescribed under the Act. Hence, no approval of the Central Government is required to be obtained for his re-designation.

He holds Directorships and memberships of Committees of following Companies:

1. Kaira Can Company Limited (Director), Member - Audit Committee
2. Anjyko Investments Private Limited (Director)
3. Centre for Healthcare Entrepreneurship (Director)
4. Stem Shiksha Foundation (Director)

He is a member of the Corporate Social Responsibility Committee and attended two out of two Board Meetings held during the financial year 2026–27 up to the date of this Notice. He has not resigned from the directorship of any listed entity during the past three years.

Considering his rich and vast experience in industry and corporate management, his association as Joint Managing Director will be of immense benefit and in the best interest of the Company and it is desirable to continue to avail his services. The Board's decision to re-designate Mr. Kirat M. Patel as Joint Managing Director of the Company is notwithstanding him having attained seventy years of age.

The Board of Directors has approved the re-designation of Mr. Kirat M. Patel as the Joint Managing Director of the Company on the same terms of appointment and remuneration as were approved by the Members of the Company vide special resolution passed by postal ballot on September 14, 2024.

Accordingly, the remuneration of Mr. Kirat M. Patel which is payable with effect from April 1, 2025 till completion of his term on December 31, 2029 shall therefore continue as under:

a. Basic Salary : In the range of Rs.16,00,000/- per month to Rs.22,40,000/- per month with effect from April 1, 2025 with annual increment of Rs.1,60,000/-.

   Other Perquisites with effect from April 1, 2025:

b. House Rent Allowance: 60% of basic salary

c. Medical reimbursement: Reimbursement of actual medical expenses incurred for self and family as per rules of the Company.

d. Leave Travel Assistance: Reimbursement of actual expenses for self and family once in a year as per rules of the Company.

e. Premium on Mediclaim Policy for self and family as per rules of the Company.

f. Free use of a car and re-imbursement of driver's salary.

g. Telephone facilities

h. Provident Fund: Company's contribution to Provident Fund as per Provident Act and Rules, as amended.

i. Gratuity payable at a rate not exceeding half a month's salary for each completed year of service.

j. Club Fees: Fees of clubs subject a maximum of 3 clubs will be allowed.

k. Commission: One percent commission on net profit as calculated under the applicable provisions of The Companies Act, 2013.

l. He shall be entitled on full pay and allowance, as per rules of the company, not more than 30 days' leave per annum. The leave accumulated but not availed of can be encashed, as per Company's rules.

m. He shall be entitled to be reimbursed in respect of all expenses incurred by him (including travelling, entertainment, etc.) for and on behalf of the company.

n. In the event of loss or inadequacy of profits, he shall be paid the above remuneration, except commission on profits and subject to provisions of Schedule V and other applicable provisions of Company's Act, 2013 and SEBI Listing Regulations, as amended from time to time.

The Company has received from Mr. Kirat M. Patel a consent to act as the Joint Managing Director of the Company, along with a declaration to the effect that he is not disqualified from being appointed as a Director in terms of Section 164 and other applicable provisions of the Act and has not been debarred from holding the office of the Director by virtue of any order passed by the SEBI or any other such authority. The Company has received necessary disclosures from him under the Companies Act, 2013. During his tenure as Joint Managing Director, he shall be liable to retire by rotation as provided under section 152 (6) of the Companies Act, 2013.

He holds 1,33,171 equity shares constituting 0.26% equity share capital of the Company. He along with his relatives holds 1,93,171 equity shares constituting 0.38% of the equity capital of the company. He is not related to any Director on the Board.

Except Mr. Kirat M. Patel, no other Director or Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the passing of the above resolution as set out in Item No. 2 of the notice. The Board recommends the special resolution set out at Item No. 2 of the Notice for approval by the Members.

This Explanatory Statement together with the accompanying Notice may also be regarded as a disclosure under Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard on General Meetings (SS-2) of ICSI.

Item No. 3

Mr. Suneet Y. Kothari, aged 50 years, is a Chemical Engineer and Chemistry/Biochemistry Graduate from Cornell University, U.S.A. He is also MBA (Masters in Business Administration} from INSEAD, France/Singapore. Prior to his joining the Company, he had one and half years' experience with Diamond Technology Partners, U.S.A. as a Management Strategy Consultant. He joined the Company in 2001 and during his tenure with us since then, he played a significant role in setting up the new product development effort and seeing it started off successfully and developing export market. He intensified his focus on value added products and the company has successfully commissioned major expansion projects of aliphatic amines and specialty chemicals during last 20 years under his leadership. He is a member of the Promotor Group of the Company.

Pursuant to the provisions of the Companies Act, 2013 ('Act') and rules made thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), the Members of the Company vide special resolution passed by postal ballot on September 14, 2024, re-appointed Mr. Suneet Y. Kothari (DIN: 00021421) as the Executive Director of the Company for a period of 5 years effective from January 1, 2025 to December 31, 2029.

Considering the contribution of Mr. Suneet Y. Kothari as the Executive Director to the performance of the Company for more than 20 years, it is proposed to elevate and re-designate Mr. Suneet Y. Kothari as the Joint Managing Director of the Company w.e.f. October 1, 2026 upto completion of his current term on December 31, 2029. Accordingly, the Board of Directors, on the recommendation of Nomination and Remuneration Committee, Audit Committee and subject to the approval of the members of the Company, at its meeting held on August 4, 2026, has re-designated Mr. Suneet Y. Kothari as Joint Managing Director w.e.f. October 1, 2026 upto completion of his current term on December 31, 2029 on the same terms of remuneration.

Pursuant to Regulation 17(6)(e) of the SEBI Listing Regulations, the compensation payable to Executive Directors who are Promoters or members of the Promoter group, shall be subject to approval of the Members by a special resolution if the aggregate annual remuneration to such directors, where there is more than one such Director, exceeds 5 per cent of the net profits of the listed entity. Mr. Yogesh M. Kothari and Mr. Suneet Y. Kothari are Promoter and member of the Promoter group respectively and the aggregate remuneration payable to them shall exceed 5 per cent of the net profits.

In view of the above provisions, the Company is seeking approval of the Members by special resolution for his re-designation and remuneration.

The re-designation of Mr. Suneet Y. Kothari as Joint Managing Director and the remuneration to be paid to him are in conformity with the provisions and requirements of the Companies Act, 2013, Schedule V and Rules thereunder provided that the aggregate annual remuneration payable to all Executive Directors (Managing Directors, Whole-time Director and Executive Director) of the Company will not exceed the maximum limit prescribed under the Act. Hence, no approval of the Central Government is required to be obtained for his re-designation.

He is a member of the Risk Management Committee of the Company. He does not hold directorships in any other listed entity and has not resigned from the directorship of any listed entity during the past three years. He attended two out of two Board Meetings held during the financial year 2026–27 up to the date of this Notice.

Considering his rich and vast experience in industry and corporate management, his association as Joint Managing Director will be of immense benefit and in the best interest of the Company and it is desirable to continue to avail his services.

The Board of Directors has approved the re-designation of Mr. Suneet Y. Kothari as the Joint Managing Director of the Company on the same terms of appointment and remuneration as were approved by the Members of the Company vide special resolution passed by postal ballot on September 14, 2024.

Accordingly, the remuneration of Mr. Suneet Y. Kothari which is payable with effect from April 1, 2025 till completion of his term on December 31, 2029 shall therefore continue as under:

a. Basic Salary : In the range of Rs.16,00,000/- per month to Rs.22,40,000/- per month with effect from April 1, 2025 with annual increment of Rs. 1,60,000/-.

   Other Perquisites with effect from April 1, 2025:

b. House Rent Allowance: 60% of basic salary

c. Medical reimbursement: Reimbursement of actual medical expenses for self and family as per rules of the Company.

d. Leave Travel Assistance: Reimbursement of actual expenses for self and family once in a year as per rules of the Company.

e. Premium on Mediclaim Policy for self and family as per rules of the Company.

f. Free use of two cars and re-imbursement of driver's salary.

g. Telephone facilities

h. Provident Fund: Company's contribution to Provident Fund as per Provident Fund Act and Rules, as amended.

i. Education allowance: Rs. 12,000/- per annum

j. Gratuity payable at a rate not exceeding half a month's salary for each completed year of service.

k. Club Fees: Fees of clubs subject to a maximum of 3 clubs will be allowed.

l. Commission: One percent commission on net profit as calculated under the applicable provisions of The Companies Act, 2013.

m. He shall be entitled on full pay and allowance, as per rules of the company, not more than 30 days' leave per annum. The leave accumulated but not availed of can be encashed, as per Company's rules.

n. He shall be entitled to be reimbursed in respect of all expenses incurred by him (including travelling, entertainment, etc.) for and on behalf of the company.

o. In the event of loss or inadequacy of profits, he shall be paid the above remuneration, except commission on profits and subject to provisions of Schedule V and other applicable provisions of Company's Act, 2013 and SEBI Listing Regulations, as amended from time to time.

The Company has received from Mr. Suneet Y. Kothari a consent to act as the Joint Managing Director of the Company, along with a declaration to the effect that he is not disqualified from being appointed as a Director in terms of Section 164 and other applicable provisions of the Act and has not been debarred from holding the office of the Director by virtue of any order passed by the SEBI or any other such authority. The Company has received necessary disclosures from him under the Companies Act, 2013. During his tenure as Joint Managing Director, he shall be liable to retire by rotation as provided under section 152 (6) of the Companies Act, 2013.

Mr. Suneet Y. Kothari is son of Mr. Yogesh M. Kothari, who is the Promoter of the Company. He holds 3,83,310 equity shares constituting 0.75% of the equity capital of the Company. They along with their relatives and entities controlled by them hold 3,68,47,268 equity shares constituting 72.04% of the equity capital of the company.

Except Mr. Suneet Y. Kothari himself and his father Mr. Yogesh M. Kothari, Chairman and Managing Director, no other Director or Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the passing of the above resolution as set out in Item No. 3 of the notice. The Board recommends the special resolution set out at Item No. 3 of the Notice for approval by the Members.

This Explanatory Statement together with the accompanying Notice may also be regarded as a disclosure under SEBI Listing Regulations and Secretarial Standard on General Meetings (SS-2) of ICSI.

Item No. 4

Mr. Rakesh Goyal, aged 57 years, is B. Tech (Chemical) from IIT, Kanpur and holds Diploma in Business Management from ICFAI, Hyderabad. He has 32 years of experience in manufacturing, Technology Transfer, Process Development, Quality Management and Sales and Marketing. He joined the Company in April 2018 as Chief Operation Officer and was subsequently appointed as Whole-time Director – Operations of the Company at the Board Meeting held on May 19, 2022, for a period of 5 years with effect from June 1, 2022 to May 31, 2027 and the same was approved by the shareholders at the 42nd AGM held on August 1, 2022.

Considering his long experience in manufacturing and operations, it is proposed to elevate and re-designate and appoint him as Executive Director – Operations for a period of 5 years with effect from April 1, 2027 to March 31, 2032. The Board of Directors, on the recommendation of Nomination and Remuneration Committee at its meeting held on August 4, 2026 has re-designated and appointed Mr. Rakesh Goyal as Executive Director (Operations) for a period of 5 years with effect from April 1, 2027 to March 31, 2032, subject to approval of the members of the Company.

In his role as Executive Director – Operations, he will be continue to be responsible for all manufacturing, operations, safety health and environment (SHE) functions and activities and responsible for the supervision and day-to-day affairs, including responsibility as Occupier under Factories Act, 1948 and rules thereunder, as amended, of the factories / manufacturing sites of the Company located at Patalganga, Kurkumbh, Hadapsar R & D Centre in Maharashtra, at Dahej in Gujarat and Company's solar plants at Bhoom, Dist Osmanabad and Manwath, Dist Parbhani in Maharashtra and Talegarh, Dist. Banaskantha, in Gujarat. He will also be carrying out such duties and exercise such powers as may be entrusted to him by the Chairman, Managing Director and Board of Directors of the Company. During his tenure as Executive Director (Operations), he shall be liable to retire by rotation as provided under Section 152(6) of the Companies Act, 2013.

National Peroxide Limited (NPL), his previous employer, had filed a criminal and a civil case against Mr. Goyal and other officers of NPL alleging financial irregularities. The trial in both the cases is pending before the Hon'ble Chief Metropolitan Magistrate Court and Hon'ble Bombay High Court and the matter is sub-judice.

The re-designation and appointment of Mr. Rakesh Goyal as Executive Director (Operations) and the remuneration proposed to be paid to him shall be in conformity with the provisions and requirements of the Companies Act, 2013, Schedule V and Rules thereunder and shall be subject to the approval of the Members, provided that the aggregate annual remuneration payable to all Executive Directors (Managing Directors, Whole-time Director and Executive Director) of the Company will not exceed the maximum limit prescribed under the Act.

He is a member of the Risk Management Committee of the Company and is not related to any Director on the Board. He does not hold directorship in any other company and has not resigned from the directorship of any listed entity during the past three years. During the financial year 2026–27, he attended one out of the two Board Meetings held up to the date of this Notice.

Considering his long experience in manufacturing and operations, his association would be of immense benefit to the Company and it is desirable to continue to avail his services.

Accordingly, the proposed terms and conditions of re-designation and appointment of Mr. Rakesh Goyal (DIN: 07977008) as the Executive Director (Operations) with effect from April 1, 2027 to March 31, 2032 shall be as follows:

a. Basic Salary: In the range of Rs.7,50,000/- per month to Rs.10,50,000/- per month with effect from April 1, 2027 with annual increment of Rs.75,000/-.

   Other Perquisites with effect from April 1, 2027:

b. House Rent Allowance: 40% of basic salary

c. Leave Travel Assistance: As per Company's rules (for self and family once in a year)

d. Mediclaim Policy Premium: As per Company's rules (for self and family)

e. Provident Fund: Company's contribution to Provident Fund as per Provident Fund Act and Rules, as amended.

f. Gratuity payable at a rate not exceeding half a month's salary for each completed year of service

g. Commission: @ 0.40% on net profit as calculated under the applicable provisions of The Companies Act, 2013.

h. Telephone facilities

i. Free use of a car and reimbursement of driver's salary.

j. Club Fees: Fees of one club will be allowed

k. He shall be entitled on full pay and allowance, as per rules of the company, not more than 30 days' leave per annum. The leave accumulated but not availed of can be encashed, as per Company's policy.

l. He shall be entitled to be reimbursed in respect of all expenses incurred by him (including travelling, entertainment, etc.) for and on behalf of the company.

m. In the event of loss or inadequacy of profits, he shall be paid the above remuneration, except commission on profits and subject to provisions of Schedule V and other applicable provisions of Company's Act, 2013 and SEBI Listing Regulations as amended from time to time.

n. ESOPs benefit: As per Company's policy and as approved by the Nomination and Remuneration Committee.

   ESOPs exercised during any Financial Year shall be considered as perquisites and form part of remuneration of that financial year as per the provisions of Companies Act, 2013 and Income Tax Act. In terms of the provisions of Companies Act, 2013 and Income Tax Act, the difference between exercise price of ESOPs and market price of underlying shares on the day when he exercises his ESOPs shall be considered as 'perquisites' and added to his regular remuneration as above.

The Company has received from Mr. Rakesh Goyal a consent to act as the Executive Director (Operations) of the Company, along with a declaration to the effect that he is not disqualified from being appointed as a Director in terms of Section 164 and other applicable provisions of the Act and has not been debarred from holding the office of the Director by virtue of any order passed by the SEBI or any other such authority. The Company has received necessary disclosures from him under the Companies Act, 2013.

He holds 12,295 equity shares constituting 0.02% equity share capital of the Company.

The revised remuneration payable to Mr. Goyal shall be in consonance with the remuneration being paid by the other companies of similar size in the industry to their managerial personnel.

Except Mr. Rakesh Goyal, no other Director or Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the passing of the above resolution as set out in Item No. 4 of the Notice. The Board recommends the special resolution set out at Item No. 4 of the Notice for approval by the Members.

This Explanatory Statement together with the accompanying Notice may also be regarded as a disclosure under SEBI Listing Regulations and Secretarial Standard on General Meetings (SS-2) of ICSI.

Item No. 5

At the Annual General Meeting held on August 1, 2022 the shareholders had approved payment of a commission not exceeding 1% of the net profits of the company to the Directors (other than Managing Directors, Whole-time Director and Executive Director) for the period from the financial year beginning from April 1, 2022. As the provision for payment of commission is up to financial year ending on March 31, 2027, a fresh resolution is proposed approving payment of commission not exceeding 1% of the net profits to the Non-Executive Directors (other than Managing Directors, Whole-time Director and Executive Director) for a further period of 5 years commencing from the financial year beginning April 1, 2027. The increasing business activities of the company require the Board of Directors to devote more time and attention. Hence, it is considered fair and proper to compensate the Directors for the services rendered by them to the company, by paying of the appropriate amount by way of commission on the net profits of the company. All the Directors of the Company (except Mr. Yogesh M. Kothari, Mr. Kirat M. Patel, Mr. Suneet Y. Kothari and Mr. Rakesh Goyal) may be regarded as concerned or interested in the resolution. The Board recommends the special resolution set out at Item No.5 of the Notice for approval by the members.

By Order of the Board
For **Alkyl Amines Chemicals Limited**

Chintamani D. Thatte
General Manager (Legal) & Company Secretary
Membership No.: F3858

Date: August 4, 2026
Place: Navi Mumbai

Registered Office:
401-407, Nirman Vyapar Kendra, Plot No. 10,
Sector 17, Vashi, Navi Mumbai – 400 703
CIN: L99999MH1979PLC021796
Tel. No.: 022-6794 6600; Fax No.: 022-6794 6666
Email: legal@alkylamines.com
Website: www.alkylamines.com