

August 20, 2025

BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai - 400 001.

Dear Sir/Madam,

Sub: Scrutinizer's report for 65th Annual General Meeting (AGM)

Ref: Dai-ichi Karkaria Limited (BSE Scrip code 526821)

Pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby enclose Consolidated Scrutinizer's report on the results of Remote E-voting and E-voting during the 65th Annual General Meeting (AGM) of the Company held on Wednesday, August 20, 2025 at 11:30 a.m. (IST), through Video Conferencing (VC)/ Other Audio Visual Means ("OAVM").

Thanking you,

Yours faithfully;
For **Dai-ichi Karkaria Limited**

Ankit Shah
Company Secretary and Compliance officer

Encl: As above

VINOD KOTHARI & COMPANY

Practicing Company Secretaries

403 – 406, Shreyas Chambers, 175, Dr. D. N. Road,
Fort, Mumbai – 400 001, India

Phone: 022 – 40056953 | 022 – 6237 0959

Email: corplaw@vinodkothari.com

Web: www.vinodkothari.com

August 20, 2025

To,
The Chairperson,
Dai-ichi Karkaria Limited
Liberty Building,
Sir Vithaldas Thackersey Marg,
Mumbai 400020.

Sub: Consolidated Scrutinizer's Report on remote e-voting and e-voting carried out, pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 for the 65th Annual General Meeting ("AGM") of the Equity shareholders of Dai-ichi Karkaria Limited ("Company") held on Wednesday, 20th August, 2025 at 11:30 a.m. through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM").

Dear Madam,

1. I, Vinita Nair, Joint Managing Partner of Vinod Kothari & Company, Practicing Company Secretaries, (Membership No. FCS 10559/ C.P. No. 11902) have been appointed as the Scrutinizer by the Board of Directors of the Company at its meeting held on May 16, 2025, for the purpose of scrutinizing the remote e-voting prior to the AGM and e-voting during the AGM, pursuant to the Notice dated May 16, 2025 issued under Section 96, Section 108 and other applicable provisions, if any, of the Companies Act, 2013 (the "**Act**") (including any statutory modification or re-enactment thereof for the time being in force) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ("**Rules**"), as amended from time to time, read with General Circular No. 09/2024 dated September 19, 2024 and other circulars issued by the Ministry of Corporate Affairs ("**MCA**") (hereinafter collectively referred to as ("**MCA Circulars**") and as per Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**") (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), to transact the following ordinary and special businesses as contained in the Notice of the AGM.
2. In terms of Regulation 44 of the Listing Regulations and pursuant to Section 108 of the Act read with Rule 20 of the Rules in connection with all resolutions proposed at the 65th AGM, the Company has availed services of Central Depository Services (India) Limited ("**CDSL**") and provided remote e-voting facility prior to the AGM and e-voting facility during the AGM to the equity shareholders of the Company who could not vote earlier through remote e-voting facility provided by the Company.

Kolkata: B42, Metropolitan Cooperative Housing Society, Kolkata 700105

Delhi: Nukleus, 501 & 501A, 5th Floor, Salcon Rasvilas, District Centre, Saket, Delhi 110 017

Bengaluru: 4, Union Street, Infantry Rd, Shivaji Nagar, Bengaluru, Karnataka 560001

3. The Notice dated May 16, 2025 along with statement setting out material facts under Section 102 of the Act in respect of the businesses mentioned in the notice, as confirmed by the Company, was sent via email to the Members whose e-mail addresses were available with the Company, RTA and Depositories.
4. The shareholders of the Company holding shares as on Wednesday, August 13, 2025 (“**Cut-off Date**”) were entitled to vote on the businesses as contained in the Notice. The voting period for remote e-voting commenced on Sunday, August 17, 2025 at 09:00 a.m. IST and ended on Tuesday, August 19, 2025 at 05:00 p.m. IST and the CDSL remote e-voting module was disabled thereafter. The CDSL e-voting platform was re-opened during the AGM for those members who had not cast their votes on the businesses as contained in the Notice through remote e-voting and kept open for 15 minutes after the AGM. The votes cast under remote e-voting facility and e-voting during the AGM were thereafter unblocked in the presence of two witnesses, viz., Mr. Avinash Shetty and Ms. Heta Mehta, being Manager and Senior Executive of Vinod Kothari & Company, Practicing Company Secretaries. These witnesses are not in the employment of the Company.
5. I have scrutinized and reviewed the votes cast through remote e-voting and e-voting during the AGM based on the data downloaded from the CDSL e-voting system and have maintained a register in which necessary entries have been made in accordance with the Rules, as amended.
6. The management of the Company is responsible to ensure compliance with the requirements of the Act, Rules and the MCA Circulars and the Listing Regulations relating to remote e-voting and e-voting during the AGM on the businesses as contained in the Notice.
7. My responsibility as the Scrutinizer was restricted to scrutinize the e-voting process, in a fair and transparent manner and to prepare a Consolidated Scrutinizer's Report of the votes cast “IN FAVOUR” and “AGAINST” the businesses stated in the Notice, based on the reports generated from the CDSL e-voting system.
8. For those Members whose email IDs were not available, a Public Notice with regard to the Company's Annual General Meeting was published on July 16, 2025 in Financial Express in English language, and Mumbai Lakshadeep in Marathi language, *inter-alia* providing requisite information and contact details for registering email IDs and queries on e-voting.
9. Pursuant to Regulation 23 of the Listing Regulations, voting by the related parties of the Company to approve Resolution Nos. 7 and 8 proposed in the AGM Notice have not been taken into consideration and regarded as invalid votes.
10. I, now submit my Scrutinizer Report on the results of the voting through the e-voting process in respect of the following:

Sr. No.	Type	Description of Resolution
Ordinary Business		
1.	Ordinary	To receive, consider and adopt the Audited Standalone & Consolidated Financial Statements of the Company for the financial year ended March 31, 2025 and the Reports of the Board of Directors and Auditors thereon.
2.	Ordinary	To declare a dividend of Rs. 3.50 (35%) per equity share of face value of Rs. 10/- each for the Financial Year ended March 31, 2025.
3.	Ordinary	To appoint a Director in place of Mr. Adi Jehangir (DIN: 00001752), who retires by rotation and being eligible, offers himself for re-appointment.
Special Business		
4.	Special	To re-appoint Mr. Ashok Hiremath (DIN: 00349345) as Non-Executive Independent Director of the Company for a second term of 5 (five) consecutive years effective from September 8, 2025 to September 7, 2030, not liable to retire by rotation.
5.	Ordinary	To appoint M/s. Vinod Kothari & Company, Practicing Company Secretaries, as Secretarial Auditor of the Company for a term of 5 (five) consecutive financial years commencing from April 1, 2025 till March 31, 2030 and to fix their remuneration.
6.	Ordinary	To ratify remuneration payable to M/s. Diwanji & Associates, Cost Accountants, (Firm Registration no. 100227) appointed as Cost Auditor of the Company, amounting to Rs. 1,50,000/- plus applicable taxes and reimbursement of actual out of pocket expenses incurred in connection with the Cost Audit of the Company, for the financial year ending March 31, 2026.
7.	Ordinary	To approve Material Related Party Transactions for Sale of Goods to ChampionX Dai-ichi India Private Limited upto maximum aggregate value of Rs. 50 crores from the conclusion of this 65th Annual General Meeting upto the date of the next 66th Annual General Meeting for a period not exceeding fifteen months and shall be executed at arm's length basis and in the ordinary course of business.
8.	Ordinary	To approve Material Related Party Transactions for Purchase of Goods from Indian Oxides and Chemicals Private Limited upto maximum aggregate value of Rs. 50 crores from the conclusion of this 65th Annual General Meeting upto the date of the next 66th Annual General Meeting for a period not exceeding fifteen months and shall be executed at arm's length basis and in the ordinary course of business.
9.	Special	To adopt a new set of Memorandum of Association (MOA) as per Companies Act, 2013, in substitution and to the entire exclusion of the existing MOA of the Company.
10.	Special	To adopt a new set of Articles of Association (AOA) as per Companies Act, 2013, in substitution and to the entire exclusion of the existing AOA of the Company

ORDINARY BUSINESS:**Resolution 1: Ordinary Resolution**

To receive, consider and adopt the Audited Standalone & Consolidated Financial Statements of the Company for the financial year ended March 31, 2025 and the Reports of the Board of Directors and Auditors thereon.

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
63	51,55,367	99.9998

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
3	12	0.0002

(iii) **Invalid** votes:

Number of members voted	Number of votes declared invalid
-	-

Resolution 2: Ordinary Resolution

To declare a dividend of Rs. 3.50 (35%) per equity share of face value of Rs. 10/- each for the Financial Year ended March 31, 2025.

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
63	51,55,367	99.9998

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
3	12	0.0002

(iii) **Invalid** votes:

Number of members voted	Number of votes declared invalid
-	-

Resolution 3: Ordinary Resolution

To appoint a Director in place of Mr. Adi Jehangir (DIN: 00001752), who retires by rotation and being eligible, offers himself for re-appointment.

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
63	51,55,367	99.9998

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
3	12	0.0002

(iii) **Invalid** votes:

Number of members voted	Number of votes declared invalid
-	-

SPECIAL BUSINESS:**Resolution 4: Special Resolution**

To re-appoint Mr. Ashok Hiremath (DIN: 00349345) as Non-Executive Independent Director of the Company for a second term of 5 (five) consecutive years effective from September 8, 2025 to September 7, 2030, not liable to retire by rotation.

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
63	51,55,367	99.9998

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
3	12	0.0002

(iii) **Invalid** votes:

Number of members voted	Number of votes declared invalid
-	-

Resolution 5: Ordinary Resolution

To appoint M/s. Vinod Kothari & Company, Practicing Company Secretaries, as Secretarial Auditor of the Company for a term of 5 (five) consecutive financial years commencing from April 1, 2025 till March 31, 2030 and to fix their remuneration.

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
63	51,55,367	99.9998

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
3	12	0.0002

(iii) **Invalid** votes:

Number of members voted	Number of votes declared invalid
-	-

Resolution 6: Ordinary Resolution

To ratify remuneration payable to M/s. Diwanji & Associates, Cost Accountants, (Firm Registration no. 100227) appointed as Cost Auditor of the Company, amounting to Rs. 1,50,000/- plus applicable taxes and reimbursement of actual out of pocket expenses incurred in connection with the Cost Audit of the Company, for the financial year ending March 31, 2026.

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
63	51,55,367	99.9998

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
3	12	0.0002

(iii) **Invalid** votes:

Number of members voted	Number of votes declared invalid
-	-

Resolution 7: Ordinary Resolution

To approve Material Related Party Transactions for Sale of Goods to ChampionX Dai-ichi India Private Limited upto maximum aggregate value of Rs. 50 crores from the conclusion of this 65th Annual General Meeting upto the date of the next 66th Annual General Meeting for a period not exceeding fifteen months and shall be executed at arm's length basis and in the ordinary course of business.

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
41	3,88,462	99.9969

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
3	12	0.0031

(iii) **Invalid** votes:

Number of members voted	Number of votes declared invalid
1	83,444

Resolution 8: Ordinary Resolution

To approve Material Related Party Transactions for Purchase of Goods from Indian Oxides and Chemicals Private Limited upto maximum aggregate value of Rs. 50 crores from the conclusion of this 65th Annual General Meeting upto the date of the next 66th Annual General Meeting for a period not exceeding fifteen months and shall be executed at arm's length basis and in the ordinary course of business.

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
41	3,88,462	99.9969

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
3	12	0.0031

(iii) **Invalid** votes:

Number of members voted	Number of votes declared invalid
1	83,444

Resolution 9: Special Resolution

To adopt a new set of Memorandum of Association (MOA) as per Companies Act, 2013, in substitution and to the entire exclusion of the existing MOA of the Company.

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
63	51,55,367	99.9998

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
3	12	0.0002

(iii) **Invalid** votes:

Number of members voted	Number of votes declared invalid
-	-

Resolution 10: Special Resolution

To adopt a new set of Articles of Association (AOA) as per Companies Act, 2013, in substitution and to the entire exclusion of the existing AOA of the Company.

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
63	51,55,367	99.9998

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
3	12	0.0002

(iii) **Invalid** votes:

Number of members voted	Number of votes declared invalid
-	-

11. Figures have been taken upto four decimal places.
12. In view of the above scrutiny, I hereby certify all the above Resolutions have been passed with requisite majority on **August 20, 2025**.
13. The electronic data and all other relevant records relating to voting by electronic means are under my safe custody and will be handed over after the Chairperson considers, approves and signs the minutes of the AGM, to Mr. Ankit Shah, Company Secretary, for safe keeping.

Date: August 20, 2025

Place: Mumbai

Countersigned

Ankit Shah

Company Secretary

Membership No: A35008

Dai-ichi Karkaria Limited

For Vinod Kothari & Company
Practicing Company Secretaries
Firm Registration No.: P1996WB042300

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AL NAIR

Digitally signed by
VINITA
VENUGOPAL NAIR
Date: 2025.08.20
17:35:18 +05'30'

Vinita Nair
Joint Managing Partner

FCS: 10559

COP: 11902

UDIN: F010559G001040588