

DCM SHRIRAM INDUSTRIES LTD.



'KANCHENJUNGA', 18, BARAKHAMBA ROAD, NEW DELHI-110001, INDIA.

Dated: 08th February 2025

To, BSE Ltd. Pheroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai-400001 Scrip Code: 523369	To, National Stock Exchange of India Ltd Exchange Plaza, 5th Floor, Plot No. C-1, G Block, Bandra Kurla Complex, Bandra (E) Mumbai- 400 051 Symbol: DCMSRIND
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Sub: Summary of Proceedings of NCLT convened meetings of the Equity Shareholders and Unsecured Creditors of DCM Shriram Industries Limited (“Company”) held on Saturday, February 08, 2025, at 11.00 A.M. and 01:00 P.M. respectively pursuant to Regulation 30 of SEBI(LODR)Regulations, 2015.

Dear Sir/Madam,

This is to inform you that in pursuance of the directions issued by the Hon’ble National Company Law Tribunal, New Delhi Bench vide its Orders dated December 06, 2024 and amended on 18th December 2024, the meetings of Equity Shareholders and Unsecured Creditors of the Company were held on Saturday, February 08, 2025, at 11.00 A.M. and 01:00 P.M. respectively through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"). The meetings concluded at 12:12 P.M. and 01:48 P.M. respectively.

We are enclosing the following information by way of Annexures in connection with the aforesaid Meetings:

1. Summary of Proceedings of the NCLT convened Equity Shareholders Meeting (**Annexure A**)
2. Summary of Proceedings of the NCLT convened Unsecured Creditors Meeting (**Annexure B**)

This disclosure will also be hosted on the Company's website viz. www.dcmsr.com.

You are requested to take the above information on record.

Thanking you,

Yours Faithfully

(Y.D. Gupta)
Company Secretary &
Compliance Officer
FCS: 3405

Annexure-A

SUMMARY OF THE PROCEEDINGS OF THE MEETING OF THE EQUITY SHAREHOLDERS OF DCM SHRIRAM INDUSTRIES LIMITED, HELD PURSUANT TO ORDERS DATED DECEMBER 06, 2024 AND AMENDED ON 18TH DECEMBER 2024 OF THE HON'BLE NATIONAL COMPANY LAW TRIBUNAL, NEW DELHI BENCH, ("NCLT") ("NCLT Order") ON SATURDAY, FEBRUARY 08, 2025, THROUGH VIDEO CONFERENCING ("VC") / OTHER AUDIO- VISUAL MEANS ("OAVM") AT 11:00 A.M. AND CONCLUDED AT 12:12 P.M.

1. Date, time and quorum of the Meeting

A meeting of the Equity Shareholders of the Company was held through VC/OAVM on Saturday, February 08, 2025 at 11:00 A.M. ("Meeting") in compliance with the NCLT Orders and in accordance with the applicable provisions of the Companies Act, 2013 ("Act"), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and Secretarial Standard on General Meetings as issued by the Institute of Company Secretaries of India. The Meeting was deemed to be held at the Registered office of the Company at Kanchenjunga, 18, Barakhamba Road, New Delhi-110001.

As per the NCLT Orders, the quorum fixed for the Meeting was 75% in value of the Equity Shareholders. The Meeting commenced at 11:00 A.M. (the appointed time) and since the quorum was not present, the Meeting was adjourned by 30 minutes as mandated in the NCLT Order and thereafter, the Meeting was resumed at 11:33 A.M. and the Equity Shareholders present were treated as the quorum for the Meeting.

2. Proceedings in brief

Mr. Y D Gupta, Company Secretary and Compliance Officer of the Company welcomed all participants and handed over the proceedings to Mrs. Rashmi Chopra, the Chairperson appointed by Hon'ble NCLT.

Mrs. Rashmi Chopra, the Chairperson appointed by Hon'ble NCLT informed that the Meeting has been convened pursuant to the NCLT Order for the purpose of considering and approving the Scheme of Arrangement amongst Lily Commercial Private Limited ("Transferor Company"), DCM Shriram Industries Ltd. (Transferee Company), DCM Shriram Fine Chemicals Limited ("Resultant Company 1") and DCM Shriram International Limited ("Resultant Company 2") and their respective shareholders ("Scheme") which was placed before the equity shareholders for consideration and approval.

The Chairperson thereafter informed that the remote e-voting commenced at 9.00 AM (IST) on Wednesday, 5th February 2025 and concluded at 5.00 PM (IST) on Friday, 7th February 2025.

The Chairperson of the Meeting informed that, due to absence of requisite quorum as per the NCLT Order, the Meeting stands adjourned for 30 minutes and the Meeting resumed at 11:33 A.M. and the Equity Shareholders present will constitute the quorum for the Meeting.

After the adjournment of 30 minutes, 104 Equity Shareholders of the Company were present at 11:33 A.M. through VC and the Meeting constituted a valid quorum, as per the directive of the NCLT Order. The Chairperson called the Meeting to order and requested Company Secretary to provide instructions to the Equity Shareholders regarding the proceedings of the Meeting.

The Company Secretary welcomed the Equity Shareholders of the Company and informed them that the Company has taken all feasible efforts to enable the Equity Shareholders to participate through VC and vote at the Meeting through electronic mode and briefed them about the general guidelines and procedure to be followed during the Meeting to ensure smooth and seamless conduct of the meeting.

The Chairperson informed the equity shareholders that Ms. Manmeet Kaur Sareen was appointed as the Scrutinizer to scrutinize the voting through electronic means (i.e. remote e-voting and voting at the Meeting by using electronic system) (e-voting).

The Notice of Meeting of the Equity Shareholders dated December 24th, 2024, convening the Meeting, as circulated to the Equity Shareholders, was taken as read.

She further informed that the Company had provided the facility to its Equity Shareholders to cast vote electronically, on the resolution set forth in the Notice through remote e-voting (on the dates as mentioned in the notice) or vote electronically at the Meeting and the Equity Shareholders who have not cast their votes electronically earlier through remote e-voting, could cast their votes during the course of meeting through the e-voting system provided by KFIN Technologies Limited by clicking on "Vote" tab on the video conference screen.

Thereafter, the Chairperson asked the moderator to explain the procedure for speakers. The Equity Shareholders who have registered themselves as speaker asked questions related to the Scheme and Mr. G S Nair, Sr. Vice President, provided suitable replies.

The Chairperson informed the equity shareholders that the results of e-voting shall be disseminated to the Stock Exchanges and also uploaded on the website of the Company and KFin Technologies Limited (KFinTech), the authorized agency providing e-voting facility in two working days.

After following the process for e-voting at the Meeting, the Meeting was concluded at 12:12 P.M., including the time allowed for e-voting at the Meeting i.e. 15 minutes after conclusion of the proceedings of the Meeting.

SUMMARY OF THE PROCEEDINGS OF THE MEETING OF THE UNSECURED CREDITORS OF DCM SHRIRAM INDUSTRIES LIMITED, HELD PURSUANT TO ORDERS DATED DECEMBER 06, 2024 AND AMENDED ON 18TH DECEMBER 2024 OF THE HON'BLE NATIONAL COMPANY LAW TRIBUNAL, NEW DELHI BENCH, ("NCLT") ("NCLT Order") ON SATURDAY, FEBRUARY 08, 2025, THROUGH VIDEO CONFERENCING ("VC") / OTHER AUDIO- VISUAL MEANS ("OAVM") AT 01:00 P.M. AND CONCLUDED AT 01:48 P.M.

1. Date and Quorum of the Meeting

A meeting of the Unsecured Creditors of the Company was held through VC/OAVM on Saturday, February 08, 2025 at 01:00 P.M. ("Meeting") in compliance with the NCLT Orders and in accordance with the applicable provisions of the Companies Act, 2013 ("Act"), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and Secretarial Standard on General Meetings as issued by the Institute of Company Secretaries of India. The Meeting was deemed to be held at the Registered office of the Company at Kanchenjunga, 18, Barakhamba Road, New Delhi-110001.

As per the Order of the NCLT, the quorum fixed for the Meeting was 75% in value of the Unsecured Creditors. The Meeting commenced at 01:00 P.M. (the appointed time) and since the quorum was not present, the Meeting was adjourned by 30 minutes as mandated in the NCLT Order and thereafter, the Meeting was resumed at 01:30 P.M. and the Unsecured Creditors present were treated as quorum for the Meeting.

2. Proceedings in brief

Mr. Y D Gupta, Company Secretary welcomed all participants and handed over the proceedings to Mrs. Rashmi Chopra, the Chairperson appointed by Hon'ble NCLT.

Mrs. Rashmi Chopra, the Chairperson appointed by Hon'ble NCLT informed that the Meeting has been convened pursuant to the NCLT Order for the purpose of considering and approving the Scheme of Arrangement amongst Lily Commercial Private Limited ("Transferor Company"), DCM Shriram Industries Ltd. (Transferee Company), DCM Shriram Fine Chemicals Limited ("Resultant Company 1") and DCM Shriram International Limited ("Resultant Company 2") and their respective shareholders ("Scheme") which was placed before the unsecured creditors for consideration and approval.

Mr. Y. D. Gupta welcomed the Unsecured Creditors of the Company and informed them that the Company has taken all feasible efforts to enable the Unsecured Creditors to participate through VC

and vote at the Meeting through electronic mode and briefed them about the general guidelines and procedure to be followed during the Meeting to ensure smooth and seamless conduct of the meeting.

The Chairperson informed the Unsecured Creditors that Ms. Manmeet Kaur Sareen was appointed as the Scrutinizer to scrutinize the voting through electronic means (i.e. remote e-voting and voting at the Meeting by using electronic system) (e-voting).

The Chairperson of the Meeting informed that, due to absence of requisite quorum as per the NCLT Order, the Meeting stands adjourned for 30 minutes and the Meeting will resume at 01:30 P.M. and the Unsecured Creditors present will constitute as the quorum for the Meeting.

After the adjournment of 30 minutes, 166 Unsecured Creditors of the Company were present at 01:30 P.M. through VC and the Meeting constituted a valid quorum, as per the directive of the NCLT Order. The Chairperson called the Meeting to order and requested Company Secretary to provide instructions to the Unsecured Creditors regarding the proceedings of the Meeting.

The Notice of Meeting of the Unsecured Creditors dated December 24th, 2024, convening the Meeting, as circulated to the Unsecured Creditors, was taken as read.

The Chairperson further informed that the Company had provided the facility to its Unsecured Creditors to cast vote electronically, on the resolution set forth in the Notice through remote e-voting (on the dates as mentioned in the notice) or vote electronically at the Meeting and the Unsecured Creditors who have not cast their votes electronically earlier through remote e-voting, can cast their votes during the course of meeting through the e-voting system provided by KFIN Technologies Limited by clicking on "Vote" tab on the video conference screen.

After following the process for e-voting at the Meeting, the Meeting was concluded at 01:48 P.M., including the time allowed for e-voting at the Meeting i.e. 15 minutes after conclusion of the proceedings of the Meeting.
