

## **NOTICE FOR THE ATTENTION OF SHAREHOLDERS OF THE COMPANY**

### **TWENTY-THIRD ANNUAL GENERAL MEETING AND INFORMATION ON REMOTE E-VOTING AND E-VOTING IN THE MEETING**

The **Twenty-Third Annual General Meeting (“AGM”)** of the Company will be held through Video Conferencing (“**VC**”)/Other Audio-Visual Means (“**OAVM**”) on **Friday, 28<sup>th</sup> July, 2023 at 2:30 p.m.**, without physical presence of the Members at a common venue, in compliance with all the applicable provisions of the Companies Act, 2013 and the Rules made thereunder and the Securities and Exchange Board of India (“**SEBI**”) (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with 14/2020 dated 8<sup>th</sup> April, 2020, General Circular No. 17/2020 dated 13<sup>th</sup> April, 2020, General Circular No. 20/2020 dated 5<sup>th</sup> May, 2020, General Circular No. 02/2021 dated 13<sup>th</sup> January, 2021, General Circular No. 19/2021 dated 8<sup>th</sup> December, 2021, General Circular No. 21/2021 dated 14<sup>th</sup> December, 2021, General Circular No. 2/2022 dated 5<sup>th</sup> May, 2022 and General Circular No. 10/2022 dated 28<sup>th</sup> December, 2022 and other applicable circulars issued by the Ministry of Corporate Affairs (“**MCA**”) and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 and Circular No. SEBI/HO/CFD/PoD-2/CIR/2023/4 dated January 5, 2023 issued by SEBI (collectively referred to as “**relevant circulars**”), to transact the business set out in the Notice calling the AGM. Members will be able to attend the AGM only through VC/OAVM. Members participating through the VC/OAVM facility shall be reckoned for the purpose of quorum under Section 103 of the Companies Act, 2013.

In compliance with the relevant circulars, the Notice of the AGM and the link to access Annual Report for the financial year 2022-23 has been sent only through e mail to those Members of the Company whose email addresses are registered with the Company/Depository Participants. Detailed instructions for members to join the AGM are given in the Notice of the AGM. The aforesaid documents are also available on the Company's website [www.sumichem.co.in](http://www.sumichem.co.in) and on the websites of the Stock Exchanges,

i.e., BSE Limited and the National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com), respectively.

Members, who have not received Notice of the AGM, may send an e-mail request to [investor.relations@sumichem.co.in](mailto:investor.relations@sumichem.co.in) for obtaining Notice of the AGM and the Annual Report through e mail / as hard copy.

The document(s) referred to in the Notice of the AGM are also available on the Company's website: [www.sumichem.co.in](http://www.sumichem.co.in), from the date of despatch of the Notice of the AGM till conclusion of the AGM.

### **Registration of email ID and Bank Account details**

In case the shareholder has not registered his/her/their email address with the Company/ Link Intime India Private Ltd. – the Company's RTA/Depositories and / or not updated the Bank Account mandate for receipt of dividend; the following instructions should be followed:

(i) Kindly log in to the website of the RTA, [www.linkintime.co.in](http://www.linkintime.co.in) under Investor Services > Email/Bank detail Registration - fill in the details and upload the required documents and submit.

OR

In the case of Shares held in Demat mode:

(ii) The shareholder may contact the Depository Participant (“DP”) and register the email address and bank account details in the demat account as per the process followed and advised by the DP.

### **Instructions for remote e-voting and e-voting during AGM**

The Company is providing to its members facility to exercise their right to vote on the resolutions proposed to be passed at AGM by remote e-voting before the AGM and by e-voting while attending the AGM by using the electronic voting system of Link Intime India Private Limited (LIPL) (“InstaMeet”).

Information and instructions including details of user id and password relating to remote e-voting have been sent to the members through e-mail along with the Notice of AGM and Annual Report. The same login credentials should be used for attending the AGM through VC/ OAVM.

The manner of remote e-voting and e-voting at InstaMeet by members holding shares in dematerialized mode and physical mode and for members who have not registered their email addresses is provided in the Notice of the AGM and is also available on the website of the Company at [www.sumichem.co.in](http://www.sumichem.co.in) and on the website of the Stock Exchanges, i.e., BSE Limited and the National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com), respectively.

The instructions for remote e-voting and e-voting are given below.

- Log-in to e-Voting website of Link Intime India Private Limited (LIPL)
- 1. Visit the e-voting system of LIPL. Open web browser by typing the following URL: <https://instavote.linkintime.co.in>.
- 2. Click on “Login” tab, available under ‘Shareholders’ section.
- 3. Enter your User ID, password and image verification code (CAPTCHA) as shown on the screen and click on “SUBMIT”.
- 4. Your User ID details are given below:
  - a. Shareholders holding shares in demat account with NSDL: Your User ID is 8 Character DP ID followed by 8 Digit Client ID
  - b. Shareholders holding shares in demat account with CDSL: Your User ID is 16 Digit Beneficiary ID
  - c. Shareholders holding shares in Physical Form (i.e. Share Certificate): Your User ID is Event No + Folio Number registered with the Company
- 5. The Password details have been given in the e mail sent to the shareholders

If you are using e-Voting system of LIPL: <https://instavote.linkintime.co.in> for the first time or if you are holding shares in physical form, you need to follow the steps given below:

Click on “Sign Up” tab available under ‘Shareholders’ section register your details and set the password of your choice and confirm (the password should contain minimum 8 characters, at least one special character, at least one numeral, at least one alphabet and at least one capital letter).

	<b>For Shareholders holding shares in Demat Form or Physical Form</b>
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (applicable for both demat shareholders as well as physical shareholders). <ul style="list-style-type: none"> <li>Members who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.</li> </ul>
DOB/ DOI	Enter the DOB (Date of Birth)/ DOI as recorded with depository participant or in the company record for the said demat account or folio number in dd/mm/yyyy format.
Bank Account Number	Enter the Bank Account number (Last Four Digits) as recorded in your demat account or in the company records for the said demat account or folio number. <ul style="list-style-type: none"> <li>Please enter the DOB/ DOI or Bank Account number in order to register. If the above mentioned details are not recorded with the depository participants or company, please enter Folio number in the Bank Account number field as mentioned in instruction (iv-c).</li> </ul>

### **Record date for determining eligibility for voting**

A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date, i.e., **Friday, the 21st July, 2023** only shall be entitled to avail the facility of remote e-voting or for participation at the AGM and voting through Insta Poll.

The e-voting period **begins on Tuesday, the 25<sup>th</sup> July, 2023 (09.00 a.m.)** and ends on **Thursday, the 27<sup>th</sup> July, 2023 (5.00 p.m.)**. During this period, shareholders of the Company holding shares either in physical form or dematerialised form as on **Friday, the 21st July, 2023**, may cast their votes electronically. The remote e-voting facility shall be disabled thereafter and remote e-voting shall not be allowed thereafter. Any person, who acquires shares of the Company and becomes a member of the Company after despatch of the Notice and who holds shares as of the cut-off date, may obtain the login ID and password by sending a request to [instameet@linkintime.co.in](mailto:instameet@linkintime.co.in). However, if he/she is already registered with LIPL for remote e-voting then he/she can use the existing User ID and password for casting vote.

The members who have cast their vote(s) by remote e-voting may also attend the AGM but shall not be entitled to cast their vote(s) again at the AGM.

In case the shareholders/members have any queries or issues regarding e-voting, they can write an email to [instameet@linkintime.co.in](mailto:instameet@linkintime.co.in) or Call on: - Tel : ( 022-49186175).

### **Results of Voting on Resolutions**

Mr. K. G. Saraf, proprietor of Saraf & Associates, Practising Company Secretaries, has been appointed as the Scrutinizer to scrutinize the voting process in a fair and transparent manner.

The results of voting on the resolutions shall be declared and shall be placed along with the Consolidated Scrutinizer's Report on the Company's website [www.sumichem.co.in](http://www.sumichem.co.in) and on the website of Link Intime India Pvt. Ltd. within two working days of the conclusion of the AGM and shall also be communicated to the BSE Limited and National Stock Exchange India Limited where the shares of the Company are listed.

## **Deduction of tax on Dividend**

Dividend recommended by the Board of Directors will be paid if approved by the members in the AGM. Dividend will be subject to deduction of tax at source (TDS) as per the provisions of the Income-Tax Act and rules thereunder. Communication has been sent to the shareholders giving general information about TDS on dividend and the procedure for shareholders for claiming exemption from TDS / lower rate of TDS. The draft of the communication is available on the Company website at [www.sumichem.co.in](http://www.sumichem.co.in). Shareholders are requested to refer to the communication for submitting request for exemption from TDS.

By Order of the Board of Directors

Deepika Trivedi  
Company Secretary

Place: Mumbai

Date: 3<sup>rd</sup> July 2023