

July 17, 2025

To, BSE Limited, 25, P. J. Towers, Dalal Street, Mumbai – 400 001 Ref: Company Scrip Code: 532834	To, Listing Department, National Stock Exchange of India Ltd., Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai- 400051 Ref: Symbol: CAMLINFINE Series: EQ
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Sub: Notice of the 32nd Annual General Meeting ('AGM') of the Company for FY 2024- 25

Dear Sir/Madam,

Pursuant to Regulation 30 read with Schedule III Part A Para A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, attached herewith is the Notice along with Explanatory Statement of the 32nd AGM of the Company to be held on **Friday, August 8, 2025 at 10.00 a.m. (IST) through Video Conferencing / Other Audio Visual Means ('VC/OAVM')**.

The notice of the 32nd AGM is available on the website of the Company at <https://www.camlinfs.com/investor-relations/home/notices>.

This is for your information and record please.

Thanking you,

Yours faithfully,

For Camlin Fine Sciences Limited

Rahul Sawale
Company Secretary
& VP Legal

Encl.: a/a.



Registered Office:

Camlin Fine Sciences Limited, Floor 2 to 5, In G.S. Point, CST Road, Kalina, Santacruz (East), Mumbai 400 098.
CIN: L74100MH1993PLCO75361



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corporate@camlinfs.com



www.camlinfs.com

NOTICE

NOTICE is hereby given that the 32nd Annual General Meeting of the members of Camlin Fine Sciences Limited, will be held on **Friday, August 8, 2025 at 10:00 a.m. (IST)** through Video Conferencing (“**VC**”) / Other Audio Visual Means (“**OAVM**”), to transact the following business:

ORDINARY BUSINESS

1. To consider and adopt (a) the audited financial statement of the Company for the financial year ended March 31, 2025 and the reports of the Board of Directors and Auditors thereon; and (b) the audited consolidated financial statement of the Company for the financial year ended March 31, 2025 and the report of the Auditors thereon and in this regard, to consider and if thought fit, to pass, the following resolutions as **Ordinary Resolutions**:

- a. **“RESOLVED THAT** the audited financial statement of the Company for the financial year ended March 31, 2025 and the reports of the Board of Directors and Auditors thereon, as circulated to the members, be and are hereby considered and adopted.”
- b. **“RESOLVED THAT** the audited consolidated financial statement of the Company for the financial year ended March 31, 2025 and the report of Auditors thereon, as circulated to the members, be and are hereby considered and adopted.”

2. Re-appointment of Mr. Arjun Dukane (DIN: 06820240), who retires by rotation as an Executive Director – Technical and in this regard, to consider and if thought fit, to pass, the following resolution as **Ordinary Resolution**:

“RESOLVED THAT in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Arjun Dukane (DIN: 06820240), who retires by rotation at this meeting, be

and is hereby re-appointed as an Executive Director – Technical of the Company.”

3. Re-appointment of Ms. Anagha Dandekar (DIN: 07897205), who retires by rotation as a Non-Executive Non-Independent Director and in this regard, to consider and if thought fit, to pass, the following resolution as **Ordinary Resolution**:

“RESOLVED THAT in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Ms. Anagha Dandekar (DIN: 07897205), who retires by rotation at this meeting, be and is hereby re-appointed as a Non-Executive Non-Independent Director of the Company.”

SPECIAL BUSINESS

4. To ratify the remuneration of the Cost Auditor for the financial year ending March 31, 2026 and in this regard, to consider and if thought fit, to pass, the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT in accordance with the provisions of Section 148 and other applicable provisions of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the remuneration, as approved by the Board of Directors and set out in the Explanatory Statement annexed to the Notice, to be paid to the Cost Auditor appointed by the Board of Directors of the Company, to conduct the audit of the cost records of the Company for the financial year ending March 31, 2026, be and is hereby ratified;

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to take such steps and do all such acts, deeds, matters and things as may be considered necessary, proper and expedient to give effect to this resolution.”

NOTICE



Contd.

5. To appoint M/s. JHR & Associates, Practicing Company Secretaries, a peer reviewed firm (Firm registration number: S2015MH296800 / Peer Review Certificate No. 6285/2024), as Secretarial Auditors of the Company and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 204 and other applicable provisions, if any of the Companies Act, 2013 read with the rules framed thereunder, Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or reenactment(s) thereof, for the time being in force) M/s. JHR & Associates, Practicing Company Secretaries, a peer reviewed firm (Firm registration number: S2015MH296800 / Peer Review Certificate No. 6285/2024), be and are hereby appointed as Secretarial Auditors of the Company, for a term of five (5) consecutive years commencing from the Financial Year 2025-26 until Financial Year 2029-30 on a remuneration of ₹ 1,50,000/- (Rupees One Lakh Fifty Thousand Only) plus applicable taxes and reimbursement of out-of-pocket expenses, if any, for the Financial Year 2025-26 **AND THAT** the remuneration, for the subsequent years shall be mutually agreed between the Board of Directors of the Company and the Secretarial Auditors from time to time;

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to take such steps and do all such acts, deeds, matters and things as may be considered necessary, proper and expedient to give effect to this resolution.”

6. To re-appoint Mr. Harsha Raghavan (DIN: 01761512) as a Non-Executive Non-Independent Director of the Company and in this regard to consider and if thought fit,

to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT in accordance with the provisions of Sections 149, 152 and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or reenactment(s) thereof, for the time being in force), Mr. Harsha Raghavan (DIN: 01761512) in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director, be appointed as a Non-Executive Non-Independent Director being liable to retire by rotation with effect from August 10, 2025;

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

**By Order of the Board of Directors
For Camlin Fine Sciences Limited**

**Rahul Sawale
Company Secretary & VP - Legal**

Regd. Office:

Camlin Fine Sciences Limited

CIN: L74100MH1993PLC075361

Floor 2 to 5, In G.S. Point, CST Road,
Kalina, Santacruz East, Mumbai 400098.

Website: www.camlinfs.com

E-mail: secretarial@camlinfs.com

Tel.: +91 22 6700 1000 Fax: +91 22 2832 4404

Place : Mumbai

Date : May 23, 2025

Notes:

1. The Ministry of Corporate Affairs (“**MCA**”) has vide its circular dated September 19, 2024 read with circulars dated September 25, 2023, December 28, 2022, May 5, 2022, December 14, 2021, December 8, 2021, January 13, 2021, May 5 2020, April 13, 2020 and April 8, 2020 (collectively referred to as “**MCA Circulars**”) and circular issued by SEBI dated October 3, 2024 permitted convening the Annual General Meeting (“**AGM**” / “**Meeting**”) through Video Conferencing (“**VC**”) or Other Audio Visual Means (“**OAVM**”), without the physical presence of the members at a common venue. In accordance with the MCA Circulars, provisions of the Companies Act, 2013 (the “**Act**”), the AGM of the Company is being held through VC / OAVM. The deemed venue for the AGM shall be the Registered Office of the Company.
2. In compliance with the MCA Circulars read with SEBI circular dated October 03, 2024, October 07, 2023, January 5, 2023 and May 13, 2022, Notice of the AGM along with the Annual Report 2024-25 is being sent only through electronic mode to those Members whose email addresses are registered with the Company / Depositories. Additionally, in accordance with Regulation 36(1)(b) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, the Company is also sending a letter to members whose e-mail addresses are not registered with Company/Registrar/DP providing the weblink of Company’s website from where the Annual Report for FY 2024-25 can be accessed. Members may note that the Notice and Annual Report 2024-25 will be available on the Company’s website https://www.camlinfs.com/investor-relations/home/annual_reports.
3. In case any member is desirous of obtaining hard copy of the Annual Report for the financial year 2024-25 and Notice of the AGM of the Company, may send request to the Company’s e-mail address at secretarial@camlinfs.com mentioning Foilo No./DP ID and Client ID.
4. A Statement pursuant to Section 102(1) of the Act relating to the Special Business to be transacted at the Meeting is annexed hereto.
5. Since the AGM will be held through VC/ OAVM, the route map of the venue of the Meeting is not annexed hereto.
6. Generally, a member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the Company. Since this AGM is being held through VC / OAVM pursuant to the MCA Circulars, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence, the Proxy Form and Attendance Slip are not annexed hereto.
7. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act, and the relevant documents referred to in the Notice will be available electronically for inspection by the members during the AGM.
8. All documents referred to in the Notice will also be available electronically for inspection without any fee by the members from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send an email to secretarial@camlinfs.com.
9. Members seeking any information with regard to the accounts or any matter to be placed at the AGM, are requested to write to

NOTICE



Contd.

the Company on or before Saturday, August 2, 2025 through email on secretarial@camlinfs.com. The same will be replied by the Company suitably.

10. In case of joint holders attending the Meeting, only such joint holders who are higher in the order of names will be entitled to vote.
11. Members attending the AGM through VC / OAVM shall be reckoned for the purpose of quorum under Section 103 of the Act.
12. In terms of the provisions of Section 152 of the Act, Mr. Arjun Dukane, Executive Director – Technical and Ms. Anagha Dandekar, Non-Executive Non-Independent Director retire by rotation at the Meeting. The Nomination and Remuneration Committee and the Board of Directors of the Company commend their respective reappointments.

Mr. Arjun Dukane, Ms. Anagha Dandekar and Mr. Harsha Raghavan, are interested in the Ordinary Resolutions set out at Item Nos. 2, 3 and 6 respectively, of the Notice with regards to their re-appointments.

Save and except the above, none of the Directors / Key Managerial Personnel(s) of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolutions set out under Item Nos. 1 to 6 of the Notice.

13. Details of Directors retiring by rotation at this Meeting are provided in the “Annexure 1” to the Notice.
14. SEBI has mandated the submission of Permanent Account Number (PAN) by every person dealing in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their depository participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company or

with the Company’s Registrar and Share Transfer Agents, M/s. MUFG Intime India Private Limited.

15. To receive shareholders’ communications through electronic means, including Annual Reports and Notices, members who have not registered their e-mail address and other KYC details are requested to register the same with their relevant depositories through their depository participants, where shares are held in electronic form. Where shares are held in physical form, members are requested to furnish the same in Form ISR-1 and other relevant forms prescribed by SEBI, with the Company’s RTA, M/s. MUFG Intime India Private Limited. The said forms are available on the website of the Company at <https://www.camlinfs.com/investor-relations/home/downloads> and on the website of the RTA at <https://web.in.mpms.mufig.com/KYC-downloads.html>.

Further, those members who have not registered their e-mail addresses and mobile nos. and in consequence could not be served the Annual Report and Notice of AGM, may temporarily get themselves registered with the Company’s Registrar and Share Transfer Agents, M/s. MUFG Intime India Private Limited. Members are requested to support our commitment to environmental protection by choosing to receive the Company’s communication through e-mail going forward.

16. With a view to helping us serve the members better, members who hold shares in identical names and in the same order of names in more than one folio are requested to write to the Company to consolidate their holdings in one folio.
17. Pursuant to section 72 of the Act, members holding shares in physical form are advised to file nomination in the prescribed Form SH-13 with the Company’s share transfer agent.

In respect of shares held in electronic/demat form, the members may please contact their respective depository participant.

18. Online Dispute Resolution (ODR) Portal was introduced by SEBI vide its Master Circular SEBI/HO/OIAE/OIAE_ IAD- 1/P/ CIR/2023/145 dated 11th August 2023, which is in addition to the existing SCORES 2.0 portal which can be utilized by the investors and the Company for dispute resolution. Please note that the investors are advised to initiate dispute resolution through the ODR portal only if the Company does not resolve the issue itself or it is not resolved through SCORES 2.0 portal.
19. In terms of section 124(5) of the Act, the dividend amount which remained unclaimed for a period of 7 years or more have been transferred to the Investor Education and Protection Fund (IEPF) established by the Central Government.

Further, in terms of section 124(6) of the Act, in case of shareholders whose dividends are unpaid for a continuous period of 7 years, their corresponding shares have also been transferred to the IEPF demat account.
20. In case a person has become a member of the Company after dispatch of AGM Notice, but on or before the cut-off date for e-voting, i.e. Saturday, August 2, 2025, such person may obtain the User ID and Password from MUFG Intime India Private Limited. Alternatively, member may send signed copy of the request letter providing the e-mail address, mobile number, self-attested PAN copy along with client master copy (in case of electronic folio)/copy of share certificate (in case of physical folio) via e-mail at rnt.helpdesk@in.mpms.mufg.com for obtaining the Annual Report and Notice of AGM.
21. The Board of Directors has appointed M/s. JHR & Associates, Practicing Company Secretaries as the Scrutinizer to the e-voting

process and voting at the AGM in a fair and transparent manner.

22. The Chairman shall formally propose to the members participating through VC/OAVM facility to vote on the resolutions as set out in the Notice of the AGM and announce the start of the casting of vote through the e-voting system of NSDL.
23. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, first count the votes cast at the meeting, thereafter, unblock the votes through e-voting in the presence of at least two witnesses, not in the employment of the Company and make a consolidated Scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman of the Company, who shall countersign the same.
24. The results declared along with the Scrutinizers Report shall be placed at the Company's website www.camlinfs.com immediately after the results are declared by the Company and simultaneously communicated to the BSE Limited and National Stock Exchange of India Limited.
25. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), MCA Circulars the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the AGM will be provided by NSDL.

NOTICE



Contd.

26. The Notice calling the AGM has been uploaded on the website of the Company at www.camlinfs.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING THE ANNUAL GENERAL MEETING ARE AS UNDER:-

Members will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned for Access to NSDL e-Voting system. After successful login, you can see link of “VC/OAVM link” placed under “Join Meeting” menu against Company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the Members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for 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:

Facility of joining the AGM through VC/OAVM shall opened 15 minutes before the scheduled start time of the AGM i.e. from 09:45 A.M. (IST) and will be available for Members on first come first serve basis.

The remote e-voting period begins on Tuesday, August 5, 2025 at 9:00 A.M. (IST) and ends on Thursday, August 7, 2025 at 5:00 P.M. (IST). The remote e-voting module shall be disabled by NSDL for voting thereafter. Members whose names appear in the Register of Members / Beneficial Owners as on the cut-off date i.e. Saturday, August 2, 2025, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Saturday, August 2, 2025.

Members participating at the AGM, who have not already cast their vote by Remote e-Voting, will be eligible to exercise their right to vote during the AGM. Members who have cast their vote by Remote e-Voting will also be eligible to participate at the AGM but shall not be entitled to cast their vote again on such resolutions for which the Member has already cast the vote through Remote e-Voting.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> 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. 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 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. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. <p>NSDL Mobile App is available on</p> <div>   </div> <div>   </div>

NOTICE



Contd.

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> 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 an 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 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 101456 then user ID is 101456001***

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

NOTICE



Contd.

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. .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 email ID is not registered, please follow steps mentioned below in process for those shareholders whose email 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.

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

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 special 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 authorised signatory(ies) who are authorised to vote, to the Scrutinizer by e-mail to info@jhrasso.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 at evoting@nsdl.com.

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of email 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 secretarial@camlinfs.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 (self-attested scanned copy of Aadhar Card) to secretarial@camlinfs.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.
4. 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 required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

**By Order of the Board of Directors
For Camlin Fine Sciences Limited**

**Rahul Sawale
Company Secretary & VP - Legal**

Regd. Office:

Camlin Fine Sciences Limited
CIN: L74100MH1993PLC075361
Floor 2 to 5, In G.S. Point, CST Road,
Kalina, Santacruz East, Mumbai 400098.
Website: www.camlinfs.com
E-mail: secretarial@camlinfs.com
Tel.: +91 22 6700 1000
Fax: +91 22 2832 4404

Place : Mumbai
Date : May 23, 2025

NOTICE



Contd.

STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 ("the Act")

The following Statement sets out all material facts relating to the Special Businesses mentioned in the Notice:

Item No. 4:

Ratification of remuneration of the Cost Auditor for the financial year ending March 31, 2026.

The Board of Directors has on the recommendation of the Audit Committee, approved the appointment and remuneration of M/s. ABK & Associates, Cost Accountants, as the Cost Auditor of the Company to carry out the audit of the Company's cost accounting records for the financial year ending March 31, 2026, at a remuneration of ₹ 1,85,000/- (Rupees One Lakh Eight-Five Thousand Only) plus applicable taxes and reimbursement of out-of-pocket expenses, if any, incurred in connection with the audit.

In accordance with the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditor as recommended by the Audit Committee and approved by the Board of Directors, has to be ratified by the members of the Company. Accordingly, ratification by the members is sought to the remuneration payable to the Cost Auditor for the financial year ending March 31, 2026 by passing an Ordinary Resolution as set out at Item No. 4 of the Notice.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out in Item No. 4 of the Notice.

The Board commends the Ordinary Resolution set out at Item No. 4 of the Notice for approval by the members.

Item No. 5:

Appointment of M/s. JHR & Associates, Practicing Company Secretaries as Secretarial Auditor of the Company for the term of five consecutive years.

Pursuant to the view the requirements set out in the Section 204 and other applicable provisions, if any of the Companies Act, 2013 read with the rules framed thereunder, Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Audit Committee and Board of Directors of the Company have approved and recommended the appointment of M/s. JHR & Associates, Practicing Company Secretaries, a peer reviewed firm (Firm registration number: S2015MH296800 / Peer Review Certificate No. 6285/2024), as Secretarial Auditor of the Company for a term of 5 (five) consecutive years commencing from Financial Year 2025-26 until Financial Year 2029-30, on a remuneration of ₹ 1,50,000/- (Rupees One Lakh Fifty Thousand only) plus applicable taxes and reimbursement of out-of-pocket expenses, if any, for the Financial Year 2025-26 and the remuneration, for the subsequent years shall be mutually agreed between the Board of Directors of the Company and the Secretarial Auditors from time to time.

JHR & Associates, Thane, is a Partnership firm of Practicing Company Secretaries set up in January, 2017 prior to this since 1996 it was operative as J. H. Ranade & Associates, a Proprietary Concern of Mr. Jayant H. Ranade. The firm provides professional services in the field of Corporate Laws, SEBI Regulations, FEMA Regulations including carrying out Secretarial Audit, Due Diligence Audits and Compliance Audits. The firm is Peer Reviewed by the Institute of Company Secretaries of India.

M/s. JHR & Associates, Practicing Company Secretaries have consented to and confirmed that their appointment, if made, would be in accordance with the eligibility and qualification criteria specified in Regulation 24A(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. They have also confirmed that they are not disqualified to be appointed as Secretarial Auditors in terms of the provisions of the aforesaid regulations.

None of the Directors / Key Managerial Personnel / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 5 of the Notice.

The Board commends the Ordinary Resolution set out at Item No. 5 of the Notice for approval by the members.

Item No. 6:

Re-appointment of Mr. Harsha Raghavan as a Non-Executive Non-Independent Director of the Company.

The members may note that the shareholders of the Company at the Annual General Meeting (AGM) held on July 20, 2021 had approved the appointment of Mr. Harsha Raghavan as a Non-Executive Non-Independent Director of the Company, with effect from August 10, 2020 for a term of five consecutive years. The said appointment was recorded for five years, overlooking the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 which do not specify a term for Non-Executive Directors, except for Independent Directors.

As approved by shareholders, Mr. Harsha Raghavan's five-year term concludes on August 9, 2025. In order to regularize his appointment in compliance with applicable laws and to ensure balance in the composition of the Board, re-appointment of Mr. Harsha Raghavan is proposed effective from August 10, 2025 as a Non-Executive Non-Independent Director of the Company liable

to retire by rotation, subject to the approval of the shareholders at ensuing Annual General Meeting.

Mr. Harsha Raghavan is qualified to be re-appointed as a director in terms of Section 164 of the Act and has given his consent to act as a director and that he is not debarred from holding the office of director by virtue of any order passed by the Securities and Exchange Board of India / Ministry of Corporate Affairs or any such statutory authority. The Company has also received notice under Section 160 of the Act from a shareholder proposing the candidature of Mr. Harsha Raghavan for the office of a Director of the Company.

In the opinion of the Board, Mr. Harsha Raghavan fulfils the conditions for re-appointment as a Non-Executive Non-Independent Director as specified in the Act and the SEBI Listing Regulations. Mr. Harsha Raghavan possesses appropriate skills, experience and knowledge. Considering the extensive knowledge and experience of Mr. Harsha Raghavan in the areas of business administration and investment advisory as well as his educational background, re-appointment of Mr. Harsha Raghavan as a Non-Executive Non-Independent Director is considered to be in the larger interest of the Company.

Details pursuant to the provisions of (i) Listing Regulations and (ii) Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India of Mr. Harsha Raghavan are provided in the "Annexure 2" to the Notice. Subject to the provisions of the Companies Act, 2013 including any amendments, statutory modifications, re-enactments etc. and with the approval of the Board of Directors and Shareholders (if required), he may be paid remuneration by way of commission from time to time. In addition to the remuneration, the Company during the period of his appointment shall make reimbursement of incidental expenses incurred by him in the performance of his role and duties.

NOTICE



Contd.

Save and except Mr. Harsha Raghavan, none of the other Directors / Key Managerial Personnel of the Company / relatives of Directors / Key Managerial Personnel are, in any way, concerned or interested, financially or otherwise, in the ordinary resolution mentioned at Item No. 6 of the Notice.

In accordance with the provisions of Regulation 17(1C) of the Listing Regulations and Section 149 read with Schedule IV to the Act and other applicable provisions of the Companies Act, 2013, appointment of Directors requires approval of the members of the Company at the ensuing general meeting or within a time period of three months from the date of appointment, whichever is earlier.

Therefore, the Board commends the Ordinary Resolution set out at Item No. 6 of the Notice for approval by the members.

For Camlin Fine Sciences Limited

Rahul Sawale

Company Secretary & VP - Legal

Regd. Office:

Camlin Fine Sciences Limited
CIN: L74100MH1993PLC075361
Floor 2 to 5, In G.S. Point, CST Road, Kalina,
Santacruz East, Mumbai 400098.
Website: www.camlinfs.com
E-mail: secretarial@camlinfs.com
Tel.: +91 22 6700 1000
Fax: +91 22 2832 4404

Place : Mumbai

Date : May 23, 2025

ANNEXURE '1'

Other details of Directors retiring by rotation at the 32nd Annual General Meeting are as under:

Name	Mr. Arjun Dukane	Ms. Anagha Dandekar
Director Identification Number	06820240	07897205
Age	58 years	58 years
Date of first Appointment on the Board	June 1, 2018	October 13, 2017
Experience (including expertise in specific functional area) / Brief Resume	Mr. Arjun Dukane is a Chemical Engineer with an extensive career of 30+ years in the Chemical Industry. He has been a part of CFS for 15+ years, and is contributing to the organization's success with his knowledge, expertise, and experience.	President, co-founder of Hardware Renaissance, a manufacturer of high-end, hand-crafted door hardware and accessories.
Qualifications	Chemical Engineer (Diploma)	Ms. Anagha Dandekar holds an M.B.A. in Finance degree from the University of South Carolina, USA.
Terms and Conditions of Appointment	As per the Special Resolution passed at the 31 st AGM dated July 31, 2024.	Director liable to retire by rotation.
Details of remuneration sought to be paid	As per the Special Resolution passed at the 31 st AGM dated July 31, 2024.	Remuneration by way of fee for attending meetings of the Board or Committees thereof or for any other purpose as may be decided by the Board, reimbursement of expenses for participating in the Board and other meetings and profit related commission, if any.
Last drawn remuneration	₹ 120 Lakh	₹ 7.00 Lakh (sitting fees paid for Board Meetings for the Financial Year 2024-25)
Relationship with other Directors and Key Managerial Personnel	Not related to any other Director / Key Managerial Personnel	Ms. Anagha Dandekar is sister of Mr. Ashish Dandekar, Chairman & Managing Director
Directorship in other Companies/Bodies Corporate as on March 31, 2025	1. Chemolutions Chemicals Limited 2. Naiknavare Chemicals Limited	1. Hardware Renaissance 2. DHC corporation
Chairman/Member in the Committees of the Boards of other Listed Companies	Nil	Nil
No. of Shares held in the Company as on March 31, 2025	1,95,140	30,18,549
Number of meetings of the Board attended during the year (2024-25)	8 (Eight) out of 8 (Eight) board meetings	7 (Seven) out of 8 (Eight) board meetings

NOTICE



Contd.

ANNEXURE '2'

Disclosure required under Section 196 (4) of the Companies Act, 2013, Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 of ICSI.

Name	Mr. Harsha Raghavan
Director Identification Number	01761512
Age	53 years
Date of first Appointment on the Board	Effective August 10, 2020
Experience (including expertise in specific functional area) / Brief Resume	Mr. Harsha Raghavan is an M.B.A. and M.Sc. in Industrial Engineering from Stanford University, a B.A. from the University of California at Berkeley, where he double-majored in Computer Science & Economics. He is currently the Managing Partner of Convergent Finance LLP and was the founding MD & CEO of Fairbridge Capital Private Limited (a Fairfax Company) since its inception in 2011, where he led all investment advisory activities in India.
Qualifications	Mr. Raghavan holds a M.B.A. degree and M.Sc. degree in industrial engineering both from Stanford University and a B.A. degree from the University of California at Berkeley, where he double majored in computer science and economics.
Terms and Conditions of Appointment	As per the ordinary resolution set out in this Notice read with the Statement hereto.
Details of remuneration sought to be paid	Subject to the provisions of the Companies Act, 2013 including any amendments, statutory modifications, re-enactments etc. and with the approval of the Board of Directors and Shareholders (if required), he may be paid remuneration by way of commission from time to time. In addition to the remuneration, the Company for the period of his appointment shall make reimbursement of incidental expenses incurred by him in the performance of his role and duties.
Last drawn remuneration	Nil
Relationship with other Directors and Key Managerial Personnel	Not related to any other Director / Key Managerial Personnel

Name	Mr. Harsha Raghavan
Directorship in other Companies/ Body Corporates	<ol style="list-style-type: none"> 1. Onward Technologies Limited 2. Jagsonpal Pharmaceuticals Limited 3. Agilitas Sports Private Limited 4. Just Udo Aviation Private Limited 5. Sundrop Brands Limited (formerly known as Agro Tech Foods Limited) 6. FLY91 Aircraft Leasing IFSC Private Limited 7. Del Monte Foods Private Limited 8. Convergent Finance LLP 9. HR Holdings 10. SG Holdings
Chairman/Member in the Committees of the Boards of other Listed Companies	<ol style="list-style-type: none"> 1. Onward Technologies Limited <ul style="list-style-type: none"> - Member of Audit Committee - Member of Nomination and Remuneration Committee 2. Jagsonpal Pharmaceuticals Limited <ul style="list-style-type: none"> - Member of Audit Committee - Member of Risk Management Committee 3. Sundrop Brands Limited (formerly known as Agro Tech Foods Limited) <ul style="list-style-type: none"> - Member of Nomination and Remuneration Committee - Member of Risk Management Committee - Member of Corporate Social Responsibility Committee
No. of Shares held in the Company	Nil
Number of meetings of the Board attended during the year	6 (Six) out of 8 (Eight) board meetings

**By Order of the Board of Directors
For Camlin Fine Sciences Limited**

**Rahul Sawale
Company Secretary & VP - Legal**

Regd. Office:

Camlin Fine Sciences Limited
CIN: L74100MH1993PLC075361
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Santacruz East, Mumbai 400098.

Website: www.camlinfs.com

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Tel.: +91 22 6700 1000

Fax: +91 22 2832 4404

Place : Mumbai

Date : May 23, 2025