

Notice to the Shareholders

NOTICE is hereby given that the Seventeenth Annual General Meeting of the Shareholders of the Company will be held on Friday, June 12, 2026 at 10.00 A.M. through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM"), to transact the following businesses:

ORDINARY BUSINESS:

Item No. 1

TO CONSIDER AND ADOPT THE AUDITED STANDALONE AND CONSOLIDATED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2026, TOGETHER WITH THE REPORTS OF THE BOARD OF DIRECTORS, AUDITORS THEREON.

"RESOLVED THAT the Audited Standalone and Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2026 and the reports of the Board of Directors and Auditors thereon, as circulated to the Members, be and are hereby considered and adopted."

Item No. 2

TO DECLARE FINAL DIVIDEND ON THE EQUITY SHARES OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2026.

"RESOLVED THAT a dividend at the rate of Rs. 2.50/- (Rupees Two and Fifty Paise Only) (i.e. 125%) per Equity Share of Rs. 2/- (Rupees Two only) each fully paid-up of the Company, as recommended by the Board of Directors, be and is hereby declared for the Financial Year ended March 31, 2026 and the same be paid out of the profits of the Company."

Item No. 3

TO CONSIDER AND APPOINT A DIRECTOR IN PLACE OF MR. RAVI PENDURTHI (DIN: 02334379), WHO RETIRES BY ROTATION AND BEING ELIGIBLE, HAS OFFERED HIMSELF FOR RE-APPOINTMENT.

"RESOLVED THAT Mr. Ravi Pendurthi, (DIN: 02334379) who retires by rotation at this Annual General Meeting and being eligible and offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company liable to retire by rotation".

Item No. 4

TO CONSIDER AND REAPPOINT M/S. PKF SRIDHAR & SANTHANAM LLP, CHARTERED ACCOUNTANTS, (FIRM REGISTRATION NUMBER: 003990S/S200018) AS STATUTORY AUDITORS OF THE COMPANY AND FIX THEIR REMUNERATION.

"RESOLVED THAT pursuant to the provisions of Sections 139, 141, 142 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(s) thereof, for the time being in force), and pursuant to the recommendation of the Audit Committee and the Board of Directors of the Company, M/S. PKF Sridhar & Santhanam LLP, Chartered Accountants (Firm Registration Number: 003990S/S200018) be and are hereby re-appointed as the Statutory Auditors of the Company to hold office for a second term of 4 (four) consecutive years from the conclusion of this 17th Annual General Meeting until the conclusion of the 21st Annual General Meeting of the Company to be held in the year 2030."

"RESOLVED FURTHER THAT the Auditors shall be paid for 2026-27, a remuneration of Rs. 56,60,000/- (Rupees Fifty-Six Lakhs Sixty Thousand only) (exclusive of applicable taxes and Out-of-pocket expenses) for statutory audit."

"RESOLVED FURTHER THAT for FY 2027-28, 2028-29 and 2029-30, the Board of Directors is authorised to fix the remuneration based on the recommendation of the Audit Committee."

"RESOLVED FURTHER THAT the Board of Directors be and are hereby authorised to settle any question, difficulty or doubt, that may arise in giving effect to this resolution and to do all such acts, deeds and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution."

SPECIAL BUSINESS:

Item No. 5

TO APPROVE THE CONTINUATION OF DIRECTORSHIP OF MR. KANDHERI MUNUSWAMY MOHANDASS (DIN: 00707839) AS AN INDEPENDENT DIRECTOR OF THE COMPANY UPON ATTAINING THE AGE OF 75 YEARS.

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

"RESOLVED THAT pursuant to the provisions of Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions of the Companies Act, 2013 read with Rules made thereunder, including any amendment(s), statutory modification(s) or re-enactment(s) made thereof for the time being in force and pursuant to the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors of the Company, approval of the Members of the Company be and is hereby accorded for the continuation of Directorship Mr. Kandheri Munuswamy Mohandass (DIN: 00707839), as an Independent Director of the Company upon attaining the age of 75 years on July 10, 2026, up to the completion of his current term of office i.e., December 05, 2026.

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Item No. 6

TO RE-APPOINT MR. KANDHERI MUNUSWAMY MOHANDASS (DIN: 00707839) AS NON-EXECUTIVE INDEPENDENT DIRECTOR.

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

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 150 and 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 17, 17(1A) and other the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR”) (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mr. Kandheri Munuswamy Mohandass (DIN: 00707839), who was appointed as an Independent Director of the Company for a first term of five (5) consecutive years commencing from December 06, 2021 to December 05, 2026 (both days inclusive) and who is eligible for re-appointment and has submitted a declaration confirming that he meets the criteria for independence under Section 149(6) of the Act and the rules framed thereunder and Regulation 16(1)(b) of the SEBI LODR and in respect of whom the Company has received a notice in writing under Section 160 (1) of the Act proposing his candidature for the office of Director, be and is hereby re-appointed as a Non-Executive Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of five (5) consecutive years commencing from December 06, 2026 up to December 05, 2031 (both days inclusive), based on the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors of the Company.”

Item No. 7

TO RE-APPOINT MR. CHITTOOR GHATAMBU SETHURAM (DIN: 01081951) AS NON-EXECUTIVE INDEPENDENT DIRECTOR.

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

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 150 and 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 17, 17(1A) and other the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations,

2015 (“SEBI LODR”) (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mr. Chittoor Ghatambu Sethuram (DIN: 01081951), who was appointed as an Independent Director of the Company for a first term of five (5) consecutive years commencing from December 06, 2021 to December 05, 2026 (both days inclusive) and who is eligible for re-appointment and has submitted a declaration confirming that he meets the criteria for independence under Section 149(6) of the Act and the rules framed thereunder and Regulation 16(1) (b) of the SEBI LODR and in respect of whom the Company has received a notice in writing under Section 160 (1) of the Act proposing his candidature for the office of Director, be and is hereby re-appointed as a Non-Executive Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of five (5) consecutive years commencing from December 06, 2026 up to December 05, 2031 (both days inclusive), based on the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors of the Company.”

Item No. 8

TO CONSIDER & APPROVE THE RATIFICATION OF REMUNERATION TO THE COST AUDITOR FOR THE FY 2026-27.

To consider and, if thought fit, to pass the following Resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Section 148(3) and other applicable provisions, if any, of the Companies Act, 2013, read with Rule 14 of Companies (Audit and Auditors) Rules, 2014 and based on the recommendation of Audit Committee & approval of the Board of Directors, the remuneration of Rs. 1,50,000/- (Rupees One Lakh Fifty Thousand Only) plus re-imburement of out-of-pocket expenses and applicable taxes payable to Mr. G Sundaresan, (Membership No. 11733) Cost Auditor, Chennai, appointed by the Board of Directors as the Cost Auditor of the Company to conduct the audit of the cost records of the Company for FY 2026-27, be and is hereby ratified and confirmed.”

**By order of the Board,
For ARCHEAN CHEMICAL INDUSTRIES LIMITED**

VIJAYARAGHAVAN N E

Company Secretary & Compliance Officer

M. No. A-41671

Place: Chennai

Dated: May 11, 2026



Notes:

1. The Company has chosen to conduct this Annual General Meeting (“AGM”) through VC. The AGM would be conducted in compliance with the applicable provisions of the Companies Act, 2013 (“The Act”) read with Ministry of Corporate affairs (“MCA”) General Circular No. 03/2025 dated September 22, 2025 read with the circulars issued earlier on the subject and such other instructions as may be issued by Statutory Authorities. Hence, Members can attend and participate in the ensuing AGM through VC.
2. Relevant Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, in respect of special business set out in Item no. 4 to 8 above is annexed hereto.
3. M/s. PKF Sridhar & Santhanam LLP, Chartered Accountants (*Firm Registration Number: 003990S/S200018*), Chennai were appointed as Statutory Auditors of the Company to hold office from the conclusion of Twelfth AGM of the Company held on December 29, 2021 till the conclusion of the Seventeenth AGM of the Company, shall be reappointed for another term of 4 (four) consecutive years from the conclusion of 17th AGM (2026-2027) until the conclusion of the 21st AGM subject to the approval of Members in the ensuing AGM.
4. Details of the Directors proposed to be appointed/re-appointed as required in terms of Regulation 36(3) of the SEBI LODR and Secretarial Standards on General Meetings (“Secretarial Standards – 2”) issued by The Institute of Company Secretaries of India, are provided at the end and form an integral part of this Notice as **Annexure – I**.
5. The meeting shall be deemed to be held at the Registered office of the Company at No.2, North Crescent Road, T Nagar, Chennai 600 017.
6. The recorded transcript of the AGM will be hosted on the website of the Company.
7. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised to not leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified from time to time.
8. Dividend on equity shares, if declared at the meeting, will be credited/dispatched on or before July 11, 2026, (Saturday) to those Members whose names shall

appear on the Company’s register of Members as on record date/cut-off date i.e. June 05, 2026.

Dividend income is taxable in the hands of Shareholders, w.e.f. April 01, 2020, in accordance with Finance Act, 2020, and the Company is required to deduct TDS from the dividend to be paid to the Shareholders as per rates prescribed under the Income Tax Act, 2025 (“IT Act”).

The Shareholders are requested to refer the IT Act, 2020 and amendments thereof for prescribed rates for various categories of Shareholders. The Company shall send the e-mail in this regard to all the Shareholders whose e-mail id is registered with RTA or Depository Participant.

9. Members holding shares in electronic form are requested to intimate immediately, any change in their address or bank mandates to their depository participant(s) with whom they are maintaining their demat accounts.
10. In the event the Company is unable to pay the dividend to any Member directly in their bank accounts through Electronic Clearing Service or any other means, due to non-registration of the Electronic Bank Mandate, the Company shall dispatch the Bankers’ cheque/ demand draft to such Member, as soon as possible.

SEBI has made it mandatory for all companies to use the bank account details furnished by the Depositories and the bank account details maintained by the RTA for payment of dividend to Members electronically. The Company has extended the facility of electronic credit of dividend directly to the respective bank accounts of the Member(s) through the Electronic Clearing Service (ECS)/National Electronic Clearing Service (NECS)/ National Electronic Fund Transfer (NEFT)/Real Time Gross Settlement (RTGS)/Direct Credit, etc. Members holding shares in demat form are requested to update their bank account details with their respective Depository Participant (“DP”). The Company or MUFG Intime cannot act on any request received directly from the Members holding shares in demat form for any change of bank particulars. Such changes are to be intimated only to the Depository Participants of the Members. Members are requested to ensure that their bank account details in their respective demat accounts are updated, to enable the Company to provide timely credit of dividend in their bank accounts.

In terms of the provisions of Section 124 and other applicable provisions of the Companies Act, 2013, the amount of dividend not encashed or claimed within



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- 7 (Seven) years from the date of its transfer to the unpaid dividend account, is required to be transferred to the Investor Education and Protection Fund ('IEPF') established by the Central Government. Members who have not yet encashed their dividend warrant(s) pertaining to the dividend for FY 2023 onwards, are requested to lodge their claims with the Company or with the Registrar and Share Transfer Agent ('RTA') of the Company at the earliest.
- The details of the unclaimed dividends are available on the Company's website at HYPERLINK "<http://www.archeanchemicals.com>." Members are requested to contact MUFU Intime, Unit: Archean Chemical Industries Limited, C-101, Embassy 247, L.B.S. Marg, Vikhroli (West), Mumbai – 400083, Company's RTA, to claim the unclaimed/unpaid dividends.
11. The voting right of Members shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date.
 12. Pursuant to Sections 101 and 136 of the Act read with the relevant Rules made thereunder and Regulation 36 of the SEBI Listing Regulations read with SEBI circular SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023, SEBI/HO/CFD/PoD-2/P/CIR/2023/167 dated October 07 2023, SEBI/HO/CFD/PoD-2/P/CIR/2024/133 dated October 03, 2024 issued by Securities Exchange Board of India (collectively referred to as "SEBI Circulars"), companies can send Annual Reports and other communications through electronic mode to those Members who have registered their e-mail addresses with MUFU Intime India Private Limited ("MUFU Intime" or "RTA") or with their respective the Depository Participant(s) ("DP"). A letter containing the web link, along with the exact path to access the complete details of the Annual Report, is being sent to Members who have not registered their email address with the Company's RTA or DP. The physical copies of Annual Report along with Notice of AGM will be dispatched only to those shareholders who request for the same.
 13. In compliance with the MCA Circulars, the Annual Report 2025-26 including, the Notice of the AGM and instructions to Members for e-voting/attending meeting through VC/OAVM are being sent only through electronic mode to those Members whose email addresses are registered with the depositories.
 14. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker and send their request mentioning their name, demat account number/folio number, e-mail ID, mobile number to secretarial@archeanchemicals.com on or before June 05, 2026. The shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.
 15. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. As the AGM is being held through VC/OAVM in accordance with 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, Attendance Slip and route map are not annexed to this Notice.
 16. Pursuant to MCA Circulars, the facility to appoint proxy to attend and cast vote for the Members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the Members can attend the AGM through VC/OAVM and cast their votes through e-voting. Corporate members intending to authorise their representatives to participate and vote at the meeting are requested to send a certified copy of the board resolution/authorisation letter to the Company.
 17. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to atleast 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, key Managerial Personnel, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
 18. Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
 19. Pursuant to the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of the SEBI LODR (as amended) and MCA Circulars, the Company is providing facility of e-voting to its members in respect of the business to



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- be transacted at the AGM. In this regard, the Company has entered into an agreement with MUFU Intime for facilitating voting through electronic means, as the authorised e-voting agency. The facility of casting votes by a Member using e-voting as well as the e-voting system on the date of the AGM will be provided by MUFU Intime.
20. The Members who have cast their vote by e-voting prior to the meeting may also attend the meeting by way of VC/OAVM but shall not be entitled to cast their vote again. The details indicating the process and manner for voting by electronic means, the time, schedule including the time period during which the votes may be cast by e-voting, the details of the login ID, the process and manner for generating or receiving the password and for casting of vote in a secure manner are provided to the shareholders. The procedures and instructions for 'e-voting', 'attending the meeting through VC/OAVM' and 'e-voting at the meeting' are furnished as part of this Notice.
 21. The Board of Directors have appointed M/s. V. Sudarshan Babu & Associates, (Membership No. 55465), Practising Company Secretaries, Chennai, as the Scrutiniser for conducting the e-voting process in a fair and transparent manner. The Company has engaged the services of MUFU Intime India Private Limited to provide e-voting facilities enabling the Members to cast their vote in a secure manner. The e-voting facility will be available at <https://instavote.linkintime.co.in>. The e-voting period would commence on June 09, 2026 (Tuesday) 9:00 A.M. (IST) and conclude on June 11, 2026 (Thursday) 5:00 P.M. (IST).
 22. Any person, whose name is recorded in the Register of Members or in the Register of beneficial owners (in case of electronic shareholding) maintained by the depositories as on the cut-off date, i.e June 05, 2026 only shall be entitled to avail the facility of e-voting.
 23. The Scrutiniser shall, immediately after the conclusion of the meeting, count the votes cast at the meeting and thereafter, unblock the votes cast through e-voting in presence of atleast two witnesses not in employment of the Company. The Scrutiniser shall submit a Consolidated Scrutiniser's Report of the total votes cast in favour of or against, if any, not later than two days after the conclusion of the Meeting. Thereafter, the Results of e-voting and e-voting during the 17th AGM shall be declared by the Chairperson or a person authorised by her in writing. The Results declared along with the Report of the Scrutiniser shall be placed on the Company's website at www.archeanchemicals.com and also be displayed on the website of MUFU Intime India Private Limited at www.in.mpms.mufu.com immediately after the results are declared and simultaneously communicated to the Stock exchanges.
 24. In case you have any queries or issues regarding e-voting, you may refer the frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an e-mail to enotices@in.mpms.mufu.com.
 25. The SEBI has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. The Members holding shares in electronic form are, therefore, requested to submit their PAN to their respective DP.
 26. 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 Secretarial Auditor Certificate for implementation of ESOP Scheme under Regulation 13 of SEBI (SBEB) Regulations, 2021 and other registers/certificates will be available electronically for inspection by the members during the AGM. Other documents referred to in the notice, if any, will be available for electronic inspection. The members seeking to inspect such documents can mail to secretarial@archeanchemicals.com.
 27. In line with the MCA Circulars, the Notice calling the AGM has been uploaded on the website of the Company at www.archeanchemicals.com. The Notice can also be accessed from the websites of the stock exchanges, at www.nseindia.com or www.bseindia.com. The AGM Notice is also disseminated on the website of MUFU Intime India Private Limited (agency for providing the e-voting facility and e-voting system during the AGM) at <https://instavote.linkintime.co.in>.
 28. Members may kindly note that in accordance with SEBI Circular reference SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/131 dated July 31, 2023, the Company is registered on the newly launched SMART ODR Portal (Securities Market Approach for Resolution through Online Disputes Resolution Portal). This platform aims to enhance investor grievance resolution by providing access to Online Dispute Resolution Institutions for addressing complaints. Members can access the SMART ODR Portal via the following link: <https://smartodr.in/login>. Members may feel free to utilise this online conciliation and/or arbitration facility, as outlined in the circular, to resolve any outstanding disputes between Members and the Company (including RTA).



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29. The e-voting facility will be available during the following voting period:

Voting Starts on_	Voting Ends on
09.00 A.M. (IST) June 09, 2026	05.00 P.M. (IST) June 11, 2026

REMOTE E-VOTING INSTRUCTIONS FOR SHAREHOLDERS

In terms of SEBI circular no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, 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 correctly in their demat accounts to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Individual Shareholders holding securities in demat mode with NSDL

METHOD 1-NSDL OTP based login

- Visit URL: <https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp>.
- Enter your 8-character DP ID, 8-digit Client Id, PAN, Verification code and generate OTP.
- Enter the OTP received on your registered email ID/mobile number and click on login.
- Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.
- Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

METHOD 2-NSDL IDeAS facility

Shareholders who have registered for NSDL IDeAS facility:

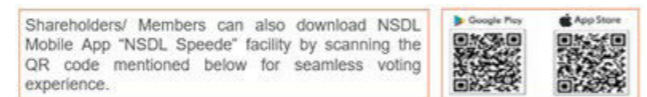
- Visit URL: <https://eservices.nsdl.com> and click on "Beneficial Owner" icon under "IDeAS Login Section".
- Enter IDeAS User ID, Password, Verification code & click on "Log-in".

30. As per SEBI circular dated December 09, 2020, individual Members holding securities in demat mode can register directly with the depository or will have the option of accessing various ESP portals directly from their demat accounts. Members are advised to update their mobile number and email addresses in their Demat accounts in order to access the evoting facility.

- Post successful authentication, you will be able to see e-Voting services under Value added services section. Click on "Access to e-Voting" under e-Voting services.
- Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Shareholders who have not registered for NSDL IDeAS facility:

- To register, visit URL: <https://eservices.nsdl.com> and select "Register Online for IDeAS Portal" or click on <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>.
- Enter 8-character DP ID, 8-digit Client ID, Mobile no, Verification code & click on "Submit".
- Enter the last 4 digits of your bank account/generate 'OTP'
- Post successful registration, user will be provided with Login ID and password.
- Follow steps given above in points (a-d).



METHOD 3-Individual Shareholders directly visiting the e-voting website of NSDL

- Visit URL: <https://www.evoting.nsdl.com>.
- Click on the "Login" tab available under 'Shareholder/ Member' section.
- Enter User ID (i.e., your Sixteen-digit demat account no. held with NSDL), Password/OTP and a Verification Code as shown on the screen & click on "Login".
- Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.
- Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.



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Individual Shareholders holding securities in demat mode with CDSL

METHOD 1-Individual Shareholders directly visiting e-voting website of CDSL

- Visit URL: <https://www.cdslindia.com>.
- Go to e-voting tab.
- Enter Sixteen-digit Demat Account Number (BO ID) and PAN No. and click on "Submit".
- System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account.
- Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

METHOD 2 – Individual Shareholders registered with CDSL Easi/ Easiest facility

Shareholders who have registered/ opted for CDSL Easi/ Easiest facility:

- Visit URL: <https://web.cdslindia.com/myeasitoken/Home/Login> or Visit URL: www.cdslindia.com, click on "Login" and select "My Easi New (Token)".
- Enter existing username, Password & click on "Login".
- Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Shareholders who have not registered for CDSL Easi/ Easiest facility:

- To register, visit URL: <https://web.cdslindia.com/myeasitoken/Home/EasiRegistration>/<https://web.cdslindia.com/myeasitoken/Home/EasiestRegistration>.
- Proceed with updating the required fields for registration.
- Post successful registration, user will be provided username and password on the registered email id. Follow steps given above in points (a-c).

Individual Shareholders holding securities in demat mode with Depository Participant

Individual shareholders can also login using the login credentials of your demat account through your depository participant registered with NSDL/CDSL for e-voting facility.

- Login to DP website
- After Successful login, user shall navigate through "e-voting" option.
- Click on e-voting option, user will be redirected to NSDL/CDSL Depository website after successful authentication, wherein user can see e-voting feature.
- Post successful authentication, click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Login method for shareholders holding securities in physical mode/Non-Individual Shareholders holding securities in demat mode

Shareholders holding shares in physical mode/Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register for InstaVote as under:

STEP 1: LOGIN/SIGNUP ON INSTAVOTE

Shareholders who have registered for INSTAVOTE facility:

- Visit URL: <https://instavote.linkintime.co.in> & click on "Login" under 'SHARE HOLDER' tab.
- Enter details as under:
 - User ID: Enter User ID
 - Password: Enter existing Password
 - Enter Image Verification (CAPTCHA) Code
 - Click "Submit".

(Home page of e-voting will open. Follow the process given under "Steps to cast vote for Resolutions")

InstaVote USER ID	NSDL	User ID is 8 Character DP ID followed by 8 Digit Client ID (e.g. IN123456) and 8 digit Client ID (eg. 12345678).
	CDSL	User ID is 16 Digit Beneficiary ID.
	Shares held in physical form	User ID is Event No + Folio no., registered with the Company



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Shareholders who have not registered for INSTAVOTE facility:

a) Visit URL: <https://instavote.linkintime.co.in> & click on "Sign Up" under 'SHARE HOLDER' tab & register with details as under:

1. User ID: Enter User ID
2. PAN: Enter your 10-digit Permanent Account Number (Shareholders who have not updated their PAN with the Depository Participant (DP)/Company shall use the sequence number provided to you, if applicable).
3. DOB/DOI: Enter the Date of Birth (DOB)/Date of Incorporation (DOI) (As recorded with your DP/ Company-in DD/MM/YYYY format).
4. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/ Company.
 - Shareholders, holding shares in NSDL form, shall provide 'point 4' above.
 - Shareholders, holding shares in CDSL form, shall provide 'point 3' or 'point 4' above.
 - Shareholders, holding shares in physical form but have not recorded 'point 3' and 'point 4', shall provide their Folio number in 'point 4' above
5. Set the password of your choice.

(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).

6. Enter Image Verification (CAPTCHA) Code.

7. Click "Submit" (You have now registered on InstaVote).

Post successful registration, click on "Login" under 'SHARE HOLDER' tab & follow steps given above in points (a-b).

InstaVote USER ID	NSDL	User ID is 8 Character DP ID followed by 8 Digit Client ID (e.g. IN123456) and 8 digit Client ID (eg. 12345678).
	CDSL	User ID is 16 Digit Beneficiary ID.
	Shares held in physical form	User ID is Event No + Folio no., registered with the Company

STEP 2: STEPS TO CAST VOTE FOR RESOLUTIONS THROUGH INSTAVOTE

- A. Post successful authentication and redirection to InstaVote inbox page, you will be able to see the "Notification for e-voting".
- B. Select 'View' icon. E-voting page will appear.
- C. Refer the Resolution description and cast your vote by selecting your desired option 'Favour/Against' (If you

wish to view the entire Resolution details, click on the 'View Resolution' file link).

- D. After selecting the desired option i.e. Favour/Against, click on 'Submit'.
- E. A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

NOTE: Shareholders may click on "Vote as per Proxy Advisor's Recommendation" option and view proxy advisor recommendations for each resolution before casting vote. "Vote as per Proxy Advisor's Recommendation" option provides access to expert insights during the e-Voting process. Shareholders may modify their vote before final submission.

Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently.

Non-Individual Body corporate shareholders shall send a scanned copy of the board resolution authorising its representative to vote, to the scrutiniser at registered email address with a copy marked to RTA at enotices@in.mpms.mufg.com and the Company at registered email address.

GUIDELINES FOR INSTITUTIONAL SHAREHOLDERS ("CUSTODIAN/CORPORATE BODY/ MUTUAL FUND")

STEP 1 – Custodian/Corporate Body/ Mutual Fund Registration

- A. Visit URL: <https://instavote.linkintime.co.in>.
- B. Click on "Sign Up" under "Custodian/Corporate Body/ Mutual Fund".
- C. Fill up your entity details and submit the form.
- D. A declaration form and organisation ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up). The said form is to be signed by the Authorised Signatory, Director, Company Secretary of the entity & stamped and sent to insta.vote@linkintime.co.in.
- E. Thereafter, Login credentials (User ID; Organisation ID; Password) is sent to Primary contact person's email ID. (You have now registered on InstaVote).

STEP 2 – Investor Mapping

- A. Visit URL: <https://instavote.linkintime.co.in> and login with Insta Vote Login credentials.
- B. Click on "Investor Mapping" tab under the Menu section.



Notice to the Shareholders (Contd.)

C. Map the Investor with the following details:

- 1) 'Investor ID' – Investor ID for NSDL demat account is 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678; Investor ID for CDSL demat account is 16 Digit Beneficiary ID.
- 2) 'Investor's Name-Enter Investor's Name as updated with DP.
- 3) 'Investor PAN'-Enter your 10-digit PAN.
- 4) 'Power of Attorney'-Attach Board resolution or Power of Attorney.

NOTE: File Name for the Board resolution/ Power of Attorney shall be – DP ID and Client ID or 16 Digit Beneficiary ID.

Further, Custodians and Mutual Funds shall also upload specimen signatures.

- D. Click on Submit button. (The investor is now mapped with the Custodian/Corporate Body/ Mutual Fund Entity). The same can be viewed under the "Report section".

STEP 3 – Steps to cast vote for Resolutions through InstaVote

The corporate shareholder can vote by two methods, during the remote e-voting period.

METHOD 1-VOTES ENTRY

- a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- b) Click on "Votes Entry" tab under the Menu section.
- c) Enter the "Event No." for which you want to cast vote. Event No. can be viewed on the home page of InstaVote under "On-going Events".
- d) Enter "16-digit Demat Account No."
- e) Refer the Resolution description and cast your vote by selecting your desired option 'Favour/Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link). After selecting the desired option i.e. Favour/Against, click on 'Submit'.
- f) A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

METHOD 2-VOTES UPLOAD

- a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.

- b) After successful login, you will see "Notification for e-voting".
- c) Select "View" icon for "Company's Name/Event number".
- d) E-voting page will appear.
- e) Download sample vote file from "Download Sample Vote File" tab.
- f) Cast your vote by selecting your desired option 'Favour/Against' in the sample vote file and upload the same under "Upload Vote File" option.
- g) Click on 'Submit'. 'Data uploaded successfully' message will be displayed.

(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

NOTE: Non-Individual Body corporate shareholders shall send a scanned copy of the board resolution authorising its representative to vote, to the scrutiniser at registered email address with a copy marked to RTA at enotices@in.mpms.mufg.com and the Company at registered email address.

HELPDESK:

Shareholders holding securities in physical mode/Non-Individual Shareholders holding securities in demat mode:

Shareholders holding securities in physical mode/Non-Individual Shareholders holding securities in demat mode facing any technical issue in login may contact INSTAVOTE helpdesk by sending a request at enotices@in.mpms.mufg.com or contact on:- Tel: 022 – 4918 6000.

Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode may contact the respective helpdesk 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.co.in 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 22 55 33



Notice to the Shareholders (Contd.)

Forgot Password:

Shareholders holding securities in physical mode/Non-Individual Shareholders holding securities in demat mode:

Shareholders holding securities in physical mode/Non-Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on: <https://instavote.linkintime.co.in>.

- Click on "Login" under 'SHARE HOLDER' tab
- Further Click on "forgot password?"
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA).
- Click on "SUBMIT"

In case Custodian/Corporate Body/ Mutual Fund has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on: <https://instavote.linkintime.co.in>.

- Click on 'Login' under "Custodian/Corporate Body/ Mutual Fund" tab
- Further Click on "forgot password?"
- Enter User ID, Organisation ID and Enter Image Verification code (CAPTCHA)
- Click on "SUBMIT"

In case shareholders have a valid email address, Password will be sent to his/her registered e-mail address. Shareholders can set the password of his/her choice by providing information about the particulars of the Security Question and Answer, PAN, DOB/DOI etc. The password should contain a minimum of 8 characters, at least one special character (!#\$%&), at least one numeral, at least one alphabet and at least one capital letter.*

Individual Shareholders holding securities in demat mode with NSDL/CDSL has forgotten the password:

Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both, then the Shareholders are advised to use Forget User ID and Forget Password option available at above mentioned depository/ depository participants website.

General Instructions-Shareholders

- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

- For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".

INSTAMEET VC INSTRUCTIONS FOR SHAREHOLDERS

In terms of MCA General Circular No. 03/2025 dated 22.09.2025, the companies can continue to conduct AGMs by VC or OAVM, as per the existing procedural requirements. Till further orders, the relaxations will remain in force. Shareholders are advised to update their mobile number and email Id correctly in their demat accounts to access InstaMeet facility.

Login method for shareholders to attend the General Meeting through InstaMeet:

- Visit URL: <https://instameet.in.mpms.mufg.com> & click on "Login".
- Select the "Company Name" and register with your following details:
 - Select Check Box-Demat Account No./Folio No./PAN
 - Shareholders holding shares in NSDL/ CDSL demat account shall select check box-Demat Account No. and enter the 16-digit demat account number.
 - Shareholders holding shares in physical form shall select check box – Folio No. and enter the Folio Number registered with the Company.
 - Shareholders shall select check box – PAN and enter 10-digit Permanent Account Number (PAN). Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided by MUFG Intime, if applicable.
 - Mobile No: Mobile No. as updated with DP is displayed automatically. Shareholders who have not updated their Mobile No with the DP shall enter the mobile no.
 - Email ID: Email Id as updated with DP is displayed automatically. Shareholders who have not updated their Email Id with the DP shall enter the Email Id.

- Click "Go to Meeting"

You are now registered for InstaMeet, and your attendance is marked for the meeting.



Notice to the Shareholders (Contd.)

Instructions for shareholders to Speak during the General Meeting through InstaMeet:

- Shareholders who would like to speak during the meeting must register their request with the Company at company's registered email address.
- Shareholders will get confirmation on first cum first basis depending upon the provision made by the Company.
- Shareholders will receive "speaking serial number" once they mark attendance for the meeting. Please remember speaking serial number and start your conversation with panellist by switching on video mode and audio of your device.
- Other shareholder who has not registered as "Speaker Shareholder" may still ask questions to the panellist via active chat-board during the meeting.

**Shareholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.*

Instructions for Shareholders to Vote during the General Meeting through InstaMeet:

Once the electronic voting is activated during the meeting, shareholders who have not exercised their vote through the remote e-voting can cast the vote as under:

- On the Shareholders VC page, click on link "Cast your vote".
- Enter your 16-digit Demat Account No./Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMeet.
- Click on 'Submit'.
- After successful login, you will see "Resolution Description" and against the same the option "Favour/ Against" for voting.
- Cast your vote by selecting appropriate option i.e. "Favour/Against" as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under 'Favour/Against'.
- After selecting the appropriate option i.e. Favour/ Against as desired and you have decided to vote, click on "Save". A confirmation box will be displayed. If you

wish to confirm your vote, click on "Confirm", else to change your vote, click on "Back" and accordingly modify your vote. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

Note:

Shareholders/Members, who will be present in the General Meeting through InstaMeet facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting facility during the meeting.

Shareholders/ Members who have voted through Remote e-Voting prior to the General Meeting will be eligible to attend/ participate in the General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.

Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.

Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

Please note that Shareholders/ Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

Helpdesk:

Shareholders facing any technical issue in login may contact INSTAMEET helpdesk by sending a request at instameet@in.mpms.mufg.com or contact on:-
Tel: 022 – 4918 6000/4918 6175.

**By order of the Board,
For ARCHEAN CHEMICAL INDUSTRIES LIMITED**

VIJAYARAGHAVAN N E
Company Secretary & Compliance Officer
M. No. A-41671

Place: Chennai

Dated: May 11, 2026



DETAILS OF DIRECTORS SEEKING RE-APPOINTMENT AT THE AGM

[PURSUANT TO REGULATION 36(3) OF THE SEBI LODR AND REVISED SECRETARIAL STANDARD-2 ON GENERAL MEETINGS]

Annexure – I Item No.3

Name, Age, DIN, and qualification	Mr. P Ravi, Non-Executive Director, Age: 54 years, DIN: 02334379, Qualification: Bachelor of Science (Business Administration with a concentration in Management) from Monmouth University, New Jersey
Experience and other details	He has over 2 decades of experience in the chemical industry
Details of remuneration sought to be paid	Sitting Fee and Commission, if any, as approved by the Board of the Directors
Current remuneration (last drawn remuneration)	Sitting Fees – Rs. 3.50 Lakhs Commission – (During the year, Mr. P. Ravi voluntarily waived his entitlement to commission of Rs. 15 Lakhs)
Date of first appointment on the Board, terms and conditions of appointment or re-appointment	January 29, 2022 Appointed as Non-Executive Non-Independent Director, liable to retire by rotation
Shareholding in the Company	Nil
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	Relative of Mr. P Ranjit (Promoter and Executive Vice Chairman of the Company)
Number of Meetings of the Board attended during the year	Attended Three(3) meetings held during the year.
Names of Companies/LLP/listed entities in which the person also holds the directorship and the membership of Committees of the board	Directorships/Partner in other companies/LLP: a. Seleccion Consulting Private Limited b. Chemikas Speciality LLP Membership/Chairmanship of the committees in the Company: ➤ CSR Committee: Member
Listed entities from which the Director has resigned in the past three years	Nil

Mr. P Ravi is not debarred from holding the office of Director pursuant to any Order issued by the SEBI or any other authority.

His skill set includes Strategy Management, Business Management, knowledge in Speciality Chemicals/Industrial Salt, Bromine Derivatives, Technology etc.

Except Mr. P Ravi, being the appointee and Mr. P Ranjit (Promoter and Executive Vice Chairman/Whole Time Director, brother of Mr. P Ravi) none of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested financially or otherwise in the Resolution. The Notice together with this statement may be regarded as a disclosure under Regulation 36(3) of SEBI LODR.

The Board recommends the Ordinary Resolution set out at Item No. 3 of the Notice for approval of the Members.



DETAILS OF DIRECTORS SEEKING RE-APPOINTMENT AT THE AGM (Contd.)

Annexure-II Item No.5 & 6

Name, Age, DIN, and qualification	Mr. Kandheri Munuswamy Mohandass Independent Director, Age: 74 years, DIN: 00707839, Qualification: He is fellow member of the Institute of Chartered Accountants of India and holds a degree of Bachelor of Science from University of Madras
Experience and other details	He has about 48 years of experience in audit, tax, project finance, corporate restructuring and corporate laws advisory
Details of remuneration sought to be paid	Sitting Fee and Commission, if any, as approved by the Board of the Directors
Current remuneration (last drawn remuneration)	Sitting Fees – Rs. 11.50 Lakhs Commission – Rs. 15.00 Lakhs
Date of first appointment on the Board, terms and conditions of appointment or re-appointment	a) December 06, 2021 b) Appointed as Independent Director of the Company for a term of 5 consecutive years commencing from December 06, 2021 to December 05, 2026 (both days inclusive)
Shareholding in the Company	Nil
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	He is not related to any Directors or Key Managerial Personnel of the Company
Number of Meetings of the Board attended during the year	Attended Seven (7) meetings held during the year.
Names of Companies/LLP/listed entities in which the person also holds the directorship and the membership of Committees of the board	Directorships in other companies: • Aptus Finance India Private Limited • Idealis Mudchemie Private Limited Membership/Chairmanship of the committees in the Company: ➤ Audit Committee: Chairman ➤ Nomination and Remuneration Committee: Chairman
Listed entities from which the Director has resigned in the past three years	Aptus Value Housing Finance India Limited

Mr. Kandheri Munuswamy Mohandass is not debarred from holding the office of Director pursuant to any Order issued by the SEBI or any other authority.

His skill set includes Strategy Management, Business Management, Accounting & Finance and Taxation.

Except Mr. Kandheri Munuswamy Mohandass, being the appointee none of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested financially or otherwise in the Resolution. The Notice together with this statement may be regarded as a disclosure under Regulation 36(3) of SEBI LODR.

The Board recommends the Special Resolution set out at Item No. 5 and 6 of the Notice for approval of the Members.



Annexure-III Item No.7

Name, Age, DIN, and qualification	Mr. Chittoor Ghatambu Sethuram Independent Director, Age: 71 years, DIN: 01081951, Qualification: He is a Chemical Engineer from Regional Engineering College, Warangal belonging to Jawahar Lal Nehru Technological University, Andhra Pradesh and is a Post Graduate in Management from Indian Institute of Management, Ahmedabad
Experience and other details	He has about 48 years of experience in the Chemicals and Speciality materials industry having handled many businesses, projects successfully in India. He is also an Advisor, Consultant, Director, Mentor to various organisations helping them in their business growth strategy and technology implementation in existing and new domains
Details of remuneration sought to be paid	Sitting Fee and Commission, if any, as approved by the Board of the Directors
Current remuneration (last drawn remuneration)	Sitting Fees – Rs. 9.00 Lakhs Commission – Rs. 15 Lakhs
Date of first appointment on the Board, terms and conditions of appointment or re-appointment	c) December 06, 2021 d) Appointed as Independent Director of the Company for a term of 5 consecutive years commencing from December 06, 2021 to December 05, 2026 (both days inclusive)
Shareholding in the Company	Nil
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	He is not related to any Directors or Key Managerial Personnel of the Company
Number of Meetings of the Board attended during the year	Number of Meetings of the Board attended during FY 2025-26: Attended Seven (7) meetings held during the year.
Names of Companies/LLP/listed entities in which the person also holds the directorship and the membership of Committees of the board	Directorships in other companies: i. Best Value Chem Private Limited Membership/Chairmanship of the committees in the Company: i. Stakeholders Relationship Committee: Member ii. Risk Management Committee: Member
Listed entities from which the Director has resigned in the past three years	Nil

Mr. Chittoor Ghatambu Sethuram is not debarred from holding the office of Director pursuant to any Order issued by the SEBI or any other authority.

His skill set includes business growth strategy (Strategy Management), Technology implementation & Business management.

Except Mr. Chittoor Ghatambu Sethuram, being the appointee none of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested financially or otherwise in the Resolution. The Notice together with this statement may be regarded as a disclosure under Regulation 36(3) of SEBI LODR.

The Board recommends the Special Resolution set out at Item No. 7 of the Notice for approval of the Members.



STATEMENT OF MATERIAL FACTS PURSUANT TO SECTION 102 OF THE ACT

Item No.4

M/S. PKF Sridhar & Santhanam LLP, Chartered Accountants (Firm Registration Number: 003990S/S200018) ("PKF") is a peer reviewed firm of Chartered Accountants having extensive experience in statutory audit, assurance, taxation and advisory services across various sectors. The firm, founded in 1978 and headquartered in Chennai, has a national presence and follows established professional and quality standards.

PKF was initially appointed as Statutory Auditors of the Company by the Board of Directors on July 13, 2021 to fill the casual vacancy caused in the office of the Statutory Auditors and the said appointment was approved by the Members at the Extraordinary General Meeting held on July 16, 2021, to hold office up to the conclusion of the Twelfth Annual General Meeting ("AGM") of the Company.

Thereafter, the Members at the Twelfth AGM of the Company, approved the appointment of PKF as the Statutory Auditors of the Company for a first term of five (5) consecutive years from the conclusion of the Twelfth AGM up to the conclusion of the Seventeenth AGM of the Company to be held in the year 2026.

Considering the provisions relating to rotation of auditors under Section 139 of the Companies Act, 2013 and after evaluating factors such as audit experience, independence, audit effectiveness and familiarity with the Company's business operations, the Audit Committee at its meeting held on May 11, 2026 recommended the re-appointment of PKF as the Statutory Auditors of the Company for a second term of Four (4) consecutive years commencing from the conclusion of the Seventeenth AGM until the conclusion of the Twenty-First AGM of the Company, subject to approval of the Members at the ensuing AGM.

Based on the recommendation of the Audit Committee, the Board of Directors at its meeting held on May 11, 2026 approved the re-appointment of PKF as the Statutory Auditors of the Company for the aforesaid second term.

PKF has consented to the said re-appointment and confirmed that:

- Its re-appointment, if made, will be in accordance with Sections 139 and 141 of the Act,
- It satisfies the criteria provided under Section 141 of the Act; and
- It holds a valid peer review certificate issued by the Institute of Chartered Accountants of India ("ICAI").

The remuneration paid/payable to PKF for the FY 2025-26 towards statutory audit was Rs.51.60 Lakhs (Rupees Fifty-One Lakhs Sixty Thousand Only) excluding applicable taxes and reimbursement of out-of-pocket expenses.

The proposed remuneration payable to PKF for the FY 2026-27 is Rs. 56.60 (Rupees Fifty Six Lakhs Sixty Thousand Only) excluding applicable taxes and reimbursement of out-of-pocket expenses for carrying out Statutory Audit of the Company. The remuneration for the subsequent year(s) during their proposed tenure shall be determined by the Board of Directors based on the recommendation of the Audit Committee.

Accordingly, the Board recommends the Ordinary Resolution set out at Item No. 4 of the Notice for approval of the Members.

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

Item No. 5 & 6

Regulation 17(1A) of the SEBI LODR, provides that "No listed entity shall appoint a person or continue the directorship of any person as a Non-Executive Director who has attained the age of 75 (seventy-five) years unless a special resolution is passed by the Members. Pursuant to

In accordance with Sections 149(10) and 149(11) of the Companies Act, 2013, an Independent Director shall hold office for a term up to five consecutive years on the Board of a Company and shall be eligible for re-appointment by passing of a Special Resolution by the Members. An Independent Director shall not hold office for more than two consecutive terms. Further, pursuant to Regulation 25(2A) of the SEBI LODR, appointment or re-appointment of an Independent Director shall be subject to approval of the Members by way of a Special Resolution.

Mr. Kandheri Munuswamy Mohandass (DIN: 00707839) was appointed as a Non-Executive Independent Director of the Company with effect from December 06, 2021 for a first term of five (5) consecutive years up to December 05, 2026.

Mr. Kandheri Munuswamy Mohandass will attain the age of 75 years on July 10, 2026. Based on the recommendation of the Nomination and Remuneration Committee ("NRC"), the Board of Directors at its meeting held on May 11, 2026 approved and recommended the continuation of Directorship and accordingly approval of Members by way of a special resolution is sought under Regulation 17(1A) of the SEBI LODR for continuation of his Directorship beyond the age of 75 years up to completion of his current term on December 05, 2026, as set out in Item No. 5 of the Notice.

Further, based on the recommendation of the NRC, the Board of Directors at its meeting held on May 11, 2026 approved and recommended the re-appointment of Mr. Kandheri Munuswamy Mohandass as a Non-Executive



STATEMENT OF MATERIAL FACTS PURSUANT TO SECTION 102 OF THE ACT (Contd.)

Independent Director of the Company for a second term of five (5) consecutive years commencing from December 06, 2026 up to December 05, 2031, not liable to retire by rotation, subject to approval of the Members by way of Special Resolution, as set out in Item No. 6 of the Notice.

Mr. Kandheri Munuswamy Mohandass, is a fellow member of the Institute of Chartered Accountants of India and holds a degree of Bachelor of Science from University of Madras. He has about 48 years of experience in audit, tax, project finance, corporate restructuring and corporate laws advisory.

The NRC, after taking into consideration the performance evaluation, qualifications, skills, experience, expertise, integrity and knowledge of Mr. Kandheri Munuswamy Mohandass, recommended his continuation and re-appointment as an Independent Director in terms of the Nomination and Remuneration Policy of the Company. The Board is of the opinion that his continued association on the Board would be of immense benefit to the Company considering his rich experience, expertise and contribution to the deliberations of the Board and Committees.

The Company has received:

- Consent in writing from Mr. Kandheri Munuswamy Mohandass to act as Director in terms of Section 152 of the Companies Act, 2013;
- Declaration confirming that he meets the criteria of independence under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI LODR Regulations;
- Confirmation that he is not disqualified from being appointed/re-appointed as Director under Section 164 of the Act;
- Confirmation that he is not aware of any circumstance or situation which exists or may reasonably be anticipated that could impair or impact his ability to discharge his duties with objective independent judgment;
- Notice under Section 160 of the Act proposing his candidature for the office of Director; and
- Confirmation regarding registration in the Independent Directors' databank maintained by the Indian Institute of Corporate Affairs ("IICA") in terms of Section 150 of the Act read with the applicable Rules.

In the opinion of the Board, Mr. Kandheri Munuswamy Mohandass fulfils the conditions specified under the Act and the Rules made thereunder and the SEBI LODR for continuation and re-appointment as an Independent Director of the Company and is independent of the Management.

Mr. Kandheri Munuswamy Mohandass is entitled to receive sitting fees and profit-related commission, if any, within the limits approved by the Members and permissible under Section 197 of the Companies Act, 2013 and the SEBI LODR.

A copy of the draft letter of appointment setting out the terms and conditions of appointment of Independent Directors is available for inspection by the Members at the Registered Office of the Company during business hours on all working days and is also available on the website of the Company at www.archeanchemicals.com.

The additional information required pursuant to Regulation 36 of the SEBI LODR Regulations and Secretarial Standard-2 issued by the Institute of Company Secretaries of India forms part of Annexure II to the Notice.

Except Mr. Kandheri Munuswamy Mohandass, none of the Directors or any Key Managerial Personnel or any of their relatives is, in anyway, concerned or interested, financially or otherwise in the resolution no.5 & 6 as set out in this Notice.

The Board recommends the special resolution as set out at Item No.5 & 6 of the Notice for approval by the shareholders.

Item No. 7

In accordance with Sections 149(10) and 149(11) of the Companies Act, 2013, an Independent Director shall hold office for a term up to five consecutive years on the Board of a Company and shall be eligible for re-appointment by passing of a Special Resolution by the Members. An Independent Director shall not hold office for more than two consecutive terms. Further, in accordance with Regulation 25(2A) of the SEBI LODR, appointment or re-appointment of an Independent Director shall be subject to approval of the Members by way of a Special Resolution.

Mr. Chittoor Ghatambu Sethuram (DIN: 01081951) was appointed as a Non-Executive Independent Director of the Company with effect from December 06, 2021 for a first term of five (5) consecutive years up to December 05, 2026.

Further, based on the recommendation of the NRC ("NRC"), the Board of Directors at its meeting held on May 11, 2026 approved and recommended the re-appointment of Mr. Chittoor Ghatambu Sethuram as a Non-Executive Independent Director of the Company for a second term of five (5) consecutive years commencing from December 06, 2026 up to December 05, 2031, not liable to retire by rotation, subject to approval of the Members by way of Special Resolution at the ensuing AGM.

Mr. Chittoor Ghatambu Sethuram possesses rich experience and expertise in the areas of Chemicals



STATEMENT OF MATERIAL FACTS PURSUANT TO SECTION 102 OF THE ACTS (Contd.)

and Speciality materials industry having handled many businesses, projects successfully in India. He is also an Advisor, Consultant, Director, Mentor to various organisations helping them in their business growth strategy and technology implementation in existing and new domains.

The NRC, after taking into consideration the performance evaluation, qualifications, skills, experience, expertise, integrity and knowledge of Mr. Chittoor Ghatambu Sethuram, recommended his re-appointment as an Independent Director in terms of the Nomination and Remuneration Policy of the Company. The Board is of the opinion that his continued association on the Board would be of immense benefit to the Company considering his experience, expertise and contribution to the deliberations of the Board and Committees.

Mr. Chittoor Ghatambu Sethuram will attain the age of 75 years during the proposed second term of appointment and accordingly, continuation of his directorship beyond the age of 75 years, is placed as part of re-appointment proposal to the Members for approval in compliance with Regulation 17(1A) of the SEBI LODR.

The Company has received:

- Consent in writing from Mr. Chittoor Ghatambu Sethuram to act as Director in terms of Section 152 of the Act;
- Declaration confirming that he meets the criteria of independence under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI LODR;
- Confirmation that he is not disqualified from being appointed/re-appointed as Director under Section 164 of the Act;
- Confirmation that he is not aware of any circumstance or situation which exists or may reasonably be anticipated that could impair or impact his ability to discharge his duties with objective independent judgment;
- Notice under Section 160 of the Act proposing his candidature for the office of Director; and
- Confirmation regarding registration in the Independent Directors' databank maintained by the Indian Institute of Corporate Affairs ("IICA") in terms of Section 150 of the Act read with the applicable Rules.

In the opinion of the Board, Mr. Chittoor Ghatambu Sethuram fulfils the conditions specified under the Act and the Rules made thereunder and the SEBI LODR for re-appointment as an Independent Director of the Company and is independent of the Management.

Mr. Chittoor Ghatambu Sethuram is entitled to receive sitting fees and profit-related commission, if any, within the limits approved by the Members and permissible under the applicable provisions of the Companies Act, 2013 and the SEBI LODR.

A copy of the draft letter of appointment setting out the terms and conditions of appointment of Independent Directors is available for inspection by the Members at the Registered Office of the Company during business hours on all working days and is also available on the website of the Company at www.archeanchemicals.com.

The additional information required pursuant to Regulation 36 of the SEBI LODR and Secretarial Standard-2 issued by the Institute of Company Secretaries of India forms part of Annexure III to the Notice.

Except Mr. Chittoor Ghatambu Sethuram, none of the Directors or any Key Managerial Personnel or any of their relatives is, in anyway, concerned or interested, financially or otherwise in the resolution no. 7 as set out in this Notice.

The Board recommends the Special Resolution set out in this Agenda item for the approval of Members.

Item No.8

Pursuant to the provisions of Section 148 of the Act, read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014 and the Companies (Cost Records and Audit) Rules, 2014, the Company is required to maintain cost records and have the same audited by a Cost Auditor in respect of its applicable manufacturing activities. The Company operates manufacturing facility at Hajjipir Plant, Bhuj Taluk, Kutch, Gujarat. The cost records for these facilities must undergo an audit by the Cost Auditor.

Accordingly, based on the recommendation of the Audit Committee, the Board of Directors at its meeting held on May 11, 2026 approved the appointment of Mr. G. Sundaresan (Membership No. 11733), Cost Accountant, as the Cost Auditor of the Company for conducting the audit of the cost records of the Company for the FY 2026-27 at a remuneration of Rs.1,50,000/- (Rupees One Lakh Fifty Thousand Only), excluding applicable taxes and reimbursement of out-of-pocket expenses.

Mr. G. Sundaresan possesses experience in the field of cost audit and cost accounting services. The remuneration payable to the Cost Auditor has been determined considering the scope and coverage of cost audit, turnover and operations of the Company. Cost Audit is conducted in line with the standards laid down by the Institute of Cost Accountants of India.

In accordance with the provisions of Section 148(3) of the

