



INDIA GELATINE & CHEMICALS LTD.

77/78/79, Mittal Chambers, 228, Nariman Point, Mumbai - 400 021. INDIA • GSTIN No. 27AAACI3676F1ZK
Tel.: 91 - 22 - 2202 0341, 2202 3554, 2202 3556.
Email : igclmumbai@indiagelatine.com, Web: www.indiagelatine.com • CIN: L99999GJ1973PLC002260

February 24, 2025

To,
BSE Limited
Department of Corporate Services – CRD,
PJ Towers, Dalal Street,
Mumbai 400 001

BSE (Scrip Code: 531253)/ (Scrip Id: INDGELA)

Dear Sir/Madam,

Sub: Postal Ballot Notice – Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Please find enclosed herewith the Postal Ballot Notice along with Explanatory Statement for seeking shareholder's approval by way of Remote e-voting facility, for appointment of Non-Executive Independent Directors of the Company as set out in the Postal Ballot Notice.

Please note that the Postal Ballot Notice is being sent only by email to the members of the Company whose email address is registered with the Company / Depository Participant(s), as on February 14, 2025 ("the Cut-off Date")

We hereby submit the following information with regard to remote e-voting facility:

Cut Off Date for eligibility to vote	Friday, 14 th February, 2025
Agency for E-voting	Central Depository Services (India) Limited
Commencement of e-voting period	Tuesday, 25 th February, 2025 at 10:00 a.m.
Conclusion of e-voting period	Wednesday, 26 th March, 2025 at 05:00 p.m.
Date on which resolution will be deemed to be passed	Wednesday, 26 th March, 2025
Declaration of results of Postal Ballot	On or before Friday, 28 th March, 2025

The Company has engaged the services of Central Depository Services (India) Limited for providing e-voting facility to all its Members. The Postal Ballot Notice along with the Explanatory Statement is also available on the website of the Company at www.indiagelatine.com

Thanking you,

For India Gelatine & Chemicals Limited,

Viren C. Mirani
Managing Director
DIN: 00044901
Encl.: As stated above.

Factory : Plot No.1/A, G.I.D.C. Industrial Estate, National Highway, VAPI - 396 195. (Gujarat). INDIA
Tel.: 91 - 260 - 240 1584 / 91 - 94299 61759 / 91 - 94298 95136 Email : igclvapi@indiagelatine.com
Regd. Office : 703/704, "SHILP", 7th Floor, Near Municipal Market, Sheth C. G. Road, Navrangpura,
Ahmedabad - 380 009 (Gujarat). INDIA Email : igclahmd@indiagelatine.com
Tel: 91 - 79 - 2646 9514 • GSTIN No. 24AAACI3676F1ZQ



INDIA GELATINE & CHEMICALS LIMITED

CIN: L99999GJ1973PLC002260

Registered Office : 703/704, 'Shilp', 7th Floor, Near Municipal Market, Sheth C.G. Road, Navrangpura, Ahmedabad – 380 009.

E-mail ID : investor@indiagelatine.com Website : www.indiagelatine.com

Tel : +91-079-26469514

POSTAL BALLOT NOTICE

Notice pursuant to Section 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014

Dear Member(s),

Notice is hereby given pursuant to the provisions of Section 110, and other applicable provisions of the Companies Act, 2013, as amended (the “Act”), read together with the Companies (Management and Administration) Rules, 2014, as amended (the “Management Rules”), General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022, 11/2022 dated December 28, 2022 and 09/2023 dated September 25, 2023 issued by the Ministry of Corporate Affairs, Government of India (the “MCA Circulars”), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“Listing Regulations”), read with applicable circulars under the Listing Regulations, Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India (“SS-2”) and any other applicable laws, rules and regulations (including any statutory medication(s) or re-enactment(s) thereof, for the time being in force), that India Gelatine & Chemicals Ltd., (the “Company”) is seeking the approval of the Members by way of Special Resolution, for the matters as considered in the resolutions appended below, through Postal Ballot (the “Postal Ballot”) only by way of remote e-voting (“evoting”) process.

Sr. No.	Particulars
1	Appointment of Mr. Annamalai Sankaralingam (DIN: 00001381) as Non-Executive Non-Independent Director
2	Appointment of Mr. Sankaralingam Maheswaran (DIN: 00143046) as Non-Executive Non-Independent Director.
3	Appointment of Mr. Kaliappan Balakrishnan (DIN: 00144462) as Non-Executive Independent Director.
4	Appointment of Mr. Balasubramanian Vijayadurai (DIN: 07403509) as Non-Executive Independent Director
5	Appointment of Mrs. Shivavel Ezhil Jothi (DIN: 07772888) as Non-Executive Independent Director.



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An Explanatory Statement pertaining to the said resolutions setting out the material facts and the reasons/rationale thereof form part of this Postal Ballot notice (“the Notice” or “the Postal Ballot Notice”).

In compliance with Regulation 44 of the Listing Regulations and pursuant to the provisions of Sections 108 and 110 of the Act read with the Management Rules thereunder and the MCA Circulars, the manner of voting on the proposed resolutions is restricted only to e-voting i.e., by casting votes electronically instead of submitting postal ballot forms. Accordingly, the Postal Ballot Notice and instructions for e-voting are being sent only through electronic mode to those Members whose email address is registered with the Company / depository participant(s). The details of the procedure to cast the vote forms part of the ‘Notes’ to this Notice.

The Board of Directors of the Company has appointed Mr. Chirag Shah (Membership No. FCS 5545), failing him Mr. Raimeen Maradiya (Membership No. FCS 11283), Practicing Company Secretary, partners of Chirag Shah & Associates, Practicing Company Secretaries, as the Scrutinizer for conducting the Postal Ballot / e-voting process in a fair and transparent manner.

In compliance with Section 108 and Section 110 of the Act read with Rule 20 and 22 of the Management Rules, Regulation 44 of the Listing Regulations, and SS-2, the Company is pleased to provide e-voting facility to all its Members to enable them to cast their votes electronically. The Company has engaged the services of Central Depository Services India Ltd (CDSL) for the purpose of providing e-voting facility to all its Members. The Company has made necessary arrangements with MUFG Intime India Pvt Limited, Registrar and Share Transfer Agent (“RTA”) to enable the Members to register their email address. Those Members who have not yet registered their e-mail address are requested to register the same by following the procedure set out in this Postal Ballot Notice.

Members desiring to exercise their votes are requested to carefully read the instructions indicated in this Notice and record their assent (FOR) or dissent (AGAINST) by following the procedure as stated in the Notes forming part of the Notice.

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

Commencement of e-voting period	Tuesday, 25 th February, 2025 at 10:00 a.m.
Conclusion of e-voting period	Wednesday, 26 th March, 2025 at 05:00 p.m.
Cut-off date for eligibility to vote	Friday, 14 th February, 2025

The e-voting facility will be disabled by CDSL immediately after 5.00 p.m. on Wednesday, 26th March, 2025, and will be disallowed thereafter.



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The Scrutinizer will submit his report to the Chairman of the Company (“the Chairman”) or any other person authorized by the Chairman, and the result will be announced within 48 working hours from the conclusion of the e-voting period i.e. on or before 5.00 p.m. on Friday, 28th March, 2025. The results of the Postal Ballot will also be displayed at the Registered Office of the Company and posted on the Company’s website www.indiagelatine.com besides communicating to the Stock Exchange viz. BSE Limited and Depositories.

In accordance with SS-2, the resolutions, if passed by requisite majority, shall be deemed to have been passed on the last date of voting i.e., Wednesday, 26th March, 2025. Further, the resolutions passed by the members through Postal Ballot are deemed to have been passed as if they are passed at a General Meeting of the Members.

SPECIAL BUSINESS:

1. Consider and approve the appointment of Mr. Annamalai Sankaralingam (DIN: 00001381) as Non-Executive Non-Independent Director of the Company.

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

SPECIAL RESOLUTION:

RESOLVED THAT pursuant to Section 161 of the Companies Act, 2013 read with Rule 8, 9 and 14 of the Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable provisions of Companies Act, 2013, Articles of Association of the Company, (including any statutory modifications or re-enactment thereof for the time being in force), and as recommended by the Nomination and Remuneration Committee, the consent of the members of the Company, be and is hereby accorded to appoint Mr. Annamalai Sankaralingam, (holding Director Identification No. 00001381, (who has given his consent to act as Director of the company), as Non-Executive Non Independent Director on the Board of the Company with effect from 31st January, 2025.

FURTHER RESOLVED THAT pursuant to the provisions of Section 149, 152, 160 and all other applicable provisions of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014, including any statutory modification(s) or re-enactment thereof from time to time, read with Articles of Association of the Company and Regulation 17(1A) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 (including any statutory modifications or re-enactment thereof for the time being in force), based on the recommendation of the Nomination and Remuneration Committee Mr. Annamalai Sankaralingam



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(DIN:0001381), who was appointed by the Board of Directors as an Additional Director of the Company effect from 31st January, 2025 pursuant to Section 161 of the Act, and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member signifying his intention to propose Mr. Annamalai Sankaralingam's candidature for the office of the Director, who has already attained the age of seventy five years be and is hereby appointed as the Non-Executive Non-Independent Director, whose period of office will be liable to retire by rotation and will be eligible for re-appointment.

RESOLVED FURTHER THAT Mr. Viren Chandrasinh Mirani, Managing Director, Mrs. Vishakha Hasmukh Purohit, Chief Financial Officer and Mrs. Tanaya Tulsi Daryanani, Company Secretary, of the company be and are hereby severally authorized to sign and submit necessary forms with the ROC and do all such acts and deeds as may be necessary in this regard.”

2. Consider and approve the appointment of Mr. Sankaralingam Maheswaran (DIN: 00143046) as Non-Executive Non-Independent Director of the Company.

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

SPECIAL RESOLUTION:

“RESOLVED THAT pursuant to Section 161 of the Companies Act, 2013 read with Rule 8, 9 and 14 of the Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable provisions of Companies Act, 2013, Articles of Association of the Company, (including any statutory modifications or re-enactment thereof for the time being in force), and as recommended by the Nomination and Remuneration Committee, the consent of the members of the Company, be and is hereby accorded to appoint Mr. Sankaralingam Maheswaran, holding Director Identification No. 00143046, (who has given his consent to act as Director of the company), as Non-Executive Non Independent Director on the Board of the Company with effect from 31st January, 2025.

FURTHER RESOLVED THAT pursuant to the provisions of Section 149, 152, 160 and all other applicable provisions of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014, including any statutory modification(s) or re-enactment thereof from time to time, read with Articles of Association of the Company and Regulation 17(1A) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 (including any statutory modifications or re-enactment thereof for the time being in force), based on the recommendation of the Nomination and Remuneration Committee Mr. Sankaralingam Maheswaran (DIN:



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00143046), who was appointed by the Board of Directors as an Additional Director of the Company, with effect from 31st January, 2025 pursuant to Section 161 of the Act, and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member signifying his intention to propose Mr. Sankaralingam Maheswaran's candidature for the office of the Director, who has already attained the age of seventy five years be and is hereby appointed as the Non-Executive Non-Independent Director, whose period of office will be liable to retire by rotation and will be eligible for re-appointment.

RESOLVED FURTHER THAT Mr. Viren Chandrasinh Mirani, Managing Director, Mrs. Vishakha Hasmukh Purohit, Chief Financial Officer and Mrs. Tanaya Tulsi Daryanani, Company Secretary, of the company be and are hereby severally authorized to sign and submit necessary forms with the ROC and do all such acts and deeds as may be necessary in this regard.”

3. Consider and approve the appointment of Mr. Kaliappan Balakrishnan (DIN: 00144462) as Non-Executive Independent Director of the Company.

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

SPECIAL RESOLUTION:

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, and other applicable provisions of the Companies Act, 2013 (“Act”) read with Schedule IV of the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 16(1)(b), 17 and 25 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force, based on the recommendation of the Nomination and Remuneration Committee, Mr. Kaliappan Balakrishnan (DIN: 00144462) who was appointed by the Board of Directors as an Additional Director under section 161 of the Act, in the capacity of an Independent Director with effect from January 31, 2025, who meets the criteria for independence under Section 149(6) of the Act and Rules made thereunder and Regulation 16(1)(b) of the Listing Regulations and in respect of whom the Company has received a notice in writing about his candidature under Section 160 of the Act, and who has already attained the age of seventy five years be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, for a first term of three (3) consecutive years effective from January 31, 2025 till 30th January 2028.



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RESOLVED FURTHER THAT Mr. Viren Chandrasinh Mirani, Managing Director, Mrs. Vishakha Hasmukh Purohit, Chief Financial Officer and Mrs. Tanaya Tulsi Daryanani, Company Secretary, of the company be and are hereby severally authorized to sign and submit necessary forms with the ROC and do all such acts and deeds as may be necessary in this regard.”

4. Consider and approve the appointment of Mr. Balasubramanian Vijayadurai (DIN: 07403509) as Non-Executive Independent Director of the Company.

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

SPECIAL RESOLUTION:

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, and other applicable provisions of the Companies Act, 2013 (“Act”) read with Schedule IV of the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 16(1)(b), 17 and 25 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force, based on the recommendation of the Nomination and Remuneration Committee, Mr. Balasubramanian Vijayadurai (DIN: 07403509) who was appointed by the Board of Directors as an Additional Director, under section 161 of the Act, in the capacity of an Independent Director with effect from January 31, 2025, who meets the criteria for independence under Section 149(6) of the Act and Rules made thereunder and Regulation 16(1)(b) of the Listing Regulations and in respect of whom the Company has received a notice in writing about his candidature under Section 160 of the Act, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, for a first term of five (5) consecutive years effective from January 31, 2025 till 30th January 2030.

RESOLVED FURTHER THAT Mr. Viren Chandrasinh Mirani, Managing Director, Mrs. Vishakha Hasmukh Purohit, Chief Financial Officer and Mrs. Tanaya Tulsi Daryanani, Company Secretary, of the company be and are hereby severally authorized to sign and submit necessary forms with the ROC and do all such acts and deeds as may be necessary in this regard.”

5. Consider and approve the appointment of Mrs. Shivavel Ezhil Jothi (DIN: 07772888) as Non-Executive Independent Director of the Company.

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



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SPECIAL RESOLUTION:

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, and other applicable provisions of the Companies Act, 2013 (“Act”) read with Schedule IV of the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 16(1)(b), 17 and 25 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force, based on the recommendations of the Nomination and Remuneration Committee, Mrs. Shivavel Ezhil Jothi (DIN: 07772888) who was appointed by the Board of Directors as an Additional Director under section 161 of the Act, in the capacity of an Independent Director with effect from January 31, 2025, who meets the criteria for independence under Section 149(6) of the Act and Rules made thereunder and Regulation 16(1)(b) of the Listing Regulations and in respect of whom the Company has received a notice in writing about his candidature under Section 160 of the Act, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, for a first term of five (5) consecutive years effective from January 31, 2025 till 30th January 2030.

RESOLVED FURTHER THAT Mr. Viren Chandrasinh Mirani, Managing Director, Mrs. Vishakha Hasmukh Purohit, Chief Financial Officer and Mrs. Tanaya Tulsi Daryanani, Company Secretary, of the company be and are hereby severally authorized to sign and submit necessary forms with the ROC and do all such acts and deeds as may be necessary in this regard.”

By Order of the Board

For, **India Gelatine & Chemicals Limited,**

Sd/-

Tanaya T. Daryanani

Company Secretary

A37181

Place : Mumbai

Date : 10.02.2025

India Gelatine & Chemicals Limited

CIN: L99999GJ1973PLC002260

Registered Office:

703/704, 'Shilp', 7th Floor,

Near Municipal Market,

Sheth C.G. Road, Navrangpura,

Ahmedabad - 380 009

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Notes:

1. The explanatory statement pursuant to Section 102 read with Section 110 of the Act along with details in terms of Regulation 36(3) of the LODR Regulations, stating all material facts and the reason/ rationale for proposed resolutions is annexed herewith.
2. This Postal Ballot Notice is being sent to the members whose names appear on the register of members / list of beneficial owners as received from the National Securities Depository Limited (“NSDL”) and Central Depository Services (India) Limited (“CDSL”) and whose email address is registered with the Company / Depository Participant(s), as on 14th February, 2025 (“the Cut-off Date”). A person who is not a member as on the Cut-off Date should treat this Postal Ballot Notice for informational purposes only. In compliance with Regulation 44 of the LODR Regulations and pursuant to the provisions of Sections 108 and 110 of the Act read with the Rules framed thereunder and the MCA Circulars, the manner of voting on the proposed resolutions is restricted only to e-voting i.e., by casting votes electronically instead of submitting the postal ballot form. Accordingly, the physical copy of the Notice along with the postal ballot form and the pre-paid business reply envelope are not being sent to the members. The communication of the assent or dissent of the members would only take place through the e-voting system.
3. Once the vote on the resolution is cast by the member, he / she shall not be allowed to change it subsequently. The voting rights of members shall be in proportion to their shares of the paid-up equity share capital of the Company as on 14th February, 2025, being the Cut-off Date fixed for the purpose.
4. The resolution, if passed by the requisite majority through Postal Ballot, will be deemed to have been passed on the last date specified for voting i.e., Wednesday, 26th March, 2025. Further, resolution passed by the members through postal ballot are deemed to have been passed as if they are passed at a general meeting of the members.
5. The Company has appointed Mr. Chirag Shah (Membership No. FCS 5545), failing him Mr. Raimeen Maradiya (Membership No. FCS 11283), Practicing Company Secretary, partners of Chirag Shah & Associates, Practicing Company Secretaries as the Scrutinizer to conduct e-voting process in a fair and transparent manner. The Scrutinizer will submit his report to the Chairman of the Company (“the Chairman”) or any other person authorized by the Chairman, and the result will be announced within 48 working hours from the conclusion of the e-voting period i.e. on or before 5.00 p.m. on Friday, 28th March, 2025. The results of the Postal Ballot will also be displayed at the Registered Office of the Company and posted on the Company’s website www.indiagelatine.com besides communicating to the Stock Exchange viz. BSE Limited and Depositories.



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6. The Postal Ballot Notice is being uploaded on the Company's website viz., www.indiagelatine.com and on the website of the Stock Exchange viz. www.bseindia.com
7. The Company has engaged the services of Central Depository Services India Ltd (CDSL) for the purpose of providing e-voting facility to all its Members. Members desiring to exercise their vote by using e-voting facility are requested to carefully follow the instructions in the Notes under the Section 'Voting through electronic means' in this Notice.
8. All documents referred to in the accompanying Explanatory Statement are open for inspection at the Registered Office of the Company between 11:00 a.m. and 5:00 p.m. on all working days upto 26th March, 2025. The Registered Office of the Company is situated at 703/704, 'Shilp', 7th Floor, Near Municipal Market, Sheth C.G. Road, Navrangpura, Ahmedabad – 380 009.
9. We urge Members to support our commitment to environmental protection by choosing to receive the Company's communication through email. Members holding shares in Demat mode, who have not registered their email addresses are requested to register their email addresses with their respective DP, and Members holding shares in physical mode are requested to update their email addresses with the Company's RTA at rnt.helpdesk@linkintime.co.in

Members may follow the process detailed below for registration of email Id:

Type of Holder	Process to be followed	
Physical	For availing the following investor services, send a written request in the prescribed forms to the RTA of the Company, MUFG Intime India Private Limited either by email to rnt.helpdesk@linkintime.co.in or by post to C 101, 247 Park, L B S Marg, Vikhroli West, Mumbai 400 083.	
	Form for availing investor services to register PAN, email address, bank details and other KYC details or changes / update thereof for securities held in physical mode	Form ISR – 1
	Update of signature of securities holder	Form ISR – 2
	For nomination as provided in the Rules 19 (1) of Companies (Share capital and debenture) Rules, 2014	Form SH-13
	Cancellation of nomination by the holder(s) (along with ISR-3) / Change of nominee	Form SH-14
	Form for requesting issue of duplicate certificate and other service requests for shares / debentures / bonds, etc., held in physical form	Form ISR-4
	The forms for updating the above details are available at https://www.linkintime.co.in	



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Demat	Please contact your DP and register your email address and bank account details in your demat account, as per the process advised by your DP.
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Note: To raise an email query following is the link:

https://liiplweb.linkintime.co.in/rnthelpdesk/Service_Request.html

10. Shareholders are requested to submit their PAN, KYC and nomination details to the Company's registrar MUFG Intime India Private Limited at rnt.helpdesk@linkintime.co.in. The forms for updating the same are available on the website of the Company at www.indiagelatine.com and on the website of the RTA of the Company at <https://www.linkintime.co.in>
11. The date of dispatch of the Notice and the Explanatory Statement will be announced through advertisement in the following newspapers:
 - Indian Express in English language; and
 - Financial Express in Gujarati language, having wide circulation in the district where the registered office of Company is situated.
12. The e-voting period commences on Tuesday, 25th February, 2025 at 10.00 a.m. and ends on Wednesday, 26th March, 2025 at 05.00 p.m. During this period, Members of the Company holding shares either in physical form or in dematerialized form, as on the relevant date, i.e., 14th February, 2025 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting on Wednesday, 26th March, 2025 at 05.00 p.m.
13. The instructions for members for remote voting electronically (both for physical shareholders as well as demat holders) are as under:

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 URL for users to login to Easi/Easiest are https://web.cdslindia.com/myeasitoken/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi.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 e-voting option, the user will be



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	<p>able to see e-voting page of the e-voting service provider for casting your vote during the remote e-voting period additionally, there are also links provided to access the system of all e-voting Service Providers i.e. CDSL/NSDL/KARVY/MUFG, so that the user can visit the e-voting service providers' website directly.</p> <p>3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration</p> <p>4) Alternatively, the user can directly access e-voting page by providing Demat Account Number and PAN from e-voting link available on www.cdslindia.com home page or click on https://evoting.cdslindia.com/Evoting/EvotingLogin. 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.</p>
Individual Shareholders holding securities in demat mode with NSDL	<p>1. If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsd.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter User ID and Password. After successful authentication, Member will be able to see e-Voting 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 name and Member will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period.</p> <p>2. If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select "Register Online for IDeAS Portal" or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</p> <p>3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https:// www.evoting.nsd.com either on a Personal Computer or on a mobile. Once the</p>



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	<p>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.</p> <p>4. After successful authentication, Member will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and Member will be redirected to e-Voting service provider website for casting its vote during the remote e-Voting period.</p> <p>5. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> <p>NSDL Mobile App is available on</p> <p> App Store  Google Play</p> <div style="display: flex; justify-content: space-around;">   </div>
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. After Successful login, you will be able to see e-Voting option. Once you 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 name and you will be redirected to e-Voting service provider website 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 and forget password option available at above mentioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL



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Login type	Helpdesk details
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
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 and 022 - 2499 7000 or at toll free no.: 1800 1020 990 and 1800 22 44 30

2. The details of the process and manner for remote e-voting for shareholders other than individual shareholders and Members holding shares in physical mode, are explained herein below:

- (i) The shareholders should log on to the e-voting website www.evotingindia.com
- (ii) Click on “Shareholders/ Members”.
- (iii) Now Enter your User ID:
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (iv) Next enter the Image Verification as displayed and Click on Login.
- (v) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (vi) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form other than individual and Physical Form



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PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none">• Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none">• If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iii).

- (vii) After entering these details appropriately, click on “SUBMIT” tab.
- (viii) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (ix) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (x) Click on the EVSN for “INDIA GELATINE & CHEMICALS LIMITED,”
- (xi) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.



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- (xiii) After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xiv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xv) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- (xvi) If a Demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvii) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xviii) **Facility for Non – Individual Shareholders and Custodians – For Remote Voting only:**
- Non-individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
 - It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz. varsha@indiagelatine.com, if they have voted



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from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, Central Depository Services (India) Limited (CDSL), A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call toll free no. 1800 22 55 33.

ANNEXURE TO THE NOTICE

EXPLANATORY STATEMENT AS REQUIRED UNDER SECTION 102(1) AND 110 OF THE COMPANIES ACT, 2013:

Item No. 1

Appointment of Mr. Annamalai Sankaralingam (DIN: 00001381) as Non-Executive Non-Independent Director

Pursuant to the Share Purchase Agreement executed on 5th December 2024, between Olive Speciality Services LLP, Mr. Viren Chandrasinh Mirani and Mrs Shefali Viren Mirani (“Promoters”), Pioneer Jellice India Private Limited and Ashok Matches and Timber Industries Private Limited (“Acquirers”), and the company, for sale of the Promoters’ stake in the company, the Acquirers shall, on closure of the sale transaction, nominate directors on the Board of the company. In view of the same, the Company has received proposal for the appointment of Mr. Annamalai Sankaralingam as Non-Executive Non-Independent Director and recommend the same to the members for their approval.

He is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013 or by the order of the SEBI or any other authority and he has given his consent to act as a Director.

Since Mr. Annamalai Sankaralingam, (DIN: 00001381), has already attained the age of 75 years, pursuant to Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, consent of the members by way of Special Resolution is sought by the Company and the justification as per the Regulation is detailed hereunder:-

In the opinion of the Board of Directors, Mr. Annamalai Sankaralingam, fulfils the conditions specified in the Act and the Rules made thereunder and he possesses the requisite skills, experience, knowledge and capabilities required for the role of a Director of the Company. His expertise in managing, leading and advising businesses globally, deep insights into the global markets and strength in sustainability and risk management



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will be of great value for the Company.

Mr. Annamalai Sankaralingam (Mr. Annamalai) (DIN: 00001381) aged about 78 years is a Bachelor of Technology (Chem Engg.). He has a vast experience in successfully managing Chemical Industries over a period of 5 decades. In 1973, he was appointed as the Managing Director of Pandian Chemicals Ltd. (PCL), which is the largest producer of Potassium Chlorate in India. He was involved in setting up an exclusive factory for the supply of perchlorate to DRDO for use in Missiles. He has also setup the first Private Sector Wind Farm in India in Muppandal, Kanyakumari District in 1990 for the purpose of harnessing renewable energy.

Since 2006, he is the Managing Director of Pioneer Jellice India Private Limited (PJI), a Company with Japanese collaboration for manufacture of Ossein, Dicalcium Phosphate and Gelatine. PJI has Joint Venture Gelatine plants in Netherlands and Taiwan.

He holds Directorship in many companies including The Metal Powder Company Limited, Pandian Chemicals Limited, Sree Ayyanar Spinning & Weaving Mills Private Limited etc.

Since 2023, he is the Non-Executive Chairman in Narmada Gelatines Limited, Jabalpur, Madhya Pradesh

Apart from Mr. Annamalai Sankaralingam and Mr. Sankaralingam Maheswaran being Brothers, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out above of the Notice except to the extent of their shareholding as Members, if any, in the Company.

The Board of Directors recommends this resolution set out in Item No.1 for your consideration and approval as a special resolution.

Item No. 2

Appointment of Mr. Sankaralingam Maheswaran (DIN: 00143046) as Non-Executive Non-Independent Director

Pursuant to the Share Purchase Agreement executed on 5th December 2024, between Olive Speciality Services LLP, Mr. Viren Chandrasinh Mirani and Mrs Shefali Viren Mirani ("Promoters"), Pioneer Jellice India Private Limited and Ashok Matches and Timber Industries Private Limited ("Acquirers"), and the company, for sale of the Promoters' stake in the company, the Acquirers shall, on closure of the sale transaction, nominate directors on the Board of the company. In view of the same, the Company has received proposal for the appointment of Mr. Sankaralingam Maheswaran (DIN: 00143046) as Non-Executive Non-Independent Director and recommend the same to the members for their approval.



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He is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013 or by the order of the SEBI or any other authority and he has given his consent to act as a Director.

Since Mr. Sankaralingam Maheswaran (DIN: 00143046), has already attained the age of 75 years, pursuant to Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, consent of the members by way of Special Resolution is sought by the Company and the justification as per the Regulation is detailed hereunder: -

In the opinion of the Board of Directors, Mr. Sankaralingam Maheswaran, fulfils the conditions specified in the Act and the Rules made thereunder and he possesses the requisite skills, experience, knowledge and capabilities required for the role of a Director of the Company. His expertise in managing, leading and advising businesses globally, deep insights into the global markets and strength in sustainability and risk management will be of great value for the Company.

Mr. Sankaralingam Maheswaran (DIN: 00143046) aged about 76 years is a Bachelor of Commerce and having a vast experience of managing the manufacturing industries for last five decades. He is a Managing Director of Asia Match Company Private Limited, Sivakasi.

He is also on the Board of Standard Fireworks Pvt. Ltd., Sivakasi, Pioneer Asia Group of Companies, Sivakasi. The group has interest in various business enterprises like Safety Matches, Textiles, Wind Energy and Chemicals in India, Sri Lanka, Taiwan & Netherlands.

Since 2023, he is the Non-Executive Vice-Chairman in Narmada Gelatines Limited, Jabalpur, Madhya Pradesh.

Apart from Mr. Annamalai Sankaralingam and Mr. Sankaralingam Maheswaran being Brothers, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out above of the Notice except to the extent of their shareholding as Members, if any, in the Company.

The Board of Directors recommends this resolution set out in Item No.2 for your consideration and approval as a special resolution.

Item No. 3.

Appointment of Mr. Kaliappan Balakrishnan (DIN: 00144462) as Non-Executive Independent Director



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The Board of Directors of the Company, pursuant to the provisions of Sections 149, 150, 152, and other applicable provisions of the Companies Act, 2013 (“Act”) read with Schedule IV of the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 16(1)(b), 17 and 25 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and on the recommendation of the Nomination & Remuneration Committee (‘NRC’) are proposing to the Members of the Company, the appointment of Mr. Kaliappan Balakrishnan (DIN: 00144462) as Independent Director on the Board of the Company, not liable to retire by rotation, who shall hold office for a first term of three (3) consecutive years effective from January 31, 2025 till January 30, 2028.

He is eligible to be appointed as an Independent Director for first term of up to (3) three consecutive years. The Company has received notice under Section 160 of the Companies Act, 2013 from Mr. Mr. Kaliappan Balakrishnan signifying his candidature as a Director of the Company. The Company has also received a declaration from Mr. Kaliappan Balakrishnan confirming that he meets the criteria of independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations. He is also registered with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs.

Mr. Kaliappan Balakrishnan is not debarred from holding office of a director by virtue of any order passed by SEBI or any other such authority.

He is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013 or by the order of the SEBI or any other authority and he has given his consent to act as a Director.

Since Mr. Kaliappan Balakrishnan (DIN: 00144462), has already attained the age of 75 years, pursuant to Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, consent of the members by way of Special Resolution is sought by the Company and the justification as per the Regulation is detailed hereunder:-

In the opinion of the Board of Directors, Mr. Kaliappan Balakrishnan, fulfils the conditions specified in the Act and the Rules made thereunder and he is independent of the management. Mr. Kaliappan Balakrishnan possesses the requisite skills, experience, knowledge and capabilities required for the role of an Independent Director of the Company. His expertise in managing, leading and advising businesses globally, deep insights into the global markets and strength in sustainability and risk management will be of great value for the Company.

Mr. Kaliappan Balakrishnan holds bachelor degree in Commerce in the year 1961.

He is an associate member in Indian Institute of Bankers since 1984.



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He has served in Tamilnad Mercantile Bank in various capacities since 1961. He served as Chief General Manager from 1996 to 2001.

He is an Independent Director on the Board of The Metal Powder Company Limited, Sivakasi, Tamil Nadu.

He does not hold any shares in the company.

Except Mr. Kaliappan Balakrishnan, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out above of the Notice except to the extent of their shareholding as Members, if any, in the Company.

The Board of Directors recommends this resolution set out in Item No.3 for your consideration and approval as a special resolution.

Item No. 4

Appointment of Mr. Balasubramanian Vijayadurai (DIN: 07403509) as Non-Executive Independent Director.

The Board of Directors of the Company, pursuant to the provisions of Sections 149, 150, 152, and other applicable provisions of the Companies Act, 2013 ("Act") read with Schedule IV of the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 16(1)(b), 17 and 25 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and on the recommendation of the Nomination & Remuneration Committee ('NRC') are proposing to the Members of the Company, the appointment of Mr. Balasubramanian Vijayadurai (DIN: 07403509) as Independent Director on the Board of the Company, not liable to retire by rotation, who shall hold office for a first term of five (5) consecutive years effective from January 31, 2025 till January 30, 2030.

He is eligible to be appointed as an Independent Director for first term of up to (5) five consecutive years. The Company has received notice under Section 160 of the Companies Act, 2013 from Mr. Balasubramanian Vijayadurai (DIN: 07403509) signifying his candidature as a Director of the Company. The Company has also received a declaration from Mr. Balasubramanian Vijayadurai (DIN: 07403509) confirming that he meets the criteria of independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations. He is also registered with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs.

Mr. Balasubramanian Vijayadurai (DIN: 07403509) is not debarred from holding office of a director by virtue of any order passed by SEBI or any other such authority.



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He is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013 or by the order of the SEBI or any other authority and he has given his consent to act as a Director.

In the opinion of the Board of Directors, Mr. Balasubramanian Vijayadurai (DIN: 07403509), fulfils the conditions specified in the Act and the Rules made thereunder and he is independent of the management. Mr. Balasubramanian Vijayadurai (DIN: 07403509) possesses the requisite skills, experience, knowledge and capabilities required for the role of an Independent Director of the Company. His expertise in managing, leading and advising businesses globally, deep insights into the global markets and strength in sustainability and risk management will be of great value for the Company.

Mr. B. Vijayadurai (DIN: 07403509) holds Master's degree in Commerce, and is a practicing Chartered Accountant by profession.

He has vast experience in Financial Accounting Auditing, Taxation, GST, Financial Analysis, ERP Implementation, Fund Raising & Mobilisation, Compliance, etc. He has a vast experience in the field of audits such as statutory, internal and tax audit, or various banks, companies, NGO's Educational institutions

He was an Independent Director on the Board of Tamilnad Mercantile Bank Ltd.

He is an Independent Director on the Board of Narmada Gelatines Limited.

He does not hold any shares in the company.

Except Mr. Balasubramanian Vijayadurai, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out above of the Notice except to the extent of their shareholding as Members, if any, in the Company.

The Board of Directors recommends this resolution set out in Item No.4 for your consideration and approval as a special resolution.

Item No. 5

Appointment of Mrs. Shivavel Ezhil Jothi (DIN: 07772888) as Non-Executive Independent Director.

The Board of Directors of the Company, pursuant to the provisions of Sections 149, 150, 152, and other applicable provisions of the Companies Act, 2013 ("Act") read with



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Schedule IV of the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 16(1)(b), 17 and 25 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and on the recommendation of the Nomination & Remuneration Committee ('NRC') are proposing to the Members of the Company, the appointment of Mrs. Shivavel Ezhil Jothi (DIN: 07772888) as Independent Director on the Board of the Company, not liable to retire by rotation, who shall hold office for a first term of five (5) consecutive years effective from January 31, 2025 till January 30, 2030.

She is eligible to be appointed as an Independent Director for first term of up to (5) five consecutive years. The Company has received notice under Section 160 of the Companies Act, 2013 from Mrs. Shivavel Ezhil Jothi signifying her candidature as a Director of the Company. The Company has also received a declaration from Mrs. Shivavel Ezhil Jothi confirming that she meets the criteria of independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations. She is also registered with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs. Further with respect to comply with the Rule (3) of The Companies (Appointment and Qualifications of Directors) Rules 2014, it is mandatory for every listed company to appoint at least one women director as Board member".

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Mrs. Shivavel Ezhil Jothi is not debarred from holding office of a director by virtue of any order passed by SEBI or any other such authority.

She is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013 or by the order of the SEBI or any other authority and she has given her consent to act as a Director.

In the opinion of the Board of Directors, Mrs. Shivavel Ezhil Jothi, fulfils the conditions specified in the Act and the Rules made thereunder and she is independent of the management. Mrs. Shivavel Ezhil Jothi possesses the requisite skills, experience, knowledge and capabilities required for the role of an Independent Director of the Company. Her expertise in managing, leading and advising businesses globally, deep insights into the global markets and strength in sustainability and risk management will be of great value for the Company.

Mrs. Shivavel Ezhil Jothi (DIN: 07772888) holds bachelor degree.

She is a Fellow Member of the Institute of Company Secretaries of India (ICSI), holding Certificate of Practice.



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She is an Independent Director on the Board of Tamilnad Mercantile Bank Ltd.

She is a Practising Registered Valuer of Securities or Financial Assets.

She has Completed Post Membership Qualification Course on Internal Audit from ICSI.

She has a vast experience in Company Law, Secretarial Auditing, valuation of shares of companies- Going Concern & Liquidation cases, all e-forms filling under MCA, Compounding, Dematerialisation of company's shares, RBI –FEMA reporting Compliances, Services to Banks such as Issue of Search and Status reports, Due Diligence report etc.

She does not hold any shares in the company.

Except Mrs. Shivavel Ezhil Jothi, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out above of the Notice except to the extent of their shareholding as Members, if any, in the Company.

The Board of Directors recommends this resolution set out in Item No.5 for your consideration and approval as a special resolution.

The details of aforesaid Directors, nature of their expertise in functional areas, disclosure of relationships between Directors, Directorships and Memberships of Committees of the Board of Listed entities and shareholding as required under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended is set out in this Notice as Annexure A.

**By Order of the Board,
For, India Gelatine and Chemicals
Limited,**

Sd/-

Tanaya T. Daryanani
(Company Secretary)

A37181

Place: Mumbai
Date: 10.02.2025



INDIA GELATINE & CHEMICALS LIMITED

CIN: L99999GJ1973PLC002260

Registered Office : 703/704, 'Shilp', 7th Floor, Near Municipal Market, Sheth C.G. Road, Navrangpura, Ahmedabad – 380 009.

E-mail ID : investor@indiagelatine.com Website : www.indiagelatine.com

Tel : +91-079-26469514

“ANNEXURE A”

Details of Directors seeking Appointment

Pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard - 2 on General Meetings

Name(s) of Directors	Mr. Annamalai Sankaralingam	Mr. Sankaralingam Maheswaran
DIN	00001381	00143046
Date of Birth	26-01-1947	07-09-1948
Date and term of Appointment	Date of appointment – January 31, 2025	Date of appointment – January 31, 2025
Qualification	Bachelor of Technology (Chem Engg.).	Bachelor of Commerce
Experience and expertise in specific functional areas, Skills and Capabilities	He has a vast experience in successfully managing Chemical Industries over a period of 5 decades. In 1973, he was appointed as the Managing Director of Pandian Chemicals Ltd. (PCL), which is the largest producer of Potassium Chlorate in India. He was involved in setting up an exclusive factory for the supply of perchlorate to DRDO for use in Missiles. He has also setup the first Private Sector Wind Farm in India in Muppandal, Kanyakumari District in 1990 for the purpose of harnessing renewable energy.	He has a vast experience of managing the manufacturing industries for last five decades. He is a Managing Director of Asia Match Company Private Limited, Sivakasi.



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Brief Profile	Provided in the Explanatory Statement	Provided in the Explanatory Statement
Relationship between Directors inter-se	He is Brother of Mr. Sankaralingam Maheswaran	He is brother of Mr. Annamalai Sankaralingam
Remuneration last draw by such person, if applicable and remunerations sought to be paid.	NA	NA
Directorship in other Companies (excluding India Gelatine & Chemicals Ltd.) Memberships/ Chairmanships of committees across all companies	Directorship in other Companies: Sree Ayyanar Spinning And Weaving Mills Private Limited Narmada Gelatines Limited Mepco Industries Limited Pioneer Jellice India Private Limited The Metal Powder Company Limited Asia Match Company Private Limited Ashok Matches And Timber Industries Private Limited Niranjan Sankar Enterprises Private Limited Pandian Chemicals Limited	Directorship in other Companies: Narmada Gelatines Limited Sankar & Parvathi Estates Private Limited Modern Matches Private Limited Asia Match Company Private Limited Ashok Matches And Timber Industries Private Limited Bell Pyrotechnics Pvt Ltd Standard Fire Works Private Limited Rajarathnam Fire Works Private Limited Standard Pyrotechnics Ltd Pioneer Jellice India Private Limited



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	<p>Pioneer NF Forgings India Private Limited</p> <p>Capexil</p> <p>Hibiscus Enterprises LLP</p> <p>Amman Match LLP</p> <p>Memberships/ Chairmanships of committees:</p> <p>1. The Metal Powder Company Limited</p> <p>a. Audit Committee of - Member</p> <p>b. Nomination & Remuneration Committee – Chairman</p> <p>2. Narmada Gelatines Limited –</p> <p>a. Nomination & Remuneration Committee – Member</p> <p>b. Corporate Social Responsibility Committee - Chairman</p>	<p>Pioneer Wincon Energy Systems Private Limited</p> <p>Para Enterprises Private Limited</p> <p>Pradeep Sankar Enterprises Private Limited</p> <p>Pioneer Xenergy Private Limited</p> <p>All India Chamber Of Match Industries</p> <p>Standard Paper Containers Private Limited</p> <p>Asia Timber Products Private Limited</p> <p>Pioneer NF Forgings India Private Limited</p> <p>Sree Ayyanar Spinning And Weaving Mills Private Limited</p> <p>Amman Match LLP</p> <p>Hibiscus Enterprises LLP</p> <p>Memberships/ Chairmanships of committees:</p> <p>Narmada Gelatines Limited –</p> <p>Corporate Social Responsibility Committee - Member</p>
Listed entities from which he/she has	Nil	Nil



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resigned in the past three years		
Shareholding of Directors seeking re-appointment	Nil	Nil
Terms and conditions of Appointment	As per the details provided under the resolutions and explanatory statement above	

Name(s) of Directors	Mr. Kaliappan Balakrishnan	Mr. Balasubramanian Vijayadurai
DIN	00144462	07403509
Date of Birth	25-05-1941	06-04-1974
Date and term of Appointment	Date of appointment – January 31, 2025 Term of appointment - For a first term of 3 years commencing from 31/01/2025 to 30/01/2028.	Date of appointment – January 31, 2025 Term of appointment - For a first term of 5 years commencing from 31/01/2025 to 30/01/2030.
Qualification	Bachelor degree in Commerce	Master's degree in Commerce, and is a practicing Chartered Accountant by profession.
Experience and expertise in specific functional areas, Skills and Capabilities	He is an associate member in Indian Institute of Bankers since 1984. He has served in Tamilnad Mercantile Bank in various capacities since 1961. He served as Chief General Manager from 1996 to 2001.	He has vast experience in Financial Accounting Auditing, Taxation, GST, Financial Analysis, ERP Implementation, Fund Raising & Mobilisation, Compliance, etc. He has a vast experience in the field of audits such as statutory,



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	He is an Independent Director on the Board of The Metal Powder Company Limited, Sivakasi, Tamil Nadu.	internal and tax audit, or various banks, companies, NGO's Educational institutions He was an Independent Director on the Board of Tamilnad Mercantile Bank Ltd. He is an Independent Director on the Board of Narmada Gelatines Limited.
Brief Profile	Provided in the Explanatory Statement	Provided in the Explanatory Statement
Relationship between Directors inter-se	None	None
Remuneration last draw by such person, if applicable and remunerations sought to be paid.	NA	NA
Directorship in other Companies (excluding India Gelatine & Chemicals Ltd.) Memberships/ Chairmanships of committees across all companies	Directorship in other Companies: The Metal Powder Company Limited Memberships/ Chairmanships of committees: a. Audit Committee-member	Directorship in other Companies: Narmada Gelatines Limited Memberships/ Chairmanships of committees: a. Audit Committee – Chairman b. Nomination & Remuneration Committee-Chairman



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	b. Nomination & Remuneration Committee-member	c. Stake holders Relationship Committee-Member 'd. Corporate Social Responsibility Committee-Member
Listed entities from which he/she has resigned in the past three years	Nil	Nil
Shareholding of Directors seeking re-appointment	Nil	Nil
Terms and conditions of Appointment	As per the details provided under the resolutions and explanatory statement above	

Name(s) of Directors	Mrs. Shivavel Ezhil Jothi
DIN	07772888
Date of Birth	21-06-1978
Date and term of Appointment	Date of appointment – January 31, 2025 Term of appointment - For a first term of 5 years commencing from 31/01/2025 to 30/01/2030.
Qualification	Bachelor of Commerce and a Fellow Member of the Institute of Company Secretaries of India (ICSI), holding Certificate of Practice.
Experience and expertise in specific	She has a vast experience in Company Law, Secretarial Auditing, valuation of shares of companies- Going Concern & Liquidation cases, all e-forms filling under MCA, Compounding, Dematerialisation of company's



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functional areas, Skills and Capabilities	shares, RBI –FEMA reporting Compliances, Services to Banks such as Issue of Search and Status reports, Due Diligence report etc. She is an Independent Director of M/s. Tamilnad Mercantile Bank Limited from March 2017-Present.
Brief Profile	Provided in the Explanatory Statement
Relationship between Directors inter-se	None
Remuneration last draw by such person, if applicable and remunerations sought to be paid.	NA
Directorship in other Companies (excluding India Gelatine & Chemicals Ltd.) Memberships/ Chairmanships of committees across all companies	Directorship in other Companies: Tamilnad Mercantile Bank Limited Memberships/ Chairmanships of committees: Audit Committee- Member Nomination & Remuneration Committee- Chairperson HRM Committee- Member Review Committee on Wilful Defaulters- Member Special Committee of the Board to Monitor Large Value Frauds-Member Independent Directors Committee-Member
Listed entities from which he/she has resigned in the past three years	Nil



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Shareholding of Directors seeking re-appointment	Nil
Terms and conditions of Appointment	As per the details provided under the resolutions and explanatory statement above

By Order of the Board

For, **India Gelatine & Chemicals Limited,**

Place : Mumbai
Date : 10.02.2025

Sd/-
Tanaya T. Daryanani
Company Secretary
A37181