



NOTICE

NOTICE is hereby given that Fifty-Sixth Annual General Meeting of the Members of **DAI-ICHI KARKARIA LIMITED** (L24100MH1960PLC011681) will be held on Thursday, August 4, 2016 at 11:30 a.m. at M.C. Ghia Hall, Bhogijal Hargovindas Building, 4th Floor, 18/20 Kaikhushru Dubash Marg, Mumbai – 400 001 to transact the following business:

Ordinary Business

1. To receive, consider and adopt:
 - a) the Audited Financial Statements of the Company for the Financial Year ended March 31, 2016 and the Reports of Board of Directors and Auditors thereon; and
 - b) the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2016 and the Report of the Auditors thereon.
2. To confirm the payment of Interim Dividend of ₹ 3/- each per equity share of ₹ 10/- declared during the financial year ended March 31, 2016.
3. To appoint a Director in place of Mr. A. H. Jehangir (DIN: 00001752), who retires by rotation and, being eligible, offers himself for re-appointment.
4. To ratify the appointment of Messrs. Deloitte Haskins & Sells LLP, Chartered Accountants, Firm's Registration No. 117366W / W-100018 as Auditors of the Company to hold office from the conclusion of this Annual General meeting until the conclusion of the next Annual General Meeting at such remuneration as shall be fixed by the Board of Directors and the Auditors.

Special Business

5. Ratification of the remuneration payable to Mr. Sudhir Govind Jog, Cost Accountant, (Membership no. 5599) appointed as Cost Auditor of the Company and in this regard to consider and if thought fit, to pass with or without modification(s), the following resolution as an **ORDINARY RESOLUTION**:

“RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), remuneration of ₹ 1,20,000/- plus applicable taxes and reimbursement of actual out of pocket expenses payable to Mr. Sudhir Govind Jog, Cost Accountant, (Membership no. 5599), appointed by the Board of Directors, to conduct the audit of the Cost records of the Company for the financial year ending March 31, 2016, be and is hereby ratified.

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

6. Re-appointment of Mrs. S. F. Vakil as Chairperson and Managing Director of the Company and in this regard to consider and, if thought fit, to pass, with or without modification(s), the following resolution as a **SPECIAL RESOLUTION**:

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, and all other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), read with Schedule V to the Companies Act, 2013 and subject to such permissions, consents and approvals from various authorities as may be required and subject to such conditions, if any, that may be imposed by any authority while granting their permissions, consents and approvals, the approval of shareholders of the Company be and is hereby accorded for re-appointment of Mrs. S. F. Vakil (DIN: 00002519) as Chairperson & Managing Director of the Company for a period from April 1, 2016 to March 31, 2019, on the terms and conditions set out below in the explanatory statement annexed hereto which shall be deemed to form part hereof.

RESOLVED FURTHER THAT the Board of Directors and/or Company Secretary of the Company be and is hereby authorized to do all such acts, deeds, matters and things they may consider necessary, expedient or desirable in order to give effect to this resolution or otherwise considered by them in the best interest of the Company.”

Registered Office:

Liberty Building,
Sir Vithaldas Thackersey Marg,
Mumbai – 400 020.

By Order of the Board
For Dai - ichi Karkaria Ltd.

Kavita Thadeshwar
Company Secretary

Place : Mumbai
Date : May 14, 2016

NOTES:

- 1) **A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend the meeting and vote on a poll instead of himself and the proxy need not be a member of the Company. A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy of any other person or member. The instrument of proxy in order to be effective, should be deposited at the registered office of the company, duly completed and signed, not less than 48 hours before the commencement of the meeting. Proxies submitted on behalf of the companies, societies etc., must be supported by an appropriate resolution/authority, as applicable.**
- 2) Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
- 3) An Explanatory statement pursuant to section 102 of the Companies Act, 2013 relating to Special Business to be transacted at the Annual General Meeting is annexed.
- 4) The Register of Members and Share Transfer Books of the Company will remain closed from July 28, 2016 to August 4, 2016 (both days inclusive) in connection with the Annual General Meeting.
- 5) Pursuant to the provisions of Section 205A(5) and 205C of the Companies Act, 1956 (which are still applicable as the relevant sections under the Companies Act, 2013 are yet to be notified) dividend for the financial year ended 31st March 2009 and thereafter which remains unclaimed for a period of seven years will be transferred to Investor Education and Protection Fund (IEPF) established by the Central Government. The Shareholders who have not claimed or encashed their dividend warrants for the financial year 2009 and subsequent years are therefore requested to approach the Company in writing with their details to facilitate payment.

The Ministry of Corporate Affairs (MCA) on 10th May, 2012 notified the IEPF (Uploading of information regarding unpaid and unclaimed amounts lying with Companies) Rules, 2012 (IEPF Rules), which is applicable to the Company. The objective of the IEPF Rules is to help the shareholders ascertain status of the unclaimed amounts. The Company has uploaded the information on the website of the IEPF viz. www.iepf.gov.in and on the website of the Company viz. www.dai-ichiindia.com.

- 6) Members whose shareholding is in physical mode are requested to immediately notify any change in their addresses to M/s. Sharex Dynamic (India) Pvt. Ltd. at Unit – 1, Luthra Ind. Premises, Andheri Kurla Road, Safed Pool, Andheri (East), Mumbai – 400 072 and members whose shareholding is in electronic mode are requested to direct change of their address notification to their respective Depository Participants.

The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are therefore, requested to submit their PAN to the Depository Participants with whom they maintained their demat accounts. Members holding shares in physical form should submit their PAN to M/s. Sharex Dynamic (India) Pvt. Ltd.

- 7) The Shareholders desiring any information as regards Accounts are requested to write to the Company at an early date so as to enable the Management to keep the information ready.
- 8) Members/proxies are requested to bring duly filled Attendance slips and their copies of annual report along with them as copies of the Report will not be distributed at the meeting.
- 9) In support of “Green Initiative in Corporate Governance” announced by the Government of India and Regulation 58 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 with the Stock Exchange, Copy of Annual Report alongwith Notice, indicating the process and manner of remote e – voting are being sent by email to those Members whose email addresses have being available to the Depository Participants unless the Member has requested for a hard copy of the same. For members who have not registered their email addresses, physical copy of the Annual Report alongwith Notice will be sent in the permitted mode.

The Company hereby requests the Members holding shares in electronic mode to update their email address with their Depository Participant(s). Members holding shares in physical mode are requested to update their email address by writing to the Registrar of the Company.

- 10) All documents referred to in the Notice & Explanatory Statement are open for inspection to the members at the Registered Office of the Company between 11 a.m. to 1 p.m. on all working days, except Saturday till the date of this Annual General Meeting.



- 11) In terms of Regulation 36 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and pursuant to 1.2.5 of the Secretarial Standard on General Meetings (SS- 2) regarding information of Directors seeking re-appointment at the Annual General Meeting forms part of this Notice.
- 12) **Voting through Electronic means:** In compliance with the provisions of Section 108 of the Companies Act, 2013, (the Act), Rule 20 of the Companies (Management & Administration) Rules, 2014, and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company is pleased to provide members facility to exercise their voting rights at the 56th Annual General Meeting (AGM) by electronic means and the business may be transacted through 'remote e-voting' services provided by Central Depository Services (India) Ltd. (CDSL).

(A) The instructions for shareholders voting electronically are as under:

- (i) The remote e-voting period begins on August 1, 2016 at 10 a.m. and ends on August 3, 2016 at 5.00 p.m. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date July 27, 2016 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) The shareholders should log on to the e-voting website www.evotingindia.com.
- (iv) Click on Shareholders.
- (v) 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.
- (vi) Next enter the Image Verification as displayed and Click on Login.
- (vii) 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.
- (viii) If you are a first time user follow the steps given below:

| For Members holding shares in Demat Form and Physical Form | |
|---|--|
| 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 first two letters of their name and the 8 digits of the sequence number in the PAN field. • In case the sequence number is less than 8 digits enter the applicable number of O's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field. |
| 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 (v). |

- (ix) After entering these details appropriately, click on "SUBMIT" tab.
- (x) 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.
- (xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xii) Click on the EVSN for the relevant Company Name i.e. **DAI-ICHI KARKARIA LIMITED** on which you choose to vote.

- (xiii) 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.
- (xiv) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xv) 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.
- (xvi) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take a print of the vote cast by you by clicking on “Click here to print” option on the Voting page.
- (xviii) 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.
- (xix) Shareholders can also cast their vote using CDSL'S mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. iPhone and Windows phone users can download the app from the App Store and the Windows Phone Store respectively on or after 30th June 2016. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- (xx) **Note for Non – Individual Shareholders and Custodians**
- 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 as Corporates.
 - 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 should be emailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - 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.
- (xxi) 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 email to helpdesk.evoting@cdslindia.com.
- (xxii) Those persons, who have acquired shares and have become Members of the Company after the despatch of Notice of the AGM by the Company and whose names appear in the Register of Members or Register of beneficial holders as on cut-off date i.e. July 27, 2016 can view the Notice of the 56th AGM on the Company’s website or on the website of CDSL. Such Members shall exercise their voting rights through remote e-voting by following the procedures as mentioned above or by voting at the AGM.
- (xxiii) M/s Ragini Chokshi & Co., Practicing Company Secretary, has been appointed as a Scrutinizer to scrutinize the remote e-voting process and voting process at the AGM in a fair and transparent manner. E-Voting is optional to the shareholders, the shareholders can alternatively vote in the AGM by physically attending the AGM.
- The facility for voting, through ballot paper shall also be made available at the venue of the AGM. The members attending the meeting, who have not already cast their vote through remote e-voting shall be able to exercise their voting rights at the meeting. The members who have already cast their vote through remote e-voting may attend the meeting but shall not be entitled to cast their vote again at the AGM.
- A Member can opt for only one mode of voting i.e. either through e-voting or in physical form. If a Member casts his / her vote by both modes, then voting done through e-voting shall prevail and the vote by ballot shall be treated as invalid.
- (xxiv) The Voting Results along with the Consolidated Scrutinizer’s report shall be placed on the Company’s website www.dai-ichiindia.com and on the website of CDSL not later than three days of conclusion of the AGM of the Company and communicated to the BSE Ltd.



ANNEXURE TO THE NOTICE

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 REGARDING SPECIAL BUSINESS

Item no. 5

The Board, on recommendation of the Audit Committee, had approved the appointment of Mr. Sudhir Govind Jog, Cost Accountant (Membership No. 5599) to conduct the audit of the cost records of the Company, for the financial year ending March 31, 2016, on a remuneration of ₹ 1,20,000/- plus applicable taxes and reimbursement of actual out of pocket expenses.

In accordance with the provisions of Sections 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the remuneration is required to be ratified by the shareholders of the Company.

Accordingly, consent of the members is sought for passing an Ordinary resolution as set out at Item no. 5 for ratification of the remuneration payable to the Cost Auditor for the financial year ending March 31, 2016.

None of the Directors and Key Managerial Personnel of the Company or their relatives is concerned or interested, financial or otherwise, in the resolution set out at Item No. 5.

Item No. 6

Subject to the approval of the shareholders and such other approvals as may be required, the Board of Directors at its meeting held on May 14, 2016 have re - appointed Mrs. S. F. Vakil as Chairperson and Managing Director of the Company for a period from April 1, 2016 to March 31, 2019 on the terms and conditions recommended by the Nomination and Remuneration Committee of the Board at its meeting held on May 14, 2016.

As required under Section II of Part II of the Schedule V to the Companies Act, 2013, the relevant details to be sent alongwith the notice convening the general meeting are as under:

I) General Information:

1. Nature of Industry: Specialty Chemical Industry
2. Date of commencement of commercial production: In the year 1963
3. In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus: Not Applicable
4. Financial performance based on given indicators:

| Particulars for Financial year ended 31st March 2016 | ₹ In lacs |
|---|-----------|
| Gross Sales and other income | 13,397 |
| Operating Profit (before exceptional items, Interest, Depreciation and Tax) | 2,370 |
| Profit before Tax | 2,115 |

5. **Foreign Investment or Collaborators, if any:** In the oil field sector, the Company has tied up with a major U.S. based Company, CTI Technologies, INC (now a part of Nalco Champion Group) and has formed a Joint Venture Company, Nalco Champion Dai-ichi India Pvt. Ltd. (formerly known as Champion Dai-ichi Technologies India Ltd.).

II) Information about the appointee:

1. **Background Details:** Mrs. S. F. Vakil, 64 years, is the Chairperson and Managing Director of the Company and Member of Stakeholders Relationship Committee and Nomination and Remuneration Committee of the Company.

Mrs. S. F. Vakil holds an M.A. degree in Industrial Psychology from Bombay University and M.B.A. degree from U.S.A. and has over 37 years of experience in business.

Mrs. S. F. Vakil has played a vital role in the success of the Company. In fact under her able and dynamic leadership the Company initiated and successfully accomplished the all round measures of cost cutting and restructuring of the business of the Company. Mrs. S. F. Vakil is shouldering the responsibilities of the Management and in house research and development. She also supervises marketing, finance and general administration.

2. **Past remuneration:** During the financial year 2015 – 16, Mrs. S. F. Vakil was paid Salary:- ₹ 54,37,500/-, perquisites:- ₹ 34,10,908/- and performance incentive:- ₹ 19,37,500/-.

The Managing Director was not paid any sitting fees for attending the meeting of the Board of Directors of the Company or any Committees thereof.

3. **Recognition or awards:** Mrs. S. F. Vakil is well recognized for her entrepreneur skills of managing business activities and has been efficiently managing various departments i.e. marketing, finance and general administration. She is at present playing a significant role in the implementation of the Dahej Project undertaken by the Company.
4. **Job profile and her suitability:** Mrs. S. F. Vakil as Chairperson and Managing Director of the Company is vested with substantial powers of management under the superintendence, control and direction of the Board of Directors. She is also involved in project implementation, policy planning, vision and strategy and long term development activities of the Company, besides Corporate Governance and Board co – ordination.
5. **Remuneration proposed :** The Board of Directors of the Company at its meeting held on 14th May, 2016 approved the terms of remuneration for the period from 1st April 2016 to 31st March, 2019 as under:

a. Salary:

₹ 5,21,000/- (Rupees Five Lacs Twenty One Thousand only) per month with annual increments of 15% effective from 1st April each year.

b. Perquisites & Allowances :

In addition to the salary, Mrs. Vakil shall also be entitled to perquisites and allowances like Free of cost furnished accommodation or house rent allowance in lieu thereof, together with reimbursement of expenses or allowances for utilities such as gas, electricity, water, servants' salary, children's education benefit; medical reimbursement, accident insurance, leave travel assistance, club fees and such benefits, and other perquisites and allowances in accordance with the Rules of the Company or as may be agreed to by the Board of Directors and the Managing Director. Such perquisites and allowances will be subject to a maximum of 110% of the Annual salary.

Provision for use of the Company's car together with reimbursement of chauffeur's salary for official duties and telephone at residence, cellular phones (including payment of local calls and long distance official calls) shall not be included in the computation of perquisites for the purpose of calculating the said ceiling.

Company's contribution to Provident Fund and Superannuation fund or Annuity to the extent these either singly or together are not taxable under the Income-tax Act, Gratuity payable as per the rules of the Company and to the extent not taxable under the Income-tax Act and encashment of leave at the end of her tenure shall not be included in the computation of limits for the remuneration or perquisites aforesaid.

- c. Performance Linked Incentive:** In addition an amount not exceeding ₹ 30,00,000/- (₹ Thirty Lacs only) per annum will be payable as per the performance criteria that may be decided by the Board at the end of each financial year.

Minimum Remuneration:

If in any financial year, the Company has no profits or its profits are inadequate, then in such an event, the remuneration by way of fixed pay, variable pay (performance linked incentive), perquisites, allowances and other benefits as specified above will be paid as minimum salary.

The Terms and conditions of her appointment may be varied, altered, increased, enhanced or widened from time to time by the Board of Directors, as they may, in its discretion, deem fit within the maximum amount payable in accordance with provisions of the Companies Act, 2013 or any amendments thereto.

Mrs. Vakil shall not be paid any sitting fees for attending the meeting of the Board of Directors of the Company or any Committees thereof.

6. **Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person:** The executive remuneration in the industry is on the rise. Appreciating this, the Central Government has also from time to time raised the ceiling specified in the Act for managerial remuneration. The approval is granted by the Board of Directors, for the proposed remuneration after perusing the remuneration of managerial persons in the Specialty Chemical Industry and other companies comparable with the size of the Company, industry benchmarks in general, profile and responsibilities of Mrs. S. F. Vakil.
7. **Pecuniary relationship directly or indirectly with the Company or relationship with the managerial personnel, if any:** Mrs. S. F. Vakil holds 37,67,963 (50.57%) equity shares of the Company. Other than this there is no pecuniary relationship with the Company.

III. Other information:

1. **Reasons of loss or inadequate profits:** The Company has achieved a top line growth of 12%, registering total revenues of approx. ₹ 125 crs. against ₹ 112 crs. last year. EBIDTA for the current year has increased by around 50% as compared to the previous year, by closely monitoring manufacturing costs, operational efficiencies and business development.



The Company is on a growth path, however there continues to be poor growth in the traditional businesses of the company, as most customers were facing a slow down due to the state of the global economy, and the vagaries of consumer demand.

The Company's Polyacrylamide plant at Kurkumbh has once again seen a poor year as it faced customer resistance from the Mining and Coal sectors and aggressive competition in the Sugar sector. The company's efforts to export product of this division are receiving limited success so far.

2. **Steps taken or proposed to be taken for improvement:** The enhanced profit from operations has come from change in product mix and consequent reduction in RM consumption and enhanced export sales.

The Company's business with its J V partner NALCO CHAMPION has grown both domestically, but especially where exports are concerned. On the export front the company has more than doubled sales as compared to last year.

The Company contemplates doubling its capacity and setting up state of the art, new facilities at Dahej, it is strengthening its portfolio of products.

Certain developed products are now accepted and introduced in the market. Also the Company has a continuous R&D process for developing new generation products.

3. **Expected increase in productivity and profits in measurable terms:**

The Dahej expansion will enable the Company to expand its manufacturing foot print and production capacity effectively. From being a smaller value added supplier of Specialty Performance applications, the Company is working towards supplying larger volumes of performance chemicals to the Construction, Oil Field & Lubricant Industries.

At this time as the company contemplates doubling its capacity and setting up state of the art, new facilities at Dahej, it is strengthening its portfolio of products to include greener products and processes not only in its present area of focus viz. Paints, Coatings and Textile, but also in looking at new areas where its ability to synthesize well defined and meaningful products using newer processes and technologies will be recognized.

Details of Directors seeking re-appointment at Fifty-Sixth Annual General Meeting (Pursuant to Regulation 36 of SEBI (Listing Obligation and Disclosure Requirements) Regulations and Clause 1.2.5 of the Secretarial Standard on General Meetings (SS- 2):

| | | |
|---|--|---|
| Name | Mrs. S. F. Vakil | Mr. A. H. Jehangir |
| Date of Birth | 16.06.1951 | 01.10.1956 |
| DIN | 00002519 | 00001751 |
| Date of Appointment | 26.02.1979 | 19.02.1986 |
| Expertise in Specific function area | 37 years in Business Management | 30 years in Investment Business |
| Qualifications | Mrs. S.F. Vakil holds an M.A. degree in Industrial Psychology from Bombay University and M.B.A. degree from U.S.A. | Commerce Graduate |
| No of shares held in the Company | 37,67,963 (50.57%) | 100 (0.00%) |
| Relationship with Directors & Key Managerial Personnel | Mrs. Vakil is not related to any Directors/ KMP of the Company. | Mr. Jehangir is not related to any Directors/ KMP of the Company. |
| Number of Board Meeting attended during FY 2015-16 | 5 (five) Board meetings were held and attended during F.Y. 2015-16 | 5 (five) Board meetings were held and attended during F.Y. 2015-16 |
| Other Directorship in Companies/ LLP | <ul style="list-style-type: none"> i. Chemicals & Ferro Alloys Private Limited ii. Dai-ichi Gosei Chemicals (India) Limited iii. Indian Oxides & Chemicals Private Limited iv. Nalco Champion Dai-ichi India Private Limited (formerly known as Champion Dai-ichi Technologies India Ltd). v. Network Chemicals Pvt Ltd. vi. Performance Polymers & Chemicals Pvt. Ltd. vii. Rose Investments Limited viii. Unitel Finance & Investments Private Limited | <ul style="list-style-type: none"> i. Amerado Enterprises LLP ii. Cowhill Enterprises LLP iii. Goodearth Enterprises LLP iv. Jehangir Brand Management Pvt. Ltd |

| | | |
|--|--|--|
| Chairman/ Member of the Committees of Boards of other companies | Chairperson; Corporate Social Responsibility Committee of Nalco Champion Dai-ichi India Private Limited (formerly known as Champion Dai-ichi Technologies India Ltd). | Nil |
| Terms and conditions of appointment | As mentioned in the explanatory statement | Non-Executive Director (Non-Independent) Liable to retire by rotation |

By Order of the Board
For Dai - ichi Karkaria Ltd.

Kavita Thadeshwar
Company Secretary

Registered Office:
Liberty Building,
Sir Vithaldas Thackersey Marg,
Mumbai – 400 020.

Place : Mumbai
Date : May 14, 2016

Route Map to the venue of the AGM

