



CHEMPLAST SANMAR LIMITED

Registered Office: 9 Cathedral Road, Chennai 600086

Tel: +91 44 2812 8500, **CIN:** L24230TN1985PLC011637

Email: grd@sanmargroup.com, **Website:** www.chemplastsanmar.com

NOTICE OF POSTAL BALLOT AND E-VOTING

The Members

Chemplast Sanmar Limited

NOTICE is hereby given that the Resolution, as appended below, is proposed for approval by the Members of Chemplast Sanmar Limited ("**the Company**") by means of Postal Ballot, only by way of remote electronic voting process ("**e-voting**"), pursuant to the provisions of sections 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 ("**the Act**"), read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI Listing Regulations**") and other applicable laws, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof for the time being in force, and as amended from time to time), SS-2 Secretarial Standard on General Meetings ("**Secretarial Standard**") issued by the Institute of Company Secretaries of India, and the relaxations and clarifications issued by the Ministry of Corporate Affairs vide General Circular No.03/2025 dated September 22, 2025.

RESOLUTION:

Appointment of Mr Prashanth Vasu (DIN: 11278134) as Non-Executive and Non-Independent Director of the Company

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

"RESOLVED THAT pursuant to the provisions of Sections 152, 160, 161 and other applicable provisions of the Companies Act, 2013 ("Act") and the Rules made thereunder, applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force), Articles of Association of the Company and as recommended by the Nomination and Remuneration Committee and approved by the Board of Directors at its meeting held on October 9, 2026, Mr Prashanth Vasu (DIN: 11278134) in respect of whom the Company has received a notice in writing under Section 160(1) of the Act proposing his candidature for the office of a Director, be and is hereby appointed as Non-Executive and Non-Independent Director of the Company liable to retire by rotation."

"RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution and for matters connected therewith or incidental thereto."

By Order of the Board
For Chemplast Sanmar Limited

Place: Chennai
Date: October 9, 2026

P Srinivasan
Company Secretary &
Compliance Officer
Memb No. ACS 10129

Notes:

- 1) The Explanatory Statement pursuant to Section 102 read with Section 110 of the Companies Act, 2013, Secretarial Standard and SEBI Listing Regulations stating all material facts and the reason/rationale for the proposed Resolution is annexed herewith for your consideration.
- 2) Pursuant to the guidelines and clarifications issued by Ministry of Corporate Affairs vide General Circular No.03/2025 dated September 22, 2025 ("**MCA Circular**"), Companies are allowed to conduct postal ballot by sending notice through electronic form only. Accordingly, physical copy of postal ballot notice, postal ballot form and pre-paid business reply envelope will not be sent to the members for this postal ballot process. The communication of assent or dissent of the members would take place through the process of remote e-voting only.
- 3) In compliance with the aforesaid MCA Circular, this Postal Ballot Notice along with the instructions regarding e-voting is being sent to the members whose email addresses are registered with Depository Participant(s) details of which received from the National Securities Depository Limited ("**NSDL**") and Central Depository Services (India) Limited ("**CDSL**") and whose names appear in the Register of Members / list of beneficial owners as on the cut-off date **Friday, October 23, 2026 ("Cut-off Date")**. A person who is not a member as on the Cut-off Date should treat this Postal Ballot Notice for information purposes only. The Postal Ballot Notice is also made available on the Company's website at www.chemplastsanmar.com and on the website of the Stock Exchanges where the shares of the Company have been listed viz., BSE Limited - www.bseindia.com and National Stock Exchange of India Limited - www.nseindia.com
- 4) The voting rights of the members shall be in proportion to the shares held by them in the paid-up equity share capital of the Company as on the **Cut-Off Date**.
- 5) Members holding shares in electronic mode and who have not registered their e-mail address are requested to register the same with their respective Depository Participant(s) (DPs).
- 6) In compliance with Sections 108 and 110 of the Act and the rules made thereunder, the MCA Circular, Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020, the Company has provided the facility to the members to exercise their votes electronically and vote on the Resolution through the e-voting service facility. The Company has engaged Kfin Technologies Limited (KFIN/KFintech), Share Transfer Agent of the Company, as an e-Voting agency for this Postal Ballot process through remote e-voting. The guidelines for e-voting are given in Note no. 13 of this Postal Ballot Notice.
- 7) The e-Voting period commences on **Saturday, October 31, 2026 (9.00 a.m. IST)** and ends on **Sunday, November 29, 2026 (5.00 p.m. IST)**. During this period, members of the Company holding shares, as on the Cut-off Date i.e., **Friday, October 23, 2026** may cast their vote electronically in the manner and process set out in the guidelines referred herein above. The e-Voting module shall be disabled for voting thereafter. Once the vote on resolution is cast by the member, the member shall not be allowed to change it subsequently.
- 8) The Resolution proposed in the Postal Ballot Notice, if passed by the requisite majority, shall be deemed to have been passed on **Sunday, November 29, 2026** i.e., the last date specified for receipt of votes through the e-voting process and as if they have been passed at a General Meeting of the members of the Company.
- 9) The Board of Directors have appointed B Ravi & Associates (Firm Registration Number: P2016TN052400) Practicing Company Secretaries, represented by CS Dr B Ravi (FCS No.:1810 CP No.:3318) Managing Partner of B Ravi & Associates as Scrutinizer to conduct the Postal Ballot voting process in a fair and transparent manner.
- 10) The results of the e-voting shall be declared to the Stock Exchanges on or before **Tuesday, December 1, 2026** i.e., within two working days from the last date specified for receipt of votes through the e-voting process. The results along with the Scrutiniser's Report, shall also be placed on the website of the Company.
- 11) Resolution passed by the members through voting by electronic means shall be deemed to have been passed as if they have been passed at a general meeting of the members convened on that behalf.
- 12) All the documents referred to in the explanatory statement shall be available for inspection at the Registered Office of the Company during normal business hours on all the working days of the Company upto the last date of e-voting for this Postal Ballot through remote e-voting process i.e., Sunday, November 29, 2026.



13) INSTRUCTIONS FOR SHAREHOLDERS RELATING TO REMOTE E-VOTING

- i. Pursuant to SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on "e-Voting facility provided by Listed Companies", e-Voting process has been enabled to all the individual demat account holders, by way of single login credential, through their demat accounts / websites of Depositories / DPs in order to increase the efficiency of the voting process.
- ii. Individual demat account holders would be able to cast their vote without having to register again with the e-Voting service provider (ESP) thereby not only facilitating seamless authentication but also ease and convenience of participating in e-Voting process. Shareholders are advised to update their mobile number and e-mail ID with their DPs to access e-Voting facility.
- iii. The details of the process and manner for remote e-Voting is explained herein below:
 - I) Access to Depositories e-Voting system **in case of individual shareholders** holding shares in demat mode.
 - II) Access to KFIN e-Voting system **in case of non-individual shareholders** holding shares in demat mode.

I) LOGIN METHOD FOR REMOTE E-VOTING OF INDIVIDUAL SHAREHOLDERS HOLDING SECURITIES IN DEMAT MODE

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL	<p>1. For OTP based login:</p> <ol style="list-style-type: none"> I. click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp II. Enter your 8-digit DP ID, 8-digit Client ID, PAN No., verification code and generate OTP. III. Enter the OTP received on registered email/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. IV. Click on Company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting web page of NSDL for casting your vote during the remote e-Voting period. <p>2. User already registered for IDeAS facility:</p> <ol style="list-style-type: none"> I. Visit URL: https://eservices.nsdl.com II. Click on the "Beneficial Owner" icon under "Login" under 'IDeAS' section. III. On the new page, enter User ID and Password. Post successful authentication, click on "Access to e-Voting" IV. Click on Company name or e-Voting service provider and you will be re-directed to e-Voting service provider website for casting the vote during the remote e-Voting period. <p>3. User not registered for IDeAS e-Services</p> <ol style="list-style-type: none"> I. To register click on link: https://eservices.nsdl.com II. Select "Register Online for IDeAS" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp III. Proceed with completing the required fields. IV. Follow steps given in point No. 2 above <p>4. Alternatively by directly accessing the e-Voting website of NSDL</p> <ol style="list-style-type: none"> I. Open URL: https://www.evoting.nsdl.com/ II. Click on the icon "Login" which is available under 'Shareholder/Member' section. III. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password / OTP and a Verification Code as shown on the screen. IV. Post successful authentication, you will be requested to select the name of the company and the e-Voting Service Provider name, i.e. KFIN. V. On successful selection, you will be redirected to KFIN e-Voting page for casting your vote during the remote e-Voting period.

Type of shareholders	Login Method
	<p>5. NSDL Speede</p> <p>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> <p> </p>
Individual Shareholders holding securities in demat mode with CDSL	<p>1. Existing user who have opted for Easi / Easiest</p> <ol style="list-style-type: none"> Visit URL: https://web.cdslindia.com/myeasitoken/home/login or Website: www.cdslindia.com Click on the "Login" icon applicable when using the Website: www.cdslindia.com and opt for "My Easi New (Token)" Login with your registered user ID and password. The user will see the e-Voting Menu. The Menu will have links of ESP i.e. KFIN e-Voting portal. Click on e-Voting service provider name to cast your vote. <p>2. User not registered for Easi/Easiest</p> <ol style="list-style-type: none"> Option to register is available at https://web.cdslindia.com/myeasitoken/Home/EasiRegistration and https://web.cdslindia.com/myeasitoken/Home/EasiestRegistration Proceed with completing the registration. Follow the steps given in point No. 1 above <p>3. Alternatively, by directly accessing the e-Voting website of CDSL</p> <ol style="list-style-type: none"> Visit Website: www.cdslindia.com Click on the "E Voting" icon Provide your demat Account Number and PAN No. System will authenticate user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP, i.e. KFIN where the e- Voting is in progress.
Individual Shareholder login through their demat accounts / Website of Depository Participant	<ol style="list-style-type: none"> You can also login using the login credentials of your demat account through your DP registered with NSDL /CDSL for e-Voting facility. Once logged-in, 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 options available against Company name or e-Voting service provider - KFIN and you will be redirected to e-Voting website of KFIN for casting your vote during the remote e-Voting period without any further authentication.

Important note: Members who are unable to retrieve User ID / Password are advised to use 'Forgot user ID' and 'Forgot Password' option available at respective websites.

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

Login type	Helpdesk details
Securities held with NSDL	Please contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 022-48867000
Securities held with CDSL	Please contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 1800 2109 911, 022-62343624, 022-62343626 & 022-62343611



II) LOGIN METHOD FOR E-VOTING OF SHAREHOLDERS OTHER THAN INDIVIDUAL'S SHAREHOLDERS HOLDING SECURITIES IN DEMAT MODE

(A) Members whose email IDs are registered with the Depository Participants (s), will receive an email from KFIN which will include details of E-Voting Event Number (EVEN), User ID and password. They will have to follow the following process:

- i. Launch internet browser by typing the URL: <https://evoting.kfintech.com/>
- ii. Enter the login credentials (i.e. User ID and password). In case of Demat account, User ID will be your DP ID and Client ID. However, if you are already registered with KFIN for e-voting, you can use your existing User ID and password for casting the vote.
- iii. After entering these details appropriately, click on "LOGIN".
- iv. You will now reach password change Menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A- Z), one lower case (a-z), one numeric value (0-9) and a special character (@, #, \$, etc.). The system will prompt you to change your password and update your contact details like mobile number, email ID etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.
- v. You need to login again with the new credentials.
- vi. On successful login, the system will prompt you to select the "EVEN" i.e., 10282- Postal Ballot" and click on "Submit"
- vii. On the voting page, enter the number of shares (which represents the number of votes) as on the Cut-off Date under "FOR/ AGAINST" or alternatively, you may partially enter any number in "FOR" and partially "AGAINST" but the total number in "FOR/ AGAINST" taken together shall not exceed your total shareholding as mentioned herein above. You may also choose the option ABSTAIN. If the Member does not indicate either "FOR" or "AGAINST" it will be treated

as "ABSTAIN" and the shares held will not be counted under either head.

- viii. Members holding multiple demat accounts shall choose the voting process separately for each demat accounts.
- ix. You may then cast your vote by selecting an appropriate option and click on "Submit".
- x. A confirmation box will be displayed. Click "OK" to confirm else "CANCEL" to modify. Once you have voted on the resolution, you will not be allowed to modify your vote. During the voting period, members can login any number of times till they have voted on the Resolution.
- xi. Corporate/Institutional members (i.e. other than Individuals, HUF, NRI etc.) are also required to send scanned certified true copy (PDF Format) of the Board Resolution/Authority Letter etc., authorizing its representative to cast its vote through remote e-voting. together with attested specimen signature(s) of the duly authorised representative(s), to the Scrutinizer at email id csbravi@gmail.com with a copy marked to evoting@kfintech.com The scanned image of the above-mentioned documents should be in the naming format "Corporate Name Even No."

(B) Members whose email IDs are not registered with the Depository Participant(s), and consequently the Postal Ballot Notice along with the instructions regarding e-voting cannot be serviced, are requested to register/ update their email addresses with relevant Depository Participants.

Members may visit the website of the Company www.chemplastsanmar.com or the website of the Registrars and Share Transfer Agent <https://evoting.kfintech.com/public/Downloads.aspx> for downloading the Postal Ballot Notice.

Alternatively, member may send an e-mail request at the email id einward.ris@kfintech.com along with scanned copy of the signed copy of the request letter providing the email address, mobile number, self-attested PAN copy and Client Master copy for sending Postal Ballot Notice along with the instructions regarding e-voting.

After receiving the e-voting instructions, please follow all steps above to cast your vote by electronic means.

Any Non - Individual member who has forgotten the User ID and Password, may obtain/generate/retrieve the same from KFINTECH in the manner as mentioned below:

- i. If the mobile number of the member is registered against DP ID Client ID, the member may send SMS: MYEPWD <space> DP ID Client ID to 9212993399

Example for NSDL: MYEPWD <SPACE> IN12345612345678

Example for CDSL: MYEPWD <SPACE> 1402345612345678

- ii. If e-mail address or mobile number of the member is registered against DP ID Client ID, then on the home page of <https://evoting.kfintech.com/>, the member may click "Forgot Password" and enter DP ID Client ID and PAN to generate a password.

In case of any query and/or grievance, in respect of voting by electronic means, members may refer to the Help & Frequently Asked Questions (FAQs) and E-voting user manual available at the download section of <https://evoting.kfintech.com> (KFIN Website) or contact Mr A Mohan Kumar, Senior Manager (Unit: Chemplast Sanmar Limited, Selenium Building, Tower-B, Plot No 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddy, Telangana - 500 032) at evoting@kfintech.com or call KFIN's toll free No. 1800-309-4001 for any further clarifications.

Explanatory Statement annexed to the Notice as required under Section 102 of the Companies Act, 2013.

The Board of Directors at its meeting held on October 9, 2026, on the recommendation of Nomination and Remuneration Committee, approved the appointment of Mr Prashanth Vasu (DIN: 11278134) as Non-Executive and Non-Independent Director of the Company with immediate effect, subject to the approval of members of the Company, in the casual vacancy caused by the resignation of Mr V S Radhakrishnan (DIN: 08064705).

Mr Prashanth Vasu, 54 years, holds a Bachelors degree in Mechanical Engineering from Indian Institute of Technology Madras, a Masters degree in Industrial Engineering from Texas A&M University and Master of Business Administration from the Indian School of Business, Hyderabad where he was a part of founding batch. Prior to joining The Sanmar Group in February, 2024, he was with Ramco Systems (2021-23), based in Chennai, India, where he served as the President and Strategic Business Unit (SBU) Head of Logistics & ERP. Before that, he served as a Partner with McKinsey & Company where he spent 18 years (2002-20) and worked across functions and industries, with a particular interest in the organization transformation and leadership development. He started his career with Sanmar PTI Filters in 1997.

Mr Prashanth Vasu has been associated with The Sanmar Group since February 2024, heading the Business Excellence team. His responsibilities include overseeing Information Technology (IT), Supply Chain Management (SCM), Corporate Communication and supporting other corporate functions. He is not an employee of the Company or its subsidiary. He also serves on the Board of Directors of other Public and private companies, as detailed in the Explanatory Statement annexed hereto.

The Company has received the consent and all statutory disclosures / declarations, including the declaration that he has not been debarred from holding office of a Director by virtue of any Order passed by the Securities and Exchange Board of India/Ministry of Corporate Affairs or any other such authority and a notice in writing by a member proposing his candidature under Section 160(1) of the Act.

Pursuant to the provisions of Section 152, 160, 161 and other applicable provisions of the Companies Act, 2013 and applicable provisions of SEBI Listing Regulations approval of members of the Company is required for the appointment Mr Prashanth Vasu (DIN: 11278134) as Non-Executive and Non-Independent Director, liable to retire by rotation.

Upon his appointment as Non - Executive and Non-Independent Director, there will be no change in existing composition of Board of Directors of the Company i.e., 5 (five) Independent Directors and 3 (three) Non – Independent Directors.

In the opinion of the Board, Mr Prashanth Vasu possesses the requisite skills, experience, knowledge and expertise relevant to the Company's business and his appointment would be beneficial to the Company.

The Board recommends the resolution set forth in the Notice of Postal Ballot for the approval of the Members of the Company.

A statement furnishing the details of Mr Prashanth Vasu pursuant to Regulation 36(3) of SEBI Listing Regulations and Secretarial Standard, is enclosed.

Interest of Directors

None of the other Directors and Key Managerial Personnel of the Company and/or their relatives are deemed to be concerned or interested in the resolution. Mr Prashanth Vasu does not hold any shares in the Company and is not related to any other Director or Key managerial personnel of the Company.

Inspection of Documents

Notice of Candidature under Section 160 of the Companies Act, 2013 received from a member shall be available for inspection at the Registered Office of the Company during normal business hours on all the working days of the Company up to the last date of e-voting for this Postal Ballot through remote e-voting process.



Particulars of the Director seeking appointment pursuant to Regulation 36(3) of SEBI Listing Regulations and Secretarial Standard.

Appointment – Mr Prashanth Vasu

Name	Mr Prashanth Vasu
DIN	11278134
Date of Birth	20/05/1972
Age	54
Qualifications	Bachelors degree in Mechanical Engineering from IIT, Madras Masters degree in Industrial Engineering from Texas A&M University Master of Business Administration from Indian School of Business, Hyderabad
Date of appointment/ Re-appointment by the shareholders	Not Applicable
Date of first appointment on the Board	October 9, 2026
Expertise in specific functional areas	Business Strategy & Development, Economics and Global Business and Information Technology
Terms & conditions of appointment or reappointment along with details of remuneration sought to be paid and the remuneration last drawn.	Appointment as Non-Executive and Non-Independent Director liable to retire by rotation. No remuneration/Sitting fee is proposed to be paid to him.
Directorship held in other Boards	1. Xomox Sanmar Limited 2. Anderson Greenwood Crosby Sanmar Limited 3. BS & B Safety Systems (India) Limited 4. Alteons Energy Private Limited 5. Chemplast Cuddalore Vinyls Limited
Membership / Chairmanship of Committees in other Companies	Anderson Greenwood Crosby Sanmar Limited 1. Corporate Social Responsibility Committee – Member BS & B Safety Systems (India) Limited 1. Corporate Social Responsibility Committee – Member Alteons Energy Private Limited 1. Investment Committee - Member Chemplast Cuddalore Vinyls Limited 1. Corporate Social Responsibility Committee – Member 2. Committee of Directors - Member
Listed entities from which he has resigned in the past three years	Not Applicable
Number of shares held in the Company, including shareholding as a beneficial owner	Nil
Disclosure of relationship	Not related to any Director or Key Managerial Personnel of the Company
Number of Board Meetings attended during the year	FY 2026-27: 1 out of 1 Meeting