

**Notice to Shareholders**

NOTICE is hereby given that the 1/2020-2021 Extraordinary General Meeting of Shareholders of LANXESS India Private Limited will be held on **Friday, 19<sup>th</sup> March, 2021 at 11:00 a.m.** at the registered office of the Company at LANXESS House, Plot No. A 162-164, Road No. 27, Wagle Estate, MIDC, Thane (W) - 400 604 to transact the following business:

**SPECIAL BUSINESS:**

- 1. Approval for entering into Related Party Transactions by 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 188 and any other applicable provisions of the Companies Act, 2013 read with the relevant rules/regulations made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), and subject to the approval of the members at the Extra Ordinary General Meeting, the consent of the Board of Directors be and is hereby accorded to enter into/ratify (including the transactions already entered) the Related Party Transactions (“Specified Transaction(s)”) by the Company with the Related Parties for the Financial Year 2021-2022 (“Relevant Period”) for the maximum amount indicated against Relevant Period for each Specified Transaction, as detailed in Annexure – 1 to this notice.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby severally authorized to do or cause to be done all such acts, matters, deeds and things and to settle any queries, difficulties, doubts that may arise with regard to any transaction with the related party and execute such agreements, documents and writings and to make such filings, as may be necessary or desirable for the purpose of giving effect to this resolution, in the best interest of the Company.

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

- 2. Approval for amendment in Article 105(2) in the Articles of Association 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:-**

**LANXESS India Private Limited**

Registered Office :  
LANXESS House  
Plot Nos. A 162-164  
Road No. 27, MIDC  
Wagle Estate  
Thane (W) - 400 604  
Maharashtra, India

Tel. + 91 22 2587 1000  
Fax + 91 22 2587 1287  
infoindia@lanxess.com  
www.lanxess.in

CIN : U24119MH2004PTC158377



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**RESOLVED THAT** pursuant to provisions of section 14 of the Companies Act, 2013 (including any amendments thereto or re-enactment thereof) (the "Act") read with rule 33 of the Companies (Incorporation) Rules, 2014 and subject to such other approvals, permission and consents as may be required, consent of the Company be and is hereby accorded to amend and replace Article 105(2) in the Articles of Association of the Company as under:

*Article 105(2) –The seal of the company shall not be affixed to any instrument except by the authority of the Board or of a committee of the Board authorised by it in that behalf or in the presence of at least two directors and of the secretary or such other person as the Board may appoint for the purpose; and those two directors and the secretary or other persons as may be authorised shall sign the instrument to which the seal of the company is so affixed in their presence. The share and other certificate(s) to be issued by the Company will however, be signed and sealed in accordance with the provisions of the Companies (Share Capital and Debenture) Rules, 2014.*

**RESOLVED FURTHER THAT** the Board be and is hereby authorised to take all such steps and to do such other acts, deeds and things as may be necessary, proper or expedient to give effect to this resolution."

**NOTES:**

- a) **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE EXTRAORDINARY GENERAL MEETING (EGM) IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE IN THE MEETING INSTEAD OF HIMSELF ON A POLL ONLY AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY.**
- b) **THE INSTRUMENT APPOINTING THE PROXY, DULY COMPLETED, MUST BE DEPOSITED AT THE COMPANY'S REGISTERED OFFICE NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.**
- c) During the period beginning 24 hours before the time for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, provided that not less than three days of notice in writing is given to the Company.
- d) The register of Directors and their shareholding, maintained under section 170 of the Companies Act, 2013, will be available for inspection by members at the EGM.



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- e) The Register of Contracts or Arrangements in which Directors are interested, maintained under section 189 of the Companies Act, 2013 will be available for inspection by the members at EGM.
- f) The relevant Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013, is annexed hereto and forms a part of this Notice.
- g) All documents referred to in the Notice will be available for inspection at the Company's registered office during normal business hours on working days up to the date of EGM.

By Order of the Board  
For **LANXESS India Private Limited**



**Dhanya Santosh**  
**Company Secretary**  
(Membership No: ACS - 22797)

10<sup>th</sup> March, 2021

**Registered Office:**

LANXESS House,  
Plot Nos. A 162 - 164,  
Road No. 27, Wagle Estate,  
MIDC, Thane (W) – 400 604,  
Maharashtra.  
Phone: +91 22 2587 1000 (Board)  
Fax: +91 22 2587 1287  
Email: infoindia@lanxess.com  
Website: www.lanxess.in  
CIN : U24119MH2004PTC158377

**Annexure to Notice**

Explanatory Statement pursuant to Section 102 (1) of the Companies Act, 2013.

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

**Item No. 1**

As per the provisions of Section 188 (1) of the Companies Act, 2013 "Related Party Transactions" requires obtaining prior consent of the Board where transactions proposed to be entered into falls in the list of items referred therein and are within threshold limits prescribed under Rule 15 of Companies (Meeting of Board and its Power) Rules, 2015. Rule 15 of Companies (Meeting of Board and its Power) Rules, 2014 requires taking prior approval

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of the Company by Resolution where transactions proposed to be entered into falls, in the list of items referred therein and are in excess of threshold limits. Proviso to Section 188 further provides that nothing contained in sub-section (1) of Section 188 applies where transactions are entered into by the company in the ordinary course of business other than transactions which are not on an arm's length basis.

During the Financial Year 2020-2021, the Company has entered into certain business transactions with LANXESS Group of Companies. LANXESS Group of Companies includes the entities in which the LANXESS AG, Germany or LANXESS Deutschland GmbH, Germany has direct or indirect control either by way of Shareholding, Composition of Board of Directors (including appointment and removal of Directors), Voting Powers at meetings or any other power by which it can influence the decisions in such Companies. It is also proposed to continue to enter into certain business transactions with these Group Companies during the Financial Year 2021-2022. These Group Companies by virtue of their position in Group Structure may fall within the ambit of "Related Party" defined under the Companies Act, 2013 and thereby, any transactions with such Companies may require the compliance with respect to the provisions of Section 188 of the Companies Act, 2013 read with rules / regulations made thereunder.

Further, the Company envisages that the Specified Transaction(s) entered into during the Financial Year 2021-2022 ("Relevant Period") with each LANXESS Group Company whether individually and/or in aggregate would exceed the stipulated threshold prescribed under the Companies Act, 2013 (including any statutory modification, re-enactment thereof, for the time being in force). Considering that the Company is wholly owned subsidiary of LANXESS Deutschland GmbH, Germany and operates within the overall directions of Shareholder and although, the approval of the Shareholder may not be required under the provisions of Section 188 of the Companies Act, 2013 and the rules framed thereunder for the Specified Transactions with these Group Companies for Relevant Period, as an abundant precautionary measure, it is proposed to seek the approval of the Shareholders for the Specified Transactions with these Group Companies for Relevant Period. In this regard, the indicative list of such transactions (Herein referred to "Specified Transactions") with the maximum amount upto which the Specified Transactions can be entered into with LANXESS Group Companies for the Relevant Period are given in the "Annexure – 1" attached to this Notice.

The Board of Directors of the Company vide Resolution passed on 18<sup>th</sup> February, 2021 has considered the above arrangement for entering into contract(s)/ arrangement (s)/ transaction(s) with the Related Party Transactions and decided to seek approval of the Company by way of resolution pursuant to section 188 of the Companies Act 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force) read with the Companies (Meeting of Board and its Powers) Rules, 2014. The Board is of the opinion that the said Related Party Transactions are in the best interest of the Company.

None of the Directors are, in any way except as a Shareholder of the Company, concerned or interested, financially or otherwise, in the Resolution set out at Item No. 1 of the Notice.



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The Board recommends the Resolution set out at Item No. 1 of the Notice for approval by the shareholders.

**Item No. 2**

For the purpose of operational convenience, the Board of Directors vide resolution passed on 10<sup>th</sup> March, 2021 seek the approval of the shareholders, to amend and replace Article 105 (2) of the Articles of Association of the Company pertaining to affixing of the Company's seal. As per the provisions of Section 14 of the Companies Act, 2013 read with Rule 33 of the Companies (Incorporation) Rules, 2014, any amendment to the Articles of Association of the Company will require the approval of the shareholders of the Company by passing a special resolution to that effect.

None of the Directors are, in any way except as a Shareholder of the Company, concerned or interested, financially or otherwise, in the Resolution set out at Item No. 2 of the Notice.

The Board recommends the Resolution set out at Item No. 2 of the Notice for approval by the shareholders.

By Order of the Board  
For **LANXESS India Private Limited**



**Dhanya Santosh**  
**Company Secretary**  
(Membership No: ACS - 22797)

Thane, 10<sup>th</sup> March, 2021

**Registered Office:**

LANXESS House,  
Plot no: A 162-164,  
Road No 27, MIDC,  
Wagle Estate, Thane (W) - 400604  
Maharashtra, India.  
Phone: +91 22 2587 1000 (Board)  
Fax: +91 22 2587 1287  
Email: infoindia@lanxess.com  
Website: www.lanxess.in  
CIN : U24119MH2004PTC158377

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## Annexure - 1

Sr. No	Name(s) of the Related Party	Nature of Relationship	Type of Contracts / arrangements / transactions	Total Value of all the Contracts / arrangements / transactions in the Financial 2021-2022 Year (INR)	Duration of Contracts / arrangements / transactions	Justification for entering into contracts
1	LANXESS Distribution GmbH	Affiliate Company	Sale of Goods Purchase of Goods Cost Sharing Recoveries Cost Sharing Payments Marketing Service Income Indent Commission Income Indent Commission Expenses	487,819,549	Financial Year 2021-2022	Better quality of goods, materials and services, which meet Group global high standards, efficient services and financing, process standardization, benefits from best practices and high standards followed by LANXESS Group Companies worldwide
2	LANXESS HONG KONG LIMITED	Affiliate Company	Sale of Goods Purchase of Goods Cost Sharing Recoveries Cost Sharing Payments Marketing Service Income	2,115,931,620	Financial Year 2021-2022	Same as above

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			Indent Commission Income			
			Indent Commission Expenses			
3	LANXESS (Wuxi) High Performance Composit	Affiliate Company	Sale of Goods	563,841,237	Financial Year 2021-2022	Same as above
			Purchase of Goods			
			Cost Sharing Recoveries			
			Cost Sharing Payments			
			Marketing Service Income			
			Indent Commission Income			
			Indent Commission Expenses			
4	LANXESS Pty. Ltd	Affiliate Company	Sale of Goods	218,506,739	Financial Year 2021-2022	Same as above
			Purchase of Goods			
			Cost Sharing Recoveries			
			Cost Sharing Payments			
			Marketing Service Income			
			Indent Commission Income			
			Indent Commission Expenses			



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5	Rhein Chemie (Qingdao) Limited	Affiliate Company	Sale of Goods  Purchase of Goods  Cost Sharing Recoveries  Cost Sharing Payments  Marketing Service Income  Indent Commission Income  Indent Commission Expenses	419,249,288	Financial Year 2021-2022	Same as above
6	LANXESS Limited	Affiliate Company	Sale of Goods  Purchase of Goods  Cost Sharing Recoveries  Cost Sharing Payments  Marketing Service Income  Indent Commission Income  Indent Commission Expenses	230,720,159	Financial Year 2021-2022	Same as above
7	LANXESS Chemicals S.L.	Affiliate Company	Sale of Goods  Purchase of Goods  Cost Sharing Recoveries	252,219,650	Financial Year 2021-2022	Same as above

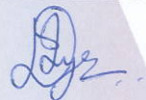
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			<p>Cost Sharing Payments</p> <p>Marketing Service Income</p> <p>Indent Commission Income</p> <p>Indent Commission Expenses</p>			
8	LANXESS (Pty.) Ltd.	Affiliate Company	<p>Sale of Goods</p> <p>Purchase of Goods</p> <p>Cost Sharing Recoveries</p> <p>Cost Sharing Payments</p> <p>Marketing Service Income</p> <p>Indent Commission Income</p> <p>Indent Commission Expenses</p>	252,479,017	Financial Year 2021-2022	Same as above
9	LANXESS Corporation	Affiliate Company	<p>Sale of Goods</p> <p>Purchase of Goods</p> <p>Cost Sharing Recoveries</p> <p>Cost Sharing Payments</p> <p>Marketing Service Income</p>	2,521,167,866	Financial Year 2021-2022	Same as above

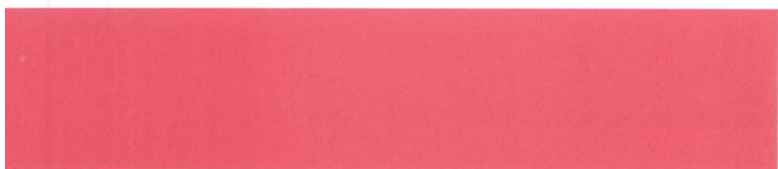


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			Indent Commission Income			
			Indent Commission Expenses			
10	LANXESS K.K.	Affiliate Company	Sale of Goods	276,962,395	Financial Year 2021-2022	Same as above
			Purchase of Goods			
			Cost Sharing Recoveries			
			Cost Sharing Payments			
			Marketing Service Income			
			Indent Commission Income			
			Indent Commission Expenses			
11	LANXESS N.V.	Affiliate Company	Sale of Goods	942,199,740	Financial Year 2021-2022	Same as above
			Purchase of Goods			
			Cost Sharing Recoveries			
			Cost Sharing Payments			
			Marketing Service Income			
			Indent Commission Income			
			Indent Commission Expenses			

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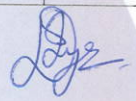
12	LANXESS S.A.	Affiliate Company	Sale of Goods Purchase of Goods Cost Sharing Recoveries Cost Sharing Payments Marketing Service Income Indent Commission Income Indent Commission Expenses	357,147,978	Financial Year 2021-2022	Same as above
13	LANXESS, S.A. de C.V.	Affiliate Company	Sale of Goods Purchase of Goods Cost Sharing Recoveries Cost Sharing Payments Marketing Service Income Indent Commission Income Indent Commission Expenses	273,817,110	Financial Year 2021-2022	Same as above



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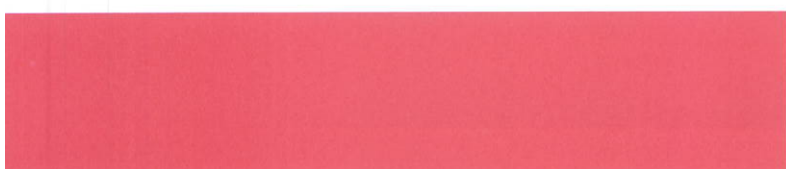
14	LANXESS Industria Produtos	de	Affiliate Company	Sale of Goods  Purchase of Goods  Cost Sharing Recoveries  Cost Sharing Payments  Marketing Service Income  Indent Commission Income  Indent Commission Expenses	262,675,941	Financial Year 2021-2022	Same as above
15	LANXESS S.A.S.		Affiliate Company	Sale of Goods  Purchase of Goods  Cost Sharing Recoveries  Cost Sharing Payments  Marketing Service Income  Indent Commission Income  Indent Commission Expenses	232,243,968	Financial Year 2021-2022	Same as above
16	LANXESS Ltd.	Pte.	Affiliate Company	Sale of Goods  Purchase of Goods  Cost Sharing Recoveries	1,638,143,584	Financial Year 2021-2022	Same as above



			Cost Sharing Payments  Marketing Service Income  Indent Commission Income  Indent Commission Expenses			
17	LANXESS AG	Ultimate Holding Company	Sale of Goods  Purchase of Goods  Cost Sharing Recoveries  Cost Sharing Payments  Marketing Service Income  Indent Commission Income  Indent Commission Expenses	250,443,720	Financial Year 2021-2022	Same as above
18	LANXESS Chemical (China) Co., Ltd.	Affiliate Company	Sale of Goods  Purchase of Goods  Cost Sharing Recoveries  Cost Sharing Payments  Marketing Service Income	901,084,338	Financial Year 2021-2022	Same as above

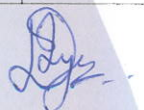
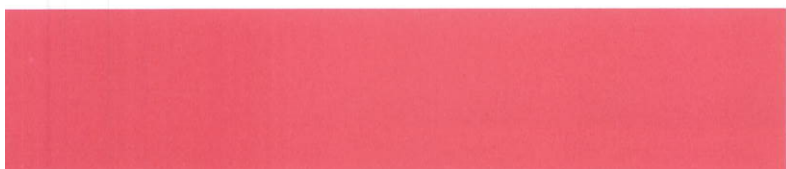


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			Indent Commission Income			
			Indent Commission Expenses			
19	Saltigo GmbH	Affiliate Company	Sale of Goods	196,776,724	Financial Year 2021-2022	Same as above
			Purchase of Goods			
			Cost Sharing Recoveries			
			Cost Sharing Payments			
			Marketing Service Income			
			Indent Commission Income			
			Indent Commission Expenses			
20	LANXESS Korea Ltd.	Affiliate Company	Sale of Goods	214,929,744	Financial Year 2021-2022	Same as above
			Purchase of Goods			
			Cost Sharing Recoveries			
			Cost Sharing Payments			
			Marketing Service Income			
			Indent Commission Income			
			Indent Commission Expenses			

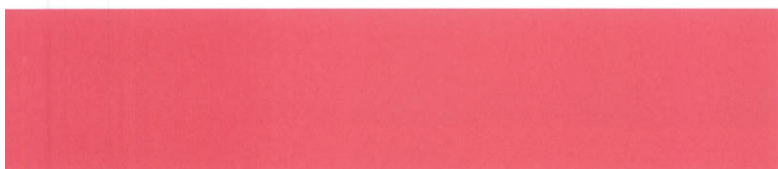
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21	LANXESS Deutschland GmbH.	Holding Company	Sale of Goods  Purchase of Goods  Cost Sharing Recoveries  Cost Sharing Payments  Marketing Service Income  Indent Commission Income  Indent Commission Expenses  Royalty Expenses	11,462,818,078	Financial Year 2021-2022	Same as above
22	LANXESS Central Eastern Europe s.r.o.	Affiliate Company	Sale of Goods  Purchase of Goods  Cost Sharing Recoveries  Cost Sharing Payments  Marketing Service Income  Indent Commission Income  Indent Commission Expenses	531,863,537	Financial Year 2021-2022	Same as above



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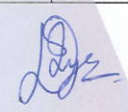
23	OOO LANXESS	Affiliate Company	Sale of Goods  Purchase of Goods  Cost Sharing Recoveries  Cost Sharing Payments  Marketing Service Income  Indent Commission Income  Indent Commission Expenses	1,392,645	Financial Year 2021-2022	Same as above
24	LANXESS Liyang Polyols Co. Ltd.	Affiliate Company	Sale of Goods  Purchase of Goods  Cost Sharing Recoveries  Cost Sharing Payments  Marketing Service Income  Indent Commission Income  Indent Commission Expenses	280,187,842	Financial Year 2021-2022	Same as above
25	LANXESS Changzhou Co., Ltd.	Affiliate Company	Sale of Goods  Purchase of Goods  Cost Sharing Recoveries	322,699,057	Financial Year 2021-2022	Same as above

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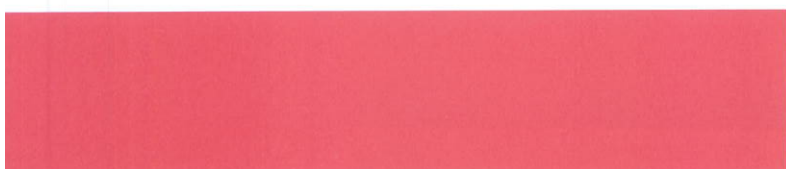
			<p>Cost Sharing Payments</p> <p>Marketing Service Income</p> <p>Indent Commission Income</p> <p>Indent Commission Expenses</p>			
26	Rhein Chemie Uruguay S.A.	Affiliate Company	<p>Sale of Goods</p> <p>Purchase of Goods</p> <p>Cost Sharing Recoveries</p> <p>Cost Sharing Payments</p> <p>Marketing Service Income</p> <p>Indent Commission Income</p> <p>Indent Commission Expenses</p>	245,361,521	Financial Year 2021-2022	Same as above
27	LANXESS Co., Ltd.	Thai Affiliate Company	<p>Sale of Goods</p> <p>Purchase of Goods</p> <p>Cost Sharing Recoveries</p> <p>Cost Sharing Payments</p> <p>Marketing Service Income</p>	250,556,091	Financial Year 2021-2022	Same as above



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			Indent Commission Income			
			Indent Commission Expenses			
28	LANXESS (Ningbo) Pigments Co., Ltd.	Affiliate Company	Sale of Goods	361,344,036	Financial Year 2021-2022	Same as above
			Purchase of Goods			
			Cost Sharing Recoveries			
			Cost Sharing Payments			
			Marketing Service Income			
			Indent Commission Income			
			Indent Commission Expenses			
29.	Antec International Ltd.	Affiliate Company	Sale of Goods	182,508,088	Financial Year 2021-2022	Same as above
			Purchase of Goods			
			Cost Sharing Recoveries			
			Cost Sharing Payments			
			Marketing Service Income			
			Indent Commission Income			
			Indent Commission Expenses			



30	LANXESS Solutions India Private Limited	Wholly owned subsidiary	Sale of Goods	35,568,545	Financial Year 2021-2022	Same as above
			Purchase of Goods			
			Cost Sharing Recoveries			
			Cost Sharing Payments			
			Marketing Service Income			
			Indent Commission Income			
			Indent Commission Expenses			
31	LANXESS KIMYA TICARET LIM	Affiliate Company	Sale of Goods	16,818,155.47	Financial Year 2021-2022	Same as above
			Purchase of Goods			
			Cost Sharing Recoveries			
			Cost Sharing Payments			
			Marketing Service Income			
			Indent Commission Income			
			Indent Commission Expenses			

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32	LANXESS SOLUTIONS UK LTD.	Affiliate Company	Sale of Goods  Purchase of Goods  Cost Sharing Recoveries  Cost Sharing Payments  Marketing Service Income  Indent Commission Income  Indent Commission Expenses	17,318,155.47	Financial Year 2021-2022	Same as above
33	LANXESS Trademark GmbH & Co. K	Affiliate Company	Sale of Goods  Purchase of Goods  Cost Sharing Recoveries  Cost Sharing Payments  Marketing Service Income  Indent Commission Income  Indent Commission Expenses  Royalty Expenses	160,595,901	Financial Year 2021-2022	Same as above

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**LANXESS INDIA PRIVATE LIMITED****Corporate Identity Number (CIN) - U24119MH2004PTC158377****Registered Office:** LANXESS India Private Limited, LANXESS House,  
Plot No: A 162 - 164, Road No. 27, MIDC, Wagle Estate, Thane (W) – 400604.

Phone: +91 22 2587 1000 (Board), Fax: +91 22 2587 1287

**Email address:** [infoindia@lanxess.com](mailto:infoindia@lanxess.com) **Website:** [www.lanxess.in](http://www.lanxess.in)**ATTENDANCE SLIP**

1/2020-2021 Extraordinary General Meeting on 19<sup>th</sup> March, 2021 at 11.00 a.m (Indian Standard Time) at the Registered Office of the Company, LANXESS House, Plot Nos. A 162 - 164, Road No. 27, Wagle Estate, MIDC, Thane (W) - 400 604, Maharashtra.

Folio No.:	DP ID No.:	Client ID No.:
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I / We hereby record my/our presence at the 1/2020-2021 Extraordinary General Meeting of the Company at the Registered Office of the Company, LANXESS House, Plot Nos. A 162 - 164, Road No. 27, Wagle Estate, MIDC, Thane (W) - 400 604, Maharashtra, on 19<sup>th</sup> March, 2021 at 11.00 a.m (Indian Standard Time).

Name of the Member:	Signature
Name of the Proxy holder:	Signature

Notes: 1. Only Member/Proxyholder can attend the Meeting.

2. Please complete the Folio No./DP ID No., Client ID No. and name of the Member / Proxyholder, sign this Attendance Slip and hand it over, duly signed, at the entrance of the Meeting Hall.

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**LANXESS INDIA PRIVATE LIMITED**

**Corporate Identity Number (CIN) - U24119MH2004PTC158377**

**Registered Office:** LANXESS India Private Limited, LANXESS House,  
Plot No: A 162 - 164, Road No 27, MIDC, Wagle Estate, Thane (W) – 400604.

Phone: +91 22 2587 1000 (Board), Fax: +91 22 2587 1287

**Email address:** [infoindia@lanxess.com](mailto:infoindia@lanxess.com) **Website:** [www.lanxess.in](http://www.lanxess.in)

**PROXY FORM**

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies  
(Management and Administration) Rules, 2014]

Name of Member(s) :

\_\_\_\_\_

Registered address : \_\_\_\_\_

E-mail ID : \_\_\_\_\_

Folio No. / Client ID No. : \_\_\_\_\_ DP ID No.: \_\_\_\_\_

I/We, being the member(s) of \_\_\_\_\_ Shares of LANXESS India Private  
Limited, hereby appoint:

1. Name: \_\_\_\_\_ Email ID: \_\_\_\_\_

Address: \_\_\_\_\_

\_\_\_\_\_ Signature: \_\_\_\_\_ Or failing

him/her;

2. Name: \_\_\_\_\_ Email ID: \_\_\_\_\_

Address: \_\_\_\_\_

\_\_\_\_\_ Signature: \_\_\_\_\_ Or failing

him/her;

3. Name: \_\_\_\_\_ Email ID: \_\_\_\_\_

Address: \_\_\_\_\_

\_\_\_\_\_ Signature: \_\_\_\_\_

And whose signature(s) are appended below as my/our Proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 1/2020-2021 Extraordinary General Meeting of the Company to be held on 19<sup>th</sup> March, 2021 at 11.00 a.m.(Indian Standard Time) at the Registered Office of the Company at LANXESS House, Plot Nos. A 162 - 164, Road No. 27, Wagle Estate, MIDC, Thane (W) - 400 604, Maharashtra and at any adjournment thereof in respect of such resolutions as are indicated below:

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Resolutions		For	Against
1.	Approval for entering into Related Party Transactions by the Company for the financial year 2021-2022		
2.	Approval for amendment in Article 105(2) in the Articles of Association of the Company		

Signed \_\_\_\_\_ this \_\_\_\_\_ day of \_\_\_\_\_  
\_\_\_\_\_ 2021.

Affix a 1  
rupee  
Revenue  
Stamp

\_\_\_\_\_  
Signature of the Shareholder

\_\_\_\_\_  
Signature of the first proxy holder    Signature of the first proxy holder    Signature of the first proxy holder

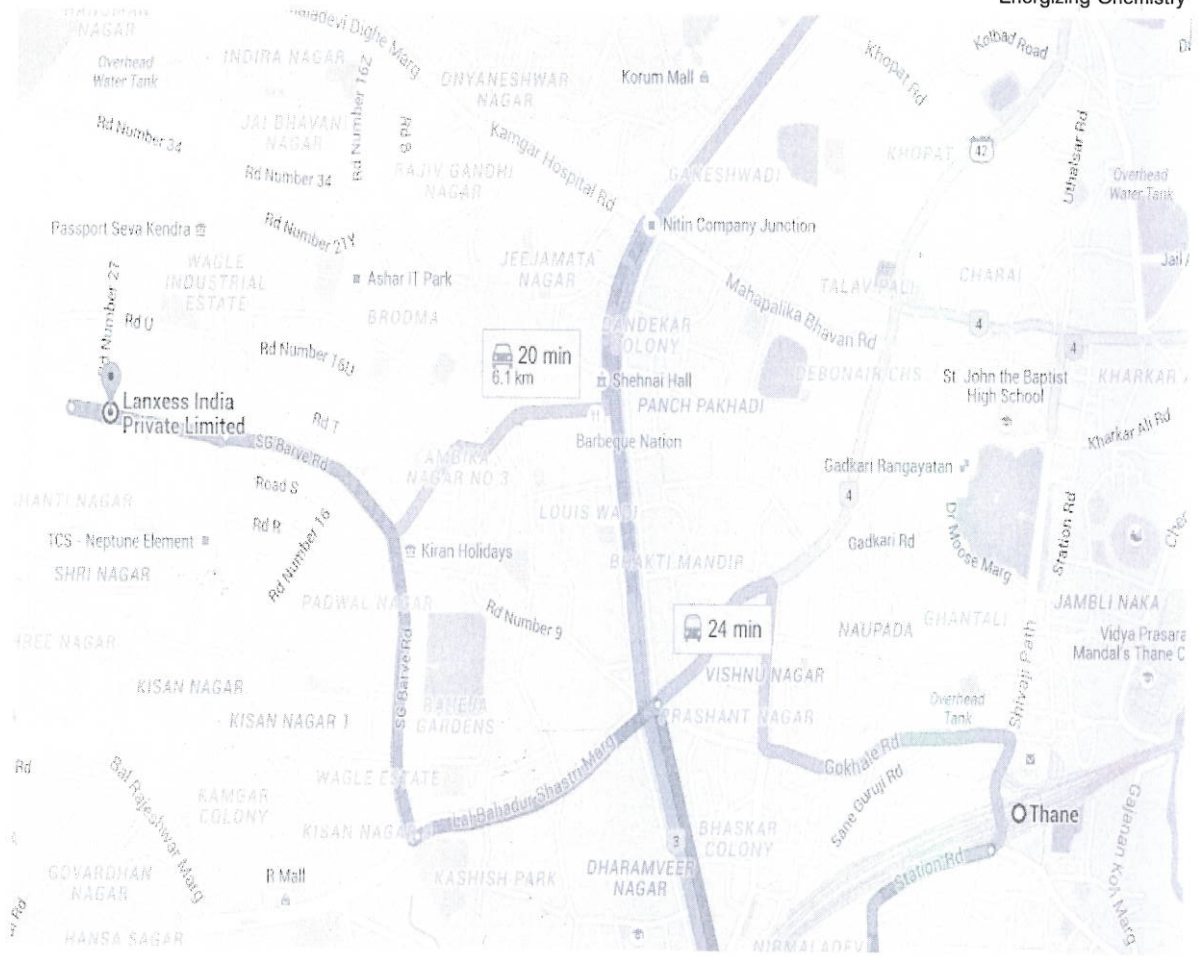
Note: 1. This Form in order to be effective should be duly completed and deposited at the Registered Office of the Company at LANXESS House, Plot Nos. A 162 - 164, Road No. 27, Wagle Estate, MIDC, Thane (W) - 400 604, Maharashtra not less than 48 hours before the commencement of the Meeting.

2. A proxy need not be a member of the Company.

2. For the Resolutions, Explanatory Statement and Notes, please refer to the Notice of the EXTRAORDINARY GENERAL MEETING of the Company.

The Route Map of the EGM Venue is given below:

SECRET



SECRET

