

19th May, 2025

The General Manager
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400001

Scrip Code: 524080

Dear Sir,

Sub: Results of Postal Ballot pursuant to Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) along-with Scrutinizer’s Report

This is with reference to our earlier communication dated 17th April, 2025 informing about the Postal Ballot process being undertaken by the Company for seeking approval of the members for certain Resolutions mentioned therein vide Postal Ballot Notice dated 02nd April, 2025. The e-voting facility was provided to the members through National Securities Depository Limited (NSDL). The e-voting period commenced from Saturday, the 19th April, 2025 at 9:00 A.M. and concluded on Sunday, the 18th May, 2025 at 5:00 P.M.

Pursuant to Regulation 44(3) of SEBI (LODR) Regulations, 2015, we are enclosing herewith following documents: -

1. Proceeding of the Postal Ballot
2. Scrutinizer Report; and
3. Voting results in respect of the Postal Ballot process, as required under Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements), Regulations, 2015, (Annexure-A)



Kindly take the aforesaid information on record for the purpose of dissemination through your website and oblige.

Thanking you,

Yours faithfully,

FOR HARYANA LEATHER CHEMICALS LIMITED

Yugank
(Company Secretary & Compliance Officer)
M.no. – A70463



Summary of the proceedings of the resolution passed by way of Postal Ballot by the Shareholders of Haryana Leather Chemicals Limited, on May 18, 2025 declared on May 19, 2025

Pursuant to the provisions of Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had issued a Postal Ballot Notice dated 2nd April, 2025 to obtain approval of shareholders through Postal Ballot / e—voting

1. To Re- appoint Mr. Pankaj Jain (DIN: 00206564) as Managing Director- **Ordinary Resolution**
2. To approve remuneration of Mr. Pankaj Jain (DIN: 00206564) as Managing Director- **Special Resolution**

The Board of Directors had engaged services of National Securities Depository Limited (NSDL) to provide e-voting facility to all the members as on cut-off date 11th April, 2025.

The e-voting period commenced on 19th April, 2025 at 9:00 A.M. and ends on 18th May, 2025 at 5:00 P.M.

The Board of Directors had appointed Mr. Manoj Gupta, Practicing Company Secretary, Sole Proprietor of Manoj Gupta & Associates to act as the scrutinizer, for conducting the postal ballot process, in a fair and transparent manner.

Shareholders who had registered their e-mail ids with depositories or with the Company were sent Notice of Postal Ballot by e-mail. The said Notice was also placed on the website of the Company. The intimation about completion of dispatch of the Postal Ballot e-Voting was also intimated to the members by way of publication of advertisement in the newspapers namely, Financial Express (All India English Edition) and Jansatta (Chandigarh edition) on 18th April, 2025. Members were advised to carefully read the instructions before casting their votes.



The Scrutinizer after scrutiny of all Postal Ballot e-voting votes within the scheduled time, has submitted his report on 19th May, 2025.

The results of the Postal Ballot as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are enclosed herewith.

On the basis of Scrutinizer's report, we hereby declare the result of Postal ballot / e-voting on 19th May, 2025. The resolutions as mentioned in the Postal Ballot Notice are duly passed with requisite majority.

FOR HARYANA LEATHER CHEMICALS LIMITED

Yugank
(Company Secretary & Compliance Officer)
M.no. – A70463



**SCRUTINIZER'S REPORT ON THE POSTAL BALLOT PROCESS CONDUCTED
THROUGH E-VOTING**

[Pursuant to Section 108 and 110 of the Companies Act, 2013 and Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"),]

To,
The Chairman
Haryana Leather Chemicals Limited
CIN: L74999HR1985PLC019905
Registered Office: 72-77, HSIIDC Industrial Estate,
Hansi Road, Jind – 126102 Haryana

Dear Sir,
REPORT OF THE SCRUTINIZER RELATING TO THE PASSING OF RESOLUTION
BY POSTAL BALLOT PURSUANT TO PROVISIONS OF SECTION 108, 110 OF
THE COMPANIES ACT, 2013, READ WITH RULE 20 AND 22 OF THE
COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014 FOR
POSTAL BALLOT NOTICE DATED APRIL 02, 2025.

I, Manoj Gupta, Proprietor of M/s Manoj Gupta & Associates, Practicing Company Secretary (Membership No. F6192) having office at C-6/65-B, Keshav Puram, Delhi-110035 was appointed as Scrutinizer of M/s Haryana Leather Chemicals Limited ["the Company"] for the remote e-voting process of the postal ballot as mentioned under Rule 20 and Rule 22 of the Companies (Management and Administration)

Rules, 2014 as amended ("the Rules") pursuant to the Resolutions passed by the Board of Directors (" Board") of Haryana Leather Chemicals Limited (" Company") at their meeting held on 02ND April, 2025 for the purpose of scrutinizing the remote e-voting process in respect of item contained in the notice of postal ballot dated 02ND April, 2025 in a fair and transparent manner and to ascertain the requisite majority on the postal ballot through electronic means carried out as per the provisions of the Companies Act, 2013 read with the General Circular Nos. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020 and the latest one being General Circular No. 9/2024 dated 19th September, 2024 issued by the Ministry of Corporate Affairs ("MCA Circulars").

Voting on the Resolution(s) proposed in this Postal Ballot is only through e-voting. The Company has engaged National Securities Depository Limited ("NSDL") as the Service Provider for extending the facility of remote e-voting to the shareholders of the Company. The Service Provider provided a system for recording the votes of the shareholders electronically on the item mentioned in the postal ballot notice dated 02ND April, 2025. To ensure accessibility, the Company made the details of the business transaction available on both its own website and NSDL's platform, enabling shareholders to participate in remote e-voting seamlessly.

The approved Notice of Postal Ballot dated 02ND April, 2025 contained the following Resolutions to be passed by Members of the Company:

1. **Ordinary Resolution**-Re-appointment of Mr. Pankaj Jain (DIN: 00206564) as Managing Director.
2. **Special Resolution** -Remuneration of Mr. Pankaj Jain (DIN: 00206564) as Managing Director.

I submit my report as under:

The e-Voting period remained open from Saturday the 19th April, 2025 (09:00 a.m.) and ends on Sunday the 18th May, 2025 (05:00 P.M.).

The Shareholders holding shares as on the "cut-off date" i.e. the 11th day of April, 2025 were entitled to vote on the proposed 2 (Two) Resolutions as mentioned in the

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Notice of Postal Ballot dated 02nd April, 2025 of M/s Haryana Leather Chemicals Limited).

In order to facilitate those members who had not yet registered their e-mail address, a proper procedure was laid down to shareholders to get their email address registered with the RTA so that they could also participate in the remote e-voting extended by the Company.

The Company also uploaded the postal ballot notice together with the explanatory statement on its website viz. www.leatherchem.com.

The Company and the RTA has complied with, all the necessary formalities specified under the Act, the Rules and MCA circulars issued in this regard.

The Postal Ballot Notices sent through email contained the detailed procedure to be followed by the shareholders who were desirous of casting their votes electronically as provided in the Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended.

At the end of the remote e-voting period on 18th May, 2025 at 5.00 P.M. the votes were unblocked by me in the presence of two witnesses, who were not in the employment of the Company.

Thereafter the details containing inter-alia, list of equity shareholders, who voted “for” and “against”, were downloaded from the e-voting website <https://www.evoting.nsdl.com/>

The result of the E-voting is as under:

RESOLUTION 1: Ordinary Resolution

“RESOLVED THAT pursuant to the provisions of Sections 196, 203, and other applicable provisions if any, of the Companies Act, 2013 (“the Act”) and the rules framed thereunder and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“the Listing Regulations”) (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), on the basis of the recommendation of the Nomination and Remuneration Committee

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and approval of the Board of Directors, the approval of the members be and is hereby accorded for the re-appointment of Mr. Pankaj Jain (DIN: 00206564) as Managing Director of the Company for a further period of 5 (five) years with effect from 2nd April, 2025 up to 01st April 2030 whose period of office shall be liable to retire by rotation.”

“RESOLVED FURTHER THAT the Board or any committee of the Board of the Company thereof be and is hereby further authorized to do all such acts, deeds, matters and things, as it may in its absolute discretion consider necessary, expedient or desirable and to settle any question or difficulties or doubts that may arise in relation thereto and to authorize one or more representatives of the Company to carry out any or all of the activities that the Board is authorized to do for the purpose of giving effect to this Resolution.”

Total e-voting Ballot received:

Number of members voted through electronic voting system	No. of Shares	% of total vote cast	% of total paid equity capital
41	1111654	100	22.64

(i) Voted in favour of the Resolution:

Number of members voted through electronic voting system	No. of Shares	% of total vote cast	% of total paid equity capital
37	1091720	98.21	22.24

(ii) Voted against the resolution:

Number of members voted through electronic voting system	No. of Shares	% of total vote cast	% of total paid equity capital
4	19934	1.79	00.40

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(i) Invalid/ Abstain votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

The Ordinary resolution contained in the notice dated 02nd April, 2025 has been passed on the last date of remote e-voting period i.e. 18th May, 2025, with the requisite majority.

RESOLUTION 2: Special Resolution

“RESOLVED THAT in terms of provisions of Sections 196, 197, 198, 203, and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the rules framed thereunder and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“the Listing Regulations”) (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), on the basis of the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors, the approval of the members be and is hereby accorded for the payment of remuneration by way of salary and perquisites to Mr. Pankaj Jain (DIN: 00206564), Managing Director of the Company as mentioned in the Statement annexed to the notice, for a period of 5 (five) years with effect from 2nd April, 2025 up to 1st April 2030.”

“RESOLVED FURTHER THAT pursuant to Section 197 and all other applicable provisions, if any, of the Companies Act, 2013 and subject to such statutory approvals as may be required, the remuneration by way of salary and perquisites as set out in the said Statement be paid as minimum remuneration to Mr. Pankaj Jain (DIN: 00206564), notwithstanding anything contained herein above, if in any financial year during his tenure of re-appointment as Managing Director of the Company, the Company has made no profits or profits are inadequate, in accordance with the limits specified in Schedule V of the Companies Act, 2013.”

“RESOLVED FURTHER THAT the Board of Directors or any committee of the Board of the Company thereof be and is hereby authorized to alter or vary the terms of appointment of the appointee including relating to remuneration, as it

may at its sole discretion, deem fit, from time to time provided that the remuneration is in accordance with the provisions of the Companies Act, 2013.”

“RESOLVED FURTHER THAT the Board or any committee of the Board of the Company thereof be and is hereby further authorized to do all such acts, deeds, matters and things, as it may in its absolute discretion consider necessary, expedient or desirable and to settle any question or difficulties or doubts that may arise in relation thereto and to authorize one or more representatives of the Company to carry out any or all of the activities that the Board is authorized to do for the purpose of giving effect to this Resolution.”

Total e-voting Ballot received:

Number of members voted through electronic voting system	No. of Shares	% of total vote cast	% of total paid equity capital
41	1111654	100	22.64

(iii) Voted in favour of the Resolution:

Number of members voted through electronic voting system	No. of Shares	% of total vote cast	% of total paid equity capital
37	1091720	98.21	22.24

(iv) Voted against the resolution:

Number of members voted through electronic voting system	No. of Shares	% of total vote cast	% of total paid equity capital
4	19934	1.79	00.40

(v) Invalid/ Abstain votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

The special resolution contained in the notice dated 02nd April, 2025 has been passed on the last date of remote e-voting period i.e. 18th May, 2025, with the requisite majority.

The Register, all other papers and relevant records relating to electronic voting shall remain in my custody until the Chairman considers, approves and signs the Minutes of the aforesaid Meeting and the same are handed over to the Company Secretary for safe keeping

Thanking you,

Yours Sincerely,

For Manoj Gupta & Associates
Company Secretaries

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Manoj Gupta

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C. P. No. 3692

Dated : 19.05.2025

Place : Delhi

UDIN: F006192G000373559

Peer Review Certificate No. 2769/2022

Countersigned by Yugank
Company Secretary

Haryana Leather Chemicals Limited

“Annexure A”

Resolution item No. 1- Re-appointment of Mr. Pankaj Jain (DIN: 00206564) as Managing Director.

Category	Mode of Voting	No. of Shares held	No. of votes polled	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)	(4)	(5)= [(3)/(2)]* 100	(6)= [(4)/(2)] * 100
Promoter and Promoter Group	Remote E-Voting	2025878	1089568	1089568	-	100	-
	Postal Ballot		-	-	-	-	-
	Total		1089568	1089568	-	100	-
Public - Institutional holders	Remote E-Voting	-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-
	Total		-	-	-	-	-
Public - Non Institutional holders	Remote E-Voting	2882592	22086	2152	19934	12.70	87.28
	Postal Ballot		-	-	-	-	-
	Total		22086	2152	19934	12.70	87.28
Total		4908470	1111654	1091720	19934	98.21	1.79

Result Declared: The Resolution was passed as an Ordinary Resolution

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Resolution item No. 2- Remuneration of Mr. Pankaj Jain (DIN: 00206564) as Managing Director.

Category	Mode of Voting	No. of Shares held	No. of votes polled	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)	(4)	(5)= [(3)/(2)] * 100	(6)= [(4)/(2)] * 100
Promoter and Promoter Group	Remote E-Voting	2025878	1089568	1089568	-	100	-
	Postal Ballot		-	-	-	-	-
	Total		1089568	1088568	-	100	-
Public - Institutional holders	Remote E-Voting	-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-
	Total		-	-	-	-	-
Public - Non Institutional holders	Remote E-Voting	2882592	22086	2152	19934	12.70	87.28
	Postal Ballot		-	-	-	-	-
	Total		22086	2152	19934	12.70	87.28
Total		4908470	1111654	1091720	19934	98.21	1.79

Result Declared: The Resolution was passed as a Special Resolution

Notes:

1. Voting rights on the shares transferred to 'Unclaimed Suspense Account' and those shares transferred to the 'Investor Education and Protection Fund' are frozen.
2. No. of votes cast does not include no. of votes abstained and invalid votes.
3. No. of shareholders are not grouped on the basis of PAN.
4. The percentages are rounded off to the nearest decimals.

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