NAGARJUNA
NACL

NACL Industries Limited

Ref: NACL/SE/2025-26

December 01, 2025

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai – 400001
Company Code: 524709

National Stock Exchange of India Ltd
Exchange Plaza, 5th Floor,
Plot No.C/1 G Block, Bandra- Kurla
Complex, Bandra, Mumbai – 400051
Symbol: NACLIND

Dear Sir/Madam,

Sub: Disclosure of Postal Ballot Results

Ref: Disclosure under Regulation 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

Further to our letter dated October 31, 2025 with reference to the Postal Ballot Notice submission and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we would like to inform you that the Members of the Company have duly approved the following business through Postal Ballot (remote e-Voting), on November 30, 2025, being the last date of voting:

S. No.	Particulars	Type of Resolution
1	To approve the Appointment of Mr. Arun Alagappan (DIN: 00291361) as Director of the company	Ordinary Resolution
2	To approve the payment of commission to Non-Executive Directors for a period of five years from FY 2025-26 to FY 2029-2030.	Special Resolution
3	Material Related Party Transaction(s) with the Holding Company M/s. Coromandel International Limited.	Ordinary Resolution

In connection with the same, please find annexed the Scrutinizer's Report dated December 01, 2025, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014.

NACL Industries Limited Hyderabad

You are requested to take the same on records.

Thanking you.

for **NACL Industries Limited**

Subudhi Satish Kumar

Digitally signed by Subudhi Satish Kumar
Date: 2025.12.01 18:04:20 +05'30'

NACL Industries Limited
Hyderabad

Satish Kumar Subudhi
Sr. Vice President-Legal & Company Secretary

Encl: As above

R. Sridharan & Associates
Company Secretaries

1st December, 2025

The Chairman
NACL Industries Limited,
Plot No. 12-A, C-Block, Lakshmi Towers,
No.8-2-248/1/7/78, Nagarjuna Hills,
Panjagutta, Hyderabad,
Telangana- 500 082.

Dear Sir,

Sub: Passing of Resolutions through Postal Ballot

Pursuant to the resolutions passed by the Board of Directors of **NACL Industries Limited** on 24th October, 2025, we have been appointed as Scrutinizer for the purpose of scrutinizing the postal ballot process conducted through remote e-voting in respect of the following resolutions:

Reference to the Companies Act, 2013/SEBI Listing Obligations and Disclosure Requirements) Regulations, 2015	Type and Description of the resolutions
Sections 149, 152, 160 161 and other applicable provisions of the Companies Act, 2013.	**ORDINARY RESOLUTION** **"RESOLVED THAT** pursuant to the provisions of Sections 149, 152, 160, 161 and other applicable provisions of the Companies Act, 2013, read with the rule 8, and 14 of the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory amendments, modifications, or re-enactments thereof, from time to time), in accordance with Regulation 17 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, applicable provisions of the Articles of Association of the Company and pursuant to the recommendation of the Nomination and Remuneration Committee. Mr. Arun Alagappan (DIN: 00291361), who was appointed by the Board of Directors as an Additional Director of the Company with effect from October 10, 2025, and who shall hold office up to the date of ensuing Annual General Meeting ("AGM"), and in respect of whom a valid notice in writing under Section 160(1) of the Companies Act has been received, be and is hereby appointed as a Director of the Company, liable to retire by rotation." **"RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Board of Directors and/or any Committee of the Board/Person authorized by the Board, be and is hereby severally authorized to settle any question, difficulty or doubt, that may arise in giving effect to this resolution and to do all such acts, deeds, matters and things as may be necessary, expedient and desirable

	for the purpose of giving effect to this resolution without requiring the Board to secure any further consent or approval of the Members of the Company to the end and intent that they shall be deemed to have given their approval there to expressly by the authority of this resolution."
Sections 197 and 198 read with all other applicable provisions of the Companies Act, 2013.	**SPECIAL RESOLUTION** **"RESOLVED THAT** pursuant to the provisions of Section 197 and 198 read with all other applicable provisions of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, (including any statutory, modification, amendment, clarification, substitution or re-enactment thereof for the time being in force), and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, and pursuant to the recommendation of the Nomination & Remuneration Committee and the Board of Directors of the Company, approval of the Members of the Company be and is hereby accorded for payment of commission, to the Non-Executive Directors of the Company (excluding the Managing Director and/or Whole-Time Directors), to be determined by the Board of Directors for each of such Non-Executive Director for each financial year and distributed between such Directors in such a manner as the Board of Directors may from time to time determine within the overall maximum limit of 1 % (one percent) of the net profits of the Company in any financial year computed in accordance with the provisions of Section 198 of the Act or such other percentage as may be specified by the Act from time to time in this regard and such payments shall be made in respect of the profits of the Company for a period of 5 (five) years commencing from the Financial Year 2025-26." **RESOLVED FURTHER THAT** in the event if, there are no profits or profits are inadequate, the Company shall pay to such Non-Executive Directors of the Company, the commission by way of remuneration in accordance with the limits specified in Schedule V to the Companies Act, 2013. **RESOLVED FURTHER THAT** the above remuneration shall be in addition to fees payable to such Non-Executive Directors for attending the meetings of the Board or Committees thereof or for any other purpose whatsoever as may be decided by the Board of Directors and the reimbursement of expenses for participation in the Board and other meetings. **RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Board of Directors and/ or any Committee of the Board / Person authorized by the Board, be and is hereby severally authorized to settle any question, difficulty or doubt, that may arise in giving effect to this resolution and to do all such acts, deeds,

	matters and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution without requiring the Board to secure any further consent or approval of the Members of the Company to the end and intent that they shall be deemed to have given their approval there to expressly by the authority of this resolution."
Regulation 2(1)(zc), 23 and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the applicable provisions of the Companies Act, 2013	**ORDINARY RESOLUTION** **"RESOLVED THAT** pursuant to the Regulation 2(1)(zc), 23 and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the applicable provisions of the Companies Act, 2013 read with the related rules framed thereunder (including any statutory modification(s) or reenactment(s) thereof for the time being in force) and other applicable laws/ statutory provisions, if any and subject to such approvals, consents, sanctions and permissions as may be necessary, pursuant to the recommendation/ approval of the Audit Committee and the Board of Directors of the Company, approval of the Members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board" which term shall include any Committee constituted by the Board or any person(s) authorized by the Board to exercise its powers, including the powers conferred by this Resolution) to enter into contract(s)/ arrangement(s)/ transaction(s) with related party comprising of purchases, sales, inter-corporate services including deputation services, lease, sub-lease of office space, assignment of trade mark, license or other similar rights, R&D Services, reimbursement of expenses and availing/rendering of any services including the providing and/or receiving of loans or letter of comfort or securities or making investments, or any other transactions of similar nature between Company and Coromandel International Limited, related party of the Company, for a period of one year from the date of approval by shareholders, and on such terms and conditions as may be agreed upon between the Company and or with Coromandel International Limited, as detailed in the Explanatory Statement annexed to this notice for an aggregate value not exceeding Rs 785 crores (Rupees Seven Hundred and Eighty Five crores only) and on such terms and conditions as the Board of Directors may deem fit, in the normal course of business and on arm's length basis. **RESOLVED FURTHER THAT** the Board be and is hereby authorised to do and perform all such acts, deeds, matters and things, as may be necessary and expedient, including finalising the terms and conditions, methods and modes in respect thereof and finalising and executing necessary documents, including contract(s), scheme(s), agreement(s) and such other documents, file applications and make representations in respect thereof and

	seek approval from relevant authorities, including Governmental Authorities in this regard and deal with any matters, take necessary steps as it may, in its absolute discretion deem necessary, desirable or expedient, to give effect to this resolution and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution. **RESOLVED FURTHER THAT** the Board be and is hereby authorised to delegate all or any of the powers herein conferred, to any Director(s) (including any Committee thereof) or any other Officer(s)/Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution. **RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Board of Directors and/ or any Committee of the Board / Person authorized by the Board be and is hereby authorised to do or cause to be done all such acts, matters, deeds and things and to settle any queries, difficulties 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."

WE REPORT that in accordance with the provisions of the Act and Ministry of Corporate Affairs, Government of India's General Circular Nos. 14/2020 dated April 08, 2020; 17 /2020 dated April 13, 2020; 22/2020 dated June 15, 2020; 33/2020 dated September 28, 2020; 39 /2020 dated December 31, 2020; 10/2021 dated June 23, 2021; 20/2021 dated December 08, 2021; 3/2022 dated May 5, 2022; 11/2022 dated December 28, 2022, 09/2023 dated September 25, 2023 09/2024 dated September 19, 2024 and 03/2025 dated September 22,2025 including any other circular issued in this regard ('relevant Circulars'), the Company has sent Postal Ballot Notice dated 24th October, 2025 on 31st October, 2025 through electronic mode only to those Members whose e-mail addresses are registered with the Company (in respect of the shares held in physical form) and with their Depositories (in respect of the shares held in Demat Form) and whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off date i.e. Monday, 27th October, 2025 ("Cut-off date").

WE REPORT that the management of the Company is responsible to ensure compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder including MCA Circulars as mentioned above relating to Postal Ballot through remote e-voting on the resolutions contained in the Postal Ballot Notice. Our responsibility as a scrutinizer for Postal Ballot through remote e-voting only is restricted to presenting a Scrutinizer's report on the votes cast "in favour" or "against" the resolution stated above, based on the reports generated from the E-voting system provided by Central Depository Services (India) Limited ("CDSL''), the authorized agency engaged by the Company.

WE REPORT that as stated in the notice sent to the members, the Company had fixed Sunday, November 30, 2025 as the last date for remote e-voting. As required under Rule 22 of the Companies (Management and Administration) Rules, 2014 an advertisement was published by the Company in **"BUSINESS STANDARD"** in 'English' and **"ANDHRA PRABHA"** in vernacular language 'Telugu' on November 1, 2025 informing about the dispatch of the Postal Ballot Notice and other related matters mentioned therein. We have received remote e-voting from the members during the period **November 1, 2025 (9:00 A.M. IST)** to **November 30, 2025 (5:00 P.M. IST).**

All the votes received up to the closure of working hours (**5:00 P.M. IST**) on Sunday, November 30, 2025, the last date fixed by the Company for receipt of remote e-voting, were considered for our scrutiny.

WE REPORT that all the votes were scrutinized and processed and a computer statement containing the Shareholders Name, Address, Folio/Client ID Number, number of Shares held, Number of Votes Cast, Assented, Dissented and Rejected were generated.

WE REPORT that out of **47640** Shareholders, we have received valid remote e-voting from **185** Shareholders and the details of polling results are given below:

Receipt of Postal Ballot remote e-voting	**November 1, 2025 (9:00 a.m. IST) to November 30, 2025 (5:00 p.m. IST)**		
Total No. of Shareholders	**47640**		
Total No. of Shares	**201424812**		
Particulars	**As per Postal Ballot**	**As per remote e-voting**	**Total**
Postal Ballot Forms Received	-	**185**	**185**
Less: Invalid Forms	-	**0**	**0**
Net Valid Forms	-	**185**	**185**

ITEM NO.1: TO APPROVE THE APPOINTMENT OF MR. ARUN ALAGAPPAN (DIN: 00291361) AS DIRECTOR OF THE COMPANY.

ORDINARY RESOLUTION

(i) Votes in **favour** of the resolution:

Number of members voted in remote e-voting	Number of votes cast (Shares) – remote e-voting	% of total number of valid votes cast
172	158978573	99.99

(ii) Votes **against** the resolution:

Number of members voted in remote e-voting	Number of votes cast (Shares) – remote e-voting	% of total number of valid votes cast
12	2598	0.01

(iii) **Invalid** Votes:

Number of members voted in remote e-voting	Number of votes cast (Shares) remote e-voting
NIL	NIL

RESULT:

As the number of votes cast in favour of the resolution was not less than the number of votes cast against, we report that the Ordinary Resolution with regard to Item No.1 as set out in the Notice of Postal Ballot is passed in favour of the resolution with requisite majority.

ITEM NO.2: TO APPROVE THE PAYMENT OF COMMISSION TO NON-EXECUTIVE DIRECTORS FOR A PERIOD OF FIVE YEARS FROM FY 2025-26 TO FY 2029-2030.

SPECIAL RESOLUTION

(i) Votes in **favour** of the resolution:

Number of members voted in remote e-voting	Number of votes cast (Shares) – remote e-voting	% of total number of valid votes cast
164	158972250	99.99

(ii) Votes **against** the resolution:

Number of members voted in remote e-voting	Number of votes cast (Shares) – remote e-voting	% of total number of valid votes cast
20	8421	0.01

(iii) **Invalid** Votes:

Number of members voted in remote e-voting	Number of votes cast (Shares) remote e-voting
NIL	NIL

RESULT:

As the number of votes cast in favour of the resolution was not less than three times the number of votes cast against, we report that the Special Resolution with regard to Item No.2 as set out in the Notice of Postal Ballot is passed in favour of the resolution with requisite majority.

ITEM NO. 3: MATERIAL RELATED PARTY TRANSACTION(S) WITH THE HOLDING COMPANY M/S.COROMANDEL INTERNATIONAL LIMITED.

ORDINARY RESOLUTION

(i) Votes in **favour** of the resolution:

Number of members voted in remote e-voting	Number of votes cast (Shares) – remote e-voting	% of total number of valid votes cast
172	52066024	99.99

(ii) Votes **against** the resolution:

Number of members voted in remote e-voting	Number of votes cast (Shares) – remote e-voting	% of total number of valid votes cast
10	2616	0.01

(iii) **Invalid** Votes:

Number of members voted in remote e-voting	Number of votes cast (Shares) remote e-voting
NIL	NIL

RESULT:

As the number of votes cast in favour of the resolution was not less than the number of votes cast against, we report that the Ordinary Resolution with regard to Item No.3 as set out in the Notice of Postal Ballot is passed in favour of the resolution with requisite majority.

WE FURTHER REPORT that as per the notice of Postal Ballot dated 24th October, 2025. The results of the remote e-voting will be announced by the Chairman or a person authorised by him at the registered office of the Company and communicated to BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE"), where the Company's shares are listed and shall be placed on the company's website www.naclind.com and also on the website of CDSL at www.evotingindia.com.

WE FURTHER REPORT that as per Rule 22 of the Companies (Management and Administration) Rules, 2014, the Company has complied with all the provisions of the Rules. We further report that as per the said Rules, the records maintained by us such as the computer register (to record the consent or otherwise received from the shareholders, which includes all the particulars of the shareholders such as the name, address, folio number, number of shares held, number of shares voted and number of shares assented, number of shares dissented, number of shares abstained, number of shares rejected), are in our safe custody which will be handed over to the Company Secretary after the Chairman considers, approves and signs the minutes of the Postal Ballot.

We thank you for the opportunity given to us to act as Scrutinizer for the above Postal Ballot remote e-voting

Thanking You

Yours faithfully,

For R. SRIDHARAN & ASSOCIATES
COMPANY SECRETARIES

R Sridharan
Digitally signed by R Sridharan
Date: 2025.12.01 14:31:30 +05'30'

CS R SRIDHARAN
FCS No. 4775
C P No. 3239
PR No. 6232/2024
UDIN: F004775G002136146

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