



Gujarat Alkalies and Chemicals Limited

(An ISO Certified Company)

(Promoted by Govt. of Gujarat)

Regd. Office: P.O.: Ranoli - 391 350, Dist. Vadodara, Gujarat, India

Tel.: 0265-6111000, 7119000

Fax: 0265-6111012

E-mail: cosec@gacl.co.in | CIN: L24110GJ1973PLC002247 | Website: www.gacl.com

POSTAL BALLOT NOTICE

[Pursuant to Section 110 of the Companies Act, 2013 ("the Act") read with Rule 22 of the Companies (Management and Administration) Rules, 2014]

To,

The Shareholder(s),

GUJARAT ALKALIES AND CHEMICALS LIMITED

NOTICE IS HEREBY given pursuant to and in compliance with the provisions of Sections 108 and 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 ("**Rules**") & further read with General Circulars No.14/2020 dated April 8, 2020 and No.17/2020 dated April 13, 2020 and other relevant circulars, including General Circular No. 03/2025 dated September 22, 2025 issued by the Ministry of Corporate Affairs ("**MCA Circulars**"); Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI Listing Regulations**"), Secretarial Standard issued by the Institute of Company Secretaries of India ("**ICSI**") on General Meetings ("**SS-2**") and other applicable laws, Rules, Regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force and as amended from time to time) ("**applicable laws**"), that the Resolution as set out in this Notice is proposed to be passed by the Shareholders of Gujarat Alkalies and Chemicals Limited ("**The Company**") through Postal Ballot by way of remote electronic voting ("**e-voting**") process.

The proposed Resolution and Explanatory Statement setting out material facts, as required in terms of Section 102 of the Act read with the Rules, the MCA & SEBI Circulars and SEBI Listing Regulations, are appended below seeking consent of the Shareholders of the Company through remote e-voting.

In compliance with Regulation 44 of the SEBI Listing Regulations and pursuant to the provisions of Sections 108 and 110 of the Act read with the Rules and the MCA & SEBI Circulars, the Company is sending this Postal Ballot Notice in electronic form and has extended the remote e-voting facility for its Shareholders, to enable them to cast their votes electronically instead of submitting the Postal Ballot form. The Company has appointed Central Depository Services (India) Limited ("**CDSL**") for facilitating remote e-voting to enable the Shareholders to cast their votes electronically. As per the circulars issued by the MCA and SEBI from time to time, the hard copy of this Postal Ballot Notice along with Postal Ballot forms and pre-paid business envelope will not be sent to the Shareholders for this Postal Ballot. The instructions for remote e-voting are appended to this Postal Ballot Notice.

The Board of Directors of the Company has appointed M/s. Samdani Shah & Kabra, Practicing Company Secretaries, Vadodara, as the Scrutinizer for conducting the Postal Ballot through e-voting process in a true, fair and transparent manner. You are requested to carefully read the instructions in this Postal Ballot Notice and record your assent (FOR) or dissent (AGAINST) through the remote e-voting process **from 9:00 a.m. IST, Friday 20th February, 2026 to not later than 5:00 p.m. IST, Saturday, 21st March, 2026.**

In accordance with the provisions of the MCA Circulars, the Company has made arrangement for the shareholders to register their e-mail addresses. Therefore, those shareholders who have not yet registered their e-mail addresses are requested to register the same by following the procedure set out in the Notes to this Postal Ballot Notice.

After completion of scrutiny of the e-voting, the Scrutinizer will submit his report to the Chairman of the Company or a person authorized by the Chairman. The results of Postal Ballot shall be declared on or before **Tuesday, 24th March, 2026.** The Results along with the Scrutinizer's report, will be displayed on Notice Board at the Registered Office of the Company, will be communicated to the Stock Exchanges and uploaded at their websites www.bseindia.com and www.nseindia.com and will also be uploaded on the Company's website at www.gacl.com and on the website of CDSL at www.evotingindia.com. The proposed Resolution, if approved, shall be deemed to have been passed on the last date of voting, i.e. **Saturday, 21st March, 2026.**

SPECIAL BUSINESS:

1. APPOINTMENT OF SHRI SANJAY JOSHI (DIN: 01656787) AS AN INDEPENDENT DIRECTOR OF THE COMPANY.

To consider and, if thought fit, to pass, the following resolution as a **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, Schedule IV and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) and/ or re-enactment(s) thereof for the time being in force) and Regulation 17, 25 and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), as amended from time to time, Shri Sanjay Joshi, (DIN: 01656787) who was appointed as an Additional Director and also as an Independent Director with effect from 1st January, 2026 by the Board of Directors of the Company, based on recommendation of Nomination and Remuneration Committee and who holds the said office pursuant to the provisions of Section 161(1) of the Companies Act, 2013 and in respect of whom the Company has received a notice in writing from a Member pursuant to Section 160 of the Companies Act, 2013 signifying the intention to propose the candidature of Shri Sanjay Joshi, for the office of Independent Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of five (5) consecutive years, effective from 1st January, 2026 to 31st December, 2030.”

“RESOLVED FURTHER THAT the Managing Director and the Company Secretary & ED (Legal, CC & CSR) of the Company be and are hereby severally authorized to take all further necessary actions including to comply with all the statutory requirements in this regard under the Companies Act, 2013 including filing of necessary forms with ROC / MCA Portal and compliances with the Stock Exchanges etc.”

**By Order of the Board
for GUJARAT ALKALIES AND CHEMICALS LIMITED**

**Sd/-
SANJAY S. BHATT
Company Secretary
& Executive Director (Legal, CC & CSR)**

**Place : Vadodara
Date : 12.02.2026**

NOTES:

1. The relevant Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 read together with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 setting out all material facts in respect of Item No. 1 as set out in this Notice is annexed hereto.
The relevant details pursuant to Regulation 36(3) of the **SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015** ("SEBI Listing Regulations") and Secretarial Standards on General Meetings issued by the Institute of the Company Secretaries of India in respect of Director seeking appointment are also annexed to this Notice.
2. As required by Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 read with the MCA & SEBI Circulars and the SEBI Listing Regulations, the details pertaining to this Postal Ballot will be published in one English national daily newspaper circulating throughout India (in English language) and one Gujarati daily newspaper circulating in Gujarat (in vernacular language, i.e. Gujarati).
3. The Postal Ballot Notice is sent to the Shareholders who already have their email address registered with the Company/Depositories and whose names appear in the Register of members/List of Beneficial Owners as received from Depositories i.e. National Securities Depository Limited ("NSDL")/Central Depository Services (India) Limited ("CDSL") **as on Friday, 13th February, 2026 ("cut-off date")**, in accordance with the provisions of the Companies Act, 2013, read with Rules made thereunder and Ministry of Corporate Affairs, Government of India's General Circular No. 14/2020 dated April 8, 2020, General Circular No.17/2020 dated April 13, 2020 and other relevant circulars, including General Circular 03/2025 dated September 22, 2025.
4. A person who is not a Shareholder as on the **cut-off date**, should treat this Postal Ballot Notice for information purposes only. A copy of this Postal Ballot Notice will also be available on the website of the Company at www.gacl.com and at the websites of the Stock Exchanges i.e. at www.bseindia.com and www.nseindia.com on which the Equity Shares of the Company are listed and at the website of CDSL at www.evotingindia.com.
5. The Shareholders of the Company whose names appear in the Register of members/List of Beneficial Owners as received from Depositories i.e., NSDL/CDSL as on the **cut-off date** (including those Shareholders who may not have received this Postal Ballot Notice due to non-registration of the email address with the Company/Depositories), shall be entitled to vote in relation to the resolution specified in this Postal Ballot Notice.
6. In terms of Sections 108, 110 and other applicable provisions of the Companies Act, 2013, as amended, read together with the Rules, MCA Circulars and in compliance with Regulation 44 of the SEBI Listing Regulations, as amended from time to time, the Company is pleased to offer remote e-voting facility to all the Shareholders of the Company. The Company has appointed CDSL for facilitating remote e-voting to enable the Shareholders to cast their votes electronically.
7. The Company will send this Postal Ballot Notice in electronic form only. The hard copy of this Postal Ballot Notice along with Postal Ballot forms and pre-paid business envelope will not be sent to the Shareholders for the Postal Ballot in accordance with the requirements specified under the MCA & SEBI Circulars. Accordingly, the communication of the assent or dissent of the Shareholders would take place through the remote e-voting system only.
8. Shareholders holding shares in physical form are requested to update/register their PAN, Nomination, Contact Details i.e. Postal address with PIN Code, Mobile number, E-mail address, Bank Account details and Specimen Signature by providing form ISR-1, ISR-2, ISR-3 and form SH-13 complete in all respects along with other required documents as prescribed in these forms by any one of the following mode:-
 - i. Sending hard copy of the said forms along with required documents to our **RTA, MUFG Intime India Private Limited** at C-101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai - 400083, Unit: Gujarat Alkalies and Chemicals Limited; or
 - ii. In-person verification (IPV) of the said forms with required documents at the local office of our **RTA, MUFG Intime India Private Limited** at Geetakunj, 1, Bhakti Nagar Society, Behind ABS Tower, Old Padra Road, Vadodara – 390 015; or
 - iii. Through electronic mode, by downloading the said forms and filling the same with e-sign. The required documents should be uploaded at the website of the RTA of the Company at <https://web.in.mpms.mufg.com/KYC/index.html>. Procedure for uploading the documents is available at the said link.
9. The remote e-voting commences on **Friday, 20th February, 2026** (9:00 a.m. IST) and ends on **Saturday, 21st March, 2026** (5:00 p.m. IST). The remote e-voting shall not be allowed beyond the said date and time. During this period, the Shareholders of the Company holding shares in physical form or in dematerialised form, as on the **cut-off date**, being **Friday, 13th February, 2026** may cast their votes by electronic means in the manner and process set out herein below. The remote e-voting module shall be disabled for voting thereafter. Once the vote on a resolution is cast by the Shareholder, the Shareholder shall not be allowed to change it subsequently.
10. The voting rights of the Shareholders shall be in proportion to their shares in the total paid-up equity share capital of the Company, as on the **cut-off date**.
11. All documents referred to in the Notice of the Postal Ballot and Explanatory Statement will be available for inspection upto the last date of the voting. Members seeking to inspect such documents can send an email to cosec@gacl.co.in.
12. The instructions for e-voting for the Shareholders are as under:

- (i.) The e-voting period commences on **Friday, 20th February, 2026 (9:00 a.m. IST)** and ends on **Saturday, 21st March, 2026 (5:00 p.m. IST)**. During this period, shareholders of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date, may cast their vote(s) electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the Shareholder, he / she shall not be allowed to change it subsequently or cast vote again.
- (ii.) In terms of SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242, dated December 9, 2020 under Regulation 44 of SEBI LISTING REGULATIONS 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 / website of Depositories / Depository Participants in order to increase efficiency of the voting process.
- (iii.) Individual demat account holders will be able to cast their vote without having to register 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 address with their DPs in order to access e-voting facility.

Login method for e-Voting for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

| Type of shareholders | Login Method |
|--|---|
| Individual Shareholders holding securities in demat mode with CDSL Depository | <ol style="list-style-type: none"> Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. The users to login to Easi / Easiest are requested to visit cdsl website www.cdslindia.com and click on login icon & New System Myeasi Tab. After successful login the Easi / Easiest, user will be able to see the e-Voting option for eligible companies where the e-Voting is in progress as per the information provided by the Company. On clicking the e-Voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting his/her vote during the e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. If the user is not registered for Easi / Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers. |
| Individual Shareholders holding securities in demat mode with NSDL Depository | <ol style="list-style-type: none"> If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on Company's name “Gujarat Alkalies and Chemicals Limited” or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the e-Voting period. If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS” Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under 'Shareholder/Member' section. 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. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. |

| Type of shareholders | Login Method |
|--|--|
| Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP) | <ol style="list-style-type: none"> 1. You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. 2. After Successful login, 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, you will be able to see e-Voting feature. 3. Click on Company's name "Gujarat Alkalies and Chemicals Limited" or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the e-Voting period. |

Important note: Shareholders who are unable to retrieve User ID/Password are advised to use "Forget User ID" and "Forget Password" option available at abovementioned website(s).

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

| Login type | Helpdesk details |
|---|---|
| Individual Shareholders holding securities in Demat mode with CDSL | Shareholders facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911 |
| Individual Shareholders holding securities in Demat mode with NSDL | Shareholders facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 022 - 4886 7000 and 022 - 2499 7000 |

(iv.) Login method for Remote e-Voting for Physical shareholders and shareholders other than individual holding in Demat form.

- a) The shareholders should log on to the e-voting website www.evotingindia.com.
- b) Click on "Shareholders" module.
- c) Now enter your User ID
 - i. For CDSL: 16 digits beneficiary ID,
 - ii. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - iii. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- d) Next enter the Image Verification as displayed and Click on Login.
- e) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- f) If you are a first-time user, follow the steps given below:

| | For Shareholders holding shares in physical mode and Shareholders other than Individual Shareholders holding shares in Demat mode |
|---|---|
| PAN | <p>Enter your 10-digit alpha-numeric "PAN" issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA. |
| Dividend Bank Details OR Date of Birth (DOB) | <p>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.</p> <ul style="list-style-type: none"> • If both the details are not recorded with the depository or company, please enter the Shareholder id / folio number in the Dividend Bank details field. |

- g) After entering these details appropriately, click on "SUBMIT" tab.
- h) Shareholders holding shares in physical mode will then directly reach the Company selection screen. However, shareholders holding shares in demat mode 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 resolution 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.
- i) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolution contained in this Notice.
- j) Click on the EVSN for 260128004 for **Gujarat Alkalies and Chemicals Limited** for which you choose to vote.
- k) 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.
- l) Click on the "RESOLUTION FILE LINK" if you wish to view the entire Resolution details.
- m) 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.
- n) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- o) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- p) 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.
- q) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

(V.) ADDITIONAL FACILITY FOR NON – INDIVIDUAL SHAREHOLDERS AND CUSTODIANS – FOR E-VOTING.

1. Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
2. A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
3. 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.
4. The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
5. It is a Mandatory that, 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.
6. Alternatively, Non Individual shareholders are required mandatorily to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; cosec@gacl.co.in, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

(VI.) PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical Shareholders:- Please provide necessary details like Folio No., Name of Shareholder(s), scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by sending E-mail to vadodara@in.mpms.mufg.com.
2. For Demat Shareholders:- Please update your email id & mobile no. with your respective Depository Participant (DP).
3. For Individual Demat Shareholders:- Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting through Depository.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, Central Depository Services (India) Limited (CDSL), A Wing, 25th Floor, Marathon Futorex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911

STATEMENT PURSUANT TO THE PROVISIONS OF SECTION 102 OF THE COMPANIES ACT, 2013 ('THE ACT')

Item No. 1

As recommended by the Nomination-cum-Remuneration Committee, the Board of Directors has approved to appoint Shri Sanjay Joshi (DIN: 01656787) as an Independent Director of the Company effective from 1st January, 2026, not liable to retire by rotation, to hold office for a term of five (5) consecutive years i.e. upto 31st December, 2030, subject to approval of the Shareholders of the Company.

The Company has received from Shri Sanjay Joshi (i) Consent in writing to act as a Director in Form DIR-2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules, 2014, (ii) Intimation in Form DIR-8 in terms of Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that he is not disqualified under Section 164(2) of the Act, (iii) A declaration to the effect that he meets the criteria of independence as provided in Section 149(6) of the Act and under SEBI Listing Regulations.

The Company has also received Notice under Section 160 of the Act from a Shareholder proposing the candidature of Shri Sanjay Joshi for the office of a Director of the Company.

Shri Sanjay Joshi is a chemical engineer and brings over four decades of diverse professional experience in leadership roles across multiple industries. He has global exposure in engineering and project management, with a focus on oil and gas, refining, petrochemicals, chemical projects and energy transition. He played a key role to expand Aker Solutions' business in the upstream oil and gas sector and established India as execution centre across the value chain of oil and gas industry to serve subsea, greenfield, brownfield projects in the North Sea.

Beginning his career in 1980 after graduating in chemical engineering, Mr. Joshi has held a variety of positions at both working and leadership levels with leading Engineering companies in India, Oman, Abu Dhabi and United Kingdom.

In recognition of his outstanding contributions to the engineering sector in India, he was honoured with the "Business Leader of the Year in Engineering Services" award by the Chem TECH Foundation in 2015.

Currently, he is an Independent Director at Ion Exchange (India) Ltd. and Ion Exchange Engineering and Projects Limited. He is also working as non-executive Director at SLB Capturi India Private Ltd. (formerly Aker Carbon Capture India Private Limited). He is also a member of Audit committee, Risk management committee and chairman of the CSR committee at Ion Exchange (India) Ltd. etc.

The details as required pursuant to Regulation 36(3) of SEBI Listing Regulations and Secretarial Standards as applicable is given in the Annexure-I forming part of this Notice. The terms and conditions of appointment of Independent Director applicable to Shri Sanjay Joshi are available on the website of the Company at www.gacl.com.

In the opinion of the Board and based on the declarations of independence submitted by Shri Sanjay Joshi, he is a person of integrity and independent of the management, and fulfills the conditions specified in the Companies Act, 2013 and Rules made thereunder and SEBI Listing Regulations. Shri Sanjay Joshi's association would be of immense benefit to the Company and it is desirable to avail his services as an Independent Director.

Pursuant to Sections 149, 150, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 ("the Act") and the Rules made thereunder, it is proposed to seek approval of the Shareholders for appointment of Shri Sanjay Joshi as an Independent Director of the Company for a term of five (5) consecutive years effective from 1st January, 2026. He will not be liable to retire by rotation.

In terms of the SEBI Listing Regulations, effective from January 1, 2022, the listed entity shall ensure that approval of shareholders for appointment of a person on the Board of Directors is taken at the next general meeting or within a time period of three (3) months from the date of appointment, whichever is earlier and that the appointment of an Independent Director shall be subject to the approval of Members by way of a special resolution. As the period of three months would conclude before the AGM in 2026, the Board recommends the passing of the Special Resolution at Item No. 1 of the accompanying Postal Ballot Notice, for the approval of the Members.

Except Shri Sanjay Joshi and his relatives, none of the other Directors / Key Managerial Personnel of the Company and their relatives is/are, in any way, concerned or interested, financially or otherwise, in the aforesaid Resolution No. 1 of the Notice.

**By Order of the Board
for GUJARAT ALKALIES AND CHEMICALS LIMITED**

**Sd/-
SANJAY S. BHATT
Company Secretary
& Executive Director (Legal, CC & CSR)**

Place : Vadodara
Date : 12.02.2026

ANNEXURE - I

DETAILS OF DIRECTOR SEEKING APPOINTMENT BY THE SHAREHOLDERS OF THE COMPANY IN PURSUANCE OF REGULATION 36 (3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND APPLICABLE SECRETARIAL STANDARDS

| Name of Director | Shri Sanjay Joshi | |
|--|---|--|
| DIN | 01656787 | |
| Date of Birth | 20.04.1959 | |
| Date of first appointment on the Board | 01.01.2026 | |
| Terms and Conditions of Appointment | As provided in the Explanatory Statement to the Notice. | |
| Details of Remuneration | Shri Sanjay Joshi shall not draw any remuneration from Company except sitting fees and out of pocket expenses for attending Board and / or Committee Meetings. | |
| No. of Shares held in GACL either by self or any beneficial basis for any other person | NIL | |
| Relationship with other Directors / Key Managerial Personnel | No relationship with other Directors / Key Managerial Personnel. | |
| Qualifications | B. Tech. Chemical Engineering from Laxminarayan Institute of Technology, Nagpur University | |
| Nature of Expertise/ Experience | <p>Shri Sanjay Joshi is a chemical engineer and brings over four decades of diverse professional experience in leadership roles across multiple industries. He has global exposure in engineering and project management, with a focus on oil and gas, refining, petrochemicals, chemical projects and energy transition. He played a key role to expand Aker Solutions' business in the upstream oil and gas sector and established India as execution centre across the value chain of oil and gas industry to serve subsea, greenfield, brownfield projects in the North Sea.</p> <p>Beginning his career in 1980 after graduating in chemical engineering, Mr. Joshi has held a variety of positions at both working and leadership levels with leading Engineering companies in India, Oman, Abu Dhabi and the United Kingdom.</p> <p>In recognition of his outstanding contributions to the engineering sector in India, he was honoured with the "Business Leader of the Year in Engineering Services" award by the ChemTECH Foundation in 2015.</p> <p>Currently, he is an Independent Director at Ion Exchange (India) Ltd. and Ion Exchange Engineering and Projects Limited. He is Director at SLB Capturi India Private Ltd. (formerly Aker Carbon Capture India Private Limited). He is also a member of Audit committee, Risk management committee and chairman of the CSR committee at Ion Exchange (India) Ltd.</p> | |
| Names of other Companies in which Directorship is held* | 1 | Ion Exchange (India) Limited |
| | 2 | Ion Exchange Projects and Engineering Limited |
| | 3 | SLB Capturi India Pvt. Ltd. (formerly Aker Carbon Capture India Pvt. Ltd.) |

| | | |
|--|---------------------|--|
| Names of the Committees of the Board of Companies in which Membership/ Chairmanship is held | 1 2 3 | <p>Gujarat Alkalies and Chemicals Limited</p> <ul style="list-style-type: none"> • Project Committee, appointed Member of the Committee w.e.f. 06.02.2026. • Risk Management-cum-Safety Committee, appointed Member of the Committee w.e.f. 06.02.2026. <p>Ion Exchange (India) Limited</p> <ul style="list-style-type: none"> • Audit Committee, Member • Risk Management Committee, Member • Stakeholders Relationship Committee, Chairman • Corporate Social Responsibility Committee, Chairman • Employee Stock Option Committee, Member <p>ION Exchange Engineering and Project Limited</p> <ul style="list-style-type: none"> • Audit Committee, Member |
| No. of Meetings of the Board attended during the Financial Year since their respective date of appointment (2025-26) | | <p>Shri Sanjay Joshi has attended one (1) Board Meeting held on 06.02.2026 after his appointment.</p> <p>He has also participated in the familiarization programme at the Vadodara and Dahej Complexes held on 12.01.2026 and 13.01.2026, respectively. During his visit, he also visited Home for Mentally Differently Abled Children (HMDC), Vadodara (Maintained by GACL Foundation Trust a CSR arm of GACL).</p> |
| Listed entities from which the person has resigned in the past three years | | Nil |

*The details of directorship of Shri Sanjay Joshi in other companies and chairmanship/ Membership in Committees of other Companies are as on date of this Notice 12.02.2026.