

PONDY OXIDES AND CHEMICALS LIMITED **POCL**[®]

18th September 2025

National Stock Exchange of India Ltd

Exchange Plaza, 5th Floor,
Plot No. C/1, G Block,
Bandra Kurla Complex, Bandra (E),
Mumbai - 400 051

BSE Limited

Corporate Relationship Department,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001

NSE Symbol : POCL

BSE Scrip Code : 532626

Dear Sir/Madam,

Sub: Proceedings of the 30th Annual General Meeting (AGM) along with Chairman's Speech

The 30th Annual General Meeting (AGM) of our Company was held on Thursday, 18th September 2025 at 03:00 PM IST through Video Conferencing / Other Audio-Visual means (VC/OAVM) at the registered office of the Company located at KRM Centre, 4th Floor, No. 2, Harrington Road, Chetpet, Chennai – 600031.

In compliance with the provisions of Regulations 30 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, we enclose herewith the proceedings of the 30th Annual General Meeting along with the Chairman's speech at the AGM.

The 30th AGM commenced at 03:00 P.M. IST and concluded at 03.48 P.M. IST

Kindly take note of the above information on record.

Thanking you,

Yours faithfully

For **Pondy Oxides and Chemicals Limited**

K. Kumaravel

Director Finance & Company Secretary

**PROCEEDINGS OF THE 30th ANNUAL GENERAL MEETING OF
PONDY OXIDES AND CHEMICALS LIMITED**

The 30th Annual General Meeting (AGM) of Pondy Oxides and Chemicals Limited was held on Thursday, September 18, 2025 at 03:00 P.M. IST through Video Conferencing (VC)/Other Audio Visual Means (OAVM) as per Ministry of Corporate Affairs (“MCA”) vide its General Circular No. 9/2024 dated 19th September 2024, 9/2023 dated 25th September 2023, General Circular No. 10/2022 dated 28th December 2022, Circular no. 21/2021 dated December 14, 2021 and 2/2022 dated May 5, 2022 read with circulars dated January 13, 2021, May 5, 2020, April 8, 2020 and April 13, 2020 (collectively referred to as “MCA Circulars”) and the Securities and Exchange Board of India (‘SEBI’) vide its circular nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/CIRP/P/2022/62 dated May 13, 2022, SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023, SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated 3rd October 2024 (Collectively referred to as “SEBI Circulars”).

The meeting commenced at 03:00 P.M. with Mr. Anil Kumar Bansal, Chairman & Whole-time Director occupying the chair. The Chairman declared that the quorum was present and called the meeting to order. The Chairman requested the Directors and KMP’s to introduce themselves from where-ever they were attending the meeting. Accordingly, Mr. Ashish Bansal, Managing Director, Mr. K Kumaravel, Director-Finance & Company Secretary, Mr. A Vijay Anand, Independent Director, Dr. M Ramasubramani, Independent Director, Ms. Shanti Balamurugan, Independent Director and Mr. B Vijay, Chief Financial Officer, introduced themselves from where they were present.

The Chairman also introduced Mr. L. Mukundan, representing M/s. L. Mukundan and Associates, Chartered Accountants, the Statutory Auditors and Mr. Krishna Sharan Mishra representing M/s. KSM Associates, the Secretarial Auditors and the Scrutinizer for the meeting and the e-voting process.

The Chairman requested Mr. K. Kumaravel, Director-Finance & Company Secretary to continue with the proceedings of the meeting. The Director-Finance & Company Secretary welcomed the shareholders to the 30th Annual General Meeting (AGM) of the Company. He informed the shareholders that the meeting was held through Video Conferencing / Other Audio-Visual Means. He also informed that since the physical presence of the shareholders was dispensed with, the presence of the shareholders through video conferencing would be reckoned for the purpose of Quorum. Hence the facility of Proxy is not available for this meeting.

He informed that the relevant Registers as per the provisions of the Companies Act 2013, were available for inspection in electronic mode on the website of the Company.

The Director-Finance & Company Secretary also informed that the Company provided e-voting facility through CDSL to the shareholders in respect of the businesses transacted at the 30th AGM.

He then requested the Chairman to address the shareholders.

The Chairman delivered his speech pertaining to economic overview, company's performance, key developments undertaken during the year and outlook of the Company in the forthcoming years.

The Director-Finance & Company Secretary informed the notice convening the 30th Annual General Meeting along with the explanatory statement, the Auditor's Report issued by the Statutory Auditors and the Secretarial Audit Report issued by the Secretarial Auditors as read since the said reports did not contain any qualification. He informed that the proposing and seconding of resolutions was not required as the resolutions were put to vote electronically.

The following items of business were transacted at the meeting as per the notice of the 30th AGM:

ORDINARY BUSINESSES:

Item No. 1

To receive, consider and adopt the Standalone and Consolidated Audited Financial Statements of the Company for the Financial Year ended 31st March 2025, together with the reports of Board of Directors' and Auditors' thereon. **(Ordinary Resolution)**

Item No. 2:

Declaration of Final Dividend of Rs. 3.50/- (i.e. 70%) per equity share of Rs. 5/- each for the Financial Year ended 31st March 2025. **(Ordinary Resolution)**

Item No. 3:

To appoint a Director in the place of Mr. Ashish Bansal (DIN: 01543967), who retires by rotation and being eligible, offers himself for reappointment. **(Ordinary Resolution)**

SPECIAL BUSINESSES:

Item No. 4:

Appointment of M/s. KSM Associates, Practising Company Secretaries as Secretarial Auditors of the Company. **(Special Resolution)**

Item No. 5:

To ratify the remuneration of the Cost Auditors for the Financial Year 2024-25. **(Ordinary Resolution)**

Director Finance & Company Secretary then opened the floor for shareholders to raise any queries on the Annual Report for the FY 2024-25 and two shareholders raised queries on the financials, market share, profitability, growth prospects, expansion, etc., and the Managing Director and Director Finance provided detailed responses for the same.

The Chairman informed the shareholders that the voting facility would be available for 15 minutes. He further informed that those shareholders, who have not exercised their vote through remote e-voting may choose to vote by e-voting at the meeting. He informed that the Company had appointed Mr. Krishna Sharan Mishra, Practicing Company Secretary as the Scrutinizer for the meeting.

He also added that the resolutions as per the Notice of the 30th AGM shall be deemed to be passed subject to the receipt of required number of votes. He informed that the results of the e-voting would be uploaded on the website of the Company and on the website of CDSL.

The Chairman declared that the necessary quorum was present throughout the meeting. The Chairman thanked the shareholders for attending the meeting and authorised the Company Secretary to close the meeting after completion of e-voting.

After 15 minutes the Company Secretary declared the meeting as closed.

CHAIRMAN'S SPEECH

I am honored to address you at the 30th Annual General Meeting of your company, and I thank you for being with us today.

At the outset, I wish to express my gratitude for the trust you have placed in us and the continued support you extend to the Company. It is this trust and encouragement that inspire us to remain steadfast on our journey.

POCL has always remained steadfast in its commitment to sustainability, innovation, and excellence, which we demonstrate through responsible manufacturing practices. Our industry continues to play a vital role in advancing the circular economy, and POCL has consistently embraced the opportunities. For more than three decades, the core values of POCL—excellence, responsibility, integrity, learning & innovation, teaming & collaboration, and sustainability—have been deeply embedded across all our stakeholders. Anchored in these principles, our vision is to be the most valuable recycling company in the world, and our mission is to become a leading global recycling company by 2028, driven by sustainable growth and value creation, a well-diversified portfolio, technological up gradation, and responsible sustainable manufacturing practices. It is with immense pride that I share how POCL continues to grow and strengthen its position in this dynamic landscape.

ECONOMIC OVERVIEW:

The global economy in 2024–25 slowed to a low-growth trajectory, burdened by inflation, policy uncertainty, trade frictions, and climate shocks. The IMF lowered global GDP forecasts to 2.8% for 2025 and 3% for 2026, well below the historical average of 3.7%. Trade growth is projected to halve, straining supply chains and marginalizing vulnerable economies. Stability in policy, tariff reductions, structural reforms, and AI adoption could help revive growth and productivity.

India is set to remain the world's fastest-growing major economy, with GDP growth projected at 6.2% in 2025 and 6.3% in 2026. Strong fundamentals, policy reforms, and investments in infrastructure, innovation, and green initiatives position it as a key driver of global growth. Continued focus on renewable energy and sustainable finance underpins India's long-term resilience and progress toward its 2070 net-zero goals.

Sustainability and compliance requirements are rapidly evolving with new regulations. The Government of India's Battery Waste Management Rules, 2022 (Amendment 2024) mandate 55–90% compliance in battery recycling by 2026–27, aiming to raise the organized sector's share from 35% in 2023 to 80% by 2029. Extended Producer Responsibility (EPR) now requires manufacturers to ensure end-of-life product disposal through approved recyclers, with penalties for non-compliance. Additionally, the GST Council has implemented a Reverse Charge Mechanism and 2% TDS on B2B scrap supplies, further strengthening the organized recycling sector's growth.

India is poised to play a pivotal role in the global landscape and will be a key force in shaping the Asia-Pacific region. As a consumer-driven economy, I believe India is set for phenomenal growth—both domestically and on the international stage.

COMPANY PERFORMANCE:

As we mark three decades of industry leadership, our journey stands as a testament to strong values, resilience across business cycles, and an unwavering drive for innovation. This year, we delivered record performance with our highest-ever Revenue, EBITDA, and PAT—driven by robust execution, disciplined cost management, and a steadfast focus on value creation.

Revenue from Operations has increased to INR 2,028 Crores up 33% from previous year on a Standalone basis; EBITDA Margin has remained relatively stable at 5%+ levels. Our balance sheet has grown stronger with notable reductions in debt, in net debt and improved net debt-to-equity ratio. The working capital days has been improved from 55 days in FY 2024 to 50 days in FY 2025.

Manufacture of Lead and Lead Alloys continues to remain our core products, and is a major contributor to our top-line numbers. POCL is undertaking significant expansion of lead production capacities from 1,32,000 metric tonnes per annum to 2,04,000 metric tonnes per annum in two phases of 36,000 metric tonnes each.

This is backed by growing demand and supplies, both from customer and supplier perspectives. Lead is expected to grow globally at a CAGR of 4.4% by 2030. Domestically, the market for lead is likewise expected to grow at a CAGR of 8% by 2029.

Further, POCL's Board has announced highest ever dividend at 70%, amounting to INR 3.5 per share, continuing a streak of over 29 years of consistent dividend payments. The Management is actively pursuing viable business opportunities, both short- and long-term, aimed at driving sustainable strategic growth aligned with our existing portfolio.

KEY DEVELOPMENTS UNDERTAKEN DURING THE YEAR:

- POCL raised INR 175 crores through qualified institutional placement in FY 2024–25 to tap growth opportunities in existing operations and new avenues in non-ferrous metals. The funds were deployed towards capital expenditure, working capital, and other general corporate purposes.
- CRISIL Ratings Limited has upgraded the company's credit rating from CRISIL A-/Stable to CRISIL A/Stable, highlighting its strengthened financial position and stability. The upgrade reflects strong operational performance, a robust balance sheet, and a positive growth outlook.

- We are expanding lead production at our ThervoyKandigai plant by 72,000 MTPA in two phases of 36,000 MTPA each. I am happy to share that Phase 1, a fully automated and integrated facility, commenced commercial production in Q1 FY 2026, enhancing operational efficiency.
- In FY '25, POCL incurred a capital expenditure of INR 94 crores, primarily to enhance capacities in its core vertical while also meeting maintenance needs across other units. Phase 1 Lead Capacity capex of INR 85 crores was funded through QIP proceeds and internal accruals, while Phase 2 expansion is scheduled for commissioning in H2 FY '26.
- We remain deeply committed to advancing our sustainability agenda by expanding the use of renewable energy and alternative fuels—initiatives that not only lower our carbon footprint but also enhance cost efficiency. This dual benefit reinforces our dedication to environmental responsibility while strengthening operating margins.

OUTLOOK IN FORTHCOMING YEARS:

The Lead Vertical remains our core focus, with value-added products contributing a consistent 60% to the overall portfolio. In FY25, the Copper and Plastics Divisions contributed Rs. 55 crores and Rs. 32 crores, while Aluminium operations were on hold. We expect Aluminium to begin contributing to the topline from H2 FY26.

Looking ahead, our priority is to build a strong value-added portfolio across Plastics, Aluminium, and Copper, drive technological advancements, establish dedicated R&D for upcoming verticals, and develop a clear ESG roadmap for future growth.

POCL's new plant in Thervoykandigai, Tamil Nadu's Phase 1 has been commissioned in Q1FY26 catering to a capacity of 36,000 Metric Tonne per Annum and is equipped with cutting-edge automation to improve operational efficiency, integration of processes and reducing the carbon footprint. Phase 2 is expected to be commissioned in H2FY26. On copper segment, we are planning to double our capacity from the present 6000 MTPA to 12,000 MTPA by end of FY26.

We take pride in the enduring relationships we have built with our customers and suppliers across geographies—an affirmation of POCL's reputation for quality, reliability, and consistency in the lead sector. Our ability to withstand business cycles, global disruptions, and market volatility reflects the strong fundamentals that define us.

Looking ahead, our outlook remains positive. With progress across recycling verticals, new projects in the pipeline, and the dedication of our talented workforce and management team, we are well-positioned to capture opportunities and create sustainable value.

By 2030, we are firmly on course to achieve our strategic goals—targeting strong growth in value, revenue, and profitability, alongside improved margins and returns. With capacity expansion, prudent capital deployment, and the continued trust of our stakeholders, POCL is shaping a more innovative, responsible, and profitable future.

ACKNOWLEDGEMENT:

I would like to express my sincere gratitude to our dedicated employees and management team for their steadfast commitment and support. I also extend my heartfelt thanks to our stakeholders—including government authorities, customers, suppliers, investors, bankers, and shareholders—for their continued trust and cooperation. Finally, I deeply appreciate the guidance and support of our Board Members, which has been invaluable to our journey.

Warm Regards.

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