

MUKUL MANOHARLAL TALY

Flat No. 1003, 10th Floor,
A- Tower, Beau Monde CHS,
Appa Saheb Marathe Marg,
Prabhadevi,
Mumbai, 400 025.

**The Board of Directors,
M/s. Dharamsi Morarji Chemical Co. Ltd.,
Prospect Chambers,
317-321 Dr. D.N. Road,
Mumbai 400 001**

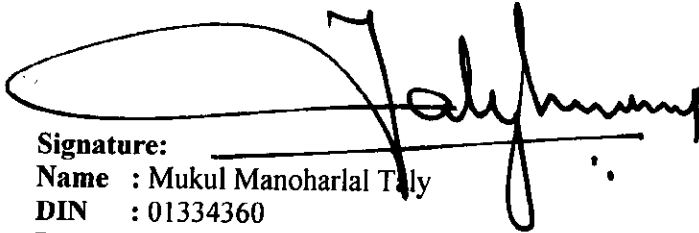
Re : Consent for the re-appointment for the second term of five consecutive years effective from 14th February, 2023 to 13th February, 2028 as the Non-Executive Independent Director of the Company.

Dear Board Members,

I, Mukul Manoharlal Taly, son of Shri Manoharlal B Taly, Resident of A-1003, Beau Monde, Appa Saheb Marathe Marg, Prabhadevi, Mumbai 400025 hereby give my consent for re-appointment as the Non-Executive Independent Director of The Dharamsi Morarji Chemical Company Limited ("the Company") with effect from 14th February, 2023 to 13th February, 2028.

Please find enclosed declaration in connection with aforesaid reappointment in **Annexure A** appended to this letter.

Yours faithfully,



Signature:

Name : Mukul Manoharlal Taly

DIN : 01334360

Place : Mumbai

Encl : Annexure A

MUKUL MANOHARLAL TALY

Flat No. 1003, 10th Floor,
A- Tower, Beau Monde CHS,
Appa Saheb Marathe Marg,
Prabhadevi,
Mumbai, 400 025

Date: 11th May, 2022.

The Board of Directors,
M/s. Dharamsi Morarji Chemical Co. Ltd.,
Prospect Chambers,
317-321 Dr. D.N. Road,
Mumbai 400 001

Dear Sirs,

I Mukul Manoharlal Taly do hereby declare that:

1. I meet with the criteria of Independent Director as prescribed under sub-section (6) of section 149 of Companies Act, 2013 and also the criteria of independence as provided in clause (b) of sub-regulation (1) of regulation 16 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations);
2. I am not aware of any circumstance or situation, which exist or may be reasonably anticipated, that could impair or impact my ability to discharge my duties with an objective independent judgment and without any external influence.
3. As required under Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014, I am registered with Independent Directors Database maintained by the Indian Institute of Corporate Affairs.
4. Pursuant to Sec.164(2) of the Companies Act, 2013 that to the best of my knowledge and belief, I am not a Director in a Company that: -
 - has not filed financial statements or annual returns for any continuous period of three financial years.; or
 - has failed to repay the deposits accepted by it or pay interest thereon or redeem any debentures on the due date or pay interest due thereon or pay any dividend declared and such failure to pay or redeem continues for one year or more.
5. I am not disqualified from being appointed as a Director of a Public Company under the proviso to Sec. 164(2) of the Companies Act, 2013;
6. I am not debarred from holding the office by virtue of any order by the Securities and Exchange Board of India or any other authority;
7. There are no changes in declaration given be me in the form of MBP-1 and DIR-8 form submitted by me dated 11th April, 2022.

Yours faithfully,

Signature:

Name : Mukul Manoharlal Taly

DIN : 01334360

Place : Mumbai

