



## ADDENDUM TO THE NOTICE OF EIGHTH ANNUAL GENERAL MEETING OF THE COMPANY

**Addendum to the Notice dated August 10, 2024 convening the Eighth Annual General Meeting of the of the Members of Mcon Rasayan India Limited scheduled to be held on Thursday, September 12th, 2024 at 11:00 A.M. through Video Conference ('VC')/ Other Audio-Visual Means ('OAVM'):**

Mcon Rasayan India Limited (CIN: U24304MH2016PLC286140) ("The Company") had issued a Notice (Original Notice), dated August, 10th, 2024 of the 8th Annual General Meeting (AGM) to be held on Thursday, 12th September, 2024 at 11:00 A.M. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") to transact four business items (2 Ordinary Business) and (2 Special Business) as specified in the said notice. Further to the business specified in the Notice of 8th Annual General Meeting, this Addendum to the said Notice is hereby given that at the said meeting following special business will also be transacted as Item No.5.

### **SPECIAL BUSINESS:**

#### **INCREASE IN AUTHORISED SHARE CAPITAL OF THE COMPANY AND CONSEQUENTIAL ALTERATION OF CAPITAL CLAUSE OF MEMORANDUM OF ASSOCIATION OF THE COMPANY**

To consider and, if thought fit, to pass, with or without modifications(s) the following Resolution as an **Ordinary Resolution**:

**"RESOLVED THAT** pursuant to the provisions of Sections 13, 61 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including statutory modification (s) or enactment (s) thereof, for the time being in force), subject to such approvals as may be necessary, consent of the Members of the Company be and is hereby accorded to alter and substitute the existing clause V of the Memorandum of Association of the Company with the following new Clause V:

**"V. The Authorised Share Capital of the Company is Rs. 10,00,00,000 (Rupees Ten Crores only), divided into 1,00,00,000 (One Crore) Equity Shares of Re. 10/- (Rupee Ten) each."**

**"RESOLVED FURTHER THAT** for the purpose of giving effect to the aforesaid resolution, the Board be and is hereby authorised to give such directions, as may in their absolute direction deem necessary, proper or desirable, to apply for requisite approvals, sanctions of the statutory or regulatory authorities, as may be required, to sign, execute necessary applications, papers, documents, undertakings and other declarations for submission with stock exchanges, Registrar of Companies, Registrar & Share Transfer Agents, depositories and/or any other regulatory or statutory authorities, to appoint legal representatives, advocates, attorneys, including to settle

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**Registered Office:** 101/a, 1st Floor, Maxheal House, Plot-169, Cts-104 Bangur Nagar, Goregaon West, Near Ayyappa Temple, Mumbai, Maharashtra - 400090

**Corporate Office:** Gala No 6 Bardanwala Estate, Nr Dutt Mandir Bandiwali Hill Road, Jogeshwari West, Mumbai, Maharashtra, India, 400102

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any questions, doubts or difficulties that may arise in this respect without requiring to obtain any further approval of Members of the Company to the end and intent that they shall be deemed to have given their approval thereto and or matters connected therewith or incidental thereto expressly by the authority of this resolution.”

**NOTES:**

1. The explanatory statement pursuant to Section 102(1) of the Act and other applicable provisions, which sets out details relating to the proposed Special Business above to be transacted at the AGM, which is considered to be unavoidable by the Board of Directors of the Company, is annexed hereto.
2. In compliance with the applicable MCA Circulars and SEBI Circulars dated May 12, 2020 and May 13, 2022 read with January 05, 2023, Addendum to the Notice of the AGM is being sent only through electronic mode to those Members to whom the Notice dated August 10, 2024 were sent, on the email ids as available with the Company/ Depositories/RTA.
3. Members may note that the Addendum to the Notice of AGM will also be available on the Company's website [www.mconrasayan.com](http://www.mconrasayan.com) and website of the Stock Exchange i.e. National Stock Exchange of India Limited at [www.nseindia.com](http://www.nseindia.com), and on the website of the LIPL website i.e. <https://linkintime.co.in/>.
4. Relevant documents referred to in this Addendum to Notice of AGM are available electronically for inspection without any fees by the Members from the date of circulation of this Notice upto the date of the AGM. Members who wish to seek inspection, may send their request through an email at [csaasha@mconrasayan.com](mailto:csaasha@mconrasayan.com).
5. All the processes, notes and instructions relating to remote e-voting and e-voting during the 8th AGM as well as the process of attending the 8th AGM through VC/OAVM as set out in the 8th AGM Notice dated August 10, 2024, shall mutatis-mutandis apply to the Resolution proposed in this Addendum to the Notice. Furthermore, the Scrutinizer appointed for the ensuing 8th AGM will act as Scrutinizer for the Resolution proposed in this Addendum to the Notice of 8th AGM.

**By Order of the Board**

**For Mcon Rasayan India Limited**

**Sd/-**

**Mrs. Aesha Karan Shah**

**Company Secretary**

**Membership No.: A62487**

**Date: 06.09.2024**

**Place: Mumbai**

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## EXPLANATORY STATEMENT

(Pursuant to Section 102 of the Companies Act, 2013)

As required under Section 102 of the Companies Act, 2013, the following explanatory statement sets out the matter in relation to the Special Business mentioned in the accompanying notice:

### ITEM NO. 5:

In order to effect the increased authorized share capital of the Company, and in order to conform to the requirements of the Companies Act, 2013, Clause V of the Memorandum of Association of the Company is required be amended.

A draft of the Memorandum of Association with the amended Clause V is being circulated herewith:

**“V. The Authorised Share Capital of the Company is Rs. 10,00,00,000 (Rupees Ten Crores only), divided into 1,00,00,000 (One Crore) Equity Shares of Re. 10/- (Rupee Ten) each.”**

Pursuant to the Section 13 of Companies Act, 2013, the alteration of the Memorandum of Association of the Company requires the approval of the Members of the Company and accordingly, the Board now seeks the approval of members for the same by way of passing an ordinary resolution.

Accordingly, the Board recommends the resolution as set out at Item No. 5 of this Addendum to the 8th AGM Notice for approval of the Members of the Company as an Ordinary Resolution.

None of the Directors, Key Managerial Personnel of the Company and/or their relatives are in any way, concerned or interested in the proposed resolutions.

**By Order of the Board**  
**For Mcon Rasayan India Limited**

Sd/-  
**Mrs. Aesha Karan Shah**  
Company Secretary  
Membership No.: A62487

**Date: 06.09.2024**  
**Place: Mumbai**

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