



CIN NO: L24304MH2016PLC286140

Certified Company : An ISO 9001 : 2015 - An ISO 14001 : 2015 - AN BS OHSAS 45001 : 2018

**MCON RASAYAN INDIA LTD.**  
Trusted Partner In Construction Chemicals



(SERIAL NO. MCON- NRC -03/2024-25)

Date: 10.03.2025

To,  
The Members-Nomination and Remuneration Committee,  
Mcon Rasayan India Limited  
Invitees

Dear Sir/Madam,

**Sub: Notice and agenda of 03<sup>rd</sup> Nomination and Remuneration Committee to be held on Tuesday, 18<sup>th</sup> March 2025 for the FY 2024-25**

Notice is hereby given that the 03<sup>rd</sup> Nomination and Remuneration Committee Meeting for the financial year 2024-25 of the Members of the Nomination and Remuneration of the Company shall be held on Tuesday, 18<sup>th</sup> March 2025 at 12.00 p.m. at the Registered Office of the Company at 101/A, 1st Floor, Maxheal House, Plot-169, CTS-104 Bangur Nagar, Goregaon West, Near Ayyappa Temple, Mumbai MH 400090 to consider the following business:

1. To take note of the Chairman of the Meeting.
2. To grant leave of absence to absent Member, if any and to confirm the quorum of the Meeting.
3. To take a note of the minutes of the meeting of the NRC Committee of the Company held on January 13, 2025.
4. Allotment of equity shares under Mcon Rasayan India Limited Employee Stock Option Scheme 2023 ("Mcon ESOP Scheme 2023")
5. To evaluate the performance of the Board of the Company.
6. To consider and transact any other businesses, if any, which may be placed before the Board with the permission of the Chairman.

You are requested to attend the meeting.

**For Mcon Rasayan India Limited,**

**Aesha Karan Shah**  
**Company Secretary & Compliance Officer**  
**Mem. No.: A62487**

**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 - 400102

**Phone :** +91 8976907887 | **Email :** info@mconrasayan.com | **Visit us :** www.mconrasayan.com



CIN NO: L24304MH2016PLC286140

Certified Company : An ISO 9001 : 2015 - An ISO 14001 : 2015 - AN BS OHSAS 45001 : 2018

**MCON RASAYAN INDIA LTD.**  
Trusted Partner In Construction Chemicals



## **MCON RASAYAN INDIA LIMITED**

**{NOTE PURSUANT TO CLAUSE 1.3.8 OF THE SECRETARIAL STANDARD (SS-1)}**

### **AGENDA ITEM NO. 1:**

#### **CHAIRMAN OF THE MEETING**

Mr. Dhara Haresh Thakkar shall be appointed as the Chairperson of the Meeting.

### **AGENDA ITEM NO. 2:**

#### **TO GRANT LEAVE OF ABSENCE TO ABSENT MEMBER, IF ANY AND TO CONFIRM THE QUORUM OF THE MEETING**

The request/s for granting of leave of absence (if any) that may be received by the Company from the members of the committee who may be unable to attend the meeting, shall be placed before the members for consideration and approval. After ascertaining the quorum, the proceedings of the meeting shall start.

### **AGENDA ITEM NO. 3:**

#### **TO TAKE NOTE OF MINUTES OF PREVIOUS COMMITTEE MEETING**

The Chairperson of the Committee will confirm the Minutes of Previous Nomination and Remuneration Committee Meeting. The minutes of previous Committee meeting is attached herewith.

The Committee shall be requested take the same on records.

### **AGENDA ITEM NO. 4:**

#### **ALLOTMENT OF EQUITY SHARES UNDER MCON RASAYAN INDIA LIMITED EMPLOYEE STOCK OPTION SCHEME 2023 ("MCON ESOP SCHEME 2023")**

The members are informed that the following employees have exercised their stock options under the MCON ESOP Scheme 2023, and have submitted their exercise letters along with the requisite application money.

---

**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 - 400102

**Phone :** +91 8976907887 | **Email :** info@mconrasayan.com | **Visit us :** www.mconrasayan.com



In this connection, the members are requested to recommend the same to the Board by passing the following resolution:

**"RESOLVED THAT** pursuant to the applicable provisions of the Companies Act, 2013, SEBI Regulations, the Income Tax Act, 1961, the Depositories Act, 1996, and the rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof), and in accordance with the MCON ESOP Scheme 2023, the consent of the Board of Directors be and is hereby accorded for the allotment of the following equity shares of **Rs. 10/- each**, fully paid-up for cash, to the eligible employees:

Sr. No.	Employee ID	Employee Name	Options Granted	Year 1 Vesting	Amount	Total Cheque
1	M003	Mr. Pradeep Landge	1000	330	40	13200
2	M004	Mr. Mohan Yadav	1000	330	40	13200
3	M005	Ms. Rupa Bhandarkar	1850	611	40	24440
4	M006	Mr. Jayesh Pajwani	1200	396	40	15840
5	M007	Mr. Dhaval Bhanushali	1480	489	40	19560
6	M008	Ms. Gojrika Ghag	1200	396	40	15840
7	M011	Ms. Shagufta Shaikh	870	287	40	11480
8	M013	Mr. Phool Singh	490	162	40	6480
9	M014	Mr. Vinayak Jadhav	300	99	40	3960
10	M015	Ms. Varsha Chawan	680	224	40	8960
11	M017	Ms. Reshma Pawar	400	132	40	5280
12	M019	Ms. Nisha Jadhav	870	287	40	11480
13	M021	Ms. Pooja Thombre Adivarekar	525	173	40	6920
14	M022	Mr. Pankaj Bhanushali	1150	380	40	15200
15	M029	Mr. Anil Hirpara	200	66	40	2640
16	M030	Mr. Ashish Gupta	1350	446	40	17840

**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 - 400102

**Phone :** +91 8976907887 | **Email :** info@mconrasayan.com | **Visit us :** www.mconrasayan.com



17	M031	Mr. Chandrakant Patil	680	225	40	9000
18	M034	Mr. Dinesh Singh	400	132	40	5280
19	M036	Mr. Saddam Zari	100	33	40	1320
20	M042	Mr. Anil Jha	100	33	40	1320
21	M043	Mr. Shailesh Mayavanshi	400	132	40	5280
22	M046	Mr. Ashish Gosavi	100	33	40	1320
23	M048	Mr. Unad Lakhnotra	480	158	40	6320
24	M059	Mr. Savinay Kamble	100	33	40	1320
25	M061	Mr. Mukesh Kashyap	290	96	40	3840
26	M065	Ms. Tejal Bhosle	400	132	40	5280
27	M066	Mr. Ravindra Devrukhkar	290	96	40	3840
28	M067	Mr. Pravin Ubhare	200	66	40	2640
29	M073	Mr. Shankar Wakde	100	33	40	1320
30	M115	Dr. Rachna Pandey	1000	330	40	13200
<b>TOTAL</b>			<b>24070</b>	<b>6340</b>	<b>40</b>	<b>253600</b>

**RESOLVED FURTHER THAT** the equity shares so allotted shall rank **pari-passu** with the existing equity shares of the Company.

**RESOLVED FURTHER THAT** pursuant to the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the allotted shares shall be credited to the respective demat accounts of the employees as per the details provided in their exercise letters.

**RESOLVED FURTHER THAT** Mr. Mahesh Ravji Bhanushali, Managing Director, and Mrs. Aesha Karan Shah, Company Secretary & Compliance Officer, be and are hereby severally authorized to:

- Arrange for the payment of applicable stamp duty on the allotment.
- Prepare, sign, and submit all necessary applications, documents, and correspondence to regulatory authorities.
- Ensure compliance with all statutory and procedural requirements in connection with this allotment.

**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 - 400102

**Phone :** +91 8976907887 | **Email :** info@mconrasayan.com | **Visit us :** www.mconrasayan.com



**RESOLVED FURTHER THAT** the Managing Director and Company Secretary be and are hereby severally authorized to:

- Record the names of the allottees in the Register of Members.
- File the return of allotment in Form PAS-3 with the Registrar of Companies.

**RESOLVED FURTHER THAT** they are also authorized to sign the listing and trading applications and complete all formalities required for getting the equity shares listed on the **National Stock Exchange of India Limited** and admitted for electronic trading through **NSDL & CDSL**.

**RESOLVED FURTHER THAT** a certified copy of this resolution be forwarded to all concerned authorities for necessary action."

## AGENDA ITEM NO. 5:

### TO EVALUATE THE PERFORMANCE OF THE BOARD OF THE COMPANY.

The Chairperson shall inform the Committee that, in compliance with the provisions of Section 178 of the Companies Act, 2013, and Schedule IV of the Companies Act, 2013, the Company is required to conduct an annual performance evaluation of:

- The Board as a whole

The Nomination & Remuneration Committee (NRC) is responsible for overseeing the evaluation process and ensuring its effectiveness.

The Company Secretary shall place before the Committee the Performance Evaluation Framework and relevant documents to facilitate the process. The evaluation shall be conducted based on pre-defined criteria, including but not limited to:

#### 1. For the Board as a Whole:

- Effectiveness in setting strategic objectives and monitoring implementation.
- Decision-making processes and quality of discussions.
- Compliance with statutory and regulatory requirements.

Following deliberations, the Committee is requested to pass the following resolution:

**"RESOLVED THAT**, pursuant to the provisions of Section 178 of the Companies Act, 2013, and Schedule IV of the Companies Act, 2013, the Nomination & Remuneration Committee (NRC) recommends conducting the annual performance evaluation of the Board as a Whole of the Company in accordance with the established evaluation framework.

---

**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 - 400102

**Phone :** +91 8976907887 | **Email :** info@mconrasayan.com | **Visit us :** www.mconrasayan.com





CIN NO: L24304MH2016PLC286140

Certified Company : An ISO 9001 : 2015 - An ISO 14001 : 2015 - AN BS OHSAS 45001 : 2018

**MCON RASAYAN INDIA LTD.**  
Trusted Partner In Construction Chemicals



**RESOLVED FURTHER THAT**, the Committee recommends placing the evaluation framework before the Board for their consideration and approval.

**RESOLVED FURTHER THAT**, the Committee authorizes the Company Secretary to facilitate the evaluation process, compile the responses, and present the findings to the Board for further deliberation and necessary action."

**AGENDA ITEM NO. 6:**

**TO CONSIDER AND TRANSACT ANY OTHER BUSINESS, IF ANY, WHICH MAY BE PLACED BEFORE THE COMMITTEE WITH THE PERMISSION OF THE CHAIRMAN**

**For, MCON Rasayan India Limited,**

**Aesha Karan Shah**  
**Company Secretary & Compliance Officer**  
**Mem. No.: A62487**

---

**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 - 400102

**Phone :** +91 8976907887 | **Email :** info@mconrasayan.com | **Visit us :** www.mconrasayan.com