



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

Date: 01.11.2024

To,
The Board of Directors,
Mcon Rasayan India Limited
Invitees

Dear Sir/Madam,

Sub: Notice and agenda of 04th Board Meeting to be held on Monday, 11th November 2024 for the FY 2024-25

Notice is hereby given that the 4th Meeting for the financial year 2024-25 of the Board of Directors of the Company shall be held on Monday, 11th November, 2024 at 05.00 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', if any.
3. To ascertain the quorum of the meeting.
4. To approve the Allotment of Equity Shares under Qualified Institutional Placement;
5. To consider and transact any other businesses, if any, which may be placed before the Board with the permission of the Chairman.

In case any director is unable to attend the said meeting in person, due to his prior commitments, he/she can join the meeting through Video Conferencing or Audio Conferencing. Kindly let us know well in advance your availability and suitability for making further arrangements in that regard.

We request you to make it convenient to attend the Meeting.

You are requested to attend the meeting.

For Mcon Rasayan India Limited,



Aesha Shah

Company Secretary & Compliance Officer

Mem. No.: A62487

Add: B-501 Himachal CHS,

S.V. Road, Malad West, 400064

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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**MCON RASAYAN INDIA LIMITED****{NOTE PURSUANT TO CLAUSE 1.3.8 OF THE
SECRETARIAL STANDARD (SS-1)}****AGENDA ITEM NO. 1:****TO TAKE NOTE OF THE CHAIRMAN OF THE MEETING.**

Mr. Mahesh Bhanushali shall be appointed as the Chairman of the Meeting.

AGENDA ITEM NO. 2:**TO GRANT ‘LEAVE OF ABSENCE’, IF ANY.**

Leave of absence shall be granted to a Director only when a request for such leave has been communicated to the Company Secretary or to the Chairman or to any other person authorized by the Board to issue Notice of the Meeting. The request/s for granting of leave of absence (if any) that may be received by the Company from Directors who may be unable to attend the meeting, shall be placed before the Board for consideration and approval.

AGENDA ITEM NO. 3:**TO ASCERTAIN THE QUORUM OF THE MEETING.**

The chairman shall check the total strength of directors present in the meeting and call the meeting in order if the strength of meeting satisfies the provisions contained in Section 174 of the Companies Act, 2013. Quorum shall be present throughout the Meeting.

AGENDA ITEM NO.4:**TO APPROVE THE ALLOTMENT OF EQUITY SHARES UNDER QUALIFIED
INSTITUTIONAL PLACEMENT**

“**RESOLVED THAT**, in accordance with Chapter VI of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the “SEBI ICDR Regulations”), as amended and the provisions of all other applicable laws, rules and regulations, guidelines, circulars and notifications and pursuant to the resolution of the Board of Directors dated August 10, 2024 the approval of the shareholders of the Company on September 12, 2024 in respect of the issue of equity shares of the Company of face value of Rs. 10/- each (the “Equity Shares”), the preliminary placement document dated November 07, 2024 (“Preliminary Placement Document”) and the placement document dated November 11, 2024 (“Placement Document”), receipt of the Certificate on the Funds Received for the

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Placement, dated November 11, 2024 by the statutory auditor of the Company, M/s. Devang Kumar Dand and Associates, Chartered Accountants certifying receipt of full payment of application monies in the escrow account, in accordance with the details specified in the Confirmation of Allocation Note and application form for the Issue and pursuant to the applications received from eligible qualified institutional buyers (“QIBs”) in the Qualified Institutions Placement under Chapter VI of the SEBI ICDR Regulations (the “Issue”), and Section 42 and Section 62 of the Companies Act, 2013, as amended, read with the rules issued thereunder (including any amendment(s), statutory modification(s) or re-enactment therefor for the time being in force) and In Principle approvals granted by the National Stock Exchange of India Limited (the “Stock Exchange”), the consent and approval of the Board be and is hereby accorded for the issue and allotment of 10,19,000 equity shares of face value Rs. 10 each of the Company (the “Equity Shares”) to the following successful 15 number of QIBs, at a price of Rs. 157.00 per Equity Share (including securities premium of Rs. 147.00 per Equity Share), [and reflects a discount of Rs. 8.22 (i.e. 4.98%) on the Floor Price of Rs. 165.18/-] against receipt of full payment of application monies in *Mcon Rasayan India Limited - QIP Issue Account*, with the details specified in the confirmation of allocation note and the application form for the Issue be and are hereby allotted.”

Sr. No.	Name of the Allotees	No. of Shares allotted
1.	SAINT CAPITAL FUND	63,000
2.	MATTERHORN INDIA FUND	32,000
3.	KNIGHTSTONE CAPITAL LLP	32,000
4.	HDFC BANK LIMITED	1,27,000
5.	FINAVENUE CAPITAL TRUST - FINAVENUE GROWTH FUND	64,000
6.	PARADISE MOON INVESTMENT FUND I	1,27,000
7.	ANTARA INDIA EVERGREEN FUND LTD	80,000
8.	MONEYWISE FINANCIAL SERVICES PVT. LTD. MFSPL	79,000
9.	VIKASA INDIA EIF I FUND - INCUBE GLOBAL OPPORTUNITIES	1,27,000
10.	ARROW EMERGING OPPORTUNITIES FUND LIMITED	64,000
11.	VELOCE AIF- VELOCE OPPORTUNITIES FUND	64,000
12.	TATTVAM AIF TRUST	64,000
13.	SWYOM INDIA ALPHA FUND	32,000
14.	RAJASTHAN GLOBAL SECURITIES PRIVATE LIMITED	32,000
15.	MAVIRA GROWTH OPPORTUNITIES FUND	32,000
Total		10,19,000

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“RESOLVED FURTHER THAT the consent and approval of the Board be and is hereby accorded for disclosing names of the allottees who have been allotted Equity Shares equal to or more than 5% of the Issue size, a list of which was duly initialed by Mr. Mahesh Ravji Bhanushali, Managing Director for the purpose of identification, be and is hereby adopted and approved for filing with the National Stock Exchange of India Limited (“Stock Exchanges”) where the Equity Shares of the Company allotted pursuant to the Issue are proposed to be listed.”

“RESOLVED FURTHER THAT the Equity Shares allotted as above, subject to the provisions of the memorandum of association and articles of association of the Company, shall rank pari passu with the existing equity shares of the Company and shall be entitled to such dividends and benefits, if any declared by the Company after the allotment, if applicable, in compliance with Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended and other applicable laws and regulations.”

“RESOLVED FURTHER THAT Ms. Aesha Karan Shah, Company secretary and compliance officer, be and is hereby authorized to apply for listing and trading approvals of Stock Exchanges for the Equity Shares allotted by the Company by way of the Preliminary Placement Document and the Placement Document and the aforesaid resolution, which are to be listed on the Stock Exchanges and is hereby authorized to sign and submit the letter of application and other deeds, documents and instruments in connection with the listing and trading of the Equity Shares on the Stock Exchanges.”

“RESOLVED FURTHER THAT the Equity Shares allotted as above, to be credited to the demat account of the allottees through corporate action with NSDL/CDSL after obtaining necessary approvals from the Stock Exchange, as per the details furnished by the respective successful QIBs in the application forms and Ms. Aesha Karan Shah, Company Secretary and Compliance Officer, be and is hereby authorized to take necessary steps to finalize, approve and submit the corporate action with the Depositories.”

“RESOLVED FURTHER THAT the names of such Allottees be extended into the register of equity shareholders of the Company and/or the electronic records maintained in respect of dematerialized holding, as the case may be.”

“RESOLVED FURTHER THAT Ms. Aesha Karan Shah, Company Secretary and Compliance Officer, be and is hereby authorised to do all such acts and deeds as may be deemed necessary to give effect to the aforesaid allotment of Equity Shares including but not limited to filing of return of allotment with regard to the Equity Shares allotted as aforesaid, and all such other applicable documents as may be required under Companies Act, 2013, as amended and the rules prescribed thereunder and all applicable filings required to be filed under the Foreign

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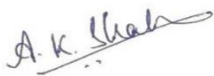
Exchange Management Act, 1999, as amended and rules or regulations prescribed thereunder be filed with the Registrar of Companies, and any other filing as required to be made with the Stock Exchange, or any other regulatory authority, payment of applicable stamp duty, signing and submitting the letters of application and other deeds, documents and instruments in connection with the listing/trading of the Equity Shares on the Stock Exchanges, making necessary disclosures to the Stock Exchanges and other regulatory authorities with respect to such allotment as required by law, affixing the common seal of the Company on all necessary documents, if required, in terms of the provisions of the Articles of Association of the Company and to do such all acts and deeds as may be required to give effect to the aforesaid resolutions.”

“**RESOLVED FURTHER THAT** any of the Directors of the Company or the Company Secretary be and are hereby severally authorized to certify the true copy of these resolutions and forward the same to any person or authority for their record and necessary action.”

AGENDA ITEM NO. 5

TO CONSIDER AND TRANSACT ANY OTHER BUSINESSES, IF ANY, WHICH MAY BE PLACED BEFORE THE BOARD WITH THE PERMISSION OF THE CHAIRMAN.

For Mcon Rasayan India Limited,



Aesha Shah

Company Secretary & Compliance Officer

Mem. No.: A62487

Add: B-501 Himachal CHS,

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