



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-BMN-02/2026-27)

Date: 19.05.2026

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

Dear Sir/Madam,

Sub: Notice and agenda of 02nd Board Meeting to be held on Wednesday, 27th May 2026 for the FY 2026-27

Notice is hereby given that the 02nd Meeting for the Financial Year 2026-27 of the Board of Directors of the Company shall be held on Wednesday, 27th May, 2026 at 01.00 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 take on record the minutes of the previous meeting of the Board of Directors of the Company held on April 28, 2026;
5. To take on record the minutes of the Audit Committee meeting of the Company held on April 28, 2026;
6. To take note of the minutes of the Management Committee meeting of the Company held on May 4, 2026;
7. To consider and recommend appointment and remuneration of Statutory Auditor of the company for a term of five consecutive years.

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

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8. To consider and approve the appointment and remuneration of Secretarial Auditor of the Company for the Financial Year 2026-27.
9. To consider and approve the appointment of M/s. B H Doshi & Associates as Internal Auditors of the Company for the financial year 2026-27.
10. To consider and take note on the report received from Internal Auditors for the Financial Year ended March 31, 2026.
11. To Consider and approve the Audited Standalone Financial Results for the Half Year and Financial Year ended 31st March 2026 and the Audited Financial Statement of the company for the financial year ended March 31, 2026.
12. To review the adequacy and effectiveness of internal financial control system of the company for the financial year ended March 31, 2026.
13. To take note of status of important notices received from Statutory Authorities and Status of Customer:
 - a. Status of important notices received from Statutory Authorities
 - b. Status of Customer Litigation.
14. To consider and approve related party transactions of the Company.
15. To consider, review and approve the Annual and Quarterly Budgets for the financial year 2026-27.
16. To take note of the newspaper advertisement published as per Rule 18(3) (I) Of The Companies (Management and Administration), Second Rules, 2014
17. To take note of the certificate received from the chief financial officer pursuant to Regulation 33(2)(a) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
18. To reconstitute the committee members of Management Committee.
19. To consider and transact any other businesses, if any, which may be placed before the Board with the permission of the Chairman.

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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.

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

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**{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 occupy the Chair and conduct the proceedings 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 authorised 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 TAKE ON RECORD THE MINUTES OF THE PREVIOUS MEETING OF THE
BOARD OF DIRECTORS OF THE COMPANY HELD ON APRIL 28, 2026;**

The Minutes of the previous meeting of the Board of Directors of the Company held on April 28th, 2026 is enclosed herewith for the perusal of the Board.

The Board is requested to consider and take note of the same.

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AGENDA ITEM NO. 5:

TO TAKE ON RECORD THE MINUTES OF THE AUDIT COMMITTEE MEETING OF THE COMPANY HELD ON APRIL 28, 2026;

The Minutes of the previous meeting of the Audit Committee of the Company held on April 28, 2026 is enclosed herewith for the perusal of the Board.

The Board is requested to consider and take note of the same.

AGENDA ITEM NO. 6:

TO TAKE NOTE OF THE MINUTES OF THE MANAGEMENT COMMITTEE MEETING OF THE COMPANY HELD ON MAY 4, 2026;

The Minutes of the previous meeting of the Management Committee of the Company held on May 4, 2026 is enclosed herewith for the perusal of the Board.

The Board is requested to consider and take note of the same.

AGENDA ITEM NO. 7:

TO CONSIDER AND RECOMMEND APPOINTMENT AND REMUNERATION OF STATUTORY AUDITORS OF THE COMPANY FOR A TERM OF FIVE CONSECUTIVE YEARS

The Chairman shall inform the Board that pursuant to the provisions of Sections 139 and 142 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, every company is required to appoint Statutory Auditors to hold office for a term of five consecutive years, subject to approval of the Members of the Company.

The Chairman shall further inform the Board that the present term of the existing Statutory Auditors of the Company shall expire at the conclusion of the ensuing Annual General Meeting of the Company. Accordingly, the Audit Committee has recommended the appointment of M/s. Patkar & Pendse, Chartered Accountants, Firm Registration No. **107824W**, as the Statutory Auditors of the Company for a term of five consecutive years commencing from the conclusion of the ensuing Annual General Meeting till the conclusion of the Annual General Meeting to be held for the financial year 2030-31.

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The Chairman shall also place before the Board the consent letter and certificate received from M/s. Patkar & Pendse, Chartered Accountants confirming their eligibility and willingness to act as Statutory Auditors of the Company in accordance with the provisions of the Companies Act, 2013 and applicable rules made thereunder.

The Board is requested to consider and pass the following resolution:

“RESOLVED THAT pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, including any statutory modification(s) or re-enactment thereof for the time being in force, and subject to approval of the Members of the Company, M/s. Patkar & Pendse, Chartered Accountants, having Firm Registration No. **107824W**, be and are hereby recommended for appointment as the Statutory Auditors of the Company for a term of five consecutive years commencing from the conclusion of the ensuing Annual General Meeting till the conclusion of the Annual General Meeting to be held for the financial year 2030-31, at such remuneration plus applicable taxes and reimbursement of out-of-pocket expenses as may be mutually agreed between the Board of Directors and the Statutory Auditors.

RESOLVED FURTHER THAT the Board of Directors and/or Company Secretary of the Company be and are hereby severally authorized to issue notice convening the Annual General Meeting, include the aforesaid proposal in the Notice of AGM, file necessary e-forms with the Registrar of Companies and to do all such acts, deeds, matters and things as may be necessary to give effect to this resolution.”

AGENDA ITEM NO. 8:

TO CONSIDER AND APPROVE THE APPOINTMENT AND REMUNERATION OF SECRETARIAL AUDITOR OF THE COMPANY FOR THE FINANCIAL YEAR 2026-27

The Chairman shall place before the Board the proposal for appointment of M/s. Prem Pyara Tiwari & Associates, Practicing Company Secretaries, as Secretarial Auditors of the Company for conducting Secretarial Audit for the financial year 2026-27 pursuant to the provisions of Section 204 of the Companies Act, 2013 and applicable rules made thereunder.

The Board shall recommend the appointment of the said firm as the Secretarial Auditor of the Company and requests the Board to consider their appointment on a yearly retainer basis for secretarial audit work subject to the recommendation by the Audit Committee.

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The Chairman shall place the consent letter confirming their willingness and eligibility to be appointed as Secretarial Auditors of the Company under Section 204 of the Companies Act 2013.

It is proposed to pass the following resolutions:

RESOLVED THAT pursuant to the provisions of Section 204, 179(3) and other applicable provisions, if any, of the Companies Act, 2013 read with the rules made thereunder, and pursuant to the recommendation of the Audit Committee, M/s. Prem Pyara Tiwari & Associates be and is hereby appointed as the Secretarial Auditors of the Company to conduct auditing of secretarial and related records of the Company and to furnish secretarial Audit reports for the Financial year 2026-2027.

RESOLVED FURTHER THAT the Managing Director be and is hereby authorized to finalize the remuneration of the Secretarial Auditor, at such fee and on such terms and conditions as may be mutually decided and agreed upon between the Secretarial Auditors and the Company.

RESOLVED FURTHER THAT any one Director or the Company Secretary of the Company be and are hereby authorized file necessary forms with the Registrar of Companies and to do all such acts, deeds and things as may be necessary or incidental in this regard to give effect to the aforesaid resolutions.

AGENDA ITEM NO. 9:

TO CONSIDER AND APPROVE THE APPOINTMENT OF M/S. B H DOSHI & ASSOCIATES AS INTERNAL AUDITORS OF THE COMPANY FOR THE FINANCIAL YEAR 2026-27.

The Chairman shall inform the Board of Directors about the proposal for appointment of **M/s. B. H. Doshi & Associates**, as Internal Auditors of the Company for the Financial Year 2026-27 subject to the recommendation by the Audit Committee.

The Chairman shall place the consent letter confirming their willingness and eligibility to be appointed as Internal Auditors of the Company under Section 138 of the Companies Act 2013.

The members of the Board will be requested to review and approve the same and pass the following resolution in this regard:

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“**RESOLVED THAT** pursuant to the provisions of Sections 138, 179(3) and other applicable provisions, if any, of the Companies Act, 2013 read with the rules made thereunder, and pursuant to the recommendation of the Audit Committee, M/s. B. H. Doshi & Associates be and are hereby appointed as the Internal Auditors of the Company for the financial year 2026-27 at such remuneration and reimbursement of out-of-pocket expenses as may be mutually agreed between the Company and the Internal Auditors.”

RESOLVED FURTHER THAT any one Director or the Company Secretary of the Company be and are hereby severally authorized to file necessary e-Forms with Ministry of Corporate Affairs and to do all such acts, deeds, matters and things as may be considered necessary in this regard.”

AGENDA ITEM NO. 10:

TO CONSIDER AND TAKE NOTE OF THE INTERNAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2026.

The Chairman shall place before the Board the Internal Audit Report for the financial year ended March 31, 2026 received from the Internal Auditors of the Company along with the observations and recommendations made therein, for the consideration and noting of the Board.

The Chairman shall further inform the Board that the Audit Committee at its meeting, has reviewed the aforesaid Internal Audit Report.

The Board is requested to consider and pass the following resolution:

“**RESOLVED THAT** the Internal Audit Report for the financial year ended March 31, 2026, as placed before the Board, be and is hereby noted and taken on record.”

AGENDA ITEM NO. 11:

TO CONSIDER AND APPROVE THE AUDITED STANDALONE FINANCIAL RESULTS FOR THE HALF YEAR AND FINANCIAL YEAR ENDED MARCH 31, 2026 AND THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2026.

The Chairman shall place before the Board the Audited Standalone Financial Results for the half year and financial year ended March 31, 2026 together with the Audit Report issued by the Statutory Auditors thereon for the consideration and approval of the Board.

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The Chairman shall further place before the Board the Audited Financial Statements of the Company comprising the Balance Sheet as at March 31, 2026, Statement of Profit and Loss, Cash Flow Statement, Statement of Assets and Liabilities and notes forming part thereof for the financial year ended March 31, 2026.

The Chairman shall further inform the Board that the Audit Committee at its meeting, has reviewed and recommended the aforesaid Audited Standalone Financial Results and Audited Financial Statements for approval of the Board.

The Chairman shall also inform the Board that pursuant to Regulation 33(2)(a) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Chief Financial Officer of the Company have certified that the aforesaid financial results do not contain any false or misleading statement or figures and do not omit any material fact which may make the statements or figures contained therein misleading.

The Board is requested to consider and approve the following resolution:

“RESOLVED THAT pursuant to the provisions of Sections 129, 134, 179 and other applicable provisions, if any, of the Companies Act, 2013 read with Rules made thereunder and Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Audited Standalone Financial Results for the half year and financial year ended March 31, 2026, as placed before the Board, be and are hereby approved and the Audit Report issued by the Statutory Auditors thereon be and is hereby taken on record.

RESOLVED FURTHER THAT the Audited Financial Statements of the Company comprising the Balance Sheet as at March 31, 2026, Statement of Profit and Loss, Cash Flow Statement, Statement of Assets and Liabilities and notes thereto for the financial year ended March 31, 2026, as placed before the Board, be and are hereby approved.

RESOLVED FURTHER THAT pursuant to the provisions of Section 134 and other applicable provisions, if any, of the Companies Act, 2013, Mr. Mahesh Ravji Bhanushali, Chairman and Managing Director, Mr. Chetan Bhanushali, Whole Time Director, Mrs. Veenita Nishit Tanna, Chief Financial Officer and Mrs. Aesha Shah, Company Secretary and Compliance Officer of the Company, be and are hereby authorized to sign the said Financial Statements on behalf of the Company.

RESOLVED FURTHER THAT Mr. Mahesh Ravji Bhanushali, Managing Director and/or Mrs. Aesha Shah, Company Secretary and Compliance Officer of the Company, be and are

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hereby severally authorized to submit the aforesaid financial results together with Audit Report and other required documents with the Stock Exchange(s) and to do all such acts, deeds and things as may be necessary in this regard.”

AGENDA ITEM NO. 12:

TO REVIEW THE ADEQUACY AND EFFECTIVENESS OF INTERNAL FINANCIAL CONTROLS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2026

The Chairman shall inform the Board that pursuant to the applicable provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Audit Committee has reviewed the adequacy and effectiveness of the Internal Financial Controls (“IFC”) and internal control systems of the Company relating to financial reporting, accounting procedures, safeguarding of assets, compliance monitoring and operational processes for the financial year ended March 31, 2026.

The Chairman shall further place before the Board the observations/recommendations of the Internal Auditors, Statutory Auditors and Audit Committee, if any, in relation to the internal financial control systems and risk management framework of the Company.

The Board shall review the adequacy and operating effectiveness of the internal financial controls and note that the Company has adequate internal financial control systems commensurate with the size and nature of its business and that such controls are operating effectively.

The Board is requested to take note of the same.

AGENDA ITEM NO. 13:

TO TAKE NOTE OF STATUS OF IMPORTANT NOTICES RECEIVED FROM STATUTORY AUTHORITIES AND STATUS OF CUSTOMER:

A. Status of Important Notices Received from Statutory Authorities

The Chairman shall place before the Board the status/details of important notices, communications, demands, observations or proceedings received from various statutory/regulatory authorities, if any, and the actions taken/proposed to be taken by the Company in this regard.

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The Board shall review and take note of the same.

B. Status of Customer Litigations

The Chairman shall further place before the Board the status of customer litigations/legal proceedings involving the Company, details whereof are as under:

SR. NO.	PARTY	BALANCE AMOUNT	CASE NO.	STATUS	ACTI ON
i.	SHRI GAJAL DECOR	7,78,529.0	644 / SUM /2025	Legal Case Filed	Case
ii.	SHREE SHYAM TILES AND MARBLE RAJSTHAN	3,50,000.0	645 / SUM /2025	Legal Case Filed	Case
iii.	SKY BLUES INFRA	3,25,779.1	1325/SUM/2023	Legal Case Filed	Case
iv.	PANDEY CONSTRUCTION	1,88,790.0	0092/SUM/2023	Legal Case Filed	Case
v.	SAHAB CONSTRUCTION	1,79,750.0	0093/SUM/2023	Payment Received	Case
vi.	Solitaire Enterprises	1,50,092.0	Summary Cases/01/2026	Legal Case Filed	Case
vii.	K.K. INFRASTRUCTURE	1,20,231.0	1091/SUM/2023	Payment Received	Closed
viii.	KARUNA ENTERPRISES	85,830.0	Cases/687 / 2025	Legal Case Filed	Case
ix.	Roar Stone	2,68,520.0	651 / SUM /2025	Legal Case Filed	Case
x.	KAMAL TRADING COMPANY	4,72,334.0	1133/SUM/2022	Legal Case Filed	Case
xi.	Sunray Building Repair and Painting Construtors	1,07,202.0	Case Resolved	Payment Received	Closed
xii.	BRRITE SERVICES	4,18,005.0	Cases/1171/2025	Legal Case Filed	Case
xiii.	SWASTIK MARBLE & TILES	1,77,423.0	Summary Cases/12/2026	Legal Case Filed	Case
xiv.	VINDHYACHAL ENTERPRISES	2,70,663.0	Summary Cases/94/2026	Legal Case Filed	Case
xv.	A V AGENCIES	1,10,409.0		Legal Case Cancelled in MSME - Need to take advice from Advocate for further legal Action	Closed
xvi.	MYRRH ENTERPRISE	1,24,862.8	Legal Letter Sent	Payment Received	Closed
xvii.	M/s C M C Corporation	3,14,100.0	Legal Letter Sent	Payment Received	Case
xviii.	ROYAL BUILD CON	93,530.0	Legal Letter Sent	Payment settlement done 50-50	Closed

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xix.	GANESHAM TRADERS RAJSTHAN	1,31,769.0		Legal Case Filed	Case
xx.	SIDDHIVINAYAK ENTERPRISE (SURAT)	1,25,000.0		Legal Case Filed	Case

The Board shall review the status of the aforesaid matters and take note of the same.

AGENDA ITEM NO. 14:

TO CONSIDER AND APPROVE RELATED PARTY TRANSACTIONS OF THE COMPANY.

The Chairman shall inform the Board that pursuant to the provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 and Regulation 23 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, prior approval of the Audit Committee and Board of Directors is required for entering into related party transactions by the Company.

The Chairman shall further inform the Board that the Company, in the ordinary course of its business, proposes to enter into certain contracts, arrangements and transactions with related parties on arm's length basis during the financial year, details whereof are placed before the Board for its consideration and approval.

The Chairman shall further inform the Board that the Audit Committee at its meeting, has reviewed and recommended the proposed related party transactions for approval of the Board.

The Chairman shall also inform the Board that the proposed transactions are intended to be undertaken in the ordinary course of business and on arm's length basis and are considered commercially beneficial and in the interest of the Company.

The particulars of the proposed related party transactions pursuant to Section 188 of the Companies Act, 2013, Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 and Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are placed before the Board for its consideration:

Details as per requirements of NSE Circular dated June 26, 2025 relating to Industry Standards

PART-A - MINIMUM INFORMATION OF THE PROPOSED RPT

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A (1) - BASIC DETAILS OF THE RELATED PARTY		
Sr. No.	Particulars	Information
01	Name of the related party	R K Trader
02	Country of incorporation of the related party	India
03	Nature of business of the related party	Construction Chemical contractors and dealers
A (2) - RELATIONSHIP AND OWNERSHIP OF THE RELATED PARTY		
Sr. No.	Particulars	Information
01	Relationship between the listed entity/ subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:	Mrs. Puja Mahesh Bhanushali & Mr. Mahesh Ravji Bhanushali (<u>Mrs. Puja Mahesh Bhanushali is the owner of R K Traders. Mr. Mahesh Ravji Bhanushali is husband of Mrs. Puja Mahesh Bhanushali</u>)
	➤ Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary) , whether direct or indirect, in the related party.	Mrs. Puja Mahesh Bhanushali – Owner - 113625
	➤ Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary) .	Body Corporate – Private Limited Company Capital contribution, if any, made by the listed entity : NIL
	➤ Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary) . Explanation: Indirect shareholding shall mean shareholding held through any person, over which the listed entity/Subsidiary/ related party has control. While calculating indirect shareholding, shareholding held by relatives shall also be considered	Mrs. Puja Mahesh Bhanushali – Owner - 113625
A (3) - DETAILS OF PREVIOUS TRANSACTIONS WITH THE RELATED PARTY		

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Sr. No.	Particulars	Information									
01	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year.	<table border="1"><thead><tr><th>Sr. No.</th><th>Nature of Transactions</th><th>FY 2025-26 (In INR)</th></tr></thead><tbody><tr><td>01</td><td>Office Rent</td><td>3,96,000/-</td></tr><tr><td colspan="2">TOTAL</td><td>3,96,000/-</td></tr></tbody></table>	Sr. No.	Nature of Transactions	FY 2025-26 (In INR)	01	Office Rent	3,96,000/-	TOTAL		3,96,000/-
Sr. No.	Nature of Transactions	FY 2025-26 (In INR)									
01	Office Rent	3,96,000/-									
TOTAL		3,96,000/-									
02	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	INR 3,96,000/- (aggregate value of transactions undertaken up to 31 March 2026)									
03	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year	NIL									
A (4) - AMOUNT OF THE PROPOSED TRANSACTION(S)											
Sr. No.	Particulars	Information									
01	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.	<table border="1"><thead><tr><th>Sr. No.</th><th>Nature of Transactions</th><th>FY 2026-27 (In INR)</th></tr></thead><tbody><tr><td>01</td><td>Office Rent</td><td>4,26,000/-</td></tr><tr><td colspan="2">TOTAL</td><td>4,26,000/-</td></tr></tbody></table>	Sr. No.	Nature of Transactions	FY 2026-27 (In INR)	01	Office Rent	4,26,000/-	TOTAL		4,26,000/-
Sr. No.	Nature of Transactions	FY 2026-27 (In INR)									
01	Office Rent	4,26,000/-									
TOTAL		4,26,000/-									
02	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	No									
03	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	0.047%									
04	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the	NA									

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	subsidiary and where the listed entity is not a party to the transaction)									
05	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available	NA								
06	Financial performance of the related party for the immediately preceding financial year:	<table border="1"><thead><tr><th>Particulars</th><th>FY 2024-25 (INR in 000')</th></tr></thead><tbody><tr><td>Turnover</td><td>5074.52</td></tr><tr><td>Profit after Tax</td><td>227.39</td></tr><tr><td>Net Worth</td><td>421,261,659</td></tr></tbody></table>	Particulars	FY 2024-25 (INR in 000')	Turnover	5074.52	Profit after Tax	227.39	Net Worth	421,261,659
Particulars	FY 2024-25 (INR in 000')									
Turnover	5074.52									
Profit after Tax	227.39									
Net Worth	421,261,659									
A (5) - BASIC DETAILS OF THE PROPOSED TRANSACTION										
Sr. No.	Particulars	Information								
01	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	<table border="1"><thead><tr><th>Sr. No.</th><th>Category</th><th>Transaction</th></tr></thead><tbody><tr><td>01</td><td>Rent</td><td>Office Rent</td></tr></tbody></table>	Sr. No.	Category	Transaction	01	Rent	Office Rent		
Sr. No.	Category	Transaction								
01	Rent	Office Rent								
02	Details of each type of the proposed transaction	<table border="1"><thead><tr><th>Transaction</th><th>Details</th></tr></thead><tbody><tr><td>Office Rent</td><td>The Company proposes to continue a lease rental transaction with R K Trader for use of the premises for business operations of the company for the FY 2026-27. The transaction is in the ordinary</td></tr></tbody></table>	Transaction	Details	Office Rent	The Company proposes to continue a lease rental transaction with R K Trader for use of the premises for business operations of the company for the FY 2026-27. The transaction is in the ordinary				
Transaction	Details									
Office Rent	The Company proposes to continue a lease rental transaction with R K Trader for use of the premises for business operations of the company for the FY 2026-27. The transaction is in the ordinary									

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			course of business and is in the best interest of the Company				
03	Tenure of the proposed transaction	<table border="1"> <thead> <tr> <th>Transaction</th> <th>Tenure</th> </tr> </thead> <tbody> <tr> <td>Office Rent</td> <td>The arrangement shall remain valid for a period of One Year and may be renewed on mutually agreed terms</td> </tr> </tbody> </table>	Transaction	Tenure	Office Rent	The arrangement shall remain valid for a period of One Year and may be renewed on mutually agreed terms	
Transaction	Tenure						
Office Rent	The arrangement shall remain valid for a period of One Year and may be renewed on mutually agreed terms						
04	Whether omnibus approval is being sought?	Yes					
05	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise	NA					
06	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	<table border="1"> <thead> <tr> <th>Transaction</th> <th>Justification</th> </tr> </thead> <tbody> <tr> <td>Office Rent</td> <td>The premises are strategically located and suitable for the operational requirements of the Company. The transaction ensures uninterrupted availability of business premises and operational convenience.</td> </tr> </tbody> </table>	Transaction	Justification	Office Rent	The premises are strategically located and suitable for the operational requirements of the Company. The transaction ensures uninterrupted availability of business premises and operational convenience.	
Transaction	Justification						
Office Rent	The premises are strategically located and suitable for the operational requirements of the Company. The transaction ensures uninterrupted availability of business premises and operational convenience.						

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			<p>The lease rental has been determined on an arm's length basis, considering prevailing market rental rates, and is commercially beneficial due to its cost-effectiveness, suitability, accessibility, and operational efficiency. The transaction is in the ordinary course of business and is in the best interest of the Company</p>									
07	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.											
	➤ Name of the director / KMP		<table border="1"> <thead> <tr> <th>Sr . No.</th> <th>Name</th> <th>Designation in Company</th> <th>Nature of interest in RP</th> </tr> </thead> <tbody> <tr> <td>01</td> <td>Mrs. Puja Mahesh Bhanushali</td> <td>Non-Executive Director</td> <td>Director & Shareholder</td> </tr> </tbody> </table>		Sr . No.	Name	Designation in Company	Nature of interest in RP	01	Mrs. Puja Mahesh Bhanushali	Non-Executive Director	Director & Shareholder
Sr . No.	Name	Designation in Company	Nature of interest in RP									
01	Mrs. Puja Mahesh Bhanushali	Non-Executive Director	Director & Shareholder									

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	➤ Shareholding of the director / KMP, whether direct or indirect, in the related party	Sr . No.	Name of Director/KMP	% of Shareholding
		01	Mrs. Puja Mahesh Bhanushali	1.55%
		02	Mr. Mahesh Ravji Bhanushali	47.79%
		Total		49.34%
08	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	NIL		
09	Other information relevant for decision making.	The proposed transactions are in the ordinary course of business, on arm's length basis and is considered commercially beneficial and in the interest of the Company considering the technical expertise and support proposed to be availed from R K Trader.		
PART- B - INFORMATION TO BE PROVIDED ONLY IF A SPECIFIC TYPE OF RPT				
B (1) - DISCLOSURE ONLY IN CASE OF TRANSACTIONS RELATING TO SALE, PURCHASE OR SUPPLY OF GOODS OR SERVICES OR ANY OTHER SIMILAR BUSINESS TRANSACTION AND TRADE ADVANCES				
Sr. No.	Particulars	Information		
01	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services	Transacti on	Details	
		Office Rent	The lease rental has been determined on an arm's length basis, considering prevailing market rental rates,	

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			and is commercially beneficial due to its cost-effectiveness, suitability, accessibility, and operational efficiency. The transaction is in the ordinary course of business and is in the best interest of the Company
		Sale of Goods	The transaction is in the ordinary course of business and is in the best interest of the Company
		Purchase of Goods	The transaction is in the ordinary course of business and is in the best interest of the Company.
02	Basis of determination of price.	Proposed Sale of Goods	- Transactions amounting to approximately 19,00,00,000 (Nineteen Crores) of the turnover
		Proposed Purchase of Goods	- Transactions amounting to approximately 1,00,00,000 (One Crore) of the turnover
03	In case of Trade advance (of up to 365 days or such period for which such advances are extended as per normal trade practice) , if any, proposed to be extended to the related party in relation to the transaction, specify the following:	NA	
	➤ Amount of Trade advance		
	➤ Tenure		

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➤ Whether same is self-liquidating?

1. Office Rent with Puja Bhanushali

Particulars	Details
<u>The name of the related party and nature of relationship;</u>	Mrs. Puja Mahesh Bhanushali & Mr. Mahesh Ravji Bhanushali (<u>Mrs. Puja Mahesh Bhanushali is the owner of R K Traders. Mr. Mahesh Ravji Bhanushali is husband of Mrs. Puja Mahesh Bhanushali</u>)
<u>The nature, duration of the contract and particulars of the contract or arrangement;</u>	Office Rent, One year (April 2026 – March 2027) Office Address: Gala No. 6, Bardanwala Estate, Nr Dutt mandir Bandiwali Hill Road, Jogeshwari West, Mumbai, Jogeshwari West, Maharashtra, India, 400102
<u>The material terms of the contract or arrangement including the value, if any;</u>	Rs 4,26,000\-
The maximum value per transaction which can be allowed	Rs. 2,00,000\-
<u>Any advance paid or received for the contract or arrangement, if any;</u>	No
<u>The manner of determining the pricing and other commercial terms, both included as part of contract and not considered as part of the contract;</u>	Arm Length's Price
<u>Whether all factors relevant to the contract have been considered, if not, the details of factors not considered with the rationale for not considering those factors; and</u>	Yes all relevant factors to the contract have been considered
<u>Any other information relevant or important for the Board to take a</u>	No

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<u>decision on the proposed transaction.</u>	
<u>The indicative base price or current contracted price and the formula for variation in the price, if any</u>	No

2. Sale Transactions with R K Traders :

Particulars	Details
<u>The name of the related party and nature of relationship;</u>	Mrs. Puja Mahesh Bhanushali & Mr. Mahesh Ravji Bhanushali (<u>Mrs. Puja Mahesh Bhanushali is the owner of R K Traders. Mr. Mahesh Ravji Bhanushali is husband of Mrs. Puja Mahesh Bhanushali</u>)
<u>The nature, duration of the contract and particulars of the contract or arrangement;</u>	Sales of finished goods, One year (April 2026 – March 2027) Purchase of goods, One year (April 2026 – March 2027)
<u>The material terms of the contract or arrangement including the value, if any;</u>	Sales of finished goods - Transactions amounting to approximately 19,00,00,000 (Nineteen Crores) of the turnover Purchase of goods - Transactions amounting to approximately 1,00,00,000 (One Crore) of the turnover
<u>The maximum value per transaction which can be allowed</u>	Transactions amounting to 1,00,00,000
<u>Any advance paid or received for the contract or arrangement, if any;</u>	No

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<u>The manner of determining the pricing and other commercial terms, both included as part of contract and not considered as part of the contract;</u>	Arm Length's Price
<u>Whether all factors relevant to the contract have been considered, if not, the details of factors not considered with the rationale for not considering those factors; and</u>	Yes all relevant factors to the contract have been considered
<u>Any other information relevant or important for the Board to take a decision on the proposed transaction.</u>	No
<u>The indicative base price or current contracted price and the formula for variation in the price, if any</u>	-

The interested director(s), wherever applicable, shall disclose their interest in the respective related party transaction(s) and shall abstain from participating in the discussion and voting on the relevant item(s).

The Board is requested to consider and approve the following resolution:

“RESOLVED THAT pursuant to the provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013 read with Rules made thereunder and Regulation 23 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, consent of the Board be and is hereby accorded to enter into the related party transactions/contracts/arrangements, details whereof are placed before the Board, on such terms and conditions as set out therein, provided that the said transactions shall be undertaken in the ordinary course of business and on arm's length basis.

RESOLVED FURTHER THAT the Board hereby notes that the Audit Committee at its meeting, has reviewed and recommended the aforesaid related party transactions for approval of the Board.

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RESOLVED FURTHER THAT Mr. Mahesh Ravji Bhanushali, Chairman and Managing Director of the Company, be and are hereby authorized to finalize, execute and sign agreements, contracts, work orders, purchase orders, letters, documents and other writings and to do all such acts, deeds, matters and things as may be necessary, proper or expedient to give effect to this resolution.”

AGENDA ITEM NO. 15:

TO CONSIDER, REVIEW AND APPROVE THE ANNUAL AND QUARTERLY BUDGETS FOR THE FINANCIAL YEAR 2026-27

The Chairman shall place before the Board the detailed Annual Budget and Quarterly Financial Budgets/Projections for the financial year 2026-27, including projected revenue, operating expenditure, capital expenditure, cash flow projections and other financial estimates prepared by the management of the Company.

The Board shall review the key assumptions, operational plans, projected financial performance and budgetary allocations for the financial year 2026-27.

The Board is requested to consider and pass the following resolution:

“**RESOLVED THAT** the Annual Budget and Quarterly Financial Budgets/Projections of the Company for the financial year 2026-27, as placed before the Board, be and are hereby reviewed and approved.

RESOLVED FURTHER THAT the Board do hereby take note of the projected revenue, expenditure, capital allocation and cash flow estimates for the financial year 2026-27 and accord its approval for implementation of the said budgets by the management of the Company.

RESOLVED FURTHER THAT the management of the Company be and is hereby authorized to undertake all necessary operational and financial actions for implementation of the approved budgets and to monitor the performance and budget utilization on a periodic basis.

RESOLVED FURTHER THAT the Board shall review the performance and budget variances periodically and may approve such modifications, revisions or reallocations in the budgets as may be considered necessary in the interest of the Company.”

AGENDA ITEM NO. 16:

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TO TAKE NOTE OF THE NEWSPAPER ADVERTISEMENT PUBLISHED AS PER RULE 18(3) (I) OF THE COMPANIES (MANAGEMENT AND ADMINISTRATION), SECOND RULES, 2014

In compliance with the Rule 18(3) (i) of the Companies (Management and Administration), Second Rules, 2014, the Company should provide an advance opportunity at-least once in a financial year, to the member to register their e-mail address and changes therein.

The Board shall take note of the newspaper advertisement published as per Rule 18(3) (i) of the Companies (Management and Administration), Second Rules, 2014

AGENDA ITEM NO. 17:

TO TAKE NOTE OF THE CERTIFICATE RECEIVED FROM THE CHIEF FINANCIAL OFFICER PURSUANT TO REGULATION 33(2)(a) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015.

The Chairman shall inform the Board that pursuant to Regulation 33(2)(a) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Chief Financial Officer of the Company is required to certify that the financial results do not contain any false or misleading statement or figures and do not omit any material fact which may make the statements or figures contained therein misleading.

The Chairman shall further place before the Board the certificate received from Mrs. Veenita Nishit Tanna, Chief Financial Officer of the Company, in this regard for the noting of the Board.

The Board is requested to take note of the same

AGENDA ITEM NO. 18:

TO RECONSTITUTE THE COMMITTEE MEMBERS OF MANAGEMENT COMMITTEE.

The Board is informed that the existing Management Committee of the Company was constituted by the Board to facilitate operational and administrative matters of the Company and to exercise such powers as delegated by the Board from time to time.

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In view of the changes in management structure / operational requirements of the Company and for effective administration and smooth functioning of business operations, it is proposed to reconstitute the Management Committee of the Company.

Accordingly, the Board is requested to consider and approve the reconstitution of the Management Committee with effect from 1st June, 2026.

The proposed composition of the reconstituted Management Committee shall be as under:

1. Mr. Mahesh Ravji Bhanushali – Chairman
2. Mr. Nandan Dilip Pradhan – Member
3. Mr. Chetan Ravji Bhanushali – Member

The Management Committee shall continue to exercise such powers and authorities as may be delegated by the Board from time to time in accordance with the provisions of the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Articles of Association of the Company.

The draft resolution proposed to be passed in this regard is placed before the Board for its consideration and approval.

AGENDA ITEM NO. 19:

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

Any other matter shall be taken up for discussion with the permission of the Chair.

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

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