



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-01/2026-27)

Date: 20.04.2026

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

Dear Sir/Madam,

Sub: Notice and agenda of 01st Board Meeting to be held on Tuesday, 28th April 2026 for the FY 2026-27

Notice is hereby given that the 1st Meeting for the financial year 2026-27 of the Board of Directors of the Company shall be held on Tuesday, 28th April, 2026 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 THROUGH VIDEO CONFERENCING ("VC") / OTHER AUDIO VISUAL ("OAVM") 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 confirm the minutes of the previous meeting of the Board of Directors of the Company held on March 30, 2026;
5. To take on record the minutes of the Nomination & Remuneration Committee meeting of the Company held on March 30, 2026;
6. To take on record the minutes of the Management Committee meeting of the Company held on March 31, 2026;
7. To consider and take note on the Disclosure of Interest received from the Board of Directors of the Company and declaration of compliance of code of conduct by all the directors of the company along with declaration of independence by all the independent directors of the company.
8. To take note of Compliances done under SEBI (Listing Obligation and Disclosures Requirements) Regulations, 2015, Companies Act, 2013 and Regulation 76 of SEBI

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

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(Depositories Participants) Regulations, 2018, for the quarter and year ended March 31, 2026.

9. To take note of the closure of trading window under the SEBI (Prohibition of Insider Trading) Regulations, 2015 for the year ended March 31, 2026.
10. To give authority to Managing Director/Company Secretary to file various forms/returns with Registrar of Companies /Ministry of Corporate Affairs/ Stock Exchange and any other regulatory as may be applicable.
11. To give authority to Directors to file income tax return with Income Tax department and GST department on behalf of the company.
12. To give authority to Directors to approach Banks/Financial Institutions for availing secured/unsecured borrowings.
13. To take note of the duties of Directors u/s 166 of Companies Act, 2013.
14. To consider and approve availment of credit facilities from Axis Bank Limited and authorise execution of necessary documents.
15. 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.

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 CONFIRM THE MINUTES OF THE PREVIOUS MEETING OF THE BOARD OF
DIRECTORS OF THE COMPANY HELD ON MARCH 30, 2026;**

The Minutes of the previous meeting of the Board of Directors of the Company held on March 30, 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 RECORD ON THE MINUTES OF THE NOMINATION & REMUNERATION COMMITTEE MEETING OF THE COMPANY HELD ON MARCH 30, 2026;

The Minutes of the previous meeting of the Nomination and Remuneration Committee of the Company held on March 30, 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 ON RECORD THE MINUTES OF THE MANAGEMENT COMMITTEE MEETING OF THE COMPANY HELD ON MARCH 31, 2026;

The Minutes of the previous meeting of the Management Committee of the Company held on March 31, 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 TAKE NOTE ON THE DISCLOSURE OF INTEREST RECEIVED FROM THE BOARD OF DIRECTORS OF THE COMPANY AND DECLARATION OF COMPLIANCE OF CODE OF CONDUCT BY ALL THE DIRECTORS OF THE COMPANY ALONG WITH DECLARATION OF INDEPENDENCE BY ALL THE INDEPENDENT DIRECTORS OF THE COMPANY.

The Chairman shall place before the Board the disclosures received from the Directors pursuant to Section 184 of the Companies Act, 2013 read with the applicable Rules made thereunder in Form MBP-1, along with declarations received in Form DIR-8 confirming that the Directors are not disqualified from being appointed or continuing as Directors under Section 164 of the Companies Act, 2013.

The Board shall also take note of the affirmations received from the Directors regarding compliance with the Company's Code of Conduct and the declarations of independence received from the Independent Directors pursuant to the provisions of Section 149(7) of the

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Companies Act, 2013 and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

AGENDA ITEM NO.8:

TO TAKE NOTE OF COMPLIANCES DONE UNDER SEBI (LISTING OBLIGATION AND DISCLOSURES REQUIREMENTS) REGULATIONS, 2015, COMPANIES ACT, 2013 AND REGULATION 76 OF SEBI (DEPOSITORIES PARTICIPANTS) REGULATIONS, 2018, FOR THE QUARTER AND YEAR ENDED MARCH 31, 2026.

As a listed company, the Company is required to comply with various regulations and guidelines issued by the Securities and Exchange Board of India (SEBI) from time to time. The details of compliances made under SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, Companies Act, 2013 and the SEBI (Depositories Participants) Regulations, 2018 for the quarter ended and Financial Year Ended March 31, 2026 be taken note of, the copy of said documents will be placed before the Board at the Board Meeting.

S. No.	Compliance	Regulation/Provision	Date of Submission
i)	Confirmation by RTA	74 (5) of the SEBI (Depositories And Participants) Regulations, 2018	07.04.2026
ii)	SEBI Takeover Regulations 2011.	Regulation 31(4)	07.04.2026
iii)	Integrated Governance	comprising Regulation 13(3): Statement on redressal of investor grievances and 27(2): Compliance Report on Corporate Governance and few provisions of Regulation 30	23.04.2026
iv)	Shareholding Pattern	31(1)(b) of SEBI (LODR) Regulations, 2015	21.04.2026
v)	Reconciliation of Share Capital Audit Report	76 of SEBI (Depositories Participants) Regulations, 2018	27.04.2026

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vi)	Form MSME-1	Pursuant to Order 2 and 3 dated 22 January, 2019 issued under Section 405 of the Companies Act, 2013]	In Process
vii)	Annual Listing Fees for FY 2026-27	NSE Listing Agreement	In Process

The Board is requested to take note of the above.

AGENDA ITEM NO. 9:

TO TAKE NOTE OF THE CLOSURE OF TRADING WINDOW UNDER THE SEBI (PROHIBITION OF INSIDER TRADING) REGULATIONS, 2015 FOR THE YEAR ENDED MARCH 31, 2026.

Board Members shall be informed that as per the Company's Code of Conduct for Prevention of Insider Trading read with the SEBI (Prohibition of Insider Trading) Regulations, 2015 the period prior to declaration of any price sensitive information is particularly sensitive for transaction in Company's securities. During such times, Directors and Designated Persons will have to forgo the opportunity of trading in Company's securities. Therefore, the Directors and the Designated Persons shall not deal in the Securities of the Company when the trading window is closed.

Board is further informed that the Trading Window for dealing in equity shares of the Company is closed with effect from Wednesday, April 01, 2026 till 48 hours after the declaration of the financial results for the quarter and year ended March 31, 2026 (being price sensitive information) and the intimation regarding closure of trading window has also been sent to Stock Exchange and all the designated persons.

The Copy of intimation regarding continuation of closure of trading window forwarded to Stock Exchanges on March 23, 2026, was circulated to Board Members for their consideration. The same would be placed in the Meeting by the Chairman for Board's review and noting. The Board is requested to consider the same and take on record.

AGENDA ITEM NO.10:

TO GIVE AUTHORITY TO MANAGING DIRECTOR/COMPANY SECRETARY TO FILE VARIOUS FORMS/RETURNS WITH REGISTRAR OF COMPANIES

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/MINISTRY OF CORPORATE AFFAIRS/ STOCK EXCHANGE AND ANY OTHER REGULATORY AS MAY BE APPLICABLE.

As a listed company, the Company is required to file various forms/returns with the Registrar of Companies/Ministry of Corporate Affairs/Stock Exchange in accordance with the relevant laws and regulations. The Company has appointed a Company Secretary to file these forms/returns on behalf of the Company. The Director/Company Secretary be authorized to file various forms/returns with the Registrar of Companies/Ministry of Corporate Affairs/Stock Exchange on behalf of the Company.

It is proposed to pass the following resolution:

“RESOLVED THAT the Board of Directors of the company do hereby severally authorize Mr. Mahesh Ravji Bhanushali (DIN: 07585072) Managing Director of the Company or any other Director of the Company and Mrs. Aesha Karan Shah (ACS No: A62487) Company Secretary and Compliance officer of the Company, jointly or individually, to sign, execute and arrange to e-file all necessary forms, returns with the Registrar of Companies, Regional Director, Ministry of Corporate Affairs, Stock Exchange and/ or any other prescribed authority, as may be required under various provisions of Companies Act, 2013 or any other enactment thereof for and on behalf of the Company, relating to all matters for the conduct of the Management and business of the Company during the FY 2026-2027.”

AGENDA ITEM NO.11:

TO GIVE AUTHORITY TO DIRECTORS TO FILE INCOME TAX RETURN WITH INCOME TAX DEPARTMENT AND GST DEPARTMENT ON BEHALF OF THE COMPANY.

The Board is informed that the Company is required to file income-tax returns and GST returns and undertake related compliances with the concerned authorities from time to time.

The Board may consider authorising Mr. Mahesh Ravji Bhanushali, Managing Director and Mr. Chetan Ravji Bhanushali, Whole-time Director of the Company, to sign, execute and file the necessary returns, forms, documents, replies and related papers on behalf of the Company.

It is proposed to pass the following resolution:

“RESOLVED THAT the Board of Directors of the company do hereby severally authorize Mr. Mahesh Ravji Bhanushali (DIN: 07585072) Managing Director and Mr. Chetan Ravji

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Bhanushali (DIN: 09341600) Whole-time Director of the Company, jointly or individually, to sign, execute and arrange to File Income Tax Return with Income tax department as may be required under various provisions of Income Tax Act 1961 and GST returns with GST department, for and on behalf of the Company, relating to all matters for the conduct of the Management and business of the Company during the FY 2026-2027.”

AGENDA ITEM NO.12:

TO GIVE AUTHORITY TO DIRECTORS TO APPROACH BANKS/FINANCIAL INSTITUTIONS FOR AVAILING SECURED/UNSECURED BORROWINGS.

The Chairman shall inform the Board that for the business and operational requirements of the Company, it may be necessary from time to time to approach banks, financial institutions, NBFCs and other lenders for availing secured and/or unsecured loans and credit facilities.

The Chairman shall further inform the Board that the members of the Company have already approved borrowing powers under Section 180(1)(c) of the Companies Act, 2013 vide Special Resolution passed at the General Meeting held on December 19, 2022 authorizing the Board to borrow monies up to an aggregate limit of Rs. 100,00,00,000/- (Rupees One Hundred Crores Only).

Accordingly, the Board may consider granting authority to Mr. Mahesh Ravji Bhanushali, Managing Director of the Company, and/or such other Director(s) as may be authorized by the Board, to approach banks, financial institutions, NBFCs and other lenders during the financial year for availing secured and/or unsecured borrowings and credit facilities up to an aggregate limit of Rs. 30,00,00,000/- (Rupees Thirty Crores Only), within the overall borrowing limits approved by the members of the Company.

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

“RESOLVED THAT pursuant to the provisions of Section 179(3)(d), Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 read with Rules made thereunder and within the borrowing limits approved by the members of the Company, consent of the Board be and is hereby accorded to Mr. Mahesh Ravji Bhanushali, Managing Director of the Company, and/or such other Director(s) as may be authorized by the Board, to approach banks, financial institutions, NBFCs and other lenders for availing secured and/or unsecured loans and credit facilities up to an aggregate limit of Rs. 30,00,00,000/- (Rupees Thirty Crores Only) during the financial year, and to negotiate preliminary commercial terms, submit

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applications, furnish information and documents and undertake necessary preliminary actions in connection therewith on behalf of the Company.

RESOLVED FURTHER THAT final acceptance of sanction terms, execution of definitive/facility documents and creation of charge/security, wherever applicable, shall be placed before the Board separately for its consideration and approval.

RESOLVED FURTHER THAT the aforesaid authorized persons be and are hereby jointly and/or severally authorized to do all such acts, deeds and things and to sign such applications, declarations and documents as may be necessary for giving effect to this resolution.”

AGENDA ITEM NO. 13:

TO TAKE NOTE OF THE DUTIES OF DIRECTORS U/S 166 OF COMPANIES ACT, 2013.

The Board shall take note on the Duties required to be performed by Directors under Section 166 of Companies Act, 2013 and rules made there under.

AGENDA ITEM NO.14:

TO CONSIDER AND APPROVE AVAILMENT OF CREDIT FACILITIES FROM AXIS BANK LIMITED AND AUTHORISE EXECUTION OF NECESSARY DOCUMENTS

The Chairman shall inform the Board that the Company proposes to approach Axis Bank Limited (“Bank”) for availing financial assistance for the business and operational requirements of the Company. The Chairman shall further inform the Board that upon sanction of the proposed facilities by the Bank, the sanction letter and related terms and conditions shall be placed before the Board for its consideration and approval.

Accordingly, the Chairman shall propose that the Board consider authorizing the functional Directors of the Company to open and operate such accounts, as may be required, and to avail various banking facilities/services offered by the Bank in connection with such accounts.

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

"RESOLVED THAT the approval of the Board be and is hereby given to the Company to avail financial assistance from Axis Bank Limited, for the amount not exceeding in the

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aggregate, Rs. 2,50,00,000/- (Rupees Two Crore(s) Fifty Lakh(s) Only) in terms of the Bank's sanction letter no. dated, and subsequent modifications if any as placed before the Board."

"FURTHER RESOLVED THAT the said financial facility be and is hereby availed in the form and manner as detailed hereunder:

Nature of Facility:	Amount Rs.:
Adhoc Cash Credit	2,50,00,000/-

"FURTHER RESOLVED THAT the approval of the Board be and is hereby given to provide/furnish such security to the Bank for availing the said facility as may be required by the Bank on exclusive hypothecation of entire current assets of the Company."

"FURTHER RESOLVED THAT Mr. Mahesh Ravji Bhanushali (Director) and/or Mr. Chetan Ravji Bhanushali (Director) and/or Mrs. Puja Mahesh Bhanushali (Director) be and are hereby Singly authorized to sign, execute and deliver all the documents including title deeds to the property of the Company as may be necessary for the proper availing of the said facility and as may be required by the Bank and further to furnish, sign, execute and deliver such indemnities and/or declarations and/or affidavits on behalf of the Company in favour of the Bank as may be required by the Bank in any matter related hereto and generally to do all such acts and deeds as may be necessary for the availing the said financial facility and for all matters connected therewith and/or incidental thereto, including delegating the powers to execute documents by way of a power of attorney, if necessary."

"FURTHER RESOLVED THAT Company do open a Cash Credit/Overdraft Account in its name/in the name and style of **"M/S. Mcon Rasayan India Limited"** ("the Account") with Axis Bank Limited ("Axis Bank") at VAPI (GJ)

"FURTHER RESOLVED THAT the company do avail the 'Corporate Internet Banking' service for the Account opened/to be opened with Axis Bank at its various branch(es) and the company do accept such terms, conditions, stipulation laid down by the Bank from time to time for the purpose."

"FURTHER RESOLVED THAT Mr. Mahesh Ravji Bhanushali (Director) and/or Mr. Chetan Ravji Bhanushali (Director) and/or Mrs. Puja Mahesh Bhanushali, be and hereby singly authorised to sign and deliver necessary Application Forms, to accept, sign, execute, deliver and complete all documentation, agreements and other Documents therefor and do all acts and

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deeds as may required by Axis Bank in connection with opening / activating the Account AND that the Company do accept the terms and conditions applicable for the Cash Credit/Overdraft Account as may be contained in the Application Forms and displayed on the website www.axisbank.com ("Website") or any other terms and conditions as may be notified by Axis Bank from time to time in connection with the provision of products and services offered in respect of the Cash Credit/Overdraft Account. The said officials are also be and hereby singly/jointly authorised to accept and abide by the modifications and/or variations in any or all the terms and conditions from time to time and to nominate, substitute, revoke and vary mandate etc. from time to time and on behalf of the company, in order to apply for and avail and operate the 'Corporate Internet Banking' facility provided by the Bank."

"FURTHER RESOLVED THAT Axis Bank be instructed to accept and credit to the Account all moneys deposited with or collect and credit into the Account all cheques that are deposited and notes, bills, other negotiable instruments, orders or receipts in the name of the Company that are endorsed/signed/issued by as per table below:

Name of the Authorized Signatories	Designation
Mahesh Ravji Bhanushali	Director
Chetan Ravji Bhanushali	Director
Puja Mahesh Bhanushali	Director

Singly on behalf of the Company."

"FURTHER RESOLVED THAT Axis Bank be instructed to honour all cheques, promissory notes, and other instruments drawn by and all bills accepted on behalf of the Company, so long as the Account being in credit balance or within the overdraft limit, where overdraft facility is provided by Axis Bank in respect of the Account, and are endorsed/signed/ issued by as per table below:

Name of the Authorized Signatories	Designation
Mahesh Ravji Bhanushali	Director
Chetan Ravji Bhanushali	Director
Puja Mahesh Bhanushali	Director

of the company for the time being, jointly and/or severally on behalf of the Company and such signature(s) shall be sufficient authority to bind the Company in all transactions between the Company and the Axis Bank including those specifically referred to herein."

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"FURTHER RESOLVED THAT the Board is aware that the Bank was granting Customer level access and has now moved to Account level access to grant account level operational powers to the Board delegated Authorised Signatories.

Name	Designation	Initiator/ Approver	Transaction Limit Rs.
Existing to be continue	Existing to be continue	Existing to be continue	Existing to be continue

"FURTHER RESOLVED THAT the above authorised officials are also authorised to operate on behalf of the company through 'Corporate Internet Banking' service on the company's accounts including by causing a debit balance in company's account(s) with the Bank and/or continually operate the account(s) even when overdrawn, as per the access specifications authorised in Corporate Internet Banking form."

"FURTHER RESOLVED THAT Axis Bank be and is hereby authorized to accept all instructions given or initiated through the 'Corporate Internet Banking' service through initiator and approver from all or any one of the above signatories in respect of company's account/s. The company does agree to hold the Bank harmless and indemnifies and agrees to keep the Bank's interest protected on account of the bank executing such instructions by the above signatories in the manner provided here in above."

"FURTHER RESOLVED THAT, Mr. Chetan Bhanushali , Mr. Mahesh Bhanushali, Mrs. Puja Bhanushali and Mr. Ravji Bhanushali be and are hereby requested to provide their personal guarantees to secure the said facility and/or to create hypothecation/mortgage over their assets as stipulated in the sanction letter of the Bank".

"FURTHER RESOLVED THAT a Certified True Copy of this Resolution be furnished to the Bank and/or such persons/entities as may be deemed fit by Mr. Mahesh Ravji Bhanushali (Director) and/or Mr. Chetan Ravji Bhanushali (Director) and/or Mrs. Puja Mahesh Bhanushali (Director).

AGENDA ITEM NO.15:

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,

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Aesha Shah
Company Secretary & Compliance Officer
Mem. No.: A62487
Add: B-501 Himachal CHS,
S.V. Road, Malad West, 400064

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