



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 01<sup>st</sup> Board Meeting to be held on Tuesday, 28<sup>th</sup> April 2026 for the FY 2026-27**

Notice is hereby given that the 1<sup>st</sup> Meeting for the financial year 2026-27 of the Board of Directors of the Company shall be held on Tuesday, 28<sup>th</sup> 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 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 note of the minutes of the previous meeting of the Board of Directors of the Company held on March 30, 2026;
5. To take note of the minutes of the Nomination & Remuneration Committee meeting of the Company held on March 30, 2026;
6. 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.
7. To take note of Compliances done under SEBI (Listing Obligation and disclosures Requirements) Regulation, 2015 and Regulation 76 of SEBI (Depositories Participants) Regulations, 2018, for the quarter and year ended March 31, 2026.

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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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8. To take on record the window closure as per the SEBI (Prohibition of Insider Trading) Regulations, 2015 for the year ended March 31, 2026.
9. To give authority to Managing Director/Company Secretary to file various forms/ret
10. urns with registrar of companies /ministry of corporate affairs/ stock exchange and any other regulatory as may be applicable.
11. To give authority to Director to file income tax return with Income Tax department and GST department.
12. To give authority to directors to borrow secured/unsecured loans.
13. To give authority to directors to make investments.
14. To take note of the duties of Directors u/s 166 of Companies Act, 2013.
15. To consider and approve the acceptance of the sanction terms of the ad hoc loan from Axis Bank India Limited.
16. 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 TAKE ON RECORD OF 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 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 intimations sent by the Directors under Section 184 the Companies Act, 2013 and any applicable provisions of the said Act and rules thereof in Form No. MBP-1 along with the declaration of not being disqualified in any of the Companies he/she being a director in DIR-8 for approval. The Board of Directors would review interest disclosures from its members as mandated by the Companies Act, 2013, ensuring transparency and compliance. Additionally, it would assess the compliance declarations with the Company's Code of Conduct by all Directors, and confirm that all Independent Directors have declared their independence in accordance with Reg. 16 (1) (b) of LODR 2015.

**AGENDA ITEM NO.7:**

**TO TAKE NOTE OF COMPLIANCES DONE UNDER SEBI (LISTING OBLIGATION AND DISCLOSURES REQUIREMENTS) REGULATION, 2015 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). The compliance done under SEBI (Listing Obligations and Disclosures Requirements) Regulation, 2015 and Regulation 76 of SEBI (Depositories Participants) Regulations, 2018 for the quarter, half year

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and FY ended March 31, 2026 be taken note of. The copy of said documents is being placed before the Board at the Board Meeting.

S. No.	Compliance	Regulation	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

The Board is requested to take note of the above.

#### **AGENDA ITEM NO.8:**

#### **TO TAKE ON RECORD THE WINDOW CLOSURE AS PER THE SEBI (PROHIBITION OF INSIDER TRADING) REGULATIONS, 2015 FOR THE YEAR ENDED MARCH 31, 2026.**

Board Members were 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

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the Designated Persons shall not deal in the Securities of the Company when the trading window is closed.

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

**AGENDA ITEM NO.9:**

**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.**

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.10:**

**TO GIVE AUTHORITY TO DIRECTOR TO FILE INCOME TAX RETURN WITH INCOME TAX DEPARTMENT AND GST DEPARTMENT.**

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As a company, the Company is required to file Income Tax Return with the Income Tax Department and GST Return with the Goods and Services Tax Department. The Chairman shall inform the Board that the Authority be given to the Managing Director Mr. Mahesh Ravji Bhanushali and Whole Time Director Mr. Chetan Ravji Bhanushali to file income tax return with income tax department and GST department jointly or individually.

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 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.11:**

#### **TO GIVE AUTHORITY TO DIRECTORS TO BORROW SECURED/UNSECURED LOANS.**

The Chairman shall inform the Board that authority be granted to the Managing Director, Mr. Mahesh Ravji Bhanushali, to borrow unsecured loans and secured loans up to a limit of Rs. 30,00,00,000 (Rupees Thirty Crore) in one or more tranches, on such terms and conditions as may be mutually agreed upon by the parties. This authority is pursuant to the members' approval under Section 180(1)(c) of the Companies Act, 2013, granted at the General Meeting held on December 19, 2022, which allows the Board of Directors to borrow within a limit of Rs. 3,00,00,000 (Rupees Three Crore).

It is proposed to pass the following resolution:

**“RESOLVED THAT** pursuant to Section 179 (3) and other applicable provisions, if any, of the Companies Act, 2013 along with Rules or subject to such modification and re-enactment thereof and by superseding all earlier Board Resolution related to the borrowings, Board of directors of the Company be and is hereby authorized to borrow the money as Secured/Unsecured Loans up to a limit of Rs. 30,00,00,000 (Rupees Thirty Crore) in aggregate, in one or more tranches on such other terms and conditions as may be mutually agreed between the parties”.

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**RESOLVED FURTHER THAT** Director shall give a declaration in writing before giving the Loan to the company that the amount given by director as Loan to the Company shall not be out of funds acquired by him by borrowing or accepting loans or deposits from others.

**"RESOLVED FURTHER THAT** Board of Directors of the Company be and is hereby jointly and/or severally authorized to do all such acts, deeds and things and to sign all such documents and writings as may be necessary, expedient and incidental thereto to give effect to this resolution and for matter connected therewith or incidental thereto."

#### **AGENDA ITEM NO.12:**

#### **TO GIVE AUTHORITY TO DIRECTORS TO MAKE INVESTMENTS.**

The Chairman shall inform the Board that authority be granted to the Managing Director, Mr.Mahesh Ravji Bhanushali, to grant loans to body corporate(s), provide any guarantee, or offer any security in respect of loans and/or to acquire by way of subscription, purchase, or otherwise, the securities and/or make any investment (including FDR) of a sum not exceeding Rs. 30,00,00,000 (Rupees Thirty Crore). This is subject to the condition that the aggregate of the loans, guarantees, securities, and/or investments so far acquired or to be acquired in bodies corporate(s) does not exceed the limits prescribed under Section 186 of the Companies Act, 2013. This authority is pursuant to the members' approval under Section 180(1)(c) of the Companies Act, 2013, granted at the General Meeting held on December 19 2022, which allows the Board of Directors to borrow within a limit of Rs. 3,00,00,000 (Rupees Three Crores). It is proposed to pass the following resolution:

**"RESOLVED THAT** pursuant to Section 179 (3) and other applicable provisions, if any, of the Companies Act, 2013 along with Rules or subject to such modification and re-enactment thereof, the Board of directors of the Company be and is hereby authorized for granting loan to body corporate/s or give any guarantee or provide any security in respect of loan and/or to acquire by way of subscription, purchase or otherwise the securities and/or making any investment (including FDR) subject to limit that the aggregate of the loans, guarantees or securities and/or investment and/or securities so far acquired or to be acquired in bodies corporate/s does not exceed a sum of Rs. 30,00,00,000 (Rupees Thirty Crore) in aggregate, prescribed under Section 186 of the Companies Act, 2013 subject to approval of public financial institution(if required), if any term loan is subsisting.

**"RESOLVED FURTHER THAT** the loan will carry interest not lower than the rate of interest specified in section 186(7) and will be payable on ending relevant financial year.

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**"RESOLVED FURTHER THAT** Board of Directors of the Company be and is hereby jointly and/or severally authorized to do all such acts, deeds and things and to sign all such documents and writings as may be necessary, expedient and incidental thereto to give effect to this resolution and for matter connected therewith or incidental thereto."

**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 THE ACCEPTANCE OF THE SANCTION TERMS OF THE AD HOC LOAN FROM AXIS BANK INDIA LIMITED.**

**"RESOLVED THAT** pursuant to the provisions of the Companies Act, 2013 and other applicable laws, if any, read with the Articles of Association of the Company, and subject to such approvals, consents, permissions and sanctions as may be necessary, the consent of the Board of Directors of the Company be and is hereby accorded to accept the sanction terms and conditions as contained in the sanction letter issued by Axis Bank India Limited and to avail an Ad Hoc Loan Facility of ₹2,50,00,000/- (Rupees Two Crores Fifty Lakhs Only) from the said Bank on such terms and conditions, including interest rate, tenure, repayment schedule, security, charges and other covenants as specified therein or as may be mutually agreed between the Company and the Bank.

**RESOLVED FURTHER THAT** Mr. Mahesh Ravji Bhanushali, Managing Director of the Company be and are hereby authorized, to accept and execute the sanction letter and to negotiate, finalize, execute and deliver all applications, loan agreements, security documents, deeds, declarations, undertakings, writings and other documents as may be required by Axis Bank India Limited in connection with the said Ad Hoc Loan Facility, and to create such charge, hypothecation, mortgage or other security over the assets of the Company, whether present and/or future, in favour of the Bank as may be required.

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

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to file necessary forms with the Registrar of Companies, including filing of e-Form CHG-1, if applicable, and to comply with all statutory and regulatory requirements in this regard and to do all such acts, deeds, matters and things as may be necessary, proper or expedient to give effect to this resolution.

**RESOLVED FURTHER THAT** a certified true copy of this resolution be provided to Axis Bank India Limited and such other authorities as may be required.”

**AGENDA ITEM NO.16:**

**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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