



CIN: L24110MH1984PLC033917

MFG of SSP Fertilizer, Sulphuric Acid, Oleum 23% / 65%, Chlorosulphonic Acid, Edible Soya Oil, Soya De Oiled Cake, Lecithin, MgSO<sub>4</sub>, ZnSO<sub>4</sub>(Hepta & Mono Hydrate), Mix Micronutrients, Sulphur DP, SSF, Phospho Gypsum, LABSA.

**Rama**

*Rama Phosphates Ltd.*

Ref : RPL/2026  
Date : February 25, 2026

To,

Bombay Stock Exchange Limited Corporate Relationship Department Phiroze Jeejeebhoy Towers, 25 <sup>th</sup> Floor, Dalal Street, Fort, Mumbai 400 001	National Stock Exchange of India Limited Exchange Plaza, Plot No. C/1, Block G, Bandra-Kurla Complex, Bandra (East) Mumbai 400 051
<b>Scrip Code: 524037</b>	<b>Symbol : RAMAPHO</b>

Dear Sir/Madam,

**Sub: Postal Ballot Notice – Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”)**

In terms of Regulation 30 of the SEBI Listing Regulations, we enclose the Postal Ballot Notice for seeking approval of the Members by way of Special Resolutions for re-appointment of Mr. Ratneshwar Prasad (DIN - 10625105) as an Independent Director of the Company.

In compliance with the General Circular No. 14/2020 dated April 08, 2020 and subsequent circulars issued in this regard and latest being General Circular No. 09/2024 dated September 19, 2024 and General Circular No. 03/2025 dated September 22, 2025, issued by the Ministry of Corporate Affairs (“MCA Circulars”), the Postal Ballot Notice is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories and whose names are recorded in the Register of Members or Register of Beneficial Owners maintained by the Depositories as on Tuesday, February 24, 2026 (“Cut-off date”).

The Company has engaged the services of Central Depository Services (India) Limited (“CDSL”) to provide remote e-voting facility to its Members. The remote e-voting period commences from **Tuesday, March 3, 2026 9:00 A.M** and will conclude on **Wednesday, April 1, 2026 at 05:00 P.M. (IST)**. The e-voting module shall be disabled by CDSL thereafter. The Voting rights of the Members shall be in proportion to the shares held by them in the paid-up equity share capital of the Company as on the Cut-off date. The communication of assent or dissent of the Members would take place only through the remote e-voting system.

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The Postal Ballot Notice is available on the Company's website [www.ramaphosphates.com](http://www.ramaphosphates.com) and the website of CDSL [www.evotingindia.com](http://www.evotingindia.com)

This is for your information and record.

Thanking you,

Yours faithfully,  
**For RAMA PHOSPHATES LIMITED**

HARESH  
DOULAT  
RAMSINGHANI

Digitally signed by  
HARESH DOULAT  
RAMSINGHANI  
Date: 2026.02.25  
15:32:54 +05'30'

**HARESH D. RAMSINGHANI**  
**CHAIRMAN & MANAGING DIRECTOR**  
**DIN 00035416**

Encl : a/a



## RAMA PHOSPHATES LTD.

**Regd. Office:** 51-52, Free Press House, Nariman Point, Mumbai 400021.

**Tel:** 91-22-2283 3355 / 2283 4182; **Fax:** 91-22-2204 9946

**Email:** [compliance@ramaphosphates.com](mailto:compliance@ramaphosphates.com); **Website:** [www.ramaphosphates.com](http://www.ramaphosphates.com)

**Corporate Identification No.:** L24110MH1984PLC033917

### POSTAL BALLOT NOTICE

(Pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014)

Dear Member(s),

Notice is hereby given that pursuant to and in compliance with the provisions of Section 108 and Section 110 of the Companies Act, 2013 (**"the Act"**) read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 (**"Rules"**) and other applicable provisions of the Act and the Rules, General Circular No. 14/2020 dated April 08, 2020 and subsequent circulars issued in this regard and latest being General Circular No. 09/2024 dated September 19, 2024 and General Circular No. 03/2025 dated September 22, 2025, issued by the Ministry of Corporate Affairs (collectively **'MCA Circulars'**) and SEBI Circular No. SEBI/HO/CFD/ CMD1/CIR/ P/2020/79 dated May 12, 2020 and subsequent circulars issued in this regard and latest one being SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/ CIR/2024/133 dated October 03, 2024, issued by the Securities and Exchange Board of India (collectively **'SEBI Circulars'**) and in compliance with the provisions of the Companies Act, 2013 (**'the Act'**) and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**'SEBI Listing Regulations'**), Secretarial Standard on General Meetings (**"SS-2"**) issued by the Institute of Company Secretaries of India and other applicable laws, rules and regulations (including any statutory modification or re-enactment thereof for the time being in force and as amended from time to time), to seek your consent for the resolutions as set out hereunder and proposed to be passed through postal ballot (**"Postal Ballot"**) by way of remote electronic voting (**"e-voting"**) Process.

Pursuant to the Rule 22 (5) of the Rules, the Board of Directors of the Company at their Meeting held on **14<sup>th</sup> January, 2026** has approved the appointment of Mr. Sanjay Dholakia (Mem. No. FCS 2655), Proprietor of M/s. Sanjay Dholakia & Associates, Practicing Company Secretaries, (Certificate of Practice No: 1798) as the Scrutinizer (**"Scrutinizer"**) for conducting the E-voting process in a fair and transparent manner.

In accordance with the provisions of the MCA Circulars, shareholders can vote only through the remote e-voting process. Accordingly, the Company is pleased to offer a remote e-voting facility to all its shareholders to cast their votes electronically. Shareholders are requested to read the instructions in the Notes under the section **"General information and instructions relating to e-voting"** in this postal ballot notice (**"Postal Ballot Notice"**) to cast their vote electronically. Shareholders are requested to cast their vote through the e-voting process, which shall commence on **Tuesday, March 03, 2026 at 09:00 a.m. Hours IST** and end on **Wednesday, April 01, 2026 at 05:00 p.m. Hours IST**, post that it will be strictly considered that no vote has been received from the shareholder. During this period, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. on **Tuesday, February 24, 2026** may cast their vote electronically.

The Scrutinizer will submit his report to the Chairman of the Board or to any other person authorised by him after completion of scrutiny of the e-voting. The results shall be declared on or before **Friday, April 03, 2026**, and will be communicated to BSE Limited (**"BSE"**), NSE (National Stock Exchange of India Limited), National Securities Depository Limited (**"NSDL"**) and Central Depository Services (India) Limited (**"CDSL"**) (together the **"Depositories"**), M/s. MUFG Intime India Pvt. Ltd (formerly known as Link Intime India Pvt. Ltd.) (**"MUFG Intime"** or **"Registrar and Share Transfer Agent"**) and will also be displayed on the Company's website [www.ramaphosphates.com](http://www.ramaphosphates.com).

**SPECIAL BUSINESS:****1. Re-appointment of Mr. Ratneshwar Prasad (DIN - 10625105) as an Independent Director of the Company**

To consider and, if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution**:

**“RESOLVED THAT** pursuant to the provisions of Sections 149, 150 and 152 and other applicable provisions, if any, read along with Schedule IV to the Companies Act, 2013 (‘the Act’) [including any statutory modification(s) or re-enactment(s) thereof for the time being in force], the Companies (Appointment and Qualifications of Directors) Rules, 2014 and Regulation 17 and any other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘SEBI Listing Regulations’), as amended from time to time, Mr. Ratneshwar Prasad (DIN - 10625105), who was appointed as an Independent Director of the Company for a term of 2 (two) years commencing from May 30, 2024 upto May 29, 2026 (both days inclusive) and who being eligible for re-appointment as an Independent Director has given his consent along with a declaration that he meets the criteria for independence under Section 149(6) of the Act and the rules framed thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations and in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Act proposing his candidature for the office of Director and based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of 5 (five) consecutive years on the Board of the Company commencing from May 30, 2026 up to May 29, 2031 (both days inclusive.)”

**“RESOLVED FURTHER THAT** pursuant to Regulation 17(1A) of the SEBI Listing Regulations (including any statutory modification, amendment or re-enactment thereof for the time being in force) and other applicable provisions, if any, consent of the Members of the Company be and is hereby accorded for continuation of directorship of Mr. Ratneshwar Prasad (DIN - 10625105), as a non-executive Independent Director of the Company beyond the age of 75 (Seventy Five) years during the aforesaid tenure of his re-appointment.”

**“RESOLVED FURTHER THAT** the Board of Directors of the Company, be and are hereby severally authorized to do all such acts, deeds, matters and things as may be deemed necessary and/or expedient in connection therewith or incidental thereto, to give effect to the this resolution.”

**NOTES:**

1. The Explanatory Statement and reasons for the proposed Special Resolution pursuant to Section 102 of the Companies Act, 2013 (‘the Act’) read with Section 110 of the Act and Rule 22 of the Companies (Management and Administration) Rules, 2014 (‘Rules’) as amended, setting out material facts are appended herein below. Details in terms of Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) and SS-2, in respect of Director seeking appointment / re-appointment is provided **as ‘Annexure’** and form part of the Explanatory Statement forming part of this Postal Ballot Notice (‘Notice’).
2. In compliance with the MCA Circulars, the Company is sending this Notice only in electronic form to those Members whose names appear in the Register of Members / List of Beneficial Owners maintained by the Company and as received from National Securities and Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) (‘Depositories’) / MUFG Intime India Private Limited (Formerly Link

Intime India Private Limited), the Company’s RTA as on **Tuesday, February 24, 2026 (‘Cut-Off Date’)** and whose e-mail IDs are registered with the Company / Depositories / RTA. For Members who have not registered their e-mail IDs, please follow the instructions given under Note No. 9. The voting rights of the Members shall be in proportion to their share of the paid-up equity share capital of the Company as on the Cut-Off date i.e. **Tuesday, February 24, 2026**. The Members, whose names appear in the Register of Members / List of Beneficial Owners as received from Depositories as on **Tuesday,**

**February 24, 2026**, being the cut-off date, are entitled to vote on the Resolution set forth in this Notice. A person who is not a Member as on the cut-off date should treat this Notice of Postal Ballot for information purpose only.

3. In accordance with the MCA Circulars and SEBI Circular, physical copies of the Notice along with Postal Ballot Form and pre-paid business reply envelope(s) are not being sent to the Members for this Postal Ballot. Members are requested to provide their assent or dissent through e-voting only.
4. Pursuant to the provisions of Section 108 and Section 110 of the Act read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended from time to time and Regulation 44 of the Listing Regulations and SS-2, (including any statutory modification(s) and/or re-enactment(s) thereof for the time being in force), the Company is offering e-voting facility to enable the Members to cast their votes electronically and the Company has availed the services of Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency in accordance with the process specified in this Notice
5. The remote e-voting shall commence on **Tuesday, March 03, 2026 at 9:00 a.m. Hours IST** and shall end on **Wednesday, April 01, 2026 at 5:00 p.m. Hours IST**. During this period, Members of the Company holding shares in physical or electronic form as on the Cut-Off date may cast their vote electronically. The remote e-voting module shall be disabled by CDSL for voting thereafter.
6. A copy of this Postal Ballot Notice is also available on the website of the Company at [www.ramaphosphates.com](http://www.ramaphosphates.com), website of the Stock Exchanges i.e. BSE Limited and the National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com), respectively and on the website of CDSL at [www.evotingindia.com](http://www.evotingindia.com).
7. The voting for this Postal Ballot cannot be exercised through proxy.
8. Members who wish to inspect the documents referred to in the Notice or Explanatory Statement may send their requests at [compliance@ramaphosphates.com](mailto:compliance@ramaphosphates.com) from their registered email address mentioning their Name, Folio Number / DP ID & Client ID until the last date of remote e-voting period of this Postal Ballot i.e. **Wednesday, April 01, 2026 at 05:00 p.m. Hours IST**.
9. Members holding shares in dematerialised (demat) mode are requested to register / update their e-mail ids with their relevant DPs. In case of any queries / difficulties in registering the e-mail ids with their DPs, Members may write to the Company's RTA at [investor.helpdesk@in.mpms.mufg.com](mailto:investor.helpdesk@in.mpms.mufg.com). Those Members who are holding shares in physical form and have not updated their e-mail ids with the Company, are requested to update the same by submitting a duly filled and signed Form ISR-1 along with self-attested copy of the PAN Card, and self-attested copy of any document as address proof (e.g. Driving License, Voter Identity Card, Passport, Masked Aadhaar, etc.), to M/s. MUFG Intime India Private Limited, Unit – Rama Phosphates Limited, C-101, 1st Floor, C Tower, 247 Park, L. B. S. Marg, Vikhroli West, Mumbai 400083, Tel – 8108116767 or by e-mail to [investor.helpdesk@in.mpms.mufg.com](mailto:investor.helpdesk@in.mpms.mufg.com).  
  
The said form is also available on the website of the Company at [www.ramaphosphates.com](http://www.ramaphosphates.com) and on the website of the RTA at <https://web.in.mpms.mufg.com/KYC-downloads.html>.
10. For the purpose of updation of KYC and choice of nomination, members are requested to send the necessary forms (ISR-1, ISR-2 and SH-13) along with the necessary attachments mentioned in the said forms to RTA at M/s. MUFG Intime India Private Limited, Unit – Rama Phosphates Limited at C-101, 1st Floor, C Tower, 247 Park, L.B.S. Marg, Vikhroli West, Mumbai – 400083, Tel: 8108116767. The Company has sent individual letters to all the shareholders holding shares of the Company in physical form for furnishing their PAN, KYC, and nomination details. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. If a Member desires to opt out or cancel the earlier nomination and record a fresh nomination, he / she may submit the same in Form ISR-3 or Form SH-14 along with the supporting documents as the case may be.

The aforementioned forms (ISR-1, ISR-2, ISR-3, SH-13 and SH-14) are available on the website of the Company at [www.ramaphosphates.com](http://www.ramaphosphates.com) and on the website of the RTA at <https://web.in.mpms.mufg.com/KYC-downloads.html>

11. Members can raise the request directly through service request to RTA through the given link – [https://web.in.mpms.mufg.com/helpdesk/Service\\_Request.html](https://web.in.mpms.mufg.com/helpdesk/Service_Request.html)

The Members can also register on 'SWAYAM', RTA's online Investor Self-Service Portal that empowers holders to effortlessly access information through a dashboard and avail various services in digital mode - SWAYAM Portal - <https://swayam.in.mpms.mufg.com/>

12. The Resolutions, if passed by the requisite majority, will be deemed to have been passed on the last date specified for remote e-voting i.e. **Wednesday, April 01, 2026**. Further, resolutions passed by the Members through postal ballot are deemed to have been passed as if they are passed at a General Meeting of the Members.
13. Once the vote on a Resolutions is cast by the Member the Member, shall not be allowed to change it subsequently.
14. The declared results along with the Report of the Scrutinizer shall be forwarded to the Stock Exchanges - BSE Limited and the National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com), respectively and shall be uploaded on the website of the Company i.e. [www.ramaphosphates.com](http://www.ramaphosphates.com) and website of CDSL i.e. [www.evotingindia.com](http://www.evotingindia.com)
15. **The instructions for remote e-voting by Shareholders are as under:**

**Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.**

- (i) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email id in their demat accounts in order to access e-voting facility.

Pursuant to above said SEBI Circular, Login method for e-Voting **for Individual shareholders holding securities in Demat mode (CDSL/NSDL)** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with <b>CDSL Depository</b>	<p>1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab.</p> <p>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-voting page of the e-voting service provider for casting your vote during the remote e-voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-voting Service Providers, so that the user can visit the e-voting service providers' website directly.</p>

	<p>3) If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</p> <p>4) Alternatively, the user can directly access e-voting page by providing Demat Account Number and PAN No. from an e-voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-voting option where the e-voting is in progress and also able to directly access the system of all e-voting Service Providers.</p>
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Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with <b>NSDL Depository</b>	<ol style="list-style-type: none"> <li>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-voting services. Click on “Access to e-voting” under e-voting services and you will be able to see e-voting page. Click on company name or e-voting service provider name and you will be re-directed to e-voting service provider website for casting your vote during the remote e-voting period.</li> <li>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select “Register Online for IDeAS “Portal or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>3) Visit the e-voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-voting page. Click on company name or e-voting service provider name and you will be redirected to e-voting service provider website for casting your vote during the remote e-voting period.</li> <li>4) For OTP based login you can click on <a href="https://eservices.nsd.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsd.com/SecureWeb/evoting/evotinglogin.jsp</a> You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period.</li> </ol>
Individual Shareholders (holding securities in demat mode) login through their <b>Depository Participants (DP)</b>	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-voting facility. After Successful login, you will be able to see e-voting option. Once you click on e-voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-voting feature. Click on company name or e-voting service provider name and you will be redirected to e-voting service provider website for casting your vote during the remote e-voting period.

**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

**Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL**

<b>Login type</b>	<b>Helpdesk details</b>
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 21 09911.
Individual Shareholders holding securities in Demat mode with <b>NSDL</b>	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at 022 - 4886 7000 and 022 - 2499 7000.

**Step 2: Access through CDSL e-voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.**

(ii) Login method for Remote e-voting for **Physical shareholders and shareholders other than individual holding in Demat form.**

- 1) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com)
- 2) Click on “Shareholders” module.
- 3) Now enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below :

<b>For Physical shareholders and other than individual shareholders holding shares in Demat.</b>	
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> <li>• Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.</li> </ul>
Dividend Bank Details <b>OR</b> Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> <li>• If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.</li> </ul>

- (iii) After entering these details appropriately, click on “**SUBMIT**” tab.
- (iv) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is

strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

- (v) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (vi) Click on the **EVSN** for the Company which is **260220006** on which you choose to vote.
- (vii) On the voting page, you will see **“RESOLUTION DESCRIPTION”** and against the same the option **“YES/NO”** for voting. Select the option **YES** or **NO** as desired. The option **YES** implies that you assent to the Resolution and option **NO** implies that you dissent to the Resolution.
- (viii) Click on the **“RESOLUTIONS FILE LINK”** if you wish to view the entire Resolution details.
- (ix) After selecting the resolution, you have decided to vote on, click on **“SUBMIT”**. A confirmation box will be displayed. If you wish to confirm your vote, click on **“OK”**, else to change your vote, click on **“CANCEL”** and accordingly modify your vote.
- (x) Once you **“CONFIRM”** your vote on the resolution, you will not be allowed to modify your vote.
- (xi) You can also take a print of the votes cast by clicking on **“Click here to print”** option on the Voting page.
- (xii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on **Forgot Password & enter the details as prompted by the system.**
- (xiii) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xiv) **Additional Facility for Non – Individual Shareholders and Custodians - For Remote Voting only.**
  - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the **“Corporates”** module.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cDSLindia.com](mailto:helpdesk.evoting@cDSLindia.com)
  - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
  - It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
  - Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution / Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; [compliance@ramaphosphates.com](mailto:compliance@ramaphosphates.com) (designated email address by company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

**PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.**

- 1) For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to **Company/RTA email id.**

- 2) For Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP)
- 3) For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at toll free no. 1800 21 09911

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N. M. Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call at toll free no. 1800 21 09911

**By Order of the Board of Directors  
For Rama Phosphates Limited**

**Bhavna Dave**  
Company Secretary &  
Compliance Officer

Date: January 14, 2026  
Place: Mumbai

**Registered Office:**

Rama Phosphates Limited  
CIN: L24110MH1984PLC033917  
51-52, Free Press House, Free Press Journal Marg,  
Nariman Point, Mumbai 400021  
Tel: 91 - 022 - 22833355/22834182  
Email: [compliance@ramaphosphates.com](mailto:compliance@ramaphosphates.com)  
Website: [www.ramaphosphates.com](http://www.ramaphosphates.com)

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 and 110 OF THE COMPANIES ACT, 2013**

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**ITEM NO. 1 - Re-appointment of Mr. Ratneshwar Prasad (DIN - 10625105), as an Independent Director of the Company**

Mr. Ratneshwar Prasad (DIN - 10625105) is currently an Independent Director of the Company and Member of the Audit Committee, Nomination and Remuneration Committee, and Independent Director Committee.

Mr. Prasad was appointed as an Independent Director of the Company by the Members by way of Postal Ballot through remote e-voting on July 09, 2024 for a period of 2 (two) years commencing from May 30, 2024 upto May 29, 2026 (both days inclusive) and is eligible for re-appointment for a second term on the Board of the Company.

Based on the recommendation of the Nomination and Remuneration Committee ('NRC'), the Board of Directors at its meeting held on January 14, 2026, proposed the re-appointment of Mr. Prasad as an Independent Director of the Company for a second term of 5 (five) consecutive years commencing from May 30, 2026 upto May 29, 2031 (both days inclusive), not liable to retire by rotation, subject to the approval of Members of the Company by way of a Special Resolution.

Mr. Prasad holds degree of B. Tech (Hons.) in Mechanical Engineering from IIT Kharagpur, Bachelor of Laws degree from Magadh University and M.Sc Finance from University of Strathclyde Glasgow UK. Mr. Prasad had joined the Indian Revenue Service (IRS) - Income Tax in the year 1970 after clearing the Civil Services Examination in the year 1969. In due course, Mr. Prasad was promoted to the posts of Commissioner, Chief Commissioner and eventually, Chairman of Central Board of Direct Taxes (CBDT) and Mr. Prasad was posted in Kolkata, Patna, Mumbai, Baroda, Indore and Delhi having 38 years of distinct experience. After retirement from the Income Tax Department as Chairman of Central Board of Direct Taxes in the year 2008, he joined the Competition Commission of India (CCI) as a founding member.

The NRC taking into consideration the skills, expertise and competencies required for the Board in the context of the business and sectors of the Company and based on the performance evaluation, concluded and recommended to the Board that Mr. Prasad's qualifications and the rich experience of over four decades in the abovementioned areas meets the skills and capabilities required for the role of Independent Director of the Company. The Board is of the opinion that Mr. Prasad continues to possess the identified core skills, expertise and competencies fundamental for effective functioning in his role as an Independent Director of the Company and his continued association would be of immense benefit to the Company.

The Company has in terms of Section 160(1) of the Companies Act, 2013 ('the Act') received a notice from a Member proposing her candidature for the office of Director. The Company has received a declaration from Mr. Prasad confirming that he continues to meet the criteria of independence as prescribed under Section 149(6) of the Act, read with the rules framed thereunder and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'). In terms of Regulation 25(8) of the SEBI Listing Regulations, Mr. Prasad has confirmed that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties. Mr. Prasad has also confirmed that he is not debarred from holding the office of Director by virtue of any SEBI Order or any such authority pursuant to circulars dated June 20, 2018 issued by BSE Limited and the National Stock Exchange of India Limited pertaining to enforcement of SEBI Orders regarding appointment/re-appointment of Directors by the listed companies.

Further, Mr. Prasad has confirmed that he is not disqualified from being appointed as Director in terms of Section 164 of the Act and has given his consent to act as Director in terms of Section 152 of the Act, subject to re-appointment by the Members. Mr. Prasad has also confirmed that he is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualifications of Directors) Rules, 2014, with respect to her registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs ('IICA'). Mr. Prasad is exempt from the requirement to undertake online proficiency self-assessment test conducted by IICA.

In accordance with Regulation 17(1A) of the SEBI Listing Regulations prescribes that no listed entity shall appoint a person or continue the directorship of any person as a non-executive director, who has attained

the age of 75 (Seventy Five) years unless a special resolution is passed to that effect. Accordingly, a special resolution is being proposed for approval of the Members for the continuation of directorship of Mr. Prasad as a non-executive Independent Director of the Company beyond the age of 75 (Seventy Five) years until the expiry of his aforesaid tenure.

In compliance with the provisions of Section 149 read with Schedule IV to the Act, Regulation 17 of the SEBI Listing Regulations and other applicable provisions of the Act and SEBI Listing Regulations, the re-appointment of Mr. Prasad as an Independent Director of the Company from May 30, 2026 to May 29, 2031 (both days inclusive) is now placed for the approval of the Members by a Special Resolution.

The Board commends the Special Resolution set out in Item No. 1 of the accompanying Notice for approval of the Members.

None of the Directors or Key Managerial Personnel ('KMP') of the Company or their respective relatives, except Mr. Prasad and his relatives, are concerned or interested, financially or otherwise, in the resolution set out at Item No. 1 of the accompanying Notice.

Disclosures as required under Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard-2 on General Meetings (SS-2) issued by the Institute of Company Secretaries of India are annexed to this Notice.

**By Order of the Board of the Directors**  
For Rama Phosphates Limited

**Bhavna Dave**  
Company Secretary &  
Compliance Officer

Date: January 14, 2026

Place: Mumbai

**Registered Office:**

Rama Phosphates Limited

CIN: L24110MH1984PLC033917

51-52, Free Press House, Free Press Journal Marg,

Nariman Point, Mumbai 400021

Tel: 91 - 022 - 22833355/22834182

Email: [compliance@ramaphosphates.com](mailto:compliance@ramaphosphates.com)

Website: [www.ramaphosphates.com](http://www.ramaphosphates.com)

**ANNEXURE****Details of Director Seeking Re-appointment  
(Pursuant to Regulation 36(3) of SEBI Listing Regulations and Secretariat Standard – 2 on General Meetings)**

<b>Name of Director</b>	<b>Mr. Ratneshwar Prasad</b>
<b>DIN</b>	10625105
<b>Age</b>	78 years
<b>Nationality</b>	Indian
<b>Date of first appointment on Board</b>	May 30, 2024
<b>Qualifications</b>	<ul style="list-style-type: none"> <li>○ B. Tech (Hons.) in Mechanical Engineering passed out in 1969 from IIT Kharagpur</li> <li>○ Bachelor of Laws degree from Magadh University in 1975</li> <li>○ M.Sc Finance passed out in 1988 from University of Strathclyde Glasgow UK</li> </ul>
<b>Experience / Brief Profile of Director</b>	<p>Mr. Prasad had joined the Indian Revenue Service (IRS) - Income Tax in the year 1970 after clearing the Civil Services Examination in the year 1969. In due course, he was promoted to the posts of Commissioner, Chief Commissioner and eventually, Chairman of Central Board of Direct Taxes (CBDT) and he was posted in Kolkata, Patna, Mumbai, Baroda, Indore and Delhi having 38 years of distinct experience. During his service with the IRS he was involved in augmentation of revenue, policy planning, disposal of appeals, search and seizure operations etc. and disposed off 10,000 tax appeals and he was involved in planning and execution of 200 groups searches.</p> <p>After retirement from the Income Tax Department as Chairman of Central Board of Direct Taxes in the year 2008, he joined the Competition Commission of India (CCI) as a founding member.</p>
<b>Expertise in specific functional areas</b>	Specialized in the field of Taxation Law, Legal, Competition Law and International Taxation Law.
<b>Skills and capabilities required for the role and the manner in which the Directors meet the requirements</b>	Refer Notice and Explanatory Statement
<b>Terms and conditions of Re-appointment</b>	Re-appointment as an Independent Director for a second term of 5 (five) consecutive years commencing from May 30, 2026 upto May 29, 2031 (both days inclusive)
<b>No. of shares held as on March 31, 2025</b>	Nil
<b>Details of remuneration (including sitting fees, if any) last drawn (FY 2024-25)</b>	₹ 1.05 Lakhs

<b>Directorships in other listed Companies (excluding foreign companies) as on March 31, 2025</b>	Nil
<b>Membership/ Chairmanship of Committees in other listed companies (excluding foreign companies) as on March 31, 2025</b>	Nil
<b>Listed entities from which the Director has resigned from Directorship in last 3 (three) years</b>	Nil
<b>No. of Board Meetings attended during the Financial Year 2024-25</b>	Four
<b>Inter-se relationship with other Directors and Key Managerial Personnel of the Company</b>	He is not related to any Directors and Key Managerial Personnel ('KMP') of the Company.

**Information at glance:**

<b>Particulars</b>	<b>Notes</b>
Cut-off date to determine eligible members to vote on the resolutions	Tuesday, February 24, 2026
Voting start time and date	9.00 a.m. IST, Tuesday, March 03, 2026
Voting end time and date	5.00 p.m. IST, Wednesday, April 01, 2026
Date on which the resolution is deemed to be passed	Last date of voting i.e. Wednesday, April 01, 2026
Name, address and contact details of Registrar and Share Transfer Agent.	M/s. MUFG Intime India Private Limited (Formerly M/s. Link Intime India Private Limited) C-101, 1st Floor, C Tower, 247 Park, L.B.S. Marg, Vikhroli West, Mumbai – 400083 Email id- <a href="mailto:investor.helpdesk@in.mpms.mufg.com">investor.helpdesk@in.mpms.mufg.com</a> Tel: 8108116767
Name, address and contact details of e-voting service provider	Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N. M. Joshi Marg, Lower Parel (East), Mumbai - 400013 Email id- <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> Contact no. - 1800 21 09911
CDSL e-voting website address	<a href="http://www.evotingindia.com">www.evotingindia.com</a>

