

# Readymix Construction Machinery Ltd

(Formerly known as Readymix Construction Machinery Private Limited)

**Corporate Office:** Office No 401,3<sup>rd</sup> and 4<sup>th</sup> floor, Sr No 96/2B, Plot No 209, Right Bhusari Colony, Paud Road, Kothrud Pune 411038 India.

**Tel:** 020 – 2528 9212, **Mobile:** +91 9764448561/62/64, **Email:** [info@rcmpl.co.in](mailto:info@rcmpl.co.in)

**CIN:** L29248PN2012PLC142045 **Web:** [www.rcmpl.co.in](http://www.rcmpl.co.in)



**Date: 05/09/2025**

To,  
The Manager

**Listing Department**

**National Stock Exchange of India Limited**

Exchange Plaza, Plot No. C-1, G Block,  
Bandra Kurla Complex, Bandra (East),  
Mumbai – 400051.

**Symbol: READYMIX**

**Sub: Submission regarding Notice of 30th Annual General Meeting of the Company scheduled to be held on Tuesday, September 30, 2025.**

Dear Sir/Madam,

We wish to inform that pursuant to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) as amended from time to time, we are hereby submitting the Notice of 13th Annual General Meeting of the Company scheduled to be held on Tuesday, September 30, 2025

Further please refer to the below table for the calendar of events for the 13th Annual General Meeting:

Annual General Meeting	13 <sup>th</sup> AGM of Readymix Construction Machinery Limited
Date	Tuesday, September 30, 2025
Time	10:00 AM Onwards
Mode	Physical
Venue	Bajaj Conference Hall, Hall No. 2, MCCIA Trade Tower (5th Floor), SB Road, Pune 411016 MH IN
Financial Year Reported	April 01, 2024 to March 31, 2025
Cut-Off date for Notice	August 30, 2025
Cut-Off date for E-voting	September 23, 2025
Date of Book Closure	September 24, 2025 to September 30, 2025
E-voting Period	September 26, 2025 to September 29, 2025
NSE Symbol	READYMIX
ISIN	INE10QL01011
CIN	L29248PN2012PLC142045

**Factory Address:** Plot No A-44/1/A-52 & A-53, Chakan Industrial Area(MIDC), Chakan, Phase – II, Pune  
410501, Maharashtra India

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Further, we hereby inform that, the Company has commenced dispatch of Notice convening the AGM together with the Annual Report for the financial year 2024-25 by electronic means to all its Members, who have registered their e-mail address with the Registrar and Transfer Agent of the Company / Depository Participants, and whose names appeared in the Register of Members / Beneficial Owners as of the close of business hours on Friday, August 29, 2025.

The Notice of the Annual General Meeting is available on the website of the Company at: [www.rcmpl.co.in](http://www.rcmpl.co.in).

Kindly take the aforesaid information on your record.

Thanking You!

Yours Faithfully

**For READYMIX CONSTRUCTION MACHINERY LIMITED**  
(Earlier known as Readymix Construction Machinery Private Limited)

**MUNJAJI P DHUMAL**  
**Company Secretary & Compliance Officer**  
**M No.: A65852**

**Encl: as above**

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## NOTICE

NOTICE is hereby given that **13<sup>th</sup> ANNUAL GENERAL MEETING** of the members of **READYMIX COSNTRUCTION MACHINERY LIMITED** will be held on Tuesday, the 30<sup>th</sup> day of September, 2025 at 10.00 A.M., at **Bajaj Conference Hall, Hall No. 2, MCCIA Trade Tower (5th Floor), SB Road, Pune 411016 MH IN** to transact the following business:

### ORDINARY BUSINESS:

1. 'To receive, consider, approve and adopt the Audited Financial Statements (Standalone), containing the Audited Balance Sheet as at 31st March, 2025, Statement of changes in Equity, Profit and Loss and cash flow for the year ended 31st March, 2025 along with the Board Report and Auditors' Report along with all their all annexure thereon.
2. To appoint Mr. Prashant Balasaheb Kanikdale (DIN: 05151954), who retires by rotation as a director and being eligible, offers himself for re-appointment.
3. Appointment of the Statutory Auditors of the Company:

To consider and if thought fit, to pass the following Resolution as an Ordinary 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(s) thereof for the time being in force], as amended from time to time, and pursuant to the recommendation of the Audit Committee and the Board of Directors of the Company, M/s. BSMART & Associates LLP., Chartered Accountants, Pune (Firm Registration No. 121181W/W100011) be and are hereby appointed as the Statutory Auditors of the Company for the Second term of five (5) consecutive years from Financial Year 2025-2026 to 2029-2030 to hold office from the conclusion of this Thirteenth Annual General Meeting ('AGM') until the conclusion of the Eighteenth Annual General Meeting of the Company to be held in the Financial year 2030-2031, at such remuneration (exclusive of applicable taxes and reimbursement of out of pocket expenses), as may be mutually agreed between the Board of Directors of the Company and the Statutory Auditors, from time to time.”

## **SPECIAL BUSINESS:**

### **4. To Consider and approve the appointment of Secretarial Auditor of Company.**

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

**“RESOLVED THAT** pursuant to the provisions of Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘SEBI Listing Regulations’) read with applicable provisions of the Companies Act, 2013, each as amended, and based on the recommendation(s) of the Audit Committee and the Board of Directors of the Company (‘Board’), CS Kishor Toshniwal, Practicing Company Secretaries having CP No. 12564 be and is hereby appointed as the Secretarial Auditors of the Company for a period of five years to hold office from the conclusion of this Annual General Meeting till the conclusion of the 18th Annual General Meeting of the Company to be held in the year 2030, to conduct Secretarial Audit of the Company in terms of Section 204 and other applicable provisions of the Companies Act, 2013 read with Regulation 24A and other applicable provisions of the SEBI Listing Regulations, for the period beginning from the Financial Year 2025-26 through the Financial Year 2029-30, at such remuneration as may be mutually agreed upon between the Board, based on the recommendation(s) of the Audit Committee, and the Secretarial Auditors of the Company.

**“RESOLVED FURTHER THAT** the Board and/or any person authorised by the Board, be and is hereby authorised, severally, to settle any question, difficulty or doubt, that may arise in giving effect to this resolution and to do all such acts, deeds, matters and things, as may be considered necessary, desirable and expedient to give effect to this Resolution and/ or otherwise considered by them to be in the best interest of the Company.”

### **5. To Consider and approve the waiver of recovery of excess managerial remuneration paid to Mr. Anand Watve, Managing Director of the company for the period from April 01, 2024 till March 31, 2025.**

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

**“RESOLVED THAT** pursuant to the provisions of Section 197 of the Companies Act, 2013 read with Schedule V of the Companies Act, 2013, or any other applicable provision of the Act, approval of the members be and is hereby accorded for waiver of recovery of excess remuneration paid, over and above the limits prescribed under the provisions of Section 197 of the Act, amounting to Rs. 3187847 /- (INR Thirty-One Lacks Eighty-Seven Thousand Eight Hundred Forty-Seven Only), paid to Mr. Anand Watve, (DIN: 05151936) Managing Director, during the period April 01, 2024 till March 31, 2025.”

- 6. To Consider and approve the waiver of recovery of excess managerial remuneration paid to Mr. Prashant Kanikdale, Whole-Time Director of the company for the period from April 01, 2024 till March 31, 2025.**

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

**“RESOLVED THAT** pursuant to the provisions of Section 197 of the Companies Act, 2013 read with Schedule V of the Companies Act, 2013, or any other applicable provision of the Act, approval of the members be and is hereby accorded for waiver of recovery of excess remuneration paid, over and above the limits prescribed under the provisions of Section 197 of the Act, amounting to Rs. 3187847 /- (INR Thirty-One Lacks Eighty-Seven Thousand Eight Hundred Forty-Seven Only), paid to Mr. Prashant Kanikdale (DIN: 05151954), Whole-Time Director, during the period April 01, 2024 till March 31, 2025.”

- 7. To Consider and approve the waiver of recovery of excess managerial remuneration paid to Mr. Atul Kulkarni, Whole-Time Director of the company for the period from April 01, 2024 till March 31, 2025.**

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

**“RESOLVED THAT** pursuant to the provisions of Section 197 of the Companies Act, 2013 read with Schedule V of the Companies Act, 2013, or any other applicable provision of the Act, approval of the members be and is hereby accorded for waiver of recovery of excess remuneration paid, over and above the limits prescribed under the provisions of Section 197 of the Act, amounting to Rs. 3187847 /- (INR Thirty-One Lacks Eighty-Seven Thousand Eight Hundred Forty-Seven Only), paid to Mr. Atul Kulkarni (DIN: 05151943), Whole-Time Director, during the period April 01, 2024 till March 31, 2025.”

**For and on behalf of READYMIX CONSTRUCTION MACHINERY LIMITED**

SD/-

MUNJAJI DHUMAL

Company Secretary and Compliance Officer

Date: 04/09/2025

Place: Pune

## **NOTES:**

1. The Company is a SME Listed company
2. The explanatory statement setting out the material facts pursuant to Section 102 of the Companies Act, 2013, relating to special business to be transacted at the Meeting is annexed
3. Members seeking any information are requested to write to the Company by email at [cs@rcmpl.co.in](mailto:cs@rcmpl.co.in) at least 7 days before the date of the Annual General Meeting to enable the management to reply appropriately at the Annual general Meeting.
4. A Member entitled to attend and vote at the Meeting is entitled to appoint a Proxy to attend and, on a poll, to vote instead of himself and the Proxy need not be a member of the company.
5. A person can act as a proxy on behalf of Members not exceeding 50 and holding in the aggregate not more than 10 % of the total share capital of the company carrying voting rights. A Member holding more than ten percent of total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder
6. Proxy forms, in order to be effective, must be received in the enclosed Proxy Form at the Corporate Office of the company not less than forty-eight hours before the time fixed for the Meeting., by Saturday, September 28, 2025, 09:00:00 AM Proxy form submitted on behalf of the Companies, Societies etc. must be supported by a certified copy of the Board Resolution authorizing such representative to attend and vote on its behalf at the Meeting.
7. During the period beginning 24 hours before the time fixed for the commencement of Meeting and ending with the conclusion of the Meeting, a Member would be entitled to inspect the proxies lodged at any time during the business hours of the company. All documents referred to in the Notice and accompanying explanatory statement are open for inspection at the Registered Office of the company on all working days of the company between 11:00 a.m. and 1:00 p.m. upto the date of the Annual General Meeting and at the venue of the Meeting for the duration of the Meeting. provided that not less than three days of notice in writing is given to the Company.

8. Notice of the Meeting of the Company inter alia, indicating the process and manner of remote e-voting along with Attendance Slip and Proxy Form is being made available at the website of Company at [www.rcmpl.co.in](http://www.rcmpl.co.in)
9. Route-map to the venue of the Meeting is provided at the end of the Notice.
10. Voting through electronic means:

In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the company is pleased to provide members as an alternative made for voting which will enable the members to exercise their right to vote electronically on the items mentioned in this Notice.

The company has appointed CS Kishor Toshniwal as scrutinizer for conducting the e-voting process in a fair and transparent manner. The voting period begins on 26<sup>th</sup> Day of September 2025 at 09:01 a.m. and will end on 29<sup>th</sup> Day of September, 2025 at 5:00 p.m.

During this period shareholders of the company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 23/09/2025, may cast their vote electronically. The e-voting module shall be disabled for voting thereafter. Once the vote on a resolution is cast by the Member, he/she shall not be allowed to change it subsequently or cast the vote again.

The company has signed an agreement with NSDL (agency) for facilitating e-voting to enable the shareholders to cast their vote electronically. The instructions for shareholders voting electronically are given under the Annual Report.

11. The results shall be declared on or after the Annual General Meeting of the company and shall be deemed to be passed on the date of Annual General Meeting. The results along with the Scrutinizer's Report shall be placed on the website of the company [www.rcmpl.co.in](http://www.rcmpl.co.in) within 2 days of passing of the resolutions at the Annual General Meeting of the company and shall be communicated to National Stock Exchange (Stock Exchange).
12. Members who have already casted their vote by remote e-Voting prior to the meeting may also attend the meeting but, shall not be entitled to cast their vote again. A Member can only opt for one mode of voting i.e., either by remote e-Voting or Poll Paper. In case Members cast their votes through both modes, voting done by remote e-Voting shall prevail and votes cast through Poll Paper shall be treated as invalid
13. The voting rights of Members shall be in proportion to the shares held by them in the total paid up capital of the company as on Cut-off date. A person, whose name is

recorded in the register of members or in the register of beneficial owners maintained by the depositories as on cut-off date only shall be entitled to avail facility of remote e-voting and poll process at the venue of the meeting,

14. Any person, who acquire shares of the Company and becomes a member of the Company after dispatch of the Notice and holding shares as on cut-off date, may cast vote after following the instructions on remote e-Voting as provided in the Notice convening the Meeting, which is available on the website of the Company and NSDL. However, members already registered with NSDL for remote e-Voting, can use their existing User ID and password for casting of vote,
15. The Scrutinizer shall, after the conclusion of voting at the meeting, would count the votes cast at the meeting. Thereafter unblock the votes cast through remote e-Voting. In the presence of at least two witnesses not in the employment of the Company and make, not later than Two days of the conclusion of the meeting, a consolidated Scrutinizer's Report of the total cast in favour or against, if any, to the Chairman, shall too shall countersign the same.
16. In compliance with provision of Section 108 of the Companies Act, 2013 the necessary arrangements have been made by the National Securities Depository Limited {NSDL} and facilitate remote e-voting. The detailed process, instruction and manner for availing remote e-voting is annexed to the Notice.

#### **Request to the members**

- a) Intimate Changes, if any, in their registered addresses immediately.
- b) Quote their ledger folio number in all their correspondence.
- c) Handover the enclosed attendance slip, duly signed in accordance with their specimen registered with the Company for admission to the meeting place.



## THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:-

The remote e-voting period begins on Friday, 26<sup>th</sup> September, 2025 at 09:01 A.M. and ends on Monday, 29<sup>th</sup> September, 2025 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. 23/09/2025 may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 23<sup>rd</sup> September, 2025.

### How do I vote electronically using NSDL e-Voting system?

*The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:*

#### **Step 1: Access to NSDL e-Voting system**

##### **A) Login method for e-Voting for Individual shareholders holding securities in demat mode**

In terms of SEBI circular 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.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. For OTP based login you can click on <a href="https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsdl.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 <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period

2. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. <https://eservices.nsdl.com> either on a Personal Computer or on a mobile. On the e-Services home page click on the “**Beneficial Owner**” icon under “**Login**” which is available under ‘**IDeAS**’ section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added 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 i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period. If you are not registered for IDeAS e-Services, option to register is available at <https://eservices.nsdl.com>. Select “**Register Online for IDeAS Portal**” or click at <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>
3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> 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 i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.
4. Shareholders/Members can also download NSDL Mobile App “**NSDL Speede**” facility by scanning the QR code mentioned below for seamless voting experience.

**NSDL Mobile App is available on**



App Store



Google Play



Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> <li>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 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 and then user your existing my easi username &amp; password.</li> <li>2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting 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. 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.</li> <li>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.</li> <li>4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a 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 evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</li> </ol>
Individual Shareholders (holding securities in demat mode) login through their depository participants	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</p>

**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. NSDL and CDSL.**

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	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

**B) Login Method for e-Voting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

**How to Log-in to NSDL e-Voting website?**

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.  
*Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.*
4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.

b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
  - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
  - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
  - c) How to retrieve your 'initial password'?
    - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
    - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
  - a) Click on **"Forgot User Details/Password?"** (If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - b) **Physical User Reset Password?"** (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.com](mailto:evoting@nsdl.com) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
  - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

**Step 2: Cast your vote electronically on NSDL e-Voting system.**

**How to cast your vote electronically on NSDL e-Voting system?**

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle is in active status.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

### **General Guidelines for shareholders**

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [cstoshniwal@gmail.com](mailto:cstoshniwal@gmail.com) with a copy marked to [evoting@nsdl.com](mailto:evoting@nsdl.com). Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "**Upload Board Resolution / Authority Letter**" displayed under "**e-Voting**" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "[Forgot User Details/Password?](#)" or "[Physical User Reset Password?](#)" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on : 022 - 4886 7000 or send a request to Sagar S. Gudhate, Senior Manager at [evoting@nsdl.com](mailto:evoting@nsdl.com)

### **Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:**

1. In case shares are held in physical mode please provide 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 [cs@rcmpl.co.in](mailto:cs@rcmpl.co.in).
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to [cs@rcmpl.co.in](mailto:cs@rcmpl.co.in). If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to [evoting@nsdl.com](mailto:evoting@nsdl.com) for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular 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 required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

## **EXPLANATORY STATEMENT**

As required by Section 102 of the Companies Act, 2013, the following explanatory statement sets out all material facts relating to the business mentioned under Item No. 4, 5, 6 and 7 of the accompanying Notice dated 04/09/2025.

### **Item No.4**

In terms of Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') and other applicable provisions of the Companies Act, 2013, each as amended, the Company is required to appoint Secretarial Auditors for a period of 5 years commencing FY2025-26, to conduct the Secretarial Audit of the Company in terms of Section 204 and other applicable provisions of the Companies Act, 2013 read with Regulation 24A and other applicable provisions of the SEBI Listing Regulations read with applicable SEBI Circulars.

For identification of Secretarial Auditor, the Management had initiated the process and had detailed interactions with certain eligible audit firms and assessed them against a defined eligibility and evaluation criteria.

As part of the assessment, the Management also considered the eligibility of CS Kishor Toshniwal who is the Secretarial Auditor of the Company from 2025. CS Kishor Toshniwal, based in Pune, is a distinguished firm of Practicing Company Secretaries. Peer Reviewed by the Institute of Company Secretaries of India, the firm specializes in corporate law, SEBI and RBI regulations, corporate governance, and compliance.

The Management presented the outcome of the assessment to the Audit Committee of the Board. The Audit Committee considered the findings of the Management and has recommended to the Board, the appointment of CS Kishor Toshniwal as the Secretarial Auditors of the Company for a period of five years commencing from the conclusion of the ensuing 13th Annual General Meeting scheduled to be held on September 30, 2025, through the conclusion of 18th Annual General Meeting of the Company to be held in the year 2030, for conducting secretarial audit of the Company for the period beginning from FY2025-26 through FY2029-30.

The Board, at its meeting held on September 01, 2025, considered the recommendation of the Audit Committee with respect to the appointment of CS Kishor Toshniwal as the Secretarial Auditors. After due consideration and review, the Board recommends for approval of the Members the appointment of CS Kishor Toshniwal as the Secretarial Auditors of the Company for a period of five years commencing from the conclusion of the ensuing 13th Annual General Meeting scheduled to be held on September 30, 2025, through the conclusion of 18th Annual General Meeting of the Company to be held in the year 2030, for conducting secretarial audit of the Company for the period beginning from FY2025-26 through the FY2029-30.



CS Kishor Toshniwal has provided its consent to be appointed as Secretarial Auditors and has confirmed that, if appointed, its appointment, will be in accordance with Regulation 24A of the SEBI Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/CIR/P/2024/185 dated December 31, 2024 and other relevant applicable SEBI Circulars issued in this regard.

The proposed remuneration to be paid to CS Kishor Toshniwal, for FY2025-26 is ₹1.80 lakhs plus applicable taxes and reimbursement of out-of-pocket expenses. The Audit Committee and the Board is of the view that ₹1.80 lakh is reasonable audit fee considering the size and scale of Readymix Construction Machinery Limited. The remuneration to be paid to Secretarial Auditors for the remaining term i.e. from FY2026-27 through FY2029-30 shall be mutually agreed between the Board, based on recommendation(s) of the Audit Committee, and the Secretarial Auditors, from time to time. The remuneration for FY2026-27 through the FY2029-30 shall be decided considering changes in scope of audit and to meet inflationary costs of providing the audit service. The Company will seek shareholder approval in case there is a material change in the remuneration of secretarial auditor owing to significant enhancement in scope of work.

None of the directors or Key Managerial Personnel (KMP) or their relatives are concerned or interested financially or otherwise in the proposed Resolution.

The Board recommends to pass necessary resolution as set out in the Item No. 3 of the notice as an Ordinary Resolution.

### **Item No. 5**

Total Managerial Remuneration payable by a public company to its directors, managing director, whole-time director and its manager in respect of any financial year shall not exceed 11% of the net profits of that company for that financial year computed in the manner laid down in section 198 of the Companies Act, ("The Act") except that the remuneration of the directors shall not be deducted from the gross profits.

Ceiling on total managerial remuneration as per section 197 of the Act, is provided as follows:

Provision	Ceiling percentage
Remuneration payable to Managing Director, Whole time Director and Manager	
Total Managerial remuneration payable by a Public Company to its Director, including Managing Director, Whole Time Director and its Manager in respect of Financial year	11% of the net profit of particular financial year

Total remuneration payable to any ONE Managing Director or Whole time director or Manager	5% of the net profit of particular financial year
If there are more than such director	10% of the net profit of particular financial year
Remuneration payable to Director who are neither Managing Director nor Whole-time Director	
If there is Managing Director or Whole time director appointed	1% of net profit
In any other case	3% of the net profit

Considering the ceiling provided under section 197 read with Schedule V of the Companies Act, 2013, the remuneration paid to Mr. Anand Suresh watve, as a Managing Director of the Company has exceeded the prescribed limits by Rs. 3187847 /- (INR Thirty-One Lacks Eighty-Seven Thousand Eight Hundred Forty-Seven Only).

The recovery of such excess remuneration can be waived off by members of the company by way of special resolution in general meeting.

The Board on the recommendation of Nomination and remuneration committee has approved the waiver of recovery of excess remuneration paid to Mr. Anand Suresh Watve, and recommended the same to the members of the company for approval in general meeting.

**Pursuant to Secretarial standards-2 issued by Institute of Company Secretaries of India (ICSI), the additional information of the Directors as mentioned below:**

Title	Particular
DIN No.	05151936
Age	53 Years
Qualification	Diploma Mechanical
Experience	More than 30 Years of Operational and leadership experience to this position
Terms and Conditions of appointment (along with details of remuneration sought to be paid and remuneration last drawn by such person, if applicable.	Details are mentioned in Resolution, explanatory and Employment Agreement
Date of First appointment on Board	January 24, 2012
Shareholding in Company	2182161 (19.91%)
Relationship with Other Director and Company	NIL
No of Board Meeting attended during the year	11 Meetings
Other Directorship/ Membership/ Chairman or Member of Committees of the Boards	Chairman of Corporate Social Responsibility Committee Member of Audit Committee

	Member of Stakeholders Relationship Committee.
Nature of Industry	Manufacturing of Construction Equipment
Background details	Mr. Anand Suresh Watve with more than 30 years of experience overseeing business planning, operations, and compliance. He is appointed as a Managing Director of Company for the period of 5 Years.
Past Remuneration: 2023-24	Rs. 67.91 Lakhs

The Company as on date is not in default in payment of dues to any bank or public financial institution or any other secured creditor.

Except Mr. Anand Suresh Watve, none of the Directors, Key Managerial Person of the Company or their relatives are interested in any manner to resolution.

The Boards recommends the Resolution under Item No. 5 for approval of the shareholders

#### **Item No. 6**

Total Managerial Remuneration payable by a public company to its directors, managing director, whole-time director and its manager in respect of any financial year shall not exceed 11% of the net profits of that company for that financial year computed in the manner laid down in section 198 of the Companies Act, ("The Act") except that the remuneration of the directors shall not be deducted from the gross profits.

Ceiling on total managerial remuneration as per section 197 of the Act, is provided as follows:

<b>Provision</b>	<b>Ceiling percentage</b>
Remuneration payable to Managing Director, Whole time Director and Manager	
Total Managerial remuneration payable by a Public Company to its Director, including Managing Director, Whole Time Director and its Manager in respect of Financial year	11% of the net profit of particular financial year
Total remuneration payable to any ONE Managing Director or Whole time director or Manager	5% of the net profit of particular financial year
If there are more than such director	10% of the net profit of particular financial year

Remuneration payable to Director who are neither Managing Director nor Whole-time Director	
If there is Managing Director or Whole time director appointed	1% of net profit
In any other case	3% of the net profit

Considering the ceiling provided under section 197 read with Schedule V of the Companies Act, 2013, the remuneration paid to Mr. Prashant Balasaheb Kanikdale, as a Whole-Time Director of the Company has exceeded the prescribed limits by Rs. 3187847 /- (INR Thirty-One Lacks Eighty-Seven Thousand Eight Hundred Forty-Seven Only).

The recovery of such excess remuneration can be waived off by members of the company by way of special resolution in general meeting.

The Board on the recommendation of Nomination and remuneration committee has approved the waiver of recovery of excess remuneration paid to Mr. Prashant Balasaheb Kanikdale and recommended the same to the members of the company for approval in general meeting.

**Pursuant to Secretarial standards-2 issued by Institute of Company Secretaries of India (ICSI), the additional information of the Directors as mentioned below:**

<b>Title</b>	<b>Particular</b>
DIN No.	05151954
Age	50 Years
Qualification	Diploma Mechanical
Experience	More than 29 Years of Operational and leadership experience to this position
Terms and Conditions of appointment (along with details of remuneration sought to be paid and remuneration last drawn by such person, if applicable.	Details are mentioned in Resolution, explanatory and Employment Agreement
Date of First appointment on Board	January 24, 2012
Shareholding in Company	2632178 (24.02%)
Relationship with Other Director and Company	NIL
No of Board Meeting attended during the year	11 Meetings
Other Directorship/ Membership/ Chairman or Member of Committees of the Boards	Member of Corporate Social Responsibility Committee
Nature of Industry	Manufacturing of Construction Equipment
Background details	Mr. Prashant Balasaheb Kanikdale with more than 29 years of experience handling HR,

	procurement, cost management. He is appointed as a Whole-Time Director of Company.
Past Remuneration: 2023-24	Rs. 67.91 Lakhs

The Company as on date is not in default in payment of dues to any bank or public financial institution or any other secured creditor.

Except Mr, Prashant Balasaheb Kanikdale, none of the Directors, Key Managerial Person of the Company or their relatives are interested in any manner to resolution.

The Boards recommends the Resolution under Item No. 6 for approval of the shareholders

### **Item No. 7**

Total Managerial Remuneration payable by a public company to its directors, managing director, whole-time director and its manager in respect of any financial year shall not exceed 11% of the net profits of that company for that financial year computed in the manner laid down in section 198 of the Companies Act, ("The Act") except that the remuneration of the directors shall not be deducted from the gross profits.

Ceiling on total managerial remuneration as per section 197 of the Act, is provided as follows:

<b>Provision</b>	<b>Ceiling percentage</b>
Remuneration payable to Managing Director, Whole time Director and Manager	
Total Managerial remuneration payable by a Public Company to its Director, including Managing Director, Whole Time Director and its Manager in respect of Financial year	11% of the net profit of particular financial year
Total remuneration payable to any ONE Managing Director or Whole time director or Manager	5% of the net profit of particular financial year
If there are more than such director	10% of the net profit of particular financial year
Remuneration payable to Director who are neither Managing Director nor Whole-time Director	
If there is Managing Director or Whole time director appointed	1% of net profit
In any other case	3% of the net profit

Considering the ceiling provided under section 197 read with Schedule V of the Companies Act, 2013, the remuneration paid to Mr. Atul Jagannath Kulkarni, as a Whole-Time Director of the Company has exceeded the prescribed limits by Rs. 3187847 /- (INR Thirty-One Lacks Eighty-Seven Thousand Eight Hundred Forty-Seven Only).

The recovery of such excess remuneration can be waived off by members of the company by way of special resolution in general meeting.

The Board on the recommendation of Nomination and remuneration committee has approved the waiver of recovery of excess remuneration paid to Mr. Atul Jagannath Kulkarni and recommended the same to the members of the company for approval in general meeting.

**Pursuant to Secretarial standards-2 issued by Institute of Company Secretaries of India (ICSI), the additional information of the Directors as mentioned below:**

<b>Title</b>	<b>Particular</b>
DIN No.	05151943
Age	48 Years
Qualification	B.E. Electrical
Experience	More than 28 Years of Operational and leadership experience to this position
Terms and Conditions of appointment (along with details of remuneration sought to be paid and remuneration last drawn by such person, if applicable.	Details are mentioned in Resolution, explanatory and Employment Agreement
Date of First appointment on Board	January 24, 2012
Shareholding in Company	2122161 (19.37%)
Relationship with Other Director and Company	NIL
No of Board Meeting attended during the year	11 Meetings
Other Directorship/ Membership/ Chairman or Member of Committees of the Boards	Member of Stakeholders Relationship Committee.
Nature of Industry	Manufacturing of Construction Equipment
Background details	Mr. Atul Jagannath Kulkarni with more than 28 years of experience leading design, sales, and customer relations. He is appointed as a Whole-Time Director of Company.
Past Remuneration: 2023-24	Rs. 67.91 Lakhs

The Company as on date is not in default in payment of dues to any bank or public financial institution or any other secured creditor.

Except Mr, Atul Jagannath Kulkarni, none of the Directors, Key Managerial Person of the Company or their relatives are interested in any manner to resolution.

The Boards recommends the Resolution under Item No. 7 for approval of the shareholders

**For READYMIX CONSTRUCTION MACHINERY LIMITED**

**SD/-**

**Munjaji P Dhumal**

**Company Secretary and Compliance Officer**

**Place: Pune**

**Date: 04/09/2025**

**Form No. MGT-11**

Proxy form

*[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]*

**READYMIX CONSTRUCTION MACHINERY LIMITED**

CIN: L29248PN2012PLC142045

Office No. 401, 3rd and 4th Floor, Plot No 209, S.NO.96/2B, Right Bhusari Colony, Paud Road,  
Kothrud, Pune, Pune City, Maharashtra, India, 411038

Name of the Member(s)	
Registered Office	
Email Id	
Folio No./Client ID	
DP ID	

I/ We being the member (s) of the above named company, hereby appoint

1. Name: ..... Address: .....  
E-mail Id: ..... Signature: ....., or failing  
him

2. Name: ..... Address: .....  
E-mail Id: ..... Signature: ....., or failing  
him

3. Name: ..... Address: .....  
E-mail Id: ..... Signature: ....., or failing  
him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at 13<sup>th</sup> Annual General Meeting of members of the Company, to be held on Tuesday the 30<sup>th</sup> day of September, 2025 at 10:00 A.M., at **Bajaj Conference Hall, Hall No. 2, MCCIA Trade Tower (5th Floor), SB Road, Pune 411016** and at any adjournment thereof in respect of such resolutions as are indicated below:

S.N	Resolution	For	Against
<b>Ordinary Business</b>			
1	To consider, approve and adopt Audited Financial Statements, Reports of the Board and Auditor for the year ended 31st March, 2025.		
2	Re-appointment of Mr. Prashant Balasaheb Kanikdale (DIN: 05151954), who retires by rotation and being eligible, offers himself for re-appointment;		
3	Re- appointment M/s. BSMART & Associates LLP, Chartered Accountant as of Statutory Auditor		



<b>Special Business</b>			
4	To consider and approve the appointment of CS Kishor Toshniwal as Secretarial Auditor		
5	To Consider and approve the waiver of recovery of excess managerial remuneration paid to Mr. Anand Suresh Watve, Whole-Time Director of the company for the period from April 01, 2024 till March 31, 2025.		
6	To Consider and approve the waiver of recovery of excess managerial remuneration paid to Mr. Atul Jagannath Kulkarni, Whole-Time Director of the company for the period from April 01, 2024 till March 31, 2025.		
7	To Consider and approve the waiver of recovery of excess managerial remuneration paid to Mr. Prashant Balasaheb Kanikdale, Whole-Time Director of the company for the period from April 01, 2024 till March 31, 2025.		

Signed this ..... day of..... 2025

Signature of Shareholder

Affix  
Revenue  
Stamp

Signature of Proxy holder(s)

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

### ATTENDANCE SLIP

13<sup>th</sup>Annual General Meeting of members of the Company, to be held on Tuesday the 30<sup>th</sup> day of September, 2025 at 10:00 A.M., at **Bajaj Conference Hall, Hall No. 2, MCCIA Trade Tower (5th Floor), SB Road, Pune 411016 MH India.**

Regd. Folio No.\_\_\_\_\_/DP ID\_\_\_\_\_Client ID/Ben. A/C\_\_\_\_\_No. of shares held\_\_\_\_\_

I certify that I am a registered shareholder/proxy for the registered Shareholder of the Company and hereby record my presence at the 13<sup>th</sup> Annual General Meeting of members of the Company, to be held on Tuesday the 30<sup>th</sup> day of September, 2025 at 10:00 A.M., **Bajaj Conference Hall, Hall No. 2, MCCIA Trade Tower (5th Floor), SB Road, Pune 411016.**

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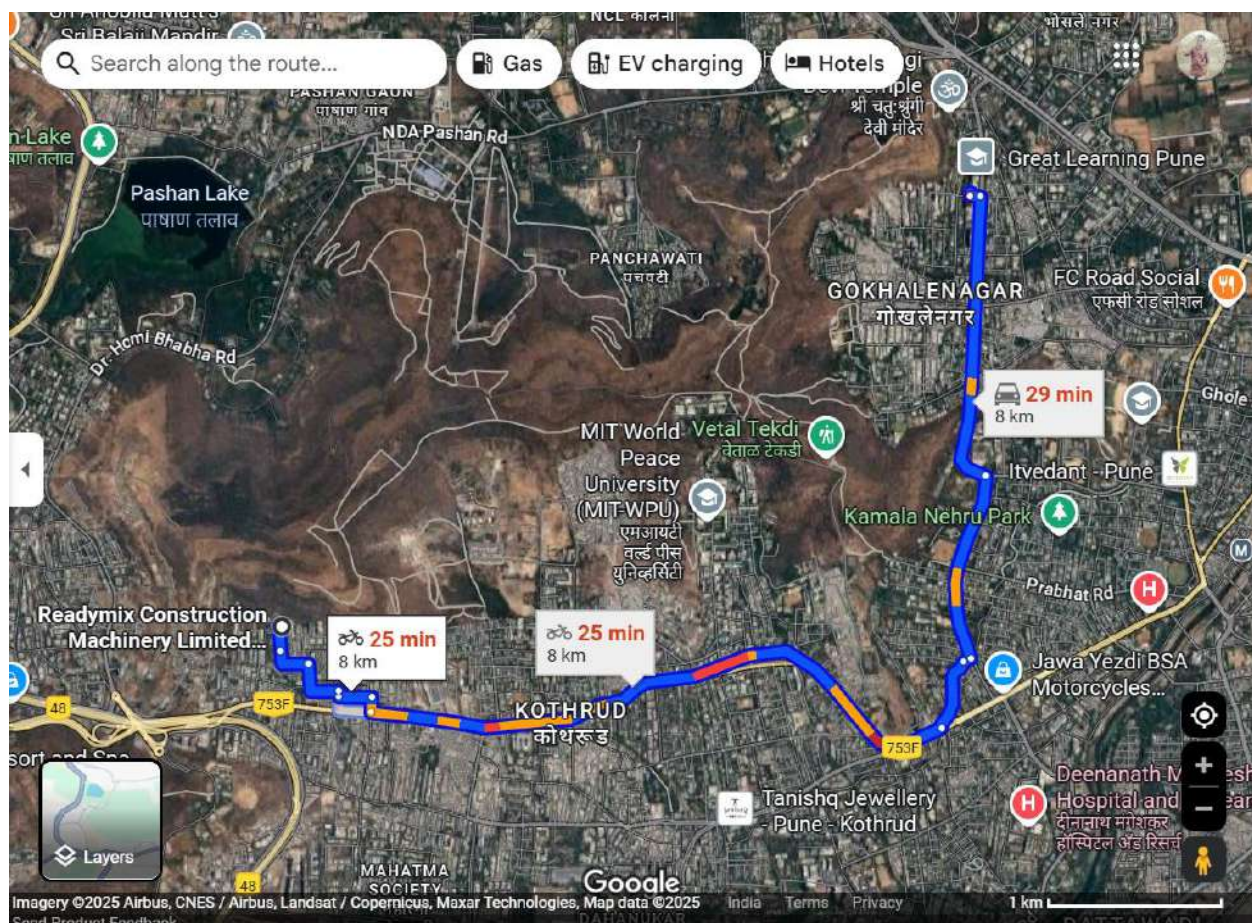
Member's/Proxy's name in Block Letters

Member's/Proxy's Signature

Note: Please fill this attendance slip and hand it over at the entrance of the hall.

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## Route-map to the venue of the Meeting



**Venue: Bajaj Conference Hall, Hall No. 2, MCCIA Trade Tower (5th Floor), SB Road, Pune 411016 MH India.**

Map Link: <https://share.google/0xzQf73KcpFKNwAmb>