RITE ZONE CHEMCON INDIA LIMITED

Date: September 1, 2026

To,
The Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Plot No. C/1, G Block
Bandra Kurla Complex, Bandra – East
Mumbai- 400051.

Sub.: Intimation of Notice of Eleventh Annual General Meeting of Rite Zone Chemcon India Limited
Ref.: Rite Zone Chemcon India Limited, NSE Symbol: RITEZONE

Dear Sir,

We wish to inform the Exchange that the 11th Annual General Meeting (AGM) of Rite Zone Chemcon India Limited will be held on Tuesday, September 29, 2026 at 11.00 a.m. at JP North Club House, Near Vinay Nagar, Off. Kashimira Road, Mira Bhayander Road, Mira Road East, Thane -401107, Maharashtra, India.

The copy of Notice of 11th Annual General Meeting of the Company is enclosed herewith.

Your good office is requested to take note of the same and acknowledge us.

Thanking you.

Yours Faithfully,
For Rite Zone Chemcon India Limited

RITE ZONE CHEMCON INDIA LTD.

Bhavesh Bhandari
Managing Director
DIN: 07082054

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NOTICE

Notice is hereby given that the Eleventh Annual General Meeting of the members of Rite Zone Chemcon India Limited will be held on Tuesday, September 29, 2026 at 11.00 a.m. at JP North Club House, Near Vinay Nagar, off. Kashimira Road, Mira Bhayander Road, Mira Road East, Thane - 401107, Maharashtra to transact the following businesses:

ORDINARY BUSINESS:

1. **To receive, consider and adopt the Audited Standalone Financial Statements for the financial year ended March 31, 2026 and the Reports of Directors' and Auditors' thereon.**

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

"**RESOLVED THAT** the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2026 together with the Reports of the Board of Directors' and Auditors' thereon laid before the 11th Annual General Meeting, be and are hereby considered and adopted."

2. **To appoint a Director in place of Mrs. Arti Bhandari (DIN-07082084), Director, who retires by rotation, and being eligible, offers herself for re-appointment.**

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

"**RESOLVED THAT** pursuant to the provisions of Section 152(6) of the Companies Act, 2013 and other applicable provisions, if any, Mrs. Arti Bhandari (DIN-07082084), Director, who retires by rotation at this meeting and being eligible offered herself for reappointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

SPECIAL BUSINESS:

3. **To appoint M/s. SMNK & Company, Chartered Accountants as the Statutory Auditors of the Company to fill casual vacancy.**

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

"**RESOLVED THAT** pursuant to the provisions of Section 139(8) and other applicable provisions, if any, of the Companies Act, 2013 read with the rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any statutory modification(s) or reenactment thereof, and based on the recommendation of Audit Committee, consent of the Members of the Company be and is hereby accorded to appoint M/s. SMNK & Company, Chartered Accountants (Firm Registration No. 134153W) as Statutory Auditors of the Company to fill the casual vacancy the conclusion of this Annual

General Meeting until the conclusion of the next Annual General Meeting of the Company, at such remuneration as may be determined by the Board of Directors in consultation with the Auditors.

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof) be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary, proper, desirable or expedient to give effect to this resolution and to settle any question, difficulty or doubt that may arise in this regard."

4. **To increase the overall limit of maximum remuneration payable to the Director- Mrs. Arti Bhandari (DIN- 07082084).**

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

"**RESOLVED THAT** pursuant to the provisions of Sections 197, 198, 203, Schedule V and other applicable provisions of the Companies Act, 2013 (including statutory amendments or re-enactments thereof for the time being in force), the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and such other rules, laws, regulations, guidelines or notifications as may be applicable and as per the Memorandum and Articles of Association of the Company, the recommendation of the Nomination and Remuneration Committee, the approval of the Members be and are hereby accorded for payment of remuneration to Mrs. Arti Bhandari (DIN- 07082084), Director, as set out in the Explanatory Statement, notwithstanding that such remuneration may exceed the limit specified under Section 197 and Schedule V of the Act in case of inadequacy or absence of profits, calculated in accordance with the applicable provisions of the Companies Act, 2013.

RESOLVED FURTHER THAT save and except as aforesaid, all other existing terms and conditions of appointment and remuneration of Mrs. Arti Bhandari, shall continue to remain in full force and effect.

RESOLVED FURTHER THAT the Board (which will include its committee thereof) be and is hereby authorised to vary and / or revise the remuneration of Mrs. Arti Bhandari within limits permissible under the Act and do all such acts, deeds and things and execute all such documents, instruments and writings as may be required to give effect to the aforesaid Resolution."

5. **To approve the increase in the borrowing powers of the Board of Directors under Section 180(1)(c) of the Companies Act, 2013**

To consider and, if thought fit, to pass the following resolution as a Special Resolution:

"**RESOLVED THAT** pursuant to the provisions of Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), and the rules made thereunder, including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company to borrow, from time to time, such sum or sums of money as may be required for the purposes of the business of the Company, notwithstanding that the money to be borrowed, together with the money already borrowed by the Company, apart from temporary loans obtained from the Company's bankers in the ordinary course of business, may exceed the aggregate of the paid-up share capital, free reserves and securities premium of the Company, provided that the total amount so borrowed and outstanding at any time shall not exceed ₹100 Crores (Rupees One Hundred Crores only).

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to borrow such monies by way of loans, advances, credit facilities, debentures, bonds or other debt instruments or otherwise, from banks, financial institutions, bodies corporate, funds, other persons or entities, whether in India or abroad, on such terms and conditions as may be considered appropriate and in the best interests of the Company.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to do all such acts, deeds, matters and things and to execute all such agreements, documents and instruments as may be necessary, desirable or expedient for giving effect to this resolution."

6. **To approve increase in the limit for loans, investments, guarantees and securities under section 186 of the companies act, 2013:**

To consider and, if thought fit, to pass the following resolution as a Special Resolution:

"**RESOLVED THAT** pursuant to the provisions of Section 186 and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), read with the Companies (Meetings of Board and its Powers) Rules, 2014, and other applicable rules made thereunder, including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force, and subject to such other approvals, consents, sanctions and permissions as may be necessary, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company ("Board", which term shall include any Committee thereof duly authorised by the Board) to:
(a) give any loan to any person or other body corporate;
(b) give any guarantee or provide security in connection with a loan to any other body corporate or person; and
(c) acquire by way of subscription, purchase or otherwise, the securities of any other body corporate,

from time to time, in one or more tranches, notwithstanding that the aggregate of the loans, investments, guarantees and securities so far made or provided, together with the loans, investments, guarantees and securities proposed to be made or provided, may exceed the limits prescribed under Section 186(2) of the Act, provided that the aggregate amount of such loans, investments, guarantees and securities shall not exceed ₹100 Crores (Rupees One Hundred Crores only) outstanding at any point of time.

RESOLVED FURTHER THAT the aforesaid limit of ₹100 Crores shall be the overall/aggregate limit for the purposes of Section 186 of the Act and shall be subject to the applicable provisions of the Act, the rules made thereunder and other applicable laws and regulations.

RESOLVED FURTHER THAT the Board be and is hereby authorised to determine the terms and conditions of such loans, investments, guarantees and securities, including the tenure, rate of interest, security, repayment terms and other relevant conditions, as may be considered appropriate and in the best interests of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, matters and things and to execute such agreements, deeds, documents and writings as may be necessary, proper, expedient or incidental for giving effect to this resolution.

RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any of the powers conferred upon it by this resolution to any Committee of the Board, Director(s), Key Managerial Personnel or officer(s) of the Company, as it may deem appropriate

By Order of the Board of Directors
For **RITE ZONE CHEMCON INDIA LIMITED**
Sd/-
Bhavesh Bhandari
Chairman
DIN: 07082054

Place: Mira Road, Thane
Date: September 1, 2026

NOTES:

(a) The Statement pursuant to Section 102 of the Companies Act, 2013 (Act), in respect of the business as set out in the Notice is annexed hereto.

(b) **A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER**. A person can act as a proxy on behalf of members, not exceeding fifty and in the aggregate not more than 10% of the total share capital of the company, carrying voting rights. A member holding more than 10% of the 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. The proxy forms should be lodged with the Company at its Registered Office at least 48 hours before commencement of the meeting.

(c) With reference to the Companies (Management and Administration) Rules, 2014, Companies covered under Chapter XB as per SEBI (ICDR) Regulations, 2009 are exempted from e-voting provisions. Your Company is listed on the SME platform of NSE. Therefore, Company is not providing an e-voting facility to its shareholders.

(d) The requirement to place the matter relating to appointment of auditor of ratification by members at every AGM has been done away with vide notification dated May 7, 2018 issued by the Ministry of Corporate Affairs. Accordingly, no resolution is proposed for ratification of Statutory Auditor.

(e) Members are requested to intimate all changes pertaining to their bank details, ECS mandates Nominations, Power of Attorney, Change of Address/name etc. to their Depository Participant only and not to the Company or Company's Registrar and Transfer Agent. Changes intimated to the Depository Participant will then be automatically reflected in the Company's records which will help the Company and the Registrar & Transfer Agent to provide efficient service to the members.

(f) Relevant documents and registers will be available for inspection by the members at the Registered Office of the Company on the date of AGM.

(g) As per Securities and Exchange Board of India (SEBI) notification, submission of Permanent Account Number (PAN) is compulsorily required for participating in the securities market, deletion of name of deceased shareholder or /transposition of shares. Members holding shares in dematerialized mode are requested to submit PAN details to their Depository Participant whereas Members holding shares in physical form are requested to submit their PAN details to the Company's Registrar & Transfer Agent.

(h) Members holding shares in physical form and desirous of making a nomination in respect of their shareholding in the Company, as permitted under Section 72 of the Act, are requested to submit details to the Registrar & Transfer Agents of the Company, in the prescribed Form SH 13 for this purpose.

(i) The instrument 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 AGM. A Proxy Form is annexed to this Notice. Proxies submitted on behalf of limited companies, societies, etc. must be supported by appropriate resolution or authority as applicable.

(j) Members/Proxy holder/Authorised Representative are requested to bring duly filled Attendance Slip enclosed herewith along with their copy of the Notice to attend the Meeting.

(k) In case of joint holders attending the Meeting, the first holder as per the Register of Members of the Company will be entitled to vote.

(l) The Board of Directors has appointed Mr. Mehul Pitroda, Company Secretary in Practice (CP No.: 20308) as Scrutinizer for conducting the voting process in a fair and transparent manner.

(m) Electronic copy of the Notice is being sent to all the Members whose email addresses are registered with the Company/Depository Participant(s) for communication purposes unless any Member has requested for a hard copy of the same. For Members who have not registered their email address, physical copy of the Notice is being sent in the permitted mode upon receiving written request on Company's email id at cs@ritezone.in. Members may note that this Notice will also be available on the Company's website i.e. www.ritezone.in.

(n) The route map showing directions to reach the venue of the AGM is annexed and forms part of the Notice.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 (1) OF THE COMPANIES ACT, 2013:

ITEM NO. 2

Details of the directors seeking appointment/ re-appointment, pursuant to regulation 36(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2.

Particulars	Recommendation to the Members for Retire by rotation
Name of the Director	Mrs. Arti Bhandari
Director Identification Number (DIN)	07082084
Date of Birth	March 23, 1979
Nationality	Indian
Date of Appointment on Board	March 10, 2015
Qualification	She holds Bachelor's degree in Commerce from S.I.W.S.'s Swamy College of Commerce and Economics and Smt. Thirumalai College of Science affiliated with University of Mumbai and a Diploma in Personnel Management from Prin. L.N. Welingkar Institute of Management Development & Research
Shareholding in the Company	62,389 Equity Shares
Experience	She had formally worked as project officer at Sightsavers till June, 2022. She managed the execution of the projects in Maharashtra and Gujarat. She had previously worked with Avert Society- More than 10 years of experience of monitoring, budgeting and program planning.
List of Directorship in other companies	Nil

ITEM NO. 3

M/s. Kumbhat & Company, Chartered Accountants, was appointed by the members in the Annual general meeting held on September 30, 2022 to hold office and audit the financials of the company from FY 2022-2023 to 2026-2027. M/s. Kumbhat & Company LLP has communicated to the Company, due to inability to arrive at an agreement with the Company regarding the professional fees payable for the audit and related professional services. The company therefore resulting into a casual vacancy in the office of Statutory Auditors of the Company as envisaged by section 139(8) of the Companies Act, 2013.

The Board of Directors of the Company, on the recommendation of the Audit Committee, at its meeting held on September 1, 2026, has proposed the appointment of M/s. SMNK & Company, Chartered Accountants (Firm Registration No. 134153W), as the Statutory Auditors of the Company to fill the said casual vacancy, who have conveyed their willingness to act as Statutory Auditors of the Company along with confirmation of their eligibility under Section 141 of the Companies Act, 2013.

In accordance with the provisions of Section 139(8) of the Companies Act, 2013, any appointment made to fill a casual vacancy in the office of Statutory Auditors shall hold office until the conclusion of the next Annual General Meeting.

Accordingly, the approval of the Members is being sought for the appointment of M/s. SMNK & Company, Chartered Accountants, as the Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting of the Company, at such remuneration as may be decided by the Board of Directors in consultation with the Auditors.

The Board of Directors recommends the resolution set out at Item No. 3 of the accompanying Notice for the approval of the Members by way of an Ordinary Resolution.

None of the Directors or Key Managerial Personnel of the Company or their relatives is concerned or interested in the resolution.

Further disclosure required under regulation 36(5) of SEBI (LODR) Regulations, 2015 are as follows:

Sr. No	Particulars	Details
1	Proposed fees payable to the Statutory auditor	The fees of the Statutory auditor shall be as fixed by the Board of Directors of the Company in consultation with them
2	Terms of appointment	The auditor shall hold the office till the conclusion of next Annual General meeting of the Company
3	Brief Profile	S M N K & Co., Chartered Accountants, commenced its professional journey in 2012 and has grown through the association and merger of several established professional firms, including firms established in 1996, 2019 and 2022. The firm has a strong base of cumulative professional experience and expertise. The firm comprises Five Fellow Members and Three Associate Members of ICAI, supported by a team of over 15 professionals, with offices across Gujarat and presence in Madhya Pradesh and Rajasthan. The firm is peer-reviewed by ICAI and is committed to maintaining high standards of audit quality, professional competence and ethical conduct. The firm provides a comprehensive range of professional services, including Auditing & Assurance, Policies and Procedures Documentation, Accounting & MIS, Taxation, Company Affairs, FEMA & RBI compliance, Project Financing, Credit Rating and ISO Certifications, consultancy relating to Central and State Government assistance schemes and subsidies, and Business Process Outsourcing (BPO).

3	In case of a new auditor, any material changes in the fee payable to such auditor from that paid to the outgoing auditor along with the rationale for such change;	The fixed remuneration for the Statutory Audit & other related services, for the year 2026-27 will be fixed as decided by Board of Directors of the Company. The proposed fees are determined based on the scope of work, team size, industry experience, time and expertise.
4	Basis of recommendation for appointment including the details in relation to and credentials of the statutory auditor(s) proposed to be appointed	The Audit Committee and the Board of Directors of the Company have recommended for the appointment of M/s. SMNK & Company, Chartered Accountants as the statutory auditors subject to the approval of the members at the annual general meeting of the Company for the period of 1 (One) year for FY 2026-27 as M/s. SMNK & Company, is a reputed peer reviewed seasoned and experienced firm that reflects the needs of today and that matches aspirations for the company business by rendering professional services as per the provisions of Companies act, 2013 and SEBI (LODR) Regulations and other applicable provisions. M/s. SMNK & Company have assembled a team with the right mix of skills and expertise to align seamlessly with its business objectives. This team brings deep experience and a strong understanding of the unique challenges faced by fast-growing, entrepreneurial companies.

ITEM NO. 4

Mrs. Arti Bhandari is presently an Executive Director of the Company and is liable to retire by rotation at the ensuing Annual General Meeting. She has offered herself for re-appointment and the Board of Directors, based on the recommendation of the Nomination and Remuneration Committee, has recommended her re-appointment as an Executive Director of the Company, liable to retire by rotation, subject to the approval of the Members.

The Members of the Company, at the previous Annual General Meeting held on September 4, 2026, had approved the payment of remuneration to Mrs. Arti Bhandari in excess of the limits prescribed under Section 197 read with Schedule V and other applicable provisions of the Companies Act, 2013 ("Act"). However, the said resolution did not specify the period for which the approval for payment of such excess remuneration was granted.

Mrs. Arti Bhandari is proposed to be re-appointed at the ensuing Annual General Meeting. In view of her proposed re-appointment and the Company's intention to continue payment of remuneration to her which may exceed the limits prescribed under Section 197 of the Act, the Board of Directors considers it appropriate to seek fresh approval of the Members specifically for payment of remuneration in excess of the prescribed limits for a period of three years commencing from September 29, 2026 and ending on September 28, 2029, during her proposed renewed tenure.

Accordingly, the Board, at its meeting held on September 1, 2026, based on the recommendation of the Nomination and Remuneration Committee, approved and recommended to the Members the payment of remuneration to Mrs. Arti Bhandari, Executive Director, in excess of the limits prescribed under Section 197 of the Act, subject to the approval of the Members by way of Special Resolution.

RATIONALE FOR THE PROPOSED REMUNERATION:

The remuneration proposed to be paid to Mrs. Arti Bhandari has been determined after taking into consideration, inter alia, her responsibilities, experience, qualifications, contribution to the Company, performance, the nature and scale of operations of the Company and the remuneration prevailing for similar positions in comparable organisations.

Mrs. Arti Bhandari has been actively involved in the management and affairs of the Company and has made significant contributions towards the Company's business operations, growth and overall management. The Board is of the view that her continued association and experience are valuable to the Company and that the proposed remuneration is commensurate with the responsibilities entrusted to her.

STATUTORY LIMITS

Section 197 of the Act provides that the total managerial remuneration payable by a public company to its directors, including managing director, whole-time director and manager, in respect of any financial year shall not exceed the limits prescribed therein, except with the approval of the Members in general meeting by way of Special Resolution, subject to the applicable provisions of the Act and Schedule V thereto.

The remuneration proposed to be paid to Mrs. Arti Bhandari may exceed the applicable limits prescribed under Section 197 of the Act. Accordingly, the approval of the Members is being sought by way of Special Resolution for payment of remuneration to Mrs. Arti Bhandari in excess of the applicable limits prescribed under Section 197 of the Act, for a period of three years commencing from September 29, 2026 and ending on September 28, 2029, subject to the applicable provisions of the Act, Schedule V thereto and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

APPROVAL UNDER SEBI LODR REGULATIONS

Further, pursuant to Regulation 17(6)(e) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR Regulations”), where applicable, the payment of remuneration to an Executive Director who is a promoter or member of the promoter group is subject to approval of the Members by way of Special Resolution, in accordance with the conditions prescribed therein.

Accordingly, the approval of the Members is also being sought for payment of remuneration to Mrs. Arti Bhandari in accordance with the applicable provisions of Regulation 17(6)(e) of the SEBI LODR Regulations. The approval sought under this Item shall be valid for the period/tenure for

RITE ZONE CHEMCON INDIA LIMITED
CIN :L24100MH2015PLC262574
Regd.Office: Row no.11, Beverly Park Row House CHSLtd., Kanakia Rd., Opp. N.G. Vikas Buldg. Beverly Park, Mira road East Thane-401107

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which Mrs. Arti Bhandari is re-appointed, subject to the applicable provisions of the Act and SEBI LODR Regulations.

TERMS OF REMUNERATION

The remuneration proposed to be paid to Mrs. Arti Bhandari shall comprise basic salary, allowances, perquisites, commission, performance-linked incentive and other benefits, as may be approved by the Board/Nomination and Remuneration Committee within the overall remuneration approved by the Members.

The details of remuneration payable are as under:

(Amt in Rs.)

No.	Particulars	Mrs. Arti Bhandari
1.	Basic Salary	94,000
2.	House Rent Allowance	46,000
3.	Conveyance	12,000
4.	City Compensatory Allowance	20,000
5.	Medical Allowance	14,000
6.	Skill Allowance	14,000
	Total	**2,00,000**

Statement containing additional information as required in the Companies Act, 2013

1.	Name of Director	Mrs. Arti Bhandari
2.	Job Profile	Mrs. Arti Bhavesh Bhandari is the Executive Director of the Company and has been associated with the Company since its incorporation on March 10, 2015. She holds a Bachelor's Degree in Commerce from S.I.W.S.'s Swamy College of Commerce and Economics and Smt. Thirumalai College of Science, affiliated with the University of Mumbai. She also holds a Diploma in Personnel Management from Prin. L.N. Welingkar Institute of Management Development & Research and has cleared the first group of the Executive Level examination conducted by the Institute of Company Secretaries of India. Mrs. Bhandari has diverse professional experience across corporate, developmental, and administrative roles. Her academic background, combined with her professional expertise in project management, compliance, and organizational administration, has added significant value to the Company's governance and operational framework.
3.	Remuneration proposed	Rs. 2,00,000/-
4.	Pecuniary relationship directly or indirectly with	Except to Mr. Bhavesh Bhandari, Managing Director of the Company, Mrs. Arti Bahndari is not related to any of the Directors and Key Managerial Personnel of the Company.

	the Company or relationship with the managerial personnel, if any	
5.	Companies in which director is interested	Q 1d#

DISCLOSURES AS REQUIRED UNDER SCHEDULE V OF THE COMPANIES ACT, 2013

Where applicable, the following information is provided for consideration of the Members:

General Information

a. Nature of industry: Construction Chemical Industry
b. In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus: Not Applicable
c. Financial performance based on given indicators:

Particulars	FY 2025-26	FY 2024-25
Revenue	2581.84	2642.19
Profit/(Loss) before tax	56.69	113.25
Profit/(Loss) after tax	34.13	89.32
Net worth	1542.47	1508.34

d. Foreign investments or collaborations, if any: Nil

Mrs. Arti Bhandari is interested in the proposed resolution as it relates to the remuneration payable to her. The relatives of Mrs. Arti Bhandari may be deemed to be concerned or interested in the resolution to the extent of their relationship with her and/or their respective shareholding, if any, in the Company.

Except Mrs. Arti Bhandari and Mr. Bhavesh Bhandari to the extent stated above, none of the other Directors, Key Managerial Personnel of the Company or their respective relatives is concerned or interested, financially or otherwise, in the proposed resolution.

The Board of Directors, based on the recommendation of the Nomination and Remuneration Committee and after considering the responsibilities, experience, qualifications, performance and contribution of Mrs. Arti Bhandari, is of the opinion that her continued association with the Company and the proposed remuneration are in the best interests of the Company.

Accordingly, the Board recommends the Special Resolution set out at Item No. 4 of the accompanying Notice for approval of the Members.

The relevant documents relating to the proposed remuneration of Mrs. Arti Bhandari shall be available for inspection by the Members electronically during the prescribed period and at the

Registered Office of the Company during business hours on all working days up to and including the date of the Annual General Meeting.

ITEM NO. 5

The Members are informed that pursuant to the provisions of Section 180(1)(c) of the Companies Act, 2013, the Board of Directors of the Company cannot borrow monies, where the money to be borrowed, together with the monies already borrowed by the Company, exceeds the aggregate of its paid-up share capital, free reserves and securities premium account, except with the consent of the Members of the Company by way of a Special Resolution.

Considering the present and future business requirements of the Company, including meeting its working capital requirements, funding business operations, capital expenditure, expansion and other general corporate purposes, it is considered necessary to authorise the Board of Directors to borrow monies from time to time.

Accordingly, approval of the Members is sought pursuant to Section 180(1)(c) of the Companies Act, 2013, to enable the Board of Directors to borrow monies, notwithstanding that the aggregate amount of such borrowings together with the monies already borrowed by the Company may exceed the aggregate of the paid-up share capital, free reserves and securities premium account of the Company, provided that the total amount so borrowed and outstanding at any point of time shall not exceed ₹100 Crores (Rupees One Hundred Crores only).

The proposed borrowings may be obtained from banks, financial institutions, bodies corporate, funds or other lenders and may be in the form of loans, working capital facilities, credit facilities, debentures, bonds or other debt instruments, on such terms and conditions as may be considered appropriate by the Board.

The Board considers the proposed borrowing limit to be necessary to provide adequate financial flexibility to the Company to meet its present and future financial requirements and to ensure availability of funds for its business operations and growth.

The Board of Directors recommends the Special Resolution set out at Item No. 5 of the accompanying Notice for approval of the Members.

None of the Directors, Key Managerial Personnel of the Company or their respective relatives is, in any way, concerned or interested, financially or otherwise, in the proposed resolution, except to the extent of their respective shareholding, if any, in the Company.

ITEM No. 6

The Company, in the ordinary course of its business and for optimum utilisation of its funds, may be required from time to time to provide financial assistance by way of loans, give guarantees, provide securities in connection with loans and make investments in securities of other body corporates, as may be considered appropriate and in the best interests of the Company.

Section 186(2) of the Companies Act, 2013 ("Act") provides that a company shall not, directly or indirectly, give any loan to any person or other body corporate, give any guarantee or provide security in connection with a loan to any other body corporate or person, or acquire by way of subscription, purchase or otherwise the securities of any other body corporate, beyond the limits prescribed under the said section, being sixty per cent of its paid-up share capital, free reserves and securities premium account or one hundred per cent of its free reserves and securities premium account, whichever is more.

Further, pursuant to Section 186(3) of the Act, where the aggregate of the loans and investments so far made, the amount for which guarantee or security has been provided, together with the loans, investments, guarantees or securities proposed to be made or given by the Board, exceeds the limits specified under Section 186(2), prior approval of the Members by way of a Special Resolution is required.

The Company proposes to enhance the overall limit available to the Board of Directors for making investments, granting loans, giving guarantees and providing securities, from time to time, up to an aggregate amount of ₹100 Crores (Rupees One Hundred Crores only) outstanding at any point of time, notwithstanding that such amount may exceed the limits prescribed under Section 186(2) of the Act.

The proposed increase in the limit is intended to provide the Company with adequate flexibility to meet its business requirements, efficiently deploy surplus funds, support its business objectives and make strategic investments or provide financial assistance, guarantees or securities, as and when considered necessary by the Board.

The proposed limit of ₹100 Crores shall be an aggregate overall limit for loans, investments, guarantees and securities covered under Section 186 of the Act and shall include the aggregate of existing and proposed loans, investments, guarantees and securities, as applicable. The Board shall exercise the aforesaid powers in accordance with the applicable provisions of the Act, including Sections 185 and 186, the rules made thereunder, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations") and other applicable laws, rules and regulations.

The Company shall also ensure that each transaction undertaken pursuant to the approval is appropriately evaluated and approved in accordance with the applicable provisions of law and the Company's internal approval and delegation framework. The Board of Directors, at its meeting held on September 1, 2026, after considering the business requirements of the Company and the need for adequate flexibility in deployment of funds, approved the proposal to seek Members' approval for enhancing the aforesaid limit to ₹100 Crores, subject to approval of the Members by way of Special Resolution.

Accordingly, the approval of the Members is being sought by way of a Special Resolution for authorising the Board of Directors to make loans, investments, give guarantees and provide securities up to an aggregate amount of ₹100 Crores outstanding at any point of time.

The Board of Directors is of the opinion that the proposed increase in the limit under Section 186 of the Act is in the best interests of the Company and will provide the Company with the necessary flexibility to efficiently utilise its funds and pursue its business objectives.

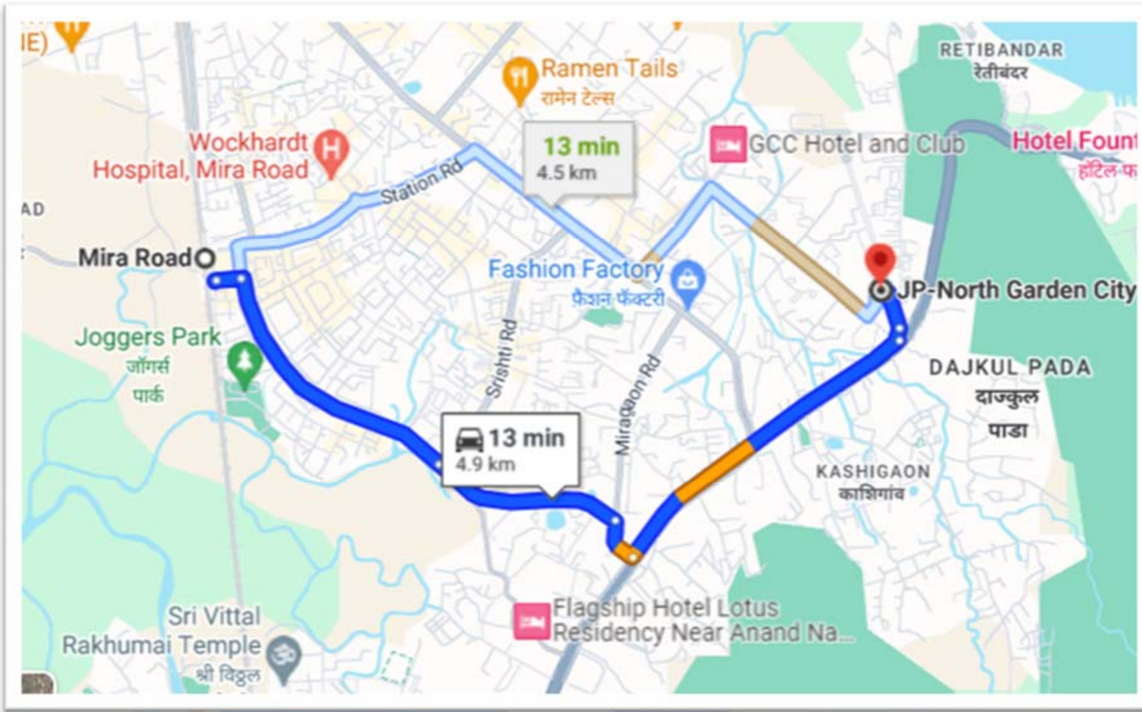
Accordingly, the Board recommends the Special Resolution set out at Item No. 6 of the accompanying Notice for approval of the Members.

None of the Directors, Key Managerial Personnel of the Company or their respective relatives is concerned or interested, financially or otherwise, in the said resolution, except to the extent of their respective shareholding, if any, in the Company.

By Order of the Board of Directors
For RITE ZONE CHEMCON INDIA LIMITED
Sd/-
Bhavesh Bhandari
Chairman
DIN: 07082054

Place: Mira Road, Thane
Date: September 1, 2026

ROUTE MAP TO THE AGM VENUE



Venue:
JP North Club House, Near Vinay Nagar
Off. Kashimira Road, Mira Bhayander Road
Mira Road East, Thane -401107
Maharashtra

RITE ZONE CHEMCON INDIA LIMITED

ATTENDANCE SLIP

(To be presented at the entrance)

ANNUAL GENERAL MEETING ON TUESDAY, SEPTEMBER 29, 2026 AT 11.00 A.M. IST

at JP North Club House, Near Vinay Nagar, Off. Kashimira Road, Mira Bhayander Road, Mira Road East, Thane - 401107, Maharashtra.

I hereby record my presence at the Annual General Meeting of the Company held on Tuesday, September 29, 2026 at 11.00 a.m. at JP North Club House, Near Vinay Nagar, Off. Kashimira Road, Mira Bhayander Road, Mira Road East, Thane - 401107, Maharashtra.

Folio No.	DP ID No.	Client ID No.	Name of the Member

Signature: ________________________

Name of the Proxyholder/ Authorised Representative ________________________

Signature: ____________

1. Only Member/Proxyholder/Authorised Representative can attend the Meeting.
2. Member/Proxyholder/Authorised Representative should bring his/her copy of the Notice of the AGM for reference at the Meeting.

PROXY FORM

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

Name of the Member(s):
____
____

Registered address:
____
____

Folio No.	DP ID No.	Client ID No.	Name of the Member

I/We, being the member(s) of________________ Equity Shares of Rite Zone Chemcon India Limited, hereby appoint:

Name:____
E-mail Id:____
Address:____
____
____________________________Signature: ______________________________ or failing him

Name:____
E-mail Id:____
Address:____
____
____________________________Signature: _________________________________
or failing him

Name:____

RITE ZONE CHEMCON INDIA LIMITED

E-mail Id: ____
Address:____
____
____________________________Signature: ____________________________

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Annual General Meeting on Tuesday, September 29, 2026 at 11.00 A.M. IST at JP North Club House, Near Vinay Nagar, Off. Kashimira Road, Mira Bhayander Road, Mira Road East, Thane -401107, Maharashtra, and at any adjournment thereof in respect of such resolutions as are indicated below:

** I wish my above Proxy to vote in the manner as indicated in the box below:

Resolution No.	Resolution	For	Against
Ordinary Business			
1	To receive, consider and adopt the Audited Financial Statements for the financial year ended March 31, 2026 and the Reports of Directors' and Auditors' thereon.		
2	To appoint a director in place of Mrs. Arti Bhandari (DIN-07082084) who retires by rotation, and being eligible, offers herself for re-appointment.		
Special Business			
3	To appoint M/s. SMNK & Company, Chartered Accountants as the Statutory Auditors of the Company to fill casual vacancy		
4	To increase the overall limit of maximum remuneration payable to the Director- Mrs. Arti Bhandari (DIN- 07082084).		
5	To approve the increase in the borrowing powers of the Board of Directors under Section 180(1)(c) of the Companies Act, 2013		
6	To approve increase in the limit for loans, investments, guarantees and securities under section 186 of the companies act, 2013		

Signed this __________ day of ________________2026

Signature of Shareholder ______________________ Signature of Proxy holder(s) _______________

NOTES:

1. This Form of Proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company at Row House 11, Beverly Park, Row House Chs Ltd Mira Road, Thane - 401107, Maharashtra, not less than 48 hours before the commencement of the Meeting.
2. **This is only optional. Please put a '√' in the appropriate column against the resolution indicated in the Box. If you leave the 'For' or 'Against' column blank against the resolution, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.
3. Appointing proxy does not prevent a member from attending in person if he so wishes.
4. In case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.