PARIJAT INDUSTRIES (INDIA) LIMITED
(formerly Parijat Industries (India) Private Limited)
Regd. Office: M-77, M-Block Market, 1st & 2nd Floor
Greater Kailash - II, New Delhi-110048
Ph.: +91-11-45766000, **Fax:** +91-11-45766055
CIN: U24219DL1995PLC161189
Web: www.parijatagrochemicals.com

NOTICE

Notice is hereby given that 01st Extra-Ordinary General Meeting of the Members of M/s Parijat Industries (India) Limited for financial year 2026-27 will be held on Thursday, the 3rd day of September 2026 at 04:00 p.m. (IST) at deemed venue at Plot No. 239, 3rd Floor Okhla Industrial Estate, Phase-III, New Delhi-110020 via Video Conferencing at Shorter Notice with the consent of Shareholders to transact the following businesses, in due compliance with General Circular No. 03/2025 dated 22nd September 2025 issued by Ministry of Corporate Affairs.

SPECIAL BUSINESS

1. **To approve the material Related Party Transaction of the Company for the financial year 2026-27**

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 Regulation 23 and other relevant regulations of Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015 "SEBI LODR Regulations"), Company's Policy on Materiality of Related Party Transactions and on dealing with Related Party Transactions and on the recommendation of Audit Committee and the Board of Directors, the consent of the Shareholders be and is hereby accorded for giving omnibus approval for entering into a contract/agreement for material transactions with the related parties as per the list of related parties transaction given herein below and detailed in the explanatory statement to this Resolution on such material terms and conditions as mentioned therein for the financial year 2026-27 and as may be mutually agreed between the parties, provided that the said contract(s)/ arrangement(s)/ agreement(s) / transaction(s) shall be carried out in the ordinary course of business of the Company and at arm's length basis:

Sr. No.	Name of Related Party	Type of transaction and Nature of concern/ interest (Financial or otherwise)	Proposed RPT Value upto (excluding applicable taxes) FY 26-27 (in million)
i.	Crimsun Organics Private Limited	Sales/Purchase/Service	1,250.00
ii.	Ms. Aditi Anand	Consultancy Services	4.72

RESOLVED FURTHER THAT pursuant to the provisions of section 189 read with rule 16 of the Companies (Meeting of Board and its powers) Rules 2014 and other applicable provisions of the Act, 2013 read with rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), any of the Executive Director of the Company and/or Company Secretary & Compliance Officer of the Company be and is hereby authorized to do the necessary entries in the register of contracts or arrangements in which directors are interested and authenticate them and to do all such acts, deeds, matters and things as may be necessary for the purpose of giving effect to the resolution.

RESOLVED FURTHER THAT any of the Executive Directors and/or the Company Secretary & Compliance Officer of the Company is authorized to certify the true copy of the aforesaid resolutions and the same may be forwarded to any concerned authorities for necessary action."

2. **To approve re-appointment of Mr. Raj Deep Bhatia (DIN: 05226727), Whole-Time Director of the Company**

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 Sections 2(54), 152 , 178, 196, 197, 198, 203 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), read with Schedule V to the said Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "SEBI Listing Regulations") (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the Articles of Association of the Company, Nomination and Remuneration Policy, the recommendation of Nomination & Remuneration Committee and the Board of Directors, the consent of the Shareholders be and is hereby accorded for re-appointment of Mr. Raj Deep Bhatia (DIN: 05226727) as Whole-Time Director of the Company for a period of 2 (two) years with effect from 13th November 2026, who is liable to retire by rotation, on remuneration as set out below.

Particulars	**Amount (INR)**
Fixed salary	61,24,710
Variable pay*	13,47,442
Total remuneration	**74,72,152**

** shall be calculated as per the annual variable incentive policy of the Company*

Apart from the above, he will also be entitled to reimbursements incurred by him in performance of his duties as per the policy of the Company, as amended.

RESOLVED FURTHER THAT in the event the Company has inadequate profits or losses in any financial year during the tenure of Mr. Raj Deep Bhatia, the Board of Directors be and is hereby authorized, to determine and fix the remuneration payable to him which shall not be less than remuneration paid to Mr. Raj Deep Bhatia in the immediately preceding financial year or such higher amount as may be determined in accordance with Part II of Schedule V of the Companies Act, 2013, as deemed fit by the Board, subject to necessary approvals, if required, notwithstanding limits as specified under Section 197(1) read with Schedule V to the Act and Regulation 17(6)(e)(ii) of SEBI Listing Regulations and such minimum remuneration shall be subject to increments as may be deemed fit by the Board from time to time, within the overall limits specified in this resolution and as per applicable laws.

RESOLVED FURTHER THAT if the Company has a loss for a period exceeding three (3) consecutive financial years, the remuneration payable to Mr. Raj Deep Bhatia shall be in accordance with the provisions of Schedule V of the Companies Act, 2013, and any further regulatory requirements.

RESOLVED FURTHER THAT any Executive Director and/or Company Secretary & Compliance Officer of the Company be and is hereby severally authorized to do all the acts, deeds and things which are necessary, proper, expedient or incidental for the purpose of giving effect to the aforesaid resolution."

3. **To consider and approve re-appointment of Dr. (Mrs.) Karuna Vishunavat (DIN: 09438491) as an Independent Director of the Company**

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

"RESOLVED THAT pursuant to Section 149, 150 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 **("Companies Act")** read with the Companies (Appointment and Qualification of Director) Rules, 2014, each as amended and other applicable provisions of the Companies Act and rules made thereunder (including any statutory modification(s) or re-enactment thereof from the time being in force), Regulation 17 and other applicable provisions thereof, if any, of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the relevant provisions of the Articles of Association of the Company, Nomination and

Remuneration Policy, on recommendation of Nomination and Remuneration Committee and the Board of Directors, the approval of the Shareholders be and is hereby accorded for re-appointment of Dr. (Mrs.) Karuna Vishunavat for second term of 2 (two) years, in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Companies Act proposing her candidature for the office of Director, as an Independent Director (Non-Executive), who is a person of integrity, possesses relevant expertise & experience, is not disqualified under Section 164 of the Companies Act and who has signified her consent in writing to act as an Independent Director of the Company, and has submitted a declaration that she meets the criteria for appointment as an Independent Director under the Section 149(7) of the Companies Act and the SEBI Listing Regulations, and is eligible for re-appointment, and not be liable to retire by rotation, on the Board of Directors of the Company (the "Board" or "Board of Directors"), who shall hold office effective from December 17, 2026 to December 16, 2028.

RESOLVED FURTHER THAT the declaration received in writing from Dr. (Mrs.) Karuna Vishunavat (DIN: 09438491) in Form No. DIR-8 confirming that she is not disqualified under Section 164 of the Companies Act from acting as a Director of the Company, the disclosure of interest under Section 184 in the Form MBP-1, declaration under Regulation 25(8) of the SEBI Listing Regulations that she is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact her ability to discharge her duties and the certificate issued by the Indian Institute of Corporate Affairs, in compliance with Rule 6 of the Companies (Appointment and Qualifications of Director) Rules, 2014 be and are hereby noted.

RESOLVED FURTHER THAT pursuant to the provisions of Section 197 and other applicable provisions, if any, of the Act, Dr. (Mrs.) Karuna Vishunavat (DIN: 09438491) shall be entitled to receive the sitting fees for attending the meeting of the Board or any committees along with remuneration/commission/fees as may be approved by the Board/members of the Company, from time to time, as applicable thereof in the capacity of Independent Director, in compliance with applicable laws.

RESOLVED FURTHER THAT in the event the Company has inadequate profits or losses in any financial year during the tenure of Dr. (Mrs.) Karuna Vishunavat, the Board of Directors be and is hereby authorized, to determine and fix the remuneration payable to her which shall not be less than remuneration paid to her in the immediately preceding financial year or such higher amount as may be determined in accordance with Part II of Schedule V of the Companies Act, 2013, as deemed fit by the Board, subject to necessary approvals, if required, notwithstanding limits as specified under Section 197(1) read with Schedule V to the Act and Regulation 17(6)(e)(ii) of SEBI Listing Regulations and such minimum remuneration shall be subject to increments as may be deemed fit by the Board from time to time, within the overall limits specified in this resolution and as per applicable laws.

RESOLVED FURTHER THAT if the Company has a loss for a period exceeding three (3) consecutive financial years, the remuneration payable to Dr. (Mrs.) Karuna Vishunavat shall be in accordance with the provisions of Schedule V of the Companies Act, 2013, and any further regulatory requirements.

RESOLVED FURTHER THAT any of the Executive Directors and/or Company Secretary & Compliance Officer of the Company be and are hereby severally authorized to do all the acts, deeds, matters and things which are necessary to the re-appointment of Dr. (Mrs.) Karuna Vishunavat as an Independent Director of the Company, as they may, in their absolute discretion, deem necessary, proper or desirable for such purpose, and to make any filings, including with the Registrar of Companies, National Capital Territory of Delhi-I, furnish any returns or submit any other documents to any government, statutory or regulatory authorities as may be required; and any documents so executed and delivered or acts and things done shall be conclusive evidence of the authority of the Board in so doing and any document so executed and delivered or acts and things done prior to the date hereof are hereby ratified, confirmed and approved as the act and deed of the Board, as the case may be.

RESOLVED FURTHER THAT any of the Executive Directors and/or Company Secretary & Compliance Officer of the Company be an is hereby authorized to certify the true copy of the aforesaid resolutions and the same may be forwarded to any concerned authorities for necessary action."

4. **To approve limit of loan under Section 185(2)(a) of Companies Act, 2013**

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

"RESOLVED THAT pursuant to the provisions of Section 185 of the Companies Act, 2013 and other applicable provisions, if any, including any statutory modifications or re-enactment thereof, for the time being in force and on the recommendation of the Board of Directors, the consent of the Members be and is hereby accorded to advance any loan including any loan represented by a book debt, or give any guarantee or provide any security in connection with any loan taken by any person in whom any of the director of the Company is interested as defined in explanation to Section 185(2) (hereinafter referred to as "Interested Entity" or collectively "Interested Entities") upto an aggregate amount of INR 500 Crores (Rupees Five Hundred Crores only) as may be amended from time to time with the approval of Members of the Company, in their absolute discretion as may be deemed beneficial and in the interest of the Company, provided that such loans are utilized by the Interested Entity for its principal business activities.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, any Executive Directors and/or Chief Financial Officer and/or the Company Secretary & Compliance Officer of the Company be and are hereby severally authorized to negotiate, finalize and agree to the terms and conditions of the aforesaid Loan and to take all necessary steps, to execute all such documents, instruments and writings and to do all necessary acts, deed and things in order to comply with all the legal and procedural formalities and to do all such acts, deeds or things incidental or expedient thereto and as the Board may think fit and suitable."

5. **To increase limits of the loan(s), investment(s), guarantee(s) or security(ies) under Section 186 of the Companies Act, 2013**

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

"RESOLVED THAT in supersession of Board resolution dated December 05, 2022 and Shareholders Resolution dated 28th December 2022, pursuant to Section 186 and other applicable provisions of the Companies Act, 2013 read with the Companies (Meeting of Board and its Powers) Rules, 2014 including enactment and re-enactment thereof, and upon recommendation of and the Board of Directors, the consent of Members of the Company be and is hereby accorded to increase the limit 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, upto a maximum aggregate amount to INR 150 Crores (Rupees One Hundred and Fifty Crores only) or limits prescribed under Section 186 whichever is higher, outstanding at any point of time excluding transactions which are exempt from the requirement of approval of the Members under the applicable provisions of Section 186 of the Act.

RESOLVED FURTHER THAT any Executive Directors and/or Chief Executive officer and/or Chief Financial Officer and/or the Company Secretary & Compliance Officer of the Company be and are hereby severally authorised to finalise the documents for giving loan or guarantee or providing securities or for creating the aforesaid mortgages, charges and/or hypothecations or making investment within the aforesaid limits including the power to accept any modifications to, or to modify, alter or vary, the terms and conditions of the aforesaid documents, and to execute all deeds, documents and other writings and to do all such acts, deeds, matters and things, as may be necessary and expedient for implementing and giving effect to this resolution."

6. **To consider and approve enhancement of limits under Section 180(1)(c) of the Companies Act, 2013**

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

"**RESOLVED THAT** in supersession to Shareholders' resolution passed in general meeting dated May 20, 2019 and without prejudice to the actions taken pursuant to or in furtherance of the said resolution, pursuant to Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013, (including any statutory modification or re-enactment thereof for the time being in force), and the applicable provisions of the Memorandum of Association and Articles of Association of the Company, upon the recommendation of the Board of Directors, the consent of the Shareholders of the Company be and is hereby accorded to increase the limit to borrow any sum or sums of money from time to time at their discretion for the purpose of the business of the Company, from any one or more banks, non-banking financial companies, financial institutions, mutual funds and other persons, firms, bodies corporate or by way of loans or credit facilities (fund based or non-fund based) or by issue of bonds/debentures on such terms and conditions and with or without security as the Board may think fit, which together with the moneys already borrowed by the Company (apart from the temporary loans obtained from the bankers of the Company in the ordinary course of business) and being borrowed by the Board at any time not exceeding in the aggregating INR 500 Crores (Rupees Five Hundred Crores only) irrespective of the fact that such aggregate amount of borrowings outstanding at anytime may exceed the aggregate of the paid-up capital, its free reserves and securities premium account of the Company, or such higher amount as may be equivalent to the aggregate of the paid-up capital, free reserves, and securities premium account of the Company, whichever is higher, at any point in time.

RESOLVED FURTHER THAT to give effect to the above resolutions, each of the Executive Directors and/or Chief Executive officer and/or Chief Financial Officer and/or the Company Secretary & Compliance Officer of the Company be and are hereby jointly and severally authorised to do all such acts, deeds, matters and things, and to settle any question or difficulty that may arise with regard to the aforesaid purpose and which it may deem fit in the interest of the Company."

7. **To consider and approve enhancement of limits under Section 180(1)(a) of the Companies Act, 2013**

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

"RESOLVED THAT in supersession to Shareholders' resolution passed in general meeting dated May 20, 2019 and without prejudice to the actions taken pursuant to or in furtherance of the said resolution, pursuant to Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013, (including any statutory modification or re-enactment thereof for the time being in force), and the Articles of Association of the Company, upon the recommendation of the Board of Directors, the consent of the Shareholders of the Company be and is hereby accorded to increase limit of hypothecate/ mortgage and/or charge in addition to the existing hypothecations/mortgages and/or charges created by the Company ("**Encumbrance**"), in such form and manner and with such ranking and at such time(s) and on such terms as the Board may determine, all or any part of the movable and/or immovable properties of the Company wherever situated, both present and future, and/or create a floating charge on all or any part of the properties of the Company and the whole or any part of the undertaking(s) of the Company, in favour of the any bank, non-banking financial companies, financial institutions, other lenders, firms, bodies corporate and trustees for the benefit of such bank, non-banking financial company, financial institutions, or other lenders or the holders of debentures/bonds/other instruments/securities to secure any loan, facility, guarantee assistance, standby letter of credit/letter of credit or any other facility or financial assistance ("Loans") provided or issued from time to time for any Loans of the Company and/or any other persons or entities (including its subsidiaries of the Company,) together with interest, costs, charges, expenses and any other monies payable in connection therewith provided that the aggregate amount of Encumbrance created, shall not, at any time exceed the higher of (i) INR 500 Crores (Rupees Five Hundred Crores Only) or the (ii) overall limits approved by the Members of the Company, in terms of Section 180(1)(c) of the Companies Act, 2013 or (iii) the aggregate of the paid-up capital, free reserves, and securities premium account of the Company.

RESOLVED FURTHER THAT to give effect to the above resolutions, each of Executive Directors and/or Chief Executive officer and/or Chief Financial Officer and/or the Company Secretary & Compliance Officer of the Company be and are hereby jointly and severally authorised to do all such acts, deeds, matters and things, and to settle any question or difficulty that may arise with regard to the aforesaid purpose and which it may deem fit in the interest of the Company.”

By order of the Board
For **Parijat Industries (India) Limited**

Date: 02.09.2026
Place: New Delhi

Anil Kumar Sachdeva
Company Secretary & Compliance Officer
Membership No.-F11493

NOTES:

i An Explanatory Statement pursuant to Section 102 (1) of the Companies Act, 2013 read with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 **(“SEBI Listing Regulations”)** and the Secretarial Standard on General Meetings (“SS-2”) issued by the Institute of Company Secretaries of India (“ICSI”), setting out material facts relating to businesses under Item no. 2 and 3 are included to be considered in this EGM.

ii Since this EGM will be held through Video Conferencing (VC’)/Other Audio-visual Means (OAVM’), (a) Members will not be able to appoint proxies of the meeting, and (b) Attendance Slip and Route Map are not being annexed to this Notice.

iii The venue deemed for EGM shall be the Corporate Office of the Company.

iv The meeting shall be called through Video Conferencing or Other Audio-Visual means, in due compliance with General Circular Nos. 14/ 2020 dated 8th April 2020 and 17/2020 dated 13th April 2020, followed by General Circular no. 20/2020 dated 5th May, 2020; General Circular no. 02/2022 dated 5th May, 2022, General Circular no. 10/2022 dated 28th December, 2022 and General Circular No. 09/2023 dated 25th September, 2023, General Circular no. 09/2024 dated 19th September, 2024 and subsequent circulars issued in this regard, the latest being Circular No. 03/2025 dated 22nd September 2025 issued by the Ministry of Corporate Affairs and SEBI Listing Regulations.

v Members attending the EGM shall be counted for the purpose of reckoning the quorum under section 103 of the Act.

vi The facility for VC/OAVM allows two-way teleconferencing or webex for the ease of participation of the members and the participants are allowed to pose questions concurrently or given time to submit questions in advance on the email address of the Company.

vii Information regarding particulars of the Director(s) seeking appointment/re-appointment as required the provisions of SS-2 and as per SEBI Listing Regulations, as applicable, forms part of this Notice. The Company has received the requisite consent/declarations from the Directors for their appointment/re-appointment under the Act and the rules made thereunder.

viii The facility for joining the meeting through VC/OAVM shall be kept open 15 minutes before the time scheduled to start the meeting.

ix Appointment of proxies is not allowed. However, u/s 112 & 113 authorized representatives may be appointed to attend the meeting in terms of circular no. 10/2021 dated 23/06/2021.

x In case of Joint holders, the member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the EGM,

xi The member shall click on the link shared over their Email ID (i.e. Join Microsoft Teams Meeting) to join the meeting and in case of any error may contact to Mr. Anil Kumar Sachdeva, Company Secretary at Email ID: anil.s@parijat.in or Ph No.: +91-11-45766000.

xii In case the voting is required through poll, the Chairman shall regulate the manner in which the poll shall be taken in accordance with the applicable provisions of the Act and the rules made thereunder.

xiii The proceedings of the Meeting will be recorded as required under the Companies Act, 2013 read with rules made and circulars issued thereunder. The Company shall maintain a recorded transcript of the meeting in safe custody.

xiv The Notice calling this meeting shall also be placed on the Company’s website www.parijatagrochemicals.com.

xv In accordance with the MCA Circulars, the relevant statutory registers including other documents as referred to in the Notice and Explanatory Statement of EGM will be made accessible for inspection and shall remain open and be accessible to any member upto and during the continuance of the meeting and the same can be accessed by sending a request to the Company at anil.s@parijat.in.

xvi All voting at any Members' meeting shall be by way of show of hand via Video conferencing facility unless poll is demanded as per the provisions of the Companies Act, 2013.

ANNEXURE TO THE NOTICE

Explanatory Statement under section 102 of the Companies Act 2013 ["ACT"] and Explanation about reasons for passing of the resolution.

Item No. 1

Based on recommendation of Audit Committee, the Board at its meeting held on May 29, 2026 approved and recommended the related party transaction to be entered into with M/s Crimsun Organics Private Limited and Ms. Aditi Anand, as mentioned in resolution as item no. 1 and are material in nature as per Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements), 2015 ("SEBI Listing Regulations") and requires approval of members of the Company. It is also informed that the aforesaid transactions shall be entered into on an arm's length basis and are in normal course of business. Therefore, Section 188 of Companies Act, 2013 shall not be applicable.

Following Directors, Key Managerial Personnel or their relatives, are interested in the below mentioned Related Party Transactions:

S. No.	Name of Related Party involved	Interested Directors, Key Managerial Personnel or their relatives	Nature of Relationship
1.	M/s Crimsun Organics Private Limited (Subsidiary Company)	Mr. Raj Deep Bhatia, Mr. Siddapur Nagaraja Sharma Sreenivas, Dr. (Mrs.) Karuna Vishunavat, Ms. Apoorva Choubey & Mr. Anil Kumar Sachdeva	Mr. Raj Deep Bhatia, Mr. Siddapur Nagaraja Sharma Sreenivas, Dr. (Mrs.) Karuna Vishunavat are common Directors. Mr. Anil Kumar Sachdeva and Ms. Apoorva Choubey are common key managerial personnels.
2.	Ms. Aditi Anand	Mr. Keshav Anand and Mr. Uday Raj Anand	Relative of Directors

Further, Background, details and benefits of the transaction of with Crimsun Organics Private Limited and Ms. Aditi Anand are as follows:

1. **Crimsun Organics Private Limited**

   Crimsun Organics Private Limited ("Crimsun") is a subsidiary of the Company was incorporated as a private limited company on July 12, 2016 under the Companies Act, 2013 with the Registrar of Companies, Tamil Nadu at Chennai. The registered office of Crimsun is located at C-9, C-10 and C-11, Sipcot Industrial Complex, Kudikadu, Cuddalore 607 005 Tamil Nadu, India. Its CIN is U24299TN2016PTC111396. The principal business of Crimsun includes, among other things, manufacture of agricultural chemicals and fertilisers.

   The proposed transactions with Crimsun Organics Private Limited are in line with the nature of business of the Company and Crimsun Organics Private Limited. Since, Crimsun Organics is engaged in the manufacture of agricultural chemicals and fertilisers, entering into transactions for sale/purchase of goods and/or availing/rendering of services with Crimsun Organics will enable the Company to leverage the related party's manufacturing capabilities, technical expertise and industry experience in the agrochemical and chemical sector.

   The transactions are expected to facilitate continuity of supply/business operations, provide access to relevant products and technical capabilities, and may result in operational efficiencies, competitive commercial terms and improved supply-chain management.

2. **Ms. Aditi Anand:** She provides marketing services with respect to Corporate & Product branding of the existing & new products

The Board of Directors recommends the resolution set forth in item no. 1 of this Notice for approval of the shareholders as an Ordinary Resolution.

Accordingly, approval of the members is being sought to pass the Ordinary Resolution as set out in the Notice.

None of the Directors, Key Managerial Personnel and their relatives, except as mentioned above, are concerned or interested, financially or otherwise, in this resolution.

Item No. 2

It is informed that Mr. Raj Deep Bhatia was appointed as the Executive Director of the Company for a period of three (3) years with effect from November 13, 2023, and his term shall be completed on November 12, 2026. Further, he was redesignated from Executive Director to Whole-time Drector of the Company in accordance with the said Act and SEBI Listing Regulation with effect from July 22, 2025, with the tenure of his appointment and all other terms and conditions remaining unchanged.

Based on the recommendation of Nomination and Remuneration Committee and considering the need for continuity of leadership and execution of the Company's long-term strategic initiatives, the Board of Directors of the Company at its meeting dated September 02, 2026 approved and recommended, re-appointment of Mr. Raj Deep Bhatia (Whole-Time Director) of the Company for a term of two (2) consecutive years w.e.f. November 13, 2026 in accordance with the applicable provisions of the Companies Act, 2013 read with relevant rules thereunder ("Act") and SEBI (Listing Obligations and Disclosure Requirements), 2018 ("SEBI Listing Regulations").

The terms of appointment including remuneration and perquisites, in addition to the applicable policies of the Company, are given below, with such revision as the Board or Committee thereof may sanction from time to time in compliance with applicable provisions of Act and SEBI Listing Regulations:

Particulars	Amount (INR)
Fixed salary	61,24,710
Variable pay*	13,47,442
Total remuneration	**74,72,152**

** shall be calculated as per the annual variable incentive policy of the Company*

Apart from the above, he will also be entitled to reimbursements incurred by him in performance of his duties as per the policy of the Company, as amended.

This explanatory statement may also be read and treated as disclosure in compliance with the requirements of Section 190 of the Companies Act, 2013.

In view of performance evaluation of Mr. Raj Deep Bhatia during his tenure and considering his knowledge, acumen, expertise, experience and substantial contribution and time commitment, the Board of Directors state that the re-appointment of Mr. Raj Deep Bhatia would be in the interest of the Company.

Brief Resume and Information of director seeking confirmation of re-appointment at this Meeting pursuant to the SEBI Listing Regulations and Secretarial Standard 2 issued by the Institute of Company Secretaries of India) is enclosed herewith as **Annexure A**.

Also, it is recommended that in the event the Company has inadequate profits or losses in any financial year during the tenure of concerned Director subject to consent of members, it is recommended to pay remuneration not less than remuneration paid to the concerned Director in the immediately preceding financial year or such higher amount as may be determined in accordance with Part II of Schedule V of the Companies Act, 2013, as may be deemed fit by the Board, notwithstanding limits as specified under Section 197(1) read with Schedule V to the Act and Regulation 17(6)(e)(ii) of SEBI Listing Regulations and such minimum remuneration shall be subject to increments as may be deemed fit by the Board from time to time, within the overall limits specified in the given resolution and as per applicable laws. However, if the Company has a loss for a period exceeding three consecutive financial years, the remuneration payable to Director shall be subject to the approval of the shareholders in accordance with the provisions of Schedule V of the Act and any further regulatory requirements.

Other relevant information:

I. General information:

(1) Nature of industry: Agrochemical Industry

(2) Date or expected date of commencement of commercial production: Since incorporation i.e. May 17, 1995

(3) In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus: Not Applicable

(4) Financial performance based on given indicators:

Particulars	2024-25 (Amount in Rs. Millions)
Revenue from Operations	9490.77
Profit Before Tax	232.66
Profit for the year	158.29
Earnings per Share	Basic EPS: 5.34 Diluted EPS: 5.30
Dividend	296.40

(5) Foreign investments or collaborations, if any: During the financial year 2025-26, the Company has invested INR 161,280 in Parijat Ivory Coast and own 100% shareholding of the Company.

As on March 31, 2026, the aggregate shareholding of the India Agri Business Fund II Ltd (Foreign investor) stood at 30.99% of the Company’s equity share capital.

II. Information about the appointee:

(1) **Background details:** Mr. Raj Deep Bhatia is currently a Whole-time Director and Director - Manufacturing of our Company. He is responsible for operations and management of the formulation manufacturing units of our Company. He has been associated with our Company since December 1, 2003. He holds a bachelor’s degree of technology in chemical engineering from the Banaras Hindu University, Varanasi, Uttar Pradesh, India. He was previously associated with Larsen & Toubro Limited, Kinetics Technology India Limited, Montari Industries Limited, Punjab Pesticides Industrial Cooperative Society Limited and Telephone Cables Limited. He has over 34 years of experience in engineering.

(2) **Past remuneration:** 6.95 million

(3) **Recognition or awards:** NA

(4) **Job profile and his suitability:** He would be responsible for operations and management of the formulation manufacturing units of our Company. Further, he is suitable for the said re-appointment based on his performance evaluation and his qualifications and experience.

(5) **Remuneration proposed:** as mentioned above

(6) **Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin):** The proposed remuneration is commensurate with prevailing industry standards and the role and responsibilities undertaken by him.

(7) **Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel or other director, if any.:** Apart from remuneration and benefits entitled to him in his capacity as a shareholder (23000 equity shares), he does not have any other pecuniary relationship, directly or indirectly, with the Company or any relationship with the managerial personnel or other Directors.

III. Other information:
(1) Reasons of loss or inadequate profits: Not Applicable
(2) Steps taken or proposed to be taken for improvement: Not Applicable
(3) Expected increase in productivity and profits in measurable terms: Not Applicable

The Board recommends the resolution set forth in item no. 2 of this Notice for approval of the Members of the Company as Ordinary Resolution.

Except the Director concerned in the proposed resolutions and their relative, none of the Directors, key managerial personnel and relatives of Directors and/or key managerial personnel (as defined in the Companies Act, 2013) are concerned or interested in the proposed resolution either financially or otherwise.

Item No. 3

The Board of Directors of the Company had appointed Dr. (Mrs.) Karuna Vishunavat (DIN: 09438491), as an Independent Director on the Board of Directors for a period of 5 consecutive years with effect from December 17, 2021 till December 16, 2026, which was approved by the Shareholders in the Extra-Ordinary General Meeting held on December 29, 2021. The first term of Dr. (Mrs.) Karuna Vishunavat (i.e. 5 years) as an Independent Director of the Company will expire on December 16, 2026.

Based on the recommendation of the Nomination and Remuneration Committee via Circular resolution no. 01(II)/2026-27 dated July 17, 2026, the Board of Directors of the Company approved and recommended re-appointment of Dr. (Mrs.) Karuna Vishunavat, as an Independent Director in its meeting held on September 02, 2026 for a second consecutive term for a period of 2 (two) years i.e. from December 17, 2026 to December 16, 2028 under the provisions of the Companies Act, 2013 read with relevant rules thereunder (“Act”) and SEBI (Listing Obligations and Disclosure Requirements), 2018 (“SEBI Listing Regulations”) and she shall not be liable to retire by rotation.

In view of performance evaluation of Dr. (Mrs.) Karuna Vishunavat during her tenure and considering her knowledge, acumen, expertise, experience and substantial contribution and time commitment, the Board of Directors states that the re-appointment of Dr. (Mrs.) Karuna Vishunavat would be in the interest of the Company.

The Company has also received a notice in writing pursuant to Section 160 of the Companies Act, 2013 from a Member proposing the candidature of Dr. (Mrs.) Karuna Vishunavat for her re-appointment to the office of Independent Director.

Brief resume and Information of director seeking confirmation of appointment at this Meeting pursuant to SEBI Listing Regulations and Secretarial Standard 2 issued by the Institute of Company Secretaries of India) is enclosed herewith as **Annexure A**.

Also, it is recommended that in the event the Company has inadequate profits or losses in any financial year during the tenure of concerned Directors subject to consent of members, it is recommended to pay remuneration not less than remuneration paid to the concerned Directors in the immediately preceding financial year or such higher amount as may be determined in accordance with Part II of Schedule V of the Companies Act, 2013, as deemed fit by the Board, notwithstanding limits as specified under Section 197(1) read with Schedule V to the Act and Regulation 17(6)(e)(ii) of SEBI Listing Regulations and such minimum remuneration shall be subject to increments as may be deemed fit by the Board from time to time, within the overall limits specified in the given resolution and as per applicable laws. However, if the Company has a loss for a period exceeding three consecutive financial years, the remuneration payable to the Director shall be subject to the approval of the shareholders in accordance with the provisions of Schedule V of the Act and any further regulatory requirements.

Other relevant information:
I. General information:

(1) Nature of industry: Agrochemical Industry
(2) Date or expected date of commencement of commercial production: Since incorporation i.e. May 17, 1995
(3) In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus: Not Applicable
(4) Financial performance based on given indicators:

Particulars	**2024-25 (Amount in Rs. Lakhs)**
Revenue from Operations	9490.77
Profit Before Tax	232.66
Profit for the year	158.29
Earnings per Share	Basic EPS: 5.34 Diluted EPS: 5.30
Dividend	296.40

(5) Foreign investments or collaborations, if any: During the financial year 2025-26, the Company has invested INR 161,280 in Parijat Ivory Coast and own 100% shareholding of the Company.
As on March 31, 2026, the aggregate shareholding of the India Agri Business Fund II Ltd (Foreign investor) stood at 30.99% of the Company's equity share capital.

II. Information about the appointee:

(1) **Background details:** Dr. Karuna Vishunavat is currently an Independent Director of our Company. She has been associated with our Company since December 17, 2021. She holds a Doctor of Philosophy in plant pathology from the Chandrashekhar Azad University of Agriculture and Technology, Kanpur, Uttar Pradesh, India. She was previously associated with Govind Ballabh Pant University, Pantnagar, Uttarakhand, India and was appointed as the emeritus scientist by the Indian Council of Agricultural Research in 2020. She has over 42 years of experience in agricultural research.
(2) **Past remuneration:** She was paid sitting fees of Rs. 50,000 for attending each Board and Committee meeting and profit related commission upto 0.10% on the on the basis of Audited financials.
(3) **Recognition or awards:** She has been recognized for her distinguished contributions to the field of agricultural research in general and plant protection in particular, and for that matter she is being featured in Asian Admirable Achievers 2026 (vol. XVI). She has also been conferred "Global achievement award" 2026 by Rifacimento International for her achievements in the field of agricultural science.
(4) **Job profile and his/her suitability:** She would serve as an Independent Director on the Board as per appointment letter and in accordance with Act and SEBI Listing Regulations. Further, she, is suitable for the said re-appointment based on her performance evaluation and her qualifications and experience.
(5) **Remuneration proposed:** Sitting fees of Rs. 50,000/- is paid as per resolution passed in the Board meeting held on December 17, 2021, payable to the Independent Directors for attending each Board and Committee meeting. Profit related remuneration is being paid to Independent Directors as per resolution passed in the Board Meeting held on July 21, 2025
(6) **Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin):** Not Applicable as she is entitled to sitting fee and profit related commission.
(7) **Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel or other director if any.:** None, except for the receipt of sitting fees and profit-related commission, as approved by the shareholders.

III. Other information:

(1) Reasons of loss or inadequate profits: Not Applicable
(2) Steps taken or proposed to be taken for improvement: Not Applicable

(3) Expected increase in productivity and profits in measurable terms: Not Applicable

The Board of Directors recommends the resolution for the approval of the Shareholders as set out in item No. 3 to be passed as a Special Resolution.

Except Dr. (Mrs.) Karuna Vishunavat, none of the Directors, key managerial personnel and relatives of Directors and/or key managerial personnel (as defined in the Companies Act, 2013) are concerned or interested in the proposed resolution either financially or otherwise.

Item No. 4

Pursuant to Section 185 of the Companies Act, 2013 ("the Act"), a Company may advance any loan including any loan represented by book debt, or give any guarantee or provide any security in connection with any loan taken by any entity [said entity(ies) covered under the category of 'a person in whom any of the director of the Company is interested' as specified in the explanation to Section 185(2)(b) of the Companies Act, 2013, after passing a Special Resolution in the general meeting. It is proposed to make loan(s) including loan represented by way of Book Debt to, and/or give guarantee(s) and/or provide security(ies) in connection with any loan taken/to be taken by the Subsidiary Companies or Associate or Joint Venture or group entity or any other person in whom any of the Director of the Company is deemed to be interested as specified in the explanation to Section 185(2)(b) of the Act (collectively referred to as the "Entities"], from time to time, for the purpose of capital expenditure of the projects and/or working capital requirements including purchase of fixed assets as may be required from time to time for its principal business activities and other matters connected and incidental thereto, within the limits as mentioned in the Item no. 4 of the notice. The members may note that Board of Directors would carefully evaluate the proposals and provide such loan, guarantee or security through deployment of funds out of internal resources/accruals and/or any other appropriate sources, from time to time, and the proposed loan shall be at such rate of interest as agreed by the parties in the best interest of the Company and shall be used by the borrowing company for its principal business activities only.

The Board of Directors recommend the resolution set forth in Item no. 4 of the notice for your approval as a Special Resolution.

None of the Directors or key managerial personnel or their relatives are in any way concerned with or interested, financially or otherwise in the said resolution except to the extent of their shareholding in the Company, if any.

Item No. 5

In order to make optimum use of funds available with the Company and also to achieve long term strategic and business objectives, the Board of Directors of the Company proposes to make use of the same by making investment in other bodies corporate or granting loans, giving guarantee or providing security to other persons or other bodies corporate as and when required. Members may note that pursuant to Section 186 of the Companies Act, 2013 ("Act"), the Company can give loan or give any guarantee or provide security in connection with a loan to any other body corporate or person and acquire securities of any other body corporate, in excess of 60% of its paid up share capital, free reserves and securities premium account or 100% of its free reserves and securities premium account, whichever is more, with the approval of Members by special resolution passed at the general meeting. In view of the aforesaid, it is proposed to increase limits of the loans, guarantee or security under Section 186 of the Companies Act, 2013 by way of special resolution, up to a limit of Rs. 150 Crores or limits prescribed under Section 186 whichever is higher, outstanding at any point of time excluding transactions which are exempt from the requirement of approval of the Members under the applicable provisions of Section 186 of the Act, as proposed in the Notice.

The above proposal is in the interest of the Company, and the Board recommends the Resolution as set out at Item No. 5 for approval by the members of the Company as a Special Resolution.

None of the Directors or key managerial personnel or their relatives are in any way concerned with or interested, financially or otherwise, in the said resolution except to the extent of their shareholding in the Company, if any.

Item No. 6 & 7

The Company was converted into a Public Limited Company with effect from July 8, 2025. Consequently, the provisions of Sections 180(1)(a) and 180(1)(c) of the Companies Act, 2013 are applicable to the Company.

As a matter of good governance, the Members had, in the year 2019, approved the borrowing limits under Section 180(1)(c) and the authority to create mortgages, charges and other encumbrances under Section 180(1)(a) of the Act up to INR 400 Crores. Considering the Company’s present and future business requirements, including working capital requirements, capital expenditure and other funding needs, the Board considers it appropriate to enhance the said limit from INR 400 Crores to higher of the following INR 500 Crores (Indian Rupees Five Hundred Crores Only) or (ii) the overall limits approved by the members of the Company, in terms of Section 180(1)(c) of the Companies Act, 2013 or (iii) the aggregate of the paid-up capital, free reserves, and securities premium account of the Company

Accordingly, the consent of the Members is sought, in accordance with the provisions of section 180(1)(a) and 180(1)(c) of the Companies Act, 2013, to authorize the Board of Directors (which term shall be deemed to include any committee thereof) to borrow money and hypothecate/mortgage/pledge and/or create charge in addition to the existing hypothecation/mortgage/pledge/guarantee and/ or charge already created by the Company, on all or any part of the movable and/or immovable properties of the Company as and when necessary to secure the borrowings from time to time by the Company and/or any other persons or entities together with interest, costs, charges, expenses and any other monies payable.

The Board of Directors recommends the Special Resolutions set out at Item Nos. 6 and7 of the 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 resolutions, except to the extent of their respective shareholding, if any, in the Company.

Annexure A

Name	Mr. Raj Deep Bhatia	Dr. (Mrs.) Karuna Vishunavat
DIN	05226727	09438491
Date of Birth & Age	October 5, 1957 68 years old	June 14, 1954 72 years old
Date of first appointment on the Board	November 13, 2018	December 17, 2021
Qualifications	He holds a Bachelor of Technology degree in Chemical Engineering.	She is Ph.D. in Plant Pathology from C.S.A.U.A&T., Kanpur
Brief Resume	Mr. Raj Deep Bhatia is currently a Whole-time Director and Director - Manufacturing of our Company. He is responsible for operations and management of the formulation manufacturing units of our Company. He has been associated with our Company since December 1, 2003. He holds a bachelor's degree of technology in chemical engineering from the Banaras Hindu University, Varanasi, Uttar Pradesh, India. He was previously associated with Larsen & Toubro Limited, Kinetics Technology India Limited, Montari Industries Limited, Punjab Pesticides Industrial Cooperative Society Limited and Telephone Cables Limited. He has over 34 years of experience in engineering.	Dr. Karuna Vishunavat is currently an Independent Director of our Company. She has been associated with our Company since December 17, 2021. She holds a Doctor of Philosophy in plant pathology from the Chandrashekhar Azad University of Agriculture and Technology, Kanpur, Uttar Pradesh, India. She was previously associated with Govind Ballabh Pant University, Pantnagar, Uttarakhand, India and was appointed as the emeritus scientist by the Indian Council of Agricultural Research in 2020. She has over 42 years of experience in agricultural research.
In case of Independent Director, skills and capabilities required for the role and the manner in which the proposed person meets such requirements.]	-	She possesses over 42 years of experience in agricultural research and holds a Doctorate in Plant Pathology. Her extensive expertise in plant pathology, crop health and agricultural research, along with her association with reputed agricultural institutions and the Indian Council of Agricultural Research, provides her with valuable technical and sectoral knowledge relevant to the Company's agrochemical business. Accordingly, her experience and expertise enable her to provide informed, independent and objective guidance to the Board and effectively discharge her responsibilities as an Independent Director.
Expertise/Experience in specific functional areas	He holds a bachelor's degree of technology in chemical engineering from the Banaras Hindu University, Varanasi, Uttar Pradesh, India. He was previously associated with Larsen & Toubro Limited, Kinetics	She holds a doctorate of philosophy in plant pathology from the Chandrashekhar Azad University of Agriculture and Technology, Kanpur, Uttar Pradesh, India. She was previously associated with Govind

	Technology India Limited, Montari Industries Limited, Punjab Pesticides Industrial Cooperative Society Limited and Telephone Cables Limited. He has over 34 years of experience.	Ballabh Pant University, Pantnagar, Uttarakhand, India and was appointed as the emeritus scientist by the Indian Council of Agricultural Research in 2020. She has over 42 years of experience.
Terms and conditions of appointment or re-appointment along-with details of remuneration sought to be paid	As per the appointment letter.	As per the appointment letter
Details of remuneration sought to be paid and the remuneration last drawn by such person, if applicable	Details of remuneration sought to be paid forms part of the explanatory statement above Remuneration last drawn: INR 6.95 million	No such remuneration is to be paid Last drawn remuneration - NIL
Directorships in other Companies	He holds the Directorship in the following companies: 1. Crimsun Organics Pvt Ltd. 2. Leeds Life Sciences Pvt Ltd.	She is an Independent Director in Crimsun Organics Pvt Ltd.
Memberships / Chairmanships of Board committees in other companies	He is member of Corporate Social Responsibility Committee of Crimsun Organics Pvt Ltd.	She is member of the following committees of Crimsun Organics Pvt Ltd.: 1. Corporate Social Responsibility Committee 2. Audit Committee 3. Nomination and Remuneration Committee
Resignation from the directorship of listed companies in the past three years	None	None
Number of shares held in the company including shareholding as a beneficial owner	23000 equity shares 13068 ESOP	NIL
Relationship with other director, manager and KMP of the Company	None	None
Number of Board meetings attended	He attended four (4) Board Meetings during FY 2025-26. He attended one (1) Board Meeting during FY 2026-27	She attended eight (8) Board Meetings during FY 2026-27. She attended three (3) Board Meetings during FY 2026-27.