RAMPUR FERTILIZERS LIMITED

CIN: L15136UP1988PLC010084
Registered Office: Judges Bareilly Road, Rampur-244901 (U.P.)
Phone No. 0595-2352028 | Fax No. 0595-2352030
Website: www.rampurfert.com | E-mail: info@rampurfert.com

Date: 27/08/2026

ISIN: INE671X01012

To	To,
Head- Listing & Compliance **The Calcutta Stock Exchange Ltd.** 7 Lyons Range, Dalhousie Murgighata, B.B.D. Bagh, Kolkata-700001.	Head- Listing & Compliance **Metropolitan Stock Exchange of India Ltd. (MSEI)** Vibgyor Towers, 4th floor, Plot No C 62, G - Block, Opp. Trident Hotel, Bandra Kurla Complex, Bandra (E), Mumbai – 400 098, India.

Dear Sir / Madam,

Scrip Code: 10028389 / RAMPURFERT

Reg. – Notice of the 38th Annual General Meeting, Intimation of Closure of Register of Members & Share Transfer Books and information regarding Remote e-voting.

We wish to inform you that the date of 38th Annual General Meeting (AGM) of the Rampur Fertilizers Limited (Company) along with other relevant dates in compliance with the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. With regard to the subject, Exchanges are hereby informed as under:

The Schedule of AGM is set out below:

1.	Date/Time of AGM	Wednesday, 30 September 2026 at 12:00 P.M. (IST) through Video Conferencing (VC) / Other Audio Visual Means (OAVM).
2.	Book Closure	24th September, 2026 (Thursday) to 30th September, 2026 (Wednesday) (Both days inclusive)
3.	E-Voting Cut off dates	23rd September, 2026 (Wednesday)
4.	Remote E-voting	From 09.00 a.m. (IST) on Sunday 27th September 2026 to 05.00 p.m.(IST) on Tuesday, 29th September 2026 (both days inclusive)

In this connection, we enclose the Notice of the 38th Annual General Meeting (AGM) of the Company for placing on the website of the Exchanges. The same is available on the website of the Company at https://rampurfert.com/

Kindly take the same on your record.

Thanking You,
Yours Sincerely,
For Rampur Fertilizers Limited

Nidhi Gupta

Rampur

Nidhi Gupta
(Company Secretary & Compliance Officer)

Notice of 38th Annual General Meeting

Notice is hereby given that the 38th Annual General Meeting of the Members of Rampur Fertilizers Ltd. will be held on Wednesday, the 30th September 2026 at 12:00 P.M. through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"), to transact the following business: -

Ordinary Business

1. To consider and adopt the audited standalone financial statement of the Company for the financial year ended on March 31, 2026 and the reports of the Board of Directors and Auditors thereon and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as **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 be and are hereby approved and adopted."

2. To appoint a Director in place of Mr. Raghvendra Gupta (holding DIN: 09694135), who retires by rotation and being eligible, offers himself for reappointment, and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as **Ordinary Resolution:**

   "**RESOLVED THAT** in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Raghvendra Gupta (holding DIN: 09694135), who retires by rotation at this Annual General Meeting of the Company, being eligible, offered himself for re-appointment, be and is hereby re-appointed as Director, liable to retire by rotation."

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

   "**RESOLVED THAT** pursuant to provisions of Section 139(8), 142 and other applicable provisions of the Companies Act, 2013, if any, read with the Companies (Audit & Auditors) Rules, 2014, including any statutory enactment or modification thereof, the Company hereby ratify the appointment of M/s. M A R K S A N & Co, Chartered Accountants (Firm Registration No. 008315N) as Statutory Auditors of the Company, by the Board of Directors in their meeting w.e.f. 24th August 2026 up to the date of this AGM, at a remuneration to the extent / within the limit of remuneration as paid in previous year in addition to out of pocket expenses as may be incurred by them during the course of the Audit, as casual vacancy occurred due to resignation of previous Statutory Auditor, M/s. A P T & Co. LLP on 13th August 2026.

   FURTHER RESOLVED THAT the Board of Directors of the Company or any committee thereof be and is hereby authorized to do all such acts, deeds and things as in its absolute discretion it may think necessary, expedient or desirable; to settle any question or doubt that may arise in relation thereto in order to give effect to this resolution."

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

   "**RESOLVED THAT** pursuant to provisions of Section 139(1), 139(8), 142 and other applicable provisions of the Companies Act, 2013, if any, read with the Companies (Audit & Auditors) Rules, 2014, including any statutory enactment or modification thereof, the Company hereby appoint M/s. M A R K S A N & Co, Chartered Accountants (Firm Registration No. 008315N) as Statutory Auditors of the Company to hold office from the conclusion of this 38th Annual General Meeting till the conclusion of its 43rd Annual General Meeting, at a remuneration to the extent / within the limit of remuneration as paid in previous year in addition to out of pocket expenses as may be incurred by them during the course of the Audit.

   FURTHER RESOLVED THAT the Board of Directors of the Company or any committee thereof be and is hereby authorized to do all such acts, deeds and things as in its absolute discretion it may think necessary, expedient or desirable; to settle any question or doubt that may arise in relation thereto in order to give effect to this resolution."

Special Business

5. **To approve revision in the remuneration and payment of performance-linked commission/exgratia payable to Mr. Anshuman Khaitan, Managing 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** in the partial modifications of the earlier resolutions passed in this regard by the members of the Company at the 37th Annual General Meeting held on 18th September, 2025 and pursuant to the provisions of Sections 197, 198 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and such other approvals and permissions, as may be required and as recommended by the Nomination & Remuneration Committee and as approved by the Board of Directors, consent of the members be and is hereby accorded for the revision of remuneration payable to Mr. Anshuman Khaitan (DIN: 00606546), Managing Director with effect from 1st April, 2026 till 31st March, 2029 as follows:

- Payment (Basic Salary): Revision in the Basic salary of Mr. Anshuman Khaitan, Managing Director of the Company from Rs. 66,00,000/- (Rupees Sixty Six Lacs Only) per annum to Rs. 1,20,00,000/- (Rupees One Crore Twenty Lacs only) per annum w.e.f. from 1st October, 2026.
- Rent-free unfurnished residential accommodation: In case no accommodation is provided by the Company, he shall be entitled to a revised House Rent Allowance (HRA) from existing Rs. 33,00,000/- (Rupees Thirty Three Lacs Only) per annum to Rs. 60,00,000/- (Rupees Sixty Lakhs only) per annum, with effect from 1st October, 2026.
- Commission/Exgratia:
  - i) Payment of a performance-linked commission/exgratia of Rs. 98,78,636/- (Rupees Ninety-Eight Lacs Seventy Eight Thousand Six Hundred Thirty Six only) to Mr. Anshuman Khaitan, Managing Director of the Company for the Financial Year 2025–26, which is in addition to the remuneration of Rs. 99,00,000/- (Rupees Ninety Nine Lacs only) which was already approved and paid/payable for the Financial Year 2025–26 at the 37th Annual General Meeting held on 18th September, 2025.
  - ii) Payment of commission/exgratia on sales calculated at the rate of Rs. 300/- (Rupees Three Hundred only) to Rs. 600/- (Rupees Six Hundred only) per metric tonne of product to be sold during the financial year 2026-27 and onwards, subject to a maximum cap of 40,000 metric tonnes per annum (i.e., maximum annual commission capped at ₹2,40,00,000/- Rupees Two Crore Forty Lacs Rupees only) per annum.
- Contributions to provident fund, superannuation fund or annuity fund and any other retirement benefits as per Income-tax Rules, 1962 / other applicable Statutory Rules.

RESOLVED FURTHER THAT annual increment may be decided by Nomination & Remuneration Committee / Board of Directors of the Company, subject to ceiling on increment of 20% in a year over the existing remuneration, without further approval of the Members, during this period, and with liberty to alter and vary the terms and conditions of the said appointment in such manner as may be agreed between the Board/ Nomination and Remuneration Committee and Mr. Anshuman Khaitan.

RESOLVED FURTHER THAT in the event of loss or inadequacy of the profits in any financial year, during the tenure of office of Mr. Anshuman Khaitan as the Managing Director, he shall be entitled to receive and be paid such remuneration as minimum remuneration, as stated in the Explanatory Statement, in respect of such financial year(s) in which such inadequacy or loss arises, as permissible under the law subject to the necessary approvals/ ceilings as specified under Schedule V of the Companies Act, 2013.

FURTHER RESOLVED THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds and things as in its absolute discretion it may think necessary, expedient or desirable; to settle any question or doubt that may arise in relation thereto in order to give effect to this resolution."

6. **To approve revision in the remuneration payable to Mr. Gangesh Khaitan, Whole Time Director, for the remaining term.**

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

"RESOLVED THAT in the partial modifications of the earlier resolutions passed in this regard by the members of the Company at the 37th Annual General Meeting held on 18th September, 2025 and pursuant to the provisions of Sections 197, 198 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and such other approvals and permissions, as may be required and as recommended by the Nomination & Remuneration Committee and as approved by the Board of Directors, consent of the members be and is hereby accorded for the revision of remuneration payable to Mr. Gangesh Khaitan, Whole Time Director, (holding DIN 00798110) to Rs. Zero (NIL) w.e.f. 1st October 2026 up to 31st December 2027, on the terms and conditions as set out in the Explanatory Statement annexed to this Notice.

RESOLVED FURTHER THAT the Board of Directors and Company Secretary of the Company be and are hereby authorized to sign the requisite forms / documents and to do all such acts, deeds, matters and things and execute all such documents, instruments and writings as may be considered necessary, desirable or expedient to give effect to this resolution."

7. **To appoint Mrs. Prachi Gupta (DIN: 11238675) as Non-Executive Independent Director.**

To consider and if thought fit to pass with or without modifications the following resolution as a **Special Resolution:**

"RESOLVED THAT pursuant to the provisions of Section 149, 150, 152 and 161 read with Schedule IV and other applicable provisions of the Companies Act, 2013 (the Act) and the Companies (Appointment and Qualifications of Directors) Rules, 2014, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), on the recommendation of the Nomination & Remuneration Committee and approval of the Board of Directors for appointment of Mrs.

Prachi Gupta (DIN: 11238675) as an Additional Director in the capacity of an Independent Director of the Company w.e.f. May 23, 2026, who holds office as such up to the date of ensuing Annual General Meeting, be and is hereby, appointed as a Non-Executive Independent Director of the Company not liable to retire by rotation, to hold office for a period of five years with effect from May 23, 2026 till May 22, 2031."

RESOLVED FURTHER THAT the Board of Directors and Company Secretary of the Company be and are hereby authorized to sign the requisite forms / documents and to do all such acts, deeds, matters and things and execute all such documents, instruments and writings as may be considered necessary, desirable or expedient to give effect to this resolution."

8. To appoint Mrs. Nisha (DIN: 11845122), as **Non-Executive Independent Director.**

   To consider and if thought fit to pass with or without modifications the following resolution as a **Special Resolution:**

   "RESOLVED THAT pursuant to the provisions of Section 149, 150, 152 and 161 read with Schedule IV and other applicable provisions of the Companies Act, 2013 (the Act) and the Companies (Appointment and Qualifications of Directors) Rules, 2014, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), on the recommendation of the Nomination & Remuneration Committee and approval of the Board of Directors for appointment of Mrs. Nisha (DIN: 11845122) as an Additional Director in the capacity of an Independent Director of the Company w.e.f. August 24, 2026, who holds office as such up to the date of ensuing Annual General Meeting, be and is hereby, appointed as a Non-Executive Independent Director of the Company not liable to retire by rotation, to hold office for a period of five years with effect from August 24, 2026 till August 23, 2031."

   "RESOLVED FURTHER THAT the Board of Directors and Company Secretary of the Company be and are hereby authorized to sign the requisite forms / documents and to do all such acts, deeds, matters and things and execute all such documents, instruments and writings as may be considered necessary, desirable or expedient to give effect to this resolution."

9. **To ratify the remuneration payable to the Cost Auditors 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 Section 148 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, M/s. TYPSGO & Co., Cost Accountants (FRN 000067), appointed as Cost Auditors by the Board of Directors of the Company to audit the cost records of the Company for the financial year 2026-27, be paid a remuneration of Rs. 20,000/- plus taxes, in addition to out of pocket expenses as may be incurred by them.

   RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

Notes:

1. Ministry of Corporate Affairs ("MCA") has vide its General Circular No.20/2020 dated 5th May 2020 read with latest General Circular No. 03/2025 dated 22nd September 2025, allowed companies whose Annual General Meeting ("AGM") are due in the year 2026, to conduct their AGM on or before 30th September 2026, in accordance with the requirements provided in paragraphs 3 and 4 of the General Circular No. 20/2020 ("MCA Circulars"). The Securities and Exchange Board of India ("SEBI") also issued Circular No. SEBI/HO/DDHS/DDHS-PoD-1/P/CIR/2025/83 dated 5th June 2025 and subsequent circulars issued in this regard ("SEBI Circulars"). In compliance with these Circulars, provisions of the Act and SEBI Listing Regulations, the 38th AGM of the Company is being conducted through VC/OAVM facility, which does not require physical presence of Members at a common venue. The deemed venue for the AGM shall be the Registered Office of the Company.
2. Explanatory Statement as required under Section 102(1) of the Companies Act, 2013 is annexed.
3. Pursuant to the provisions of the Act, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. In terms of MCA Circulars, since physical attendance of Members has been dispensed with, there is no requirement of appointment of proxies. Accordingly, the facility for appointment of proxies by the Members under Section 105 of the Act, will not be available for the AGM and, hence, the Proxy Form and Attendance Slip are not annexed to this Notice.
4. The Board of Directors has appointed Mr. Shubham Garg, Practicing Company Secretary (ACS No. 70420, CP No. 27186) as the Scrutinizer to scrutinize the voting and remote e-voting process in a fair and transparent manner.
5. Corporate/Institutional members (i.e. other than individuals, HUF, NRI, etc.) are required to send scanned copy of its Board or governing body resolution/authorization etc., authorizing its representative to attend AGM through VC/OAVM on its behalf and to vote through remote e-voting. The said Resolution/Authorization be sent to the Scrutinizer by email through its registered email address to shubhamgarg231293@gmail.com with a copy marked to evoting@nsdl.co.in
6. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
7. Members can login and join the AGM 30 minutes prior to the scheduled time to start the AGM and the window for joining shall be kept open till the expiry of 15 minutes after the scheduled time to start the AGM. The facility of participation at the AGM through

VC/OAVM will be made available for 1000 members, on first-come-first-served basis. However, the participation of large members (members holding 2% or more shareholding), promoters, institutional investors, directors, key managerial personnel, the Chairpersons of the Audit Committee, Nomination & Remuneration Committee, Stakeholders Relationship Committee and Auditors can attend the AGM without restriction of first-come-first served basis. Instructions and other information for members for attending the AGM through VC/OAVM are given in this Notice.

8. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
9. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the aforesaid MCA and SEBI Circulars, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-voting system as well as venue voting on the date of the AGM will be provided by NSDL.
10. For ease of conduct, members who would like to ask questions/express their views on the items of the business to be transacted at the meeting can send in their questions/ comments in advance mentioning their name, demat account number/ folio number, email id, mobile number at rkumar@rampurfert.com. The same will be replied by the Company suitably. Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.
11. The Registers of Members and Share Transfer Books of the Company will remain closed from Thursday, September 24, 2026 to Wednesday, September 30, 2026 (both days inclusive) for the purpose of annual closure of books.
12. Since the AGM will be held through VC/OAVM, the Route Map is not annexed in this Notice.
13. In compliance with the aforesaid MCA and SEBI Circulars, the Notice of the AGM along with the Annual Report 2025-26 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice calling AGM along with the explanatory statement and Annual Report 2025-26 are available on the website of the Company at www.rampurfert.com and on the website of the Stock Exchanges i.e. MSEI Limited at www.msei.in and CSE Limited at www.cse-india.com and on the website of National Securities Depository Limited (NSDL) i.e. www.evoting.nsdl.com (the Authorised agency for providing voting through electronic means and AGM through VC/OAVM). Company's web-link on the above will also be provided in advertisement being published in Financial Express (English) and Jansatta (Hindi edition).

    Further, in compliance with Regulation 36(1)(b) of the Listing Regulations, a letter providing the web-link, including the exact path, where Annual Report for the financial year 2025-26 is available is being sent to those Members whose e-mail address is not registered with the Company / Share Transfer Agent / Depository Participants / Depositories.
14. Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone / mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, etc., to their DPs if the shares are held by them in electronic form and to the Company/RTA if the shares are held by them in physical form.
15. For receiving all future correspondence (including Annual Report) from the Company electronically–

    In case you have not registered your email ID with the Company/ Depositary, please follow below instructions to register your email ID for obtaining Annual Report for FY 2025-2026 and login details for e-voting.

Physical Holding

Send a signed request letter to Registrar and Transfer Agents of the Company, MAS Services Limited at investor@masserv.com providing Folio Number, Name of the Shareholder, scanned copy of the Share Certificate (Front and Back), PAN (Self attested scanned copy of PAN Card), AADHAR (Self attested scanned copy of Aadhar Card) with subject line (Register E-mail ID Folio No (Mention Folio No) of Rampur Fertilizers Limited.

Demat Holding

Please contact your Depositary Participant (DP) and register your email address as per the process advised by DP.

16. In case a person has become a member of the Company after dispatch of the AGM Notice, but on or before the cut-off date for e-voting i.e. Wednesday, September 23, 2026, such person may obtain the User ID and Password from RTA by e-mail request on investor@masserv.com.
17. With a view to helping us serve the members better, members who hold shares in identical names and in the same order of names in more than one folio are requested to write to the Company to consolidate their holdings in one folio.
18. In terms of Section 72 of the Companies Act, 2013 and the applicable provisions, the shareholders of the Company may nominate a person in whose name the shares held by him/them shall vest in the event of his/their death. Shareholders desirous of availing this facility may submit the requisite nomination form.
19. In terms of SEBI Circular dated 09/12/2020, the depository shall send SMS/email alerts regarding the details of the upcoming AGM to the demat holders atleast 2 days prior to the date of commencement of e-voting. Hence members are requested to update the mobile no./email ID with their respective depository participants.
20. The documents referred to in the proposed resolutions are available for inspection at its Registered Office of the Company during normal business hours on any working day except Sundays and gazetted holidays, up to the date of meeting.

21. Instructions for e-voting and joining the AGM are as follows: In terms of the provisions of section 108 of the Act, read with rule 20 of the Companies (Management and Administration) Rules, 2014, as amended (hereinafter called 'the Rules' for the purpose of this section of the Notice) and regulation 44 of the SEBI Listing Regulations, the Company is providing facility of remote e-voting to exercise votes on the items of business given in the Notice 38th Annual General Meeting (AGM) through electronic voting system, to members holding shares as on Wednesday, September 23, 2026 (end of day), being the cut-off date fixed for determining voting rights of members, entitled to participate in the remote e-voting process, through the e-voting platform provided by NSDL or to vote at the e-AGM.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:-

The remote e-voting period begins on Sunday, September 27, 2026 at 9:00 A.M. and ends on Tuesday, September 29, 2026 at 5:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Wednesday 23 September, 2026, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Wednesday 23 September, 2026.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL	1. If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under "IDeAS" section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on options available against company name or e-Voting service provider – NSDL and you will be re-directed to NSDL e-Voting website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS"Portal or click at https://eservices.nsdl.com/SecureWeb/Ideas DirectReg.jsp 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on options available against company name or e-Voting service provider - NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders holding securities in demat mode with CDSL	1. Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. 2. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote. 3. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.

Type of shareholders	Login Method
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Once login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on options available against company name or e-Voting service provider-NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

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

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022-23058738 or 022-23058542-43

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

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

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is In300*** and Client ID is 12****** then your user ID is IN300***12******.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12************** then your user ID is 12**************

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
   a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
   b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
   c) How to retrieve your 'initial password'?
      (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
   (ii) If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered
6. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
7. Now, you will have to click on "Login" button.
8. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

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

General Guidelines for shareholders

1. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
2. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to Amit Vishal at evoting@nsdl.co.in

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to investor@masserv.com or rkumar@rampurfert.com.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to investor@masserv.com or rkumar@rampurfert.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.
3. Alternatively, shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat

account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE EGM/AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the EGM/AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the EGM/AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE EGM/AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for Access to NSDL e-Voting system. After successful login, you can see link of "VC/OAVM link" placed under "Join General meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at rkumar@rampurfert.com. The same will be replied by the company suitably.

General Instructions

A. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.

B. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, for all those members who are present VC / OAVM at the AGM but have not cast their votes by availing the remote e-voting facility.

C. The Scrutinizer shall after the conclusion of voting at the AGM, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.

D. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company www.rampurfert.com and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing and communicated to the MSE and CSE.

Annexure to Notice:
Explanatory Statement pursuant to Section 102 of the Companies Act, 2013

ITEM NO. – 3:

M/s. A P T & Co LLP, Chartered Accountants (Firm Registration No. 014621C/N500088), have tendered their resignation as Statutory Auditors dated 13.08.2026 citing reasons that due to pre-occupation in other assignments, this has resulted into a casual vacancy in the office of Statutory Auditors of the Company as envisaged by Section 139(8) of the Companies Act, 2013. Casual vacancy caused by the resignation of auditor shall be approved by the shareholders in General Meeting within three months from the date of recommendation of the Board of Directors of the Company. The Board of Directors of the Company recommended the ratification of appointment of M/s. M A R K S A N & Co, Chartered Accountants (Firm Registration No. 008315N) as the Statutory Auditors of the Company, w.e.f. 24th August 2026 up to the date of this AGM, to fill the casual vacancy caused by the resignation of M/s A P T & Co. LLP, Accordingly, shareholders' approval by way of ordinary resolution is sought. M/s. A P T & Co. LLP, Chartered Accountants, retiring auditor shall not be re-appointed. M/s. M A R K S A N & Co, Chartered Accountants (Firm Registration No. 008315N), have conveyed their consent for being appointed as the Statutory Auditors of the Company along with a confirmation that, their appointment, if made by the members, would be within the limits prescribed under the Companies Act, 2013 and shall satisfy the criteria as provided under section 141 of the Companies Act, 2013. The Board of Directors of the Company recommends the passing of the resolution in Item No. 03 of the notice as **an ordinary resolution.**

None of the Directors or Key Managerial Persons of the Company (including their relatives), except to the extent of their shareholding in the Company are concerned or interested in the said resolution.

ITEM NO. – 4:

Based on the recommendation of Audit Committee, the Board of Directors of the Company has proposed the appointment of M/s. M A R K S A N & Co, Chartered Accountants (Firm Registration No. 008315N) as the Statutory Auditors of the Company, from the conclusion of this 38th Annual General Meeting till the conclusion of its 43rd Annual General Meeting, at a remuneration to the extent / within the limit as paid in previous year in addition to out of pocket expenses as may be incurred by them during the course of the Audit, shareholders' approval by way of ordinary resolution is sought. M/s. A P T & Co. LLP, Chartered Accountants, retiring auditor shall not be re-appointed.

M/s. M A R K S A N & Co, Chartered Accountants (Firm Registration No. 008315N), have conveyed their consent for being appointed as the Statutory Auditors of the Company along with a confirmation that, their appointment, if made by the members, would be within the limits prescribed under the Companies Act, 2013 and shall satisfy the criteria as provided under section 141 of the Companies Act, 2013, the Chartered Accountants Act, 1949, and all applicable rules and regulations. Furthermore, in accordance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, they have confirmed that they hold a valid peer review certificate issued by the Peer Review Board of ICAI.

The Board of Directors of the Company recommends the passing of the resolution in Item No. 04 of the notice as **an ordinary resolution.**

None of the Directors or Key Managerial Persons of the Company (including their relatives), except to the extent of their shareholding in the Company are concerned or interested in the said resolution.

Disclosure under regulation 36(5) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

Category of the Auditor:	**Auditor's Firm**
Name of Auditor or Auditor's Firm:	M/s. M A R K S A N & Co
ICAI Firm Registration No.:	008315N
Number of Financial Year(s) to which appointment relates:	Five Financials' years
Period of account for which appointed:	From 2026-27 to 2030-31
Date of appointment made by Board of Directors:	24th August, 2026
Proposed fees payable to proposed Statutory Auditor for the FY 2026-27:	Rs. 1,65,000/-
Any material change in the fee payable to such auditor from that paid to the outgoing auditor along with the rationale for such change:	There is no material change in the fee payable to M/s M A R K S A N & Co vis-a vis the fees paid to the previous auditors.
Basis of recommendation and Auditor Credentials:	The recommendations are based on the fulfilment of the eligibility criteria prescribed by the Act, with regard to the full –time partners, audit experience of the firms, capability, independence assessment, and audit experience. Brief Profile of Statutory Auditors

Date of establishment	**01.01.1988**
Registration and Empanelment	The Institute of Chartered Accountants of India Bank Branch Auditors' Panel
	K-Block, Chaudhry Building, Connaught Circus, New Delhi 110001
Registered Office	10
Number of Partners	01
Number of qualified staff	03
Number of trainees	23
Number of other employees	37
Total number of partners and staff	Total Number – 11
Number and Location of Offices	• {Delhi - (6 office including head office), • Patna, • Jaipur, • Lucknow, Bahadurgarh, • Rachi

ITEM NO. – 5:

In terms of the provisions of the Companies Act, the Nomination and Remuneration Committee of the Board and the Board of Directors, in their respective meetings held on 24th August 2026, have revised the remuneration payable to Mr. Anshuman Khaitan, Managing Director. The remuneration was approved by the Board based on industry standards, responsibilities handled by the Managing Director of the Company, as set out in the resolution being Item No. 5 of the accompanying Notice for the period of 3 years commencing from 1st April, 2026 till 31st March, 2029.

In case, the Company has no profits or its profits are inadequate, then the remuneration shall be paid to him in accordance with the provisions of the Companies Act, 2013 read with Schedule V of the Act.

The Board of Directors or Committee thereof may, in their discretion, revise / modify any of the terms from time to time, within the limits stipulated.

Annual increments (if any) as may be decided by Board of Directors of the Company, subject to ceiling on increment of 20% in a year over the existing remuneration, without further approval of Members during the period approved, and with liberty to the Board/ Nomination and Remuneration Committee to alter and vary the terms and conditions of the said appointment in such manner as may be agreed be and between the Board/ Nomination and Remuneration Committee and Mr. Anshuman Khaitan.

The Company is complying with the provisions of section II of Part II of Schedule V of the Companies Act, 2013 which prescribes that in case of no profits or inadequate profits, the remuneration can be paid by the Company to its managerial personnel not exceeding the limits as specified under Schedule V, subject to the following:

(i) The payment of remuneration is approved by a resolution passed by the Board and also by the Nomination and Remuneration Committee of Directors.

(ii) There is no default in repayment of any of its debts or interest payable thereon.

The proposed revision in the remuneration as set out in the resolution is well in conformity with the relevant provisions of the Companies Act, 2013, read with schedule V to the said Act and hence approval of Central Government is not required for the revision of remuneration.

Other details are enclosed as Annexure-I.

None of the Directors and Key Managerial Personnel of the Company except Mr. Anshuman Khaitan, being an appointee, and Mr. Gangesh Khaitan, Wholetime Director, who are related to Mr. Anshuman Khaitan, are interested in the resolution.

Accordingly, the Board recommends the passing of the special resolution as set out in the item no. 5 of the Notice.

ITEM NO. – 6:

In terms of the provisions of the Companies Act, the Nomination and Remuneration Committee of the Board and the Board of Directors, in their respective meetings held on 24th August 2026, have revised the remuneration payable to Mr. Gangesh Khaitan, Whole Time Director, w.e.f. 1st October, 2026 for the term ending on 31st December 2027 as follows:

I. Period: w.e.f. 1st October, 2026 for the term ending on 31st December 2027.
II. Payment (Basic Salary): NIL
III. Rent-free unfurnished residential accommodation: NIL
IV. Contributions to provident fund, superannuation fund or annuity fund and any other retirement benefits as per Income-tax Rules, 1962 / other applicable Statutory Rules: NIL

The proposed revision has been made at the request of Mr. Gangesh Khaitan and is considered to be in the best interests of the Company. The Board is of the view that the continued services of Mr. Gangesh Khatan as Whole-Time Director will be beneficial to the Company and accordingly recommends the resolution for approval of the Members.

None of the Directors and Key Managerial Personnel of the Company except Mr. Gangesh Khaitan, being an appointee, and Mr. Anshuman Khaitan, Managing Director, who is related to Mr. Gangesh Khaitan, is interested in the resolution.

Accordingly, the Board recommends the passing of the special resolution as set out in the item no. 6 of the Notice.

ITEM NO. – 7:

Mrs. Prachi Gupta (DIN: 11238675) was appointed as an Additional Director under the category of Independent Director as per the provisions of Section 149 of the Act read with the Companies (Appointment and Qualification of Directors) Rules, 2014, on the Board of the Company with effect from May 23, 2026. She holds office as an Independent Director of the Company up to the conclusion of the ensuing annual general meeting.

The Board, as per the recommendation of the Nomination and Remuneration Committee, considers that, given her background and experience, the association of Mrs. Prachi Gupta would be beneficial to the Company.

Accordingly, it is proposed to appoint Mrs. Prachi Gupta as an Independent Director of the Company, not liable to retire by rotation and to hold office for a first term of 5 (five) consecutive years on the Board of the Company.

Section 149 of the Companies Act, 2013 and provisions of the SEBI (LODR) Regulations, 2015 (“Listing Regulations”) inter alia prescribe that an Independent Director of a Company shall meet the criteria of independence as specified therein.

Mrs. Prachi Gupta is not disqualified from being appointed as Director in terms of Section 164 of the Act and have given her consent to act as an Independent Director.

The Company has also received declaration from Mrs. Prachi Gupta that she meets with the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Act and under the SEBI (LODR) Regulations, 2015.

In the opinion of the Board, Mrs. Prachi Gupta fulfils the conditions for appointment as Independent Directors as specified in the Companies Act, 2013 and the SEBI (LODR) Regulations, 2015.

Additional information in respect of Mrs. Prachi Gupta, pursuant to Regulation 36 of the Listing Regulations and the Secretarial

Standard on General Meetings (SS-2), is given at Annexure-II to this Notice.

Except Mrs. Prachi Gupta, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the proposed resolution.

Accordingly, the Board recommends the passing of the special resolution as set out in item no. 7 of the Notice.

ITEM NO. – 8:

Mrs. Nisha (DIN: 11845122) was appointed as an Additional Director under the category of Independent Director as per the provisions of Section 149 of the Act read with the Companies (Appointment and Qualification of Directors) Rules, 2014, on the Board of the Company with effect from August 24, 2026. She holds office as an Independent Director of the Company up to the conclusion of the ensuing annual general meeting.

The Board, as per the recommendation of the Nomination and Remuneration Committee, considers that, given her background and experience, the association of Mrs. Nisha would be beneficial to the Company.

Accordingly, it is proposed to appoint Mrs. Nisha as an Independent Director of the Company, not liable to retire by rotation and to hold office for a first term of 5 (five) consecutive years on the Board of the Company.

Section 149 of the Companies Act, 2013 and provisions of the SEBI (LODR) Regulations, 2015 ("Listing Regulations") inter alia prescribe that an Independent Director of a Company shall meet the criteria of independence as specified therein.

Mrs. Nisha is not disqualified from being appointed as Director in terms of Section 164 of the Act and have given her consent to act as an Independent Director.

The Company has also received declaration from Mrs. Nisha that she meets with the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Act and under the SEBI (LODR) Regulations, 2015.

In the opinion of the Board, Mrs. Nisha fulfils the conditions for appointment as Independent Directors as specified in the Companies Act, 2013 and the SEBI (LODR) Regulations, 2015.

Additional information in respect of Mrs. Nisha, pursuant to Regulation 36 of the Listing Regulations and the Secretarial Standard on General Meetings (SS-2), is given at Annexure-II to this Notice.

Except Mrs. Nisha, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the proposed resolution.

Accordingly, the Board recommends the passing of the special resolution as set out in item no. 8 of the Notice.

ITEM NO. – 9:

Pursuant to Section 148 of the Companies Act 2013, the Company is required to have the audit of its cost records conducted by a cost accountant in practice. On the recommendation of the Audit Committee of Directors, the Board of Directors has approved the reappointment of M/s. TYPSGO & Co., Cost Accountants (FRN 000067) as the Cost Auditors of the Company to conduct audit of cost records maintained by the Company for the Financial Year 2026-27, at a remuneration of Rs. 20,000/- plus GST, travel and actual out-of-pocket expenses. M/s TYPSGO & Co. have conducted the audit of the cost records of the Company for the previous year also under the provisions of the Act.

None of the Directors or Key Managerial Personnel of the Company or their respective relatives are concerned or interested in the Resolution.

The Board recommends this Resolution at Item No. 9 of the Notice for your Approval as ordinary resolution.

ANNEXURE-I

Disclosure as required under Part (B) (iv) of Section II of Part II of Schedule V to the Companies Act, 2013 is given hereunder:

I. General Information –

Given hereinabove.

Specific Information:

Nature of Industry	Manufacturing
Date or expected date of Commercial Production	N.A. since the Company has already commenced its business activities
In case of new Companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	N.A.

Financial performance:-

(Rs. 1n Lacs)

Particular	For the year/period ended		
	March 31, 2024	March 31, 2025	March 31, 2026
Total Income	2,240.00	2,199.77	5,606.04
Depreciation	94.21	83.41	84.82
Total Expenses	2,406.88	2,220.44	5,025.56

(Rs. 1n Lacs)

Particular	For the year/period ended		
	March 31, 2024	March 31, 2025	March 31, 2026
Net Profit/(Loss) (after tax)	(176.19)	(57.99)	571.03
Paid up Capital	494.82	494.82	494.82
Reserves & Surplus	1,053.56	995.57	1566.60

Foreign Investments or collaborations, if any – There is no direct foreign investment in the Company. There is no foreign collaboration in the Company.

II. Information about the Appointees

Name of Director	Mr. Anshuman Khaitan
Background details	Given in the body of statement
Past Remuneration (Rs. in Lacs)	99.00 plus contribution to P.F.
Recognition or Awards	Outstanding business management personality
Job profile and his suitability	As explained above explanatory statement
Remuneration proposed	As mentioned in the resolution
Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person	Considering the responsibility shouldered by him of the enhanced business activities of the Company, proposed remuneration is commensurate with Industry standards and Board level positions held in similar sized and similarly positioned businesses.
Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any	Apart from receiving managerial remuneration, he does not have any other pecuniary relationship with the Company.

III. Other information:

1. **Reasons of loss or inadequate profits:**
   Due to various impediment in the industry such as routine plant maintenance turnarounds and aggressive market competition from lower-cost import alternatives, fluctuation in consumer demand, high rate of raw material & finished product rate down due to market competition and different perception of the market. Resulting into lower profits during the previous fiscal.
2. **Steps taken or proposed to be taken for improvement:**
   The Company is focusing on strengthening its core competency in core sulphuric acid operations, by optimizing manufacturing operations, improving productivity through upgraded high margin product offering and rationalizing the operating area. The Company also enhancing its profitability through good production and marketing management.
3. **Expected increase in productivity and profits in measurable terms:**
   With political clarity emerging, the business and consumer confidence are expected to improve in the coming financial year, geared with a streamlined organizational design, the company intends to grow its sulphuric acid businesses. The Company expects that with the improvement in manufacturing, marketing management, and increased consumer spending will enable the growth momentum to pick up.

IV. Disclosures:

1. The remuneration package of all the managerial persons are given in the respective resolutions.
2. Additional information is given in Corporate Governance report.

ANNEXURE-II

Information pursuant to Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standards-2 issued by Institute of Company Secretaries of India ("ICSI")

Name of Director(s)	Mrs. Prachi (DIN: 11238675), Item No. 7	Mrs. Nisha (DIN: 11845122), Item No. 8
Brief Resume of the Director & Qualification	Mrs. Prachi Gupta is a Company Secretary by Profession having immerse knowledge and experience in dealing with matters relating to Company Law, Securities Law, Due Diligence, Listing and Capital Market Transaction and Strategic Planning and also serves as an Independent Director on the boards of Three companies, bringing expertise in corporate governance, regulatory compliance, and strategic decision-making.	With over 7 years of experience in the areas of Accounting, Income Tax, and GST, she has established a strong track record in financial management, compliance, and regulatory oversight. Holding a Bachelor of Commerce (B. Com) degree, she possesses extensive knowledge of accounting principles, taxation laws.
Age	28 years	31 years

Name of Director(s)	Mrs. Prachi (DIN: 11238675), Item No. 7	Mrs. Nisha (DIN: 11845122), Item No. 8
Experience and nature of his Expertise in Specific functional areas	Mrs. Prachi Gupta is a Company Secretary by Profession having immerse knowledge and experience in dealing with matters relating to Company Law, Securities Law, Due Diligence, Listing and Capital Market Transaction and Strategic Planning and also serves as an Independent Director on the boards of two companies, bringing expertise in corporate governance, regulatory compliance, and strategic decision-making.	Professional expertise encompasses financial reporting, tax compliance, and governance-related matters, enabling her to provide valuable insights and contribute to the achievement of sustainable business objectives.
Disclosure of relationship between Directors interse/ relationship with other Directors, Manager and other key managerial personnel of the Company	Not related to any Director, Manager and other Key Managerial Personnel of the Company.	Not related to any Director, Manager and other Key Managerial Personnel of the Company.
Date of First Appointment on the Board	23rd May, 2026	24th August, 2026
Name of entities in which persons hold Directorship of the Board	Stellaris Specialities India Limited Velnik India Limited Q&T Foods Limited	Elitecon International Limited
Name of Listed entities in which persons also holds Directorship of the Board and the memberships of Committees of the Board along with listed entities from which the person has resigned in the past three years	Q&T Foods Limited (Member of Nomination and Remuneration Committee and Chairperson of Audit Committee and SRC)	NIL
Shareholding in the company including shareholding as a beneficial owner	NIL	NIL
Terms and conditions of reappointment along with details of remuneration sought to be paid and the remuneration last drawn by such person, if applicable	Appointment as Non-Executive Independent Director, not liable to retire by rotation.	Appointment as Non-Executive Independent Director, not liable to retire by rotation.
Number of meetings of the Board attended during the Year (01.04.2025 to 31.03.2026)	NIL	NIL
Chairman / member of Committees of other Boards	Q&T Foods Limited (Member of Nomination and Remuneration Committee and Chairperson of Audit Committee and Stakeholders Relationship Committee) Velnik India Limited (Chairperson of Audit Committee and Nomination and Remuneration Committee) Stellaris Specialities India Limited (Member of Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee).	NIL
Chairman / member of Committee of Rampur Fertilizer Limited	Member of Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee	Member of Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee

Place : Rampur
Dated : 24/08/2026

By order of the Board of Directors
For Rampur Fertilizers Ltd.

Anshuman Khaitan
Managing Director
DIN : 00606546