

RAMDEVBABA SOLVENT LIMITED
(Formerly known as Ramdevbaba Solvent Private Limited)
CIN: - L01112MH2008PLC188449

Registered Office:- Bhaiya Building, Anaj Bazar, Itwari, Nagpur – 440002, M.H.

Corporate Office:- Block No. 205 and 206, Honey Arjun Kaushlya Tower, 2nd Floor, Near HDFC Bank, Central Avenue Road, Nagpur – 440008, Maharashtra, India

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NOTICE OF 17TH ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the **Seventeenth (17th) Annual General Meeting** of the Members of **Ramdevbaba Solvent Limited** will be held on **Tuesday, 23rd day of September, 2025, at 10.30 A.M.** through Video Conferencing / Other Audio Visual means without physical presence of the members at a common venue to transact the following businesses as mentioned below.

ORDINARY BUSINESS:-

Item No. 1:- To receive, consider and adopt the Standalone Audited Financial Statements of the Company for the financial year ended 31st March, 2025 together with the Reports of the Board of Directors and the Statutory Auditors thereon and to pass the following resolution as an Ordinary Resolution:

“RESOLVED THAT the audited standalone financial statements of the company for financial year ended 31st March, 2025 and the reports of the Board of Directors and Auditors thereon laid before this meeting, be and are hereby considered and adopted.”

Item No. 2:- To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2025 together with the Reports of the Board of Directors and the Statutory Auditors thereon and to pass the following resolution as an Ordinary Resolution:

“RESOLVED THAT the audited consolidated financial statements of the company for financial year ended 31st March, 2025 and the reports of the Board of Directors and Auditors thereon laid before this meeting, be and are hereby considered and adopted.”

Item No. 3:- Re-Appointment of Mrs. Rajnandini Tanmay Bhaiya (DIN: 10259615) Non Executive Women Director of the company, Who retires by rotation and being eligible offer herself for re-appointment and to pass the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to provisions of the Companies Act, 2013 Mrs. Rajnandini Tanmay Bhaiya (DIN: - 10259615), who retires by rotation at this meeting be and is hereby appointed as Non – Executive Women director of the company.”

“RESOLVED FURTHER THAT Board of Directors of the Company be and are hereby authorized to sign and execute deeds, application and documents that may be required on behalf of the Company and generally to do all acts, deeds, matters and things that may be necessary, proper, expedient or incidental thereto for the purpose of giving effects to these resolution.”

SPECIAL BUSINESS:-

Item No. 4:- Ratification of Cost Auditor’s Remuneration.

To consider and, if thought fit, to pass 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 read with the Companies (Audit and Auditors) Rules, 2014

(including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the members of the company hereby ratifies the remuneration of Rs. 40,000/- (Rupees Forty Thousand only) per annum plus applicable taxes and reimbursement of out-of pocket expenses on actuals, payable to Mrs. Deepa Agrawal Proprietor of M/s Deepa Agrawal & Co., Cost Accountants (FRN:-002065), who are appointed by the Board of Directors of the company as Cost Auditors, to conduct the audit of cost records maintained by the company for the financial year 2025-26.

RESOLVED FURTHER THAT the Board of Directors of the Company or any Committee thereof, be and are hereby authorized to do all such acts, deeds, things and take all such steps as may be necessary, proper or expedient to give effect to this resolution and for matters connected therewith or incidental thereto.”

Item No. 5:- Approval of Material Related Party Transactions with RBS Renewables Private Limited.

To consider, and, if thought fit, approve the material related party transaction(s) proposed to be entered into by the Company during the FY 2025-26 and to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** pursuant to the applicable provisions of the Companies Act, 2013 read with the rules framed thereunder (including any statutory amendment(s) or re-enactment(s) thereof, for the time being in force, if any), and in terms of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), as amended from time to time, the Company’s Policy on Materiality of Related Party Transactions and on Dealing with Related Party Transactions and basis the recommendation of the Audit Committee and the Board of Directors of the Company, the consent / approval of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (“Board”), for entered into / proposed to be entered into and / or carrying out and / or continuing with existing contracts / arrangements/ transactions or modification(s) of earlier/ arrangements/ transactions or as fresh and independent transaction(s) or otherwise (whether individual transaction or transactions taken together or a series of transaction(s) or otherwise), with RBS Renewables Private Limited, a subsidiary of the Company as per the details set out in the explanatory statement annexed to this notice, on such terms and conditions as may be mutually agreed between the Company and RBS Renewables Private Limited; notwithstanding the fact that the aggregate value of all these transaction(s), may exceed the prescribed thresholds as per provisions of the SEBI Listing Regulations as applicable from time to time but the aggregate value of all these transaction(s) shall not exceed Rs. 350 Crores, provided that the said contract(s)/ arrangement(s)/ transaction(s) shall be carried out at an arm’s length pricing basis and in the ordinary course of business of the Company.

RESOLVED FURTHER THAT the Board of Directors (hereinafter referred to as ‘Board’ which term shall be deemed to include the Audit Committee of the Board and any duly constituted committee empowered to exercise its powers including powers conferred under this resolution) be and is hereby severally authorised to execute all such agreements, documents, instruments, writings and file forms / e-forms as deemed necessary / as it may deem fit in its absolute discretion, to delegate all or any of its powers conferred under this resolution to any Director or Key Managerial Personnel or any officer / executive of the Company with power to alter and vary the terms and conditions of such contracts/ arrangements/ transactions, settle all questions, difficulties or doubts that may arise in this regard.”

RESOLVED FURTHER THAT all actions taken by the Board in connection with any matter referred to or contemplated in this Resolution, be and are hereby approved, ratified and confirmed in all respect.”

“**RESOLVED FURTHER THAT** the Board of Directors, Company Secretary and other designated officers of the company be and are hereby authorized to do all such acts, deeds, matters, filing e forms and things as may be necessary, expedient or desirable for the purpose of giving effect to the aforesaid resolutions.”

Item No. 6:- To authorize company / board of directors on behalf of company to borrow money.

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

“RESOLVED THAT in supersession of all the earlier resolution(s) passed by the Members of the Company and pursuant to the provisions of Section 180 and other applicable provisions, if any, of the Companies Act, 2013 and rules made there under (including any statutory amendment(s) or modification(s) or re-enactment(s) thereof for the time being in force) and the relevant provisions of the Memorandum and Articles of Association of the Company, the consent of the Members of the Company be and is hereby accorded to the Board of Directors (hereinafter referred to as the “Board” which term shall be deemed to include any Committee thereof or any other person(s) for the time being exercising the powers conferred on the Board by this Resolution and as may be authorized by the Board in that behalf) on behalf of the company to borrow fresh funds / money upto Rs. 250 Crores (Rupees Two Fifty Crores) from banks, financial institutions, NBFCs or any person from whom the company can borrow money / funds within the provisions of the Companies Act, 2013 in any manner, from time to time, upon such terms and conditions as they may think fit. The Board is authorised to borrow fresh funds / money upto Rs. 250 Crores (Rupees Two Fifty Crores) apart from the existing borrowings of the company for financial year 2025-26.

RESOLVED FURTHER THAT the Board of Director be and is hereby authorized to negotiate limits with the Bankers/ Lenders or any other person for availing the funded and non-funded limits (including guarantees facilities), determine the terms and conditions including fixing the rate of interest, tenor etc. for each borrowing and for such purpose create and place fixed deposits as collateral execute loan agreement, Demand promissory Notes, Pledge/ Hypothecation agreement, and other documents and deeds, receipts, acknowledgements and discharge in connection with the borrowings of the Company within the funded and non-funded borrowing limits as prescribed above.

“RESOLVED FURTHER THAT the Board of Directors, Company Secretary and other designated officers of the company be and are hereby authorized to do all such acts, deeds, matters, filing e forms and things as may be necessary, expedient or desirable for the purpose of giving effect to the aforesaid resolutions.”

Item No. 7:- Approval for creation of charges, mortgages, hypothecation on the immovable and movable assets of the Company as per the provisions of the Companies Act, 2013.

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

“RESOLVED THAT pursuant to the provisions of Section 180 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modifications or amendments thereof) and Rules made there under, consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company or its Committee as may be authorised by the Board of Directors, to mortgage, hypothecate, pledge and/or charge in such form and manner and on such terms and at such time(s) as the Board of Directors or such Committee may deem fit, the immovable and movable assets, receivables of the Company, wherever situate, present and future, whether presently belonging to the Company or not, in favour of any person including, but not limited to, qualified institutional buyers, foreign institutional investors, banks, foreign portfolio investors, financial institutions, multilateral financial institutions, regional rural banks, cooperative banks, mutual funds, provident, pension, superannuation and gratuity funds, companies, partnership firms, limited liability partnerships, resident individual investors, Hindu undivided families, trustee(s), agent(s) to secure the debentures, senior notes, bonds, loans, hire purchase and/or lease portfolio management transaction(s) for finance and other credit facilities.

RESOLVED FURTHER THAT the Board of Directors or such Committee or person(s) as authorized by the Board of Directors be and are hereby authorized to finalize the form, extent and manner of, and the documents and deeds, as may be applicable, for creating the appropriate mortgages and/or charges on such immovable and/or movable properties, receivables of the Company on such terms and conditions as may be decided by the Board of Directors or such Committee in consultation with the lenders/ trustees and for reserving the aforesaid right and for performing all such acts, things and deeds as may be necessary for giving full effect to this resolution.”

Item No. 8:- To make Investment, Give Loans, Guarantees and Provide Securities under Section 186 of the Companies Act, 2013.

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

“RESOLVED THAT pursuant to the provisions of Section 186 and other applicable provisions, if any, of the Companies Act, 2013, read with Rules made thereunder, applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and any other laws as may be applicable to the Company (including any statutory modification(s) and amendment(s) thereto or re-enactments thereof, for the time being in force), applicable provisions of Articles of Association of the Company, the approval / consent of Shareholders of the Company be and is hereby accorded to, inter alia, (a) grant / give any loan and advances to any person(s) or body corporate or any company(ies) and / or ; (b) grant / provide any guarantee(s) or provide security(ies) in connection with a loan to any person(s) or other body corporate(s) or any Company; and / or (c) to make investment in shares, debentures, bonds or any other instruments and acquire by way of subscription, purchase or otherwise, securities of any other body corporate or Company from time to time in one or more tranches as the Board of Directors as in their absolute discretion deem beneficial and in the interest of the Company and making such investment in the shares of other company (as mentioned above) for making the other company as an associate, subsidiary or wholly owned subsidiary company of Ramdevbaba Solvent Limited, however, that the aggregate of the loans and investments so far made, the amount for which guarantees or securities so far provided to or in all other body corporate along with the investments, loans, guarantees or securities proposed to be made or given by the Company exceeding the limits prescribed under Section 186 of the Companies Act, 2013, from time to time, shall not exceed, at any time Rs. 2,50,00,00,000/- (Rupees Two Fifty Crores Only) for financial year 2025-26.

“RESOLVED FURTHER THAT the Board of Directors of the company be and are hereby authorized to take from time to time all decisions and steps necessary or expedient or proper in respect of the above loans, guarantees, investments and securities, including the timing, amount and other terms and conditions of such loans, guarantees, investments and securities and also severally authorized to file requisite forms or applications with the concerned Statutory/Regulatory Authorities and to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to the aforesaid resolution.”

Item No. 9:- To Approve Transactions under Section 185 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 pursuant to Section 185 and all other applicable provisions of the Companies Act, 2013 read with Companies (Amendment) Act, 2017 and other applicable provisions and the Rules framed thereunder, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force), on the recommendation of the Board of Directors, the consent of members be and is hereby accorded to give any loan or advance including any loan represented by a book debt, or give any guarantee or provide any security in connection with any loan taken or to be taken by any entity which is a subsidiary, wholly owned subsidiary or associate or joint venture or group entity of the Company, whether existing or proposed to be incorporated, or any other entities or persons in which any of the Directors of the Company are interested or deemed to be interested as specified in the explanation to sub-section 2 of section 185 of the Act (collectively referred to as the ‘Entities’), of an aggregate amount not exceeding Rs. 250 Crores (Rupees Two Fifty Crores Only) in their absolute discretion deem beneficial and in the best interest of the Company, provided that such loans are utilized by the borrowing company for its principal business activities.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board be and is hereby authorized to do all such acts, deeds, things and matters as it may in its absolute discretion deem necessary, proper, or desirable and further to do all such acts, deeds and things and to execute all documents and writings as may be necessary, proper, desirable or expedient to give effect to this resolution.”

Item No. 10:- Appointment of Secretarial Auditor and Authorization to Board to fix their Remuneration.

To consider and, if thought fit, to pass the following resolution as **Ordinary Resolution**:

“RESOLVED THAT pursuant to Section 204 and other applicable provisions, if any, of the Companies Act, 2013, Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), other applicable laws/statutory provisions, if any, as amended from time to time, M/s T.S. Tendulkar & Co., Pune, Practicing Company Secretaries (COP No.:- 11867 & Membership No.:- A32246) be and are hereby appointed as Secretarial Auditors of the Company for term of five consecutive years commencing from financial year 2025-26 till financial year 2029-30, at such fees, plus applicable taxes and other out-of-pocket expenses as may be mutually agreed upon between the Board of Directors of the Company and the Secretarial Auditors.”

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof) be and are hereby authorized to do all such acts, deeds, things and take all such steps as may be necessary, proper or expedient to give effect to this resolution and for matters connected therewith or incidental thereto."

Item No. 11 :- Increase in Authorised Share Capital of the Company and consequential Alteration in the Memorandum of Association (MOA) of the Company:

To consider and, if thought fit, to pass the following resolution as **Ordinary Resolution**:

“RESOLVED THAT in accordance with the provisions of Sections 4, 13, 61, 64 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with Rule 15 of the Companies (Share Capital and Debentures) Rules, 2014 and other Rules made thereunder, if any (“the Rules”), and the applicable provisions of the Memorandum and Articles of Association of the Company and any other applicable laws (including any statutory amendment(s), modification(s), variation(s) or re-enactment(s) thereto, for the time being in force) and such other approval(s), consent(s), permission(s) and/or sanction(s), if any, as may be necessary from the concerned statutory/regulatory authorities and subject to such conditions and modifications as may be prescribed, stipulated or imposed by any of the said statutory/regulatory authorities while granting any such approval(s), consent(s), permission(s), and/or sanction(s), the consent of the Shareholders be and is hereby accorded to increase the existing Authorised Share Capital from Rs. 24,00,00,000/- (Rs. Twenty Four Crores Only) divided into 2,40,00,000 (Two Crore Forty Lakh) Equity Shares of Rs. 10/- (Rupees Ten Only) each to Rs. 27,50,00,000 /- (Rs. Twenty Seven Crores Fifty Lakhs Only) divided into 2,75,00,000 (Two Crore Seventy Five Lakh) Equity Shares of Rs. 10/- (Rupees Ten Only) each ranking pari passu in all respect with the existing Equity Shares of the Company.

RESOLVED FURTHER THAT pursuant to Section 13 and other applicable provisions, if any, of the Companies Act, 2013, read with Rules made thereunder, the existing Clause V of the Memorandum of Association of the Company relating to Share Capital be and is hereby deleted and, in its place, the following new and amended Clause V be substituted:

V. The Authorised Share Capital of the Company is Rs. 27,50,00,000 /- (Rs. Twenty Seven Crores Fifty Lakhs Only) divided into 2,75,00,000 (Two Crore Seventy Five Lakh) Equity Shares of Rs. 10/- (Rs. Ten only) each.”

RESOLVED FURTHER THAT the Board of Directors of the company be and are hereby severally authorised to take such steps as may be necessary for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto and sign and execute all deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all acts, deeds and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to the aforesaid Resolution, including but not limited to filing necessary e-forms with the Registrar of Companies and incorporation of amendments/suggestions/observations, if any, made by the Registrar of Companies or any other

authorities to the extent applicable, without seeking any further consent or approval of the Shareholders or otherwise, to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this Resolution.

RESOLVED FURTHER THAT the copies of the foregoing resolution certified to be true copies by any Director or Company Secretary of the Company be forwarded to whomsoever it may concern for necessary action.”

For and on Behalf of Board of Directors

For Ramdevbaba Solvent Limited

SD/-

SD/-

Place: Nagpur
Date: 21.08.2025

Prashant Kisanlal Bhaiya
Chairman & Whole Time Director
DIN: 02374524

Nilesh Suresh Mohata
Managing Director
DIN: 02374561

NOTES

1. The Ministry of Corporate Affairs (MCA) has vide its circular dated September 19, 2024 read together with Circular No. 14/2020 dated April 8, 2020, No.17/2020 dated April 13, 2020 and No. 20/2020 dated May 05, 2020 , No. 02/2021 dated 13th January 2021, No. 21/2021 dated 14th December 2021, No. 02/2022 dated 5th May, 2022, No. 10/2022 dated 28th December, 2022 further extended relaxation vide Circular No. 09/2023 dated 25th September, 2023 ('MCA Circulars') and in terms of The Securities and Exchange Board of India ('SEBI') in continuation to its previous No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020, No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January, 2021, No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13th May, 2022, No. SEBI/HO/CFD/PoD2/P/CIR/2023/4 dated 5th January, 2023 further extended the relaxation vide Circular SEBI/ HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated 7th October 2023 ('SEBI Circulars'), and Circular SEBI/ HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated 3rd October 2024 and in compliance with the provisions of the Act and with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') the forthcoming AGM will thus be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.
2. 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 MCA Circulars dated April 08, 2020, April 13, 2020, May 05, 2020 and May 05, 2022 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 Bigshare Services Private Limited (RTA of the Company) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by the RTA.
3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to atleast 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.
6. In line with the Ministry of Corporate Affairs (MCA) Circular 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.ramdevbabasol.com The Notice can also be accessed from the websites of the Stock

Exchanges i.e. NSE Limited at www.nseindia.com. The AGM Notice is also disseminated on the website of Bigshare Services Private Limited (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. www.bigshareonline.com.

7. The AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020, dated May 05, 2022 and further amendments thereto.
8. In compliance with the applicable provisions of the Companies Act, 2013 (the “Act”) (including any statutory modification or re-enactment thereof for the time being in force) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (the “Rules”), as amended from time to time, read with the MCA Circulars, SEBI Circular and pursuant to Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) the Annual General Meeting (“AGM”) of the Company is scheduled to be held on **Tuesday, 23rd September 2025 at 10.30 A.M.** through VC/OAVM and the voting for items to be transacted in the Notice to this AGM only through remote electronic voting process (“e-Voting”).
9. Since this AGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
10. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.
11. The relevant Explanatory Statement pursuant to the provisions of section 102 of the Companies Act, 2013 in respect of the items set out in the Notice of AGM is annexed.
12. In case of joint holders attending the AGM, only such joint holder who is higher in the order of names will be entitled to vote.
13. Further in terms of the MCA Circulars and the SEBI Circular, the Company is sending this AGM Notice in electronic form only to those Members whose e-mail addresses are registered with the Company/Depositories.
14. The Register of Members and the Share Transfer books of the Company will remain closed from **Monday 15th Day of September 2025 to Tuesday, 23rd September 2025** (both days inclusive) for Annual General Meeting.
15. A person who is not a member as on the record date should treat this Notice for information purpose only.
16. Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/mobile numbers, PAN, registering of nomination and power of attorney, Bank Mandate details such as name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DP in case the shares are held in electronic form and to the RTA in case the shares are held in physical form.
17. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised to not leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned DP and holdings should be verified from time to time.

18. Members desiring inspection of statutory registers during the AGM may send their request in writing to the Company at investor.relation@rbsl.co.in at least 48 hours before the start of AGM.
19. Members who wish to inspect the relevant documents referred to in the Notice can send an e-mail to investor.relation@rbsl.co.in at least 48 hours before the start of AGM.
20. This AGM Notice is being sent by e-mail only to those eligible Members who have already registered their e-mail address with the Depositories/the DP/the Company's RTA/the Company.
21. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the record date i.e. **Monday, 15th September, 2025**.
22. The Cut Off date / record date for the purpose of determining the eligibility of the Members to attend & vote in the 17th Annual General Meeting of the Company is **Monday, 15th September, 2025**.
23. M/s T.S. Tendulkar & Co, (Mr. Tushar Tendulkar) Practicing Company Secretaries, Pune has been appointed by the Board of Directors of the Company as Scrutinizer for scrutinizing the voting process through E-Voting for the Annual General Meeting in a fair and transparent manner.
24. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting, by use of remote e-Voting system for all those Members who are present during the AGM through VC/OAVM but have not cast their votes by availing the remote e-Voting facility. The remote e-Voting shall be available by RTA Bigshare Services Pvt. Ltd. for voting 15 minutes after the conclusion of the Meeting.
25. The Scrutinizer shall, after the conclusion of voting at the AGM, first count the votes cast during the AGM and, thereafter, unblock the votes cast through remote e-Voting and shall make, not later than 48 hours from 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.
26. The Results declared, along with the Scrutinizer's Report, shall be placed on the Company's website www.ramdevbabasol.com immediately after the declaration of the result by the Chairman or a person authorised by him in writing. The results shall also be immediately forwarded to the Stock Exchanges where the Company's Equity Shares are listed viz. NSE and be made available on their respective websites viz. www.nseindia.com.

THE INTRUCTIONS FOR SHAREHOLDRES FOR REMOTE E-VOTING ARE AS UNDER:

Bigshare i-Vote E-Voting System

- i. The voting period begins on **19/09/2025 at 09:00 A.M. and ends on 22/09/2025 at 05:00 P.M.** During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of **15/09/2025** may cast their vote electronically. The e-voting module shall be disabled by Bigshare for voting thereafter.
- ii. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

- iii. Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

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

1. Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi/Easiest is https://web.cdslindia.com/myeasitoken/home/login or visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of BIGSHARE the e-Voting service provider and you will be re-directed to i-Vote website for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. BIGSHARE, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasitoken/Registration/EasiRegist

	ration 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a link https://evoting.cdslindia.com/Evoting/EvotingLogin. 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 able to see the e-Voting option where the evoting is in progress, and also able to directly access the system of all e-Voting Service Providers. Click on BIGSHARE and you will be re-directed to i-Vote website for casting your vote during the remote e-voting period.
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 company name or e-Voting service provider name BIGSHARE and you will be re-directed to i-Vote 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/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name BIGSHARE and you will be redirected to i-Vote website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting 4) For OTP based login:- you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page with all e-Voting Service Providers. Click on BIGSHARE and you will be re-directed to i-vote (E-voting website) 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) 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. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

Login type	Helpdesk details
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 toll free No. 1800 22 55 33.
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.com or call at 022-48867000.

2. Login method for e-Voting for shareholder other than individual shareholders holding shares in Demat mode & physical mode is given below:

- You are requested to launch the URL on internet browser: <https://ivote.bigshareonline.com>
- Click on “**LOGIN**” button under the ‘**INVESTOR LOGIN**’ section to Login on E-Voting Platform.
- Please enter you ‘**USER ID**’ (User id description is given below) and ‘**PASSWORD**’ which is shared separately on you register email id.
 - Shareholders holding shares in **CDSL demat account should enter 16 Digit Beneficiary ID** as user id.
 - Shareholders holding shares in **NSDL demat account should enter 8 Character DP ID followed by 8 Digit Client ID** as user id.
 - Shareholders holding shares in **physical form should enter Event No + Folio Number** registered with the Company as user id.

***Note** If you have not received any user id or password please email from your registered email id or contact i-vote helpdesk team. (Email id and contact number are mentioned in helpdesk section).*

- Click on **I AM NOT A ROBOT (CAPTCHA)** option and login.

NOTE: If Shareholders are holding shares in demat form and have registered on to e-Voting system of <https://ivote.bigshareonline.com> and/or voted on an earlier event of any company then they can use their existing user id and password to login.

- If you have forgotten the password: Click on '**LOGIN**' under '**INVESTOR LOGIN**' tab and then Click on '**Forgot your password?**'
- Enter "**User ID**" and "**Registered email ID**" Click on **I AM NOT A ROBOT (CAPTCHA)** option and click on '**Reset**'.
(In case a shareholder is having valid email address, Password will be sent to his / her registered e-mail address).

Voting method for shareholders on i-Vote E-voting portal:

- After successful login, **Bigshare E-voting system** page will appear.
- Click on "**VIEW EVENT DETAILS (CURRENT)**" under '**EVENTS**' option on investor portal.
- Select event for which you are desire to vote under the dropdown option.
- Click on "**VOTE NOW**" option which is appearing on the right hand side top corner of the page.
- Cast your vote by selecting an appropriate option "**IN FAVOUR**", "**NOT IN FAVOUR**" or "**ABSTAIN**" and click on "**SUBMIT VOTE**". A confirmation box will be displayed. Click "**OK**" to confirm, else "**CANCEL**" to modify. Once you confirm, you will not be allowed to modify your vote.
- Once you confirm the vote you will receive confirmation message on display screen and also you will receive an email on your registered email id. During the voting period, members can login any number of times till they have voted on the resolution(s). Once vote on a resolution is casted, it cannot be changed subsequently.
- Shareholder can "**CHANGE PASSWORD**" or "**VIEW/UPDATE PROFILE**" under "**PROFILE**" option on investor portal.

3. Custodian registration process for i-Vote E-Voting Website:

- You are requested to launch the URL on internet browser: <https://ivote.bigshareonline.com>
- Click on "**REGISTER**" under "**CUSTODIAN LOGIN**", to register yourself on Bigshare i-Vote e-Voting Platform.
- Enter all required details and submit.
- After Successful registration, message will be displayed with "**User id and password will be sent via email on your registered email id**".

NOTE: If Custodian have registered on to e-Voting system of <https://ivote.bigshareonline.com> and/or voted on an earlier event of any company then they can use their existing user id and password to login.

- If you have forgotten the password: Click on '**LOGIN**' under '**CUSTODIAN LOGIN**' tab and further Click on '**Forgot your password?**'

- Enter “**User ID**” and “**Registered email ID**” Click on **I AM NOT A ROBOT (CAPTCHA)** option and click on ‘**RESET**’.

(In case a custodian is having valid email address, Password will be sent to his / her registered e-mail address).

Voting method for Custodian on i-Vote E-voting portal:

- After successful login, **Bigshare E-voting system** page will appear.

Investor Mapping:

- First you need to map the investor with your user ID under “**DOCUMENTS**” option on custodian portal.
 - Click on “**DOCUMENT TYPE**” dropdown option and select document type power of attorney (POA).
 - Click on upload document “**CHOOSE FILE**” and upload power of attorney (POA) or board resolution for respective investor and click on “**UPLOAD**”.

Note: The power of attorney (POA) or board resolution has to be named as the “**InvestorID.pdf**” (Mention Demat account number as Investor ID.)

 - Your investor is now mapped and you can check the file status on display.

Investor vote File Upload:

- To cast your vote select “**VOTE FILE UPLOAD**” option from left hand side menu on custodian portal.
- Select the Event under dropdown option.
- Download sample voting file and enter relevant details as required and upload the same file under upload document option by clicking on “**UPLOAD**”. Confirmation message will be displayed on the screen and also you can check the file status on display (Once vote on a resolution is casted, it cannot be changed subsequently).
- Custodian can “**CHANGE PASSWORD**” or “**VIEW/UPDATE PROFILE**” under “**PROFILE**” option on custodian portal.

Helpdesk for queries regarding e-voting:

Login type	Helpdesk details
Shareholder’s other than individual shareholders holding shares in Demat mode & Physical mode.	In case shareholders/ investor have any queries regarding E-voting, you may refer the Frequently Asked Questions (‘FAQs’) and i-Vote e-Voting module available at https://ivote.bigshareonline.com , under download section or you can email us to ivote@bigshareonline.com or call us at: 1800 22 54 22, 022-62638338

4. Procedure for joining the AGM through VC/ OAVM:

For shareholder other than individual shareholders holding shares in Demat mode & physical mode is given below:

- The Members may attend the AGM through VC/ OAVM at <https://ivote.bigshareonline.com> under Investor login by using the e-voting credentials (i.e., User ID and Password).

- After successful login, **Bigshare E-voting system** page will appear.
- Click on “**VIEW EVENT DETAILS (CURRENT)**” under ‘EVENTS’ option on investor portal.
- Select event for which you are desire to attend the AGM under the dropdown option.
- For joining virtual meeting, you need to click on “VC/OAVM” link placed beside of “**VIDEO CONFERENCE LINK**” option.
- Members attending the AGM through VC/ OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

The instructions for Members for e-voting on the day of the AGM are as under:-

- The Members can join the AGM in the VC/ OAVM mode 15 minutes before the scheduled time of the commencement of the meeting. The procedure for e-voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
- 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.
- Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

Other Instructions:-

1. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
2. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
3. Further shareholders 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/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least seven (7) days before the start of AGM mentioning their name, demat account number/folio number, email id, mobile number at investor.relation@rbsl.co.in The shareholders who do not wish to speak during the AGM but have queries may send their queries at least 7 days before the start of AGM mentioning their name, demat account number/folio number, email id, mobile number at (company email id). This would enable the company to compile the information and provide the replies at the meeting only but these questions will also be replied by the company suitably by email considering the time restriction during the meeting. Request received after the above mentioned time period shall be not be considered.
6. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM. Shareholders are requested to please speak only when the Host will announce the name of speaker.

7. Only those shareholders, who are 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 available during the AGM.
8. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

Helpdesk for queries regarding virtual meeting:

In case shareholders/ investor have any queries regarding virtual meeting, you may refer the Frequently Asked Questions ('FAQs') available at <https://ivote.bigshareonline.com>, under download section or you can email us to ivote@bigshareonline.com or call us at: 1800 22 54 22, 022-62638338

For and on Behalf of Board of Directors
For Ramdevbaba Solvent Limited

SD/-

SD/-

Place: Nagpur
Date: 21.08.2025

Prashant Kisanlal Bhaiya
Chairman & Whole Time Director
DIN: 02374524

Nilesh Suresh Mohata
Managing Director
DIN: 02374561

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

Item No. 4:-

Mrs. Deepa Agrawal, Cost Accountant (Membership No. 32019), Proprietor at Firm – M/s Deepa Agrawal & Co. (Firm's Registration No. 002065), have been appointed as the Cost Auditors by the Board of Directors of the Company on recommendations of the Audit Committee for conducting audit of cost records and accounts maintained by the Company for the financial year ending March 31, 2026 at a remuneration of Rs. 40,000/- (Rupees Forty Thousand only) per annum.

In accordance with Section 148(3) of the Act, read with the Rules, the remuneration payable to the Cost Auditors, as recommended by the Audit Committee and approved by the Board of Directors, is required to be ratified by the Members of the Company. Accordingly, the approval of the Members of the company is sought for passing an Ordinary Resolution as set out in Item No. 4 of the Notice for ratification of the remuneration payable to the Cost Auditors for FY 2025-26.

The Board recommends the resolution as set out at Item no. 4 of the Notice for approval of the Members as an Ordinary Resolution. None of the Directors or Key Managerial Personnel or their relatives are in anyway concerned or interested in the resolution as set out in Item no. 4 of this Notice.

Item No. 5:-

Pursuant to Section 188 of Companies Act, 2013 and applicable rules made thereunder and pursuant to the provisions of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as "Listing Regulations") requires shareholders' approval by means of an ordinary resolution for all material related party transactions and subsequent material modifications as defined by the audit committee, even if such transactions are in the ordinary course of business of the concerned company and at an arm's length basis.

Pursuant to Regulation 23 of the Listing Regulations read with Company's Policy on Related Party Transactions ('the RPT Policy'), Material Related Party Transaction means: "a transaction with a related party where the transaction / transactions to be entered into individually or taken together with previous transactions during a financial year, exceeds rupees fifty (50) crore or ten percent (10%) of the annual consolidated turnover of the Company as per the last Audited Financial Statements of the Company, whichever is lower." (Materiality Threshold)

Amongst the transactions that the Company and its subsidiaries enter into with the related parties, the estimated value of the contract(s)/ arrangement(s)/ transaction(s) between the company and its subsidiaries may exceed the threshold prescribed for material Related Party Transactions within the meaning of Regulation 23(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Company proposes to enter into a related party transaction(s) as mentioned below, on mutually agreed terms and conditions, and the aggregate of such transaction(s), are expected to cross the applicable materiality thresholds as mentioned above. Accordingly, as per the SEBI Listing Regulations, prior approval of the Members is being sought for all such arrangements / transactions proposed to be undertaken by the Company. The said transactions shall be in the ordinary course of business of the Company and on an arm's length basis.

The Audit Committee of the Company (comprising solely of the Independent and Nominee Directors) has, on the basis of relevant details provided by the management as required by the law, at its

meeting, reviewed and approved the said transaction(s), subject to approval of the Members, while noting that such transaction shall be on arms' length basis and in the ordinary course of business of the Company and are in accordance with Related Party Transactions Policy of the Company.

The Company is proposing to seek approval of the Members for the potential estimated quantum of transactions with RBS Renewables Private Limited and the same are bifurcated as mentioned below:

Proposed Transactions with RBS Renewables Private Limited	Amount (In Rs.)
a) Purchase of goods such as edible oil, electricity, steam etc.	Rs. 50 Crores
b) Sale of goods such as DORB, DOC and Rendering Job work services	Rs. 50 Crores
c) Providing Corporate Guarantee	Rs. 200 Crores
d) Giving Loans and Advances	Rs. 50 Crores

Shareholders approval is sought for the total amount of transactions mentioned above. The company will again seek approval for material related party transactions in the next AGM for next financial year.

Further, the information required as per SEBI Listing Regulations and SEBI Master Circular no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 is provided as under:

Particulars of material related party transaction between Ramdevbaba Solvent Limited and RBS Renewables Private Limited, a subsidiary company:

Sr. No.	Particulars	Details
1	Name of the transacting parties	Ramdevbaba Solvent Limited and RBS Renewables Private Limited
2	Nature of relationship	RBS Renewables Private Limited is Subsidiary Company of Ramdevbaba Solvent Limited
3	Name of Director(s) or Key Managerial Personnel who is related, if any	Mr. Nilesh Suresh Mohata, Managing Director of Ramdevbaba Solvent Limited is the Non-executive director and promoter in RBS Renewables Private Limited but does not hold any shares in subsidiary. Other than the above mentioned, None of the Directors, Key Managerial Personnel of the Company or their respective relatives are concerned or interested financially.
4	Type, material terms, tenure and particulars of the proposed transaction	As part of regular business operations: 1) Purchase of goods such as edible oil, electricity, Steam etc. 2) Sale of goods such as DORB, DOC and Rendering Job work services. 3) Providing Corporate Guarantee

		4) Giving Loans and Advances These transactions are proposed to be undertaken during Financial Year 2025-26, depending on business operations.
5	Value of the proposed transaction	Rs. 350 Crores
6	The percentage of the listed entity's annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction	Approximately 37.68% of annual Consolidated turnover of the Company for the Financial Year 2024- 25.
7	Details about valuation/ arm's length and ordinary course of business	All the transactions are in the ordinary course of business of the Company and at arm's length basis. The pricing for all related party transactions including other RPTs are established generally considering market price for comparable transactions with unrelated parties.
8	Rationale, benefit/ justification as to why the transaction with respective related parties are in the interest of the Company	RBS Renewables Private Limited is a Subsidiary of Ramdevbaba Solvent Limited, is in the process of setting up grain based ethanol manufacturing facility at Bramhapuri, Maharashtra. RBS Renewables Private Limited has availed / in the process of availing the financial / credit facilities for the above mentioned manufacturing setup. The Company is required to provide the corporate guarantee in favour of the Lender till the end of financial year 2025-2026 i.e. till 31.03.2026. The financials of subsidiary is fully consolidated into the Company's financials and hence, offering such corporate guarantee would not have any adverse impact on the Company's credit. Both Holding company and Subsidiary company may enter into related party transactions such as purchase or sell goods / raw materials or render any services during the financial year 2025-26.

		The amount of purchase or sell goods / raw materials or render any services, corporate guarantee by the Company would be up to Rs. 350 Crores. As the aforesaid Purchase & Sale of Goods / Raw Materials, Rendering of Services and issuance of corporate guarantee given / to be given by the Company to Lender of subsidiary would fall under the ambit of related party transaction and considering value of such funding / support being higher than Rs. 50 crore, require approval from Shareholders for material related party transaction. The contemplated transactions of Purchase & Sale of Goods / Raw Materials, Rendering of Services and issuance of corporate guarantee shall be at arms' length and in the ordinary course of business. The by product (DORB) of listed company will be used as one of the raw material for manufacturing of ethanol as a forward integration which helps the subsidiary of listed company to avoid dependency on others with regard to procurement of raw materials And Listed company will get from its subsidiary uninterrupted power supply and steam at arms length price which is used in the manufacturing unit of listed company. It results cost reduction for the company.
9	If the transaction relates to any loans, inter corporate deposits, advances or investments made or given by the Company or its subsidiary	The company also has given loans and advances of Rs. 10.25 Crores during the first quarter of current financial year.
10	Any advance paid or received for the contract or arrangement, if any	Nil
11	Any other information that may be relevant	All relevant/ important information forms a part of this Explanatory statement setting out material facts pursuant to Section 102(1) of the Companies Act, 2013.

A(1). Basic details of the related party

S. No.	Particulars of the information	Information provided by the management
1.	Name of the related party	RBS Renewables Private Limited
2.	Country of incorporation of the related party	India
3.	Nature of business of the related party	Engaged in the business of Manufacturing and distribution of Ethanol, DDGS etc.

A(2). Relationship and ownership of the related party

S. No.	Particulars of the information	Information provided by the management
1.	Relationship between the listed entity/subsidiary¹ (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following: - Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party. - Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary). - Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary). Explanation: Indirect shareholding shall mean shareholding held through any person, over which the listed entity/Subsidiary/ related party has control². While calculating indirect shareholding, shareholding held by relatives³ shall also be considered.	RBS Renewables Private Limited is a Subsidiary of Ramdevbaba Solvent Limited. 50.82% N.A. N.A.

A(3). Details of previous transactions with the related party

S. No.	Particulars of the information	Information provided by the management									
1.	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year. <table border="1"> <thead> <tr> <th>S. No.</th><th>Nature of Transactions</th><th>FY 2024-2025 (Rs. In Crores)</th></tr> </thead> <tbody> <tr> <td>1.</td><td>Providing Corporate Guarantee</td><td>Rs. 145 Crores</td></tr> <tr> <td>2.</td><td>Given Loans & Advances</td><td>Rs. 27.30 Crores</td></tr> </tbody> </table>	S. No.	Nature of Transactions	FY 2024-2025 (Rs. In Crores)	1.	Providing Corporate Guarantee	Rs. 145 Crores	2.	Given Loans & Advances	Rs. 27.30 Crores	The company has provided corporate guarantee of Rs. 145 Crores to the lenders of its subsidiary i.e. RBS Renewables Private Limited towards the credit facilities availed by subsidiary. The company also has given loans and advances of Rs. 27.30 Crores to the subsidiary during the last financial year.
S. No.	Nature of Transactions	FY 2024-2025 (Rs. In Crores)									
1.	Providing Corporate Guarantee	Rs. 145 Crores									
2.	Given Loans & Advances	Rs. 27.30 Crores									

	Explanation: Details need to be disclosed separately for listed entity and its subsidiary.	
2.	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	The company also has given loans and advances of Rs. 10.25 Crores during the first quarter of current financial year.
3.	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	N.A.

A(4). Amount of the proposed transaction(s)

S. No.	Particulars of the information	Information provided by the management								
1.	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.	Rs. 350 Crores								
2.	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes								
3.	Value of the proposed transactions as a percentage of the listed entity’s annual consolidated turnover for the immediately preceding financial year	37.68 %								
4.	Value of the proposed transactions as a percentage of subsidiary’s annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	The subsidiary of the company is yet to start its commercial operations, hence not applicable.								
5.	Value of the proposed transactions as a percentage of the related party’s annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	The subsidiary of the company is yet to start its commercial operations, hence not applicable								
6.	Financial performance of the related party for the immediately preceding financial year:<table><tr><th>Particulars</th><th>FY 2024-25</th></tr><tr><td>Turnover</td><td>Rs. 25,64,316.00</td></tr><tr><td>Profit After Tax</td><td>Rs. (5,65,074.78)</td></tr><tr><td>Net worth</td><td>Rs. 25,07,02,714.22</td></tr></table> Explanations: The above information is to be given on standalone basis. If standalone is not available, provide on consolidated basis.	Particulars	FY 2024-25	Turnover	Rs. 25,64,316.00	Profit After Tax	Rs. (5,65,074.78)	Net worth	Rs. 25,07,02,714.22	On standalone basis (Trading Turnover) - The subsidiary of the company is yet to start its commercial operations.
Particulars	FY 2024-25									
Turnover	Rs. 25,64,316.00									
Profit After Tax	Rs. (5,65,074.78)									
Net worth	Rs. 25,07,02,714.22									

A(5). Basic details of the proposed transaction

S. No.	Particulars of the information	Information provided by the management
1.	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	1) Purchase of goods such as edible oil, electricity, Steam etc. 2) Sale of goods such as DORB, DOC and Rendering Job work services 3) Providing Corporate Guarantee 4) Giving Loans and Advances
2.	Details of each type of the proposed transaction	1) Purchase of goods such as edible oil, electricity, Steam etc. 2) Sale of goods such as DORB, DOC and Rendering Job work services 3) Providing Corporate Guarantee 4) Giving Loans and Advances
3.	Tenure of the proposed transaction (tenure in number of years or months to be specified)	1) Purchase of goods such as edible oil, electricity, Steam etc. and Sale of goods such as DORB, DOC and Rendering Job work services, Giving Loans and Advances – till next AGM. 2) Corporate Guarantee Till 31.03.2026.
4.	Whether omnibus approval is being sought?	Yes
5.	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Rs. 350 Crores
6.	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity.	RBS Renewables Private Limited is a Subsidiary of Ramdevbaba Solvent Limited, is in the process of setting up grain based ethanol manufacturing facility at Bramhapuri, Maharashtra. RBS Renewables Private Limited has availed / in the process of availing the financial / credit facilities for the above mentioned manufacturing setup. The

		Company is required to provide the corporate guarantee in favour of the Lender till the end of financial year 2025-2026 i.e. till 31.03.2026. The financials of subsidiary is fully consolidated into the Company's financials and hence, offering such corporate guarantee would not have any adverse impact on the Company's credit. Both Holding company and Subsidiary company may enter into related party transactions such as purchase or sell goods / raw materials or render any services during the financial year 2025-26. The amount of purchase or sell goods / raw materials or render any services, corporate guarantee by the Company would be up to Rs. 350 Crores. As the aforesaid Purchase & Sale of Goods / Raw Materials, Rendering of Services and issuance of corporate guarantee given / to be given by the Company to Lender of subsidiary would fall under the ambit of related party transaction and considering value of such funding / support being higher than Rs. 50 crore, require approval from Shareholders for material related party transaction. The contemplated transactions of Purchase & Sale of Goods / Raw Materials, Rendering of Services and issuance of corporate guarantee shall be at arms' length and in the ordinary course of business. The by product (DORB) of listed company will be used as one of the raw material for manufacturing of ethanol as a forward integration which helps the subsidiary of listed company to avoid dependency on others with regard to procurement of raw materials And Listed
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		company will get from its subsidiary uninterrupted power supply and steam at arms length price which is used in the manufacturing unit of listed company. It results cost reduction for the company.
7.	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. <i>Explanation:</i> Indirect interest shall mean interest held through any person over which an individual has control.	Mr. Nilesh Mohata being the director and promoter in holding and subsidiary company are interested in terms of his directorship and promotership. Except this, he is not interested.
	a. Name of the director / KMP	Mr. Nilesh Mohata
	b. Shareholding of the director / KMP, whether direct or indirect, in the related party	Not Applicable
8.	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	Not Applicable
9.	Other information relevant for decision making.	All relevant / important information forms part of this Statement setting out material facts pursuant to Section 102(1) of the Companies Act, 2013

Information to be provided *only* if a specific type of RPT as mentioned below is proposed to be undertaken and is in addition to Part A.

B (1). Disclosure only in case of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances

S. No.	Particulars of the information	Information provided by the management
1.	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	The process for choosing a party comprises credit worthiness, raw material availability, credit conditions, quantity and quality of material, timely delivery of materials etc.
2.	Basis of determination of price.	On arms length basis and considering quotations from various parties from the market.
3.	In case of Trade advance (<i>of upto 365 days or such period for which such advances are extended as per normal trade practice</i>) , if any, proposed to be extended to the related party in relation to the transaction, specify the following:	Not Applicable
	a. Amount of Trade advance	Not Applicable
	b. Tenure	Not Applicable
	c. Whether same is self-liquidating?	Not Applicable

B (2). Disclosure only in case of transactions relating to loans and advances (other than trade advances) or inter-corporate deposits given by the listed entity or its subsidiary

S. No.	Particulars of the information	Information provided by the management
1.	Source of funds in connection with the proposed transaction. <i>Note: This item of disclosure is not applicable to listed banks/ NBFCs/insurance companies/housing finance companies.</i>	Company's Own funds
2.	Where any financial indebtedness is incurred to give loan, inter- corporate deposit or advance, specify the following: <i>Note: This item of disclosure is not applicable to listed banks/ NBFCs/insurance companies/ housing finance companies.</i>	Not Applicable
	a. Nature of indebtedness	Not Applicable
	b. Total cost of borrowing	Not Applicable
	c. Tenure	Not Applicable
	d. Other details	Not Applicable
3.	Rate of interest at which the listed entity or its subsidiary is borrowing from its bankers/ other lenders. <i>Note:</i> (1) <i>This item of disclosure is not applicable to listed banks/ NBFCs/insurance companies/ housing finance companies.</i> (2) <i>Disclosure shall be made of borrowings undertaken by the listed entity with a comparable maturity profile to the loan/ICD being granted by the listed entity.</i>	8% Per Annum
4.	Proposed interest rate to be charged by listed entity or its subsidiary from the related party.	8% Per Annum
5.	Maturity / due date	As mutually agreed between Holding and Subsidiary Company.
6.	Repayment schedule & terms	As mutually agreed between Holding and Subsidiary Company.
7.	Whether secured or unsecured?	Unsecured
8.	If secured, the nature of security & security coverage ratio	Not Applicable
9.	The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the transaction.	For setting up of manufacturing unit of ethanol project of subsidiary company.

B (3) Disclosure only in case of transactions relating to investment made by the listed entity or its subsidiary

S. No.	Particulars of the information	Information provided by the management
1.	Source of funds in connection with the proposed transaction. <i>Note: This item of disclosure is not applicable to listed banks/ NBFCs/insurance companies/ housing finance companies.</i>	Not Applicable
2.	Where any financial indebtedness is incurred to make investment, specify the following: <i>Note: This item of disclosure is not applicable to listed banks/ NBFCs /insurance companies/housing finance companies.</i>	Not Applicable
	a. Nature of indebtedness	Not Applicable
	b. Total cost of borrowing	Not Applicable
	c. Tenure	Not Applicable
	d. Other details	Not Applicable
3.	Purpose for which funds shall be utilized by the investee company.	Not Applicable
4.	Material terms of the proposed transaction	Not Applicable

B (4) Disclosure only in case of guarantee (including performance guarantee in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee), surety, indemnity or comfort letter, by whatever name called, made or given by the listed entity or its subsidiary.

S. No.	Particulars of the information	Information provided by the management
1.	(a) Rationale for giving guarantee, surety, indemnity or comfort letter	RBS Renewables Private Limited is a Subsidiary of Ramdevbaba Solvent Limited, is in the process of setting up grain based ethanol manufacturing facility at Bramhapuri, Maharashtra. RBS Renewables Private Limited has availed / in the process of availing the financial / credit facilities for the above mentioned manufacturing setup. The Company is required to provide the corporate guarantee in favour of the Lender till the end of financial year 2025-2026 i.e. till 31.03.2026. The financials of subsidiary is fully consolidated into the Company's financials and hence, offering such corporate guarantee would not have any adverse impact on the Company's credit.

	(b) Whether it will create a legally binding obligation on listed entity?	Yes, till the end of financial year 2025-26 i.e. 31.03.2026
2.	Material covenants of the proposed transaction including: (i) commission, if any to be received by the listed entity or its subsidiary; (ii) contractual provisions on how the listed entity or its subsidiary will recover the monies in case such guarantee, surety, indemnity or comfort letter is invoked.	Not Applicable
3.	The value of obligations undertaken by the listed entity or any of its subsidiary, for which a guarantee, surety, indemnity or comfort letter has been provided by the listed entity or its subsidiary. Additionally, any provisions required to be made in the books of account of the listed entity or any of its subsidiary shall also be specified.	Rs. 200 Crores for providing Corporate Guarantee in favour of the Lender of Subsidiary for the facilities availed till the end of financial year 2025-26 i.e. 31.03.2026

B(5) Disclosure only in case of transactions relating to borrowings by the listed entity or its subsidiary

S. No.	Particulars of the information	Information provided by the management
1.	Material covenants of the proposed transaction	Not Applicable
2.	Interest rate (<i>in terms of numerical value or base rate and applicable spread</i>)	Not Applicable
3.	Cost of borrowing <i>Note: This shall include all costs associated with the borrowing</i>	Not Applicable
4.	Maturity / due date	Not Applicable
5.	Repayment schedule & terms	Not Applicable
6.	Whether secured or unsecured	Not Applicable
7.	If secured, the nature of security & security coverage ratio	Not Applicable
8.	The purpose for which the funds will be utilized by the listed entity / subsidiary	Not Applicable

B(6) Disclosure only in case of transactions relating to transactions relating to sale, lease or disposal of assets of subsidiary or of unit, division or undertaking of the listed entity or disposal of shares of subsidiary or associate

S. No.	Particulars of the information	Information provided by the management		
1.	Bidding or other process, if any, applied for choosing a party for sale, lease or disposal of assets of subsidiary or of unit, division or undertaking of the listed entity.	Not Applicable		
2.	Basis of determination of price.	Not Applicable		
3.	Reasons for sale, lease or disposal of assets of subsidiary or of unit, division or undertaking of the listed entity or disposal of shares of subsidiary or associate.	Not Applicable		
4.	Financial track record of the subsidiary / undertaking that is being sold (in case of sale of undertaking, segment level data to be provided) during the last three financial years:			
		<i>FY 20xx-20xx</i> (INR)	<i>FY 20xx-20xx</i> (INR)	<i>FY 20xx-20xx</i> (INR)
	Turnover	Not Applicable	Not Applicable	Not Applicable
	Net worth	Not Applicable	Not Applicable	Not Applicable
	Net Profit	Not Applicable	Not Applicable	Not Applicable
5.	Expected financial impact on the consolidated turnover, net worth and net profits of the listed entity or its subsidiary due to sale of the subsidiary / undertaking.		Not Applicable	
	a. Expected impact on turnover		Not Applicable	
	b. Expected impact on net worth		Not Applicable	
	c. Expected impact on net profits		Not Applicable	

B(7) Disclosure only in case of transactions relating to payment of royalty

S. No.	Particulars of the information	Information provided by the management
1.	Purpose for which royalty is proposed to be paid to the related party in the current financial year. <i>Note: For companies with a composite license agreement that includes a bundle of intellectual property rights (IPRs) such as brands, patents, technology and know-how, state the key components of such agreements and the reasons royalty attributable to those key components could not be furnished separately.</i>	Not Applicable
	a. For use of brand name / trademark	As a % of total royalty proposed to be paid - Not Applicable

2.	Default on borrowings, <i>if any</i> , over the last three financial years, by the related party from the listed entity or any other person and value of subsisting default.	Not Applicable
	<i>Note: This information may be provided to the extent it is available in the public domain or as may be provided by the related party upon request.</i>	
	In addition, state the following:	
	a) Whether the account of the related party has been classified as a non-performing asset (NPA) by any of its bankers and whether such status is currently subsisting;	Not Applicable
	b) Whether the related party has been declared a “wilful defaulter” by any of its bankers and whether such status is currently subsisting;	Not Applicable
	c) Whether the related party is undergoing or facing any application for commencement of an insolvency resolution process or liquidation;	Not Applicable
	d) Whether the related party, not being an MSME, suffers from any of the disqualifications specified under Section 29A of the Insolvency and Bankruptcy Code, 2016.	Not Applicable
	<i>FY 20xx-20xx</i>	Not Applicable
	<i>FY 20xx-20xx</i>	Not Applicable
	<i>FY 20xx-20xx</i>	Not Applicable

C(2) Disclosure only in case of transactions relating to any investment made by the listed entity or its subsidiary

S. No.	Particulars of the information	Information provided by the management
1.	Latest credit rating of the related party <i>Note:</i> a. <i>Standalone rating to be provided while option to provide structured obligation rating (SO rating) and credit enhancement rating (CE rating), if any.</i> b. <i>This shall be applicable in case of investment in debt securities.</i>	Not Applicable
2.	Whether any regulatory approval is required. If yes, whether the same has been obtained.	Not Applicable

C(3) Disclosure only in case of transactions relating to any guarantee (including performance guarantee in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee), surety, indemnity or comfort letter, by whatever name called, made or given by the listed entity or its subsidiary

S. No.	Particulars of the information	Information provided by the management
1.	If guarantee, performance guarantee (in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee), surety, indemnity or comfort letter is given in connection with the borrowing by a related party, provide latest credit rating of the related party <i>Note:</i> a. <i>Standalone rating to be provided while option to provide structured obligation rating (SO rating) and credit enhancement rating (CE rating), if any.</i> b. <i>This information may be provided to the extent it is available in the public domain or as may be provided by the related party upon request.</i>	IVR BBB - / Stable (IVR Triple B Minus with Stable outlook) of RBS Renewables Private Limited from Infomerics Valuation and Rating Limited.
2.	Details of solvency status and going concern status of the related party during the last three financial years: <i>FY 2024-2025</i> <i>FY 2023-2024</i> <i>FY 2022-2023</i>	Networth of RBS Renewables Private Limited is as under: Rs. 25,07,02,714.22 Rs. 25,06,13,058.00 Rs. 1,62,975.00
3.	The value of obligations undertaken by the listed entity or any of its subsidiary, for which a guarantee, performance guarantee (in nature of security/contractual commitment or which could-have an impact in monetary terms on the issuer of such guarantee) surety, indemnity or comfort letter has been provided by the listed entity or its subsidiary. Additionally, any provisions required to be made in the books of account of the listed entity or any of its subsidiary shall also be specified.	Rs. 200 Crores for providing Corporate Guarantee in favour of the Lender of Subsidiary for the facilities availed till the end of financial year 2025-26 i.e. 31.03.2026.
4.	Default on borrowings, <i>if any</i>, over the last three financial years, by the related party from the listed entity or any other person. <i>Note: This information may be provided to the extent it is available in the public domain or as may be provided by the related party upon request.</i>	Not Applicable

In addition, state the following: a) Whether the account of the related party has been classified as a non-performing asset (NPA) by any of its bankers and whether such status is currently subsisting; b) Whether the related party has been declared a “wilful defaulter” by any of its bankers and whether such status is currently subsisting; c) Whether the related party is undergoing or facing any application for commencement of an insolvency resolution process or liquidation; d) Whether the related party, not being an MSME, suffers from any of the disqualifications specified under Section 29A of the Insolvency and Bankruptcy Code, 2016. <i>Note: Past defaults that are no longer subsisting and have been cured or regularized need not be disclosed.</i>	Not Applicable
	Not Applicable
	Not Applicable
	Not Applicable
FY 20xx-20xx	Not Applicable
FY 20xx-20xx	Not Applicable
FY 20xx-20xx	Not Applicable

C(4). Disclosure only in case of transactions relating to borrowings by the listed entity or its subsidiary

S. No.	Particulars of the information	Information provided by the management
1.	Debt to Equity Ratio of the listed entity or its subsidiary based on last audited financial statements	Not Applicable
	<i>Note: This shall not be applicable to listed banks/NBFC/insurance companies/housing finance companies.</i>	
	a. Before transaction	Not Applicable
	b. After transaction	Not Applicable
2.	Debt Service Coverage Ratio of the listed entity or its subsidiary based on last audited financial statements	Not Applicable
	<i>Note: This shall not be applicable to listed banks/NBFC/insurance companies/ housing finance companies.</i>	
	a. Before transaction	Not Applicable
	b. After transaction	Not Applicable

C(5). Disclosure only in case of transactions relating to sale, lease or disposal of assets of subsidiary or of unit, division or undertaking of the listed entity or disposal of shares of subsidiary or associate

S. No.	Particulars of the information	Information provided by the management
1.	Details of earlier sale, lease or disposal of assets of the same subsidiary or of the unit, division or undertaking of the listed entity or disposal of shares of the same subsidiary or associate to any related party during the preceding twelve months.	Not Applicable
2.	Whether the transaction would result in issue of securities or consideration in kind to a related party? If yes, please share the relevant details.	Not Applicable
3.	Would the transaction result in eliminating a segment reporting by the listed entity or any of its subsidiary?	Not Applicable
4.	Does it involve transfer of key intangible assets or key customers which are critical for continued business of the listed entity or any of its subsidiary?	Not Applicable
5.	Are there any other major non-financial reasons for going ahead with the proposed transaction?	Not Applicable

C(6). Disclosure only in case of transactions relating to payment of royalty

S. No.	Particulars of the information	Information provided by the management
1.	Gross amount of royalty paid by the listed entity or subsidiary to the related party during each of the last three financial years	
	<i>FY 20xx-20xx</i>	<i>Not Applicable</i>
	<i>FY 20xx-20xx</i>	<i>Not Applicable</i>
	<i>FY 20xx-20xx</i>	<i>Not Applicable</i>
2.	Purpose for which royalty was paid to the related party during the last three financial years. <i>Explanation: For companies with a composite license agreement that includes a bundle of intellectual property rights (IPRs) such as brands, patents, technology and know-how, state the key components of such agreements and the reasons royalty attributable to those key components could not be furnished separately.</i>	
	a. For use of brand name / trademark	<i>As a % of aggregate amount of royalty for the last 3 FYs - Not Applicable</i>
	b. For transfer of technology know-how	<i>As a % of aggregate amount of royalty for the last 3 FYs - Not Applicable</i>

	c. For professional fee, corporate management fee or any other fee	<i>As a % of aggregate amount of royalty for the last 3 FYs - Not Applicable</i>
	d. Any other use (specify)	<i>As a % of aggregate amount of royalty for the last 3 FYs - Not Applicable</i>
3.	Royalty paid in last 3 FYs as % of Net Profits of previous FYs	
	<i>FY 20xx-20xx</i>	<i>% - Not Applicable</i>
	<i>FY 20xx-20xx</i>	<i>% - Not Applicable</i>
	<i>FY 20xx-20xx</i>	<i>% - Not Applicable</i>
4.	Percentage or Rate at which royalty has increased in the past 3 years, if any, vis-à-vis rate at which the turnover and profits after tax have increased during the same period.	<i>% - Not Applicable</i>

5.	Peer Comparison: Listed entity or its subsidiary paying royalty for any purpose shall also disclose whether any relevant Industry Peer pays royalties for the same purpose, which is disclosed in its audited annual financial statements for the relevant period:				<i>Not Applicable</i>
		Listed Entity / Subsidiary	Peer 1	Peer 2	Peer 3
	Royalty payment over last 3 years	Aggregate amount	Aggregate amount	Aggregate amount	Aggregate amount
	Royalty paid as a % of net profits over the last 3 years	% - Not Applicable	% - Not Applicable	% - Not Applicable	% - Not Applicable
	Annual growth rate of Turnover over last 3 years	% - Not Applicable	% - Not Applicable	% - Not Applicable	% - Not Applicable
	Explanation: In the case of the payment of, the criteria for comparison with Industry Peers shall be as follows: - The Listed Entity will compare the royalty payment with a minimum of three suitable and relevant Industry Peers (i.e. apple to apple comparable Industry Peers), where feasible. - In cases where fewer than three Industry Peers are available, the listed entity will disclose, that only one or two peers are available for comparison. - If the listed entity is part of any sectoral index, the listed entity is to consider the other constituents of such sectoral index for the purpose of peer comparison which are in similar line of business. - In case there are no Industry Peers, the Listed Entity shall state that no Industry Peers are available for comparison.				

The Audit Committee and the Board of Directors of the Company have approved the said material related party transactions and proposed the same for approval of the Members of the Company. Members may note that the said Related Party Transactions, placed for Members' approval, shall, at all times, be subject to prior approval of the Audit Committee of the Company and shall continue to

be in the ordinary course of business and at arm's length. The transactions shall also be reviewed/monitored on periodic basis by the Audit Committee of the Company in terms of the applicable provisions of SEBI Listing Regulations and relevant circular(s) made thereunder and shall remain within the proposed amount(s) being placed before the Members. Any subsequent material modifications in these transactions, as may be defined by the Audit Committee as a part of Company's Policy on Related Party Transactions, shall be placed before the Members for approval, in terms of Regulation 23(4) of SEBI Listing Regulations.

As per SEBI Circular dated 22 November, 2021 read with Circular dated 8 April, 2022 approval of the Shareholders for material related party transactions will be valid till next AGM not exceeding 15 months. Amount of individual category of transactions mentioned above may vary within total amount of transactions. Further, modification in above transactions not qualifying as material modification may be approved by the Audit Committee as specified in the Listing Regulations.

The Members may note that in terms of the provisions of the SEBI Listing Regulations, all related parties of the Company, whether or not a party to the proposed transaction(s), shall abstain from voting on the said resolution.

The Board recommends passing of the ordinary resolution as set out at Item No. 5 of this Notice, for the approval of the Members.

None of the Directors and/or Key Managerial Personnel of the Company and/or their relatives is deemed to be concerned or interested, financially or otherwise in the said resolutions except to the extent of their shareholding and common directorships, if any.

Item No. 6 & 7:-

In terms of Section 180 and other applicable sections / provisions of the Companies Act, 2013, if the borrowings by the Company (apart from the deposits accepted in the ordinary course of business by the Company, temporary loans repayable on demand or within six months from the date of the loan, and temporary loans, if any, obtained from the Company's bankers, other than loans raised for the purpose of financing expenditure of a capital nature) is in excess of the paid-up capital of the Company, Securities Premium and free reserves, require the approval of the Members by way of special resolution.

Under Sections of the Act, the aforementioned powers of the Board can be exercised only with the prior consent of the Members by a Special Resolution.

The Company requires borrowing funds from time to time to meet both its short term and long terms business objectives, from various external agencies like banks, financial institutions, bodies corporate or other kind of lenders or any person from whom the company can borrow money / funds as per the provisions of Companies Act, 2013, accordingly, it is proposed to approve the borrowing fresh funds by the company up to INR 250 Crores (Rupees Two Fifty Crores) as and when required to the company for financial year 2025-26.

The members of the Company are further informed that according to the provisions of Section 180 of Companies Act, 2013, the Board of Directors can exercise its powers to create/renew charges, mortgages, pledges, hypothecations and floating charges on immovable or movable assets of the Company to secure its borrowings only with the consent of the shareholders obtained by way of Special Resolution.

The Board recommends the Special resolution under Item No. 6 & 7 for approval by the members.

None of the Directors, Key Managerial Personnel and their relatives are concerned or interested, financially or otherwise, in the resolutions set forth in Item No. 6 & 7 of this Notice except to the extent of their shareholding in the Company, if any.

Item No. 8:-

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 / companies or granting loans, giving guarantee or providing security to other persons or other body corporate as and when required.

Members may note that as per Section 186 of the Act read with the Rules framed thereunder, the Company is required to obtain the prior approval of the Shareholders by way of a Special Resolution to (a) give any loan to any person(s) or other body corporate(s);(b) give any guarantee or provide security in connection with a loan to any person(s) or other body corporate(s); and (c) acquire by way of subscription, purchase or otherwise, securities of any other body corporate / companies exceeding the limit of 60% of its paid up capital and free reserves and securities premium account of the Company or 100% of its free reserves and securities premium account, whichever is more.

Further, members please note that as per Section 186 of the Act read with the Rules framed thereunder, Board of Directors of the Company also proposes to seek approval of shareholders by way of special resolution to authorize the Board to exercise powers for an amount of Rs. 250 Crores for making an investment in the shares of any company / body corporate for making it associate company, subsidiary company or wholly own subsidiary of the company. The Company intends to invest in growth-oriented body corporates / companies to enhance market presence, diversify revenue streams, and leverage the emerging opportunities.

In view of the aforesaid, it is proposed to take approval from members under Section 186 of the Companies Act, 2013, by way of special resolution, up to a limit of Rs. 250 Crores.

The above proposal is in the interest of the Company and the Board recommends the Resolution as set out at Item No.8 for approval by the members of the Company.

None of the Directors, Key Managerial Personnel and their relatives are concerned or interested, financially or otherwise, in the resolutions set forth in Item No. 8 of this Notice except to the extent of their shareholding in the Company, if any.

Item No. 9:-

The Company may have to render support for the business requirements of its Subsidiary, wholly own subsidiary or Associate or Joint Venture or group entity or any other person in whom any of the Director of the Company is interested or deemed to be interested (collectively referred to as the 'Entities'), from time to time. However, owing to certain restrictive provisions contained in Section 185 of the Companies Act, 2013, the Company was unable to extend financial assistance by way of loan to such Entities. The Board of Directors seek consent of the Members by way of a Special Resolution pursuant to Section 185 of the Act (as amended by the Companies (Amendment) Act, 2017) for making loan(s) or providing financial assistance or providing guarantee or securities in connection with the loans taken or to be taken by the Entities for the capital expenditure of the projects and/or working capital requirements as may be required from time to time for the expansion of its business activities and other matters connected and incidental thereon for their principal business activities. The Members may note that Board of Directors would carefully evaluate 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, only for principal business activities of such Entities.

The Board of Directors recommends the resolution set out at Item Nos. 9 of the Notice for approval of the members of the Company.

Except Mr. Prashant Kisanlal Bhaiya, Whole Time Director, Mr. Nilesh Mohata – Managing Director and Mr. Tushar Mohata – Whole Time Director or their respective relatives, none of the other Directors, Key Managerial Personnel or their respective relatives in any way, financially or otherwise, concerned or interested in the above resolution.

Item No. 10:-

The Board at its meeting held on May 27, 2025, based on recommendation of the Audit Committee, after evaluating and considering various factors such as industry experience, competency of the audit team, efficiency in conduct of audit, independence, etc., has approved the appointment of M/s T.S. Tendulkar & Co., Pune, Practicing Company Secretaries (COP No.:- 11867 & Membership No.:- A32246), a peer reviewed firm (Peer Review Certificate Number: 5075/2023) as Secretarial Auditors of the Company for a term of five consecutive years commencing from FY 2025-26 till FY 2029-30, subject to approval of the Members.

The appointment of Secretarial Auditors shall be in terms of the amended Regulation 24A of the SEBI Listing Regulations vide SEBI Notification dated December 12, 2024 and provisions of Section 204 of the Act and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

M/s T.S. Tendulkar & Co., Practicing Company Secretaries established at Pune, Maharashtra, India, has built a diverse client base and having rich experience of more than 12 years in secretarial and other services. With its core focus of providing comprehensive professional services in corporate law, SEBI regulations, FEMA compliance and delivering strategic solutions to ensure regulatory adherence and operational efficiency, the firm's expertise has earned the trust of industries across various sectors.

In terms of the SEBI Listing Regulations, M/s T.S. Tendulkar & Co. has provided a confirmation that:

- they have subjected themselves to the peer review process of the ICSI and hold a valid peer review certificate.
- they are not disqualified from being appointed as Secretarial Auditor in terms of the provisions of the Act, the Companies Secretaries Act, 1980 and rules and regulations made thereunder and the SEBI Listing Regulations read with relevant SEBI circulars.
- they have no conflict of interest and have not taken up any prohibited non-secretarial audit assignments for the company, its holding, associate companies and subsidiary companies.

The proposed fees in connection with the secretarial audit shall be Rs. 50,000/- (Rupees Fifty Thousand only) plus applicable taxes and other out-of-pocket expenses for F.Y. 2025-2026, and for subsequent year(s) of their term, such fees as may be mutually agreed between the Board of Directors and M/s T.S. Tendulkar & Co.. In addition to the secretarial audit, M/s T.S. Tendulkar & Co. shall provide such other services in the nature of certifications and other professional work, as approved by the Board of Directors. The relevant fees will be determined by the Board, as recommended by the Audit Committee in consultation with the Secretarial Auditors.

The Board recommends the Ordinary Resolution as set out in Item No. 10 of this Notice for approval of the Members.

None of the Directors and/or Key Managerial Personnel of the Company and/or their relatives are concerned or interested, in the Resolution set out in Item No. 10 of this Notice.

Item No. 11:-

The existing Authorised Share Capital of the Company is Rs. 24,00,00,000/- (Rs. Twenty Four Crores Only) divided into 2,40,00,000 (Two Crores Forty Lakhs) Equity Shares of ₹ 10/- (Rupees Ten Only) each.

In order to broaden the existing capital structure of the Company the Board of Directors of the Company at its Meeting held on August 21, 2025, proposed to increase the Authorised Share Capital of the Company from Rs. 24,00,00,000/- (Rs. Twenty Four Crores Only) divided into 2,40,00,000 (Two Crores Forty Lakhs) Equity Shares of Rs. 10/- (Rupees Ten Only) each to Rs. 27,50,00,000/- (Rs. Twenty Seven Crores Fifty Lakhs Only) divided into 2,75,00,000 (Two Crores Seventy Five Lakhs) Equity Shares of Rs. 10/- (Rupees Ten Only) each ranking pari passu in all respect with the existing Equity Shares of the Company and accordingly alter the Authorised Share Capital in Clause V of the Memorandum of Association of the Company.

Pursuant to the provisions of Section 13, 61, 64 and Rules made thereunder and other applicable provisions, if any, of the Companies Act, 2013 read with the Rules made thereunder, an increase in the Authorised Share Capital and alteration Clause V of Memorandum of Association of the Company requires the approval of the Members / shareholders of the company.

Accordingly, approval of the Members of the Company is hereby sought by way of Ordinary Resolution as set out in Item No. 11 in the Notice.

The draft of the altered Memorandum of Association is available for inspection at the Registered Office of the Company on any working day during business hours.

The Board of Directors recommends the above Ordinary Resolution for the approval of members.

None of the Directors, Manager, Key Managerial Personnel or their relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution set out in Item No. 11 of the Notice save and except to the extent of their respective interest as Shareholders of the Company, as applicable.

For and on Behalf of Board of Directors
For Ramdevbaba Solvent Limited

SD/-

SD/-

Place: Nagpur
Date: 21.08.2025

Prashant Kisanlal Bhैया
Chairman & Whole Time Director
DIN: 02374524

Nilesh Suresh Mohata
Managing Director
DIN: 02374561

ANNEXURE – I TO THE NOTICE

Particulars of the Director seeking Appointment / Reappointment at the 17th Annual General Meeting:

Name Of Director	Mrs. Rajnandini Tanmay Bhaiya
Din	10259615
Date Of Birth	17.02.1998
Date Of First Appointment	30.09.2023
Qualification	Chartered Accountant
Expertise In Specific Functional Area And Experience	She is a qualified Chartered Accountant and member of Institute of Chartered Accountants of India. She has pre-qualification experience as an article assistant in a Chartered Accountant firm for three years and as an industrial trainee for one year. She also has relevant post qualification experience of working in a Chartered Accountant firm.
Directorship Held In Other Listed Companies	Nil
Disclosure Of Relationship Between Directors Inter - Se	Nil
No. Of Equity Shares Held In The Company As On 31/03/2025	Nil
Names Of Listed Entities In Which He/ She Is A Director And Holds Committee Positions	She is Non Executive Women Director in Ramdevbaba Solvent Limited. She is Chairman of Stakeholders Relationship Committee of Ramdevbaba Solvent Limited and member in Audit Committee and Nomination & Remuneration Committee of Ramdevbaba Solvent Limited.

For and on Behalf of Board of Directors
For Ramdevbaba Solvent Limited

SD/-

SD/-

Place: Nagpur
Date: 21.08.2025

Prashant Kisanlal Bhaiya
Chairman & Whole Time Director
DIN: 02374524

Nilesh Suresh Mohata
Managing Director
DIN: 02374561

ANNEXURE - II TO THE NOTICE

Particulars of the Secretarial Auditor seeking Appointment / Reappointment at the 17th Annual General Meeting:

Name Of Secretarial Auditor	Mr. Tushar Tendulkar
Firm Name	M/s T.S. Tendulkar & Co.
Membership Details	COP No.:- 11867 & Membership No.:- A32246
Date Of First Appointment	30.09.2023
Qualification	Practicing Company Secretaries, Pune
Date of appointment / reappointment / cessation (as applicable) & term of appointment / reappointment	M/s T.S. Tendulkar & Co., Practicing Company Secretaries, Pune (COP No.:- 11867 & Membership No.:- A32246) as the secretarial Auditor of the Company, for a term 5 consecutive years commencing from F.Y. 2025-2026 up to F.Y. 2029-2030 subject to approval of shareholders at the ensuing Annual General Meeting of the Company.
Directorship Held In Other Listed Companies	Nil
Disclosure Of Relationship Between Directors Inter - Se	Nil
No. Of Equity Shares Held In The Company As On 31/03/2025	Nil
Brief Profile (in case of appointment)	M/s T.S. Tendulkar & Co., Practicing Company Secretaries, Pune (COP No.:- 11867 & Membership No.:- A32246) is a Peer – reviewed Practicing firm having rich experience of more than 12 years in secretarial activities.

For and on Behalf of Board of Directors
For Ramdevbaba Solvent Limited

SD/-

SD/-

Place: Nagpur
Date: 21.08.2025

Prashant Kisanlal Bhaiya
Chairman & Whole Time Director
DIN: 02374524

Nilesh Suresh Mohata
Managing Director
DIN: 02374561