

August 18, 2026

To,

The General Manager, Listing Department, Bombay Stock Exchange Limited, P.J. Towers, Dalal Street, Mumbai – 400 001 Company code: 533333	The Manager, Listing & Compliance Department The National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex, Bandra East, Mumbai - 400051 Company code: FCL
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Subject: Notice of the Twenty Third Annual General Meeting (“23rd AGM”) of the Members of the Fineotex Chemical Limited for the FY 2025-26

Dear Sir/Madam,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please take note that the Twenty Third Annual General Meeting (“23rd AGM”) of the Members of the Company is scheduled to be held on **Friday, September 11, 2026 at 04.00 P.M. (IST)** through Video Conferencing ('VC') facility / Other Audio-Visual Means ('OAVM') in compliance with the applicable provisions of the Companies Act, 2013 and rules framed thereunder read with Circulars issued by the Ministry of Corporate Affairs (“MCA”) and the Securities and Exchange Board of India (“SEBI”) in this regard, from time to time.

The Notice is being sent through electronic mode to all the Members of the Company, whose e-mail addresses are registered with the Company/Depository(ies)/Registrar & Share Transfer Agent (“RTA”) and is also available on the website of the Company at www.fineotex.com.

Further, in accordance with Regulation 36 of the SEBI Listing Regulations, a letter providing the weblink and Quick Response (“QR”) Code for accessing the Notice along with Annual Report for FY 2025-26 is being sent to all those Members who have not registered their email addresses with the Company/Depository Participant(s)/RTA.

Further, please note the following:

SN.	Particulars	Date
1	Cut-off Date / Record Date for determining voting eligibility of shareholders	Friday, September 04, 2026

2	Remote E-voting Period	Commences on Tuesday, September 08, 2026 at 9.00 A.M. (IST) Ends on Thursday, September 10, 2026 at 5.00 P.M. (IST).
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We request you to kindly take the above information on your records.

Thanking You,

Yours faithfully,
For FINEOTEX CHEMICAL LIMITED

Sunny Parmar
Company Secretary and Compliance Officer



Encl: As above

NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given that the Twenty Third Annual General Meeting (“**AGM/ 23RD AGM**”) of the members of Fineotex Chemical Limited (“**the Company**”) will be held on **Friday, September 11, 2026 at 04.00 PM (IST)** through Video Conferencing (“**VC**”) / Other Audio Visual Means (“**OAVM**”), to transact the following business:

ORDINARY BUSINESS

- To receive, consider and adopt the Audited Standalone and Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2026, together with the Reports of the Board of Directors and the Statutory Auditor thereon**

“**RESOLVED THAT** the Audited Standalone and Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2026, together with the Reports of the Board of Directors and the Statutory Auditor thereon, be and are hereby received, considered and adopted.”

- To confirm the payment of Interim Dividend on Equity Shares and to declare a Final Dividend on Equity Shares for the financial year ended March 31, 2026**

“**RESOLVED THAT** the members hereby confirm the payment of interim dividend at the rate of Rs. 0.80/- (Eighty Paise only) per equity share of Rs. 2/- (Rupees Two only) declared by the Board of Directors of the Company at its meeting held on September 27, 2025 for the financial year 2025-26.

RESOLVED FURTHER THAT as recommended by the Board of Directors, a final dividend at the rate of Rs. 0.05/- (Five Paise) per equity share of Rs. 1/- each be and is hereby declared out of profits of the financial year 2025-26 to the equity shareholders of the Company whose names appear in the Register of Members of the Company as on September 04, 2026”.

- To re-appoint Mrs. Aarti Mitesh Jhunjunwala (DIN: 07759722) as director, who retires by rotation and being eligible offered herself for re-appointment**

“**RESOLVED THAT** pursuant to the provisions of Section 152 of the Companies Act, 2013 and rules made thereunder (including any statutory modification and re-enactment thereof) and other applicable provisions, if any, of the Companies Act, 2013, Mrs. Aarti Mitesh Jhunjunwala (DIN: 07759722) who is liable to retire by rotation at the 23rd Annual General Meeting and being eligible has offered herself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.”

SPECIAL BUSINESS

- To ratify the remuneration of cost auditor**

To consider and, if thought fit, to pass the following resolution, with or without modification(s), 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 Companies (Audit and Auditors) Rules, 2014 and

Companies (Cost Records and Audit) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the Company hereby ratifies the remuneration of Rs. 50,000/- per annum (Rupees Fifty Thousand only) plus applicable taxes and reimbursement of actual travel and out of pocket expenses to M/s. V. J. Talati & Co., Cost Accountants (Firm Registration No. R/00213), Cost Auditor appointed by the Board of Directors based on the recommendation of the Audit Committee, to conduct the audit of the cost records of the Company for the Financial Year ending March 31, 2027.

RESOLVED FURTHER THAT any director of the Company and/or the Company Secretary be and is hereby severally authorized to do all such acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

- To approve the proposal of raising of funds by way of issuance equity shares or any other eligible securities**

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

“**RESOLVED THAT** pursuant to the provisions of Sections 23, 42, 62, 71, 179 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”), and the applicable rules made thereunder (including the Companies (Prospectus and Allotment of Securities) Rules, 2014 and the Companies (Share Capital and Debentures) Rules, 2014), including any amendment(s), statutory modification(s), or re-enactment(s) thereof for the time being in force (“the rules”) and regulations framed thereunder, the relevant provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (“ICDR Regulations”) (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and in accordance with the provisions of the Memorandum of Association and Articles of Association of the Company, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), as amended, to the extent applicable, the provisions of the Foreign Exchange Management Act, 1999, (“FEMA”), and the rules and regulations made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the current Consolidated FDI Policy issued by the Department for Promotion of Industry and Internal Trade, Ministry of Commerce and Industry, Government of India (“GoI”), and all other applicable statutes, rules, regulations, guidelines, notifications, circulars and clarifications as may be applicable, as amended from time to time, issued by the GoI, Ministry of Corporate Affairs (“MCA”), the Reserve Bank of India (“RBI”), BSE Limited and National Stock Exchange of India Limited (“Stock Exchanges”), the Securities and Exchange Board of India (“SEBI”), the Registrar of Companies (“RoC”) and/ or any other regulatory/ statutory authorities, in India or abroad from time to time, to the extent applicable and subject to such approvals, permits, consents and sanctions of any regulatory/ statutory authorities and guidelines and clarifications issued thereon from time to time and subject to such conditions and modifications as may be prescribed by any of them while granting such approvals, permissions, consents and sanctions, which may be agreed to by

the Board of Directors of the Company (hereinafter referred to as the 'Board' which term shall be deemed to include any committee of the Board of Directors of the Company duly constituted by the Board to exercise its powers including powers conferred under this resolution) and subject to any other alterations, modifications, conditions, changes and variations that may be decided by the Board in its absolute discretion, the consent of the members be and is hereby accorded to the Board to create, offer, issue and allot (including with provisions for reservations on firm and/ or competitive basis, for such part of issue and for such categories of persons as may be permitted by applicable law) with or without green shoe option, such number of Equity Shares and / or other securities convertible into Equity Shares or non-convertible debt instruments along with warrants, (hereinafter referred to as "Securities"), or any combination thereof, in one or more tranches, in terms of the applicable regulations and as permitted under the applicable laws, in such manner in consultation with the book running lead manager(s) ("BRLM(s)") and/or other advisor(s) or otherwise, for an aggregate amount upto ₹ 800 (Rupees Eight Hundred Crores only) or an equivalent amount thereof (inclusive of such premium as may be fixed on such Securities) at such price or prices as may be permissible under applicable law, including but not limited to private placement, follow-on public offering ("FPO"), Preferential issue in accordance with the provisions of Chapter V of the ICDR Regulations or by way of one or more qualified institutions placement(s) ("QIP") in accordance with the provisions of Chapter VI of the ICDR Regulations, or through any other permissible mode and/or combination thereof as may be considered appropriate under applicable law, to such investors that may be permitted to invest in such issuance of Securities, including eligible qualified institutional buyers ("QIBs") (as defined in the ICDR Regulations), whether or not such investors are members of the Company, to all or any of them, jointly or severally through an offer/preliminary placement document / placement document and/or other letter or circular as may be deemed appropriate, in the sole discretion by the Board in such manner and on terms and conditions, including the terms of the issuance, security, fixing of record date, and at such price, whether at prevailing market price(s) or at a premium or discount to market price as may be permitted under applicable law and/ or as may be permitted by the relevant regulatory / statutory authority, with authority to retain oversubscription up to such percentage as may be permitted under applicable regulations, in such manner and on such terms as may be deemed appropriate by the Board at its absolute discretion ("the Issue") at the time of such issue and allotment considering the prevailing market conditions and other relevant factors in consultation with the BRLM(s) and/ or underwriter(s) and/ or other advisor (s) to be appointed by the Company for such issue and without requiring any further approval or consent from the shareholders

RESOLVED FURTHER THAT pursuant to the above-mentioned resolution;

- (i) the Securities proposed to be issued, offered and allotted shall be fully paid up (excluding warrants) and in dematerialized form and shall be subject to the provisions of the Memorandum and Articles of Association of the

Company, the Act and other applicable laws;

- (ii) the Equity Shares that may be issued by the Company shall rank-pari passu with the existing Equity Shares of the Company in all respects including entitlement to dividend and voting rights, if any, from the date of allotment thereof be subject to the requirements of all applicable laws including lock-in, if applicable, and shall be subject to the provisions of the Memorandum and Articles of Association of the Company;
- (iii) the number and/or price of the Equity Shares to be issued on conversion of Securities convertible into Equity Shares shall be appropriately adjusted for corporate actions such as bonus issue, rights issue, stock split, merger, demerger, transfer of undertaking, sale of division, reclassification of equity shares into other securities, issue of equity shares by way of capitalization of profits or reserves or any such capital or corporate re-organisation or restructuring;
- (iv) a minimum of 10% of the Securities shall be allotted to mutual funds and if mutual funds do not subscribe to the aforesaid minimum percentage or part thereof, such minimum portion may be allotted to other investors or QIBs.

RESOLVED FURTHER THAT in terms of Chapter V and Chapter VI of the ICDR Regulations, the allotment of Securities shall be to Independent Investors and/or QIBs as defined in the ICDR Regulations and shall be completed within a period of 365 days from the date of passing of this special resolution by the shareholders of the Company or such other time as may be allowed under the ICDR Regulations from time to time. The Company shall not undertake any subsequent QIP until the expiry of two weeks or such other time as may be prescribed in the ICDR Regulations, from the date of prior QIP made pursuant to one or more special resolutions.

RESOLVED FURTHER THAT subject to applicable law, in terms of Chapter VI of the ICDR Regulations, the relevant date for the purpose of pricing of the Equity Shares shall be the date of the meeting in which the Board or any other committee duly authorized by the Board decides to open the QIP of Equity Shares as Securities and in case Securities are eligible convertible securities, then either the date of the meeting in which the Board or duly authorized Committee decides to open the proposed issue or the date on which holders of Securities become eligible to apply for Equity Shares, as may be determined by the Board or duly authorized Committee or such date as may be permitted under ICDR Regulations.

RESOLVED FURTHER THAT the Securities shall not be eligible to be sold by the allottee for a period of one year from the date of allotment, except on a recognized stock exchange, or such other time except as may be allowed under the ICDR Regulations from time to time and no single allottee shall be allotted more than fifty per cent of the issue size and the minimum number of allottees shall be as per the ICDR Regulations. In case of QIP the tenure of convertible or exchangeable Securities issued shall not exceed sixty months from the date of allotment.

RESOLVED FURTHER THAT any issue of Securities made by way of a QIP under Chapter VI of ICDR Regulations shall be at such price which is not less than the price determined in accordance with the pricing formula provided under Chapter VI of the ICDR Regulations ("QIP Floor Price"). Furthermore, the Board may, at its absolute discretion and in consultation with the BRLM(s), also offer a discount of not more than 5% (five per cent) or such other percentage as may be permitted under applicable law to the QIP Floor Price subject to the approval of the shareholders of the Company by way of a special resolution and the price determined for the QIP shall be subject to appropriate adjustments as per the provisions of the ICDR Regulations, if required.

RESOLVED FURTHER THAT the Board shall have the authority and power to accept any modification in the proposal as may be required or imposed by the SEBI/Stock Exchanges where the shares of the Company are listed or such other appropriate authorities at the time of according/granting their approvals to issue, allotment and listing thereof and as agreed to by the Board.

RESOLVED FURTHER THAT without prejudice to the generality of the above, subject to applicable laws and subject to approval, consents, permissions, if any, of any governmental body, authority or regulatory institution including any conditions as may be prescribed in granting such approval or permissions by such governmental authority or regulatory institution, the aforesaid Securities may have such features and attributes or any terms or combination of terms to provide for the tradability and free transferability thereof as per applicable law and prevailing practices and regulations in the capital markets including but not limited to the terms and conditions in relation to payment of dividend, terms pertaining to voting rights, share premium and the Board, subject to applicable laws, regulations and guidelines, be and is hereby authorised in its absolute discretion, in such manner as it may deem fit, to dispose off such of the Securities that are not subscribed in accordance with applicable law.

RESOLVED FURTHER THAT for the purpose of giving effect to the Issue, the Board be and is hereby authorized, on behalf of the Company, and in consultation with the BRLM(s), to take all actions and do all such acts, deeds, actions and sign such documents as may be required in furtherance of, or in relation to, or ancillary to, the Issue, including the finalization and approval of the draft as well as preliminary placement document, the placement document, any offering document, and any addendum or corrigendum thereto, as applicable, with any applicable regulatory authorities or agencies, as may be required, determining the form and manner of the Issue, terms of the Issue, identification and class of the investors to whom the Securities are to be offered, utilization of the issue proceeds and if the issue size exceeds ₹ 100 crore, the Board must make arrangements for the use of proceeds of the issue to be monitored by a credit rating agency registered with SEBI, in accordance with ICDR Regulations, authorising any Director(s) or Officer(s) of the Company to sign preliminary placement document, the placement document, any offering document, execute any necessary documents, agreements, forms, deeds, appointment of intermediaries, open and close the period

of subscription of the Issue, determine the issue price (including premium, if any), number of Securities, discount on the issue price, premium amount on issue and all other terms and conditions of the Securities, signing of declarations, file any necessary forms with regulatory authorities and allot the Securities and to amend, vary or modify any of the above as the Board may consider necessary, desirable or expedient and to take such steps and to do all such acts, deeds, matters and things as they may deem fit and proper for the purposes of the Issue and resolve and settle or give instructions or directions for settling all questions or difficulties that may arise in regard to such Issue without being required to seek any further consent or approval of the members or otherwise to the end and intent that the members shall be deemed to have given their approval thereto expressly by the authority of this resolution. Furthermore, all actions taken by the Board or any committee constituted by the Board to exercise its powers, in connection with any matter(s) referred to or contemplated in any of these resolutions be and are hereby approved.

RESOLVED FURTHER THAT the Board be and is hereby authorised to appoint /engage BRLM(s), underwriters, depositories, custodians, registrars, bankers, lawyers, advisors, credit rating agencies, monitoring agency and any other intermediaries, agencies and professionals as may be required to be appointed, involved or concerned in such Issue and to remunerate them by way of commission, brokerage, fees or the like and also to reimburse them out of pocket expenses incurred by them and also to enter into and execute all such arrangements, agreements, memoranda, documents, etc. with such agencies and to seek the listing of such Securities issued on the Stock Exchanges.

RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate (to the extent permitted by law) all or any of the powers herein conferred by this resolution herein to any committee of directors or any director(s) of the Company, in such manner as they may deem fit in their absolute discretion with the power to take such steps and to do all such acts, deeds, matters and things as they may deem fit and proper for the purposes of the Issue and settle any questions or difficulties that may arise in this regard to the Issue and to give effect to such modifications, changes, variations, alterations, deletions or additions as may be deemed fit and proper in the best interest of the Company."

6. To approve the Material Related Party Transaction(s)

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

"RESOLVED THAT pursuant to regulations 23(4), 2(1) (zc) and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') as amended, the applicable provisions of the Companies Act, 2013 ('Act'), read with related rules, if any, each as amended from time to time, and the Policy on Related Party Transaction(s) of the Fineotex Chemical Limited ('Company'), and based on the recommendation of the Audit Committee and Board, the approval of the Members be and is hereby accorded to enter into and/or

carry out and/or continue with existing contracts / arrangements / transactions or modification(s) of earlier contracts / arrangements / transactions or as fresh and independent transaction(s) or otherwise between related party (whether by way of an individual transaction or a series of transactions taken together), the details of which are provided in the Explanatory Statement pursuant to Section 102 and other provisions of the Act read with related rules, to be continued or to be entered into and/ or to be executed between Fineotex Biotex Heathguard FZE ('FZE Company'), wholly owned foreign subsidiary of the Company and CrudeChem Technology, LLC ('CCT'), foreign step-down subsidiary company of the company, and therefore, both being related parties of the company in terms of Regulation 2(1)(zb) of the SEBI Listing Regulations, on such terms and conditions as may be mutually agreed between FZE Company and CCT, for an aggregate value up to ₹500 crore, for sale, purchase and/ or supply of goods or services and giving loan & advance for business purpose, to be entered / continued during FY2026-27, subject to such contract(s)/arrangement(s)/transaction(s) being carried out at arm's length and in the ordinary course of business of the company.

RESOLVED FURTHER THAT the Board, be and is hereby authorised, to do and perform all such acts, deeds, matters and things, as may be necessary, including finalising the terms and conditions, methods and modes in respect thereof and finalising and executing necessary documents, including contract(s), scheme(s), agreement(s) and such other documents, file applications and make representations in respect thereof and seek approval from relevant authorities, including Governmental/ regulatory authorities, as may be applicable, in this regard and

deal with any matter, take necessary steps as the Board may, in its absolute discretion deem necessary, desirable or expedient, to give effect to this resolution and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT the Board, be and is hereby authorised to delegate all or any of the powers herein conferred, to any Director(s) or Key Managerial Personnel(s) or any other Officer(s) or Authorised Representative(s) or Committee(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution(s).

RESOLVED FURTHER THAT all actions taken by the Board, or any person so authorised by the Board, in connection with any matter referred to or contemplated in any of the foregoing resolutions, be and are hereby approved, ratified and confirmed in all respects."

**By Order of the Board of Directors
For Fineotex Chemical Limited**

**Sd/-
Surendrakumar Tibrewala
Chairman & Managing Director
DIN: 00218394**

**Place: Mumbai
Date: August 17, 2026**

ANNEXURE TO THE NOTICE

1. The Ministry of Corporate Affairs, Government of India ("MCA") has vide its circular dated 08th April 2020, 13th April 2020, 05th May 2020 and various subsequent Circulars latest being circular dated September 19, 2024 (collectively referred to as "MCA Circulars") permitted the holding of the Annual General Meeting ("AGM" or "Meeting through Video Conferencing facility/ Other Audio Visual Means ("VC/OAVM"), without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 ("the Act"), the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), SEBI Circular no. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024 ("SEBI Circular") and MCA Circulars, the 23rd AGM of the Company is being held through VC/OAVM. The deemed venue of this AGM shall be registered office of the Company.
2. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Regulation 44 of the SEBI Listing Regulations, Secretarial Standards on General Meeting (SS-2) issued by the Institute of Company Secretaries of India and MCA Circulars, the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM and facility for those Members participating in the AGM to cast vote through e-voting system during the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited ("NSDL") for facilitating voting through electronic means, as the authorized agency. NSDL will be providing facility for voting through remote e-Voting, for participation in the 23rd AGM through VC/ OAVM facility and e-Voting during the 23rd AGM. The instructions and other information relating to e-Voting are separately provided. Once the vote is casted by the Member, the same shall not be allowed to be changed subsequently or cast again.
3. In accordance with the MCA Circulars, since the AGM is being conducted through virtual mode without the physical presence of Members, the Proxy Form, Attendance Slip, and Route Map have not been annexed to this Notice.
4. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("Act") setting out material facts concerning the business under Item No. 4 to 6 of the Notice, is annexed hereto. Further, the relevant details with respect to Item No. 4 to 6 pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of Director seeking re-appointment at this AGM are also annexed.
5. 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 for 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.

6. Members attending the meeting through VC/OAVM shall be counted for the purpose of determining the quorum under Section 103 of the Act.
7. Institutional/Corporate members intending to authorize representatives to attend the 23rd AGM via VC/OAVM and vote electronically are requested to email a certified scanned copy (PDF/JPG) of the Board resolution/authorization, as per Section 113 of the Act, to the Scrutinizer hs@hspnassociates.in, with a copy to investor.relations@fineotex.com, from their registered email address.

8. The remote e-voting Dates:

The date for determining the Members who are entitled to vote on the resolutions set forth in this Notice:

Cut-off Date	September 04, 2026
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Period during which Members, as on the cut-off date, may cast their votes on electronic voting system from any location:

Remote E-voting Period	Start Date and Time:
	September 08, 2026 from 09.00 a.m. (IST)
	End Date and Time:
	September 10, 2026 upto 05.00 p.m. (IST)

9. In accordance with the MCA Circulars and Circular No. SEBI/HO/CFD/CFDPoD- 2/P/CIR/2024/133 dated October 3, 2024 issued by SEBI, Notice of the AGM along with the Annual Report 2025-26 is being sent only through electronic mode to those Shareholders whose email addresses are registered with the Company/ Depositories as on August 14, 2026. Further, a letter providing a web link and QR code for accessing the Notice of the AGM and Annual Report for the FY 2025-26 have been sent to those shareholders who have not registered their email address.
10. Shareholders may note that the Notice of AGM and Annual Report for FY 2025-26 will also be available on the website of the Company i.e. www.fineotex.com, and the website of the Stock Exchanges i.e. Bombay Stock Exchange Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com.

nseindia.com, respectively and on the website of NSDL <https://www.evoting.nsdl.com>. Any member desirous of obtaining the hard copy of the Annual Report for the financial year 2025-26, may send request to the Company's email address at investor.relations@fineotex.com mentioning the Folio No. /DP ID and Client ID.

11. Updating of Record, KYC and Other Queries:

- i. SEBI vide its Circulars dated 03rd November, 2021 and 14th December, 2021, has mandated furnishing of PAN, KYC details and Nomination / opt out of Nomination, by holders of physical securities. Folios wherein any one of the abovementioned details are not registered by 01st October, 2023 shall be frozen. The concerned Members are therefore urged to furnish PAN, KYC and Nomination/opt out of Nomination by submitting the prescribed forms duly filled and signed by sending a physical copy of the prescribed forms to M/s Bigshare Services Pvt. Ltd. The link for downloading forms is https://www.bigshareonline.com/resources-sebi_circular.aspx#parentHorizontalTab3|ChildVerticalTab_34
- ii. As per SEBI General Circular No. SEBI/HO/MIRSD/MIRSD-PoD1/P/CIR/2023/37 dated 16th March, 2023, physical shareholders can now update/register their contact details, including email IDs, by submitting Form ISR-1 along with supporting documents to M/s Bigshare Services Pvt. Ltd.
- iii. SEBI Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated 25th January, 2022, listed companies are mandated to issue securities only in dematerialized form for service requests such as issuance of duplicate certificates, claims from unclaimed suspense accounts, renewal/exchange, endorsement, sub-division/splitting, consolidation, transmission, and transposition of securities.
- iv. As per the SEBI Circular dated January 30, 2026, RTAs/Companies are required to process shareholder service requests (including transmission, transposition, subdivision, consolidation, renewal, exchange and name changes/deletions) and issue securities exclusively in dematerialised form, credited directly to the claimant's demat account, within 30 days of receipt of the request after resolving objections.
- v. Further, SEBI Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/65 dated 18th May, 2022, has simplified and standardized the procedure and document formats for transmission of securities. Shareholders are requested to submit service requests using Form ISR-4 or ISR-5 (for transmission), available on the Company's website.
- vi. 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 Depository Participant and holdings should be verified from time to time.
12. The Company has fixed Friday, September 04, 2026 as the **"Record Date"** for determining entitlement of Members to final dividend for the financial year ended March 31, 2026, if approved at the AGM.
13. If the final dividend, as recommended by the Board of Directors, is approved at the AGM, payment of such dividend subject to deduction of tax at source will be made on or before September 30, 2026 as under:
 - (i) To all Beneficial Owners in respect of shares held in dematerialized form as per the data as may be made available by the National Securities Depository Limited ("NSDL") and the Central Depository Services (India) Limited ("CDSL"), collectively "Depositories", as of end of day on Friday, September 04, 2026;
 - (ii) To all Members in respect of shares held in physical form after giving effect to valid transmission or transposition requests lodged with the Company as of the close of business hours on Friday, September 04, 2026;
14. As per the provisions of Section 72 of the Act and SEBI Circular, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. If a Member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/she may submit the same in Form ISR-3 or SH-14 as the case may be. The said forms can be downloaded from the Company's website <https://fineotex.com/investor-relation>. Members are requested to submit the said details to their DP in case the shares are held by them in dematerialized form and to the Company in case the shares are held in physical form.
15. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote during the AGM.
16. Members seeking any information with regard to the financial statements or any matter to be placed at the AGM, are requested to write to the Company on or before Friday, September 04, 2026; through email on investor.relations@fineotex.com. The same will be replied by the Company suitably.
17. The Register of Directors & Key Managerial Personnel and their shareholding, Register of Contracts or Arrangements in which

Directors are interested and all the documents referred to in the Notice and explanatory statement will be available for inspection by the Members during the AGM.

18. Transfer of Unclaimed Dividend and Shares to IEPF:

Pursuant to the provisions of the Companies Act, 2013 read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("the Rules") notified by the Ministry of Corporate Affairs effective 07th September, 2016 and subsequently amended vide notification dated 28th February, 2017.

The Rules inter-alia provides for transfer of shares in respect of which dividend has not been paid or claimed by the shareholders for seven consecutive years to the Investor Education and Protection Fund (IEPF) set up by the Central Government. Accordingly, the Company has sent individual communication to those shareholders whose unclaimed dividend/shares are liable to be transferred to IEPF under the said Rules at their latest available address. The Company has uploaded the details of such shareholders and dividend due for transfer to IEPF on its website at www.fineotex.com. The shareholders are requested to refer to the notice available on the website at www.fineotex.com to verify the details of the dividend/shares liable to be transferred to IEPF.

Further, the company has sent a notice to all such shareholders to make an application to the company registrar with a request for claiming the unpaid dividend for the year 2017-2018 onwards so that the shares are not transferred to the IEPF. It may please be noted that if no reply is received by the company or the registrar, the company will be compelled to transfer the dividend/ shares to the IEPF, without any further notice.

It may also be noted that the dividend/shares transferred to IEPF, including all benefits accruing on such shares, if any, can be claimed back from the IEPF Authority after following the procedure prescribed under the Rules.

For any further clarifications on the matter, please contact the Company's Registrar and Transfer Agents: M/s. Bigshare Services Private Limited having address at Pinnacle Business Park, Office No S6-2, 6th, Mahakali Caves Rd, next to Ahura Centre, Andheri East, Mumbai, Maharashtra 400093.; Tel. No.: 022 62638204; Email: vinod.y@bigshareonline.com; Website: www.bigshareonline.com.

19. Pursuant to the Finance Act, 2020, dividend income will be taxable in the hands of shareholders w.e.f. April 1, 2020 and the Company is required to deduct tax at source from dividend paid to shareholders at the prescribed rates. For the prescribed rates for various categories, please refer to the Finance Act, 2020 and the amendments thereof. The shareholders are requested to update their valid PAN with the DPs (if shares held in dematerialized form) and the Company/FCL (if shares are held in physical form).

A Resident individual shareholder with PAN and who is not liable to pay income tax can submit a yearly declaration in Form No. 15G/15H, to avail the benefit of non-deduction of tax at source by e-mail to investor.relations@fineotex.com by 11:59 p.m. IST Friday, September 04, 2026. Shareholders are requested to note that in case their PAN is not registered, or having invalid PAN or Specified Person as defined under section 206AB of the Income-tax Act ("the Act"), the tax will be deducted at a higher rate prescribed under section 206AA or 206AB of the Act, as applicable.

Non-resident shareholders [including Foreign Institutional Investors (FIIs)/Foreign Portfolio Investors (FPIs)] can avail beneficial rates under tax treaty between India and their country of tax residence, subject to providing necessary documents i.e. No Permanent Establishment and Beneficial Ownership Declaration, Tax Residency Certificate, Form 10F, any other document which may be required to avail the tax treaty benefits. For this purpose the shareholder may submit the above documents (PDF/JPG Format) by e-mail to investor.relations@fineotex.com. The aforesaid declarations and documents need to be submitted by the shareholders by 11:59 p.m. IST on Friday, September 04, 2026.

20. Payment of Dividend through electronic means:

- (a) To avoid loss of dividend warrants in transit and undue delay in receipt of dividend warrants, the Company provides the facility to the Members for remittance of dividend directly in electronic mode through National Automated Clearing House (NACH). Members holding shares in physical form and desirous of availing this facility of electronic remittance are requested to provide their latest bank account details (Core Banking Solutions Enabled Account Number, 9-digit MICR and 11-digit IFS Code), along with their Folio Number and original cancelled cheque leaf bearing the name of the first-named shareholder as account holder, to the Company's Registrar and Share Transfer Agent - Bigshare Services Pvt. Ltd.
- (b) Members holding shares in electronic form are requested to provide the said details to their respective Depository Participants.
- (c) Members holding shares in electronic form are hereby informed that bank particulars registered against their respective depository accounts will be used by the Company for payment of dividend. The Company or its Registrars cannot act on any request received directly from the Members holding shares in electronic form for any change of bank particulars or bank mandates. Such changes are to be advised only to the respective Depository Participant of the Members.

21. To strengthen investor grievance redressal, SEBI has introduced a Standard Operating Procedure (Circular dated 30th May, 2022) allowing shareholders to use the Stock Exchange Arbitration Mechanism for disputes with the Company or its RTA.

Additionally, SEBI launched the Online Dispute Resolution (ODR) Portal (Circular dated 31st July, 2023; updated 20th December, 2023), enabling parties to initiate dispute resolution after approaching the Company and using the SCORES platform. The Company has complied with these circulars. For details, visit <https://fineotex.com/investor-relation/>. Access the SMART ODR Portal at <https://smartodr.in/login>.

22. The Board has appointed Mr. Hemant Shetye as the Scrutinizer to oversee the remote e-voting process as well as the e-voting conducted during the meeting, ensuring it is carried out in a fair and transparent manner. Upon the conclusion of e-voting at the 23rd AGM, the Scrutinizer shall first download the votes cast during the meeting and then unblock the votes cast through the remote e-voting system. A consolidated Scrutinizer's Report shall thereafter be prepared.
23. The results, along with the Scrutinizer's Report, shall be uploaded on the Company's website at www.fineotex.com and on the NSDL website at www.evoting.nsdl.com immediately after the declaration. Simultaneously, the Company shall submit the results to the National Stock Exchange of India Limited and BSE Limited, where its shares are listed.
24. The scanned copies of the relevant documents referred to in the accompanying notice/explanatory statement will be made available at www.fineotex.com for inspection by the Members at the AGM, from the date of circulation of this Notice up to the date of this AGM. During the AGM, the scanned copy of Register of Directors and Key Managerial Personnel and their Shareholding

maintained under Section 170 of the Act, the Register of Contracts or arrangements in which Directors are interested under Section 189 of the Act, the Certificate from Secretarial Auditor of the Company certifying that the ESOP Schemes of the Company are being implemented in accordance with the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 and any amendment thereof and the Memorandum and Articles of Association of the Company shall be available for inspection.

25. Non-resident Indian shareholders are requested to inform the following to the Company or M/s Bigshare Services Pvt. Ltd or concerned DP, as the case may be:
- Change in the residential status on return to India for permanent settlement;
 - Particulars of the NRE Account with a Bank in India, if not furnished earlier
26. To support the 'Green Initiative', the Members who have not registered their e-mail addresses are requested to register the same with the Company's RTA/ Depositories for receiving all communications including Annual Reports, Notices, Circulars etc. from the Company electronically.
27. For any queries or grievances related to the AGM, including e-voting issues, please contact:

Mr. Sunny Parmar
 Company Secretary and Compliance Officer
 Phone: (+91-22) 6807 9999
 Registered Office: Level 4, Ariisto House, Opp. Hubtown Solaris, Andheri East, Mumbai - 400069
 Email: investor.relations@fineotex.com

INSTRUCTIONS FOR MEMBERS:

1. Pursuant to the General Circular No. 09/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs (MCA) and circular issued by SEBI vide circular no. SEBI/ HO/ CFD/ CFDPoD-2/ P/ CIR/ 2024/ 133 dated October 3, 2024 (“SEBI Circular”) and other applicable circulars and notifications issued (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time, companies are allowed to hold EGM/AGM through Video Conferencing (VC) or other audio visual means (OAVM), without the physical presence of members at a common venue. In compliance with the said Circulars, EGM/AGM shall be conducted through VC / OAVM.
2. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this EGM/AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the EGM/AGM through VC/OAVM and participate there at and cast their votes through e-voting.
3. The Members can join the EGM/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 EGM/AGM through VC/OAVM will be made available for 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 EGM/AGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the EGM/AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
5. 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) the Secretarial Standard on General Meetings (SS-2) issued by the ICSI and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs from time to time the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the EGM/AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as e-voting on the date of the EGM/AGM will be provided by NSDL.
6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the EGM/AGM has been uploaded on the website of the Company at www.fineotex.com The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and the EGM/AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.
7. EGM/AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular issued from time to time

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

The remote e-voting period begins on Tuesday, September 08, 2026, at 09:00 A.M. and ends on Thursday, September 10, 2026 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Friday, September 04, 2026, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Friday, September 04, 2026.

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

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

Step 1: Access to NSDL e-Voting system**A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode**

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	- 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. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. - Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. - If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp - Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. - Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. NSDL Mobile App is available on  App Store  Google Play  

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with CDSL	- Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. - After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. - If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. - Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be 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.
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. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period 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. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk. evoting@cdslindia.com or contact at toll free no. 1800-21-09911

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

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

- 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, your Password/OTP and a Verification Code as shown on the screen.

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

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:

- If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- How to retrieve your 'initial password'?
 - If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered.

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

- Click on "Forgot User Details/Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
- Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
- If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
- Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

8. Now, you will have to click on "Login" button.

9. After you click on the "Login" button, Home page of e-Voting will open.

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

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

- After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
- Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
- Now you are ready for e-Voting as the Voting page opens.
- Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
- Upon confirmation, the message "Vote cast successfully" will be displayed.

6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

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

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

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

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

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

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

1. Member will be provided with a facility to attend the EGM/AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for Access to NSDL e-Voting system. After successful login, you can see link of “VC/OAVM” placed under “Join meeting” menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at investor.relations@fineotex.com. The same will be replied by the company suitably.
6. Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request from their registered email address mentioning their name, DP ID and Client ID/ Folio number, PAN, mobile number at investor.relations@fineotex.com from Friday, August 28, 2026, 09:00 A.M. (IST) to Friday, September 04, 2026, 05:00 P.M. (IST). Those members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

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

Pursuant to Section 102 of the Companies Act, 2013 ("the Act"), the following Explanatory Statement sets out all material facts relating to the special business mentioned under Item Nos. 4 to 6 mentioned in the accompanying Notice.

Item No. 4

Pursuant to Section 148 of the Act read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the Company is required to appoint a Cost Auditor to audit the cost records for the applicable products covered under the rules.

M/s. V.J. Talati & Co., Cost Accountants (Firm Registration No. R/00213) has been serving as the Cost Auditors of the Company for several years. Considering the past performance of the cost auditors during previous years in examining and verifying the accuracy of the cost accounting records maintained by the Company, the size of the operations of the Company and the scope of cost audit for FY2026-27, the Audit Committee of the Company considered and recommended to the Board, the appointment of M/s. V.J. Talati & Co., as the Cost Auditors of the Company for FY2026-27, for a remuneration of Rs. 50,000/- plus applicable taxes and reimbursement of out-of-pocket expenses. The recommended remuneration payable to the Cost Auditors for the FY2026-27 has been increased from the remuneration of Rs. 45,000/- paid in the previous financial year, considering the enhanced scope of the cost audit during FY2026-27.

Based on the recommendation of the Audit Committee, the Board at its meeting held on May 15, 2026, approved the appointment of M/s. V.J. Talati & Co., Cost Accountants (Firm Registration No. R/00213) as the Cost Auditors of the Company for FY2026-27 at a remuneration of Rs. 50,000/- plus applicable taxes and reimbursement of out-of-pocket expenses, payable to Cost Auditors.

In accordance with the provisions of section 148(3) of the Act read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, as amended, the remuneration payable to the Cost Auditors, as recommended by the Audit Committee and approved by the Board, must be ratified by the Members of the Company.

Further the Company has received the eligibility and consent from the Cost Auditor to act as Cost Auditor of the company for the FY2026-27.

The consent of the Members is sought for passing an Ordinary Resolution as set out at Item No. 4 of the Notice for ratification of the remuneration payable to the Cost Auditor of the Company for the FY2026-27.

None of the Directors, Key Managerial Personnel (KMP), or their relatives are, in any way, concerned with or interested in, financially or otherwise, in the said resolution.

The Board recommends the Resolution set forth in Item No. 4 for the approval of the Members.

Item No. 5

The Company foresees significant opportunities for growth within its existing businesses and continues to explore avenues for both organic expansion and inorganic growth. To support these strategic initiatives, the Company requires additional capital and, accordingly, proposes

to raise funds through the issuance of equity shares and/or other eligible securities, including non-convertible debt instruments together with warrants and/or convertible securities (other than warrants) (collectively, the "Securities"), by way of one or more qualified institutions placements to eligible investors. The proceeds of the issue are intended to be utilized, inter alia, towards capital expenditure, working capital requirements, general corporate purposes, and the funding of business expansion and diversification through inorganic growth opportunities within the Company's areas of operation and related adjacencies, as well as for such other purposes as may be permitted under applicable law.

Pursuant to the approval of the Board of Directors of the Company ("Board") accorded at its meeting held on August 17, 2026 and in furtherance of the aforesaid objectives, it is proposed to seek an enabling approval for the raising of funds through the issuance of equity shares of face value ₹1 each ("Equity Shares") and/or other securities convertible into Equity Shares, including warrants or any combination thereof (collectively, the "Securities"), in one or more tranches, in accordance with applicable laws and regulations. Such issuance may be undertaken for an aggregate amount not exceeding ₹800 crore (Rupees Eight Hundred Crore only), or its equivalent, inclusive of any premium thereon, by way of one or more qualified institutions placements ("QIPs") in terms of Chapter VI of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 or by way of Preferential Issue in terms of Chapter V of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018.

The Securities may be issued at such price or prices, whether at the prevailing market price or at a premium or discount thereto, as may be permissible under applicable law, and to such class or classes of eligible investors as the Board or any duly authorised committee thereof may determine, having regard to prevailing market conditions and other relevant factors and, where considered appropriate, in consultation with the book running lead manager(s) and other advisors or intermediaries appointed by the Company, subject to the provisions of the Companies Act, 2013, the ICDR Regulations and all other applicable laws, rules, regulations, circulars and guidelines.

The Board (including any duly authorised committee thereof) may, at its discretion, adopt any one or more of the aforesaid mechanisms to achieve the objectives set out above without requiring any further approval of the members of the Company. The proposed issue of capital shall be subject, inter alia, to the applicable provisions of law and to the rules, regulations, guidelines, notifications, circulars and clarifications issued from time to time by the Securities and Exchange Board of India, the BSE Limited and the National Stock Exchange of India Limited, the Reserve Bank of India, the Ministry of Corporate Affairs, the Government of India, the Registrar of Companies, to the extent applicable, and to the receipt of such approvals, permissions, consents and sanctions from the concerned regulatory and statutory authorities as may be necessary.

In case the Issue is made through a qualified institutions placement:

- the allotment of Securities shall only be made to qualified institutional buyers ("QIBs") as defined under ICDR Regulations;
- the allotment of the Securities shall be completed within 365 days from the date of passing of the special resolution in accordance with the ICDR Regulations and applicable laws;

- c. a minimum of 10% of the Securities shall be allotted to mutual funds and if mutual funds do not subscribe to the aforesaid minimum percentage or part thereof, such minimum portion may be allotted to other QIBs;
- d. the “relevant date” for the purposes of pricing of the Securities to be issued and allotted in the proposed QIP shall be the date of the meeting in which the Board or a duly authorised committee decides to open the proposed QIP of equity shares as eligible securities; and in case eligible securities are eligible convertible securities, then either the date of the meeting in which the Board or a duly authorized committee of the Board decides to open the proposed issue or the date on which the holders of such eligible convertible securities become entitled to apply for the equity shares as provided under the ICDR Regulations;
- e. the equity shares of the same class, which are proposed to be allotted through qualified institutions placement or pursuant to conversion or exchange of eligible securities offered through qualified institutions placement, have been listed on a stock exchange for a period of at least one year prior to the date of issuance of notice to its shareholders for convening the meeting to pass the special resolution;
- f. An issuer shall be eligible to make a qualified institutions placement if any of its promoters or directors is not a fugitive economic offender;
- g. no single allottee shall be allotted more than 50% of the QIP size and the minimum number of allottees shall be in accordance with the ICDR Regulations. It is clarified that qualified institutional buyers belonging to the same group or who are under same control shall be deemed to be a single allottee;
- h. the Securities to be offered and allotted shall be in dematerialized form and shall be allotted on fully paid-up basis;
- i. a discount of not more than 5% (five per cent) or such other percentage as may be permitted under applicable law to the floor price may be provided in terms of the SEBI ICDR Regulations;
- j. the Securities allotted shall not be eligible for sale by the allottee for a period of one year from the date of allotment, except on a recognized stock exchange, or except as may be permitted from time to time; and
- k. the Company shall not undertake any subsequent QIP until the expiry of two weeks from the date of the QIP to be undertaken pursuant to the special resolution passed at this meeting.
- l. all terms and conditions are as may be specified in the ICDR Regulations from time to time.

Section 62(1)(c) of the Companies Act, 2013, inter alia, provides that where a company proposes to increase its subscribed share capital by the issue of further equity shares to persons other than the existing equity shareholders, such issue shall be authorised by a special resolution of the members. Accordingly, as the proposed resolution may result in the issuance of Equity Shares of the Company to eligible investors, including persons other than the existing members of the Company, the approval of the members is being sought pursuant to Section 62(1)(c) and other applicable provisions of the Companies Act, 2013, the rules

framed thereunder and the applicable provisions of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018.

Pursuant to Rule 14(2) of the Companies (Prospectus and Allotment of Securities) Rules, 2014, a company may undertake a private placement of its securities only after obtaining the prior approval of its members by way of a special resolution. Accordingly, the consent of the members is being sought in terms of the aforesaid provisions of the Companies Act, 2013, read with the applicable provisions of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the proposed issuance of the Securities. The Equity Shares allotted pursuant to such issuance shall rank pari-passu in all respects with the existing Equity Shares of the Company.

The Equity Shares proposed to be allotted pursuant to the issue shall be listed on the Stock Exchanges, subject to receipt of the requisite statutory and regulatory approvals, if any. As and when the Board or any duly authorised committee thereof exercises its discretion in relation to matters pertaining to the issue, the Company shall make such disclosures to the Stock Exchanges as may be required under the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable laws.

In terms of Section 102(1) of the Companies Act, 2013, none of the Directors and Key Managerial Personnel of the Company or their relatives is directly or indirectly concerned or interested, financially or otherwise, in this resolution, except to the extent of their shareholding, if any, in the Company.

The Board recommends the Special Resolution set forth in Item No. 5 for the approval of the Members.

Item No. 6

Background, details, benefits and justification of the transaction(s):

Fineotex Biotex HealthGuard FZE (“FZE”) is a wholly owned foreign subsidiary of Fineotex Chemical Limited (“FCL”) located in the United Arab Emirates. It is primarily engaged in the business of Basic Industrial Chemicals Trading, Medicinal Chemicals Trading and Para Pharmaceutical Products Trading activities. FZE is a related party of FCL under Regulation 2(1)(zb) of the SEBI Listing Regulations.

Crudechem Technology LLC (“CCT”) is a step-down subsidiary company of FCL and accordingly a related party under Regulation 2(1)(zb) of the SEBI Listing Regulations. CCT is a well-established U.S. based specialty chemical manufacturer of advanced chemical fluid additives and comprehensive oilfield chemicals solutions for the global oil and gas sector.

The proposed transactions are intended to facilitate seamless business operations, optimize resource utilization, improve operational efficiencies, strengthen supply chain integration, and leverage the synergies arising from the acquisition of the CCT Group. All such transactions shall be undertaken in the ordinary course of business and on an arm’s length basis. In the ordinary course of their business operations, FZE and the CCT propose to enter into various operational and commercial transactions from time to time. These transactions may, inter alia, include the sale, purchase or supply of goods, supply of raw materials and finished products, provision and availing of services, reimbursement of expenses and providing loans & advances, inter-

company funding arrangements permitted under applicable laws, and such other business transactions as may be necessary for the efficient conduct of their operations.

During FY2026-27, FZE and CCT will enter into RPTs for sale, purchase or supply of goods or services for an amount aggregating to Rs. 100 crores and granting loan & advances for an amount aggregating to Rs. 400 crores. To ensure smooth downstream operations and meet the growing demands, FZE will increase its procurement and other products from CCT and other vendors. Hence, the value of RPTs have fall under the material related party transactions during FY2026-27 in terms of provisions of Section 188 of the Companies Act, 2013 and provisions of Regulations 23 and schedule XII of the SEBI Listing Regulations.

The Management of the Company has provided the Audit Committee with the relevant details (as required under the Standards) about the proposed RPTs including rationale, material terms, justification as to

why the proposed RPT(s) are in the interest of the Company and the basis of pricing. The Audit Committee has reviewed and taken note of the certificate placed before it by the Managing Director and the Executive Director & Chief Financial Officer of FCL, confirming that the terms of the proposed RPT(s) are in the interest of FCL.

After considering the details on RPT(s) as placed by the Management, the Audit Committee and Board has granted approval for entering into RPTs between FZE and CCT for an aggregate amount up to Rs. 500 crores to be entered during FY2026-27. The Committee has noted that the said transactions will be on an arm's length basis and in the ordinary course of business of FZE and CCT.

Further, as per the review process carried out by the Company, FZE and CCT does not have any audit qualifications reported by the statutory auditors as per the latest available financial statements of the respective companies.

Details of the proposed transactions between FZE and CCT including the information pursuant to Clause 4 of the Standards read with applicable laws and as placed before the Audit Committee for consideration while seeking prior approval of the proposed RPT(s), are provided below:

SN	Particulars of the Information	Information provided by the Management
A.	<u>Details of the related party and transactions with the related party</u>	
A(1)	Basic details of the related party	
1	Name of the related party	Fineotex Biotex HealthGuard FZE ("FZE") and Crudechem Technology LLC ("CCT")
2	Country of incorporation of the related party	FZE is incorporated in the United Arab Emirates and CCT is incorporated in the United States of America
3	Nature of business of the related party	FZE primarily engaged in the business of Basic Industrial Chemicals Trading, Medicinal Chemicals Trading and Para Pharmaceutical Products Trading activities. CCT is a well-established U.S. based specialty chemical manufacturer of advanced chemical fluid additives and comprehensive oilfield chemicals solutions for the global oil and gas sector.
A(2)	Relationship and ownership of the related party	
1	Relationship between the listed entity/subsidiary (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 control (as defined under SEBI Listing Regulations). While calculating indirect shareholding, shareholding held by relatives shall also be considered.	FZE is a wholly owned foreign subsidiary of Fineotex Chemical Limited ("FCL"). CCT is a subsidiary of FZE. Consequently, both FZE and CCT are related parties of FCL. FCL holds 100% shareholding in FZE. FZE holds 53.33% shareholding in CCT. CCT does not hold shares in FZE or FCL.

SN	Particulars of the Information		Information provided by the Management
A(3)	Details of previous transactions with the related party		
1	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year.		
	SN	Nature of Transactions	Amount (₹ in Crores) FY 2025-26
	1	Loan Given	13.14
	2	Technical Fees Received	2.03
	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.		Loan Given – 62.99 Crores Technical Fees – 0.93 Crores Interest – 0.92 Crores
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.		No
A(4)	Amount of the proposed transactions		
1	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders		₹500 Crore
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.		62.09%
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).		29,382.53%. The FZE is special purpose vehicle for the acquisition and holding of CrudeChem Technology LLC (“CCT”). Accordingly, the subsidiary has limited standalone operating activities and relatively low standalone turnover. Therefore, the proposed transaction with CCT represents a significant percentage of the subsidiary’s annual standalone turnover.
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.		198.43%
6	Financial performance of CCT, related party for the immediately preceding financial year:		
	Particulars		Amount (₹ crores) for FY2025-26
	Turnover		251.97
	Profit After Tax		35.94
	Net Worth		38.12
	Explanations: The above information is given on consolidated basis.		
A(5)	Basic details of the proposed transaction		
1	Specific type of the proposed transaction (e.g. sale of goods/ services, purchase of goods/services, giving loan, borrowing etc.)	- Sale, purchase and/or supply of goods or services - Giving loan & advance	
2	Details of each type of the proposed transaction (FY2026-27)		
	SN	Category	Amount (₹ crores)
	1	Sale and/or Purchase of Goods	100
	2	Receiving of Services	0
	3	Rendering of Services	0
	4	Giving loan & Advances	400

SN	Particulars of the Information	Information provided by the Management
3	Tenure of the proposed transaction (tenure in number of years or months to be specified)	Financial Year 2026-27
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.	Aggregate value of proposed transaction for FY2026-27 upto ₹500 crore
6	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	The FZE, during FY 2025-26, acquired CCT to expand its network and strengthen its market presence, increasing the total chemical manufacturing capacity of the group company. The EPA executed between FZE and CCT ensures reliable and efficient supply of chemical across key markets, strengthens the geographical reach, improves customer service efficiency and supports business continuity. To ensure smooth downstream operations and meet the growing demands, FZE will increase its procurement and other products from CCT and other vendors. For business synergy, FZE leverages the market knowledge and supply chain management of CCT and enters into various transactions with them such as purchase of chemical products. Choosing CCT, an existing related party within the FCL, over a third party ensures seamless supply chain integration, operational efficiencies, and leveraging of established internal relationships. This arrangement not only secures the necessary volume but also capitalizes on CCT's proven role in facilitating a stable and predictable supply of chemical materials, thereby aligning with FCL's strategic objectives for efficient operations and effective market response.
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. Explanation: Indirect interest shall mean interest held through any person over which an individual has control.	Mr. Sanjay Tibrewala serves as an Executive Director of Fineotex Chemical Limited ("FCL") and Fineotex Biotex Healthguard FZE ("FZE"). He also holds the position of Manager in the CCT Group companies.
	a. Name of the director / KMP	Mrs. Aarti Jhunjunwala serves as an Executive Director of FCL and also holds the position of Manager in the CCT Group companies.
	b. Shareholding of the director / KMP, whether direct or indirect, in the related party	Except as stated above, neither Mr. Sanjay Tibrewala nor Mrs. Aarti Jhunjunwala, nor any other Director of the Company, has any direct or indirect shareholding in FZE or the CCT Group companies.
8	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	The transactions at present do not contemplate any valuation. Valuation Report shall be obtained, if required.
9	Other information relevant for decision making.	All important information forms part of the Statement setting out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this Notice.
B	<u>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</u>	
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	
1	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	As per arm's length prices method i.e. Transactional Net Margin Method (TNMM).
2	Basis of determination of price.	Pricing mechanism has been determined based on Transactional Net Margin Method.

SN	Particulars of the Information	Information provided by the Management
3	In case of Trade advance (of upto 365 days or such period for which such advances are extended as per normal trade practice), if any, proposed to be extended to the related party in relation to the transaction, specify the following:	Yes
	a. Amount of Trade advance	₹100 Crore
	b. Tenure	Upto 365 days
	c. Whether same is self-liquidating?	Based on terms of Agreement
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	
1	Source of funds in connection with the proposed transaction. Note: This item of disclosure is not applicable to listed banks / NBFCs / insurance companies / housing finance companies	FZE has been incorporated as a Special Purpose Vehicle (SPV) for the acquisition of CCT. The proposed loan to CCT will be funded out of borrowings obtained by FZE from its holding company i.e. FCL. Accordingly, no independent external borrowings are proposed to be raised by FZE specifically for this transaction.
2	Where any financial indebtedness is incurred to give loan, intercorporate deposit or advance, specify the following: Note: This item of disclosure is not applicable to listed banks / NBFCs / insurance companies / housing finance companies.	Yes.
	a. Nature of indebtedness	Unsecured inter-corporate borrowing from FCL to fund the proposed loan to CCT upto ₹100 crores for a period of upto 5 years.
	b. Total cost of borrowing	
	c. Tenure	
	d. Other details	
3	Rate of interest at which the listed entity or its subsidiary is borrowing from its bankers/ other lenders. Note: (1) This item of disclosure is not applicable to listed banks / NBFCs / insurance companies / housing finance companies. (2) 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.	Not Applicable
4	Proposed interest rate to be charged by listed entity or its subsidiary from the related party.	Not Applicable
5	Maturity / due date	Based on terms of Agreement
6	Repayment schedule & terms	Based on terms of Agreement
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.	Business Purpose
C	<u>Information to be provided only if a specific type of RPT mentioned below proposed to be undertaken is a material RPT and is in addition to Part A and B</u>	
C(1)	Disclosure only in case of transactions relating to any loans and advances (other than trade advances), inter-corporate deposits given by the listed entity or its subsidiary	
1	Latest credit rating of the related party. Note: Standalone rating to be provided while option to provide structured obligation rating (SO rating) and credit enhancement rating (CE rating), if any	The proposed transaction pertains to an inter-company loan between the Company's overseas subsidiaries. The credit rating of the parent company, Fineotex Chemical Limited ("FCL") is - long-term credit rating of ICRA A+ (Positive) from ICRA Limited .

SN	Particulars of the Information	Information provided by the Management
2	Default on borrowings, if any, over the last three financial years, by the related party from the listed entity or any other person and value of subsisting default. 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. 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. Note: Past defaults that are no longer subsisting and have been cured or regularized need not be disclosed.	Not Applicable
	FY 2023-24	
	FY 2024-25	
	FY 2025-26	

Arm’s length pricing:

The proposed related party transactions, aggregating up to ₹500 crore, shall be undertaken at prevailing market prices for the relevant goods and services and on an arm’s length basis. Loans and advances, if any, shall be extended at market-based interest rates. The applicable rate of interest shall be benchmarked against the prevailing reference rate of the relevant Central Bank and shall be consistent with arm’s length principles. Further, the arm’s length nature of the transactions shall be evaluated annually by applying the Transactional Net Margin Method (TNMM) based on the financial statements and other relevant financial data of the respective entities.

The related party transaction(s)/ contract(s) /arrangement(s) also qualifies as contract under ordinary course of business. The relevant documents are made available for inspection by the Members and can also be accessed through the weblink at www.fineotex.com and QR code provided in the Notes section of this Notice.

The Members may note that, in terms of the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, all related parties of the Company, as defined under the said Regulations (whether or not such related party(ies) is a party to the proposed transaction(s)), shall abstain from voting on the Ordinary Resolution set out at Item No. 6 of the Notice.

Save and except as disclosed above, none of the Directors or Key Managerial Personnel of the Company and/or their respective relatives is, in any way, concerned or interested, financially or otherwise, directly or indirectly, in the Ordinary Resolution set out at Item No. 6 of the accompanying Notice.

Based on the recommendation and approval of the Audit Committee, the Board of Directors is of the opinion that the proposed related party transaction(s) are in the best interests of the Company and recommends the Ordinary Resolution set out at Item No. 6 of the accompanying Notice for approval by the Members.

**By Order of the Board of Directors
For Fineotex Chemical Limited**

Sd/-

**Surendrakumar Tibrewala
Chairman & Managing Director
DIN: 00218394**

**Place: Mumbai
Date: August 17, 2026**

Annexure - I

Details of Directors seeking appointment /reappointment at the 23rd Annual General Meeting pursuant to Secretarial Standards on General Meetings (SS-II) and Regulation 36(3) of SEBI (LODR) Regulation, 2015

S.N.	Particulars	Re-appointment of Mrs. Aarti Jhunhunwala as Director
1	Name of the Director	Mrs. Aarti Jhunhunwala
2	Director Identification Number	07759722
3	Date of Birth/ Age	24/01/1983 (42 years)
4	Date of First Appointment	14/08/2018
5	Expertise in General Specified Area	Vast experience in international business and global markets
6	Qualifications	Masters in Accounts and Taxation
7	Experience	More than 16 years.
8	Terms and Conditions for appointment	As per the Service Agreement entered by and between the Company and the said Director
9	Remuneration last drawn during financial year 2025-26 (Rs in lakhs)	Rs. 1,07,40,000/-
10	Shareholding in the Company	8,50,500 Equity shares
11	Relationship with Directors	Daughter of Mr. Surendrakumar Tibrewala and Sister of Mr. Sanjay Tibrewala
12	Total No of Board meeting attended during the year 2025-2026	7/7
13	Directorship in other Public Limited Company as on March 31, 2026	NIL
14	Chairmanship/Membership of Committees of the Board of Directors of the Company	• Chairperson of Women Welfare Committee • Member of Administrative Committee
15	Chairmanship/Membership of Committees of other Indian Public Limited Companies	NIL