RAMA VISION LIMITED

Corp. Off.: Rama House, 23, Najafgarh Road, Industrial Area, Shivaji Marg, New Delhi-110015 (INDIA)
Tel.: 011-45349999 Website: www.ramavisionltd.com Email ID: info@ramavisionltd.com

RVL/SECT/STEX/2026 **September 01, 2026**

BSE Ltd.
Corporate Relationship Department
Phiroze Jeejeebhoy Towers, Dalal Street
Mumbai- 400001
BSE Scrip Code: 523289

Subject: Notice of the 37th Annual General Meeting of the Company scheduled to be held on Friday, the 25th day of September, 2026 at 12:30 P.M. (IST) through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) Facility

Dear Sir/Madam,

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") as amended from time to time, please find enclosed the Notice for convening the 37th Annual General Meeting (AGM) of the Company scheduled to be held on Friday, the 25th day of September, 2026 at 12:30 P.M. (IST) through Video Conferencing (VC)/ Other Audio Visual Means (OVAM) in accordance with the applicable provisions of the Companies Act, 2013 and the rules made thereunder, Listing Regulations read with the relevant circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India.

The Notice of the 37th AGM is available on the website of the Company at https://www.ramavisionltd.com/.

This is for your information and records.

Thanking you,
Yours faithfully,
For **RAMA VISION LIMITED**

Raj Kumar Sehgal
Digitally signed by Raj Kumar Sehgal
Date: 2026.09.01 13:19:09 +05'30'

(Raj Kumar Sehgal)
G.M. (Legal) & Company Secretary
Encl: As above

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE THIRTY SEVENTH (37TH) ANNUAL GENERAL MEETING ("AGM") OF THE MEMBERS OF RAMA VISION LIMITED ("THE COMPANY") WILL BE HELD ON FRIDAY, THE 25TH DAY OF SEPTEMBER, 2026 AT 12:30 P.M. THROUGH VIDEO CONFERENCING ("VC") OR OTHER AUDIO VISUAL MEANS ("OAVM") FOR WHICH PURPOSE THE REGISTERED OFFICE OF THE COMPANY AT PLOT NO. 10/1, 10/2, KHASRA NO. 302 & 307, HIMALAYAN MEGA FOOD PARK, CENTRAL PROCESSING CENTER, MAHUAKHERA GANJ, KASHIPUR, DISTT. UDHAM SINGH NAGAR, UTTARAKHAND-244713 SHALL BE DEEMED AS THE VENUE FOR THE MEETING AND THE PROCEEDINGS OF THE AGM SHALL BE DEEMED TO BE MADE THEREAT, TO TRANSACT THE FOLLOWING BUSINESSES:

ORDINARY BUSINESS :

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2026 including the Audited Balance Sheet as at 31st March, 2026, the Statement of Profit and Loss Account & Cash Flow Statement for the financial year ended on that date and the Reports of the Board of Directors and the Statutory Auditors thereon.

2. To appoint a Director in place of Mr. Satish Jain (DIN: 00052215), who retires by rotation and being eligible has offered himself for re-appointment.

SPECIAL BUSINESS :

3. TO APPROVE THE INCREASE IN REMUNERATION AND CHANGE IN DESIGNATION OF MR. UDIT JAIN (DIN: 08034841), WHOLE TIME DIRECTOR OF THE COMPANY FROM EXECUTIVE DIRECTOR TO DIRECTOR (MARKETING)

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

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198 read with Schedule V and all other applicable provisions, if any, of the Companies Act, 2013 and rules made thereunder (including any statutory modification or any amendment or any substitution or re-enactment thereof, for the time being in force), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended and the articles of association of the Company, based on recommendation of the Nomination & Remuneration Committee and approval of the Board of Directors and subject to other requisite approvals, permissions and sanctions as may be necessary in this regard, the consent of the members of the Company be and is hereby accorded for increase in remuneration payable to Mr. Udit Jain (DIN: 08034841), Whole Time Director of the Company designated as Director (Marketing) for the remaining tenure of his appointment commencing from October 01, 2026 to June 30, 2029, on the remuneration and the terms and conditions as set out below :

(i) SALARY : ₹11,50,000/- (Rupees Eleven Lakhs Fifty Thousand Only) per month with an annual increment of ₹1,50,000/- (Rupees One Lakh Fifty Thousand Only) including perquisites commencing from October 01, 2026 to June 30, 2029.

(ii) OTHER PERQUISITES :

In addition to the above, Mr. Udit Jain, Director (Marketing) shall be entitled to the following perquisites which shall not be included in the computation of ceiling on remuneration mentioned herein :

a) Contribution to Provident Fund, Superannuation Fund or Annuity Fund to the extent these either singly or put together are not taxable under the Income Tax Act, 1961;

b) Gratuity as per the applicable provisions of the Payment of Gratuity Act/ Code on Social Security, 2020 and/or the policies/rules of the Company, as applicable from time to time;

c) Earned Leave: On full pay and allowances as per the rules of the Company, but not exceeding one month's leave for every eleven months of service and leave accumulated shall be encashed at the end of the tenure.

(iii) Other Terms and Conditions :

Minimum Remuneration:

Notwithstanding anything contained herein, where in any financial year during the tenure of Mr. Udit Jain, the Company has no profits or inadequate profits, the payment of remuneration by way of salary, perquisites, allowances, as set out in the resolution or the revised remuneration as approved by the board of directors and/or shareholders from time to time shall be made to Mr. Udit Jain as Minimum Remuneration in terms of Section II of Part II of Schedule V to the Act or any other statutory modifications therein, substitutions or re-enactment thereof, as applicable.

RESOLVED FURTHER THAT the Board of Directors and/ the Nomination & Remuneration Committee be and is hereby authorized to enhance, alter or vary the scope and quantum of remuneration, including salary, perquisites, allowance, etc. payable to Mr. Udit Jain (DIN: 08034841) and/ or change in designation in the light of further progress of the Company, provided that such revision shall be within the overall maximum limits approved by the members and permissible under the Companies Act, 2013.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do and perform all such acts, deeds and things as may be considered necessary proper or expedient to give effect to the aforesaid resolution."

4. TO APPROVE THE INCREASE IN REMUNERATION OF MRS. MANEKA JAIN, HOLDING AN OFFICE OR PLACE OF PROFIT IN THE COMPANY

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

"RESOLVED THAT pursuant to the provisions of Section 188(1)(f) and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014, Regulation 23 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended and such other applicable laws, rules, regulations, circulars and guidelines (including any statutory modification(s) or re-enactment thereof for the time being in force), and subject to such approvals, consents, permissions and sanctions as may be necessary and based on recommendation of the Nomination & Remuneration Committee, Audit Committee & Board of Directors, the consent of the members of the Company be and is hereby accorded for increase in remuneration payable to Mrs. Maneka Jain, holding an office or place of profit in the Company as "Executive Business Development" on a total remuneration exceeding ₹ 2,50,000/- per month subject to maximum remuneration upto ₹ 5,50,000/- per month with effect from 01st August, 2026 and on such revised terms and conditions as set out below :

(i) SALARY : ₹ 2,50,000/- (Rupees Two Lakhs Fifty Thousand Only) per month with an annual increment of ₹ 75,000/- (Rupees Seventy Five Thousand Only) with effect from 01st August every year, subject to maximum remuneration upto ₹5,50,000/- (Rupees Five Lakhs Fifty Thousand Only) per month.

(ii) OTHER PERQUISITES :

In addition to remuneration as mentioned above Mrs. Maneka Jain shall also be entitled to various benefits as per rules/policies of the Company, which inter-alia shall include :

a) Contribution to Provident Fund, Superannuation Fund or Annuity Fund to the extent these either singly or put together are not taxable under the Income Tax Act, 1961;

b) Gratuity as per the applicable provisions of the Payment of Gratuity Act/ Code on Social Security, 2020 and/or the policies/rules of the Company, as applicable from time to time;

c) Leave encashment as per the applicable policies/rules of the Company and applicable labour laws, as amended from time to time;

d) Bonus in accordance with the applicable provisions of labour laws including the Payment of Bonus Act/ Code on Wages, 2019 and/or the policies of the Company, as applicable from time to time;

RESOLVED FURTHER THAT the Board of Directors and/ the Nomination & Remuneration Committee be and is hereby authorized to enhance, alter or vary the scope and quantum of remuneration, including salary, perquisites, allowance, etc. payable to Mrs. Maneka Jain and/ or change in designation in the light of further progress of the Company, provided that such revision shall be within the overall maximum limits approved by the members and permissible under the Companies Act, 2013".

By order of the board
For RAMA VISION LIMITED

Place : New Delhi
Dated : 12.08.2026

(RAJ KUMAR SEHGAL)
G.M.(LEGAL) & COMPANY SECRETARY
ICSI Membership No.: FCS 3234

Registered Office:
Plot No. 10/1, 10/2, Khasra No. 302 and 307,
Himalayan Mega Food Park, Central Processing Center,
Mahuakhera Ganj, Kashipur, Distt. Udham Singh Nagar,
Uttarakhand-244713
CIN: L32203UR1989PLC015645
Email ID: investor_relations@ramavisionltd.com; info@ramavisionltd.com
Website: https://www.ramavisionltd.com/

NOTES:

1. In view of General Circular No. 03/2025 dated September 22, 2025, issued by the Ministry of Corporate Affairs (MCA) and all other relevant circulars/ directives issued by any regulatory authority(ies) from time to time, the 37th AGM of the Company will be held through Video Conferencing (VC)/ Other Audio Visual Means (OAVM).
2. An Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 relating to special businesses set out under Item No. 3 & 4 of the accompanying Notice is annexed hereto.
3. In terms of General Circular No. 14/2020 dated April 08, 2020, General Circular No. 20/2020 dated May 05, 2020, General Circular No. 09/2023 dated September 25, 2023, General Circular no. 09/2024 dated September 19, 2024 and General Circular No. 03/2025 dated September 22, 2025 issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for the AGM since the AGM will be held through VC. However, the Body Corporates are entitled to appoint authorized representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.
4. The Register of Members and Share Transfer Books of the Company will remain closed from Saturday, 19th September, 2026 to Friday, 25th September, 2026 (both days inclusive).
5. Participation of members through VC will be reckoned for the purpose of quorum for the AGM as per Section 103 of the Act.
6. 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.
7. Members whose shareholding is in the electronic mode are requested to update bank account details (Bank Account Number, Name of the Bank, Branch, IFSC, MICR code and place with PIN Code) to their respective Depository Participant(s) and not with the Company. Regular updation of bank particulars is intended to prevent fraudulent activities.
8. Members holding shares in physical form are advised to get their shares dematerialized immediately.
9. In case of joint holders, the Members whose name appears as the first holder in the order of the names as per the Register of Members of the Company will be entitled to vote at the AGM.
10. Members holding shares in physical form are requested to update their KYC details by sending the following forms along with requisite supporting documents viz. a request letter signed by the shareholder (including joint shareholder, if any) along with self-attested copy of PAN Card(s), AADHAAR Card(s) and cancelled cheque bearing name of the first shareholder/ a copy of Bank Passbook/ statement attested by bank, Share Certificate(s) and Client Master List etc. to the RTA of the Company, MUFG Intime India Private Limited at Noble Heights, 1st Floor, Plot No NH- 2, C-1 Block, LSC Near Savitri Market, Janakpuri, New Delhi-110058; Tel. No.: 011-49411000; e-mail: delhi@in.mpms.mufg.com or at Mumbai Branch: C-101, Embassy 247, LBS Marg, Vikhroli (West), Mumbai-400083, Tel. No.: 08108116767; Email ID: mumbai@in.mpms.mufg.com or investor.helpdesk@in.mpms.mufg.com or lodge the documents through the 'SWAYAM' Portal which is a secure, user-friendly web-based application developed by our RTA, that empowers investors to effortlessly access various services and can be accessed at https://swayam.in.mpms.mufg.com.

Sr. No.	Particulars	Form
1.	Registration of PAN, postal address, e-mail address, mobile number, Bank Account Details or changes / updation thereof	ISR-1
2.	Confirmation of signature of Shareholder by the Banker	ISR-2
3.	Registration of Nomination	SH-13
4.	Cancellation or Variation of Nomination	SH-14
5.	Declaration to opt out of Nomination	ISR-3

Shareholders will be able to lodge any grievance or any service request shall be entertained by RTA only upon registration of the KYC details.

The formats of Investor Service Request Forms (ISR) are available on the website of the Company at https://www.ramavisionltd.com and the RTA at https://web.in.mpms.mufg.com/KYC-downloads.html, respectively.

11. The facility for making nomination is available for the Members in respect of the shares held by them. Members holding shares in physical form are requested to register the same by submitting Form No. SH-13. Members holding shares in electronic form are requested to approach their Depository Participant for the same.
12. As per Regulation 40 of the Listing Regulations, as amended from time to time, securities of listed companies can be transferred only in dematerialized form. Further, Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/ CIR/2022/8 dated 25th January, 2022 has mandated the listed companies to issue securities in dematerialized form only while processing service requests viz. issue in lieu of Duplicate securities certificate; claim from Unclaimed Suspense Account; Renewal/ Exchange of securities certificate; Endorsement;

Sub-division/ Splitting of securities certificate; Consolidation of securities certificates/ folios; Transmission and Transposition. Accordingly, Members are requested to make service requests by submitting the following forms:

Sr. No.	Particulars	Form
1.	Issue of duplicate securities certificate, Claim from Unclaimed Suspense Account, Renewal/ Exchange of securities certificate, Endorsement, Sub-division / Splitting of securities certificate, Consolidation of securities certificates/folios	ISR-4
2.	Transmission or Transposition	ISR-5

The formats of Investor Service Request Forms (ISR) are available on the website of the Company at https://www.ramavisionltd.com and the RTA at https://web.in.mpms.mufg.com/KYC-downloads.html, respectively.

In order to facilitate the transfer-cum-dematerialization of shares, SEBI has opened special window to lodge physical shares for transfer and dematerialization, subject to certain terms and has issued circulars dated 2nd July, 2025 and 30th January, 2026 in this regard. This special window will remain open till 04th February, 2027. The shareholders may lodge their request under special window period either to company or to the RTA.

In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, Members holding shares in physical form are requested to consider converting their holdings to dematerialized form to get inherent benefits of dematerialization.

13. Members may kindly note that in accordance with SEBI circular dated 31st July 2023, the Company has registered on the SMART ODR (Securities Market Approach for Resolution through Online Disputes Resolution) Portal. This platform aims to enhance investor grievance resolution by providing access to Online Dispute Resolution institutions for addressing complaints. Members can access the SMART ODR Portal via: https:// smartodr.in/login. Members may utilize this online conciliation and/or arbitration facility, as outlined in the circular, to resolve any outstanding disputes between Members and the Company (including RTA).
14. Brief resume, details of shareholding and inter-se relationship of Director seeking appointment/ re-appointment as required under Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards 2, are provided as Annexure to this Notice.
15. **PROCEDURE FOR INSPECTION OF DOCUMENTS :**
    a) All documents referred to in the Notice/Board's Report will also be available electronically for inspection without any fee by the members from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send an email to investor_relations@ramavisionltd.com.
    b) The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013 the Register of Contracts or Arrangements in which the directors are interested maintained under Section 189 of the Companies Act, 2013 and the relevant documents referred to in the Notice/Board's Report will be available electronically for inspection by the members during the AGM.
    c) Members seeking any information with regard to the accounts or any matter to be placed at the AGM, are requested to write to the Company on or before Thursday, 17th September, 2026 through email on investor_relations@ramavisionltd.com. The same will be replied by the Company suitably.
16. In compliance with the MCA Circulars and SEBI Circulars, Notice of the AGM along with the Annual Report 2025-26 is being sent only through electronic mode to those Members whose email addresses are available with the Company/Depositories. Further, a letter providing the web link including the exact path where the complete details of the Annual Report is available will be sent to the Shareholders who have not registered their email address. Members may note that the Notice and Annual Report 2025-26 is also available on the Company's website https://www.ramavisionltd.com/, website of the Stock Exchange i.e. BSE Limited at https://www.bseindia.com/ and on the website of MUFG Intime India Private Limited (Formerly Link Intime India Private Limited) at https://instavote.linkintime.co.in/. Further, pursuant to SEBI Circular the Company will be sending a hard copy of the Annual Report to those Shareholders who request for the same through email at investor_relations@ramavisionltd.com.
17. Members may please note that SEBI has made PAN as the sole identification number for all participants transacting in the securities market, irrespective of the amount of such transactions. SEBI has also made it mandatory for submission of PAN in the following cases, viz. (i) Deletion of name of the deceased shareholder(s) (ii) Transmission of shares to the legal heir(s) and (iii) Transposition of shares. Members are requested to submit their PAN with their DPs, in case of shares held in demat form and RTA/ Company, in case of shares held in physical form.
18. Members are requested to send all communications relating to shares, change of address, bank details, email address etc. to the Company/ RTA. If the shares are held in electronic form, then change of address and change in the Bank Accounts detailed etc., should be furnished to their respective DPs.
19. Since the AGM will be held through VC/OAVM, the Route Map is not annexed in this Notice.
20. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company or RTA, the details of such folios together with the share certificates for consolidating their holdings in one folio.

21. The Company has designated an exclusive e-mail ID called investor_relations@ramavisionltd.com for redressal of shareholder's complaints/grievances. In case you have any unresolved grievances, then please write to us at sehgal@ramavisionltd.com.

22. 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 Circular 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 AGM. For this purpose, the Company has engaged MUFG Intime India Private Limited (MIIPL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member during voting window period as well as during AGM through remote e-voting will be provided by MIIPL.

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

    The remote e-voting period begins on Monday, 21st September, 2026 at 09:00 A.M. and ends on Thursday, 24th September, 2026 at 05:00 P.M. During this period, members of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date of Friday, 18th September, 2026, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by MIIPL for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently. Any person who ceases to be the member of the Company as on the cut-off date and is in receipt of this Notice, shall treat this Notice for information purpose only.

Remote e-Voting Instructions for shareholders:

In terms of SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, 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 correctly in their demat accounts to access remote e-Voting facility.

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

1. Individual Shareholders holding securities in demat mode with NSDL

METHOD 1 - NSDL OTP based login

a) Visit URL: https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp
b) Enter your 8 - character DP ID, 8 - digit Client Id, PAN, Verification code and generate OTP.
c) Enter the OTP received on your registered email ID/ mobile number and click on login.
d) Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services.
e) Click on “MUFG InTime” or “evoting link displayed alongside Company's Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

METHOD 2 - NSDL IDeAS facility

Shareholders registered for IDeAS facility :

a) Visit URL: https://eservices.nsdl.com and click on “Beneficial Owner” icon under “IDeAS Login Section”.
b) Enter IDeAS User ID, Password, Verification code & click on “Log-in”.
c) Post successful authentication, you will be able to see e-Voting services under Value added services section. Click on “Access to e-Voting” under e-Voting services.
d) Click on “MUFG InTime” or “evoting link displayed alongside Company's Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Shareholders not registered for IDeAS facility :

a) To register, visit URL: https://eservices.nsdl.com and select “Register Online for IDeAS Portal” or click on https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp
b) Enter 8-character DP ID, 8-digit Client ID, Mobile no, Verification code & click on “Submit”.
c) Enter the last 4 digits of your bank account / generate 'OTP'
d) Post successful registration, user will be provided with Login ID and password.
e) Follow steps given above in points (a-d).

Shareholders/ Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.

Google Play

App Store

METHOD 3 - NSDL e-voting website

a) Visit URL: https://www.evoting.nsdl.com

b) Click on the "Login" tab available under 'Shareholder/Member' section.

c) Enter User ID (i.e., your 16-digit demat account no. held with NSDL), Password/OTP and a Verification Code as shown on the screen & click on "Login".

d) Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.

e) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

2. Individual Shareholders holding securities in demat mode with CDSL

METHOD 1 - CDSL e-voting page

a) Visit URL: https://www.cdslindia.com.

b) Go to e-voting tab.

c) Enter 16-digit Demat Account Number (BO ID) and PAN No. and click on "Submit".

d) System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account.

e) Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

METHOD 2 - CDSL Easi/ Easiest facility :

Shareholders registered for Easi/ Easiest facility :

a) Visit URL: https://web.cdslindia.com/myeasitoken/Home/Login or Visit URL: www.cdslindia.com, click on "Login" and select "My Easi New (Token)".

b) Enter existing username, Password & click on "Login".

c) Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Shareholders not registered for Easi/ Easiest facility :

a) To register, visit URL: https://web.cdslindia.com/myeasitoken/Home/EasiRegistration / https://web.cdslindia.com/myeasitoken/Home/EasiestRegistration.

b) Proceed with updating the required fields for registration.

c) Post successful registration, user will be provided username and password on the registered email id. Follow steps given above in points (a-c).

3. Individual Shareholders holding securities in demat mode with Depository Participant

Individual shareholders can also login using the login credentials of your demat account through your depository participant registered with NSDL/ CDSL for e-voting facility.

a) Login to DP website

b) After Successful login, user shall navigate through "e-voting" option.

c) Click on e-voting option, user will be redirected to NSDL / CDSL Depository website after successful authentication, wherein user can see e-voting feature.

d) Post successful authentication, click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

4. Login method for shareholders holding securities in physical mode/ Non-Individual Shareholders holding securities in demat mode.

Shareholders holding shares in physical mode / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register and vote on InstaVote as under :

STEP 1: LOGIN / SIGNUP on InstaVote

Shareholders registered for INSTAVOTE facility :

a) Visit URL: https://instavote.linkintime.co.in & click on "Login" under 'SHARE HOLDER' tab.

b) Enter details as under

1. User ID: Enter User ID
2. Password: Enter existing Password
3. Enter Image Verification (CAPTCHA) Code
4. Click "Submit".

   (Home page of e-voting will open. Follow the process given under "Steps to cast vote for Resolutions")

InstaVote USER ID	
NSDL	User ID is 8 Character DP ID followed by 8 Digit Client ID (e.g.IN123456) and 8 digit Client ID (eg.12345678).
CDSL	User ID is 16 Digit Beneficiary ID.
Shares held in physical form	User ID is Event No + Folio No. registered with the Company

Shareholders not registered for INSTAVOTE facility :

a) Visit URL: https://instavote.linkintime.co.in & click on "Sign Up" under 'SHARE HOLDER' tab & register with details as under :

1. User ID: Enter User ID
2. PAN: Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.

InstaVote USER ID	
NSDL	User ID is 8 Character DP ID followed by 8 Digit Client ID (e.g.IN123456) and 8 digit Client ID (eg.12345678).
CDSL	User ID is 16 Digit Beneficiary ID.
Shares held in physical form	User ID is Event No + Folio No. registered with the Company

3. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP/Company - in DD/MM/YYYY format)
4. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company.
   - Shareholders, holding shares in NSDL form, shall provide 'point 4' above.
   - Shareholders, holding shares in CDSL form, shall provide 'point 3' or 'point 4' above.
   - Shareholders, holding shares in physical form but have not recorded 'point 3' and 'point 4', shall provide their Folio number in 'point 4' above.
5. Set the password of your choice.
   (The password should contain minimum 8 characters, at least one special Character (!#$&*), at least one numeral, at least one alphabet and at least one capital letter).
6. Enter Image Verification (CAPTCHA) Code.
7. Click "Submit" (You have now registered on InstaVote).
   Post successful registration, click on "Login" under 'SHARE HOLDER' tab & follow steps given above in points (a-b).

STEP 2 : Steps to cast vote for Resolutions through InstaVote

A. Post successful authentication and redirection to InstaVote inbox page, you will be able to see the "Notification for e-voting".
B. Select 'View' icon. E-voting page will appear.
C. Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link).
D. After selecting the desired option i.e. Favour / Against, click on 'Submit'.
E. A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

NOTE: Shareholders may click on "Vote as per Proxy Advisor's Recommendation" option and view proxy advisor recommendations for each resolution before casting vote. "Vote as per Proxy Advisor's Recommendation" option provides access to expert insights during the e-Voting process. Shareholders may modify their vote before final submission.

Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently.

Non-Individual Body corporate shareholders shall send a scanned copy of the board resolution authorising its representative to vote, to the scrutinizer at ashugupta.cs@gmail.com with a copy marked to RTA at enotices@in.mpms.mufg.com and the company at investor_relations@ramavisionltd.com.

5. Guidelines for Institutional shareholders ("Custodian / Corporate Body/ Mutual Fund")

STEP 1 - Custodian/ Corporate Body/ Mutual Fund Registration

A. Visit URL: https://instavote.linkintime.co.in
B. Click on "Sign Up" under "Custodian / Corporate Body/ Mutual Fund"
C. Fill up your entity details and submit the form.
D. A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up). The said form is to be signed by the Authorised Signatory, Director, Company Secretary of the entity & stamped and sent to insta.vote@linkintime.co.in.
E. Thereafter, Login credentials (User ID; Organisation ID; Password) is sent to Primary contact person's email ID. (You have now registered on InstaVote)

STEP 2 Investor Mapping

A. Visit URL: https://instavote.linkintime.co.in and login with InstaVote Login credentials.
B. Click on "Investor Mapping" tab under the Menu section.
C. Map the Investor with the following details:
   1) 'Investor ID' Investor ID for NSDL demat account is 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678; Investor ID for CDSL demat account is 16 Digit Beneficiary ID.

2) 'Investor's Name - Enter Investor's Name as updated with DP.
3) 'Investor PAN' - Enter your 10-digit PAN.
4) 'Power of Attorney' - Attach Board resolution or Power ofAttorney.

NOTE : File Name for the Board resolution/ Power of Attorney shall be DP ID and Client ID or 16 Digit Beneficiary ID. Further, Custodians and Mutual Funds shall also upload specimen signatures.

D. Click on Submit button. (The investor is now mapped with the Custodian / Corporate Body/ Mutual Fund Entity). The same can be viewed under the "Report section".

STEP 3 - Steps to cast vote for Resolutions through InstaVote

The corporate shareholder can vote by two methods, during the remote e-voting period.

METHOD 1 - VOTES ENTRY

a) Visit URL: https://instavote.linkintime.co.in and login with InstaVote Login credentials.
b) Click on "Votes Entry" tab under the Menu section.
c) Enter the "Event No." for which you want to cast vote.
   Event No. can be viewed on the home page of InstaVote under "On-going Events".
d) Enter "16-digit Demat Account No.".
e) Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link). After selecting the desired option i.e. Favour / Against, click on 'Submit'.
f) A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.
   (Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

METHOD 2 - VOTES UPLOAD

a) Visit URL: https://instavote.linkintime.co.in and login with InstaVote Login credentials.
b) After successful login, you will see "Notification for e-voting".
c) Select "View" icon for "Company's Name / Event number".
d) E-voting page will appear.
e) Download sample vote file from "Download Sample Vote File" tab.
f) Cast your vote by selecting your desired option 'Favour / Against' in the sample vote file and upload the same under "Upload Vote File" option.
g) Click on 'Submit'. 'Data uploaded successfully' message will be displayed.
   (Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

NOTE: **Non-Individual Body corporate shareholders** shall send a scanned copy of the board resolution authorising its representative to vote, to the scrutinizer at ashugupta.cs@gmail.com with a copy marked to RTA at enotices@in.mpms.mufg.com and the company at investor_relations@ramavisionltd.com.

6. **HELPDESK :**

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode :

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode facing any technical issue in login may contact INSTAVOTE helpdesk by sending a request to Mr. Rajiv Ranjan at enotices@in.mpms.mufg.com or contact on: Tel: 022 4918 6000.

Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e., NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at : 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 22 55 33

7. **Forgot Password :**

Individual Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on: https://instavote.linkintime.co.in

- Click on **"Login"** under 'SHARE HOLDER' tab.
- Further Click on **"forgot password?"**
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA).
- Click on "SUBMIT".

InstaVote USER ID	
NSDL	User ID is 8 Character DP ID followed by 8 Digit Client ID (e.g.IN123456) and 8 digit Client ID (eg.12345678).
CDSL	User ID is 16 Digit Beneficiary ID.
Shares held in physical form	User ID is Event No + Folio No. registered with the Company

In case Custodian / Corporate Body/ Mutual Fund has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on: https://instavote.linkintime.co.in

- Click on 'Login' under "Custodian / Corporate Body/ Mutual Fund" tab
- Further Click on **"forgot password?"**
- Enter User ID, Organization ID and Enter Image Verification code (CAPTCHA).
- Click on "SUBMIT".

In case shareholders have a valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing information about the particulars of the Security Question and Answer, PAN, DOB/DOI etc. The password should contain a minimum of 8 characters, at least one special character (!#$&), at least one numeral, at least one alphabet and at least one capital letter.*

Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password :

Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both, then the Shareholders are advised to use Forget User ID and Forget Password option available at above mentioned depository/ depository participants website.

8. General Instructions - Shareholders

- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".

PROCESS AND MANNER FOR ATTENDING THE ANNUAL GENERAL MEETING THROUGH VC/ OAVM IS AS UNDER :

In terms of Ministry of Corporate Affairs (MCA) General Circular No. 03/2025 dated 22.09.2025, the companies can continue to conduct AGMs by VC or OAVM, as per the existing procedural requirements. Till further orders, the relaxations will remain in force.

Shareholders are advised to update their mobile number and email Id correctly in their demat accounts to access Instameet facility.

Login method for shareholders to attend the General Meeting through InstaMeet :

a) Visit URL: https://instameet.in.mpms.mufg.com & click on **"Login".**

b) Select the "Company Name" and register with your following details :

c) Select Check Box - **Demat Account No. / Folio No. / PAN**

- Shareholders holding shares in NSDL/ CDSL demat account shall select check box - Demat Account No. and enter the 16-digit demat account number.
- Shareholders holding shares in physical form shall select check box - Folio No. and enter the Folio Number registered with the company.
- Shareholders shall select check box - PAN and enter 10-digit Permanent Account Number (PAN). Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided by MUFG Intime, if applicable.
- Mobile No. : Mobile No. as updated with DP is displayed automatically. Shareholders who have not updated their Mobile No with the DP shall enter the mobile no.
- Email ID : Email Id as updated with DP is displayed automatically. Shareholders who have not updated their Email Id with the DP shall enter the Email Id.

d) Click "Go to Meeting"

You are now registered for InstaMeet, and your attendance is marked for the meeting.

Instructions for shareholders to Speak during the General Meeting through InstaMeet :

a) Shareholders 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@ramavisionltd.com from 21st September 2026 (09:00 a.m. IST) to 23rd September 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.

b) Shareholders will get confirmation on first cum first basis depending upon the provision made by the company.

c) Shareholders will receive "speaking serial number" once they mark attendance for the meeting. Please remember speaking serial number and start your conversation with panellist by switching on video mode and audio of your device.

d) Other shareholder who has not registered as "Speaker Shareholder" may still ask questions to the panellist via active chat-board during the meeting. Such questions by the shareholders shall be taken up during the meeting or replied by the Company suitably.

*Shareholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.

Instructions for Shareholders to Vote during the General Meeting through InstaMeet :

Once the electronic voting is activated during the meeting, shareholders who have not exercised their vote through the remote e-voting can cast the vote as under:

a) On the Shareholders VC page, click on link "Cast your vote".

b) Enter your 16-digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMeet.

c) Click on 'Submit'.

d) After successful login, you will see "Resolution Description" and against the same the option "Favour/ Against" for voting.

e) Cast your vote by selecting appropriate option i.e. "Favour/Against" as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under 'Favour/Against'.

f) After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on "Save". A confirmation box will be displayed. If you wish to confirm your vote, click on "Confirm", else to change your vote, click on "Back" and accordingly modify your vote. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

Note:

Shareholders/ Members, who will be present in the General Meeting through InstaMeet 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 facility during the meeting.

Shareholders/ Members who have voted through Remote e-Voting prior to the General Meeting will be eligible to attend/ participate in the General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.

Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.

Shareholders/ Members are requested to download and install the Webex application by clicking on the Link www.webex.com/downloads.html.

Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

Please note that Shareholders/ Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

Helpdesk :

Shareholders facing any technical issue in login may contact INSTAMEET helpdesk by sending a request at instameet@in.mpms.mufg.com or contact on: Tel: 022 4918 6000/ 4918 6175.

24. General Guidelines for shareholders :

1. The "cut-off date" for determining the eligibility for voting through electronic voting system is fixed as 18th September, 2026. The e-voting period commences on 21st September, 2026 at 9:00 a.m. and ends on 24th September, 2026 at 5:00 p.m. The remote e-voting module shall be disabled by MIIPL for voting thereafter. During this period members of the Company, holding shares either in physical form or in demat form, as on the cut-off date, i.e., 18th September, 2026, shall be entitled to avail the facility of remote e-voting.
2. The voting rights of Members shall be in proportion to their shares in the paid up equity share capital of the Company as on the cut -off date of 18th September, 2026.
3. Members who have already exercised their voting through Remote e-voting can attend the Annual General Meeting through VC/OAVM but shall not be entitled to cast their vote again.
4. Any person, who acquire shares of the Company and become member of the Company after dispatch of the Notice of the AGM and holding shares as of the cut-off date i.e. 18th September, 2026, may obtain the user ID and password by sending a request at rajiv.ranjan@in.mpms.mufg.com or investor.helpdesk@in.mpms.mufg.com. However, if you are already registered with MIIPL for remote e-voting, then you can use your existing user ID and password for casting your vote and refer to this Notice of the AGM, posted on Company's website https://www.ramavisionltd.com/ for detailed procedure with regard to remote e-voting.
5. Members 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@ramavisionltd.com at least before 48 hours in advance before start of the meeting i.e. by 10:30 am of 23rd September, 2026. The same will be replied by the company suitably.
6. Members may note that the VC/ OAVM Facility, provided by MIIPL, allows participation of atleast 1,000 Members on

a first-come first-served basis. The large shareholders (i.e. 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. can attend the 37th AGM without any restriction on first-come first-served principle.

7. Facility of joining the AGM through VC/ OAVM shall open 30 (thirty) minutes before the time scheduled for theAGM and will be available for Members on first come first served basis and the Company may close the window for joining the VC/OAVM facility 15 (fifteen) minutes after the scheduled time to start the 37th AGM.
8. Ms. Ashu Gupta, Company Secretary in whole time practice (Membership No. FCS 4123; COP No. 6646), has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
9. The Scrutinizer shall, immediately after the conclusion of voting at the Annual General Meeting, unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and make a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing who shall countersign the same.
10. As per Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the results of the e-voting are to be submitted to the Stock Exchange(s) within two working days of the conclusion of the AGM. The results declared along with Scrutinizer's Report shall be placed on the Company's website https://www.ramavisionltd.com/ and the website of MIIPL. The results shall also be forwarded to the stock exchange where the shares of the Company are listed.
11. The results on resolutions so declared at or after the Annual General Meeting of the Company will be deemed to have been passed on the Annual General Meeting date subject to receipt of the requisite number of votes cast in favour of the Resolutions.

25. The Ministry of Corporate Affairs has taken a 'Green Initiative in Corporate Governance' by allowing companies to send documents to their shareholders in electronic mode. To support this green initiative and to receive communications from the Company in electronic mode, members who have not registered their email addresses and are holding shares in physical form are requested to contact the RTAof the Company and register their email-id. Members holding shares in demat form are requested to contact their DPs. Members may please note that notices, annual reports, etc. will be available on the Company's website at https://www.ramavisionltd.com/. Members will be entitled to receive the said documents in physical form free of cost at any time upon request.

EXPLANATORYSTATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIESACT, 2013

ITEM NO. 3

The present term of appointment of Mr. Udit Jain, Whole Time Director designated as Executive Director of the Company, is valid upto 30th June, 2029. His re-appointment was approved by the members of the Company at the 35th Annual General Meeting ("AGM") held on 24th September, 2024, pursuant to the recommendation of the Nomination & Remuneration Committee and the Board of Directors, for a period of five years commencing from July 01, 2024 to June 30, 2029, at a remuneration of ₹8,00,000 - ₹1,00,000 - ₹10,00,000 per month, including perquisites, for a period of three years commencing from July 01, 2024 to June 30, 2027, in accordance with the provisions of the Section 152, 196, 197 & 198 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 ("Act") and the rules made thereunder, and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Mr. Udit Jain has been associated with the Company for more than 14 years and has played a significant role in the development, expansion and growth of the Company's business. During his association with the Company, he has contributed substantially towards strengthening the Company's business operations, developing and expanding its trading portfolio and establishing and strengthening various brands in the market. His strategic approach and continuous involvement have contributed to enhancing the Company's market reach and supporting the growth of its trading operations. In addition to his contribution to the trading segment, Mr. Udit Jain has also been actively involved in the Company's manufacturing business.

Considering his association with the Company, extensive experience, knowledge of the business and continuous efforts in expanding the Company's operations, the Board considers it appropriate to increase his remuneration and change his designation from Executive Director to Director (Marketing) for the remaining tenure of his appointment.

Accordingly, it is proposed to increase the remuneration and change the designation of Mr. Udit Jain from Executive Director to Director (Marketing) with effect from October 01, 2026, for the remaining tenure of his appointment up to June 30, 2029, on such terms and remuneration as set out in the Special Resolution contained in Item No. 3 of the accompanying Notice.

The Nomination and Remuneration Committee and the Board of Directors, at their respective meetings held on May 25, 2026, after considering his experience, performance, contribution to the Company, and duties and responsibilities presently handled to him, subject to the approval of the Members and such other approvals as may be necessary, approved the proposed increase in remuneration and change in designation of Mr. Udit Jain from Executive Director to Director (Marketing) with effect from October 01, 2026, for the remaining tenure commencing from October 01, 2026 to June 30, 2029.

The proposed increase in remuneration and change in designation is subject to the provisions of Sections 196, 197, 198 and other applicable provisions, if any, of the CompaniesAct, 2013, read with Schedule V thereto, and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Accordingly, the approval of the Members by way of Special Resolution is required for the proposed increase in remuneration and change in designation of Mr. Udit Jain, as set out in Item No. 3 of the accompanying Notice.

None of the Directors, Key Managerial Personnel of the Company and their relatives other than Mr. Udit Jain, Mr. Satish Jain (who is his father), Mr. Arhant Jain (who is his brother) is/are in any way, concerned or interested, financially or otherwise, in the Special Resolution except to the extent of their shareholding, if any, in the Company.

The Board recommends the passing of the special resolution set out at Item No. 3 of the accompanying Notice for approval by the Members.

The following disclosures are being made in this Explanatory Statement in compliance with Section II of Part II of Schedule V of the Companies Act, 2013 :

I. General Information

1. Nature of Industry	The Company is one of the leading importer and distributor of Baby and mother care products, skincare, food and other consumer products all over India through an extensive nationwide distribution network and professionally managed strong sales and marketing team. The manufacturing unit of the Company for Cream-filled & Cream-sprayed Wafer Sticks is situated at Himalayan Mega Food Park, Kashipur, Uttarakhand.
2. Date or expected date of commencement of commercial production	The Company was established in the year 1989 and has already commenced its business. On 25th December 2023, Company started its commercial production of wafer sticks which has a total capacity of 900 MT (approx.) per annum
3. In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	The Company is an existing entity.
4. Financial Performance of the Company for the financial year 2025-26	see table below
5. Foreign investments or collaborations, if any	The Company has no foreign investment or collaborations.

Particulars	**31.03.2026 (₹ in Lakhs)**
Revenue from Operations & Other Income	**15917.12**
Profit/Loss Before Tax Expense	**793.50**
Profit/Loss After Tax Expense	**592.46**
Rate of Dividend Declared	**Nil**

II. Information about the appointee/ recipient of remuneration

1. Background details	Mr. Udit Jain, aged about 36 years, a graduate in B.Sc. Marketing from Integrated Institute of Learning Management (IILM). He possesses extensive knowledge and expertise in the field of marketing and has over 14 years of professional experience in the Company. With his rich experience, marketing expertise, in-depth understanding of the Company's business and industry, leadership capabilities and continued contribution to the Company's growth, Mr. Udit Jain is well positioned to discharge the responsibilities entrusted to him and to contribute further towards the Company's future business expansion and development.
2. Past remuneration	₹ 8,00,000 - ₹ 1,00,000 - ₹ 10,00,000 per month.
3. Recognition or awards	Not Applicable
4. Job profile and his suitability	With nearly one and a half decades of experience in the FMCG industry, Mr. Udit Jain has played a pivotal role in driving and implementing strategic initiatives for the Company, with a particular focus on identifying and adding new brands, expanding the Company's business portfolio, strengthening market presence and creating sustainable growth opportunities. Under his leadership, the Company has achieved significant growth. Mr. Udit Jain is suitable for the position of Director (Marketing) of the Company.

5. Remuneration proposed	The details of proposed remuneration is as per special resolution Item No. 3.
6. Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin)	The remuneration proposed to be paid to Mr. Udit Jain is commensurate with the size of the Company, nature of its operations and is in line with the industry standards.
7. Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any.	Besides his remuneration, Mr. Udit Jain had no pecuniary relationship with the Company. Mr. Udit Jain has no relationship with any Managerial Personnel, Director, Key Managerial Personnel of the Company except Mr. Satish Jain, Chairman and Managing Director, who is his father and Mr. Arhant Jain, Director (Marketing), who is his elder brother.
III. Other Information	
1. Reasons of loss or inadequate profits	Inadequate profit/losses are inevitable. The risk of competitive brand rivalry, pricing pressure from established and emerging market players, and increased promotional and marketing expenditure.
2. Steps taken or proposed to be taken for improvement	The Company always endeavor to take measures to combat those risks and consistently making its efforts to add new established brands and also looking forward to strengthen its operations by way of exploring the possibilities of diversification of trading of some new profitable fields and improved operational efficiencies, steady expansion in operating margins.
3. Expected increase in productivity and profits in measurable terms	It is difficult to forecast the productivity and profitability in measurable terms. On the whole, the Company is optimistic for the outlook of growth in the short to medium term in terms of total revenues/turnover and operating margins considering overall expected positive trend in FMCG Industry.
IV. Disclosures	
The following disclosures shall be mentioned in the Board of Director's report under the heading "Corporate Governance", if any, attached to the financial statement for FY 2025-26 : (i) all elements of remuneration package such as salary, benefits, bonuses, stock options, pension, etc., of all the directors; (ii) details of fixed components and performance linked incentives along with the performance criteria; (iii) service contracts, notice periods, severance fees; and (iv) stock option details, if any, and whether the same had been issued at a discount as well as the period over which accrued and over which exercisable	The requisite disclosure of remuneration packages such as salary, benefits, etc. have been included in the Corporate Governance Report and forming part of the Board of Director's Report.

ITEM NO. 4

Mrs. Maneka Jain has been associated with the Company since 2022 in the capacity of Executive Business Development. She is one of the Promoter of the Company and is a relative of Directors of the Company, being the daughter of Mr. Satish Jain, Chairman & Managing Director and sister of Mr. Arhant Jain, Whole Time Director and Mr. Udit Jain, Whole Time Director. Accordingly, her appointment constitutes holding an office or place of profit in the Company within the meaning of Section 188(1)(f) of the Companies Act, 2013 ("Act").

Mrs. Maneka Jain has been actively associated with the Company's business operations and has made a valuable contribution towards its development, marketing initiatives and expansion of business operations. Her appointment and remuneration were approved by the Board of Directors, based on the recommendations of the Audit Committee and the Nomination and Remuneration Committee, at their respective meetings held on August 10, 2022, for holding an office or place of profit in the Company as "Executive Business Development", at a monthly remuneration not exceeding ₹ 2,50,000/- per month, with an annual increment of ₹ 50,000/-, with effect from 01st August of every year, commencing from August 10, 2022, pursuant to the provisions of Section 188 of the Act read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 and other applicable provisions of the Act and the rules made thereunder.

Over the period of her association with the Company, Mrs. Maneka Jain has contributed towards strengthening the Company's business development initiatives and supporting marketing activities. Considering her continued contribution, experience, expertise and increased responsibilities, it is considered appropriate to revise her remuneration in line with her responsibilities and prevailing industry practices.

Accordingly, the Audit Committee and the Nomination and Remuneration Committee, at their respective meetings held on May 25, 2026, reviewed and recommended the proposed revision in remuneration payable to Mrs. Maneka Jain, after considering the nature of duties and responsibilities entrusted to her, her experience and contribution to the Company, the prevailing remuneration practices and the applicable provisions of the Company's Nomination and Remuneration Policy and Related Party Transaction Policy.

Thereafter, the Board of Directors, at its meeting held on May 25, 2026, after considering the recommendations of the Audit Committee and the Nomination and Remuneration Committee, approved the proposed revision in remuneration payable to Mrs. Maneka Jain, exceeding ₹2,50,000/- per month, with an annual increment of ₹75,000/-, subject to a maximum remuneration of ₹5,50,000/- per month, with effect from August 01, 2026, subject to the approval of the Members of the Company.

The proposed remuneration is considered reasonable, fair and commensurate with the nature and extent of duties and responsibilities entrusted to Mrs. Maneka Jain, her experience, expertise and contribution to the Company, as well as the prevailing remuneration practices for comparable positions. The Company expects to continue to benefit from her experience and contribution towards its business development, marketing initiatives and achievement of its strategic business objectives.

Pursuant to the provisions of Section 188(1)(f) of the Act read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014, appointment of a related party to any office or place of profit in the Company at a monthly remuneration exceeding the prescribed threshold requires the prior approval of the Members by way of an Ordinary Resolution. Accordingly, the approval of the Members is being sought for the proposed revision in remuneration payable to Mrs. Maneka Jain.

Except Mr. Satish Jain, Chairman & Managing Director, Mr. Arhant Jain, Whole-time Director, and Mr. Udit Jain, Whole-time Director, who are respectively the father and brothers of Mrs. Maneka Jain, none of the other Directors, Key Managerial Personnel ("KMP") of the Company or their respective relatives is/are, in any way, concerned or interested, financially or otherwise, in the proposed Ordinary Resolution, except to the extent of their respective shareholding, if any, in the Company.

The Board recommends the passing of the ordinary resolution set out at Item No. 4 of the accompanying Notice for approval by the Members.

PARTICULARS OF THE CONTRACT OR ARRANGEMENT WITH A RELATED PARTY PURSUANT TO RULE 15 OF THE COMPANIES (MEETINGS OF BOARD AND ITS POWERS) RULES, 2014

The particulars of the proposed transaction with Mrs. Maneka Jain, being a related party of the Company, are as follows :

Particulars	Details
Name of the Related Party	Mrs. Maneka Jain
Name of the Director/ Key Managerial Personnel who is related	Mr. Satish Jain Chairman & Managing Director; Mr. Arhant Jain Whole-time Director; and Mr. Udit Jain Whole-time Director
Nature of Relationship	Mrs. Maneka Jain is the daughter of Mr. Satish Jain and sister of Mr. Arhant Jain and Mr. Udit Jain.
Nature of the Contract/ Arrangement	Holding office or place of profit in the Company as Executive Business Development and payment of remuneration for the services rendered by her.
Nature, material terms, monetary value and particulars of the Contract or arrangement	Mrs. Maneka Jain currently draws monthly remuneration which is less than the monthly remuneration mentioned in Section 188 of the Companies Act, 2013 read with rule 15 of Companies (Meeting of Board and its Powers) Rules, 2014. It is proposed to increase the remuneration of Mrs. Maneka Jain whereby remuneration payable to her exceeds ₹2,50,000 per month with an annual increment of ₹75,000, subject to a maximum remuneration of ₹5,50,000 per month with effect from August 1, 2026.

Tenure	The proposed revised remuneration shall be effective from August 01, 2026, and shall continue until further revision/approval in accordance with applicable provisions of law and the Company's policies.
Basis for determining the remuneration	The proposed remuneration has been considered having regard to the nature and extent of duties and responsibilities, her experience, expertise, contribution to the Company, increased scale of operations and prevailing remuneration practices for comparable positions.
Whether the transaction is in the ordinary course of business	The payment of remuneration for services rendered by an employee/executive is in the ordinary course of the Company's business, however, the approval of Members is being sought as required under Section 188(1)(f) read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014, since the proposed monthly remuneration exceeds the prescribed threshold.
Whether the transaction is on arm's length basis	Yes, the proposed remuneration has been reviewed by the Audit Committee and the Nomination and Remuneration Committee and is considered reasonable and commensurate with the nature of duties, responsibilities, experience and expertise of Mrs. Maneka Jain and the prevailing remuneration practices.
Any other information relevant or important for the members to take a decision on the proposed resolution	Mrs. Maneka Jain has been associated with the Company since 2022 and has contributed to the Company's business development, marketing initiatives, strengthening of business operations and expansion of market opportunities. The proposed revision in remuneration is intended to appropriately recognise her continued contribution and increased responsibilities.

ADDITIONAL INFORMATION ABOUT THE DIRECTOR RECOMMENDED FOR RE-APPOINTMENT AT THE 37TH ANNUAL GENERAL MEETING OF THE COMPANY

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

Name of Director	**Mr. Satish Jain**
Director Identification Number (DIN)	00052215
Designation/ category of the Director	Chairman & Managing Director
Date of Birth and Age (in completed years)	11/11/1954 (71 years)
Date of First Appointment on the Board	23/01/1989 (retiring by rotation at this AGM)
Qualification	He holds a degree of B.E. (Production Engineering).
Brief Profile, Experience & Expertise in specific functional areas	Mr. Satish Jain, aged about 71 years, was appointed as the Managing Director of the Company on August 17, 1989. He is an eminent Industrialist with more than four decades of rich and diverse experience across various industries, including Paper, Picture Tube and FMCG. Over the years, he has acquired extensive experience in business management, strategic planning, trading, manufacturing, business development and overall administration. He has been actively involved in the FMCG trading business for more than two decades and has played a significant role in the development and expansion of the Company's business operations. In his present capacity as Chairman and Managing Director, Mr. Satish Jain is responsible for the overall management and strategic direction of the Company. He has been instrumental in steering the Company's business operations and continues to devote substantial time towards expansion of the Company's operations, development of new business opportunities, strengthening of its market presence and

	establishing the Company as a respected and professionally managed organisation in the organised import, trading and distribution sector.
Terms & Conditions of appointment/ re-appointment	Mr. Satish Jain is retiring by rotation at this AGM and is being re-appointed as a Director.
Remuneration last drawn (including sitting fees, if any)	₹ 136.19/- Lakhs was paid for FY 2025-26
Remuneration proposed to be paid	As per existing approved terms and conditions
No. of Equity Shares held in the Company (as on 31.03.2026)	9,57,170 Equity Shares
No. of Equity Shares held in the Company for any other person on a beneficial basis	Nil
Number of Board Meetings attended during FY 2025-26	4 out of 4
Directorship in other Companies along with Listed entities as on 31.03.2026	1. RVL Exim Limited 2. Viewtron Electronics Private Limited 3. AUS Finance & Investments Private Limited 4. RVL Finance & Investments Private Limited
Chairman/ Member of the Committee(s) of the Board of Directors of other Companies in which he is a Director	He does not hold Committee Membership/ Chairmanship of any other company.
Listed entities from which the Director has resigned from directorship in the past three (3) years	None
Inter-se relationship with other Directors & Key Managerial Personnel	Mr. Satish Jain is not related to any of the Directors, Key Managerial Personnel of the Company and their relatives other than Mr. Arhant Jain and Mr. Udit Jain, Whole Time Director(s), who are his sons.

Place : New Delhi
Dated : 12.08.2026

By order of the board
For Rama Vision Limited

(Raj Kumar Sehgal)
G.M.(Legal) & Company Secretary
ICSI Membership No.: FCS-3234

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