RACONTEUR GLOBAL RESOURCES LIMITED
CIN: L68100MH2018PLC307613, **Regd. Office:** Royal Palms, 3rd Floor A321 Master Mind 4, Aarey, Borivali, Goregaon East, Mumbai-400065
Email Id: compliance.rgrl@gmail.com| **Website:** www.rgrl.in | **Tel No:** +91 8360141408

Date: 09th September, 2026

To
The Listing Department
BSE Limited,
25th Floor, Phiroze Jeejeebhoy Towers,
Dalal Street Mumbai, Maharashtra – 400001

SUB: CORRIGENDUM TO THE NOTICE OF ANNUAL GENERAL MEETING ("AGM") DATED 20TH AUGUST, 2026.

Ref: Raconteur Global Resources Limited (Scrip Code: 541703)

Dear Sir/Madam,

This is with reference to the query received from BSE Listing Centre dated 03rd September, 2026.

The Exchange noted that some details provided with respect to Resolution No. 7 & 8 to the notice of 8th Annual General Meeting ("AGM") of the Company for the Financial Year 2025-26 to be held on Friday, 18th September, 2026 required some amendments/corrections and provide some additional disclosures.

We are hereby submitting corrigendum to the notice of the Annual General Meeting ("AGM") of the Company.

We are enclosing the aforesaid Corrigendum, a detailed copy of which shall also be published in the newspapers in one English language and one regional language edition, in accordance with applicable regulatory requirements.

The Corrigendum will also be made available on the website of the Company at www.rgrl.in, Central Depository Services (India) Limited (CDSL) at www.cdslindia.com and BSE Limited at www.bseindia.com.

All other contents of the AGM Notice, save and except as amended/clarified by this Corrigendum, shall remain unchanged.

Kindly note that this Corrigendum is being issued to all the members of the Company as on the record date, i.e., Wednesday, 19th August, 2026.

Further, members for any queries/questions with respect to this Corrigendum are requested to send their queries, questions along with their name, demat account number/folio number, email id, mobile number to the company at compliance.rgrl@gmail.com within 48 hours from dispatch of this corrigendum, which will be suitably replied.

We kindly request you to take into record the above submissions and the attached Corrigendum.

Thanking You,

Yours Sincerely
For RACONTEUR GLOBAL RESOURCES LIMITED

Radhika Sood

Digitally signed by Radhika Sood
Date: 2026.09.09 16:12:29 +05'30'

RADHIKA SOOD
COMPANY SECRETARY AND COMPLIANCE OFFICER
MEMBERSHIP. NO.: A80105

To
The Shareholders
Raconteur Global Resources Limited

CORRIGENDUM TO THE NOTICE OF 08TH ANNUAL GENERAL MEETING (AGM) DATED 20TH AUGUST, 2026 OF RACONTEUR GLOBAL RESOURCES LIMITED TO BE HELD ON FRIDAY, 18TH SEPTEMBER, 2026 AT 01.00 P.M., (IST) THROUGH VIDEO CONFERENCING ('VC')/OTHER AUDIO VISUAL MEANS ('OVAM')

We would like to draw kind attention of the members and the stakeholders of Raconteur Global Resources Limited ("the Company"), in furtherance to the Notice of 8th Annual General Meeting dated 20th August, 2026 of the Company which is scheduled to be held on Friday, 18th September, 2026 at 01.00 p.m., (IST) through video conferencing ('VC')/other audio visual means ('OAVM'). The Notice of the AGM ("AGM Notice") was dispatched to the members of the Company on 25th August, 2026 in due compliance with the provisions of the Companies Act, 2013 and rules made thereunder, read with circulars issued by Ministry of Corporate Affairs and Securities and Exchange Board of India. Capitalized words and expressions used but not defined herein shall have the same meaning as assigned to them in the AGM Notice. Further with respect to the query received from BSE Listing Centre dated 03rd September, 2026, we are submitting a Corrigendum to the AGM Notice of the Company.

This Corrigendum is being issued by way of clarification, pursuant to the provisions of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 (SEBI ICDR Regulations), and is intended to form an integral part of the AGM Notice dated 20th August, 2026 (Original AGM Notice), to:

(i) Rectify the clerical mistakes that crept in the original AGM Notice;
(ii) Provide the additional disclosures that were missed out in the original AGM Notice

The details of the amendments carried out in the original AGM notice are as follows:

1. In paragraph 6(c) of Explanatory Statement of Resolution No. 7 and 8- "Valuation Report from an Independent Registered Valuer" shall be substituted and Price or Price Band at which the allotment is proposed and the Basis on which the price has been arrived at and justification for the price (including premium, if any) read as follows:

The Registered Valuer provided the revised valuation report after considering the preceding date to relevant date for calculating the 90 trading days volume weighted average price and 10 trading days volume weighted average price. Therefore, in terms of Regulation 164(1) of the SEBI ICDR Regulations, the revised minimum issue price has been computed as **Rs. 12.201** per share.

However, the minimum issue price of **Rs. 12.206** appearing in paragraph 6(c) of the Explanatory Statement of Resolution No. 7 and 8 in the AGM Notice shall be read as **Rs. 12.201 per share**.

2. In paragraph 6(a) of Explanatory Statement of Resolution No. 7 and 8- Objects of the Preferential Issue

Given that the funds to be received against Equity Shares allotment and Warrants conversion will be in tranches and the quantum of funds required on different dates may vary, therefore, the broad range of intended use of the Issue Proceeds for the Objects is set out hereinbelow:

The Company proposes to raise an amount aggregating to **INR 30,00,00,000/-** (Indian Rupees Thirty Crore Only) through the proposed Preferential Issue. The proceeds of the Preferential Issue shall be utilized towards furtherance of its object as detailed below.

Particulars	Proposed % age of Fund Utilization	Proposed Amount (in INR) for Fund Utilization	Tentative timelines for utilization of issue Proceeds from the date of receipt of fund
The Company shall invest the 75% of the Issue proceeds in its subsidiary company namely, Rockbase Real Estate Projects Limited and Skycrest Projects Limited by way of equity capital	75%	22,50,00,000/-	Within 12 months from the date of receipt of Funds

contribution/ providing financial assistance by way of loan, for funding its business operations. Further, the subsidiary companies shall utilize the funds for carrying out the activities as per their main objects i.e. expansion and development of real estate projects / Designing and Developing Computer Hardware and Software and activities relating to IT services and also meeting its working capital requirements			
General Corporate Purposes	25%	7,50,00,000/-	Within 12 months from the date of receipt of Funds
Total	**100 %**	**30,00,00,000/-**	

3. In paragraph 6(i) of Explanatory Statement of Resolution No. 7 and 8- Identity of the natural persons who are the Ultimate Beneficial Owners of the Warrants proposed to be allotted and/or who ultimately control the proposed allottees

We hereby mention **Not Applicable** in column of "**NATURAL PERSONS WHO ARE THE ULTIMATE BENEFICIAL OWNERS"** of the Table with respect to the Individual Allottees of the proposed issue.

S. NO.*	NAME OF THE PROPOSED ALLOTTEE	CATEGORY	NATURAL PERSONS WHO ARE THE ULTIMATE BENEFICIAL OWNERS	PRE-PREFERENTIAL SHAREHOLDING*	POST-PREFERENTIAL SHAREHOLDING#	POST PREFERENTIAL SHAREHOLDING (%)
3.	Yogesh Singh Rana	Public	Not Applicable	0	12,80,000	3.05
4.	Abhineet Sapra	Public	Not Applicable	1,78,571	9,78,571	2.33
5.	Radha Sapra	Public	Not Applicable	1,78,571	9,78,571	2.33
13.	Sumit Narula	Public	Not Applicable	0	16,00,000	3.81
14.	Srishti Abrol	Public	Not Applicable	0	1,60,000	0.38

*Serial Number mention in the above table is same as given under the Original AGM Notice.
After the table below following note no. 3 to be amended:
For the purpose of determining the shareholding percentage post the Preferential Issue, the Total Paid-up Equity Shares i.e. _42027842 is considered, comprising the following:

- Existing paid-up Equity Shares as on the date of the meeting held on July 02, 2026: 1,32,77,843 Equity Shares;
- Equity Shares to be issued upon conversion of 47,49,999 outstanding Warrants, in the ratio of 1:1, i.e., 47,49,999 Equity Shares, pursuant to the Warrants pending for conversion as on date;
- Equity Shares proposed to be issued under the present Preferential Issue: 8,00,000 Equity Shares.

- Warrants proposed to be issued under the present Preferential Issue: 2,32,00,000 Warrants, assuming full conversion thereof into Equity Shares.

Accordingly, the Post Preferential Issue shareholding percentage has been computed based on the aforesaid Total Paid-up Equity Shares of 4,20,27,842 Equity Shares.

4. In paragraph 6(n) of Explanatory Statement of Resolution No. 7 and 8- Shareholding pattern of the Company before and after the Preferential Issue

Note to be inserted below **Annexure-C:**

Note:
For the purpose of determining the shareholding percentage post the Preferential Issue, the Total Paid-up Equity Shares i.e. _42027842 is considered, comprising the following:

- Existing paid-up Equity Shares as on the date of the meeting held on July 02, 2026: 1,32,77,843 Equity Shares;
- Equity Shares to be issued upon conversion of 47,49,999 outstanding Warrants, in the ratio of 1:1, i.e., 47,49,999 Equity Shares, pursuant to the Warrants pending for conversion as on date;
- Equity Shares proposed to be issued under the present Preferential Issue: 8,00,000 Equity Shares.
- Warrants proposed to be issued under the present Preferential Issue: 2,32,00,000 Warrants, assuming full conversion thereof into Equity Shares.

Accordingly, the Post Preferential Issue shareholding percentage has been computed based on the aforesaid Total Paid-up Equity Shares of 4,20,27,842 Equity Shares.

5. **In paragraph 6(u) after sub point (iii) of Explanatory Statement of Resolution No. 7 and 8- the following sub point (iv) and (v) shall be inserted** in compliance with **SEBI (ICDR) Regulations**:

iv) As a result of the proposed preferential issue there will be no change in the control or management of the Company.

v) The Company confirms that the proposed issue will be in compliance with the applicable minimum public shareholding requirements and that the proposed allottees shall continue to be classified under the Public Category upon allotment of the Equity Shares.

This Corrigendum shall form an integral part of the Notice of 08th Annual General Meeting dated 20th August, 2026 which has been sent/ dispatched to the Members on 25th August, 2026, whose names appeared in the Register of Members as on the cut-off date, i.e., Friday, 21st August, 2026. Accordingly, all the concerned shareholders, Depositories, Share Transfer Agent, Agencies appointed for e-voting, other authorities, regulators and all other concerned persons are requested to take note of the above amendments and shall read Notice of Annual General Meeting of the Company along with this Corrigendum.

The Corrigendum along with the updated AGM Notice will also be made available on the website of the Company at www.rgrl.in , Central Depository Services (India) Limited (CDSL) at www.cdslindia.com and BSE Limited at www.bseindia.com.

In accordance with the above details, the updated explanatory statement shall be read as under:

EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013, SECRETARIAL STANDARD-2 ON GENERAL MEETINGS AND REGULATION 36 OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

ITEM NO. 7 & 8:

In accordance with Sections 23(1)(b), 42 and 62(1)(c) and other applicable provisions of the Companies Act, 2013 **(the "Act")** and the Companies (Share Capital and Debentures) Rules, 2014, the Companies (Prospectus and Allotment of Securities) Rules, 2014, and other applicable rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and in accordance with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 **(the "ICDR Regulations")** and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 **(the "Listing Regulations")**, as amended from time to time, approval of shareholders of the Company by way of Special Resolution is required to issue Equity Shares and warrants on a preferential basis to Non-Promoters/ Public Shareholders of the Company **("Proposed Allottees")**.

It may be noted that;

1. All Existing equity shares of the Company are already made fully paid up as on date;

2. All equity shares, if any held by the proposed allottees in the issuer are in dematerialized form;

3. The shareholding of the Proposed Allottees in the Company is as follows:

The Shareholding of the Proposed Allottees for Preferential Issue of Warrants convertible into Equity Shares in the Company is as follows:

Sr. No.	Name of Proposed Allottees	Pre-Preferential Issue Holding			Maximum No. of Warrants to be allotted	Post Preferential Issue Holding		
		Category (Promoter/ Promoter Group/ Public)	No. of Equity Shares	% of holding		Category (Promoter/ Promoter Group / Public)	No. of Equity Shares	% of the holding
1	SN Capital Management Private Limited	Public	714285	5.38	8,00,000	Public	15,14,285	3.60
2	MCPS Estate LLP	Public	0	0	16,00,000	Public	16,00,000	3.81
3	Yogesh Singh Rana	Public	0	0	12,80,000	Public	12,80,000	3.05
4	Abhineet Sapra	Public	178571	1.34	8,00,000	Public	9,78,571	2.33
5	Radha Sapra	Public	178571	1.34	8,00,000	Public	9,78,571	2.33
6	Boolean Ventura Private Limited	Public	0	0	40,00,000	Public	40,00,000	9.52
7	Grip Assets Management Private Limited	Public	0	0	40,00,000	Public	40,00,000	9.52
8	Rally Infra Private Limited	Public	0	0	8,00,000	Public	8,00,000	1.90

9	Rally Project Limited	Public	0	0	8,00,000	Public	8,00,000	1.90
10	Rally Decor Limited	Public	0	0	8,00,000	Public	8,00,000	1.90
11	Natures Heavens India Private Limited	Public	714285	5.38	28,72,000	Public	35,86,285	8.53
12	Max Bio Biosciences Private Limited	Public	0	0	28,88,000	Public	28,88,000	6.87
13	Sumit Narula	Public	0	0	16,00,000	Public	16,00,000	3.81
14	Srishti Abrol	Public	0	0	1,60,000	Public	1,60,000	0.38
	Total		**1785712**	**13.45**	**2,32,00,000**		**2,49,85,712**	**59.45**

The Shareholding of the Proposed Allottees for Preferential Issue of Equity shares in the Company is as follows:

Sr. No	**Name of Proposed Allottees**	**Pre-Preferential Issue Holding**			**Maximum No. of Equity shares to be allotted**	**Post Preferential Issue Holding**		
		Category (Promoter/ Promoter Group/Public)	**No. of Equity Shares**	**% of the holding**		**Category (Promoter/ Promoter Group/Public)**	**No. of Equity Shares**	**% of the holding**
1	Atharva Professional Consultants LLP	Public	714286	5.38	8,00,000	Public	15,14,286	3.60

4. The Company is in compliance with the conditions for continuous listing of equity shares as specified in the listing agreement with the stock exchange where the equity shares of the Company are listed and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), 2015, as amended, and any circular or notification issued by the SEBI thereunder;

5. The Company has obtained the Permanent Account Numbers of the proposed allottees.

6. The Equity Shares will be issued in Dematerialised form.

In terms of Section 102 of the Act, this Explanatory Statement sets out all the material facts in respect of aforementioned business as required under Section 42 and 62(1)(c) read with Rule 13 of the Companies (Share Capital and Debentures) Rules, 2014 of Companies Act, 2013 and in accordance with Regulation 163 under Part-III of Chapter V of ICDR Regulations are enumerated as under:

a) Objects of the Preferential Issue

The Company proposes to raise an amount aggregating to INR 30,00,00,000/- (Indian Rupees Thirty Crore Only) through the proposed Preferential **Issue. The proceeds of the Preferential Issue shall be utilized towards furtherance of its object as detailed below.**

Particulars	Proposed % age of Fund Utilization	Proposed Amount (in INR) for Fund Utilization	Tentative timelines for utilization of issue Proceeds from the date of receipt of fund
The Company shall invest the 75% of the Issue proceeds in its subsidiary company namely, Rockbase Real Estate Projects Limited and Skycrest Projects Limited by way of equity capital contribution/ providing financial assistance by way of loan, for funding its business operations. Further, the subsidiary companies shall utilize the funds for carrying out the activities as per their main objects i.e. expansion and development of real estate projects / Designing and Developing Computer Hardware and Software and activities relating to IT services and also meeting its working capital requirements	75%	22,50,00,000/-	Within 12 months from the date of receipt ofFunds
General Corporate Purposes	25%	7,50,00,000/-	Within 12 months from the date of receipt of Funds
Total	**100 %**	**30,00,00,000/-**	

In terms of the BSE Circular No. 20221213-47 dated 13th December, 2022, as amended, the amount specified for the aforementioned Objects may deviate +/- 10% depending upon the future circumstances given that the Objects are based on management estimates and other commercial and technical factors. Accordingly, the same is dependent on a variety of factors such as financial, market and sectoral conditions, business performance and strategy, competition and other external factors, which may not be within the control of the Company and may result in modifications to the proposed schedule for utilization of the Issue Proceeds at the discretion of the Board, subject to compliance with applicable laws.

b) Total/Maximum number of securities to be issued

Warrants convertible into Equity Shares: **2,32,00,000** (Two Crore Thirty-Two Lakh) warrants convertible into equity share at price a price of INR 12.5/- (Indian Rupees Twelve point five Only) per share (including INR 2.5/- {Indian Rupees Two point five. only} as Premium) ("Issue Price") per share aggregating up to INR 29,00,00,000.00 /- (Indian Rupees Twenty-nine Crore Only) such price being not less than the minimum price as on the Relevant Date (as set out below) determined in accordance with the provisions of Chapter V of the ICDR Regulations.

Equity Shares: **8,00,000** (Eight Lakh) Equity Shares at a price of INR 12.5/- (Indian Rupees Twelve point five Only) per share INR 2.5/- {Indian Rupees Two point five. only} as Premium) ("Issue Price") per share aggregating up to INR 10000000/- (Indian Rupees One Crore Only) such price being not less than the minimum price as on the Relevant Date (as set out below) determined in accordance with the provisions of Chapter V of the ICDR Regulations.

c) Price or Price Band at which the allotment is proposed and the Basis on which the price has been arrived at and justification for the price (including premium, if any)

Pricing for the proposed issue is arrived in accordance with provisions of Regulation 164(1) of the SEBI ICDR Regulations, 2018, and the Valuation has been carried out by Mr. Sandeep Agarwal, Registered Valuer (IBBI Registration No.:

IBBI/RV/06/2020/13344) Valuation Report dated **Thursday, 20th August, 2026** in accordance with provisions of Regulation 164(1) of SEBI ICDR Regulations.

Further, the shares of the company are listed on BSE Limited ("BSE") for a period of 90 Trading Days or more on Relevant Date; therefore, the aforesaid equity shares shall be allotted in accordance with the price determined in terms of Regulation 164(1) read with Regulation 166A of the SEBI (ICDR) Regulations, 2018. As per the said Regulation, if the shares are frequently traded, the price is required to be determined by taking into account following parameters:

If the equity shares of the issuer have been listed on a recognized stock exchange for a period of 90 Trading Days or more as on the relevant date, the price of the equity shares to be allotted pursuant to the preferential issue shall be not less than higher of the following:

a) the 90 Trading Days Volume Weighted Average Price of the related equity shares quoted on the recognized stock exchange preceding the Relevant Date.

b) the 10 Trading Days Volume Weighted Average Price of the related equity shares quoted on the recognized stock exchange preceding the Relevant Date.

Provided that if the Articles of Association of the issuer provide for a method of determination, which results in a floor price higher than that determined under these regulations, then the same shall be considered as the floor price for equity shares to be allotted pursuant to the preferential issue. Articles of Association of the Company does not provide for any particular method of determination which results in a floor price higher than that determined under SEBI ICDR Regulations.

Equity Shares of the Company are listed on BSE Limited ("BSE") and are most frequently traded at BSE in terms of Regulation 164(5) of SEBI ICDR Regulations, 2018. Accordingly, the minimum issue price has been calculated on the basis of trading at BSE at which highest trading volume in respect of equity shares of the company has been recorded during the 240 Trading Days preceding the relevant date.

Therefore, in terms of Regulation 164(1) of the SEBI ICDR Regulations, the revised minimum issue price has been computed as **Rs. 12.201** per share.

Further, the Board of Directors have decided to issue shares at a price of **Rs.12.5/-** per share including premium of **Rs.2.5/-** per share. The valuation report as received from the registered valuer is also available on the website of the company i.e. https://rgrl.in/wp-content/uploads/2026/09/Revised-Valuation-Report_RGRL.pdf

A Certificate regarding arriving at Minimum Issue Price in terms of Regulation 164(1) read with of SEBI (ICDR) Regulations, 2018 as amended has been taken from Mr. Amandeep Singh Bhutani, Proprietor of M/s A S Bhutani & Associates, Statutory Auditors of the Company [Membership No. 529828, FRN-029646N] dated **Thursday, 20th August, 2026**, confirming the minimum price for the preferential issue as per Chapter V of SEBI (ICDR) Regulations, 2018, which is available at website of the company and will be accessible at link: https://rgrl.in/wp-content/uploads/2026/09/Certificate-MSP_Revised.pdf

Since the equity shares of the Company have been listed on the recognized Stock Exchanges for a period of more than 90 trading days prior to the Relevant Date, it is not required to re-compute the price per equity share to be issued and therefore, the Company is not required to submit the undertakings specified under Regulations 163(1) (g) and (h) of the SEBI (ICDR) Regulations.

d) Amount which the company intends to raise by way of such securities;

Consideration other than Cash: NA

Cash Consideration: INR 30,00,00,000/- (Indian Rupees Thirty Crore Only) consisting of **INR 24,00,00,000** (Indian Rupees Twenty-Four Crore Only) as Share Capital and **INR 6,00,00,000/-** (Indian Rupees Six Crore Only) as Securities Premium.

e) Relevant Date

In terms of the provisions of Chapter V of the ICDR Regulations the "Relevant Date" for the preferential issue for the determination of issue price of equity share shall be **Wednesday, 19th August, 2026**. The AGM is scheduled to be held on **Friday, 18th September, 2026,** and for the purpose of the relevant date, the date 30 days prior to the date of AGM will be considered which falls on **Wednesday, 19th August, 2026.**

f) The class or classes of persons to whom the allotment is proposed to be made

The Preferential Issue of equity shares and warrants are proposed to be made to the Non-Promoters/Public shareholders of the Company.

g) Intent of the Promoters, directors or key managerial personnel or senior management of the Issuer to subscribe to the offer

Except Mr. Surinder Kalra, Whole-time director of the company being Ultimate Beneficial Owners of Max Bio Biosciences Private Limited, no other Promoter, Director, Key Managerial Personnel or member of the Senior Management of the Issuer intends to subscribe to the Equity Shares and Warrants proposed to be issued pursuant to the Preferential Issue.

h) Time frame within which the Preferential Issue shall be completed

As required under the SEBI ICDR Regulations, the Equity shares and warrants shall be allotted by the Company within a maximum period of 15 days from the date of passing of this Resolution, provided that where the allotment of the proposed equity shares and warrants is pending on account of receipt of any approval or permission from any regulatory or statutory authority, the allotment shall be completed within a period of 15 days from the date of receipt of last of such approvals or permissions.

i)Identity of the natural persons who are the Ultimate Beneficial Owners of the Warrants proposed to be allotted and/or who ultimately control the proposed allottees

S. NO.	NAME OF THE PROPOSED ALLOTTEE	CATEGORY	NATURAL PERSONS WHO ARE THE ULTIMATE BENEFICIAL OWNERS	PRE-PREFERENTIAL SHAREHOLDING*	POST-PREFERENTIAL SHAREHOLDING#	POST PREFERENTIAL SHAREHOLDING (%)
1.	SN Capital Management Private Limited	Public	Naveen Parashar	714285	15,14,285	3.60
2.	MCPS Estate LLP	Public	Praveen Sehgal	0	16,00,000	3.81
3.	Yogesh Singh Rana	Public	Not Applicable	0	12,80,000	3.05
4.	Abhineet Sapra	Public	Not Applicable	1,78,571	9,78,571	2.33
5.	Radha Sapra	Public	Not Applicable	1,78,571	9,78,571	2.33
6	Boolean Ventura Private Limited	Public	Sarfaraz Mallick	0	40,00,000	9.52
7	Grip Assets Management Private Limited	Public	Neha Abrol	0	40,00,000	9.52
8	Rally Infra Private Limited	Public	Vikas Sharma	0	8,00,000	1.90
9	Rally Project Limited	Public	Vikas Sharma	0	8,00,000	1.90
10	Rally Decor Limited	Public	Vikas Sharma	0	8,00,000	1.90

11	Natures Heavens India Private Limited	Public	Neha Abrol	714285	35,86,285	8.53
12	Max Bio Biosciences Private Limited	Public	Surinder Kalra	0	28,88,000	6.87
13.	Sumit Narula	Public	Not Applicable	0	16,00,000	3.81
14.	Srishti Abrol	Public	Not Applicable	0	1,60,000	0.38

Identity of the natural persons who are the Ultimate Beneficial Owners of the Shares proposed to be allotted and/or who ultimately control the proposed allottees

S. NO.	NAME OF THE PROPOSED ALLOTTEE	CATEGORY	NATURAL PERSONS WHO ARE THE ULTIMATE BENEFICIAL OWNERS	PRE-PREFERENTIAL SHAREHOLDING*	POST-PREFERENTIAL SHAREHOLDING	POST PREFERENTIAL SHAREHOLDING (%)#
1	Atharva Professional Consultants LLP	Public	Mukesh Sukhija & Pooja Bhatia	714286	15,14,286	3.60

Note:

1. The details of natural persons are given only for the purpose to know natural persons. However, the aforesaid proposed allottee will be beneficially shareholder of the equity shares and warrants hat may be allotted.

2. *Pre-issue shareholding is as on **2nd July, 2026.**

3. #For the purpose of determining the shareholding percentage post the Preferential Issue, the Total Paid-up Equity Shares i.e. _42027842 is considered, comprising the following:

- Existing paid-up Equity Shares as on the date of the meeting held on July 02, 2026: 1,32,77,843 Equity Shares;
- Equity Shares to be issued upon conversion of 47,49,999 outstanding Warrants, in the ratio of 1:1, i.e., 47,49,999 Equity Shares, pursuant to the Warrants pending for conversion as on date;
- Equity Shares proposed to be issued under the present Preferential Issue: 8,00,000 Equity Shares.
- Warrants proposed to be issued under the present Preferential Issue: 2,32,00,000 Warrants, assuming full conversion thereof into Equity Shares.

Accordingly, the Post Preferential Issue shareholding percentage has been computed based on the aforesaid Total Paid-up Equity Shares of 4,20,27,842 Equity Shares.

4. There shall not be any change in control consequent to the present preferential issue of warrants and equity shares.

j. The name of the proposed allottees along with their percentage of post preferential issue capital that may be held by them and the change in control, if any, in the Company that would occur consequent to the Preferential Issue

Pursuance to the allotment of equity shares and warrants, the below mentioned investors will exercise 5% or more of the voting rights in the company, however the same will not result in change in control of the Company consequent to the completion of the Preferential Issue.

Warrants convertible into Equity Shares:

S.NO.	NAME OF ALLOTTEE	PERCENTAGE OF POST PREFERENTIAL ISSUE CAPITAL
1.	SN Capital Management Private Limited	3.60
2.	MCPS Estate LLP	3.81
3.	Yogesh Singh Rana	3.05
4.	Abhineet Sapra	2.33
5.	Radha Sapra	2.33
6.	Boolean Ventura Private Limited	9.52
7.	Grip Assets Management Private Limited	9.52
8.	Rally Infra Private Limited	1.90
9.	Rally Project Limited	1.90
10.	Rally Decor Limited	1.90
11.	Natures Heavens India Private Limited	8.53
12.	Max Bio Biosciences Private Limited	6.87
13.	Sumit Narula	3.81
14.	Srishti Abrol	0.38

Equity Shares:

S.NO.	NAME OF ALLOTTEE	PERCENTAGE OF POST PREFERENTIAL ISSUE CAPITAL
1	Atharva Professional Consultants LLP	3.60

k) <u>The Current and Proposed Status of the Allottee(s) post Preferential Issue namely, Promoter or Non-Promoter</u>

Warrants convertible into Equity Shares:

S.NO.	NAME OF ALLOTTEE	CURRENT STATUS	PROPOSED STATUS
1.	SN Capital Management Private Limited	Non-Promoter	Non-Promoter
2.	MCPS Estate LLP	Non-Promoter	Non-Promoter
3.	Yogesh Singh Rana	Non-Promoter	Non-Promoter
4.	Abhineet Sapra	Non-Promoter	Non-Promoter
5.	Radha Sapra	Non-Promoter	Non-Promoter

6.	Boolean Ventura Private Limited	Non-Promoter	Non-Promoter
7.	Grip Assets Management Private Limited	Non-Promoter	Non-Promoter
8.	Rally Infra Private Limited	Non-Promoter	Non-Promoter
9.	Rally Project Limited	Non-Promoter	Non-Promoter
10.	Rally Decor Limited	Non-Promoter	Non-Promoter
11.	Natures Heavens India Private Limited	Non-Promoter	Non-Promoter
12.	Max Bio Biosciences Private Limited	Non-Promoter	Non-Promoter
13.	Sumit Narula	Non-Promoter	Non-Promoter
14.	Srishti Abrol	Non-Promoter	Non-Promoter

Equity Shares:

S.NO.	NAME OF ALLOTTEE	CURRENT STATUS	PROPOSED STATUS
1.	Atharva Professional Consultants LLP	Non-Promoter	Non-Promoter

l) Number of persons to whom allotment on preferential basis have already been made during the year, in terms of number of securities as well as price: NOT APPLICABLE

m) Valuation and Justification for the allotment proposed to be made for consideration other than cash

Not applicable as the allotment is proposed to be made for consideration in cash only.

n) Shareholding pattern of the Company before and after the Preferential Issue

The Details of shareholding of the Non-promoters in the Company, prior to and after the proposed Preferential Issue are enclosed as **ANNEXURE-C** to this Notice.

o) Undertakings

i) The Issuer shall re-compute the price of the securities to be allotted under the Preferential Allotment in terms of the provisions of SEBI ICDR Regulations where it is required to do so.

ii) If the amount payable on account of the re-computation of price is not paid within the time stipulated in the SEBI ICDR Regulations, the Equity shares to be allotted under the Preferential Allotment shall continue to be locked-in till the time such amount is paid by the allottees.

iii) None of the Company, its Directors or Promoters has been declared as wilful defaulter or fraudulent borrower as defined under the SEBI ICDR Regulations.

iv) None of its Directors or Promoter is a fugitive economic offender as defined under the SEBI ICDR Regulations.

v) The Company is eligible to make the Preferential Issue to its shareholders under Chapter V of the SEBI ICDR Regulations.

vi) As the Equity Shares have been listed for a period of more than 240 Trading days as on the Relevant Date, the provisions of Regulation 164(3) of SEBI ICDR Regulations governing re-computation of the price of shares shall not be applicable.

vii) The Company is in compliance with the conditions for Continuous Listing of Equity Shares as specified in the listing agreement with the Stock Exchange and the Listing Regulations, as amended and circulars and notifications issued by the SEBI thereunder.

p) Practicing Company Secretary's Certificate

The certificate in terms of Regulation 163(2) of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 from Mr. Devender Singh, Practicing Company Secretary [Membership No. A76094, COP-28056) certifying that the Preferential Issue is being made in accordance with the requirements contained in the SEBI ICDR Regulations, 2018 shall be made available for inspection by the Members during the meeting and will also be made available on the Company's website and will be accessible at link: https://rgrl.in/wp-content/uploads/2026/08/CERTIFICATE-_PCS_163-2_sd.pdf

q) Particulars of the Preferential Issue including date of passing of Board resolution

Issue of Warrants convertible into equity shares: The Board of Directors at its meeting held on **Thursday, 20th August, 2026** has, subject to the approval of the Members and such other approvals as may be required, approved the issuance of up to a maximum of : 2,32,00,000 (Two Crore Thirty-Two Lakh) Warrants convertible into Equity Shares at a price of INR 12.5/- (Indian Rupees Twelve point five Only) per share (including INR 2.5/- {Indian Rupees Two point five only as Premium) ("Issue Price") per share aggregating to INR 29,00,00,000.00 /- (Indian Rupees Twenty-nine crore Only), for cash consideration on preferential basis on such terms and conditions as may be determined by the Board in accordance with the Act, ICDR Regulations and other applicable laws.

Issue of Equity Shares: The Board of Directors at its meeting held on **Thursday, 20th August, 2026** has, subject to the approval of the Members and such other approvals as may be required, approved the issuance of up to a maximum of 8,00,000 (Eight Lakh) Equity Shares at a price of INR 12.5/- (Indian Rupees Twelve point five Only) per share (including INR 2.5/- {Indian Rupees Two point five only as Premium) ("Issue Price") per share aggregating up to INR 10000000/- (Indian Rupees One Crore Only) for cash consideration on preferential basis on such terms and conditions as may be determined by the Board in accordance with the Act, ICDR Regulations and other applicable laws

r) Principal terms of assets charged as securities

Not applicable.

s) Material terms of raising such securities

The Equity Shares being issued shall be pari-passu with the existing Equity Shares of the Company in all respects, including dividend and voting rights.

t) Lock-in Period

The equity shares to be issued and allotted on preferential basis shall be subject to lock-in as provided in the applicable provisions of the Regulation 167 of the SEBI (ICDR) Regulations.

The entire pre-preferential allotment shareholding of the allottees, if any, shall be locked-in from the relevant date up to a period of 90 trading days from the date of trading approval.

Provided that in case of convertible securities or warrants which are not listed on stock exchanges, the entire pre-preferential allotment shareholding of the allottees, if any, shall be locked-in from the relevant date up to a period of 90 trading days from the date of allotment of such securities.

u) Other Disclosures

i) During the period from 1st April, 2026 until the date of Notice of this AGM, the Company has not made any issue of equity shares.

ii) Since the Equity Shares of the Company are listed on Stock Exchange and the Preferential Issue is more than 5% of the Total Paid-up share capital, the Report of the Registered Valuer is required under the provisions of second proviso to Rule 13(1) of the Companies (Share Capital and Debentures) Rules, 2014 for the proposed Preferential Issue and under applicable provisions of SEBI ICDR Regulations. The Valuation Report has been obtained from **Mr. Sandeep Agrawal**, a Registered Valuer registered with the Insolvency and Bankruptcy Board of India (IBBI) having Membership No. IBBI/RV/06/2020/13344 dated Thursday, 20th August, 2026 in accordance with provisions of Regulation166A of SEBI ICDR Regulations. The Valuation Report is uploaded on the website of the Company and is accessible at: https://rgrl.in/wp-content/uploads/2026/09/Revised-Valuation-Report_RGRL.pdf

iii) The proposed allottees have confirmed that they have not sold any Equity Shares of the Company during the 90 trading days preceding the Relevant Date. They have also informed that they shall be eligible under SEBI ICDR Regulations to undertake the preferential issue.

iv) As a result of the proposed preferential issue there will be no change in the control or management of the Company.

v) The Company confirms that the proposed issue will be in compliance with the applicable minimum public shareholding requirements and that the proposed allottees shall continue to be classified under the Public Category upon allotment of the Equity Shares.

In accordance with the provisions of Sections 23(1)(b), 42 and 62 of the Act read with applicable rules thereto and relevant provisions of the ICDR Regulations, approval of the Members for issue and allotment of the said Equity Shares and warrants to the Non-Promoters/Public shareholders is being sought by way of a Special Resolution as set out in the said item no. 7 & 8 of the Notice. Issue of the Equity Shares pursuant to the Preferential Issue would be within the Authorized Share Capital of the Company.

The Board of Directors believes that the proposed Preferential Issue is in the best interest of the Company and its Members and, therefore, recommends the resolution at Item No. 7 & 8 of the accompanying Notice for approval by the Members of the Company as a Special Resolution.

None of the Directors and Key Managerial Personnel of the Company or their relatives is in any way concerned or interested, financially or otherwise in the passing of this Special Resolution as set out at Item No. 7 & 8 of this Notice except and to the extent of their shareholding in the Company.

ANNEXURE C

SHAREHOLDING PATTERN OF THE COMPANY BEFORE AND AFTER THE PREFERENTIAL ISSUE

Sr. No	Category	Pre-issue		*Post-issue	
		No of shares held	**% of share holding**	**No of shares held**	**% of share holding**
A	**Promoters & Promoter Group Share holding**				
1	**Indian**				
A	Individual	736	0.01	736	0.002
B	Family Trust	0	0	0	0
C	Bodies corporate	0	0	0	0
	Sub-Total (A)(1)	**736**	0.01	**736**	**0.002**
2	**Foreign**				
a	Individual	**0**	0	**0**	0
b	Bodies corporate	0	0	0	0
	Sub-total (A)(2)	**0**	**0**	**0**	**0**

	Total Promoters & Promoter Group Holding (A) {(A) (1) +(A) (2)}	**736**	**0.01**	**736**	**0.002**
B	**Non-Promoters/ Public Share Holding**				
1	**Institutional investors**	0	0	0	0
	Sub-total (B)(1)	0	0	0	0
2	**Central Government/ State Government**	0	0	0	0
	Sub-total (B)(2)	0	0	0	0
3	Non-institution	0	0	0	0
a	Individuals				
	Directors and their relatives (excluding independent directors and nominee directors)	0	0	0	0
i)	Individual shareholders holding nominal share capital upto INR 2 Lakhs	1198773	9.03	1198773	2.85
ii)	Individual shareholders holding nominal share capital in excess of INR 2 Lakhs	3720681	28.02	8467823	20.15
b.	NBFCs registered with RBI	0	0	0	0
c.	Any other (specify)				
	Bodies Corporate	7996053	60.22	31998910	76.14
	Non-Resident Indians	0	0.00	0	0.00
	Resident Indian HUF	358400	2.70	358400	0.85
	Trusts	0	0	0	0
	Clearing Member	3200	0.02	3200	0.01
	Firm	0	0	0	0
	Sub- Total (B) (3)	**13277107**	**99.99**	**42027106**	**99.998**
	Total Public Shareholding (B)	**13277107**	**99.99**	**42027106**	**99.998**
	Total (A) +(B)	**13277843**	**100**	**42027842**	**100**
C	Shares held by Custodians for ADR and GDR	0	0	0	0
	Total (A) +(B)+ (C)	**13277843**	**100**	**42027842**	**100**

***Note:**

For the purpose of determining the shareholding percentage post the Preferential Issue, the Total Paid-up Equity Shares i.e. _42027842 is considered, comprising the following:

- Existing paid-up Equity Shares as on the date of the meeting held on July 02, 2026: 1,32,77,843 Equity Shares;

- Equity Shares to be issued upon conversion of 47,49,999 outstanding Warrants, in the ratio of 1:1, i.e., 47,49,999 Equity Shares, pursuant to the Warrants pending for conversion as on date;
- Equity Shares proposed to be issued under the present Preferential Issue: 8,00,000 Equity Shares.
- Warrants proposed to be issued under the present Preferential Issue: 2,32,00,000 Warrants, assuming full conversion thereof into Equity Shares.

Accordingly, the Post Preferential Issue shareholding percentage has been computed based on the aforesaid Total Paid-up Equity Shares of 4,20,27,842 Equity Shares.

By Order of the Board
For Raconteur Global Resoucres Limited

Sd/-
Radhika Sood
Company Secretary and Compliance Officer
M No. A80105

Date: 09th September, 2026
Place: Delhi
Regd Off: Royal Palms, 3rd Floor A321- Master Mind 4
Aarey, Borivali, Aareymilk Colony, Mumbai, Goregaon East,
Maharashtra, India, 400065
CIN: L68100MH2018PLC307613
Email id: compliance.rgrl@gmail.com