COCHIN MINERALS AND RUTILE LIMITED (100% E.O.U.)

★★★ THREE STAR EXPORT HOUSE

Regd. Office: P.B.No.73, VIII/224, Market Road, Alwaye-683 101, Kerala, India

Office : 0484 - 2626789 (6 Lines)
Factory : 0484 - 2532186, 2532207
Web : www.cmrlindia.com

E-mail : cmrlexim@cmrlindia.com, info@cmrlindia.com
CIN : L24299KL1989PLC005452

INDIA'S MOST TRUSTED COMPANY

02020B/CMRL/2026/063

September 02, 2026

B S E Ltd,
Regd. Office, Floor 25
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001.

STOCK CODE- COCHRDM 513353
DEMAT ISIN - INE 105D01013

Dear Sir/ Madam,

Sub: 37th Annual General Meeting (AGM) - Notice

Please find enclosed the 37th AGM Notice for the meeting to be held on Friday, 25th day of September, 2026 at 10.30 A.M through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

Notice of the AGM along with Annual Report for the financial year 2025-26 is also uploaded on the Company's website at www.cmrlindia.com.

Kindly take the above information on record.

Yours faithfully,
for COCHIN MINERALS AND RUTILE LIMITED,

Sreedeepa S
Company Secretary & Compliance Officer

COCHIN MINERALS AND RUTILE LTD. ALUVA

Encl: As above

54258

From Nature With Nature Towards Nature

AN ISO 9001:2015 AND ISO 45001:2018 COMPANY GSTIN: 32AABCC1950D1ZD A MODEL ECO-FRIENDLY COMPANY

NOTICE TO THE SHAREHOLDERS

Notice is hereby given that the 37th Annual General Meeting of the members of Cochin Minerals and Rutile Limited will be held on Friday, 25th September, 2026 at 10.30 A.M.(IST) through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM") to transact the following business:

ORDINARY BUSINESS

1. **Adoption of Audited Financial Statements**

   To receive, consider and adopt the audited financial statements of the Company for the financial year ended 31st March, 2026 together with the Reports of the Board of Directors and Auditors, thereon and if thought fit, to pass with or without modification, the following resolution as an Ordinary Resolution:

   "**RESOLVED THAT** the audited standalone financial statements of the Company for the Financial Year ended March 31, 2026, and the reports of the Board of Directors and the Auditors thereon, as circulated to the Members, be and are hereby received, considered and adopted."

2. **Declaration of Dividend**

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

   "**RESOLVED THAT** pursuant to the recommendation of the Board of Directors, a dividend of 80% (Rupee 8/- per equity share of ₹10/- paid up) be and is hereby declared out of the surplus in the Profit and Loss Account."

3. **Appointment of Director** - To appoint a Director in place of Shri. Mundanical Mathew Cherian(DIN:01265695), who retires by rotation and being eligible, offers himself for re-appointment and in this connection,

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

   "**RESOLVED THAT** pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013 read with Articles of Association of the Company, Shri. Mundanical Mathew Cherian (DIN: 01265695),who retire by rotation at this meeting, and being eligible for re-appointment, be and is hereby re-appointed as a Director of the company subject to retirement by rotation."

4. **Appointment of Director** -To appoint a Director in place of Smt. Jaya S Kartha (DIN: 00666957), who retires by rotation and being eligible, offers herself for reappointment and in this connection,

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

   "**RESOLVED THAT** pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013 read with Articles of Association of the Company, Smt. Jaya S Kartha (DIN: 00666957), who retire by rotation at this meeting, and being eligible for re-appointment, be and is hereby re-appointed as Director of the company subject to retirement by rotation."

SPECIAL BUSINESS

5. **Commission to Non-Executive Directors**

   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 197, 198 and any other applicable provisions, if any, of the Companies Act, 2013 ('the Act'), (including all the amendments/ modifications/re-enactments thereof for the time being in force) and Regulation 17(6) of the Securities and Exchange Board of India(Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, consent of the members be and is hereby accorded to pay remuneration by way of commission, to Non-Executive Directors of the Company, (ie. Directors other than Managing Director and/or whole time directors) to be determined by the Board of Directors from time to time, not exceeding 1% of the net profits of the company as computed in the manner laid down in Section 198 of the Act, for the respective financial year, for a period of 3(three) years commencing from 01st April, 2026 to 31st March, 2029.

RESOLVED FURTHER THAT the above remuneration shall be in addition to sitting fees and reimbursement of expenses being paid to such Directors for attending meetings of the Board and/ or Committee(s) thereof.

RESOLVED FURTHER THAT in the event if in any financial year there are no profits or profits are inadequate, the company shall pay to the directors (other than the Managing Director and the Whole-time Director) remuneration by way of Commission in accordance with the limits specified in Schedule V to the Companies Act, 2013, up to ₹3,00,000/-(Rupees Three Lakh only) per annum to each Non-Executive Director.

RESOLVED FURTHER THAT Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things and give such directions, as it may in its absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in this regard."

By Order of the Board,
For COCHIN MINERALS AND RUTILE LIMITED,

Place: Aluva
Date: 22.08.2026

Saran Kartha Sasidharan,
Managing Director
(DIN:02676326)

NOTES:

1. The Explanatory Statement pursuant to Section 102 read with Section 110 of the Companies Act, 2013 (the Act) setting out the material facts and reasons in respect of the special business to be transacted as set out above, is annexed hereto and forming part of this Notice.
2. In view of MCA General Circular No. 03/2025 dated September 22, 2025, read with circulars 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020 read with other relevant circulars, issued by the Ministry of Corporate Affairs (collectively 'MCA circulars') and relevant circulars issued by the Securities Exchange Board of India (SEBI circulars) read with applicable provisions of SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015(SEBI Listing Regulations), the 37th Annual General Meeting (AGM) of the Company is being conducted through VC/OAVM,without the physical presence of members at a common venue. The deemed venue for the AGM shall be the Registered Office of the Company.
3. In terms of the MCA circulars and SEBI circulars, physical attendance of members at the AGM and the requirement of appointment of proxies have been dispensed with. Therefore, the Attendance Slip, Proxy Form and Route Map are not annexed to this notice (the "notice").
4. However, a member may appoint a representative as per applicable provisions of the Act, to attend and vote. In pursuance of Section 113 of the Act and Rules framed there under, the corporate members are entitled to appoint authorized representatives for the purpose of voting through remote e-Voting or for the participation and e-Voting during the AGM, through VC or OAVM. Institutional Shareholders (i.e., other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF / JPG Format) of the relevant Board Resolution / Power of Attorney/ appropriate Authorization Letter together with attested specimen signature(s) of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail through its registered e-mail address to **sivarkn@sepmail.in** with a copy marked to **helpdesk.evoting@cdslindia.com.**
5. The Register of Members and Share Transfer Books of the Company shall remain closed from **19th September, 2026 to 25th September, 2026** (both days inclusive) as per Clause 42 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.
6. Dividend as recommended by the Board of Directors, if declared at the Annual General Meeting will be paid within 30 days from the date of declaration, to those Members whose names appear on the Register of Members, who are KYC compliant, in respect of shares held in physical form as well as in respect of shares held in electronic form as per the details received from the depositories for this purpose as at the close of the business hours on **Friday, 18th September 2026.**
7. Pursuant to the Income Tax Act, 2025, as amended, dividend declared and paid by a company will be taxable in the hands of shareholders and the Company is required to deduct tax at source from dividend paid to shareholders at the prescribed rates. The shareholders are requested to update their valid PAN with the DPs (if shares held in dematerialized form) and the Company/ RTA (if shares are held in physical form). A Resident individual shareholder with PAN and who is not liable to pay income tax can submit a yearly declaration in Form No. 121, to avail the benefit of non-deduction of tax at source by e-mail to **cmrlexim@cmrlindia.com** or **investor.helpdesk@in.mpms. mufg.com** latest by **18th September 2026.** Shareholders are requested to note that in case their PAN is not registered, or having invalid PAN, the tax will be deducted at a higher rate prescribed under section 397(2) of the Act, as applicable. Non-resident shareholders [including Foreign Institutional Investors (FIIs)/Foreign Portfolio Investors (FPIs)]can avail beneficial rates under tax treaty between India and their country of tax residence, subject to providing necessary documents i.e. No Permanent Establishment and Beneficial Ownership Declaration, Tax Residency Certificate, Copy of electronically filed Form 41, any other document which may be required to avail the tax treaty benefits. For this purpose the shareholder may submit the above documents (PDF/JPG Format) by e-mail to **cmrlexim@cmrlindia.com** or **investor.helpdesk@in.mpms.mufg. com** latest by **18th September 2026.**

8. Members are requested to address all correspondence including change of address and dividend matters to the Registrars and Share Transfer Agents of the Company, M/s. MUFG Intime India Private Limited (formerly known as Link Intime India Private Ltd.),"Surya",35, Mayflower Avenue, Behind Senthil Nagar, Sowripalayam Road, Coimbatore -641028 Phone: 0422-4958995/2539835/836, Email: **investor.helpdesk@in.mpms.mufg.com**

9. Members who wish to claim dividends, which remain unclaimed, are requested to correspond with Company Secretary/Share Transfer Agents of the Company. Members are requested to note that in terms of Section 124 (5) of the Companies Act, 2013 dividends not claimed within seven years from the date of transfer to the Company's Unpaid Dividend Account, as per the Companies Act, will be transferred to the Investor Education and Protection Fund of the Central Government and no claim shall lie against the fund. The particulars of unclaimed/ unpaid dividend declared for the financial year 2019-2020, 2021-2022, 2022-2023, 2023-2024 and 2024-2025 are given below:

Financial Year ended 31st March	Date of Declaration	Expected date of transfer of unpaid dividend to IEPF
2020	04.02.2020	03.02.2027
2022	01.09.2022	31.08.2029
2023	15.09.2023	14.09.2030
2024	24.08.2024	23.08.2031
2025	08.08.2025	07.08.2032

In view of this, the members are requested to claim their dividends from the Company, within the stipulated timeline. The members, whose unclaimed dividends and / or shares have been transferred to IEPF, may claim the same by filing form IEPF-5 along with the required documents.

10. Additional information in respect of Directors seeking appointment / reappointment as required under Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 entered into with Stock Exchange and as per SS-2 are provided as **Annexure** to this notice.

11. As per the green initiative taken by the Ministry of Corporate Affairs, the shareholders are advised to register their e-mail address with the company in respect of shares held in physical form and with concerned Depository Participant (DP) in respect of shares held in electronic form to enable the Company to serve documents in electronic form.

12. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. If a Member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/ she may submit the same in Form ISR-3 or SH-14 as the case may be. Members are requested to submit the said details to their DP in case the shares are held by them in electronic form and to MUFG Intime India Private Limited, in case the shares are held in physical form. The said forms can be downloaded from the Company's website under **https://cmrlindia.com/isr-forms/**

13. Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022 has mandated the listed companies to issue securities in dematerialized form only, subject to folio being KYC compliant, while processing service requests viz. 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; transmission and transposition. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR – 4. 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. Members can contact the Company or Company's Registrar and Transfer Agents, MUFG Intime India Private Limited for assistance in this regard.

14. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the company.

15. Members holding shares under multiple folios in the identical order of names are requested to consolidate their holdings into one folio.

16. In case of joint holders attending the meeting, only such joint holder, who is higher in the order of names, will be entitled to vote at the meeting.

17. Members seeking any information with regard to the financial statements or any matter to be placed at the AGM are requested to write to the Company on or before 18th September, 2026 through email on **cmrlexim@cmrlindia.com**, which shall be replied to by the Company suitably.

18. The Board of Directors has appointed Mr. P. Sivakumar, (Membership No. FCS: 3050, C.P. No. 2210), Managing Partner, M/s. SEP & Associates, Company Secretaries, as Scrutinizer to scrutinize e-voting process including remote e-voting in a fair and transparent manner and to ascertain requisite majority.

19. The Scrutinizer shall, immediately after the conclusion of voting at the Annual General Meeting unblock the votes casted through remote e-voting/e-voting during the AGM and submit, not later than 48 hours of conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes casted in favor or against, if any, to the Chairman of the Company or by a Person authorized by him who shall countersign the same.

20. The Scrutinizer shall submit his Report to the Chairman and the result declared will be placed on the company's website: **www.cmrlindia.com** and a copy will be forwarded to the BSE Ltd., where the shares of the Company are listed.

INSTRUCTIONS FOR ELECTRONIC VOTING ('e-voting')

1. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA General Circular No. 03/2025 dated September 22, 2025, read with circulars dated September 19, 2024, September 25, 2023, December 28, 2022, May 05, 2022, December 14, 2021, January 13, 2021, May 05, 2020, April 13, 2020 and April 8, 2020, and the relevant SEBI circulars, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.

2. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice.

3. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.

4. In compliance with the aforesaid MCA Circulars and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024, October 7, 2023, January 5, 2023, May 13, 2022, January 15, 2021 and May 12, 2020, read with SEBI Listing Regulations, Notice of the AGM along with the Annual Report 2025-26 is being sent only through electronic mode to those Members whose e-mail id is registered with the Company/Depository Participants. Members may note that the notice of the AGM and the Annual Report 2025-26 will also be available on the website of the Company at **www.cmrlindia.com** and can also be accessed from the website of the Stock Exchange i.e. BSE Limited at **www.bseindia.com.** The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. **www.evotingindia.com.**

THE INSTRUCTIONS OF SHAREHOLDERS FOR REMOTE E–VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:

Step1 : Access through Depositories CDSL/NSDL e-voting system in case of individual shareholders holding shares in demat mode.

Step2 : Access through CDSL e-voting system in case of shareholders holding shares in physical mode and non individual shareholders in demat mode.

(i) The remote e- voting period begins at **9:00 A.M on Tuesday, 22nd September, 2026 and ends at 5:00 P.M on Thursday, 24th September, 2026.** During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on **Friday, 18th September, 2026** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

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

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

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

Step1: Access through Depositories CDSL/NSDL e-voting system in case of individual shareholders holding shares in demat mode.

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with **CDSL Depository**	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach eVoting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsl website **www.cdslindia.com** and click on Login icon and My Easi New (Token) Tab. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at cdsl website **www.cdslindia.com** and click on login & My Easi New (Token) Tab and then click on registration option. 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on **www.cdslindia.com** home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-Voting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with **NSDL Depository**	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: **https://eservices.nsdl.com** either on a Personal Computer or on a mobile. Once the home page of e-Services

	is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at **https://eservices.nsdl.com.** Select "Register Online for IDeAS "Portal or click at **https://eservices.nsdl.comSecureWeb/IdeasDirectReg.jsp** 3) Visit the e-Voting website of NSDL. Open web browser by typing the following **URL: https://www.evoting.nsdl.com/** either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 4) For OTP based login you can click on **https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp.** You will have to enter your 8-digit DP ID, 8-DIGIT Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be

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

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

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

Login type	**Helpdesk details**
Individual Shareholders holding securities in Demat mode with **CDSL**	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at **helpdesk.evoting@cdslindia.com** or contact at toll free no.**1800 21 09911**
Individual Shareholders holding securities in Demat mode with **NSDL**	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at **evoting@nsdl.com** or call at toll free no.: **022-4886 7000** and **022-2499 7000.**

Step 2: Access through Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

(v) Login method for e-Voting and joining virtual meetings **for Physical shareholders and shareholders other than individual holding in Demat form**.

1. The shareholders should log on to the e-voting website **www.evotingindia.com**.
2. Click on "Shareholders" module.
3. Now enter your User ID,

a. For CDSL: 16 digits beneficiary ID,
b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

4. Next enter the Image Verification as displayed and Click on Login.
5. If you are holding shares in demat form and had logged on to **www.evotingindia.com** and voted on an earlier e-voting of any company, then your existing password is to be used.
6. If you are a first time user follow the steps given below:

For Physical shareholders and other than individual shareholders holding shares in Demat.	
PAN	Enter your 10 digit alphanumeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical share-holders). • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details **OR** Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. • If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field.

vi. After entering these details appropriately, click on "SUBMIT" tab.

vii. Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

viii. For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

ix. Click on the EVSN for the relevant COCHIN MINERALS AND RUTILE LTD on which you choose to vote.

x. On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

xi. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

xii. After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

xiii. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

xiv. You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

xv. If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

xvi. There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

xvii. **Additional Facility for Non – Individual Shareholders and Custodians- For Remote Voting only.**

- Non-Individual Shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to **www.evotingindia.com** and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to **helpdesk.evoting@cdslindia.com.**
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically and can be delink in case of any wrong mapping.
- It is mandatory that a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual Shareholders are required to mandatorily send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; **cmrlexim@cmrlindia.com**, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to **investor.helpdesk@in.mpms.mufg.com.**
2. For Demat shareholders -Please update your email id & mobile no. with your respective **Depository Participant (DP)**
3. **For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.**

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM AND E-VOTING DURING THE MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for e-voting.

2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast **7 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at (**cmrlexim@cmrlindia.com**). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **7 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at (**cmrlexim@cmrlindia.com**). These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to **helpdesk.evoting@cdslindia.com** or contact at 1800 21 09911.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Asst. Vice President (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to **helpdesk.evoting@cdslindia.com** or call **toll free no. 1800 21 09911.**

Statement of material facts in terms of Section 102(1) of the Companies Act, 2013

Item No. 5

The Non-Executive Directors of the company include professionals, scientists and corporate executives and business men having rich experience in functional areas such as corporate governance, finance, taxation and company law, chemical industry, business strategy and development. They actively contribute to strategic decision-making, statutory compliance and corporate governance.

The Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, have strengthened the regulatory requirements thereby enhanced board accountability. The role and responsibilities of the Board particularly Non-Executive Directors have increased and requiring more time commitments and attention. The Board is of the opinion that adequate compensation be paid to Non-Executive Directors.

In view of the Sections 197 and 198 and other relevant provisions of the Companies Act, 2013, regulation 17(6) of Securities and Exchange Board of India(Listing Obligations and Disclosure Requirements) Regulations, 2015 and taking into account the roles and responsibilities of the Non-Executive Directors, it is proposed to pay remuneration by way of commission collectively to all the Non-Executive Directors of the company, a sum not exceeding 1% (one percent) per annum of the Net Profits of the company, as prescribed under Section 197 of the Companies Act, 2013 and wherein the Net Profits shall be computed in the manner laid down in Section 198 of the Companies Act, 2013. The quantum of remuneration payable to each of the Non-Executive Directors shall be fixed and decided by the Board of Directors after considering the recommendation of Nomination and Remuneration Committee. The payment of commission shall be in addition to the sitting fees payable to such Directors for attending meetings of the Board and/or Committee(s) thereof or for any other purpose whatsoever as may be decided by the Board and reimbursement of expenses for participation in the Board and/or Committee meetings.

In the event there are no profits or profits are inadequate , the company shall pay to Non-Executive Directors of the company commission by way remuneration in accordance with Schedule V to the Companies Act, 2013 up to R 3lakhs per annum to each Non–Executive Director. An approval for paying commission not exceeding 1% of the Net profits of the company was granted by shareholders in the 34th general meeting held on 15th September 2023 for a period of five years commencing 01.04.2022. In supersession of the resolution passed on 15th September 2023, the Board recommends passing the Resolution, set out at Item No. 5 of the Notice, to be passed as an Oridnary Resolution by the Members.

Non-Executive Directors of the Company and their relatives may be deemed to be concerned or interested in the proposed Resolution to the extent of commission that may be received by them. Mr. Saran Kartha Sasidharan, (DIN: 02676326), Managing Director and Mr.Anil Ananda Panicker, (DIN: 05214837), Executive Director of the Company, being the relatives of Mrs. Jaya S Kartha(DIN: 00666957), are concerned or interested, to the extent of commission, in the proposed Resolution.

None of other Key Managerial Personnel of Company and their relatives are concerned or interested, financially or otherwise in the said resolution.

Disclosure as required under Schedule V to the Companies Act, 2013 is given under:

I. General Information

1.	Nature of Industry	Mineral Processing
2.	Date or expected date of commencement of commercial production	The company is in commercial production since the year 1993
3.	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not Applicable
4.	Financial performance based on given indicators	As per audited financial statements
5.	Foreign investments or collaborations, if any.	Nil

II. Information about the Non Executive Directors

Name: Rabinarayan Patra (DIN: 00917044)

1.	Background Details	Dr. Rabinarayan Patra is a freelance consultant on process technologies development of extracting titanium, zirconium and rare earth elements from their ores, refining them to their elemental pure form by hydro-metallurgical processes such as fractional precipitation, solvent extraction etc. along with mining and mineral beneficiation process technologies of heavy mineral beach sands, and related areas. Dr. Patra holds PhD and graduation degree in Chemical Engineering from IIT, Kharagpur.
2.	Past Remuneration	As per details given in Corporate Governance Report forming part of the Annual Report.
3.	Recognition or awards	NA
4.	Job profile and his suitability	Dr Patra is former Chairman & Managing Director, Indian Rare Earth Limited (IREL), Mumbai, past President and honorary member of Indian Institute of Metals, Kolkata. He is a also a Fellow of The Institution of Engineers (India). Dr. Patra has also served as an Independent Director on the Board of Fertilizers & Chemicals Travancore Limited, Kerala and has been associated with various committees and organizations, including NITI Aayog, CSIR laboratories and the International Atomic Energy Agency (IAEA).

		Dr. Patra joined Bhabha Atomic Research Centre (BARC) in 1977 after graduating in Chemical Engineering from IIT Kharagpur and obtained his Ph.D. from IIT Bombay in 1988. He has held senior positions in BARC and IREL and superannuated as CMD of IREL in 2015. His professional experience includes mining and mineral processing, environmental clearances, pollution control, business development, marketing, project execution, corporate planning, corporate governance, industrial relations and international business. He has also been involved in technology development and transfer, consultancy assignments, and national and international seminars.
5.	Remuneration Proposed	Commission to all non-executive directors, not exceeding in aggregate 1% per annum of the net profit of the Company and in the case of no profits or inadequate profit, as per Schedule V of the Companies Act, 2013 up to ₹3lakhs per annum for a period of three years from 01st April, 2026 to 31st March, 2029.
6.	Comparative remuneration profile with respect to industry, size of the company, profile of the position and person	Taking into account the size of the Company, profile, position, responsibility and the current performance, the proposed remuneration is in line with the current remuneration structure of the industry.
7.	Pecuniary relationship directly or indirectly with the company, or relation with the managerial personnel, if any	No.

Name: V Vinod Kamath (DIN: 10700232)

1.	Background Details	Mr. V Vinod Kamath, is a Fellow Member of the Institute of Chartered Accountants of India (FCA) and holds a Bachelor's degree in Commerce. He is a practicing Chartered Accountant and Partner of M/s. G Venugopal Kamath & Co., Kochi.
2.	Past Remuneration	As per details given in Corporate Governance Report forming part of the Annual Report.
3.	Recognition or awards	NA
4.	Job profile and his suitability	Mr. V Vinod Kamath was a member of Board of Directors of State Bank of Travancore, Mr. V Vinod Kamath was

		a member of various committees of the Institute of Chartered Accountants of India, New Delhi, viz.Committee on commerce education and career Counselling,Perspective Planning Group of Southern India Regional Council, Study Group of the "Practitioners Guide to Audit of Small Entities of ICAI.
5.	Remuneration Proposed	Commission to all non-executive directors, not exceeding in aggregate 1% per annum of the net profit of the Company and in the case of no profits or inadequate profit, as per Schedule V of the Companies Act, 2013 up to ₹3lakhs per annum for a period of three years from 01st April, 2026 to 31st March, 2029.
6.	Comparative remuneration profile with respect to industry, size of the company, profile of the position and person	Taking into account the size of the Company, profile, position, responsibility and the current performance, the proposed remuneration is in line with the current remuneration structure of the industry.
7.	Pecuniary relationship directly or indirectly with the company, or relation with the managerial personnel, if any	No.

Name: Yogindunath S (DIN: 02905727)

1.	Background Details	Mr. Yogindunath S, is a Fellow Member of the Institute of Company Secretaries of India, equipped with a law degree from MG University. He is having more than 15 years of experience in practice and has a proven track record in corporate governance, compliance, and legal matters. Mr. Yogindunath offers comprehensive secretarial services including secretarial audits, corporate governance advisory, compliance management and litigation support.
2.	Past Remuneration	As per details given in Corporate Governance Report forming part of the Annual Report.
3.	Recognition or awards	NA
4.	Job profile and his suitability	A pioneer in the media industry, Yogindunath served as a cornerstone in the establishment of Indiavision Satellite

		Communications Limited, Kerala's leading news channel. His instrumental role in the channel's inception, growth and operational launch stand as a testament to his hard work and dedication. Subsequently, From March 2006 until January 2010, Yogindunath took on the mantle of Manager for the MCA21 project in Kerala. His adept leadership from the project's inception was instrumental in its successful implementation. His ability to navigate complexities and address stakeholder concerns underscores his exceptional project management skills. A seasoned practitioner, Yogindunath makes regular appearance before the National Company Law Tribunal (NCLT) and National Company Law Appellate Tribunal (NCLAT). His understanding of corporate law and secretarial practices is evident in his contributions to the field, as showcased through his presentations on e-filing at esteemed platforms organized by ICAI and articles published in the Chartered Secretary journal of ICSI. Currently, he is the Co-Founder and Director of M/s. Directus Consultants Private Limited and a Partner of M/s. BVR & Associates Company Secretaries LLP.
5.	Remuneration Proposed	Commission to all non-executive directors, not exceeding in aggregate 1% per annum of the net profit of the Company and in the case of no profits or inadequate profit, as per Schedule V of the Companies Act, 2013 up to ₹3lakhs per annum for a period of three years from 01st April, 2026 to 31st March, 2029.
6.	Comparative remuneration profile with respect to industry, size of the company, profile of the position and person	Taking into account the size of the Company, profile, position, responsibility and the current performance, the proposed remuneration is in line with the current remuneration structure of the industry.
7.	Pecuniary relationship directly or indirectly with the company, or relation with the managerial personnel, if any	No.

Name: Venkitraman Anand (DIN: 07446834)

1.	Background Details	Mr. Venkitraman Anand has extensive experience across diverse business and functional areas including CXO level management roles. He is a Bachelor of Commerce (B.Com.) and Completed 18 month Business Leadership Programme from the Indian Institute of Management, Bengaluru.
2.	Past Remuneration	As per details given in Corporate Governance Report forming part of the Annual Report.
3.	Recognition or awards	NA
4.	Job profile and his suitability	Mr. Venkitraman Anand, with around four decades of invaluable work experience in diverse business and functional areas, has had the privilege of working with prestigious corporations throughout his career. He is a seasoned leader with over a decade of experience in CXO level management roles, bringing wealth of expertise, strategic vision and a proven record of accomplishment of driving organizational success. He has made significant contributions to esteemed organizations such as Parry Agro Industries Limited, Aspinwall and Co. Ltd, Harrisons Malayalam Ltd. as the CEO and Whole-Time Director. He was the past President of The Cochin Chamber of Commerce and Industries and engaged with Confederation of Indian Industries (CII), equipped with a deep understanding of industry trends, regulatory frameworks and the importance of corporate governance.
5.	Remuneration Proposed	Commission to all non-executive directors, not exceeding in aggregate 1% per annum of the net profit of the Company and in the case of no profits or inadequate profit, as per Schedule V of the Companies Act, 2013 up to ₹3lakhs per annum for a period of three years from 01st April, 2026 to 31st March, 2029.
6.	Comparative remuneration profile with respect to industry, size of the company,	Taking into account the size of the Company, profile, position, responsibility

	profile of the position and person	and the current performance, the proposed remuneration is in line with the current remuneration structure of the industry.
7.	Pecuniary relationship directly or indirectly with the company, or relation with the managerial personnel, if any	No.

Name: Shri. Mundanical Mathew Cherian (DIN: 01265695)

1.	Background Details	Shri. Mundanical Mathew Cherian, is one of the promoters of the Company. A Diploma holder in Hotel Management from the Institute of Hotel Management & Catering, Bombay, Mr. Cherian is engaged in the business of Hotels, Restaurants, export, import and international trade. He is also the Chairman and Managing Director of Naduvile Idom Hospitality Private Limited.
2.	Past Remuneration	As per details given in Corporate Governance Report forming part of the Annual Report.
3.	Recognition or awards	NA
4.	Job profile and his suitability	Mr. Cherian is engaged in the business Hotels, Restaurants, export, import and international trade. He is also the Chairman and Managing Director of Naduvile Idom Hospitality Private Limited.
5.	Remuneration Proposed	Commission to all non-executive directors, not exceeding in aggregate 1% per annum of the net profit of the Company and in the case of no profits or inadequate profit, as per Schedule V of the Companies Act, 2013 up to ₹3lakhs per annum for a period of three years from 01st April, 2026 to 31st March, 2029.
6.	Comparative remuneration profile with respect to industry, size of the company, profile of the position and person	Taking into account the size of the Company, profile, position, responsibility and the current performance, the proposed remuneration is in line with the current remuneration structure of the industry.
7.	Pecuniary relationship directly or indirectly with the company, or relation with the managerial personnel, if any	Mr. Mundanical Mathew Cherian is one of the promoters of the company and holds 299204 shares of the company. Mr.Nabiel Mathew Cherian (DIN:03619760), Non-Executive Director is his relative.

Name: Smt. Jaya S Kartha (DIN: 00666957)

1.	Background Details	Smt. Jaya S. Kartha, a Post Graduate, is the wife of Dr. S. N. Sasidharan Kartha, Promoter. She is also the member of the promoter group of the Company and has considerable experience in business.
2.	Past Remuneration	As per details given in Corporate Governance Report forming part of the Annual Report.
3.	Recognition or awards	NA
4.	Job profile and his suitability	Smt. Jaya S Kartha is the director of M/s Empower India Capital Investments Pvt. Ltd., M/s Sach Exports Pvt. Ltd. And M/s. Sasja India Private Limited and has considerable experience in business.
5.	Remuneration Proposed	Commission to all non-executive directors, not exceeding in aggregate 1% per annum of the net profit of the Company and in the case of no profits or inadequate profit, as per Schedule V of the Companies Act, 2013 up to ₹3lakhs per annum for a period of three years from 01st April, 2026 to 31st March, 2029.
6.	Comparative remuneration profile with respect to industry, size of the company, profile of the position and person	Taking into account the size of the Company, profile, position, responsibility and the current performance, the proposed remuneration is in line with the current remuneration structure of the industry.
7.	Pecuniary relationship directly or indirectly with the company, or relation with the managerial personnel, if any	Mrs. Jaya S Kartha is a member of the promoter group and holds 386740 shares of the company. Managing Director Mr.Saran Kartha Sasidharan (DIN:02676326) and Executive Director Mr. Anil Ananda Panicker (DIN:05214837) are her relatives.

Name: Nabiel Mathew Cherian (DIN:03619760)

1.	Background Details	Mr. Nabiel Mathew Cherian, is a B.Com. Graduate with MBA(Finance) from Gannon University, USA and MS (Accounting and Taxation) from University of Hartford U S A, having expertise in the field of Management of Hospitality Business.He is also a member of the promoter group.
2.	Past Remuneration	As per details given in Corporate Governance Report forming part of the Annual Report.

3.	Recognition or awards	NA
4.	Job profile and his suitability	Mr. Nabiel Mathew Cherian has more than 11 years of experience in the management & administration of Hospitality business.
5.	Remuneration Proposed	Commission to all non-executive directors, not exceeding in aggregate 1% per annum of the net profit of the Company and in the case of no profits or inadequate profit, as per Schedule V of the Companies Act, 2013 up to ₹3lakhs per annum for a period of three years from 01st April, 2026 to 31st March, 2029.
6.	Comparative remuneration profile with respect to industry, size of the company, profile of the position and person	Taking into account the size of the Company, profile, position, responsibility and the current performance, the proposed remuneration is in line with the current remuneration structure of the industry.
7.	Pecuniary relationship directly or indirectly with the company, or relation with the managerial personnel, if any	Mr. Nabiel Mathew Cherian is holding 1300 shares of the company. Mr. Mundanical Mathew Cherian (DIN:01265695), Non- Executive Director is his relative.

Name: Rajesh Jacob (DIN: 06443594)

1.	Background Details	Mr. Rajesh Jacob, is a Cost Management Accountant, is working as DGM (F&A)& CCO in KSIDC, the promotional agency of the Government of Kerala and a middle layer NBFC, owned by the State Government. He is in the service of KSIDC for more than 25 years, handling various portfolios including Project Finance, Recovery etc.
2.	Past Remuneration	As per details given in Corporate Governance Report forming part of the Annual Report.
3.	Recognition or awards	NA
4.	Job profile and his suitability	Mr. Rajesh Jacob is working as DGM (F&A)& CCO in KSIDC, a middle layer NBFC, owned by Government of Kerala. He is in the service of KSIDC for more than 25 years handling various portfolios including Project Finance, Recovery etc.
5.	Remuneration Proposed	Commission to all Non-Executive Directors, not exceeding in aggregate 1% per annum of the net profit of the Company and in the case of no profits or inadequate profit,

		as per Schedule V of the Companies Act, 2013 up to ₹3lakhs per annum for a period of three years from 01st April, 2026 to 31st March, 2029.
6.	Comparative remuneration profile with respect to industry, size of the company, profile of the position and person	Taking into account the size of the Company, profile, position, responsibility and the current performance, the proposed remuneration is in line with the current remuneration structure of the industry.
7.	Pecuniary relationship directly or indirectly with the company, or relation with the managerial personnel, if any	Nominating authority KSIDC holds 10,50,000 shares of the company.

III. Other information:

(1) Reasons of loss or inadequate profits: Inadequate profit for the FY 2025-2026 is due to decrease in sales volume.

(2) Steps taken or proposed to be taken for improvement: The company has taken steps to boost sales volume, expand market base and diversify its product portfolio.

(3) Expected increase in productivity and profits in measurable terms: The management team is executing a series of initiatives aimed at enhancing the operational efficiency and financial profitability of the Company. Concurrently, both overall productivity and net corporate profits are expected to rise.

IV. Disclosures:

The necessary disclosures required under Part IV of Section II of Part II of Schedule V to the Companies Act, 2013 are disclosed in the Corporate Governance report to the extent applicable.

Annexure to notice of AGM

Additional information on Directors seeking appointment/re-appointment in the Annual General Meeting scheduled on 25.09.2026 as required pursuant to Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standards-2 on General Meetings, issued by the Institute of Company Secretaries of India.

Name: Shri. Mundanical Mathew Cherian (DIN: 01265695)

1.	Name	Shri. Mundanical Mathew Cherian
2.	Date of Birth / Age	07/09/1951, 74years
3.	Educational Qualification	Diploma holder in Hotel Management from the Institute of Hotel Management & Catering, Mumbai.
4.	Expertise in functional area	Mr.Cherian, is one of the promoters of the Company. A Diploma holder in Hotel Management from the Institute of Hotel Management & Catering, Bombay, Mr. Cherian is engaged in Hotels, Restaurants, export, import and international trade. He is also the Chairman and Managing Director of Naduvile Idom Hospitality Private Limited.
5.	Date of first appointment on Board	18/08/1989
6.	Brief Resume including Experience	Mr. Cherian is engaged in Hotels, Restaurants, export, import and international trade. He is also the Chairman and Managing Director of Naduvile Idom Hospitality Private Limited.
7.	Directorship held in other Companies	M/s Naduvile Idom Hospitality Private Limited. M/s Kerala Rare Earths and Minerals Limited.
8.	Listed entities from which the Director has resigned from Directorship in the last 3(three) years	Nil
9.	No. of shares held in the Company. (Own/For other persons on a beneficial basis)	2,99,204
10.	Relationship with other Directors, Manager and other Key Managerial personnel of the Company	Shri. Nabiel Mathew Cherian (Son)
11.	No. of Board meetings attended during the previous year (2025-26) as director	5
12.	Details of membership in the Committee of the Board of the company.	Member of Stake holder Relationship Committee
13.	Details of membership in Committee/s of the Board of other companies*	Nil
14.	Terms and conditions of appointment/ re-appointment including remuneration	As per company policies

*Membership in committee denotes mandatory committees as per Companies Act, 2013.

Annexure to notice of AGM

Additional information on Directors seeking appointment/re-appointment in the Annual General Meeting scheduled on 25.09.2026 as required pursuant to Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standards-2 on General Meetings, issued by the Institute of Company Secretaries of India.

Name: Smt. Jaya S Kartha (DIN: 00666957)

1.	Name	Smt. Jaya S. Kartha
2.	Date of Birth / Age	09/05/1959, 67 years.
3.	Educational Qualification	Post Graduate
4.	Expertise in functional area	Smt. Jaya S. Kartha, a Post Graduate, is the wife of Dr. S. N. Sasidharan Kartha, Promoter. She is also a member of the promoter group of the Company and has considerable experience in business.
5.	Date of first appointment on Board	20/01/2001
6.	Brief Resume including Experience	Smt. Jaya S Kartha is the director of M/s Empower India Capital In-vestments Pvt. Ltd., M/s Sach Exports Pvt. Ltd. And M/s. Sasja India Private Limited and has considerable experience in business.
7.	Directorship held in other Companies	M/s Empower India Capital Investments Pvt. Ltd. M/s Sach Exports Pvt. Ltd. M/s. Sasja India Private Limited.
8.	Listed entities from which the Director has resigned from Directorship in the last 3(three) years	NA
9.	No. of shares held in the Company. (Own/For other persons on a beneficial basis)	3,86,740
10.	Relationship with other Directors, Manager and other Key Managerial personnel of the Company	Shri. Saran Kartha Sasidharan (Son) Shri. Anil Ananda Panicker (Son In-Law)
11.	No. of Board meetings attended during the previous year (2025-26) as director	5
12.	Details of membership in the Committee of the Board of the company.	NA
13.	Details of membership in Committee/s of the Board of other companies*	Nil
14.	Terms and conditions of appointment/ re-appointment including remuneration	As per company policies

*Membership in committee denotes mandatory committees as per Companies Act, 2013.

By Order of the Board,
For COCHIN MINERALS AND RUTILE LIMITED,

Place: Aluva
Date: 22.08.2026

Saran Kartha Sasidharan,
Managing Director.
(DIN: 02676326)