Fine Organic Industries Limited

Regd. Office
Fine House, Anandji Street, Off M. G. Road,
Ghatkopar East, Mumbai 400 077, India.

CIN : L24119MH2002PLC136003
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Web: www.fineorganics.com

FINE ORGANICS

Date: July 27, 2026

To **BSE Limited** Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001	To **National Stock Exchange of India Limited** Plot No. C/1, "6" Block, Exchange Plaza Bandra Kurla Complex, Bandra (East) Mumbai - 400 051

Security Code: 541557 **Symbol: FINEORG**

Sub: Notice of the 24th Annual General Meeting ('AGM') of the Company for FY 2025-26

Dear Sir/Madam,

Pursuant to Regulation 30 read with Schedule III Part A Para A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, attached herewith is the Notice along with the Explanatory Statement of the 24th AGM of the Company to be held on Tuesday, August 18, 2026 at 11:00 a.m. (IST) through Video Conferencing / Other Audio Visual Means.

We request you to disseminate the above information on your website.

Thanking you,

For Fine Organic Industries Limited

POOJA BHAVESH LOHOR

Digitally signed by POOJA BHAVESH LOHOR
Date: 2026.07.27 20:48:53 +05'30'

Pooja Lohor
Company Secretary and Compliance Officer
Membership No. A28397

Encl: as above

Notice of Annual General Meeting

NOTICE IS HEREBY GIVEN THAT THE TWENTY-FOURTH (24TH) ANNUAL GENERAL MEETING ("AGM") OF MEMBERS OF FINE ORGANIC INDUSTRIES LIMITED ("THE COMPANY") WILL BE HELD ON TUESDAY, AUGUST 18, 2026, AT 11:00 A.M. (IST) THROUGH VIDEO CONFERENCING ("VC") / OTHER AUDIO-VISUAL MEANS ("OAVM") TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS:

1. **Adoption of Standalone Financial Statements for the Financial Year 2025-26**

   To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2026, together with the Reports of the Board of Directors and Auditors thereon.

2. **Adoption of Consolidated Financial Statements for the Financial Year 2025-26**

   To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2026, together with the Report of the Auditors thereon.

3. **Declaration of Final Dividend for the Financial Year 2025-26**

   To declare a Final Dividend of ₹ 11/- (Rupees Eleven only) per equity share of face value of ₹ 5/- each for the Financial Year 2025-26;

4. **Appointment of Mr. Nikhil Kamat (DIN: 00107233) as a Director, liable to retire by rotation**

   To appoint Mr. Nikhil Kamat (DIN: 00107233), who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

5. **Ratification of the remuneration payable to the Cost Auditors for the Financial Year 2026-27.**

   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 148(3) and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and the Companies (Cost Records and Audit) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the remuneration of ₹ 4,00,000/- (Rupees Four Lakhs Only) excluding all taxes and reimbursement of out-of-pocket expenses payable to M/s. Y. R. Doshi & Associates, Cost Accountants, having Firm Registration No. 000286, appointed by the Board of Directors on the recommendation of the Audit Committee as Cost Auditors to conduct the audit of the cost records of the Company for the Financial Year ending March 31, 2027, be and is hereby ratified."

6. **Appointment of Mr. Shailendra Nadkarni (DIN: 03401830) as Non-Executive and Independent Director of the Company**

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

   "RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') read with Schedule IV to the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014, and pursuant to Regulation 17 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations"), as amended from time to time, and in accordance with the Articles of Association of the Company, and based on the recommendation of the Nomination and Remuneration Committee and the approval of the Board of Directors of the Company at their meetings held on May 12, 2026 and May 19, 2026, respectively, Mr. Shailendra Nadkarni (DIN: 03401830), who was appointed as an Additional Director in the capacity of Non-Executive Independent Director of the Company with effect from May 19, 2026, pursuant to Section 161 of the Act, and who holds office up to the date of this Annual General Meeting and who meets the criteria for independence prescribed under Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations, and is eligible for appointment and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Act, proposing his candidature for the office of Director, be and is hereby appointed as a Non-Executive Independent Director of the Company, not liable to retire by rotation, to hold office for a first term of 5 (five) consecutive years with effect from May 19, 2026, upto May 18, 2031 (both days inclusive).

   RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof) be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution."

7. **Revision in the remuneration of Mr. Mukesh Shah (DIN: 00106799), Chairman and Whole-Time Director of the Company**

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

"RESOLVED THAT in partial modification of Resolution no. 9 passed by the Members of the Company at the 20th Annual General Meeting held on August 23, 2022, and pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') read with Schedule V to the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and pursuant to the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Listing Regulations') [including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force], the Articles of Association of the Company and based on the recommendation of the Nomination and Remuneration Committee and Board of Directors of the Company at their meetings held on May 12, 2026 and May 19, 2026, respectively, approval of the Members of the Company be and is hereby accorded for revision in the salary payable to Mr. Mukesh Shah (DIN: 00106799) - Chairman and Whole Time Director of the Company, with effect from April 01, 2026 as set out below:

Name and Designation	Revised Remuneration
Mr. Mukesh Shah – Chairman and Whole-Time Director	Salary of ₹ 56,35,000/- (Rupees Fifty-Six Lakhs Thirty-Five Thousand only) per month or such higher salary as may be determined by the Audit Committee, Board of Directors and/or Nomination and Remuneration Committee, not exceeding ₹ 75,00,000/- (Rupees Seventy-Five Lakhs only) per month, with effect from April 01, 2026, till the end of his remaining tenure.

RESOLVED FURTHER THAT save and except for the aforesaid revision in salary payable to Mr. Mukesh Shah, all other terms and conditions relating to his re-appointment, including other components of remuneration, as approved by the Members at the 20th Annual General Meeting of the Company, shall remain unchanged and continue to be in full force and effect.

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as "the Board", which term shall be deemed to include any Committee thereof) be and is hereby authorised to vary, alter, revise or modify the remuneration payable to Mr. Mukesh Shah within the limits approved herein and in accordance with the provisions of the Act, Schedule V thereto, the Listing Regulations and other applicable laws, subject to such approvals as may be required.

RESOLVED FURTHER THAT notwithstanding anything contained herein and in the event of loss or inadequacy of profits in any Financial Year during the remaining tenure of Mr. Mukesh Shah, remuneration as set out above be paid or granted to him as minimum remuneration, subject to the applicable provisions of Section 197 read with Schedule V of the Act and other applicable provisions, if any.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, matters and things and take all such steps as may be considered necessary, expedient, proper or desirable for the purpose of giving effect to this resolution."

8. **Revision in the remuneration of Mr. Jayen Shah (DIN: 00106919), Managing Director of the Company**

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

"RESOLVED THAT in partial modification of Resolution no. 10 passed by the Members of the Company at the 20th Annual General Meeting held on August 23, 2022, and pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions of the Companies Act, ('the Act') read with Schedule V to the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and pursuant to the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Listing Regulations') [including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force], the Articles of Association of the Company and based on the recommendation of the Nomination and Remuneration Committee and Board of Directors of the Company at their meetings held on May 12, 2026 and May 19, 2026 respectively, approval of the Members

Notice of Annual General Meeting (Contd.)

of the Company be and is hereby accorded for revision in the salary payable to Mr. Jayen Shah (DIN: 00106919) - Managing Director of the Company, with effect from April 01, 2026 as set out below:

Name and Designation	Revised Remuneration
Mr. Jayen Shah – Managing Director	Salary of ₹ 56,35,000/- (Rupees Fifty-Six Lakhs Thirty-Five Thousand only) per month or such higher salary as may be determined by the Audit Committee, Board of Directors and/or Nomination and Remuneration Committee, not exceeding ₹ 75,00,000/- (Rupees Seventy-Five Lakhs only) per month with effect from April 01, 2026, till the end of his remaining tenure.

RESOLVED FURTHER THAT save and except for the aforesaid revision in salary payable to Mr. Jayen Shah, all other terms and conditions relating to his re-appointment, including other components of remuneration, as approved by the Members at the 20th Annual General Meeting of the Company, shall remain unchanged and continue to be in full force and effect.

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as "the Board", which term shall be deemed to include any Committee thereof) be and is hereby authorised to vary, alter, revise or modify the remuneration payable to Mr. Jayen Shah within the limits approved herein and in accordance with the provisions of the Act, Schedule V thereto, the Listing Regulations and other applicable laws, subject to such approvals as may be required.

RESOLVED FURTHER THAT notwithstanding anything contained herein and in the event of loss or inadequacy of profits in any Financial Year during the remaining tenure of Mr. Jayen Shah, remuneration as set out above be paid or granted to him as minimum remuneration, subject to the applicable provisions of Section 197 read with Schedule V of the Act and other applicable provisions, if any.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, matters and things and take all such steps as may be considered necessary, expedient, usual or proper to give full effect to the above resolution."

9. Revision in the remuneration of Mr. Tushar Shah (DIN: 00107144), Whole-Time Director and Chief Executive Officer of the Company

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

"RESOLVED THAT in partial modification of Resolution no. 11 passed by the Members of the Company at the 20th Annual General Meeting held on August 23, 2022, and pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') read with Schedule V to the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and pursuant to the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Listing Regulations') [including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force], the Articles of Association of the Company and based on the recommendation of the Nomination and Remuneration Committee and Board of Directors of the Company at their meetings held on May 12, 2026 and May 19, 2026, respectively, approval of the Members of the Company be and is hereby accorded for revision in the salary payable to Mr. Tushar Shah (DIN: 00107144) – Whole Time Director and Chief Executive Officer of the Company with effect from April 01, 2026, as set out below:

Name and Designation	Revised Remuneration
Mr. Tushar Shah – Whole-Time Director and Chief Executive Officer	Salary of ₹ 56,35,000/- (Rupees Fifty-Six Lakhs Thirty-Five Thousand only) per month or such higher salary as may be determined by the Audit Committee, Board of Directors and/or Nomination and Remuneration Committee not exceeding ₹ 75,00,000/- (Rupees Seventy-Five Lakhs only) per month with effect from April 01, 2026, till the end of his remaining tenure.

RESOLVED FURTHER THAT except for the above change in the salary of Mr. Tushar Shah, all other terms and conditions of his re-appointment, including other components of remuneration, as approved by the Members at the 20th Annual General Meeting of the Company, shall remain unchanged and continue to be in full force and effect.

RESOLVED FURTHER THAT the Board of Directors (hereinafter referred to as "the Board", which term shall be deemed to include any Committee thereof) be and is hereby authorised to vary, alter, revise or modify modify the remuneration payable to Mr. Tushar Shah within the limits approved herein and in accordance with the provisions of the Act, Schedule V thereto, the Listing Regulations and other applicable laws, subject to such approvals as may be required.

RESOLVED FURTHER THAT notwithstanding anything contained herein and in the event of loss or inadequacy of profits in any Financial Year during the remaining tenure of Mr. Jayen Shah, remuneration as set out above be paid or granted to him as minimum remuneration, subject to the applicable provisions of Section 197 read with Schedule V of the Act and other applicable provisions, if any.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, matters and things and take all such steps as may be considered necessary, expedient, usual or proper to give full effect to the above resolution."

10. **Revision in the remuneration of Mr. Bimal Shah (DIN: 03424880), Whole-Time Director of the Company**

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

"**RESOLVED THAT** in partial modification of Resolution no. 12 passed by the Members of the Company at the 20th Annual General Meeting held on August 23, 2022, and pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') read with Schedule V to the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and pursuant to the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015('the Listing Regulations') [including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force], the Articles of Association of the Company and based on the recommendation of the Nomination and Remuneration Committee and Board of Directors of the Company at their meetings held on May 12, 2026 and May 19, 2026, respectively, approval of the Members of the Company be and is hereby accorded for revision in the salary payable to Mr. Bimal Shah (DIN: 03424880) – Whole Time Director of the Company with effect from April 01, 2026 as set out below:

Name and Designation	Revised Remuneration
Mr. Bimal Shah - Whole-Time Director	Salary of ₹ 56,35,000/- (Rupees Fifty-Six Lakhs Thirty-Five Thousand only) per month or such higher salary as may be determined by the Audit Committee, Board of Directors and/or Nomination and Remuneration Committee, not exceeding ₹ 75,00,000/- (Rupees Seventy-Five Lakhs only) per month with effect from April 01, 2026, till the end of his remaining tenure.

RESOLVED FURTHER THAT save and except for the aforesaid revision in salary payable to Mr. Bimal Shah, all other terms and conditions relating to his re-appointment, including other components of remuneration, as approved by the Members at the 20th Annual General Meeting of the Company, shall remain unchanged and continue to be in full force and effect.

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as "the Board", which term shall be deemed to include any Committee thereof) be and is hereby authorised to vary, alter, revise or modify the remuneration payable to Mr. Bimal Shah within the limits approved herein and in accordance with the provisions of the Act, Schedule V thereto, the Listing Regulations and other applicable laws, subject to such approvals as may be required.

RESOLVED FURTHER THAT notwithstanding anything contained herein and in the event of loss or inadequacy of profits in any Financial Year during the remaining tenure of Mr. Bimal Shah, remuneration as set out above be paid or granted to him as minimum remuneration, subject to the applicable provisions of Section 197 read with Schedule V of the Act and other applicable provisions, if any.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, matters and things and take all such steps as may be considered necessary, expedient, usual or proper to give full effect to the above resolution."

Notice of Annual General Meeting (Contd.)

11. Revision in the remuneration of Mr. Nikhil Kamat (DIN: 00107233), Whole-Time Director of the Company

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

"**RESOLVED THAT** in partial modification of Resolution no. 8 passed by the Members of the Company at the 20th Annual General Meeting held on August 23, 2022, pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') read with Schedule V to the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and pursuant to the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Listing Regulations') [including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force], the Articles of Association of the Company and based on the recommendation of the Nomination and Remuneration Committee and Board of Directors of the Company at their meetings held on May 12, 2026, and May 19, 2026, respectively , approval of the Members of the Company be and is hereby accorded for revision in the salary payable to Mr. Nikhil Kamat (DIN: 00107233) – Whole Time Director of the Company with effect from April 01, 2026, as set out below:

Name and Designation	Revised Remuneration
Mr. Nikhil Kamat – Whole-Time Director	Salary of ₹ 23,00,000/- (Rupees Twenty-Three Lakhs only) per month or such higher salary as may be decided by the Board and/or Nomination and Remuneration Committee of the Board not exceeding ₹ 40,00,000/- (Rupees Forty Lakhs only) per month with effect from April 01, 2026, till the end of his remaining tenure.

RESOLVED FURTHER THAT save and except for the aforesaid revision in salary payable to Mr. Nikhil Kamat, all other terms and conditions relating to his re-appointment, including other components of remuneration, as approved by the Members at the 20th Annual General Meeting of the Company, shall remain unchanged and continue to be in full force and effect.

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as "the Board", which term shall be deemed to include any Committee thereof) be and is hereby authorised to vary, alter, revise or modify the remuneration payable to Mr. Nikhil Kamat within the limits approved herein and in accordance with the provisions of the Act, Schedule V thereto, the Listing Regulations and other applicable laws, subject to such approvals as may be required.

RESOLVED FURTHER THAT notwithstanding anything contained herein and in the event of loss or inadequacy of profits in any Financial Year during the remaining tenure of Mr. Nikhil Kamat, remuneration as set out above be paid or granted to him as minimum remuneration, subject to the applicable provisions of Section 197 read with Schedule V of the Act and other applicable provisions, if any.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, matters and things and take all such steps as may be considered necessary, expedient, proper or desirable for the purpose of giving effect to this resolution."

By order of the Board of Directors
For Fine Organic Industries Limited

Pooja Lohor
Company Secretary and Compliance Officer
Membership No: A28397

Date: May 19, 2026
Place: Mumbai

Registered Office:
FINE ORGANIC INDUSTRIES LIMITED
CIN: L24119MH2002PLC136003
Fine House, Anandji Street,
Off M.G. Road, Ghatkopar East,
Mumbai - 400 077, Maharashtra, India
Tel: +91-22-21025000,
E-mail: investors@fineorganics.com
Website: www.fineorganics.com

NOTES:

1. The Ministry of Corporate Affairs ('MCA') has vide its General Circular No. 03/2025 dated September 22, 2025, read with General Circular No. 14/2020 dated April 08, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 5, 2020 and General Circular No. 09/2023 dated September 25, 2023, 09/2024 dated September 19, 2024 (collectively referred to as 'MCA Circulars') permitted the holding of the Annual General Meeting ('AGM') through VC/ OAVM without physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 ('the Act'), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Listing Regulations') and the MCA Circulars, the 24th AGM of the Company is being held through VC/ OAVM.

2. In terms of the MCA Circulars, the physical attendance of Members has been dispensed with and there is no requirement for the appointment of proxies. Accordingly, the facility for appointment of proxies by the Members will not be available for the Annual General Meeting and hence the Proxy Form and Attendance Slip are not annexed to this Notice. As per the MCA Circulars, Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act. Since the AGM will be held through VC/OAVM, the Route Map does not form part of the Notice.

3. Institutional / Corporate Shareholders (i.e. other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorisation etc. authorising its representative to attend the AGM through VC / OAVM on its behalf and to vote either through remote e-voting or during AGM together with attested specimen signature(s) of the duly authorised representative(s). The said Resolution / Authorisation shall be sent electronically through the registered email address to the Scrutiniser at co.secretaries@gmail.com with a copy marked to evoting@kfintech.com. The scanned image of the above-mentioned documents should be in the naming format "Corporate Name Even No."

4. The Explanatory Statements pursuant to Section 102 of the Act setting out material facts concerning the business under Items Nos 5 to 11 of the Notice are annexed hereto. The relevant details, pursuant to Regulation 36(3) of the Listing Regulations and the Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of the Director seeking re-appointment and the appointment of a Non-Executive Independent Director at this AGM, are also annexed to the Notice.

5. In compliance with the relevant circulars issued by Ministry of Corporate Affairs, Securities Exchange Board of India and in accordance with the Act and the Listing Regulations, Notice of the AGM along with the Annual Report FY 2025-26 is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/KFin Technologies Limited /Depositories. Members may note that the Notice and Annual Report have been disclosed on the website of the Company at www.fineorganics.com and are also available on the websites of the Stock Exchanges at www.bseindia.com and www.nseindia.com and on the website of KFin Technologies Limited (KFintech) at https://evoting.kfintech.com. The physical copy of the Annual Report 2025-26 will be sent to the Shareholders based on the specific request received.

   As per Regulation 36(1)(b) of the Listing Regulations, as amended, a letter containing the web-link, including the exact path, where complete details of the Annual Report are available, is being sent to all the Shareholders who have not registered their Email IDs with the Company or Depository Participants or Registrar & Transfer Agent (RTA), Kfintech of the Company.

6. The Company has fixed Friday, July 31, 2026, as the "Record Date" for determining the entitlement of Members to the final dividend for the Financial Year ended March 31, 2026, if approved at the AGM.

7. If the final dividend for the FY 2025-26, as recommended by the Board of Directors, is approved at the AGM, payment of such dividend will be paid on and from 6th day after the conclusion of the AGM, to those members whose names appear in the Register of Members and Register of Beneficial Owners in respect of shares held in dematerialised form as per the

Notice of Annual General Meeting (Contd.)

data as may be made available by the NSDL and the Central Depository Services (India) Limited ("CDSL"), collectively "Depositories", as of end of Record Date on Friday, July 31, 2026.

8. Members holding shares in dematerialised form are requested to intimate all changes pertaining to their bank details, such as bank account number, name of the bank and branch details, MICR code and IFSC code, mandates, nominations, power of attorney, change of address, change of name, e-mail address, contact numbers, PAN etc., to their Depository Participant (DP). Changes intimated to the DP will then be automatically reflected in the Company records, which will help the Company and the Company's Registrar and Transfer Agent, KFintech to provide efficient and better services.

SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated March 16, 2023, has made it mandatory for shareholders holding shares in physical form to furnish PAN, KYC (i.e., postal address with pin code, email address, mobile number, bank account details, specimen signature, Demat account details) and their nominee details to the KFintech. Further details and relevant forms to update the above-mentioned are available on the Company's website at https://www.fineorganics.com/investor-kyc-updation/

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 demat form only 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, Shareholders are requested to make service requests by submitting a duly filled and signed Form ISR – 4, the format of which is available on the Company's website under the weblink at https://www.fineorganics.com/investor-kyc-updation/

9. As per Regulation 40 of the Listing Regulations, as amended, securities of listed companies can be transferred, transmitted and transposed only in dematerialised form. In view of this and to eliminate all risks associated with physical shares, members are requested to hold the shares in dematerialised form.

10. As per the provisions of Section 72 of the Act, the facility for making a 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. Members are requested to submit the said form to their Depository Participant (DP) in case the shares are held in electronic form and to KFintech in case the shares are held in physical form.

11. In terms of the provisions of Section 124 and other applicable provisions of the Companies Act, 2013, the amount of dividend not encashed or claimed within 7 (Seven) years from the date of its transfer to the unpaid dividend account is required to be transferred to the Investor Education and Protection Fund ('IEPF') established by the Central Government. Members who have not yet encashed their dividend warrant(s) pertaining to the final dividend for the Financial Year 2018 -19 onwards are requested to lodge their claims with the Company or with the Registrar and Share Transfer Agent ('RTA') of the Company at the earliest.

12. Pursuant to the SEBI (Listing Obligations and Disclosure Requirements) (Fifth Amendment) Regulations, 2025 notified on November 18, 2025, read with Regulation 12 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, payment of dividend shall be made only through electronic mode and no payable-at-par warrants, cheques or demand drafts shall be issued by the Company. Members are therefore requested to ensure that their bank account details are updated with the Depository Participant(s)/Registrar and Share Transfer Agent of the Company to enable seamless electronic credit of dividend.

13. Attention of Members is invited to the provisions of Section 124(6) of the Companies Act, 2013 read with Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 amended from time to time ('IEPF Rules'), which inter alia requires the Company to transfer the Equity Shares, on which the dividend has remained unpaid or unclaimed for a continuous period of 7 (Seven) years, to IEPF. The said shares, once transferred to IEPF, can be claimed after following due procedure prescribed under the IEPF Rules.

14. Pursuant to Section 101 and Section 136 of the Act read with the relevant Rules made thereunder, to support the 'Green Initiative' announced by the Government of India; read with applicable circulars, the Company is sending the Annual Report, Notice of the AGM and e-voting instructions only in electronic form to the registered email addresses of the Members. Therefore, those Members who have not yet registered their email addresses or who have become Members post sending this Notice of AGM are requested to get their email addresses registered by following the procedure given below:

i. Those Members who have not registered their email address, mobile numbers, address and bank details (including any changes thereof) may please contact and validate/update their details with their respective Depository Participant(s) for shares held in electronic form.

ii. Member may send an email request at the email id einward.ris@kfintech.com along with scanned copy of the signed request letter providing the email address, mobile number, self-attested PAN copy and Client Master copy for electronic folios for sending the Annual report, Notice of AGM and the e-voting instructions by email.

iii. Members only desiring to download the Annual Report and Notice of the AGM, may visit the website of the Company www.fineorganics.com or the websites of the Stock Exchanges i.e. National Stock Exchange of India Limited and BSE Limited at www.nseindia.com and www.bseindia.com respectively, or the website of the RTA viz. https://evoting.kfintech.com/ for the same.

15. Pursuant to the Finance Act, 2020, dividend income is taxable in the hands of the Members and the Company is required to deduct Tax at source (TDS) / Withholding tax from dividend paid to the Shareholder's at rates prescribed in the Income Tax Act, 2025 ("IT Act"). The Shareholders are requested to update their PAN with the Company / Registrar and Transfer Agent (in case of shares held in physical mode) and with the Depository Participants (in case of shares held in demat mode). However, no tax shall be deducted on the dividend payable to a resident individual Shareholder's if the total dividend to be received during Tax Year 2026-27 does not exceed ₹ 10,000/-. The applicable TDS / Withholding rate would vary depending on the shareholder's residential status, availability of valid PAN, tax treaty benefits (in case of non-resident shareholder's), special exemption, if any, and the documents submitted by them and accepted by the Company. Accordingly, the above referred Final Dividend will be paid after deducting TDS / Withholding Tax as applicable.

16. A Resident individual Shareholder's 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 sending an email to investors@fineorganics.com latest by 11:59 p.m. (IST) on August 07, 2026. Shareholders are requested to note that in case their PAN is not registered OR PAN is not linked with AADHAR, the tax will be deducted at a higher rate of 20%.

17. Non-resident Shareholders can avail beneficial rates under tax treaty between India and their country of residence, subject to providing necessary documents i.e. Tax Residency Certificate, Valid PAN, E-filled Form 41, No Permanent Establishment and Beneficial Ownership Declaration, and SEBI registration certificate in case of Foreign Institutional Investors (FIIs) / Foreign portfolio Investors (FPIs) which may be required to avail the tax treaty benefits by sending an email to investors@fineorganics.com The aforesaid declarations and documents need to be submitted by the Shareholders latest by 11:59 p.m. (IST) on August 07, 2026.

18. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act, and the relevant documents referred to in the Notice will be available electronically for inspection by the Members from the date of circulation of this Notice upto the date of AGM i.e. August 18, 2026. Members seeking to inspect such documents can send an email to investors@fineorganics.com

Notice of Annual General Meeting (Contd.)

19. Voting through electronic means

Pursuant to the provisions of section 108 of the Companies Act, 2013 read with, Rule 20 of Companies (Management and Administration) Rules, 2014 (amended from time to time) and sub-regulation (1) & (2) of Regulation 44 of the Listing Regulations, the Company is pleased to provide Members, the facility to exercise their right to vote on resolutions proposed to be considered at the 24th AGM by electronic means and has engaged the services of KFintech to provide the facility of casting the votes by the Members using an electronic voting system from a place other than venue of the AGM ('remote e-voting') as well as e-voting at the AGM through VC/OAVM ('e-voting at the AGM').

Remote E-voting Schedule: The remote e-voting period commences on Thursday, August 13, 2026, from 9:00 a.m. and ends on Monday, August 17, 2026, at 5:00 p.m. During this period, the Members of the Company holding shares in physical form or in dematerialised form, as on the cut-off date, being Tuesday, August 11, 2026, may cast their vote by electronic means in the manner and process set out herein below. The e-voting module shall be disabled for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently.

The instructions and other information relating to remote e-voting are as under:

i. In compliance with the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of the Listing Regulations and in terms of SEBI vide circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 09, 2020, in relation to e-Voting Facility Provided by Listed Entities, the Members are provided with the facility to cast their vote electronically, through the e-Voting services provided by KFintech, on all the resolutions set forth in this Notice. The instructions for e-Voting are given here in below.

ii. However, in pursuant to SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 09, 2020 on "e-Voting facility provided by Listed Companies", e-Voting process has been enabled to all the individual demat account holders, by way of single login credential, through their demat accounts / websites of Depositories / DPs in order to increase the efficiency of the voting process.

iii. Individual demat account holders would be able to cast their vote without having to register again with the e-Voting service provider (ESP) thereby not only facilitating seamless authentication but also ease and convenience of participating in e-Voting process. Shareholders are advised to update their mobile number and e-mail ID with their DPs to access e-Voting facility.

iv. The voting rights of Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date.

v. Any person holding shares in physical form and non-individual shareholders, who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at evoting@Kfintech.com. However, if he / she is already registered with KFintech for remote e-Voting then he /she can use his / her existing User ID and password for casting the vote.

vi. In case of Individual Shareholders holding securities in demat mode and who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date may follow steps mentioned below under "Login method for remote e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode."

vii. The details of the process and manner for remote e-Voting and e-AGM are explained herein below:

Step 1: Access to Depositories e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2: Access to KFintech e-Voting system in case of shareholders holding shares in physical and non-individual shareholders in demat mode.

Step 3: Access to join virtual meetings(e-AGM) of the Company on KFin system to participate e-AGM and vote at the AGM.

Details on Step 1 are mentioned below:

I. Login method for remote e-Voting for Individual shareholders holding securities in demat mode.

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL	**1. User already registered for IDeAS facility:** i. Visit URL: https://eservices.nsdl.com ii. Click on the "Beneficial Owner" icon under "Login" under 'IDeAS' section. iii. On the new page, enter User ID and Password. Post successful authentication, click on "Access to e-Voting" iv. Click on the Company name or e-Voting service provider and you will be redirected to the e-Voting service provider website for casting the vote during the remote e-Voting period. **2. User not registered for IDeAS e-Services** i. To register click on link : https://eservices.nsdl.com ii. Select "Register Online for IDeAS" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp iii. Proceed with completing the required fields. iv. Follow steps given in points 1. **3. Alternatively, by directly accessing the e-Voting website of NSDL** i. Open URL: https://www.evoting.nsdl.com/ ii. Click on the icon "Login" which is available under the 'Shareholder/Member' section. iii. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number held with NSDL), Password / OTP and a Verification Code as shown on the screen. iv. Post successful authentication, you will be requested to select the name of the Company and the e-Voting Service Provider name, i.e. KFintech. v. On successful selection, you will be redirected to KFintech e-Voting page for casting your vote during the remote e-Voting period.
Individual Shareholders holding securities in demat mode with CDSL	**1. Existing user who has opted for Easi / Easiest** i. Visit URL: https://web.cdslindia.com/myeasitoken/home/login OR URL: www.cdslindia.com ii. Click on New System Myeasi iii. Login with your registered user id and password. iv. The user will see the e-Voting Menu. The Menu will have links of ESP i.e. KFintech e-Voting portal. v. Click on e-Voting service provider name to cast your vote.

Notice of Annual General Meeting (Contd.)

Type of shareholders	Login Method
	2. User not registered for Easi/Easiest i. Option to register is available at https://web.cdslindia.com/myeasitoken/home/login OR URL: www.cdslindia.com ii. Proceed with completing the required fields. iii. Follow the steps given in point 1 **3. Alternatively, by directly accessing the e-Voting website of CDSL** i. Visit URL: www.cdslindia.com ii. Provide your demat Account Number and PAN No. iii. System will authenticate the user by sending OTP on the registered Mobile & Email as recorded in the demat Account. iv. After successful authentication, the user will be provided with links for the respective ESP, i.e., KFintech, where the e- Voting is in progress.
Individual Shareholder login through their demat accounts / Website of the Depository Participant	i. You can also login using the login credentials of your demat account through your DP registered with NSDL /CDSL for the e-Voting facility. ii. Once logged in, you will be able to see the 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 the e-Voting feature. iii. Click on options available against company name or e-Voting service provider – Kfintech and you will be redirected to the e-Voting website of KFintech for casting your vote during the remote e-Voting period without any further authentication.

Important note: Members who are unable to retrieve User ID / Password are advised to use Forgot user ID and Forgot Password option available at respective websites.

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at: 022 - 4886 7000 and 022 - 2499 7000
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request to helpdesk.evoting@cdslindia.com or contact at toll-free no. 1800 22 55 33

Details on Step 2 are mentioned below:

II. Login method for e-Voting for shareholders other than Individual's shareholders holding securities in demat mode and shareholders holding securities in physical mode.

A. Members whose email IDs are registered with the Company/ Depository Participants (s), will receive an email from KFintech, which will include details of E-Voting Event Number (EVEN), USER ID and password. They will have to follow the following process:

i. Launch the internet browser by typing the URL: https://evoting.kfintech.com/

ii. Enter the login credentials (i.e. User ID and password). In case of a physical folio, User ID will be EVEN (E-Voting Event Number) 9945, followed by the folio number. In case of a Demat account, User ID will be your DP ID and Client ID. However, if you are already registered with KFintech for e-voting, you can use your existing User ID and password for casting the vote.

iii. After entering these details appropriately, click on "LOGIN".

iv. You will now reach the password change menu, wherein you are required to mandatorily change your password. The new password shall comprise a minimum of 8 characters with at least one upper case (A- Z), one lower case (a-z), one numeric value (0-9) and a special character (@,#,$, etc.). The system will prompt you to change your password and update your contact details, like mobile number, email ID, etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.

v. You need to login again with the new credentials.

vi. On successful login, the system will prompt you to select the "EVEN" i.e., '9945- AGM, ' and click on "Submit"

B. Members whose email IDs are not registered with the Company/Depository Participants(s), and consequently the Annual Report, Notice of AGM and e-voting instructions cannot be serviced, will have to follow the following process:

Procedure for Registration of email and Mobile: securities in physical mode

Physical shareholders are hereby notified that, based on SEBI Circular number: SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37, dated March 16, 2023, all holders of physical securities in listed companies shall register the postal address with PIN for their corresponding folio numbers. It shall be mandatory for the security holders to provide a mobile number. Moreover, to avail online services, the security holders can register their email ID. The holder can register/update the contact details by submitting the requisite ISR 1 form along with the supporting documents.

ISR 1 Form can be obtained by following the link: https://ris.kfintech.com/clientservices/isc/isrforms.aspx

ISR Form(s) and the supporting documents can be provided by any one of the following modes.

a) Through 'In Person Verification' (IPV): the authorised person of the RTA shall verify the original documents furnished by the investor and retain copy (ies) with IPV stamping with date and initials; or

b) Through hard copies, which are self-attested, which can be shared at the address below; or

Name	KFIN Technologies Limited
Address	Selenium Building, Tower-B, Plot No 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddy, Telangana India - 500 032.

c) Through electronic mode with e-sign by following the link: https://ris.kfintech.com/clientservices/isc/default.aspx#

Detailed FAQ can be found on the link: https://ris.kfintech.com/faq.html

For more information on updating the email and Mobile details for securities held in electronic mode, please reach out to the respective DP(s), where the DEMAT a/c is being held.

d) After receiving the e-voting instructions, please follow all steps as applicable to you in this point no. 17 to cast your vote by electronic means.

Details on Step 3 are mentioned below:

Instructions for all the shareholders, including Individual, other than Individual and Physical, for attending the AGM of the Company through VC/OAVM and e-Voting during the meeting.

i. On the voting page, enter the number of shares (which represents the number of votes) as on the Cut-off Date under "FOR/AGAINST" or alternatively, you may partially enter any number in "FOR" and partially "AGAINST", but the total number in "FOR/AGAINST" taken together shall not exceed your total shareholding as mentioned herein above. You may also choose the option ABSTAIN. If the

Notice of Annual General Meeting (Contd.)

Member does not indicate either “FOR” or “AGAINST” it will be treated as “ABSTAIN” and the shares held will not be counted under either head.

ii. Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/ demat account.

iii. Voting has to be done for each item of the notice separately. In case you do not desire to cast your vote on any specific item, it will be treated as abstained.

iv. You may then cast your vote by selecting an appropriate option and click on “Submit”.

v. A confirmation box will be displayed. Click “OK” to confirm else “CANCEL” to modify. Once you have voted on the resolution (s), you will not be allowed to modify your vote. During the voting period, Members can login any number of times till they have voted on the Resolution(s).

vi. Member will be provided with a facility to attend the AGM through VC / OAVM platform provided by KFintech. Members may access the same at https://emeetings.kfintech.com/ by using the e-voting login credentials provided in the email received from the Company/ KFintech. After logging in, click on the Video Conference tab and select the EVEN of the Company. Click on the video symbol and accept the meeting etiquette to join the meeting. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned above.

vii. Facility for joining the AGM through VC/OAVM shall open 15 minutes before the scheduled time for commencement of the AGM and shall be closed after the expiry of 15 minutes after such scheduled time.

viii. Members are encouraged to join the Meeting through Laptops/ Desktops with Google Chrome (preferred browser), Safari, Internet Explorer, Microsoft Edge and Mozilla Firefox 22.

ix. Members will be required to grant access to the webcam to enable VC / OAVM. Further, Members connecting from Mobile Devices or Tablets or through a Laptop connecting via Mobile Hotspot may experience Audio/ Video loss due to fluctuation in their respective network. It is therefore recommended to use a stable Wi-Fi or LAN Connection to mitigate any of the aforesaid glitches.

x. As the AGM is being conducted through VC / OAVM, for the smooth conduct of proceedings of the AGM, Members are encouraged to express their views / send their queries in advance, mentioning their name, demat account number/folio number, and email id. Questions / queries received by the Company till August 17, 2026, 5:00 p.m. (IST) shall only be considered and responded during the AGM.

xi. The Members who have not cast their vote through remote e-voting shall be eligible to cast their vote through the e-voting system available during the AGM. E-voting during the AGM is integrated with the VC / OAVM platform. The Members may click on the voting icon displayed on the screen to cast their votes.

xii. A Member can opt for only a single mode of voting, i.e., through Remote e-voting or voting at the AGM. If a Member casts votes by both modes, then voting done through Remote e-voting shall prevail and the vote at the AGM shall be treated as invalid.

xiii. Facility of joining the AGM through VC / OAVM shall be available for at least 2000 members on a first-come, first-served basis.

xiv. Institutional Members are encouraged to attend and vote at the AGM through VC / OAVM.

OTHER INSTRUCTIONS

1. **Speaker Registration:** The Members who wish to speak during the meeting may register themselves as speakers for the AGM to express their views. They can visit https://emeetings.kfintech.com and login through the user id and password provided in the mail received from Kfintech. On successful login, select ‘Speaker Registration’ which will opened from Thursday, August 13, 2026, 9:00 a.m. (IST) till Monday, August 17, 2026, 5:00 p.m. (IST). Members shall be provided a ‘queue number’ before the meeting. The Company reserves the right to restrict the speakers at the AGM to only those Members who have registered themselves, depending on the availability of time for the AGM.

2. **Post your Question:** The Members who wish to post their questions prior to the meeting can do the same by visiting https://emeetings.kfintech.com. Please login through the user id and password provided in the mail received from Kfintech. On successful login, select ‘Post Your Question’ option which will opened from Thursday, August 13, 2026, 9:00 a.m. (IST) till Monday,

August 17, 2026, 5:00 p.m. (IST). The members may alternatively express their views or post questions on investors@fineorganics.com within the aforesaid time period.

3. In case of any query and/or grievance, in respect of voting by electronic means, Members may refer to the Help & Frequently Asked Questions (FAQs) and E-voting user manual available at the download section of https://evoting.kfintech.com (KFintech Website) or contact Mr. Anandan K, at evoting@kfintech.com or call KFintech's toll-free No. 1-800-309-4001 for any further clarifications.

4. The Members, whose names appear in the Register of Members/list of Beneficial Owners as on Tuesday, August 11, 2026, being the cut-off date, are entitled to vote on the Resolutions set forth in this Notice. A person who is not a Member as of the cut-off date should treat this Notice for information purposes only. Once the vote on a resolution(s) is cast by the Member, the Member shall not be allowed to change it subsequently.

5. In case a person has become a Member of the Company after dispatch of AGM Notice but on or before the cut-off date for E-voting, he/she may obtain the User ID and Password in the manner as mentioned below:

6. If the e-mail address or mobile number of the member is registered against Folio No. / DP ID Client ID, then on the home page of https://evoting.kfintech.com/ the member may click "Forgot Password" and enter Folio No. or DP ID, Client ID and PAN to generate a password.

7. Members who may require any technical assistance or support before or during the AGM are requested to contact KFintech at toll-free number 1-800-309-4001 or write to them at evoting@kfintech.com.

8. If the mobile number of the Member is registered against Folio No. / DP ID Client ID, the Member may send SMS: MYEPWD <space> E-Voting Event number+ Folio No. (in case of physical shareholders) or DP ID Client ID (in case of Demat shareholders) to 9212993399.

Example for NSDL	MYEPWD<SPACE> IN12345612345678
Example for CDSL	MYEPWD <SPACE> 1402345612345678
Example for physical	MYEPWD <SPACE> XXX1234567890

9. The Board of Directors has appointed Mr. Kartik Shah, Proprietor of M/s. KS & Associates, Company Secretaries (FCS No. 5732 and CP No. 5163) as a Scrutiniser to scrutinise the e-voting process in a fair and transparent manner.

10. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon 3 unsuccessful attempts to key in the correct password. In such an event, you will need to go through the 'Forgot User Details/Password' option available on https://evoting.kfintech.com to reset the password.

11. The Scrutiniser shall, immediately after the conclusion of voting at the AGM, first count the votes cast during the AGM, thereafter unblock the votes cast through remote e-voting and make within two working days from the conclusion of AGM, a consolidated Scrutiniser's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing, who shall countersign the same.

12. The Results declared along with the Scrutiniser's Report(s) will be available on the website of the Company www.fineorganics.com and on e-voting at https://evoting.kfintech.com and will be communicated to the BSE Limited. and the National Stock Exchange of India Limited within two working days from the conclusion of the AGM.

Notice of Annual General Meeting (Contd.)

Summarised information at a glance:

Particulars	Details
Time and Date of AGM	Tuesday, August 18, 2026, at 11:00 a.m. (IST)
Venue/Mode	Through video conference at below link: https://emeetings.kfintech.com/
Final dividend recommended for FY 2025-26	₹ 11/- per equity share
Cut-off date for e-voting	Tuesday, August 11, 2026
E-voting Start time and date	Thursday, August 13, 2026, 9:00 a.m. (IST)
E-voting end time and date	Monday, August 17, 2026, 5:00 p.m. (IST)
E-voting website links (Please use as applicable to you)	https://evoting.kfintech.com https://eservices.nsdl.com https://web.cdslindia.com/myeasitoken/home/login
E-voting Event Number (EVEN)	9945
Contact details of RTA	Mr. Anandan K, Senior Manager KFin Technologies Limited Selenium Building, Tower B, Plot 31 and 32, Financial District, Nanakramguda, Serilingampally, Hyderabad – 500 032, Telangana, India Email ids: einward.ris@kfintech.com; Anandan.k@kfintech.com Website: https://www.kfintech.com Toll free number 1-800-309-4001.

By order of the Board of Directors
For Fine Organic Industries Limited

Pooja Lohor
Company Secretary and Compliance Officer
Membership No: A28397

Date: May 19, 2026
Place: Mumbai

Registered Office:
FINE ORGANIC INDUSTRIES LIMITED
CIN: L24119MH2002PLC136003
Fine House, Anandji Street,
Off M.G. Road, Ghatkopar East,
Mumbai - 400 077, Maharashtra, India
Tel: +91-22-21025000,
E-mail: investors@fineorganics.com
Website: www.fineorganics.com

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

As required under Section 102 of the Companies Act, 2013 ("the Act"), the following statements set out material facts about the Special Business at Item Nos. 5 to 11 of the Notice.

Item No. 5

Ratification of the remuneration payable to the Cost Auditors for the Financial Year 2026-27

Upon recommendation of the Audit Committee, the Board of Directors of the Company in its meeting held on May 19, 2026, has, based upon the eligibility and consent to act as such, re-appointed M/s Y. R. Doshi & Associates, Cost Accountants, having Firm Registration No. 000286, as the Cost Auditors of the Company for conducting the audit of the cost records of the Company for the Financial Year ending March 31, 2027.

The Audit Committee and the Board of Directors of the Company have approved remuneration of ₹ 4,00,000/- (Rupees Four Lakhs Only) to M/s Y. R. Doshi & Associates, Cost Accountants, excluding all taxes and reimbursement of out-of-pocket expenses for the FY 2026-27.

Pursuant to Section 148 of the Companies Act, 2013, read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, Members of the Company are required to ratify the remuneration to be paid to the Cost Auditors of the Company.

Accordingly, the consent of the Members is sought by way of an Ordinary Resolution as set out in Item No. 5 of the Notice for ratification of the remuneration payable to the Cost Auditors for conducting the audit of the cost records of the Company for the Financial Year ending March 31, 2027.

None of the Directors, Key Managerial Personnel of the Company and their Relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution set out in Item No. 5 of the Notice.

The Board recommends the Resolution under Item No. 5 of the Notice for approval of the Members as an Ordinary Resolution.

Item No. 6

Appointment of Mr. Shailendra Nadkarni (DIN: 03401830) as Non-Executive and Independent Director of the Company

Pursuant to Section 161 of the Companies Act, 2013, ("the Act"), the Board of Directors of the Company, at its meeting held on May 19, 2026, based on the recommendation of the Nomination and Remuneration Committee ("NRC"), appointed Mr. Shailendra Nadkarni (DIN: 03401830), as an Additional Director in the capacity of Non-Executive and Independent Director of the Company, with effect from May 19, 2026 for a term of 5 (five) consecutive years till May 18, 2031, subject to approval of the Members, under Section 149, 150 and 152 of the Companies Act, 2013.

Pursuant to Regulation 17(1C) of the Listing Regulations, approval of Members for appointment of Mr. Shailendra Nadkarni as a Non- Executive and Independent Director is required to be obtained at the next General Meeting or within a period of three months from the date of his appointment, whichever is earlier.

The Company has received notice under Section 160 of the Act from a Member signifying his intention to propose the candidature of Mr. Shailendra Nadkarni (DIN: 03401830) as a Non-Executive and Independent Director of the Company. The Company has received a declaration from Mr. Shailendra Nadkarni confirming that he meets the criteria of independence as provided under Section 149(6) of the Act and Regulation 16 (1)(b) of the Listing Regulation. In terms of Regulation 25(8) of the Listing Regulations, he has also confirmed that he is not aware of any circumstance or situation that exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties as an Independent Director without any external influence. Further, Mr. Shailendra Nadkarni is not disqualified from being appointed as a Director in terms of Section 164 of the Act, nor is he debarred from holding the office of a Director by virtue of any SEBI order or any other such authority and has successfully registered himself in the Independent Director's Data Bank maintained by the Indian Institute of Corporate Affairs.

In the opinion of the Board, Mr. Shailendra Nadkarni fulfils the conditions specified in the Act, the Rules framed thereunder, the Listing Regulations and such other applicable laws for being appointed as an Independent Director of the Company and is independent of the management. The Board noted that his skills, experience and expertise are aligned with the role and capabilities identified by the NRC and that he is eligible for appointment as a Non-Executive and Independent Director of the Company.

Brief resume of Mr. Shailendra Nadkarni pursuant to Regulation 36 of the Listing Regulations and Secretarial Standard 2 on General Meeting is provided below:

Notice of Annual General Meeting (Contd.)

Shailendra Nadkarni is a distinguished banking professional with over 31 years of experience across Corporate Banking, Project Finance, Retail Banking, MSME & Agri Finance, IT & Digital Banking, Human Resources, and Government Banking. He holds a M.E. (Structures), and is a C.A.I.I.B. from the Indian Institute of Banking and Finance. He retired from the key position designated as Executive Director of IDBI Bank where he handled the Large Corporate Group, GIFT City Branch, Corporate Policy Cell, and Project Appraisal Cell, and built a high-quality portfolio with strong-rated clients. He has also led the Bank's IT & Digital functions, and earlier headed Retail, MSME & Agri businesses. As Chief General Manager (HRD & L&D), he played a key role in leadership development, recruitment transformation, and organisational initiatives. He possesses strong expertise in credit appraisal, risk management, financial analysis, and leadership, with a collaborative and analytical approach. His comprehensive experience and leadership in pivotal areas of banking and financial services make him an invaluable asset to the Company, which would support the Company in its strategic decision-making. The aforesaid attributes of Mr. Shailendra Nadkarni would be of immense benefit to the Company and will support its strategic decision-making.

A copy of the draft letter for appointment of Mr. Shailendra Nadkarni setting out terms and conditions of his appointment is available for inspection by the Members at the Registered Office of the Company during business hours on any working day, upto and including the date of the ensuing Annual General Meeting.

Except Mr. Shailendra Nadkarni and his relatives, none of the Directors, Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the proposed resolution.

The Board of Directors, based on the recommendation of the Nomination and Remuneration Committee, considers that the appointment of Mr. Shailendra Nadkarni as a Non-Executive and Independent Director is in the best interests of the Company and accordingly recommends the Special Resolution set out at Item No. 6 of the Notice for approval of the Members.

Additional information pursuant to Regulation 36(3) of the Listing Regulations and Secretarial Standard - 2 on General Meeting issued by the Institute of Company Secretaries of India forms the part of this Notice.

Item No. 7

Revision in the remuneration of Mr. Mukesh Shah (DIN: 00106799), Chairman and Whole-Time Director of the Company

The Members of the Company at its 20th Annual General Meeting held on August 23, 2022, had by way of special resolution, approved the re-appointment of Mr. Mukesh Shah as Managing Director of the Company for a period of five years with effect from November 06, 2022, together with the remuneration payable to him.

Mr. Mukesh Shah, aged 70 years, holds a Bachelor's Degree in Science from the University of Mumbai. He joined Fine Organics in 1973 and has been associated with the Company since its inception. Over the last five decades, he has played a pivotal role in the Company's growth and success through his leadership, industry expertise, and strategic vision. He currently serves as the Chairman and Whole-Time Director of the Company.

Mr. Mukesh Shah has been instrumental in establishing and strengthening the Company's quality control systems and has significantly contributed to the development of its domestic and international sales and marketing functions. Leveraging his deep expertise in oleochemical-based additives and extensive understanding of customer requirements across diverse industries, he has guided the Company in expanding its product applications beyond the food sector and strengthening its market presence across geographies.

He has successfully built and mentored a capable sales and marketing team that has helped the Company's products reach a broad customer base in India and overseas, thereby contributing to sustained business growth and enhanced customer relationships. His vast industry knowledge, long-standing experience, and understanding of the Company's operations have been invaluable in driving business expansion, strategic initiatives, and long-term value creation for stakeholders. He provides strategic leadership in the areas of sustainability and investor relations, strengthening the Company's commitment to responsible growth, transparency and long-term stakeholder value creation.

Considering Mr. Mukesh Shah's significant contributions to the Company's growth, his leadership role in driving business development and market expansion, the increasing scale and complexity of the Company's operations, the Board of Directors, based on the recommendation of the Nomination and Remuneration Committee, considers it appropriate to increase the upper limit of remuneration payable to Mr. Mukesh Shah, subject to the approval of the shareholders and such other approvals as may be required under applicable laws.

The Board believes that the proposed increase in the remuneration limit is commensurate with Mr. Mukesh Shah's responsibilities, experience, contribution to the Company, and industry benchmarks, and is in the best interests of the Company and its shareholders.

Based on the recommendation of the Nomination and Remuneration Committee meeting held on May 12, 2026 and the Board of Directors, at their meetings held on May 19, 2026, approved the revision in remuneration payable to Mr. Mukesh Shah with effect from April 01, 2026, subject to the approval of the Members. The Board noted that the existing upper limit of the salary of ₹ 50,00,000/- per month, as approved by the Members, may not be adequate to accommodate the proposed increase in remuneration during the remaining tenure of Mr. Mukesh Shah. Accordingly, approval of the Members is being sought for the enhancement of the maximum monthly salary from ₹ 50,00,000/- to ₹ 75,00,000/- with effect from April 01, 2026, as set out in Resolution No. 7 of this Notice.

Except for the aforesaid revision in salary, all other terms and conditions of the appointment of Mr. Mukesh Shah, including other components of remuneration approved by the Members at its 20th Annual General Meeting held on August 23, 2022, shall remain unchanged.

Further, in the event of loss or inadequacy of profits during the remaining tenure of Mr. Mukesh Shah, the approval of the Members is also sought for payment of the remuneration as set out in Resolution No. 7 as minimum remuneration, subject to the applicable provisions of the Act and Schedule V thereto.

The proposed remuneration is within the limits prescribed under Section 197 of the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and is commensurate with industry standards and the size and performance of the Company.

Accordingly, approval of the Members is sought for revision in remuneration payable to Mr. Mukesh Shah, Chairman and Whole Time Director of the Company, with effect from April 01, 2026.

Additional information pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 on General Meetings forms part of this Notice. Except Mr. Mukesh Shah and his relatives who also include Mr. Bimal Shah, Whole Time Director of the Company to the extent of their holding, none of the Director(s) and Key Managerial Personnel of the Company and/or their respective relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution set out at Item No. 7 of the Notice.

The Board of Directors recommends the Special Resolution as set out in Item No. 7 of the Notice for the approval of the Members.

Item No. 8

Revision in the remuneration of Mr. Jayen Shah (DIN: 00106919), Managing Director of the Company

The Members of the Company at its 20th Annual General Meeting held on August 23, 2022, had approved by way of special resolution, approved the re-appointment of Mr. Jayen Shah as Whole Time Director and Chief Executive Officer of the Company for a period of five years with effect from November 06, 2022, together with the remuneration payable to him.

Mr. Jayen Shah, aged 62 years, holds a Master's Degree in Science and Technology (Oils) from the Institute of Chemical Technology, University of Mumbai. He joined the Fine Organics Group in 1986 and has been associated with the Company for several decades, contributing significantly to its growth, operational excellence and strategic development. He currently serves as the Managing Director of the Company.

Over the years, Mr. Jayen Shah has played a foundational role in the Company's growth and success. He has been instrumental in establishing a robust vendor partner network, which forms a critical pillar of the Company's operations and supply chain management. His adept management of channel partners in India has been instrumental in expanding the organisation's product reach.

Mr. Jayen Shah's strategic leadership has been pivotal in spearheading key initiatives relating to domestic and global procurement, ensuring operational efficiencies and supply chain resilience. He has also played a leading role in the establishment and development of the Company's Research & Development function, fostering innovation and supporting the Company's commitment to developing value-added products and solutions for customers across industries.

In addition to his executive responsibilities, Mr. Jayen Shah actively contributes to the Company's governance framework. He serves as Chairman of the Corporate Social Responsibility Committee and is a member of the Stakeholders' Relationship

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Committee and Risk Management Committee. Through these roles, he has demonstrated a strong commitment to sustainable growth, stakeholder engagement, risk management and community development.

Mr. Jayen Shah's contributions to the industry have also been recognised externally. In May 2021, he was conferred the Distinguished Alumnus Award under the Entrepreneur Category by UAA-ICT (formerly UDCT), acknowledging his outstanding achievements and leadership. He is also associated with reputed professional bodies such as the Oil Technologists' Association of India (OTAI) and the Institute of Chemical Technology (ICT).

Considering Mr. Jayen Shah's extensive experience, visionary leadership, active involvement in strengthening procurement capabilities, research and development, corporate governance matters, and the increasing scale and complexity of the Company's operations, the Board of Directors, based on the recommendation of the Nomination and Remuneration Committee, considers it appropriate to increase the upper limit of remuneration payable to him, subject to the approval of the shareholders and other applicable statutory approvals.

The Board is of the view that the proposed increase in the remuneration limit is commensurate with Mr. Jayen Shah's responsibilities as the Managing Director, his experience, performance, leadership role and is in the best interests of the Company and its shareholders.

Based on the recommendation of the Nomination and Remuneration Committee meeting held on May 12, 2026 held on May 19, 2026, approved the revision in remuneration payable to Mr. Jayen Shah with effect from April 01, 2026, subject to the approval of the Members. The Board noted that the existing upper limit of the salary of, ₹ 50,00,000/- per month as approved for Mr. Jayen Shah, Managing Director of the Company, may not be sufficient to pay the proposed increased remuneration for the remaining period of his tenure. Accordingly, the approval of the members of the Company is sought for revision in the maximum limit of remuneration from ₹ 50,00,000/- to ₹ 75,00,000/- with effect from April 01, 2026, as provided in Resolution No. 8 of this Notice.

Except for the change in salary as set out in the resolution, all other terms and conditions of the appointment including other components of remuneration of Mr. Jayen Shah, as approved by the members at its 20th Annual General Meeting held on August 23, 2022, shall remain unchanged.

Further, in the event of loss or inadequacy of profits during the remaining tenure of Mr. Jayen Shah, the approval of the members of the Company is sought for granting remuneration as set out in Resolution No. 8 as minimum remuneration, subject to the applicable provisions of the Act and Schedule V thereto.

The proposed revised remuneration is within the limits prescribed under Section 197 of the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Further, the proposed revised remuneration is commensurate with industry standards and the size and performance of the Company.

Accordingly, approval of the Members is sought for revision in remuneration payable to Mr. Jayen Shah, Managing Director of the Company, with effect from April 01, 2026.

The additional details of Mr. Jayen Shah as required under Secretarial Standards issued by the Institute of Company Secretaries of India and as per Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 are annexed to this Notice. Except Mr. Jayen Shah and his relatives who also include Mr. Tushar Shah, Whole Time Director and Chief Executive Officer of the Company to the extent of their holding, none of the Director(s) and Key Managerial Personnel of the Company and/or their respective relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution set out at Item No. 8 of the Notice.

The Board of Directors recommends the Special Resolution as set out in Item No. 8 of the Notice for the approval of the Members.

Item No. 9

Revision in the remuneration of Mr. Tushar Shah (DIN: 00107144), Whole-Time Director and Chief Executive Officer of the Company

The Members of the Company at its 20th Annual General Meeting held on August 23, 2022, had approved by way of a special resolution, the re-appointment and remuneration of Mr. Tushar Shah as Whole Time Director and Chief Financial Officer of the Company for a period of five years with effect from November 06, 2022.

Mr. Tushar Shah, aged 58 years, has completed the second year while pursuing his Bachelor's degree in Science from the University of Mumbai. He joined the Fine Organics Group in 1989 and has been associated with the Company since its inception and brings over three decades of invaluable experience to the Company. He currently serves as the Whole-time Director and Chief Executive Officer of the Company and has played a significant role in its growth, development and long-term success.

Over the years, Mr. Tushar Shah has held various key leadership positions within the organisation, demonstrating exceptional expertise in enterprise resource planning, customer relationship management and financial systems. His deep understanding of business operations and strategic planning has enabled the Company to strengthen its operational capabilities and achieve sustained growth.

Mr. Tushar Shah's pioneering efforts were instrumental in the establishment of the Company's manufacturing facility at Badlapur, which marked a significant milestone in Fine Organics' growth journey and enhanced its manufacturing capabilities. He has also played a key role in driving operational excellence and implementing systems and processes that have contributed to the Company's efficiency, scalability and competitiveness.

Under his leadership and strategic guidance, Fine Organics successfully expanded its global footprint through the establishment of subsidiaries in North America and Europe, as well as a Joint Venture Company in Thailand. His extensive experience and expertise across diverse functional areas, including Finance, Marketing, Compliance, Exports, Taxation, Human Resources and Logistics, have enabled the Company to navigate complex business challenges and capitalise on growth opportunities in domestic and international markets.

In addition to his executive responsibilities, Mr. Tushar Shah actively contributes to the Company's governance and sustainability initiatives. He is a member of the Corporate Social Responsibility Committee and the Stakeholders' Relationship Committee and plays an important role in furthering the Company's commitment towards social responsibility and sustainable development.

Considering Mr. Tushar Shah's long-standing association with the Company, extensive industry and business experience, strategic leadership in expanding the Company's global presence, significant contribution towards operational excellence, manufacturing expansion and organisational development, and the increasing scale, complexity and global nature of the Company's operations, the Board of Directors, based on the recommendation of the Nomination and Remuneration Committee, considers it appropriate to increase the upper limit of remuneration payable to him, subject to the approval of the shareholders and such other approvals as may be required under applicable laws.

The Board is of the view that the proposed increase in the remuneration limit is commensurate with Mr. Tushar Shah's responsibilities, experience, leadership role, performance and is in the best interests of the Company and its shareholders.

The Nomination and Remuneration Committee ("NRC"), at its meeting held on May 12, 2026, and the Board of Directors, at its meeting held on May 19, 2026, after considering the performance evaluation of individual directors, approved the revision in remuneration payable to Mr. Tushar Shah with effect from April 01, 2026, subject to the approval of the Members. Based on the recommendations of NRC, the Board is of the view that the existing upper limit of the salary viz., ₹ 50,00,000/- per month as approved for Mr. Tushar Shah, Whole-Time Director and Chief Executive Officer of the Company, may not be sufficient to pay the proposed increased remuneration for the remaining period of his tenure. Accordingly, the approval of the members of the Company is sought for revision in the maximum limit of remuneration from ₹ 50,00,000/- to ₹ 75,00,000/- with effect from April 01, 2026, as provided in Resolution No. 9 of this Notice.

Except for the change in salary as set out in the resolution, all other terms and conditions of the appointment including other components of remuneration of Mr. Tushar Shah, as approved by the members at its 20th Annual General Meeting held on August 23, 2022, shall remain unchanged and Schedule V thereto.

Further, in the event of loss or inadequacy of profits during the remaining tenure of Mr. Tushar Shah, the approval of the members of the Company is sought for granting remuneration as set out in Resolution No. 9 as minimum remuneration, subject to the applicable provisions of the Act.

The proposed revised remuneration is within the limits prescribed under Section 197 of the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Further, the proposed revised remuneration is commensurate with industry standards and the size and performance of the Company.

Accordingly, approval of the Members is sought for revision in remuneration payable to Mr. Tushar Shah, Whole-Time Director and Chief Executive Officer of the Company, with effect from April 01, 2026.

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The additional details of Mr. Tushar Shah as required under Secretarial Standards issued by the Institute of Company Secretaries of India and as per Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 are annexed to this Notice. Except Mr. Tushar Shah and his relatives who also include Mr. Jayen Shah, Managing Director of the Company to the extent of their holding, none of the Director(s) and Key Managerial Personnel of the Company and/or their respective relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution set out at Item No. 9 of the Notice.

The Board of Directors recommends the Special Resolution as set out in Item No. 9 of the Notice for the approval of the Members.

Item No. 10

Revision in the remuneration of Mr. Bimal Shah (DIN: 03424880), Whole-Time Director of the Company

The Members of the Company at its 20th Annual General Meeting held on August 23, 2022, had approved by way of a special resolution, the re-appointment and remuneration of Mr. Bimal Shah as Whole Time Director of the Company for a period of five years with effect from November 06, 2022.

Mr. Bimal Shah, aged 45 years, holds a Bachelor's Degree in Science from Purdue University and a Master's Degree in Management from Boston College. He joined the Fine Organics Group in 2009 and has since played an important role in driving the Company's growth, innovation and capacity expansion initiatives.

Under the mentorship of Late Mr. Prakash Kamat, erstwhile Chairman and Whole-time Director of the Company, Mr. Bimal Shah has progressively assumed greater responsibilities and has transitioned into a leadership position overseeing several strategic initiatives relating to new projects, process improvements and capacity expansion plans. His involvement has been instrumental in supporting the Company's long-term growth strategy and enhancing its operational capabilities.

Mr. Bimal Shah possesses extensive experience across multiple functional areas, including engineering, research and development, operations, instrumentation and project management. His technical expertise, combined with his strategic and managerial acumen, has enabled the Company to successfully execute critical projects, improve operational efficiencies and strengthen its competitive position in the specialty chemicals industry. He also plays a key role in leading the Company's risk management processes and overseeing the execution of critical projects, ensuring operational resilience, effective risk mitigation and the successful implementation of strategic growth initiatives.

Through his active involvement in the Company's expansion and modernisation initiatives, Mr. Bimal Shah has contributed significantly towards improving manufacturing capabilities, fostering innovation and supporting sustainable business growth. His broad understanding of business operations and technology-driven solutions continues to create value for the Company and its stakeholders.

Considering Mr. Bimal Shah's significant contributions to the Company's growth, his leadership in project execution, process enhancement and capacity expansion initiatives, his diverse experience across key operational functions, and the increasing scale and complexity of the Company's operations, the Board of Directors, based on the recommendation of the Nomination and Remuneration Committee, considers it appropriate to increase the upper limit of remuneration payable to him, subject to the approval of the shareholders and such other approvals as may be required under applicable laws.

The Board is of the view that the proposed increase in the remuneration limit is commensurate with Mr. Bimal Shah's responsibilities, qualifications, experience, performance and leadership role, and is in the best interests of the Company and its shareholders.

Based on the recommendation of the Nomination and Remuneration Committee meeting held on May 12, 2026, and the Board of Directors, at its meeting held on May 19, 2026, approved the revision in remuneration payable to Mr. Bimal Shah with effect from April 01, 2026, subject to the approval of the Members. The Board noted that the existing upper limit of the salary of ₹ 50,00,000/- per month as approved by the Members, may not be adequate to accommodate the proposed increase in remuneration during the remaining tenure of Mr. Bimal Shah. Accordingly, approval of the Members is being sought for the enhancement of the maximum monthly salary from ₹ 50,00,000/- to ₹ 75,00,000/- with effect from April 01, 2026, as set out in Resolution No. 10 of this Notice.

Except for the aforesaid revision in salary, all other terms and conditions of the appointment of Mr. Bimal Shah, including other components of his remuneration approved by the Members at its 20th Annual General Meeting held on August 23, 2022, shall remain unchanged.

Further, in the event of loss or inadequacy of profits during the remaining tenure of Mr. Bimal Shah, the approval of the Members is also sought for payment of the remuneration as set out in Resolution No. 10 as minimum remuneration, subject to the applicable provisions of the Act and Schedule V thereto.

The proposed remuneration is within the limits prescribed under Section 197 of the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and is commensurate with industry standards and the size and performance of the Company.

Accordingly, approval of the Members is sought for revision in remuneration payable to Mr. Bimal Shah, Whole-Time Director of the Company, with effect from April 01, 2026.

Additional information pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 on General Meetings forms part of this Notice.

Except Mr. Bimal Shah and his relatives who also include Mr. Mukesh Shah, Chairman and Whole Time Director of the Company to the extent of their holding, none of the Director(s) and Key Managerial Personnel of the Company and/or their respective relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution set out at Item No. 10 of the Notice.

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

Item No. 11

Revision in the remuneration of Mr. Nikhil Kamat (DIN: 00107233), Whole-Time Director of the Company

The Members of the Company at its 20th Annual General Meeting held on August 23, 2022, had approved by way of a special resolution the appointment and remuneration of Mr. Nikhil Kamat as Whole-Time Director of the Company for a period of five years with effect from June 27, 2022.

Mr. Nikhil Kamat, aged 62 years, holds a Master of Science degree in Biochemistry (Food Technology) from the University of Mumbai (ICT). He has been associated with the Fine Organics Group since 1987 and brings nearly four decades of rich industry experience. Over the years, he has acquired extensive expertise in operations, production planning, technical services, environmental management and regulatory affairs.

Mr. Nikhil Kamat has played a pivotal role in setting up manufacturing facilities across the organisation, thereby contributing significantly to the Company's growth and expansion. His deep technical knowledge and operational expertise have been instrumental in strengthening the Company's manufacturing capabilities and ensuring the efficient execution of key projects.

He currently oversees and monitors the operations of all manufacturing plants across the organisation, ensuring operational excellence, process efficiency, regulatory compliance and adherence to the highest standards of quality, safety and environmental stewardship. His leadership has been critical in maintaining operational reliability and supporting the Company's continued growth.

Mr. Nikhil Kamat has rendered dedicated and exemplary service to the Company and has made significant contributions towards enhancing operational efficiencies, strengthening manufacturing processes and supporting the Company's strategic objectives. His vast experience, technical proficiency and long-standing association with the Company continue to create substantial value for the organisation and its stakeholders.

Considering Mr. Nikhil Kamat's significant contributions to the Company's growth, his leadership in plant operations, manufacturing excellence, technical and regulatory functions, his pivotal role in setting up and overseeing manufacturing facilities, and the increasing scale and complexity of the Company's operations, the Board of Directors, based on the recommendation of the Nomination and Remuneration Committee('NRC'), considers it appropriate to increase the upper limit of remuneration payable to him, subject to the approval of the shareholders and such other approvals as may be required under applicable laws.

The Board is of the view that the proposed increase in the remuneration limit is commensurate with Mr. Nikhil Kamat's responsibilities, experience, technical expertise, performance and contribution to the Company, and is in the best interests of the Company and its shareholders.

Based on the recommendation of NRC at its meeting held on May 12, 2026, and the Board of Directors, at its meeting held on May 19, 2026, after considering the performance evaluation of individual directors, approved the revision in remuneration payable to Mr. Nikhil Kamat with effect from

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April 01, 2026, subject to the approval of the Members. Based on the recommendations of NRC, the Board is of the view that the existing upper limit of the salary viz., ₹ 30,00,000/- per month as approved for Mr. Nikhil Kamat, Whole Time Director of the Company, may not be sufficient to pay the proposed increased remuneration for the remaining period of his tenure. Accordingly, the approval of the members of the Company is sought for revision in the maximum limit of remuneration from ₹ 30,00,000/- to ₹ 40,00,000/- per month with effect from April 01, 2026, as provided in Resolution No. 11 of this Notice.

Except for the revision in salary as set out in the resolution, all other terms and conditions of the appointment including other components of remuneration of Mr. Nikhil Kamat, as approved by the members at its 20th Annual General Meeting held on August 23, 2022, shall remain unchanged.

Further, in the event of loss or inadequacy of profits during the remaining tenure of Mr. Nikhil Kamat, the approval of the members of the Company is sought for granting remuneration as set out in Resolution No. 11 as minimum remuneration, subject to the applicable provisions of the Act and Schedule V thereto.

The proposed revised remuneration is within the limits prescribed under Section 197 of the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Further, the proposed revised remuneration is commensurate with industry standards and the size and performance of the Company.

Accordingly, approval of the Members is sought for revision in remuneration payable to Mr. Nikhil Kamat, Whole Time Director of the Company, with effect from April 01, 2026.

Further as proposed in Item No. 4 of the AGM Notice, Mr. Nikhil Kamat is also liable to retire by rotation pursuant to section 152 of the Act and being eligible has offered himself for re-appointment in Item No. 4 of the AGM notice.

Additional information pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 on General Meetings forms part of this Notice.

Except Mr. Nikhil Kamat and his relatives to the extent of their holding, none of the Director(s) and Key Managerial Personnel of the Company and/or their respective relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution set out at Item No. 11 of the Notice.

The Board of Directors recommends the Special Resolution as set out in Item No. 11 of the Notice for the approval of the Members.

Annexure to the Notice

Details as per Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standard -2 on General Meetings issued by the Institute of Company Secretaries of India.

Name of Director	Mr. Shailendra Nadkarni	Mr. Nikhil Kamat
Date of Birth	December 29, 1964	August 26, 1962
Age	61 years	63 years
Director Identification Number	03401830	00107233
Date of First Appointment	May 19, 2026	June 27, 2022
Qualification, Experience in specific functional areas and a brief resume	Refer Item no. 6 of the Explanatory Statement.	Refer Item no. 11 of the Explanatory Statement.
Terms and Conditions of Reappointment / Appointment	Appointment as a Non-Executive and Independent Director for a period of 5 consecutive years, effective from May 19, 2026, to May 18, 2031 (for further details, refer Item No. 6 of the Explanatory Statement).	As per the terms and conditions of his appointment (except remuneration) as approved by the shareholders at the 20th Annual General Meeting dated August 23, 2022 and as proposed in Item No. 11 in this AGM Notice, which is subject to the approval of shareholders
Directorship in other Companies*	Nil	Fine Organic Industries (SEZ) Private Limited
Chairperson / Member of the Committees of the Board of Directors of the Company	Nil	Risk Management Committee – Member Executive Committee – Member
Chairperson / Member of the Committees of the Board of Directors of the other Companies in which he is a Director	Nil	Nil
Last Drawn Remuneration (FY 2025-26)	Not Applicable	Salary of ₹ 2,40,00,000/- p.a. and Commission of ₹ 22,00,000/-
Remuneration sought to be paid	He will be paid sitting fees for attending the meetings of the Board and the Committees of the Board of which he will be a member and commission, if paid, for succeeding Financial Years.	As proposed in Item No. 11 in this AGM Notice, which is subject to the approval of shareholders
No. of shares held in the Company	Nil	19 Equity shares (Face value of ₹ 5/- per share)
Inter se Relationship between Directors	Mr. Shailendra Nadkarni does not have any inter-se relationship with other Directors of the Company.	Mr. Nikhil Kamat does not have any inter-se relationship with other Directors of the Company.

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Name of Director	Mr. Shailendra Nadkarni	Mr. Nikhil Kamat
No. of Board meetings attended during the Financial Year (2025-26)	Not Applicable	4
Listed Companies from which he resigned in the past three years	Nil	Nil

**Includes Directorships in Indian Companies only.*

Name of Director	Mr. Mukesh Shah	Mr. Jayen Shah
Date of Birth	September 14, 1955	August 06, 1963
Age	70 years	62 years
Director Identification Number	00106799	00106919
Date of First Appointment	May 24, 2002	May 24, 2002
Qualification, Experience in specific functional areas and a brief resume	Refer Item no. 7 of the Explanatory statement.	Refer Item no. 8 of the Explanatory statement.
Terms and Conditions of Reappointment / Appointment	As per the terms and conditions of his reappointment (except remuneration) as approved by the shareholders at the 20th Annual General Meeting dated August 23, 2022 and as proposed in Item No. 7 in this AGM Notice which is subject to the approval of shareholders	As per the terms and conditions of his appointment (except remuneration) as approved by the shareholders at the 20th Annual General Meeting dated August 23, 2022 and as proposed in Item No.8 in this AGM Notice which is subject to the approval of shareholders
Directorship in other Companies*	Smoothex Chemicals Pvt. Ltd. Fine Organic Industries (SEZ) Pvt. Ltd.	Fine Zeelandia Pvt. Ltd. Smoothex Chemicals Pvt. Ltd. Fine Organic Industries (SEZ) Pvt. Ltd.
Chairperson / Member of the Committees of the Board of Directors of the Company	Stakeholders Relationship Committee - Member Nomination and Remuneration Committee – Member Corporate Social Responsibility Committee - Member Executive Committee – Chairman	Corporate Social Responsibility Committee - Chairman Audit Committee - Member Stakeholders Relationship Committee - Member Risk Management Committee - Member Executive Committee - Member
Chairperson / Member of the Committees of the Board of Directors of the other Companies in which he is a Director	Nil	Nil
Last Drawn Remuneration (FY 2025-26)	Salary of ₹ 5,88,00,000/- p.a. and Commission of ₹ 82,00,000/-	Salary of ₹ 5,88,00,000/- p.a. and Commission of ₹ 82,00,000/-
Remuneration sought to be paid	As proposed in Item No. 7 in this AGM Notice which is subject to the approval of shareholders	As proposed in Item No. 8 in this AGM Notice which is subject to the approval of shareholders
No. of shares held in the Company	20,20,514 Equity shares (Face value of ₹ 5/- per share)	49,16,366 Equity shares (Face value of ₹ 5/- per share)

Notice of Annual General Meeting (Contd.)

Name of Director	Mr. Mukesh Shah	Mr. Jayen Shah
Inter se Relationship between Directors	Father of Mr. Bimal Shah – Whole Time Director of the Company	Brother of Mr. Tushar Shah – Whole Time Director and CEO of the Company
No. of Board meetings attended during the Financial Year (2025-26)	4	4
Listed Companies from which he resigned in the past three years	Nil	Nil

**Includes Directorships in Indian Companies only.*

Name of Director	Mr. Tushar Shah	Mr. Bimal Shah
Date of Birth	March 18, 1968	January 17, 1981
Age	58 years	45 years
Director Identification Number	00107144	03424880
Date of First Appointment	May 24, 2002	May 24, 2002
Qualification, Experience in specific functional areas and a brief resume	Refer Item no. 9 of the Explanatory Statement.	Refer Item no. 10 of the Explanatory Statement.
Terms and Conditions of Reappointment / Appointment	As per the terms and conditions of his reappointment (except remuneration) as approved by the shareholders at the 20th Annual General Meeting dated August 23, 2022 and as proposed in Item No. 9 in this AGM Notice which is subject to the approval of shareholders	As per the terms and conditions of his appointment (except remuneration) as approved by the shareholders at the 20th Annual General Meeting dated August 23, 2022 and as proposed in Item No. 10 in this AGM Notice which is subject to the approval of shareholders
Directorship in other Companies*	Fine Zeelandia Pvt. Ltd. Fine Organic Industries (SEZ) Pvt. Ltd.	Fine Organic Industries (SEZ) Pvt. Ltd.
Chairperson / Member of the Committees of the Board of Directors of the Company	Audit Committee - Member Stakeholders Relationship Committee - Member Corporate Social Responsibility Committee - Member Executive Committee - Member	Executive Committee - Member
Chairperson / Member of the Committees of the Board of Directors of the other Companies in which he is a Director	Nil	Nil
Last Drawn Remuneration (FY 2025-26)	Salary of ₹ 5,88,00,000/- p.a. and Commission of ₹ 82,00,000/-	Salary of ₹ 5,88,00,000/- p.a. and Commission of ₹ 82,00,000/-
Remuneration sought to be paid	As proposed in Item No. 9 in this AGM Notice, which is subject to the approval of shareholders	As proposed in Item No. 10 in this AGM Notice, which is subject to the approval of shareholders

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Name of Director	Mr. Tushar Shah	Mr. Bimal Shah
No. of shares held in the Company	50,88,709 Equity shares (Face value of ₹ 5/- per share)	32,00,766 Equity shares (Face value of ₹ 5/- per share)
Inter se Relationship between Directors	Brother of Mr. Jayen Shah – Managing Director of the Company	Son of Mr. Mukesh Shah - Chairman and Whole-Time Director of the Company
No. of Board meetings attended during the Financial Year (2025-26)	4	4
Listed Companies from which he resigned in the past three years	Nil	Nil

**Includes Directorships in Indian Companies only.*