

# RAJASTHAN SECURITIES LIMITED

(Previously known as Rajasthan Gases Limited)

CIN : L64990MH1993PLC272204

To,  
The Manager,  
Corporate Relationship Department,  
Bombay Stock Exchange,  
1st Floor, New Trading Ring,  
Rotunda Building, P.J. Towers,  
Dalal Street, Fort,  
Mumbai – 400001

Date : 15/12/2025

Scrip Code: 526873

**Subject: Notice of Extra-Ordinary General Meeting**

Dear Sir/Madam,

This is to inform that the Extra-Ordinary General Meeting (“EGM”) of the Company will be held on **Tuesday, January 06, 2026 at 02.00 P.M.** through Video Conferencing/ Other Audio-Visual Means in accordance with the applicable circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India.

The Notice of the EGM is also uploaded on the Company’s website and can be accessed at [www.rajasthansecurities.com](http://www.rajasthansecurities.com).

We would further like to inform that the Company has fixed **Tuesday, December 30, 2025 as the cut-off date** for ascertaining the names of the members holding shares either in physical form or in dematerialised form, who will be entitled to cast their votes electronically in respect of the business to be transacted as per the Notice of the EGM and to attend the EGM.

You are requested to take the same on your records.

Thankyou

Your faithfully

//Certified True Copy//

**For Rajasthan Securities Limited**  
**(Formerly known as Rajasthan Gases Limited)**

**Nikhilesh Khandelwal**  
**Managing Director**  
**DIN 06945684**

**Registered Office: Shop No.107, Plot no. 268, Honey Arjun Kauslya tower, C.A ROAD, Lakadganj,  
Nagpur - 440008, Maharashtra, India**

**Contact :022-26465178, Email : [info@rajasthangasesltd.com](mailto:info@rajasthangasesltd.com)**

**Web : [www.rajasthansecurities.com](http://www.rajasthansecurities.com) CIN : L64990MH1993PLC272204**

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## NOTICE OF EXTRA ORDINARY GENERAL MEETING

**NOTICE** is hereby given to the Shareholders (the “Shareholders” or the “Members”) of Rajasthan Securities Limited (“company”) that an Extra-Ordinary General Meeting (“EGM”) of the Company will be held on **Tuesday, 6<sup>th</sup> January, 2026 at 02:00 PM IST** through video conferencing (‘VC’)/ other audio visual means (‘OAVM’), for which purpose, Registered Office situated at **Shop no.107, Plot no.268, Honey Arjun Kauslya Tower, C.A ROAD, lakadganj, Nagpur - 440008, Maharashtra, India**, shall be deemed as venue for the meeting and proceedings of the EGM shall be deemed to be made thereat, to transact following special business(es):

### **ITEM NO.1: Appointment of Mr. Jiteshkumar Narsingdas Agrawal (DIN: 09457707) as a Non-Executive 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 and other applicable provision of the Companies Act, 2013, and Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) read with schedule IV of the Companies Act, 2013 and Regulation 16 (1)(b), 25 and other applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), **Mr. Jiteshkumar Narsingdas Agrawal (DIN: 09457707)**, who was appointed by the Board of Directors as an Additional Non-Executive Independent Director of the Company with effect from 7<sup>TH</sup> October 2025 on the recommendation of Nomination and Remuneration Committee and who holds the office pursuant to the provision of section 161 of the Companies Act, 2013 and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director, be and is hereby appointed as a Non-Executive Independent Director of the Company for the first term of five (5) consecutive years with effect from 7<sup>th</sup> October, 2025, and who shall not be liable to retire by rotation.”

**RESOLVED FURTHER THAT** Mr. Nikhilesh Khandelwal, Managing Director of the Company be and is hereby authorised to sign and file all necessary e-forms with the Ministry of Corporate Affairs and to do all such acts, deeds, matters and things as may be necessary, expedient or desirable to give effect to this resolution.

### **Item No. 2: Ratification of the Detailed PCA Certificate in Relation to the Name Change Already Approved by BSE, pursuant to Regulation 45(3) of SEBI (LODR) Regulations, 2015**

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

“**RESOLVED THAT**, pursuant to Regulation 45(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘SEBI LODR Regulations’), the Members hereby take note that the **name change of the Company has already been approved by BSE Limited** considering the detailed **PCA Certificate** submitted by the Company at the time of seeking such approval;

**RESOLVED FURTHER THAT**, the Members note that although a **PCA Certificate** was placed before the shareholders at the previous Annual General Meeting, the version circulated at that meeting was **not the detailed and complete version** corresponding to the PCA Certificate submitted to BSE Limited;

**RESOLVED FURTHER THAT**, the Members do hereby **ratify, confirm, and approve** the detailed **PCA Certificate** earlier submitted to BSE Limited, and the placing of such detailed PCA Certificate before the

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Members at this Extraordinary General Meeting, in order to ensure complete alignment with the requirements of Regulation 45(3) of the SEBI LODR Regulations;

**RESOLVED FURTHER THAT**, the Board of Directors of the Company (including any Committee thereof) be and is hereby authorised to take all steps, make all filings, disclosures, intimations, and carry out all actions as may be necessary or expedient to give full effect to this Resolution.”

**//By order of the Board//**  
**For Rajasthan Securities Limited**  
(Formerly known as Rajasthan Gases Limited)

**SD/-**  
**Nikhilesh Khandelwal**  
**Managing Director**  
**DIN 06945684**

Place: Nagpur  
Date: 08/12/2025

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## **NOTES: -**

1. Pursuant to General Circular Nos. 14/2020, 17/2020, 20/2020, 02/2021, 19/2021, 21/2021, 02/2022, 11/2022, 09/2023, 09/2024 and 03/2025 dated 8th April 2020, 13th April 2020, 5th May 2020, 13th January 2021, 8th December 2021, 14th December 2021, 5th May, 2022, 28th December, 2022, 25th September, 2023, 19th September, 2024, and 22<sup>nd</sup> September, 2025 respectively issued by the Ministry of Corporate Affairs ('MCA') (collectively referred to as 'MCA Circulars') and Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79, SEBI/HO/CFD/CMD2/CIR/P/2021/11, SEBI/HO/CFD/CMD2/CIR/P/2022/62, SEBI/HO/CFD/PoD-2/P/CIR/2023/4, SEBI/HO/CFD/CFDPoD- 2/P/CIR/2023/167 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated 12th May, 2020, 15th January, 2021, 13th May, 2022, 5th January, 2023, 7th October, 2023 and 3rd October, 2024 respectively issued by the Securities and Exchange Board of India (collectively referred to as 'SEBI Circulars'), holding of the Extra Ordinary General Meeting ('EGM') through Video Conferencing/ Other Audio-Visual Means ("VC/ OAVM"), without the physical presence of the Members, is permitted. In compliance with MCA Circulars, SEBI Circulars, provisions of the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and in accordance with the requirements laid down in Para 3 & 4 of General Circular Nos. 20/2020 dated 5th May, 2020, the EGM of the Company is being organised through VC/ OAVM facility, which does not require physical presence of members at a common venue. The deemed venue for the EGM shall be the Registered Office of the Company.
2. A Member entitled to attend and vote at the EGM is entitled to appoint a proxy to attend and vote on his / her behalf and the proxy need not be a Member of the Company. Since the EGM is being held in accordance with the Circulars through VC, the facility for the appointment of proxies by the Members will not be available.
3. Participation of Members through VC will be reckoned for the purpose of quorum for the AGM as per Section 103 of the Act.
4. Pursuant to the provisions of Section 113 of the Companies Act, Body Corporates/ Institutional / Corporate Members intending for their authorized representatives to attend the meeting are requested to send to the Company, on [info@rajasthangasesltd.com](mailto:info@rajasthangasesltd.com) with a copy marked to [gupta.rupa86@gmail.com](mailto:gupta.rupa86@gmail.com) and [Aditis@ccrl.co.in](mailto:Aditis@ccrl.co.in) from their registered Email ID a scanned copy (PDF / JPG format) of certified copy of the Board Resolution / Authority Letter authorizing their representative to attend and vote on their behalf at the meeting.
5. Members can join the EGM through the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM through VC/OAVM will be made available for 1,000 Members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM without restriction on account of first come first served basis.
6. In accordance with the Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India ("ICSI") read with Clarification / Guidance on applicability of Secretarial Standards - 1 and 2 dated April 15, 2020 issued by the ICSI, the proceedings of the EGM shall be deemed to be conducted at the Registered Office of the Company which shall be the deemed venue of the EGM.
7. In line with the aforesaid Circulars, the Notice of EGM is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories as on Friday, November 28, 2025. Members may note that Notice has been uploaded on the website of the Company at [www.rajasthansecurities.com](http://www.rajasthansecurities.com). The Notice can also be accessed from the websites of the Stock Exchange i.e.

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BSE Limited at [www.bseindia.com](http://www.bseindia.com) and the EGM Notice is also available on the website of CDSL (agency for providing the Remote e-Voting facility) i.e. [www.evotingindia.com](http://www.evotingindia.com).

8. In view of the 'Green Initiatives in Corporate Governance' introduced by MCA and in terms of the provisions of the Companies Act, 2013, Members who are holding shares of the Company in physical mode, are required to register their email addresses, so as to enable the Company to send all notices/ reports/ documents/ intimations and other correspondences, etc., through emails in the electronic mode instead of receiving physical copies of the same. Members holding shares in dematerialized form, who have not registered their email addresses with Depository Participant(s), are requested to register / update their email addresses with their Depository Participant(s).
9. A statement setting out the material facts as required under Section 102 of the Companies Act, 2013 ("Act") is annexed hereto.
10. Since the EGM is being held electronically, physical attendance of the Members has been dispensed with and accordingly the facility for appointment of proxies by the Members will not be available for the EGM. Therefore, the proxy form, attendance slip and route map have not been annexed with this notice.

## 11. Process and manner for Members opting for voting through Electronic means:

- a) Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI Listing Regulations (as amended), and the MCA Circulars, the Company is providing facility of remote voting to its Members in respect of the business to be transacted at the EGM. For this purpose, the Company has entered into an agreement with Central Depository Services Limited ("CDSL"), as the Authorised e-Voting agency for facilitating voting through electronic means, as the authorized e-Voting agency. The facility of casting votes by Members using remote e-voting as well as e-voting system on the date of the EGM will be provided by CDSL.
- b) Members whose names are recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the **Cut-off date i.e. Tuesday, December 30, 2025**, shall be entitled to avail the facility of remote e-voting as well as e-voting system on the date of the EGM. Any recipient of the Notice, who has no voting rights as on the Cut-off date, shall treat this Notice as intimation only.
- c) A person who has acquired the shares and has become a Member of the Company after the dispatch of the Notice of the EGM and prior to the Cut-off date **i.e. Tuesday, December 30, 2025**, shall be entitled to exercise his/her vote either electronically i.e. remote e-voting or e-voting system on the date of the EGM by following the procedure mentioned in this part.
- d) The remote e-voting will commence on **Saturday, January 3, 2026 at 9.00 a.m. and will end on Monday, January 05, 2026 at 5.00 p.m.** During this period, the Members of the Company holding shares either in physical mode or in demat mode as on the **Cut-off date i.e. Tuesday, December 30, 2025** may cast their vote electronically. The Members will not be able to cast their vote electronically beyond the date and time mentioned above and the remote e-voting module shall be disabled for voting by CDSL thereafter.
- e) Once the vote on a resolution is casted by the Member, he/she shall not be allowed to change it subsequently or cast the vote again.
- f) The voting rights of the Members shall be in proportion to their share in the paid up equity share capital of the Company as on the Cut-off date i.e. Tuesday, December 30, 2025.

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g) The Company has appointed CS Rupa Gupta, Proprietor of M/s Gupta Rupa & Associates, Practicing Company Secretaries, (Membership No. F12465 and Peer Review No. 12013WB1001500)., Kolkata as a Scrutinizer to ascertain Voting process of the ensuing Extra Ordinary General Meeting of the Company.

## Note 12 :

### THE INTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:

**Step 1** : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

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

- (i) The voting period begins on 09:00 AM, Saturday, January 3, 2026 and ends on 5:00 PM on Monday, 5 January, 2026, During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date record date i.e Tuesday 30<sup>th</sup> December, 2025 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholder's/retail shareholders is at a negligible level.

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

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

**Step 1** : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with <b>CDSL Depository</b>	<p>Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsl website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; My Easi New (Token) Tab.</p> <p>After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. If the user is not registered for Easi/Easiest, option to register is available at cdsl website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; My Easi New (Token) Tab and then click on registration option.</p> <p>Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
Individual Shareholders holding securities in demat mode with <b>NSDL Depository</b>	<p>If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p> <p>If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select "Register Online for IDeAS" "Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></p> <p>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein</p>

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	you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting For OTP based login you can click on <a href="https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp</a> . You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on <b>company name or e-Voting service provider name</b> and you will be re-directed to <b>e-Voting service provider website</b> for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their <b>Depository Participants (DP)</b>	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

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

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

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

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

- 1) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- 2) Click on “Shareholders” module.
- 3) Now enter your User ID

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- a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

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

- (vi) After entering these details appropriately, click on “SUBMIT” tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for the **Rajasthan Securities Limited** on which you choose to vote.
- (x) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xii) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.

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**Nagpur - 440008, Maharashtra, India**

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**Web : [www.rajasthansecurities.com](http://www.rajasthansecurities.com) CIN : L64990MH1993PLC272204**

# RAJASTHAN SECURITIES LIMITED

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- (xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvii) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the “Corporates” module.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
  - It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
  - Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; [info@rajasthangasesltd.com](mailto:info@rajasthangasesltd.com) (designated email address by company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

## **INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE EGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:**

1. The procedure for attending meeting & e-Voting on the day of the EGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the EGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

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7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the EGM but have queries may send their queries in advance 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the EGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the EGM.
10. If any Votes are cast by the shareholders through the e-voting available during the EGM/EGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

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

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to **Company/RTA email id**.

2. For Demat shareholders - Please update your email id & mobile no. with your respective **Depository Participant (DP)**

3. **For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.**

If you have any queries or issues regarding attending EGM & e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at toll free no. 1800 21 09911

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

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

Explanatory statement pursuant to section 102 of the Companies act, 2013 and / or regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

### Item No. 1: Appointment of Mr. Jiteshkumar Narsingdas Agrawal (DIN: 09457707) as a Non-Executive Independent Director of the Company.

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company in their meeting held on 7<sup>th</sup> October, 2025 appointed **Mr. Jiteshkumar Narsingdas Agrawal (DIN: 09457707)**, as an Additional Director in the capacity of Non-Executive Independent Director of the Company under Section 161 of the Companies Act, 2013 ("the Act") read with applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and Articles of Association of the Company, who shall not be liable to retire by rotation to hold office for the first term of (5) Five years w.e.f. October 7, 2025 subject to approval of the Shareholders.

In accordance with the provisions of Section 149 read with Schedule IV to the Act, the appointment of Independent Directors requires approval of the members of the Company. Further, in terms of amendment in the SEBI Listing Regulations effective from January 1, 2022, a listed entity shall ensure that approval of Shareholders for appointment of a person on the Board of Directors is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier. Accordingly, the appointment of Mr. Jiteshkumar Narsingdas Agrawal (DIN: 09457707) would require approval of Members of the Company on or before January 7, 2026 by way of special resolution.

Mr. Jiteshkumar Narsingdas Agrawal is eligible for appointment as a Director in terms of Section 164 of the Act and is not disqualified or debarred from holding the office of Director pursuant to any order of the Securities and Exchange Board of India ("SEBI") or any other statutory or regulatory authority, in accordance with the BSE Circular dated 20 June 2018. He has given his consent to act as an Independent Director of the Company. The Company has also received a declaration from him confirming that he meets the criteria of independence as prescribed under Section 149(6) of the Act and the Listing Regulations.

Further, as required under the Listing Regulations, he has confirmed that he is not aware of any circumstance or situation which exists or may reasonably be anticipated to exist that could impair or impact his ability to discharge his duties as an Independent Director. Based on the disclosures made by him, the Board of Directors is of the opinion that he satisfies all the conditions specified under the Act, the rules made thereunder, and the Listing Regulations for appointment as an Independent Director and that he is independent of the management of the Company.

The Company has received a notice in writing from a Member under Section 160 of the Act proposing the candidature of Mr. Jiteshkumar Narsingdas Agrawal for appointment as an Independent Director of the Company for a term of five (5) consecutive years, commencing from 7 October 2025.

### Brief Profile of Mr. Jiteshkumar Narsingdas Agrawal:

Mr. Agrawal holds a Bachelor's degree in Law (LL.B.) and has successfully cleared the Independent Director Examination conducted by the Indian Institute of Corporate Affairs (IICA). He has also been actively involved as a business partner in his family business, through which he has gained valuable hands-on experience in business operations, decision-making, and strategic planning.

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With a strong foundation in legal matters and substantial business acumen, Mr. Agrawal brings a well-rounded perspective to the Board. He is recognised for his integrity, sound judgment, and professional competence. His appointment as an Independent Director is expected to strengthen the governance framework and contribute meaningfully to the Company through his independent insights and balanced approach.

Details of Mr. Agrawal pursuant to (i) the Listing Regulations, and (ii) Secretarial Standard on General Meetings (“SS-2”) issued by the Institute of Company Secretaries of India, are provided in the *Annexure* to this Notice. He shall be paid remuneration by way of fees for attending meetings of the Board or its Committees, reimbursement of expenses incurred for participation in such meetings, and profit-related commission, within the limits specified under Section 197 of the Act.

The Board, based on the recommendations of the Nomination and Remuneration Committee, considers Mr. Jiteshkumar Narsingdas Agrawal to be a person of integrity with the requisite experience and expertise to serve as an Independent Director of the Company. The Board, after considering his declaration of independence and his compliance with Rule 6(1) and 6(2) of the Companies (Appointment and Qualification of Directors) Rules, 2014 regarding inclusion of his name in the databank for Independent Directors maintained by the IICA, is of the opinion that he fulfils the prescribed conditions for appointment.

A copy of the draft letter of appointment setting out the detailed terms and conditions of his appointment as an Independent Director is available for inspection by Members on the Company’s website, [www.rajasthansecurities.com](http://www.rajasthansecurities.com), until the date of the ensuing EGM.

Details pursuant to Regulation 36(3) of the Listing Regulations and Secretarial Standard-2 (SS-2) issued by the Institute of Company Secretaries of India are provided in *Annexure – A*.

Except Mr. Jiteshkumar Narsingdas Agrawal, being the appointee, none of the Directors or Key Managerial Personnel of the Company or their respective relatives is concerned or interested, financially or otherwise, in the resolution.

The Board recommends the passing of the resolution set out under Item No. 1 of this Notice as a Special Resolution for approval by the Members.

## **Item No. 2: Ratification of the Detailed PCA Certificate in Relation to the Name Change Already Approved by BSE, pursuant to Regulation 45(3) of SEBI (LODR) Regulations, 2015**

At the 32<sup>nd</sup> Annual General Meeting (“AGM”) of the Company held on 26th September 2025, the PCA Certificate relating to the proposed change of name of the Company was placed before the Members. However, the PCA Certificate circulated at the AGM was not in the detailed format required by BSE Limited under Regulation 45(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In order to comply with the requirements of BSE Limited, the Company thereafter submitted the detailed PCA Certificate to BSE. BSE Limited subsequently granted approval for the name change in the normal course of processing such applications, and advised the Company that the detailed PCA Certificate submitted to BSE should also be placed before and ratified by the Members at the ensuing AGM/EGM, so that the records of the Company and the Exchange remain aligned.

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Accordingly, to ensure full compliance with the requirements of Regulation 45(3) of the SEBI LODR Regulations and to regularise the documentation placed before the Members, the detailed PCA Certificate is now being placed before the Members for their ratification, confirmation, and approval.

PCA Certificate submitted to BSE is attached as Annexure B.

The Board of Directors recommends the passing of the Resolution.

None of the Directors, Key Managerial Personnel, or their respective relatives is concerned or interested in this Resolution.

**//By order of the Board//**  
**For Rajasthan Securities Limited**  
(Formerly known as Rajasthan Gases Limited)

**SD/-**  
**Nikhilesh Khandelwal**  
**Managing Director**  
**DIN 06945684**

Place: Nagpur  
Date: 08/12/2025

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# RAJASTHAN SECURITIES LIMITED

(Previously known as Rajasthan Gases Limited)

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## Annexure A:

Sr. No.	Particulars	Details/Information
1.	Name of the Director	Mr. Jiteshkumar Narsingdas Agrawal (DIN: 09457707)
2.	Date of Birth	30/03/1987
3.	Age	38 Years
4.	Date of First Appointment	October 07, 2025
5.	Nationality	Indian
6.	Terms and Conditions of Appointment	Appointed as an Additional Director (Non-executive Independent Director) the first term of 5 (Five) years with effect from October 07, 2025 subject to the approval of the shareholders of the Company by means of Special Resolution on or before January 07, 2025.
7.	Qualification	Mr. Jiteshkumar N. Agrawal holds a Bachelor's degree in Law (LL.B.) and has successfully cleared the Independent Director examination conducted by the Indian Institute of Corporate Affairs (IICA). He has also been actively involved as a business partner in his family business, gaining valuable practical experience in business operations, decision-making, and strategic planning.
8.	Experience (including expertise in specific functional area/Brief Resume)	He has Strong foundation in legal matters and a solid understanding of business dynamics, Mr. Agrawal brings a well-rounded perspective to the Board. He is known for his integrity, sound judgment, and professional competence. His appointment as an Independent Director is expected to enhance the governance framework and contribute significantly to the organisation through his independent insights and balanced approach
9.	Name(s) of the listed entities from which the person has resigned from Directorship in the past three years	Not Applicable
10.	Directorships of other Boards (Listed/Unlisted) as on date of this EGM Notice.	Not Applicable
11.	Chairman/Member in the committees of Board of other Listed Companies in which she is the Director	Not Applicable
12.	Shareholding in the Company as on date of this Notice	Nil
13.	Relationship with other Directors / Key Managerial Personnel inter-se	Mr. Jiteshkumar Narsingdas Agrawal is not related to any Director or Key Managerial Personnel of the Company.

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14.	Number of meetings of the Board attended during the financial year 2025–26	Mr. Jiteshkumar Narsingdas Agrawal has attended 1 (One) Board Meeting dated November 12, 2025.
15.	Remuneration last drawn (including seat fees, if any)	Sitting Fees of ₹ 1500/- paid for attending Board and Committee Meeting dated November 12, 2025.
16.	Remuneration sought to be paid	He shall be paid remuneration by way of fee for attending meetings of the Board or Committees there of or for any other purpose as may be decided by the Board, reimbursement of expenses for participating in the Board and other meetings.

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# Sanjay Chindaliya & Co.

## CHARTERED ACCOUNTANTS

CA Sanjay Chindaliya

FCA

Cell : 9373100057

CA Akshay Chindaliya

FCA

Cell : 9021358658

CA Gaurav Chindaliya

ACA

Cell : 7020093108

CA Ritik Purohit

ACA

Cell : 7066551139

### ANNEXURE B

#### INDEPENDENT AUDITOR'S CERTIFICATE

[Pursuant to Regulation 45(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended]

To,  
The Board of Directors,  
Rajasthan Securities Limited,  
(Formerly known as Rajasthan Gases Limited)  
Shop No. 107, Plot No. 268,  
Honey Arjun Kaushlya Tower,  
C.A. Road, Lakadganj,  
Nagpur – 440008, Maharashtra, India.

#### BACKGROUND OF THE COMPANY

Rajasthan Securities Limited (Previously known as Rajasthan Gases Limited) (the "Company") was originally incorporated as a private limited company on **27<sup>th</sup> August 1993** under the Companies Act, 1956. The Company was subsequently converted into a public limited company with effect from **27<sup>th</sup> October 1994**. The Corporate Identification Number (CIN) of the Company is **L64990MH1993PLC272204**.

The registered office of the Company is situated at Shop No. 107, Plot No. 268, Honey Arjun Kaushlya Tower, C.A. Road, Lakadganj, Nagpur – 440008, Maharashtra, India.

The equity shares of the Company are listed on **BSE Limited**, and the Company's securities were admitted to listing on **26 April 1995**.

#### PURPOSE OF ISSUANCE OF THIS CERTIFICATE

The Board of Directors has proposed a change in the name of the Company from "Rajasthan Gases Limited" to "Rajasthan Ventures Limited," "Rajasthan Multitrading Limited," "Rajasthan Tradex Limited," "Rajasthan Solutions Limited," or such other name as may be approved by the Registrar of Companies, Central Registration Centre, Ministry of Corporate Affairs, subject to requisite shareholder and statutory approvals.

The Registrar of Companies, Central Registration Centre, Ministry of Corporate Affairs approved availability of name "Rajasthan Securities Limited."

The members of the Company, at the **32<sup>nd</sup> Annual General Meeting held on 26<sup>th</sup> September 2025**, approved the proposal for change of name, subject to approvals from the Registrar of Companies, Mumbai and other statutory authorities.

The Company has received a **Fresh Certificate of Incorporation dated 3<sup>rd</sup> November 2025**, confirming the change of name from "Rajasthan Gases Limited" to "Rajasthan Securities Limited."



Regulation 45(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") mandates that, in the explanatory statement to the notice seeking shareholder approval for change of name, the Company shall include a certificate from a Practising Chartered Accountant confirming compliance with the conditions laid down in Regulation 45(1) of the Listing Regulations.

However, since the Department has mandated that the certificate be furnished in a prescribed format, this Certificate is accordingly issued to ensure compliance with such requirement. This Certificate is issued pursuant to the aforesaid requirement.

### **OPINION**

Based on the examination of relevant documents, records, information made available to us, and explanations provided by the management of the Company, we hereby certify compliance with the conditions stipulated under Regulation 45(1) of the Listing Regulations, as set out below:

#### **Compliance with Regulation 45(1) of the Listing Regulations**

##### **(a) A minimum period of one year must have elapsed since the last name change of the listed entity**

The Company has **not changed its name during the immediately preceding one-year period.** Accordingly, this clause is **not applicable.**

##### **(b) At least fifty percent of the total revenue during the preceding one-year period should have been derived from the new activity corresponding to the new name**

Based on the financial information for the preceding four quarters, the Company has not undertaken any operational business activities related to its prior line of business. During the relevant period, the Company's entire income comprised other income, including bank interest, sale of shares, trading in derivatives, and allied items.

#### **Revenue Statement — Last Four Quarters**

**Amount in Lacs**

S. No.	Period	Income from Prior Business Activity		Income from New Business Activity i.e Sale of Investment, Shares etc	
		Amount	%	Amount	% of Total Revenue
1	01/10/2024 – 31/12/2024	000	0	642.12	100%
2	01/01/2025 – 31/03/2025	000	0	179.88	100%
3	01/04/2025 – 30/06/2025	000	0	983.87	100%
4	01/07/2025 – 30/09/2025	000	01	4617.89	100%





As represented by the management and as evidenced by the Company's books of account, the Company has remained inoperative with respect to its erstwhile line of business for the past several years, during which time the funds available with the Company were deployed in various securities. Subsequent to June 2025, the Company continued to engage in such investment-related activities and accordingly determined that its name and objects clause should be realigned to reflect its actual business activities. In furtherance thereof, the Company effected amendments to its Memorandum of Association to modify its objects and to undertake a change of name. In view of the foregoing, the predominant portion of the Company's income is classified as "other income" rather than "income from operations."

**(c) At least fifty percent of the assets of the listed entity should have been deployed in the new activity/project**

**Asset Deployment Details (Amount in Lakhs)**

S.no	Period	Total Assets	Investment in Prior Activity	% of Total Assets	Investment in New Activity (Asset is Investment)	% of Total Assets
1	01/09/2024 – 31/12/2024	3524.32	0	0%	3356.26	95.23%
2	01/01/2025 – 31/03/2025	3695.47	0	0%	3050.40	82.54%
3	01/04/2025 – 30/06/2025	5164.96	0	0%	5095.86	98.66%
4	01/07/2025 – 30/09/2025	11257.70	0	0%	10801.80	95.95%

As represented by the management and as evidenced by the Company's books of account, the assets of the Company predominantly comprise investment assets, constituting more than 50% of its total assets. This indicates that the Company's deployment of funds into its new line of activity, namely trading in securities, exceeds 50% of its total asset base. Although the Company initially invested its funds in securities while exploring viable avenues to revive its erstwhile line of business, such efforts did not yield the intended results. Consequently, the Company resolved to alter its line of business in order to ensure its continued viability and operational activity.

Based on the information and data provided, **investment in the new activity constitutes more than 50% of the total assets** during each of the preceding four quarters. Accordingly, the Company satisfies the condition under Regulation 45(1)(c).

As per the Explanation to Regulation 45(1):

- "Assets" include Fixed Assets, Advances, Work-in-Progress/Inventories, Investments, Trade Receivables, and Cash & Cash Equivalents.
- "Advances" include only amounts extended to contractors or suppliers toward execution of the project specific to the proposed new activity.

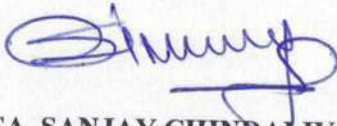


## **CONCLUSION**

This Certificate is being issued at the request of the Company for the purpose of confirming compliance with Regulation 45(1) of the Listing Regulations, in connection with the proposed change of name of the Company.

Based on the information and explanations furnished by the management, we understand that the proposed change of name is necessitated due to a change in the main objects of the Company and to align the corporate name with the nature of its revised business activities, in accordance with the first proviso to Regulation 45(1) of the Listing Regulations.

**SANJAY CHINDALIYA & COMPANY**  
**CHARTERED ACCOUNTANTS**  
**(FRN. 114779W)**



**(CA. SANJAY CHINDALIYA)**  
**PARTNER**  
**MEMBERSHIP NO. 048443**

**UDIN: 25048443BMIJRL7435**

**DATE: 22/11/2025**

**PLACE: NAGPUR.**

