INDIAN SYNTHETIC RUBBER PRIVATE LIMITED
Regd. Office: 10th Floor, Core-2, North Tower, SCOPE Minar,
Laxmi Nagar District Centre, Delhi – 110 092
Email: info@isrpl.co.in, website: www.isrpl.co.in
Phone: 011-22043569, Fax: 011-22043569
CIN: U25190DL2010PTC205324

NOTICE

Notice is hereby given that the **Sixteenth Annual General Meeting** of the Members of Indian Synthetic Rubber Private Limited will be held on **Wednesday, the Twelfth day of August, 2026 at 1400 Hours, Indian Standard Time (IST),** through Video Conferencing/Other Audio Visual Means ("VS/OAVM") Facility, to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year 2025-26 including the Balance Sheet as at 31st March 2026, the Statement of Profit & Loss and the Cash Flow Statement for the financial year ended on that date, together with the Reports of the Board of Directors and Auditors' thereon.

2. To declare a Final Dividend of Rs.7.00 per equity share of Rs.10/- each for the Financial Year ended March 31, 2026.

SPECIAL BUSINESS:

3. To consider and, if thought fit, to pass the following resolution which will be proposed as an Ordinary Resolution:

   "RESOLVED THAT Mr. Chih-Wei Hsu (DIN 11359411), who was appointed as an Additional Director by the Board of Directors with effect from 07th November, 2025 and who holds office upto the date of this Annual General Meeting of the Company in terms of Section 161 of the Companies Act, 2013 ("the Act") read with Article 121 of Articles of Association of the Company be and is hereby appointed as Director of the Company."

4. To consider and, if thought fit, to pass the following resolution which will be proposed as an Ordinary Resolution:

   "RESOLVED THAT Mr. Sanjay Kumar (DIN 11635577), who was appointed as an Additional Director by the Board of Directors with effect from 28th March, 2026 and who holds office upto the date of this Annual General Meeting of the Company in terms of Section 161 of the Companies Act, 2013 ("the Act") read with Article 121 of Articles of Association of the Company be and is hereby appointed as Director of the Company."

5. To consider and, if thought fit, to pass the following resolution which will be proposed as an Ordinary Resolution:

"**RESOLVED THAT** pursuant to the provisions of Section 148 of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules, 2014 (including any other statutory modification(s) or re-enactment thereof for the time being in force), the remuneration of M/s Chandra Wadhwa & Co., Cost Accountants (Firm Registration No. 000239), as recommended by the Audit Committee and approved by the Board of Directors ('the Board') as the Cost Auditors, to conduct audit of Cost Records maintained by the Company in respect of ''Emulsion Styrene Butadiene Rubber" for the Financial Year 2026-27, at Rs.2,50,000/- p.a. (Rupees Two Lakhs and Fifty Thousand only) plus travelling, boarding, lodging from Delhi to Panipat (to be provided by ISRPL) and back plus Government levies, as applicable, be and is hereby ratified."

By Order of the Board
For Indian Synthetic Rubber Private Limited

Sd/-
(Amit Vohra)
Head-Legal & Company Secretary
(Membership No.: F6425)

Dated: 1st July, 2026
Noida, Uttar Pradesh

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IMPORTANT NOTES:

1. An explanatory statement pursuant to Section 102 of the Companies Act, 2013, relating to the Special Business, under Item No. 3, 4 & 5, to be transacted at the meeting is annexed hereto. The Board of Directors of the Company vide their Circular Resolution dated 24th June, 2026 considered that the special business under Item No. 3, 4 & 5, being considered unavoidable, be transacted at the 16th AGM of the Company through Video Conferencing/Other Audio Visual Means ("VS/OAVM") Facility.

2. General instructions for accessing and participating in the **16th AGM through VC/OAVM Facility:**

a) Pursuant to the General Circular No. 3/2025 dated September 22, 2025 and other relevant Circulars issued in this respect ("MCA Circulars"), from time to time by the Ministry of Corporate Affairs (MCA), Companies are allowed to hold AGM through VC/ OAVM facility, without the physical presence of members at a common venue. Hence, in compliance with the MCA Circulars, the 16th AGM of the Company is being held through VC/ OAVM. The deemed venue for the 16th AGM shall be the Registered Office of the Company situated at 10th Floor, Core-2, North Tower, SCOPE Minar, Laxmi Nagar, District Centre, Delhi – 110 092.

b) In compliance with the aforesaid requirements of the MCA Circulars, electronic copy of the Notice along with the Annual Report for the Financial Year ended 31st March, 2026 consisting of Financial Statements including Board's Report, Auditors' Report and other documents required to be attached therewith (Collectively referred to as Notice) have been sent only by email to the members at their e-mail ids registered with the Company and whose name appear in the Register of Members of the Company as on 17th April, 2026.

c) Attendance of the Members participating in the 16th AGM through VC/OAVM Facility shall be counted for the purpose of ascertaining the quorum under Section 103 of the Act.

d) Members may join the 16th AGM through VC/OAVM Facility by following the procedure as mentioned below:

1. The members may participate in the Meeting through VC/OAVM Facility by clicking on the following link:

https://teams.microsoft.com/meet/45075312632565?p=Ph98oLOUxlCH5GWMfM

2. The said Facility shall be kept open for the Members from 1330 Hours, i.e., 30 minutes before the time scheduled to start the 16th AGM and the Company shall close the window for joining the VC/OAVM Facility 30 minutes after the scheduled time to start the 16th AGM.

3. Members needing assistance with the use of technology before or during the AGM may contact the Helpline details given hereunder:
-Ms. Ritu Singh at the contact number 9871933369

4. Members, when a poll is required to be taken during the meeting on any resolution, may convey their votes at the email address *amit.vohra@isrpl.co.in.*

e) In terms of the MCA Circulars, since the physical attendance of Members has been dispensed with, there is no requirement of appointment of proxies. Accordingly, the facility of appointment of proxies by Members under Section 105 of the Act will not be available for the 16th AGM. Hence, the Proxy Form and Attendance Slip are not annexed to this Notice. However, in pursuance of Section 112 and Section 113 of the Act, representatives of the Members may be appointed for participation in the 16th AGM through VC/OAVM Facility. Corporate Members intending to appoint their authorized representatives pursuant to Section 113 of the Act, to participate and vote at the AGM through VC or OAVM, are requested to send a certified copy of the Board Resolution at e-mail address, *amit.vohra@isrpl.co.in*, latest by 11th August, 2026.

f) In line with the MCA Circulars, the Notice of the 16th AGM will be available on the website of the Company at *www.isrpl.co.in*.

g) Since the AGM will be held through VC/OAVM Facility, hence the Route Map of the AGM Venue is not annexed to this notice.

h) The company fixed, 17th day of April, 2026 as the 'Record Date' for determining entitlement of Members to final Dividend for the Financial Year ended March 31, 2026, if the final Dividend, as recommended by the Board of Directors, is approved at the AGM. Further, if the said proposal is approved at the AGM, payment of such Dividend, subject to deduction of applicable withholding taxes, shall be remitted, on or before 10th September, 2026, to all the Shareholders eligible as per Record Date, through electronic mode including NEFT/RTGS/SWIFT Transfer.

i) Members are encouraged to submit their questions in advance with regard to the financial statements or any other matter to be placed at the AGM, from their registered email address, mentioning their name, folio number and mobile number, at the email address amit.vohra@isrpl.co.in before 5.00 p.m. (IST) on 11th August, 2026. Queries that remain unanswered at the AGM will be appropriately responded by the Company at the earliest post the conclusion of the AGM.

j) Pursuant to the requirement of SS-2 notified by Ministry of Corporate Affairs and the circulars issued by MCA, the copy of the Memorandum of Association (MOA) & Articles of Association (AOA) of the Company & other documents referred to in this notice and explanatory statement shall be made available for inspection in electronic mode to all the members of the Company without any fee from the date of circulation of this Notice upto the date of AGM, i.e. 12th August, 2026. Members seeking to inspect such documents can send an email to amit.vohra@isrpl.co.in.

k) During the 16th AGM, Members may access the scanned copy of Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act and the Register of Contracts and Arrangements in which Directors are interested maintained under Section 189 of the Act, after their joining the meeting via VC mode.

Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 in respect of Special Business set out in the Notice

ITEM NO. 3

Mr. Chih-Wei Hsu (DIN 11359411) was appointed as an Additional Director of the Company with effect from 07th November, 2025 by the Board of Directors of the Company. According to the provisions of Section 161 of the Companies Act, 2013 (“the Act”) read with Article 121 of the Articles of Association of the Company, he holds office as an Additional Director upto the date of the forthcoming Annual General Meeting. The additional information in respect of Mr. Chih-Wei Hsu is as under:

Particulars	
Name	Chih-Wei Hsu
Date of Birth	20/10/1973
Qualification	Bachelor's Degree in Chemical Engineering
Experience	30 Years
Remuneration	Nil
Last Remuneration	Nil
Date of Appointment	07/11/2025
Shareholding in the Company	Nil
Relationship with Directors/Manager/KMPs	Nil

No. of Meetings attended during the F.Y. 2025-2026	2
Other Directorships	Nil
Memberships/ Chairmanships in other Committees	Member-HR Committee

Keeping in view the wide experience, expertise and knowledge of Mr. Chih-Wei Hsu, the Board recommends the resolution for appointment of Mr. Chih-Wei Hsu as a Director of the Company as set out at Item No. 3 of the Notice for the approval of the Members as an Ordinary Resolution.

None of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out at Item No.3.

The Board recommends the resolution set forth in Item no.3 for the approval of the members as an Ordinary Resolution.

Pursuant to the requirement of SS-2 notified by Ministry of Corporate Affairs, the Memorandum of Association (MOA) & Articles of Association (AOA) of the Company & other documents referred to in this notice and explanatory statement shall be available for inspection in physical form by any member of the Company during business hours i.e. 9.00 AM to 5.30 PM on all working days (except Sundays and holidays), until the date of Annual General Meeting or any adjournment thereof, at the Registered Office of the Company and copies thereof shall also be available for inspection by any member at the Corporate Office of the Company.

ITEM NO. 4

Mr. Sanjay Kumar (DIN 11635577), was appointed as an Additional Director of the Company with effect from 28th March, 2026 by the Board of Directors of the Company. According to the provisions of Section 161 of the Companies Act, 2013 ("the Act") read with Article 121 of the Articles of Association of the Company, he holds office as an Additional Director upto the date of the forthcoming Annual General Meeting. The additional information in respect of Mr. Sanjay Kumar is as under:

Particulars	
Name	Sanjay Kumar
Date of Birth	03/01/1968
Qualification	Fellow Member- Institute of Chartered Accountants of India & the Institute of Cost Accountants of India Bachelor in Commerce from St. Xavier's College, Kolkata
Experience	32 Years
Remuneration	Nil
Last Remuneration	Nil
Date of Appointment	28/03/2026
Shareholding in the Company	Nil
Relationship with Directors/Manager/KMPs	Nil
No. of Meetings attended during the F.Y. 2025-2026	Nil

Other Directorships	Nil
Memberships/ Chairmanships in other Committees	Chairman-Audit Committee Chairman-Risk Management Committee

Keeping in view the wide experience, expertise and knowledge of Mr. Sanjay Kumar, the Board recommends the resolution for appointment of Mr. Sanjay Kumar as a Director of the Company as set out at Item No. 4 of the Notice for the approval of the Members as an Ordinary Resolution.

None of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out at Item No.4.

The Board recommends the resolution set forth in Item no.4 for the approval of the members as an Ordinary Resolution.

Pursuant to the requirement of SS-2 notified by Ministry of Corporate Affairs, the Memorandum of Association (MOA) & Articles of Association (AOA) of the Company & other documents referred to in this notice and explanatory statement shall be available for inspection in physical form by any member of the Company during business hours i.e. 9.00 AM to 5.30 PM on all working days (except Sundays and holidays), until the date of Annual General Meeting or any adjournment thereof, at the Registered Office of the Company and copies thereof shall also be available for inspection by any member at the Corporate Office of the Company.

ITEM NO. 5

Section 148 of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules, 2014 dealing with remuneration of Cost Auditors, requires that the remuneration recommended by the Audit Committee shall be considered and approved by the Board of Directors and ratified subsequently by the Shareholders of the Company.

The Audit Committee in its 70th Meeting held on 25th May, 2026 recommended the appointment of M/s Chandra Wadhwa & Co., Cost Accountants (Firm Registration No. 000239) to conduct audit of Cost Records maintained by the Company in respect of "Emulsion Styrene Butadiene Rubber" for the Financial Year 2026-27 at a remuneration of Rs.2,50,000/- p.a. (Rupees Two Lakhs and Fifty Thousand only) plus travelling, boarding, lodging from Delhi to Panipat (to be provided by ISRPL) and back plus Government levies, as applicable, which was further approved by the Board of Directors of the Company ('the Board') in their 93rd meeting held on 25th May, 2026.

In terms of Section 148 (3) of the Companies Act, 2013 read with Companies (Audit & Auditors) Rules, 2014, the remuneration of the Cost Auditor is required to be ratified by the Members of the Company.

None of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out at Item No.5.

The Board recommends the resolution set forth in Item no.5 for the approval of the members as an Ordinary Resolution.

Pursuant to the requirement of SS-2 notified by Ministry of Corporate Affairs, the Memorandum of Association (MOA) & Articles of Association (AOA) of the Company & other documents referred to in this notice and explanatory statement shall be available for inspection in physical form by any member of the Company during business hours i.e. 9.00 AM to 5.30 PM on all working days (except Sundays and holidays), until the date of Annual General Meeting or any adjournment thereof, at the Registered Office of the Company and copies thereof shall also be available for inspection by any member at the Corporate Office of the Company.

By Order of the Board
For Indian Synthetic Rubber Private Limited

Sd/-
(Amit Vohra)
Head-Legal & Company Secretary
(Membership No.: F6425)

Dated: 1st July, 2026
Noida, Uttar Pradesh

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