ROSE MERC
LIMITED
तमसो ऽ मा ज्योतिर्गमय

15/B/4, New Sion Chs Swami Vallabhdas Road,
Opp SIES College, Behind Dmart Store,
Sion West, Mumbai-22.

GSTIN : 27AACCR3663B1ZM
CIN : L93190MH1985PLC035078

Date: 21st July, 2025

To,
The Corporate Relations Department,
BSE Limited,
P J Tower, Dalal Street,
Fort, Mumbai-400001

BSE Scrip Code: 512115
Scrip ID: ROSEMER

Kind Attn: Corporate Relationship Dept.

Sub: In Compliance of Regulation 30 of the SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015 –Outcome of Board Meeting held on Monday, July 21, 2025.

Dear Sir/ Madam,

Pursuant to Regulations 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), we would like to intimate that the Board of Directors of the Rose Merc Limited (“the Company”) have, at their meeting held today, i.e., Monday, July 21, 2025” inter alia, transacted, discussed and approved following businesses:

1. The Board has considered and approved, subject to approval of Members at the ensuing Annual General Meeting, the offer, issue and allot the following:

a) 2,71,167 Equity Shares of face value Rs. 10/- each at a price of Rs. 90/- per share (including premium of Rs. 80/- per share) or such higher price as may be determined in accordance with Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations"), on a Preferential Basis to Non-promoters, for cash consideration.

b) 2,06,000 Equity Warrants convertible into 2,06,000 equity shares of face value Rs. 10/- at a price of Rs. 90/- per share (including premium of Rs. 80/- per share) or such higher price as may be determined in accordance with Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (SEBI ICDR Regulations), on a Preferential Basis to Non-promoters, for cash consideration.

The details regarding the issuance of securities as required pursuant to the SEBI Master Circular issued vide circular no. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023, read with SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 are set out in **Annexure I** to this letter.

2. We hereby inform that the 41st Annual General Meeting (“AGM”) of the Company is scheduled to be held on Monday, 25 August, 2025 at 04:00 P.M. (IST), through Video Conference / Other Audio Visual Means.

3. Pursuant to Regulation 42 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the Company has fixed Monday, August 18, 2025 as the "RECORD DATE" for the purpose of ascertaining the eligibility of the shareholders for payment of Final Dividend for the financial year 2024-2025, if declared, as recommended by Board at its Board Meeting held on June 27, 2025 and for the 41st Annual General Meeting.

4. Pursuant to section 91 of the companies Act 2013 and Regulation 42 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Register of Members and Share Transfer Books of the Company will remain closed from Tuesday, August 19, 2025 to Monday, August 25, 2025 (both days inclusive) for the purpose of ascertaining the eligibility of the shareholders for payment of Final Dividend for the financial year 2024-2025, if declared and for the 41st Annual General Meeting of the Company.

5. Reconstitution of Audit Committee of the Board consisting of following members:

Sr. No.	Name of the Person	Category of Directorship	Position
1.	Mr. Shekhar Menon	Independent Director	Chairperson
2.	Mr. Nooruddin Mohammed Shaikh	Executive Whole-Time Director	Member
3.	Mr. Uday Tardalkar	Independent Director	Member
4.	Ms. Vaishali Parkar Kumar	Executive Whole-Time Director & CFO	Member

Kindly take the same on your record and oblige us.

The Board Meeting commenced at 04:00 p.m. and concluded on 04:50 p.m.

Thanking You.

Yours faithfully,

For ROSE MERC LIMITED

Vaishali Parkar Kumar

Digitally signed by Vaishali Parkar Kumar
Date: 2025.07.21 19:18:34 +05'30'

Vaishali Parkar Kumar
Executive Director
DIN: 09159108

Annexure I

Disclosure of Event and Information pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 read with SEBI circular SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023 and SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023.

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<tr><th>Sr. No</th><th>Particulars of Securities</th><th>Details</th></tr>
<tr><td>a)</td><td>Type of securities proposed to be issued</td><td>1. Equity Shares of face value Rs. 10/- per share
2. Equity Warrants convertible into Equity Shares of face value Rs. 10/- per share</td></tr>
<tr><td>b)</td><td>Type of issuance</td><td>Preferential Issue</td></tr>
<tr><td>c)</td><td>Total number of securities proposed to be issued or the total amount for which the securities will be issued</td><td>1. Upto 2,71,167 Equity shares of face value Rs. 10/- per share.
2. Upto 2,06,000 Equity Convertible Warrants convertible into equivalent number of Equity Shares of face value Rs. 10/- per share.</td></tr>
<tr><td>d)</td><td>Issue Price</td><td>Rs. 90/- per share (including premium of Rs. 80/- per share) or such higher price as may be determined in accordance with Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations")</td></tr>
<tr><td>e)</td><td colspan="2">In case of preferential issue the listed entity shall disclose the following additional details to the stock exchange(s):</td></tr>
<tr><td>i)</td><td>Name of Investors and their corresponding subscription of No. of Warrants / Equity Shares</td><td>A. Issue of Equity Shares
<table>
<tr><th>Sr. No.</th><th>Name of the Investors</th><th>No. of Equity Shares subscribed proposed to be subscribed</th><th>Category</th></tr>
<tr><td>1</td><td>Suhas Dattatraya Kale</td><td>27,778</td><td>Non-Promoter</td></tr>
<tr><td>2</td><td>Aishwarya Javalgekar</td><td>20,000</td><td>Non-Promoter</td></tr>
<tr><td>3</td><td>Krishnamachari Vasudevan</td><td>1,778</td><td>Non-Promoter</td></tr>
<tr><td>4</td><td>Nitin Pakhle</td><td>500</td><td>Non-Promoter</td></tr>
<tr><td>5</td><td>Gunjeet Singh Ajmani HUF</td><td>50,000</td><td>Non-Promoter</td></tr>
<tr><td>6</td><td>Om Pramila Stocks Private Limited</td><td>1,11,111</td><td>Non-Promoter</td></tr>
<tr><td>7</td><td>Shawn Jacob</td><td>11,111</td><td>Non-Promoter</td></tr>
<tr><td>8</td><td>Sachin Deshpande</td><td>11,111</td><td>Non-Promoter</td></tr>
<tr><td>9</td><td>Radhika Sanjeev Patkar</td><td>26,667</td><td>Non-Promoter</td></tr>
<tr><td>Total</td><td></td><td>2,71,167</td><td></td></tr>
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<tr><td></td><td></td><td>B. Issue of Convertible Warrants
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<tr><th>Sr. No.</th><th>Name of the Investors</th><th>No. of Equity Warrants proposed to be subscribed</th><th>Category</th></tr>
<tr><td>1</td><td>Dattatray Rajaram Jadhav</td><td>50,000</td><td>Non-Promoter</td></tr>
<tr><td>2</td><td>Shailesh Pethe</td><td>20,000</td><td>Non-Promoter</td></tr>
<tr><td>3</td><td>Punam Arora</td><td>51,000</td><td>Non-Promoter</td></tr>
<tr><td>4</td><td>Shobha Tardalkar</td><td>30,000</td><td>Non-Promoter</td></tr>
<tr><td>5</td><td>Uday Tardalkar</td><td>45,000</td><td>Non-Promoter</td></tr>
<tr><td>6</td><td>Pritish Tardalkar</td><td>10,000</td><td>Non-Promoter</td></tr>
<tr><td>Total</td><td></td><td>2,06,000</td><td></td></tr>
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</td></tr>
<tr><td>ii)</td><td>Post Allotment of securities - outcome of the subscription, issue price / allotted price (in case of convertibles), number of investors;</td><td>NA</td></tr>
<tr><td>iii)</td><td>in case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument;</td><td>NA</td></tr>
<tr><td>iv)</td><td>Tenure/ Conversion</td><td>In case of Equity Warrants Convertible into Equity shares: -
a. The tenure of the convertible securities of the issuer shall be eighteen months from the date of their allotment.
b. An amount equivalent to at least twenty-five per cent. of the consideration determined in terms of regulation 164 shall be paid against each warrant on the date of allotment of warrants and the balance seventy-five per cent. of the consideration shall be paid at the time of allotment of the equity shares pursuant to exercise of options against each such warrant by the warrant holder.
c. In case if the warrant holders do not exercise the option to convert the warrants into equity shares within the above stated period of 18 months than such warrants (to the extent not converted) shall lapse and the initial sum of twenty five percent of offer price paid on such warrants shall be forfeited by the Company.</td></tr>
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