

Date: February 17, 2023

**To,
The Corporate Relations Department,
BSE Limited,
PJ Tower, Dalal Street, Fort,
Mumbai-400001**

BSE Scrip Code: 512115 : Scrip ID: ROSEMER

Subject: Prior Intimation of Board Meeting to be held on Friday, February 24, 2023

Dear Sir/Madam,

We wish to inform you that a meeting of the Board of Directors of **Rose Merc Limited** is scheduled to be held on **Friday, February 24, 2023** at the registered office of the Company situated at Office No 12, Priyadarshani Roj Baza Soc, Sector – 10, Khanda Colony, New Panvel (West), Maharashtra - 410206, *inter alia*, to transact the following matters:

- 1.** To consider and approve increase in the foreign direct investment limits for all Non-Resident Indians and Overseas Citizens of India, put together, up to permissible limits, and seek approval of the members, as required under the relevant provisions of Foreign Exchange Management (Non-Debt Instruments) Rules, 2019;
- 2.** To consider and approve, the increase in investment limits to permissible limits to enable the Company to make investments (whether by way of subscription, purchase or acquisition of securities) in other bodies corporate, in India and outside India, including, acquisition of minority, majority or entire share capital of other bodies corporate, for cash or for consideration other than cash, and seek approval of the members by way of postal ballot;
- 3.** To consider and approve the proposal for borrowing power in excess of Limits specified under Section 180 (1) (C) of the Companies Act, 2013.
- 4.** To consider regularization of directorships of Mrs. Vaishali Parkar Kumar, Mr. Purvesh Krishna Shelatkar and Mr. Sonu Surjit Vasan and seek approval of the members by way of postal ballot for the appointment;
- 5.** To consider and approve the appointment of new statutory auditor in place of existing auditor of the Company.
- 6.** To consider and approve, the raising of capital by way of issue of one or more instruments, including, equity shares, convertible securities of any description or warrants or debt securities through any method or combination thereof as may be permitted under applicable laws, subject to such regulatory/statutory approvals as may be required, including approval of the shareholders of the Company, for cash or for consideration other than cash or pursuant to share swap arrangement;

7. To consider and approve appointment of legal advisors, accountants, tax consultants and merchant bankers for the above capital raising transaction;
8. To consider and approve an Employees Stock Option Plan and obtain members approval by way of postal ballot;
9. To consider and approve the names of Eligible Employees under the proposed Employees Stock Option Plan and obtain members approval by way of postal ballot;
10. To change the registered office of the Company;
11. To appoint a scrutinizer for postal ballot of the Company;
12. To consider and approve the Postal Ballot Notice;
13. Any other business with permission of the Chairperson.

Please take the same on your record and acknowledge receipt of the same.

**Thanking You,
Yours faithfully,**

For Rose Merc Limited

**Kirti Chunilal Savla
Managing Director
DIN: 02003878**