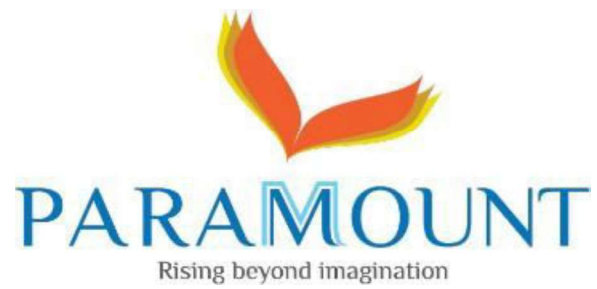


60



PARAMOUNT COSMETICS (INDIA) LIMITED

FORTY FIRST ANNUAL REPORT 2025-2026

CONTENTS

Particulars	Page No.
CORPORATE INFORMATION	3
NOTICE	4-19
BOARD'S REPORT AND OTHER ANNEXURES	20 - 60
INDEPENDENT AUDITORS' REPORT	61 - 72
BALANCE SHEET	73
STATEMENT OF PROFIT & LOSS ACCOUNT	74
CASH FLOW STATEMENT	76
NOTES ON ACCOUNTS	77 - 106

CORPORATE INFORMATION**BOARD OF DIRECTORS**

- Mr. Hiitesh Topiwaalla - Managing Director (DIN - 01603345)
- Ms. Aartii Topiwaala - Director (DIN - 03487105)
- Mr. Vishwaskumar Ashokkumar Sharma - Independent Director (DIN: 06716653)
- Mr. Mukesh Kumar Tyagi - Independent Director (DIN: 01649644)

CHIEF FINANCIAL OFFICER

- Mr. Rajnish Matta

BANKERS

- IDBI Bank Limited
- DBS Bank

REGISTRAR & SHARE TRANSFER AGENT

- BgSE Financials Limited
Stock Exchange Towers, No. 51, 1st Cross, J.C Road, Bangalore- 560 027 Ph: 080 4132 9661
Email: rta_admin@bfsi.co.in
manager_rta@bfsi.co.in

COMPLIANCE OFFICER & COMPANY SECRETARY

- Ms. Purna Jain

STATUTORY AUDITORS

- M/s. Sharma & Pagaria, Chartered Accountants.

REGISTERED OFFICE

Plot No. 165/B-15 & 16, 2nd Phase,
GIDC VAPI Valsad GJ 396195 IN

E-MAIL:

compliance@parcos.in

WEBSITE:

www.parammount.com

CIN:

L24240GJ1985PLC008282

CORPORATE OFFICE

902-904, 9th Floor,
Prestige Meridian-1,
29, M. G. Road,
Bangalore - 560 001
Ph: +91 80 25320870/71
Email:compliance@parcos.in



NOTICE OF THE 41ST ANNUAL GENERAL MEETING

Notice is hereby given that the **41st Annual General Meeting** of the members of **Paramount Cosmetics (India) Limited** ("the Company") will be held on Wednesday, September 30, 2026, at 11:00 A.M. (IST) through Video Conferencing/ Other Audio Visual Means ("OAVM") to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet of the Company as at 31st March, 2026 and Profit & Loss Account for the year ended on that date together with the report of the Board of Directors and Auditors thereon.
2. To appoint a director in place of Mrs. Aartii Topiwaala (DIN: 03487105), who retires by rotation and being eligible, offers herself for re-appointment.

SPECIAL BUSINESS:

3. **To consider and approve the Material Related Party Transaction between the Company and Paramount Kum Kum Private Limited:**

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 Regulations 2(1)(zc), 23(4) and other applicable Regulations, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), as amended from time to time and Section 2(76), 188 and other applicable provisions of the Companies Act, 2013 ('Act') read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014, as amended from time to time (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and other applicable laws / statutory provisions, if any, the Company's Policy on Material Related Party Transactions as well as subject to such approval(s), consent(s) and/or permission(s), as may be required and based on the recommendation of the Audit Committee, the consent of the members of the Company be and is hereby accorded to authorise the Board of directors of the Company (hereinafter referred to as the 'Board', which term shall be deemed to include the Audit Committee or any other Committee constituted / empowered / to be constituted by the Board from time to time to exercise its powers conferred by this Resolution) to the Material Related Party Transaction(s) / Contract(s) / Arrangement(s) / Agreement(s) entered into / proposed to be entered into (whether by way of an individual transaction or transactions taken together or a series of transactions or otherwise), as mentioned in detail in the explanatory statement, between the Company and Paramount Kum Kum Private Limited, a 'Related Party' of the Company, on such terms and conditions as may be mutually agreed between the Company and Paramount Kum Kum Private Limited for an aggregate value amount not exceeding Rs. 50,00,00,000/- (Rupees Fifty Crores Only) per financial year and will be valid till period of 5 Financial Years from Financial Year 2027-28 till end of the financial year 2031-32 provided that such transaction(s) / contract(s) / arrangement(s) / agreement(s) is being carried out at an arm's length pricing basis and in the ordinary course of business.

RESOLVED FURTHER THAT any director(s), Managing Director or KMP of the Company be and is hereby authorized to do and perform all such acts, deeds, matters and things, as may be necessary, including but not limited to, finalizing the terms and conditions, methods and modes in respect of

executing necessary documents, including contract(s) / arrangement(s) / agreement(s) and other ancillary documents; seeking necessary approvals from the authorities; settling all such issues, questions, difficulties or doubts whatsoever that may arise and to take all such decisions from powers herein conferred; and delegate all or any of the powers herein conferred to any Director, Managing Director, Chief Financial Officer, Company Secretary or any other officer / authorized representative of the Company, without being required to seek further consent from the members and that the members shall be deemed to have accorded their consent thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT all actions taken by the board in connection with any matter referred to or contemplated in this resolution, be and is hereby approved, ratified and confirmed in all respect and for the purpose of giving effect to this resolution, any director(s) or KMP be and is hereby authorised to do all such acts, deeds, matters and things as it may in its absolute discretion deem necessary, proper, or desirable fit and to settle any question, difficulty, doubt that may arise in this regard.”

By Order of the Board of Directors
For **Paramount Cosmetics (India) Limited**

Sd/-

Hiitesh Topiiwaalla
Managing Director
DIN: 01603345

Corporate Office: 902-904, 9th Floor
Prestige Meridian-1, 29, M. G. Road
Bangalore - 560 001

Date: 01.09.2026
Place: Bangalore

NOTES

1. In view of disruptions caused by COVID-19 pandemic, the Ministry of Corporate Affairs (MCA) has, vide General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 5, 2020, General Circular No. 02/2021 dated January 13, 2021, General Circular No. 02/2022 dated May 5, 2022, General Circular No. 10/2022 dated December 28, 2022 and General Circular No. 03/2025 dated 22.09.2025 (collectively "MCA Circulars"), permitted Companies to conduct Annual General Meeting (AGM) through Video Conferencing (VC) or Other Audio Visual Means (OAVM) until further orders, subject to compliance with various conditions mentioned therein, without the physical presence of the Members at a common venue. Similarly, SEBI vide Circular No. 79 dated May 12, 2020, Circular No. 11 dated January 15, 2021, Circular No. 62 dated May 13, 2022, and Circular No. 4 dated January 5, 2023 granted certain relaxations pertaining to dispatch of hard copies of Annual Reports and Proxy Forms to listed entities who conduct their AGM through electronic mode till September 30, 2023. Further, MCA vide General Circular No. 9/2023 dated September 25, 2023, extended the option to conduct the AGM through VC till September 30, 2024. Similarly, SEBI vide Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023 extended the relaxations pertaining to dispatch of hard copies of Annual Reports and Proxy Forms to listed entities who conduct their AGM through electronic mode till September 30, 2024, subject to certain conditions. Recently, MCA, vide General Circular No.09/2024 dated September 19, 2024, has extended the option to conduct the AGM through VC and has extended the relaxation from sending physical copies of financial statements (including Board's report, Auditor's report or other documents required to be attached therewith) to the shareholders, for the AGMs conducted till September 30, 2025. Similarly, SEBI vide Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024 extended the relaxations pertaining to dispatch of hard copies of Annual Reports and Proxy Forms to listed entities who conduct their AGM through electronic mode till September 30, 2025, subject to certain conditions. In compliance with the MCA Circulars, SEBI Circulars and applicable provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the 41st AGM of your Company is being convened and conducted through VC.
2. As the AGM shall be conducted through VC / OAVM, the facility for appointment of Proxy by the Members is not available for this AGM and hence the Proxy Form and Attendance Slip including Route Map are not annexed to this Notice. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.
3. Corporate members intending to send their authorised representative to attend the Annual General Meeting (AGM) are requested to send Certified Copy of the Resolution authorizing their representative to attend and vote on their behalf at the AGM.
4. The Register of Members and Share Transfer Books of the Company will remain closed from Thursday, 24th September 2026 to Wednesday, 30th September 2026 (both days inclusive), in terms of Section 91 of Companies Act, 2013 and Regulation 42 of the SEBI (Listing Obligation and Disclosure Requirement) Regulations 2015.
5. In accordance with the Companies Act, 2013, one-third of the directors who are liable to retire by rotation, if eligible, offer themselves for re-appointment at the AGM.
6. The Statement, pursuant to Section 102 of the Companies Act, 2013, setting out material facts concerning the special business under Item Number 3 of the Notice of 41st AGM is annexed hereto. The relevant details, pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 and Secretarial Standards on General Meetings, issued by the Institute of Company Secretaries of India, in respect of Directors seeking appointment/ re-appointment at this AGM, is also annexed.
7. Members are requested to notify immediately of any change in their address to the Company's Registrar and Share Transfer Agent. Members holding shares in electronic form are advised to notify any change

in their address to the concerned depository participant.

8. Members are requested to send all correspondence concerning registration of transfers, transmissions, subdivision, consolidation of Shares or any other Share related matters and/or change in address, furnishing of details of their bank accounts or updation thereof, to Company's Registrar - **BgSE Financials Limited**, Stock Exchange Towers, No. 51, 1st Cross, J. C. Road, Bangalore – 560027. Ph. No. 080 41329661. E-mail: cs_rta@bfsi.co.in or vp-cs_rta@bfsi.co.in
9. Pursuant to Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirement) Regulations 2015, the Company is pleased to provide the facility to Members to exercise their right to vote on the resolutions proposed to be passed at AGM by electronic means (**e-voting & remote e-voting**).
10. The Members, whose names appear in the Register of Members/list of Beneficial Owners as on Wednesday, 23rd September 2026 (Record Date) i.e. the date prior to the commencement of book closure, are entitled to vote on the resolutions set forth in this notice.
11. Any person who becomes a member of the Company after dispatch of the notice of the Meeting and holding shares as on Wednesday, 23rd September 2026 (Record Date) may obtain the User ID and password by sending a request at helpdesk.evoting@cdslindia.com or compliance@parcos.in.
12. The members may cast their votes on electronic voting system from place other than the venue of the meeting (remote e-voting). The remote e-voting period will commence at 9.00 a.m. (IST) on Sunday, 27th September 2026 and will end at 5.00 p.m. (IST) on Tuesday, 29th September 2026. The e-voting module shall be disabled by CDSL for voting thereafter.
13. The facility for voting, through ballot paper, will not be made available at the AGM, as the AGM will be held through VC/OAVM means and the members attending the AGM if not cast their votes by remote e-voting, may exercise their right and cast their votes through e-voting at the AGM. Members who have cast their votes by remote e-voting prior to the AGM may attend the AGM but shall not be entitled to cast their votes again. Further, the members may note that there are no such matters at this AGM which requires to be passed through Postal Ballot, thereby they may proceed with voting through e-voting / remote e-voting.
14. The Company has appointed M/s Brajesh Gupta & Co. (Mem No. A33070, COP No. 21306), Company Secretaries, to act as the Scrutinizer, to scrutinize the entire e-voting process in a fair and transparent manner. The Members desiring to vote through remote e-voting are requested to refer to the detailed procedure given hereinafter.

The Members desiring to vote through electronic mode may refer to the detailed procedure on e-voting given hereinafter.

PROCEDURE FOR E-VOTING / REMOTE E-VOTING

CDSL e-Voting System – Remote & Venue Voting Facility

1. As you are aware, the AGM will be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.
2. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and various MCA Circulars, Company is providing facility of remote e-voting to its Members in respect of the business

to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.

3. The Members can join the AGM in 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 AGM through VC/OAVM will be made available to atleast 1000 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 AGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to various MCA and SEBI Circulars, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.
6. In line with the Ministry of Corporate Affairs (MCA) Circulars, the Notice calling the AGM has been uploaded on the website of the Company at <https://www.parammount.com/notices-and-outcome>. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. www.evotingindia.com.
7. The AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with various MCA Circulars in this regard.

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 Sunday, 27th September 2026 at 9:00 a.m. (IST) and will end at 5.00 p.m. (IST) on Tuesday, 29th September 2026. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date 23rd September 2026 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 various SEBI Circulars and 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 shareholders/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.

Step1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

- iv. In terms of SEBI circulars 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.

Pursuant to abovesaid 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 CDSL Depository	1) 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 cdsi website www.cdslindia.com and click on login icon & My Easi New (Token) Tab. 2) 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 & 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. 3) If the user is not registered for Easi/Easiest, option to register is available at cdsi website www.cdslindia.com and click on login & My Easi New (Token) Tab and then click on registration option. 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & 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.

Individual Shareholders holding securities in demat mode with NSDL Depository	1) 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: https://eservices.nsdl.com 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 & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS” “Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ 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 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 4) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. 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 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 & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	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 CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911
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

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) 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.
- 2) Click on “Shareholders” module.
- 3) Now enter your User ID
 - For CDSL: 16 digits beneficiary ID,
 - For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - 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 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:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
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.

- (ii) After entering these details appropriately, click on “SUBMIT” tab.
- (iii) 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.

- (iv) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (v) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (vi) 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.
- (vii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (viii) 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.
- (ix) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (x) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xi) 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.
- (xii) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xiii) **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 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.
 - 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; compliance.officer@paramount.com, 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 AGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the AGM 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 AGM.
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 fluctuations in their respective network. It is therefore recommended to use a Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views and/or ask questions during the meeting may register themselves as a speaker by sending their request along with their questions/ queries within 5 days from 15th September 2026 till 19th September 2026 mentioning their name, demat account number/folio number, email id, mobile number at (company's email id). Only those shareholders who have sent their queries within the above stated stipulated time shall be eligible to act as speakers. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance within 5 days from 15th September 2026 till 19th September 2026 mentioning their name, demat account number/folio number, email id, mobile number at compliance@parcos.in. These queries will be replied to by the company suitably by email. Please note that any queriers or speaker registration shall not be considered before or after the said period.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting. If time permits.
9. Only those shareholders, who are present in the AGM 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 AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the AGM 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 AGM & e-Voting from the CDSL e-Voting System, you can write an email to 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 or call toll free no. 1800 21 09911.

By Order of the Board of Directors
For **Paramount Cosmetics (India) Limited**

Sd/-

Hiitesh Topiiwaalla
Managing Director
DIN: 01603345

Date: 01.09.2026
Place: Bangalore

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**Item No. 2**

Pursuant to Section 152(6) of the Companies Act, 2013, not less than two-thirds of the total number of Directors, excluding Independent Directors, shall be liable to retire by rotation. At every Annual General Meeting, one-third of such Directors shall retire by rotation and, if eligible, may offer themselves for re-appointment.

The Company has four Directors, comprising one Managing Director, one Non-Executive Non-Independent Director and two Independent Directors. The Independent Directors are excluded for the purpose of determining Directors liable to retire by rotation. Accordingly, the provisions of Section 152(6) are applicable to the two Directors, notwithstanding any provision in the Articles of Association providing otherwise.

Mrs. Aartii Topiwaala, being the Director who has been longest in office among the Directors liable to retire by rotation, is liable to retire at the ensuing Annual General Meeting. She is eligible for re-appointment and has offered herself for re-appointment as a Director of the Company.

The Board of Directors, based on the recommendation of the Nomination and Remuneration Committee, wherever applicable, and considering her experience, knowledge and contribution to the affairs of the Company, recommends her re-appointment as a Director of the Company, liable to retire by rotation.

Except Mr. Hiitesh Topiwaalla and Mrs. Aartii Topiwaala none of the Directors, Key Managerial Personnel of the Company or their relatives is concerned or interested in the proposed Resolution except to the extent of their shareholding, if any, in the Company.

The Board recommends the Ordinary Resolution set out at Item No. 02 for approval of the Members.

Item No. 3

Pursuant to the provisions of Section 188 of the Companies Act, 2013 ("the Act") read with the applicable Rules framed thereunder, and Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), as amended from time to time, approval of the shareholders is requested for entering into the proposed Related Party Transaction(s) with Paramount Kum Kum Private Limited, a related party within the meaning of Section 2(76) of the Act and Regulation 2(1)(zb) of the SEBI LODR Regulations.

The proposed transaction(s) comprise sale and purchase of goods and/or services and supply and distribution of goods and/or services, Rentals, Advances and other services/activities to be entered into in the ordinary course of business and on an arm's length basis. The approval of the Members is requested for Five consecutive financial year commencing from FY 2027-28 and continuing up to and including FY 2031-32 i.e., the approval shall remain valid for a period of five financial years, i.e., from FY 2027-28 to FY 2031-32, unless modified or revoked in accordance with the applicable provisions of law. The Audit Committee has reviewed the commercial rationale, pricing mechanism and terms of the proposed transaction(s) and has accorded its prior approval in accordance with Regulation 23 of the SEBI LODR Regulations.

Further, pursuant to Regulation 23 of the SEBI LODR Regulations read with Schedule XII thereof, as amended by the SEBI (Listing Obligations and Disclosure Requirements) (Fifth Amendment) Regulations, 2025 notified vide Notification No. SEBI/LAD-NRO/GN/2025/273 dated November 18, 2025, shareholder approval is required for material related party transactions where the aggregate value of the transaction(s), individually or taken together with previous transactions during a financial year, exceeds the applicable materiality threshold prescribed under Schedule XII of the SEBI LODR Regulations.

The Board is of the opinion that the proposed transaction(s) are in the ordinary course of business, are on arm's length basis, and are in the best interests of the Company and its shareholders. Accordingly, the Board recommends the Resolution set out at Item No. 03 of the Notice for approval of the Members by way of an

Ordinary Resolution.

Except Mr. Hiitesh Topiiwaalla and Mrs. Aartii Topiwaala none of the Directors, Key Managerial Personnel of the Company or their relatives is concerned or interested in the proposed Resolution except to the extent of their shareholding, if any, in the Company.

Details of the proposed related party transaction(s) between the Company and Paramount Kum Kum Private Limited, including the information required to be disclosed in the Explanatory Statement pursuant to the SEBI Circular F. No. SEBI/LAD-NRO/GN/2025/273. dated November 18, 2025, are provided in the Annexure- A forming part of this Notice.

For Paramount Cosmetics (India) Limited

Sd/-

Hiitesh Topiiwaalla
Managing Director
DIN: 01603345

Date: 01.09.2026
Place: Bangalore

“ANNEXURE-A”**Disclosures pertaining to Related Party transactions in accordance with Regulation 23 of SEBI (LODR) Regulations 2015 and Section 188 of the Companies Act of 2013 and applicable schedules**

S. No.	Description	Details of proposed RPTs between the Company and Paramount Kum Kum Private Limited
a.	Type, material terms and particulars of the proposed transaction	The Company Paramount Cosmetics (India) Limited and Paramount Kum Kum Private Limited propose to enter into the following RPT during the financial year 2027-28 for an aggregate value not exceeding Rs. 50,00,00,000/- (Rupees Fifty Crores Only) per financial year from Financial Year 2027-28 till end of the financial year 2031-32.
b.	Name of the related party and its relationship with the listed entity or its subsidiary, including nature of its concern or interest (financial or otherwise)	Paramount Kum Kum Private Limited is part of the promoter group of the Company and directly holds 10,65,150 equity shares of the Company. Mr. Hiitesh Topiwaalla is the director and holding 90% stake in Paramount Kum Kum Private Limited. Mrs. Aartii Topiwaala is the director and holding 10% stake in Paramount Kum Kum Private Limited.
c.	Tenure of the proposed transaction (particular tenure shall be specified)	For 5 Financial Years from the Financial year 2027-28 till end of the financial year 2031-32.
d.	Value of Proposed transaction	The total value of the transaction(s) entered or proposed to be entered with the related party for an aggregate value not exceeding Rs. 50,00,00,000/- (Rupees Fifty crores only) during the financial year 2027-28 are mentioned below: Sale and Purchase of goods and/or Services or Supply and Distribution of any goods and/or Services, Rentals, Advances and other services/activities.
e.	If the transaction relates to any loans, inter-corporate deposits, advances or investments taken by the listed entity or its subsidiary.	
	i. Details of the source of funds in connection with the proposed transaction.	Not Applicable
	ii. Where any financial indebtedness is incurred to make or give loans,	Not Applicable

	intercorporate deposits, advances or investments: Nature of indebtedness Cost of funds Tenure	
	iii. applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security; and	Not Applicable
	IV. the purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT	Not Applicable
g.	Justification as to why the RPT is in the interest of the listed entity.	The objective of the proposed transaction is to ensure continuity in the business and expand its horizon to supply and distribution of various brands in the market.
h.	A copy of the valuation or other external party report, if any such report has been relied upon	NA
i.	Percentage of the Counter-party's annual consolidated turnover that is represented by the value of the proposed RPT on a voluntary basis	Not Applicable
j.	Name of the director or key managerial personnel who is related, if any	Mr. Hiitesh Topiwaalla and Mrs. Aartii Topiwaala
K.	Any other	Nil

“ANNEXURE-B”

Details of Directors seeking appointment / re-appointment at the ensuing Annual General Meeting (In pursuance of Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

Particulars	Details
Name of Director	Mrs. Aartii Topiwaala
DIN	03487105
Date of Birth	18.07.1972
Age	54 years
Date of Appointment	14.02.2018
Qualification	B. Com
Expertise in a specific functional Area	Rich Experience of more than 26 years in Fashion Design Industry.
Shareholding in the Company	2600 Equity shares of INR 10/- each
Relationship with Other Directors	Wife of Mr. Hiitesh Topiwaalla
List of Companies in which Directorship held (including this Company)	Farmous Foods Private Limited Paramount Personal Care Private Limited Paramount Kum Kum Pvt Ltd Parcos Brands Investment Private Limited Parcos Brands Private Limited Paramount Cosmetics (India) Limited
List of Chairmanship/ Membership of the Committees of Board of Public Companies as on March 31, 2026 (including this Listed Entity)	Paramount Cosmetics (India) Limited: Stakeholders Relationship Committee – Chairman Nomination and Remuneration Committee – Member

By Order of the Board of Directors
For **Paramount Cosmetics (India) Limited**

Sd/-

Hiitesh Topiwaalla
Managing Director
DIN: 01603345

Date: 01.09.2026
Place: Bangalore