

MANGALAM WORLDWIDE LIMITED

CIN: L27100GJ1995PLC028381

Registered Office: 102, Mangalam Corporate House, 42, Shrimali Society,
Netaji Marg, Mithakhali, Navrangpura, Ahmedabad – 380 009, Gujarat, India.

Telephone: +91 79 6161 5000; **Website:** www.mangalamworldwide.com ; **Email:** info@groupmangalam.com

POSTAL BALLOT NOTICE

[Pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014]

Dear Member(s),

Notice is hereby given that pursuant to the provisions of Section 108 and 110 and other applicable provisions, if any, of the Companies Act 2013 ('the Act') read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 ('the Rules'), and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI LODR Regulations, 2015') and other applicable laws and regulations (including any statutory modification or re-enactment(s) thereof for the time being in force) and in terms of the circulars issued by the Ministry of Corporate Affairs, Government of India (the 'MCA') vide its General Circular No. 14/2020 dated 8th April, 2020, General Circular No. 17/2020 dated 13th April, 2020, General Circular No. 22/2020 dated 15th June, 2020 and General Circular No. 33/2020 dated 28th September, 2020, General Circular No. 39/2020 dated 31st December, 2020, General Circular No. 10/2021 dated 23rd June, 2021, General Circular No. 20/2021 dated 8th December, 2021, General Circular No. 3/2022 dated 5th May, 2022, General Circular No. 11/2022 dated 28th December, 2022 and General Circular No. 09/2023 dated 25th September, 2023, Notice is hereby given that the resolution appended to this notice is proposed to be passed by the members by means of postal ballot through remote electronic voting (e-voting).

Proposed resolution, along with explanatory statement pertaining to the said resolution, pursuant to Section 102(1) of the Companies Act, 2013 read with applicable SEBI LODR Regulations, 2015, setting out the information and material facts, are appended herewith for your consideration.

This Postal Ballot is accordingly being initiated in compliance with the MCA Circulars. Further, in compliance with the said MCA Circulars, hard copy of Postal Ballot Notice, Postal Ballot Forms and pre-paid self-addressed business envelope, will not be sent to the members/shareholders for this Postal Ballot.

The Company has engaged the services of Link Intime India Private Limited ('LI IPL' or 'e-voting agency') to provide e-voting facility to the Members of the Company through its InstaVOTE Platform. Shareholders/Members are requested to carefully read the instructions indicated in this Notice and communicate their assent (for) or dissent (against) through remote e-voting only. Shareholders are requested to follow the procedure as stated in the notes and instructions for casting their votes through InstaVOTE Platform of LI IPL.

The e-voting facility is available at the link: <https://instavote.linkintime.co.in/> from **Saturday, 20th January, 2024 at 9:00 A.M. and will end Sunday, 18th February, 2024 at 5:00 P.M.** Please refer to the instructions for casting votes through e-voting given in this Notice and the manner in which e-voting has to be carried out. Only members entitled to vote (Refer to Point 7 of the Notes attached with this notice) are entitled to vote through the e-voting facility provided by the Company through InstaVOTE Platform of LI IPL.

The Board of Directors of the Company has appointed **M/s. Sparsh Gupta & Co.**, Practising Company Secretaries, as Scrutinizer for conducting the postal ballot and e-voting process in a fair and transparent manner.

The scrutinizer will submit the report to the Chairman or any of the authorized person/official of the Company, after the completion of scrutiny of votes recorded through e-voting. The results of e-voting will be announced within 2 working days from conclusion of the e-voting period at the Registered Office of the Company and also by placing the same on the Company's website - www.mangalamworldwide.com and communicated, simultaneously, to the stock exchange and Link Intime India Private Limited, e-voting agency.

**By order of the Board
For, Mangalam Worldwide Limited**

Place: Ahmedabad
Date: 16th January, 2024

**Chandragupt Prakash Mangal
Managing Director
DIN: 07408422**

SPECIAL BUSINESS

Item No. 1: Appointment of Ms. Varsha Biswajit Adhikari (DIN: 08345677) as Non-Executive Independent Director of the Company:

To consider and if thought fit, to pass, the following resolution as **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 149,150, 152, and any other applicable provisions of the Companies Act, 2013 (the Act) and the rules made there under read with Schedule IV of the Act and Regulation 17(1C), 25(2A) and any other applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modifications or re-enactment thereof for the time being in force) on the recommendation of the Nomination and Remuneration Committee and the Board of Directors, Ms. Varsha Biswajit Adhikari (DIN: 08345677), who was appointed as Additional (Non-Executive Independent) Director of the Company with effect from 12th December, 2023, in terms of provisions of Section 161 of the Act and Articles of Association of the Company and who holds the office till the period of 3 months from the date of appointment or till the next general meeting, being eligible for appointment as Non-Executive Independent Director of the Company, and in respect of whom the Company has received a notice under Section 160 of the Act from a member proposing her candidature for the office of the Director, be and is hereby appointed as an Non- Executive Independent Director of the Company, not liable to retire by rotation, to hold office for a period of 5 (five) years, with effect from 12th December, 2023 till 11th December, 2028.

**By order of the Board
For, Mangalam Worldwide Limited**

**Chandragupt Prakash Mangal
Managing Director
DIN: 07408422**

Place: Ahmedabad
Date: 16th January, 2024

Notes:

1. Pursuant to Section 102(1) of the Companies Act 2013 and Secretarial Standard -2 on General Meeting, an explanatory Statement setting out material facts relating to the proposed resolution set out at Item No. 1 is appended hereto and forms part of this notice.
2. In compliance with the provisions of Sections 108 and other applicable provisions, if any, of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and in compliance of Regulation 44 of SEBI LODR Regulations, 2015, the Company is pleased to offer remote e-voting facility to all members of the Company. The Company has engaged Link Intime India Private Limited ('LIPL' or 'e-voting agency') for facilitating remote e-voting to the Members through InstaVOTE Platform of LIPL.
3. This notice is sent to all the Members whose names appear in the Register of Members / Record of Depositories as on **Friday, 12th January, 2024** by email to those members who have registered their email IDs with the Company / Depository. Voting rights shall be reckoned in proportion to the number of shares registered in the name(s) of Members as on **Friday, 12th January, 2024**.

4. In terms of the MCA Circulars, the Company will send this Notice in electronic form only and hard copy of this Notice along with postal ballot forms and pre-paid self-addressed business envelope will not be sent to the members/shareholders for this postal ballot. Accordingly, the communication of the assent or dissent of the members would take place through the remote e-voting system (e-voting) only. Therefore, those members/shareholders who have not yet registered their e-mail address are requested to get their e-mail addresses submitted, by following the procedure given below:
 - In case shares are held in physical mode, please provide 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 cs.mwpl@groupmangalam.com.
 - In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to cs.mwpl@groupmangalam.com.
 - It is clarified that for permanent submission of e-mail address, the shareholders are requested to register their email address, in respect of electronic holdings with the depository through the concerned depository participants and in respect of physical holdings with the Company's Registrar and Transfer Agent, Link Intime India Private Limited, having its office at C-101, 247 Park, Lal Bahadur Shastri Marg, Vikhroli West, Mumbai – 400 083, India (Tel: +91 22 4918 6000; Fax: +91 22 4918 6060), by following the due procedure.
 - Those shareholders who have already registered their e-mail address are requested to keep their e-mail addresses validated with their depository participants / the Company's Registrar and Transfer Agent, Link Intime India Private Limited to enable servicing of notices / documents / annual Reports electronically to their e-mail address.
5. Any query/grievance may please be addressed to the Company Secretary with respect to the voting by remote electronic means at: Email id: cs.mwpl@groupmangalam.com. or to e-voting agency at enotices@linkintime.co.in.
6. The members have to vote through e-voting platform only.
7. The Portal for e-voting will remain open for the Members for exercising their votes through remote e-voting during **Saturday, 20th January, 2024** at 09:00 A.M. to **Sunday, 18th February, 2024** at 05:00 P.M. (Both days inclusive). During this period, the Members of the Company holding equity shares either in physical form or dematerialised form, as on **Friday, 12th January, 2024** ('cut-off date'), may cast their vote electronically. Once vote on a resolution is cast by the member, he/ she shall not be allowed to change it subsequently or cast the vote again. Please note that remote E-voting module shall be disabled for voting by Link Intime India Private Limited after the last date and time.
8. A member need not use all his / her / its votes nor does he / she / it need to cast all his / her / its votes in the same way.
9. The Scrutinizer's decision on the validity of the voting shall be final.

10. A copy of the Postal Ballot Notice is also available on the website of the Company viz. www.mangalamworldwide.com and website of e-voting agency - Link Intime India Private Limited viz. <https://instavote.linkintime.co.in/> and at the corporate announcement section of the website of the National Stock Exchange of India Limited on which the equity shares of the Company are listed.
11. The Board of Directors of the Company has appointed **M/s. Sparsh Gupta & Co.**, Practising Company Secretaries, to act as Scrutinizer for conducting the postal ballot and e-voting process in a fair and transparent manner and to scrutinize the votes received through InstaVOTE Platform of LIPL. After completion of the scrutiny of votes received, the scrutinizer will submit the report to the Chairman of the Company.
12. The Resolution will be taken as passed effectively on **18th February, 2024**, being last date for voting, if the result of the voting indicates that the requisite votes, as required for Resolution in accordance with Companies Act, 2013 and / or SEBI LODR Regulations, 2015, have been received assenting to the Resolution. The result of the voting will be declared within 2 days working days from conclusion of the e-voting period at the Registered Office of the Company. The result of the voting will also be posted on the Company's website www.mangalamworldwide.com and communicated, simultaneously, to Stock Exchange (i.e. NSE), Registrar and Transfer Agent and e-Voting Agency.
13. Resolution approved by the members through Postal Ballots/remote e-voting are deemed to have been passed effectively at a General Meeting of the Members.
14. The Ministry of Corporate Affairs has taken a 'Green Initiative in the Corporate Governance' by allowing paperless compliances by the Companies and has issued circulars stating that service of notice /documents including Annual Report can be sent by e-mail to its members. To support this green initiative of the Government in full measure, members who have not registered their e-mail addresses, so far, are requested to give their consent by providing their e-mail addresses to the Company or to Link Intime India Private Limited, Registrar and Transfer Agent of the Company.

INSTRUCTIONS FOR CASTING VOTES THROUGH INSTAVOTE PLATFORM OF LIPL

Pursuant to SEBI circular dated 9th December, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode can vote through their demat account maintained with Depositories and Depository Participants only post June, 2021.

Shareholders are advised to update their mobile number and email id in their demat accounts to access e-Voting facility.

1. The e-voting period begins on **Saturday, 20th January, 2024** at 9:00 A.M. and ends on **Sunday, 18th February, 2024** at 5:00 P.M.
2. The e-voting module shall be disabled for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on Cut-Off Date i.e. Friday, 12th January, 2024, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the Cut-Off Date, being Friday, 12th January, 2024.

Remote e-Voting Instructions for shareholders:

As per the SEBI circular dated 9th December, 2020, individual shareholders holding securities in demat mode can register directly with the depository or will have the option of accessing various ESP portals directly from their demat accounts.

Login method for Individual shareholders holding securities in demat mode is given below:

1. Individual Shareholders holding securities in demat mode with NSDL

1. Existing IDeAS user can visit the e-Services website of NSDL viz. <https://eservices.nsd.com> either on a personal computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added 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 i.e. LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period.
2. If you are not registered for IDeAS e-Services, option to register is available at <https://eservices.nsd.com> Select "Register Online for IDeAS Portal" or click at <https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp>
3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://eservices.nsd.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 i.e. LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period.

2. Individual Shareholders holding securities in demat mode with CDSL

1. Existing users who have opted for Easi / Easiest, can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <https://web.cdslindia.com/myeasi/home/login> or www.cdslindia.com and click on New System Myeasi.
2. After successful login of Easi/Easiest the user will be able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. LINKINTIME. Click on LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period.
3. If the user is not registered for Easi/Easiest, option to register is available at <https://web.cdslindia.com/myeasi/Registration/EasiRegistration>.
4. Alternatively, the user can directly access e-Voting page by providing demat account number and PAN No. from a link in 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 provided links for the respective ESP i.e. LINKINTIME. Click on LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period.

3. Individual Shareholders (holding securities in demat mode) login through their depository participants:

You can also login using the login credentials of your demat account through your Depository Participant

registered with NSDL/CDSL for e-Voting facility. Upon logging in, you will be able to see e-Voting option. 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 i.e. LINKINTIME and you will be redirected to “InstaVote” website for casting your vote during the remote e-Voting period.

Login method for Individual shareholders holding securities in physical form/ Non-Individual Shareholders holding securities in demat mode is given below:

Individual Shareholders of the Company, holding shares in physical form / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register for e-Voting facility of Link Intime as under:

1. Open the internet browser and launch the URL: <https://instavote.linkintime.co.in>
2. Click on “**Sign Up**” under ‘**SHARE HOLDER**’ tab and register with your following details: -
 - A. **User ID:**
Shareholders holding shares in physical form shall provide Event No + Folio Number registered with the Company. Shareholders holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID; Shareholders holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID.
 - B. **PAN:** Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.
 - C. **DOB/DOI:** Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format)
 - D. **Bank Account Number:** Enter your Bank Account Number (last four digits), as recorded with your DP/Company.
Shareholders holding shares in **physical form but have not recorded ‘C’ and ‘D’, shall provide their Folio number in ‘D’ above*
Shareholders holding shares in **NSDL form, shall provide ‘D’ above*
 - Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (@!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter).
 - Click “confirm” (Your password is now generated).
3. Click on ‘Login’ under ‘**SHARE HOLDER**’ tab.
4. Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on ‘Submit’.

Cast your vote electronically:

1. After successful login, you will be able to see the notification for e-voting. Select ‘View’ icon.
2. E-voting page will appear.
3. Refer the Resolution description and cast your vote by selecting your desired option ‘Favour / Against’ (If you

wish to view the entire Resolution details, click on the 'View Resolution' file link).

4. After selecting the desired option i.e. Favour / Against, click on 'Submit'. A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

Guidelines for Institutional shareholders:

Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on the e-voting system of LIPL at <https://instavote.linkintime.co.in> and register themselves as 'Custodian / Mutual Fund / Corporate Body'. They are also required to upload a scanned certified true copy of the board resolution / authority letter / power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the 'Custodian / Mutual Fund / Corporate Body' login for the Scrutinizer to verify the same.

Helpdesk for Individual Shareholders holding securities in physical mode/ Institutional shareholders:

Shareholders facing any technical issue in login may contact Link Intime INSTAVOTE helpdesk by sending a request at enotices@linkintime.co.in or contact on: - Tel: 022 – 4918 6000.

Helpdesk for Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
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 toll free no.: 1800 1020 990 and 1800 22 44 30.
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 022- 23058738 or 022- 23058542-43.

Individual Shareholders holding securities in Physical mode has forgotten the password:

If an Individual Shareholders holding securities in Physical mode has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on the e-Voting website of Link Intime: <https://instavote.linkintime.co.in>

- o Click on 'Login' under 'SHARE HOLDER' tab and further Click 'forgot password?'
- o Enter User ID, select Mode and Enter Image Verification code (CAPTCHA). Click on "SUBMIT".

In case shareholders is having valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above. The password should contain minimum 8 characters, at least one special character (@!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter.

User ID for Shareholders holding shares in Physical Form (i.e. Share Certificate): Your User ID is Event No + Folio Number registered with the Company.

Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:

Shareholders who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned depository/ depository participants website.

- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolution contained in this Notice.
- During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".

EXPLANATORY STATEMENT

(Pursuant to Section 102(1) of the Companies Act, 2013 and Secretarial Standard II on General Meetings)

Item No. 1: Appointment of Ms. Varsha Biswajit Adhikari (DIN: 08345677) as Non-Executive Independent Director of the Company: Special Resolution

Considering the proposal for migration of listed securities of the Company from 'SME Emerge Platform' of National Stock Exchange of India Limited (NSE) to the "Main Board" of NSE under the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, approved by the Members of the Company through Postal Ballot dated 20th October, 2023; and in order to comply with the requirements of corporate governance in terms of composition of the Board regarding to have optimum combination of Executive and Non-executive directors with at least one woman director and not less than fifty percent of the Board of Directors shall comprise of Non-executive directors under Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI LODR Regulations, 2015), on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company, in its meeting held on 12th December, 2023, appointed Ms. Varsha Biswajit Adhikari (DIN: 08345677) as an Additional Non-Executive Independent Director of the Company with effect from December 12, 2023 and she holds office till the period of 3 months from the date of appointment or upto the date of ensuing general meeting, whichever is earlier. Ms. Varsha Biswajit Adhikari (DIN: 08345677) has been appointed as a Non Executive Independent Director of the Company, not liable to retire by rotation, for a period of 5 (five) years, with effect from 12th December, 2023 till 11th December, 2028, subject to approval of the shareholders in the ensuing general meeting.

Further, as per Regulation 17(1C) of SEBI LODR Regulations, 2015, every 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.

Also, in terms of, Regulation 25(2A) of SEBI LODR Regulations, 2015, the appointment, re-appointment or removal of an independent director of a listed entity, shall be subject to the approval of shareholders by way of a special resolution. Accordingly, the appointment of Mrs. Varsha Biswajit Adhikari requires approval of members by way of a special resolution on or before three months from the date of appointment.

The Company has received a declaration from her to the effect that she meets the criteria of independence as provided in Section 149(6) of the Act and Rules framed thereunder and Regulation 16(1)(b) of the SEBI LODR Regulations, 2015. In terms of Regulation 25(8) of SEBI LODR Regulations, 2015, she has confirmed that she is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties. She has also confirmed that her name is included in the Independent Directors' Data Bank.

She has also confirmed that she is not disqualified from being appointed as Director, in terms of the provisions of Section 164 (2) of the Act and is not debarred to hold the office of a Director by virtue of any order passed by SEBI or any other authority and has given her consent to act as a Director of the Company. There is no inter se relationship between her and any other member of the Board and other Key Managerial Personnel of the Company

The Company has received notice in writing under Section 160 of the Act from a member proposing the candidature of Ms. Varsha Biswajit Adhikari (DIN: 08345677) for the office of Non-Executive Independent Director of the Company.

The Brief profile of Ms. Varsha Biswajit Adhikari is as under:

Ms. Varsha Biswajit Adhikari is Member of Institute of Company Secretaries of India and also having master degree in commerce and bachelor degree of law. After 13 years of Leadership role with SPGPrints group, Netherlands, and working closely with European, Asian, North, and Latin American Business entities, Varsha Adhikari is now heading Social Impact Organization SEED. She has also Co-founded businesses in the space of UAV technology, and Clean Energy and Sustainable Solutions. At age 43, She has got over 18 years of experience in Global Strategies and business development, Project and Financial Planning, Compliance, and Sustainability programmes. She worked with Corporates into Textile machinery and Agri processing Industry and International Business. She has worked closely with the Government, Regulatory bodies and policymakers. She is passionate about innovative Technology led progress of the Economy and Community. She is currently based out of Ahmedabad, India. She is an Advisor and Independent Director to Various Corporates and Startups. She is actively engaged with Domestic and International Trade Bodies to promote Global Trade. She is a mentor with Gujarat University Startup and Entrepreneurship Council. She Chairs the Agriculture and Research Committee of the Gujarat Chamber of Commerce. She is a founder member of Toastmasters International, Ahmedabad. She is interested (foremost) in Social Impact through People and technology and also in Science, Creativity, Music, Fine Arts, Reading, Hiking, Travel and Adventure sports.

She shall be paid remuneration by way of fee for attending meetings of the Board or Committees thereof or for any other purpose as may be decided by the Board, reimbursement of expenses for participating in the Board and other meetings, if any.

In the opinion of the Board, Ms. Varsha Biswajit Adhikari is a person of integrity, fulfils the conditions specified in the Act and the Rules made thereunder read with the provisions of the SEBI LODR Regulations, 2015, each as amended, and is independent of the management of the Company.

The Board recommends the Special Resolution as set out at item no. 1 in this Notice for approval of the Members.

A copy of the letter for the appointment of Ms. Varsha Biswajit Adhikari as a Non-Executive Independent Director setting out the terms and conditions is available for inspection by the members at the Company's registered office during normal business hours on working days, until the last date of remote e-voting.

Ms. Varsha Bishwajit Adhikari, is deemed to be interested in the said resolution as its related to her appointment. None of the other Directors or Key Managerial Personnel of the Company or their relatives is, in any way, concerned or interested, financially or otherwise in the proposed resolution.

**By order of the Board
For, Mangalam Worldwide Limited**

Place: Ahmedabad
Date: 16th January, 2024

**Chandragupt Prakash Mangal
Managing Director
DIN: 07408422**

INFORMATION AS REQUIRED UNDER REGULATION 36(3) SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SS-2 SECRETARIAL STANDARD ON GENERAL MEETINGS IN RESPECT OF DIRECTORS BEING REAPPOINTED / APPOINTED/CHANGE IN DESIGNATION:

Name of the Director	Ms. Varsha Biswajit Adhikari (DIN: 8345677)
Date of birth/ Age	2 nd October, 1980 43 Years
Date of initial appointment	12 th December, 2023
Date of appointment (at current term)	12 th December, 2023
Educational qualification	CS, M.Com & LLB
Expertise in specific functional areas – job profile and suitability	As mentioned in explanatory statement of the resolution set out at item no. 1 of the Notice
Terms and conditions of appointment or re- appointment	Appointment as Non-Executive Independent Director, subject to approval of the members, as per the resolution at Item no. 1 of the Notice read with explanatory statement thereto.
Remuneration sought to be paid and the remuneration last drawn	Nil
Directorship held in other companies (excluding foreign companies, Section 8 companies and Struck off companies and our Company)	<ol style="list-style-type: none"> 1. Mangalam Global Enterprise Limited 2. Diamond Power Infrastructure Limited 3. Advait Infratech Limited 4. Crescentia Consulting Private Limited
Memberships/ Chairmanships of committees of other public companies (including listed company)	<p>Audit Committee</p> <ul style="list-style-type: none"> - Diamond Power Infrastructure Limited (Member) <p>Nomination and Remuneration Committee</p> <ul style="list-style-type: none"> - Diamond Power Infrastructure Limited (Member) <p>Stakeholders Relationship Committee of</p> <ul style="list-style-type: none"> - Diamond Power Infrastructure Limited (Member)
Shareholding in the Company as on the date of notice	NIL
Inter-se relationship with other directors	None
No. of meetings of the board attended during the year ended on 31 st March, 2023	Not Applicable