

NOTICE OF 30TH ANNUAL GENERAL MEETING

NOTICE is hereby given that the 30th Annual General Meeting (AGM) of the Members of **MANGALAM WORLDWIDE LIMITED** will be held on **Thursday, July 30, 2026 at 02:00 P.M. IST** through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM") organized by the Company to transact the following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt:
 - (a) the Audited Standalone Financial Statements of the Company for the financial year ended on March 31, 2026, together with the Reports of the Board of Directors and the Auditors thereon; and
 - (b) the Audited Consolidated Financial Statements of the Company for the financial year ended on March 31, 2026, together with the Report of the Auditors thereon.
2. To declare a final dividend of Re. 0.30 (Thirty Paise only) per equity share of face value Rs. 10/- each for the financial year ended March 31, 2026. (In the event that the sub-division (stock split) of the equity shares from face value Rs. 10/- each to face value Re. 1/- each is completed before the dividend is paid, the dividend shall be paid on the sub-divided equity shares in such proportion that the aggregate dividend entitlement of each shareholder remains unchanged.)
3. To appoint a director in place of Mr. Mohit Kailash Agrawal (DIN: 09696637), who retires by rotation at this Annual General Meeting and being eligible offers himself for re-appointment.
4. To approve appointment of M/s. N.K.Aswani & Co. Chartered Accountants, Ahmedabad (FRN: 100738W) as statutory auditor of the company for a term of five years and in this regard, to consider and, if thought fit, to pass the following Resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 139, 141, 142 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014 [including any statutory modification(s) or re-enactment(s) thereof for the time being in force] and pursuant to the recommendation of the Audit Committee and the Board of Directors, M/s. N.K.Aswani & Co., Chartered Accountants, having Firm Registration No. 100738W be and is hereby appointed as the Statutory Auditors of the Company for the consecutive term of five years, from the conclusion of this 30th Annual General Meeting till the conclusion of the 35th Annual General Meeting to be held in the year 2031, at such remuneration plus reimbursement of actual out of pocket expenses as may be mutually agreed by the Board of Directors of the Company in consultation with the said Statutory Auditors of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to do all such acts, deed and things including filings and take steps as may be deemed necessary, proper or expedient to give effect to this Resolution and matters incidental thereto."

SPECIAL BUSINESS:

5. **TO CONSIDER RE-APPOINTMENT OF MS. PRITU GUPTA (DIN: 07983510) AS AN INDEPENDENT DIRECTOR OF THE COMPANY FOR A SECOND TERM OF FIVE CONSECUTIVE YEARS W.E.F. 21ST FEBRUARY, 2027:**

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

"RESOLVED THAT pursuant to the provisions of Sections 149 and 152, Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (the 'Act'), read with the Rules made thereunder and the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'SEBI Listing Regulations') (including any statutory modification(s) or re-enactment thereof for the time being in force), Ms. Pritu Gupta (DIN: 07983510), who was appointed as an Independent Director of the Company for a term of five years up to 21st February, 2027 and is eligible for being re-appointed as an Independent Director, who has submitted a declaration that she meets the criteria of independence under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act proposing her candidature for the office of a director, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, for a second term of five consecutive years, i.e. 21st February, 2027 up to 20th February, 2032.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 197 and other applicable provisions of the Act read with the Rules made thereunder and Regulation 17(6) of the SEBI Listing Regulations, Ms. Pritu Gupta, be paid such fees and remuneration as the Board may approve from time to time and subject to such limits prescribed from time to time.

RESOLVED FURTHER THAT the Board of Directors and the Company Secretary of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things and execute all such documents, instruments and writings as may be required to give effect to this resolution."

6. **APPROVAL FOR INCREASE IN OVERALL BORROWING LIMITS OF THE COMPANY AS PER SECTION 180(1)(C) OF THE COMPANIES ACT, 2013:**

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

“RESOLVED THAT in supersession of earlier resolution passed by the Members of the Company, pursuant to the provisions of Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 (the act) read with Companies (Meeting of Board and its Powers) Rules, 2014 (including any statutory modification or reenactment thereof for the time being in force) and Articles of Association of the Company, consent of the Members of the Company be and is hereby accorded to the Board of Directors (hereinafter referred to be as “the Board” which term shall be deemed to include any Committee of the Board) of the Company to borrow in any manner from time to time any sum or sums of money at its discretion on such terms and conditions as the Board may deem fit, notwithstanding that the money to be borrowed by the Company together with the monies already borrowed or to be borrowed (apart from temporary loans obtained from the Company’s Bankers in the ordinary course of business), from the financial institutions, Company’s bankers and/ or from any person or persons, firms, bodies corporate whether by way of loans, advances, deposits, issue of debentures, bonds or any financial instruments or otherwise and whether secured or unsecured, which may exceed the aggregate of the paid up capital of the Company and its free reserves that is to say, reserves not set apart for any specific purpose, provided that the maximum amount of money so borrowed and outstanding at any one time shall not exceed the sum of Rs. 2500 Crores (Rupees Two Thousand Five Hundred Crores only).

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board be and is hereby authorized to do all such acts, deeds, matters and things as it may in its absolute discretion deem necessary, proper or desirable and to settle any question, difficulty, doubt that may arise in respect of the borrowing(s) aforesaid and also to delegate all or any of the above powers to such Director of the Company and further to do all such acts, deeds and things and to execute all documents and writings as may be necessary, proper, desirable or expedient to give effect to this resolution.”

7. APPROVAL FOR INCREASE IN LIMITS UNDER SECTION 180(1)(A) OF THE COMPANIES ACT, 2013 FOR CREATING CHARGE ON THE ASSETS OF THE COMPANY:

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

“RESOLVED THAT supersession of earlier resolution passed by the Members of the Company, pursuant to the provisions of Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013 (the act) read with Companies (Meeting of Board and its Powers) Rules, 2014 (including any statutory modification(s) or reenactment(s), thereof, for the time being in force, and the Articles of Association of the Company, the consent of the Members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to be as “the Board” which term shall be deemed to include any Committee of the Board) for creation of charge/ mortgage/ pledge/ hypothecation/ security, in such form and manner and with such ranking and at such time and on such terms as the Board may determine, on all or any of the moveable and/ or immovable properties, tangible or intangible assets of the Company, both present ‘and future and/ or the whole or any part of the undertaking(s) of the Company, as the case may be in favour of the Lender(s), Agent(s) and Trustee(s), for securing the borrowings availed/ to be availed by the Company by way of loan(s) (in foreign currency and/ or rupee currency) and securities (comprising fully/ partly convertible debentures and/ or non-convertible debentures with or without detachable or non-detachable warrants and/ or secured premium notes and/ or floating rate notes/ bonds or other debt instruments), issued/ to be issued by the Company including deferred sales tax loans availed/ to be availed by various units of the Company, from time to time, subject to the limits approved under Section 180(1)(c) of the Act together with interest at the respective agreed rates, additional interest, compound interest in case of default, accumulated interest, liquidated damages, commitment charges, premia on prepayment, remuneration of the Agent(s)/ Trustee(s), premium (if any) on redemption, all other Costs, charges and expenses, including any increase as a result of devaluation / revaluation / fluctuation in the rates of exchange and all other monies payable by the Company in terms of the Loan Agreement (s), Debenture Trust Deed(s) or any other document entered into /’to be entered into between The Company and the Lender(s) / Agent(s) / Trustee(s) / State Government(s) / Agency (ies) representing various state government and/or other agencies, etc. in respect of the said loans / borrowings / debentures / securities / deferred sales tax loans and containing such specific terms and conditions and covenants in respect of enforcement of security as may be stipulated in that behalf and agreed to between the Board and the Lender(s) / Agent(s) / Trustee(s) / State Government(s) / Agency (ies), etc.

RESOLVED FURTHER THAT the securities to be created by the Company as aforesaid may rank prior / Pari passu / subservient with / to the mortgages and / or charges already created or to be created in future by the Company or in such other manner and ranking as may be thought expedient by the Board and as may be agreed to between the concerned parties.

RESOLVED FUTHER THAT for the purpose of giving effect to this resolution, the Board be and is hereby authorized to finalise, settle, and execute such documents / deeds / writings / papers / agreements as may be required and to do all such acts, deeds, matters and things, as it may in its absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in regard to create mortgages / charges as aforesaid.”

8. APPROVAL FOR CONVERSION OF THE OUTSTANDING SECURED/UNSECURED LOAN(S)/DEBT INTO EQUITY SHARES OF THE COMPANY.

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

“RESOLVED THAT pursuant to the provisions of Section 62(3) and other applicable provisions, if any, of the Companies Act, 2013 read with the rules made thereunder, the Memorandum and Articles of Association of the Company, applicable provisions of the Securities and Exchange Board of India regulations and other applicable laws, and subject to such approvals, consents, permissions and sanctions as may be necessary from any statutory, regulatory, governmental or other authority, and subject to such conditions and modifications as may be prescribed while granting such approvals, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the “Board”, which term shall be deemed to include any Committee thereof constituted or to be constituted and any person(s) authorized by the Board to exercise the powers conferred by this Resolution), to agree to and provide, in the terms and conditions of any financing documents executed or to be executed by the Company with banks, financial institutions, lenders, debenture trustees and/or other financing parties (collectively referred to as the “Lenders”), for conversion of the whole or any part of the outstanding loans, financial assistance and/or amounts outstanding under debentures issued or to be issued by the Company (whether secured or unsecured, listed or unlisted, rated or unrated, redeemable and non-convertible, and whether availed before or after the date of this Resolution), into fully paid-up equity shares of the Company at the option of the Lenders, upon the occurrence of an event of default or such other circumstances as may be provided in the relevant financing documents.

RESOLVED FURTHER THAT the aggregate amount of such loans, financial assistance and debentures in respect of which the aforesaid conversion option may be provided shall not exceed Rs. 2500 Crores (Rupees Two Thousand Five Hundred Crores only), over and above the aggregate of the paid-up share capital, free reserves and securities premium of the Company, and within the borrowing limits approved by the Members under Section 180(1)(c) of the Companies Act, 2013.

RESOLVED FURTHER THAT the conversion option referred to above shall be exercisable by the Lenders in accordance with the terms of the relevant financing documents and subject to the following conditions:

- (i) the conversion right may be exercised by the Lenders on one or more occasions during the tenure of the relevant financial assistance or in accordance with the terms of the applicable debenture trust deed or financing documents;
- (ii) upon receipt of a notice of conversion from the Lenders or their authorized agents/trustees, the Company shall, subject to applicable laws and the provisions of the financing documents, allot and issue the requisite number of fully paid-up equity shares to the Lenders or such person(s) as may be nominated by them;
- (iii) the portion of the loan or financial assistance so converted shall cease to carry interest from the date of conversion and shall stand correspondingly reduced. The repayment obligations of the Company shall be reduced to the extent of the amount converted into equity shares;
- (iv) the equity shares allotted pursuant to such conversion shall rank pari passu with the existing equity shares of the Company in all respects, including entitlement to dividend and voting rights from the date of allotment;
- (v) the Company shall, at its own cost, take all necessary steps for listing and trading approval of the equity shares allotted upon conversion on such stock exchange(s) as may be required under applicable law or as stipulated by the Lenders;
- (vi) the conversion shall be effected at a price determined in accordance with the applicable provisions of the Companies Act, 2013, SEBI regulations and other applicable laws prevailing at the time of conversion.

RESOLVED FURTHER THAT the Board be and is hereby authorized to finalize, negotiate and execute the terms and conditions of the financing documents, including provisions relating to conversion of loans, financial assistance and/or debentures into equity shares of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorized to issue, offer and allot such number of equity shares as may be required upon exercise of the conversion option by the Lenders and to undertake all acts, deeds, matters and things necessary for giving effect to such conversion.

RESOLVED FURTHER THAT the Board be and is hereby authorized to accept such modifications, alterations and conditions as may be required by any lender, debenture trustee, stock exchange, regulatory authority or any other authority in connection with the aforesaid conversion option.

RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board be and is hereby authorized to do all such acts, deeds, matters and things, including filing of forms, obtaining approvals, making applications to stock exchanges, depositories and regulatory authorities, and to resolve any questions, difficulties or doubts that may arise in relation thereto.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers conferred upon it by this Resolution to any Committee of Directors, officer(s) of the Company or any other authorized person(s), as may be deemed necessary or expedient.”

9. **TO ENHANCE LIMIT TO MAKE LOANS OR INVESTMENTS AND TO GIVE GUARANTEES OR TO PROVIDE SECURITY IN CONNECTION WITH A LOAN MADE UNDER SECTION 186 OF COMPANIES ACT, 2013.**

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

“RESOLVED THAT pursuant to provision of Section 186 of the Companies Act, 2013 read with the Companies (Meeting of Board and its Power) Rules 2014 and other applicable provisions, if any, of the Companies Act, 2013 including any statutory modifications or re-enactments thereof for the time being in force, if any, the consent of the members of the Company is be and is hereby accorded to exercise the power to (a) give any loan(s) to any person or other body corporate ; (b) to give guarantee including corporate guarantee or (c) to provide security in connection with a loan made by any other person to, or to any other person by, a body corporate as the Board of Directors (d) to make investment or acquire by way of subscription, purchase or otherwise the securities of any other body corporate whether Indian or overseas as board may think fit, from time to time, in one or more tranches, for an amount not exceeding Rs. 2500 Crores (Rupees Two Thousand Five Hundred Crores only), notwithstanding that such investments, outstanding loans given or to be given and guarantees and security provided are in excess of the limits prescribed under Section 186 of Companies Act, 2013 as in their absolute discretion deem beneficial and in the interest of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorized to decide all terms and conditions in relation to such borrowing, at their absolute discretion and to do all such acts, deeds and things and to execute all such documents, instruments and writings as may be required.”

10. APPROVAL TO GRANT LOANS, GUARANTEE OR SECURITY UNDER SECTION 185 OF COMPANIES ACT, 2013: -

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

“RESOLVED THAT pursuant to the provisions of Section 185 and other applicable provisions, if any of the Companies Act, 2013 (“Act”) (including any statutory modification(s) or re-enactment thereof for the time being in force) and subject to such approvals, consents, sanctions and permissions as may be necessary, approval of the members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the “Board” which term shall include any Committee constituted by the Board or any person(s) authorized by the Board to exercise its powers, including the powers conferred by this Resolution), for giving loan(s) in one or more tranches including loan represented by way of book debt (the “Loan”) to, and/or giving of guarantee(s), and/or providing of security(ies) in connection with any Loan taken/to be taken by any entity which is a Subsidiary or Associate or Joint Venture or group entity of the Company or any other person in which any of the Directors of the Company is deemed to be interested as specified in the explanation to sub-section 2 of section 185 of the Act (collectively referred to as the “Entities”), of an aggregate amount not exceeding Rs. 2500 Crores (Rupees Two Thousand Five Hundred Crores Only), in its absolute discretion deem beneficial and in the best interest of the Company.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors of the Company be and is hereby authorized to negotiate, finalise and agree to the terms and conditions of the aforesaid Loans / Guarantees / Securities, and to take all necessary steps, to execute all such documents, instruments and writings and to do all necessary acts, deeds and things in order to comply with all the legal and procedural formalities and to do all such acts, deeds or things incidental or expedient thereto and as the Board may think fit and suitable.”

11. TO RATIFY/APPROVE THE REMUNERATION PAYABLE TO M/S. V. M. PATEL & ASSOCIATES, COST ACCOUNTANTS, SURAT (FIRM REGISTRATION NUMBER: 101519), COST AUDITOR OF THE COMPANY FOR THE FINANCIAL YEAR ENDING ON MARCH 31, 2027.

To consider and if thought fit, to pass, the following Resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 148(3) and any other applicable provision(s), if any, of the Companies Act, 2013, read with the Rule 14 of Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re- enactment(s) thereof, for the time being in force), the consent of the members be and is hereby accorded for payment of remuneration of Rs. 30,000/- (Rupees Thirty Thousand Only) plus applicable taxes and reimbursement of out-of-pocket expenses to M/s. V. M. Patel & Associates, Cost Accountants, Surat (Firm Registration Number: 101519), who were appointed by the Board of Directors as Cost Auditor for conducting the audit of cost records of the Company for the financial year ending on March 31, 2027.”

Date : June 26, 2026

Place : Ahmedabad

BY ORDER OF THE BOARD
FOR, MANGALAM WORLDWIDE LIMITED

Registered Office:

102, Mangalam Corporate House,
42, Shrimali Society, Netaji Marg,
Mithakhali, Navrangpura,
Ahmedabad - 380 009, Gujarat, India.

VIPIN PRAKASH MANGAL
CHAIRMAN
DIN: 02825511

NOTES:

1. Information regarding appointment/re-appointment of Director under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and/or Explanatory statement(s) pursuant to Section 102(1) of the Companies Act, 2013, relating to Ordinary and Special Business(es) to be transacted at the 30th AGM is annexed hereto.
2. In view of Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated May 05, 2020 and Circular No. 02/2022 dated May 05, 2022, Circular No. 10/2022 & 11/2022 dated December 28, 2022, General Circular No. 09/2023 dated September 25, 2023, General Circular No. 09/2024 dated September 19, 2024 and General Circular No. 03/2025 dated September 22, 2025 ("MCA Circulars") and all other relevant circulars issued from time to time, physical attendance of the Members at the Annual General Meeting "AGM" venue is not required and 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. The registered office of the Company shall be deemed to be the venue for the AGM.
3. In compliance with aforesaid MCA Circulars and the Securities and Exchange Board of India vide Regulations 36(1), 44(4) and 58(1) and SEBI Circulars has granted the relaxation in respect of sending physical copies of annual report to members. The Notice of 30th AGM along with the Annual Report for the Financial Year 2025-26 is being sent by electronic mode only to those Members whose e-mail addresses are registered with the Company/ Depositories. Members may note that 30th AGM Notice and Annual Report 2025-26 will also be available on the Company's website at www.mangalamworldwide.com, websites of the Stock Exchange i.e. National Stock Exchange of India Limited at www.nseindia.com and BSE Limited at www.bseindia.com and on the website of MUFG Intime India Private Limited at instavote.linkintime.co.in. Members who have not registered their email address with the Company can register the same by following the procedure as mentioned in point 20 below. Post successful registration of email address, the Member will receive the soft copy of the Notice of AGM and the Annual Report.
4. The Company has availed VC facility provided by MUFG Intime India Private Limited ('MIPL'), Register & Transfer Agent (RTA) of the Company, for Members to participate in the 30th AGM of the Company. The instructions for participation by the Members are given in the subsequent paragraphs. Participation at the AGM through VC shall be allowed on a first-come-first-serve basis.
5. PURSUANT TO THE PROVISIONS OF THE COMPANIES ACT, 2013, A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON HIS/HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. SINCE THIS AGM IS BEING HELD PURSUANT TO THE MCA CIRCULARS THROUGH VC/OAVM, PHYSICAL ATTENDANCE OF MEMBERS HAS BEEN DISPENSED WITH. ACCORDINGLY, THE FACILITY FOR THE APPOINTMENT OF PROXIES BY THE MEMBERS WILL NOT BE AVAILABLE FOR THE 30TH ANNUAL GENERAL MEETING AND HENCE THE PROXY FORM AND ATTENDANCE SLIP ARE NOT ANNEXED TO THE NOTICE.
6. There being no shareholders holding shares in physical mode in the Company, the Register of members and share transfer books of the Company is not required to be closed. Members whose names are recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off date i.e. 23rd July, 2026, shall be entitled to avail the facility of remote e-voting as well as e-voting on the date of the AGM. Any recipient of the Notice, who has no voting rights as on the Cut-off date, shall treat this Notice as intimation only.
7. Institutional/Corporate Shareholders (i.e. other than individuals/HUF, NRI, etc.) are required to send a scanned copy (PDF/JPEG Format) of its Board Resolution or governing body Resolution/ Authorisation etc., authorising its representative to attend the Annual General Meeting through VC/OAVM on its behalf and to vote through remote e-voting. The said Resolution/ Authorisation shall be sent to the Company at cs@mangalamworldwide.com.
8. The final Dividend of Re. 0.30/- (Thirty paise only) on Equity Shares having face value of Rs. 10/- each of the Company as recommended by the Board of Directors of the Company at their meeting held on 29th April, 2026 for the financial year ended March 31, 2026, if declared at the AGM, will be paid on or before 29th August, 2026 to those members whose names appear in the Register of Members as on 23rd July, 2026 ("the Record Date"). In respect of shares held in electronic form, the dividend will be payable on the basis of beneficial ownership as at the close of business hours on 23rd July, 2026, as per the details furnished by the depositories viz. National Securities Depository Limited (NSDL)/ Central Depository Services (India) Limited (CDSL) for the purpose as on that date.

Please note that the shareholders of the Company have approved the sub-division (split) of the existing equity shares of the Company from the face value of ₹ 10/- (Rupees Ten Only) each to the face value of ₹ 1/- (Rupee One Only) each through Postal Ballot.

Accordingly, the final dividend of ₹ 0.30 (Thirty Paise) per equity share of face value of ₹ 10/- each, as recommended by the Board of Directors for the financial year ended March 31, 2026, shall, subject to completion of the sub-division and in accordance with the applicable provisions of the Companies Act, 2013 and other applicable laws, be paid on the sub-

divided equity shares of face value of ₹ 1/- each in such manner that the aggregate dividend entitlement of each shareholder remains unchanged.

9. Pursuant to amendments introduced by the Finance Act, 2020, the dividend income will be taxable in the hands of the Shareholders and the Company is required to deduct the Tax at Source from Dividend paid to the shareholders at the prescribed rates as per Income Tax Act, 1961 ("the IT Act"). The procedure and details for deduction of tax on dividends and submission of documents are sent by email to all the shareholders of the Company.

10. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Companies, Act 2013 (the Act).

11. The Explanatory Statement pursuant to the Section 102 of the Companies Act, 2013 relating special business in respect of Item No. 5 to 11 of the Notice to be transacted at the AGM is annexed hereto.

The relevant details with respect to Item Nos. 5 to 11 of the Notice pursuant to Regulation 36(3) of the SEBI Listing Regulations, and Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India ('ICSI') in respect of the Directors seeking re-appointment at this AGM are also annexed. Requisite declarations have been received from the Directors seeking re-appointment.

12. Since the AGM will be held through VC/ OAVM, the route map of the venue of the Meeting is not annexed hereto.

13. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of Contracts or Arrangements in which the Directors are interested, maintained under Section 189 of the Act and the relevant documents referred to in the Notice will be available electronically for inspection by the members during the AGM. All documents referred to in the Notice will also be available electronically for inspection without any fee by the members from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send an email to cs@mangalamworldwide.com.

14. As the AGM is being conducted through VC/OAVM, for the smooth conduct of proceedings of the AGM, members seeking any information with regard to the accounts or any matter to be placed at the AGM, are encouraged to write to the Company through email on cs@mangalamworldwide.com. The same will be replied by the Company suitably.

15. Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending email from their registered email id mentioning their name, demat account number/ folio number, mobile number to cs@mangalamworldwide.com on or before 23rd July, 2026. The Company reserves the right to restrict number of questions and number of speakers, as appropriate for smooth conduct of the AGM.

16. Any person, who acquires shares of the Company and becomes a Member of the Company after dispatch of the Notice and holding shares as on the cut-off date i.e. 23rd July, 2026 may obtain the login ID and password by sending a request at enotices@in.mpms.mufg.com.

17. **Online Dispute Resolution Portal ("ODR Portal"):**

SEBI vide Circular Nos. SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/131 dated July 31, 2023, and SEBI/HO/OIAE/ OIAE_IAD1/P/ CIR/2023/135 dated August 4, 2023, read with Master Circular No. SEBI/HO/ OIAE/OIAE_IAD-1/P/ CIR/ 2023/145 dated July 31, 2023 (updated as of August 11, 2023), has established a common Online Dispute Resolution Portal ("ODR Portal") for resolution of disputes arising in the Indian Securities Market.

Pursuant to the above-mentioned circulars, post exhausting the option to resolve their grievances with the RTA/ Company directly and through the existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal (<https://smartodr.in/login>) and the same can also be accessed through the Company's website: <https://mangalamworldwide.com/investor-grievance/> by clicking "Link to SMART ODR PORTAL"

18. Pursuant to the provisions of Section 125 of the Companies Act, 2013 the amount of dividend remaining unpaid or unclaimed for a period of seven years from the date of its transfer to the Unpaid Dividend Account of the Company, is required to be transferred to the Investor Education and Protection Fund, set up by the Government of India. Kindly note that once unclaimed and unpaid dividends are transferred to the Investor Education and Protection Fund, Members will have to approach IEPF Authority for such dividend.

19. Members holding shares in electronic form are requested to intimate any changes in their registered address, name, PAN details, etc. to their Depository Participant (DP) with whom they are maintaining their demat account. In case of any queries/difficulties in registering the e-mail address, Members may write to [rnt.helpdesk@ in.mpms.mufg.com](mailto:rnt.helpdesk@in.mpms.mufg.com).

20. Registration of email ID and Bank Account details: In case the shareholder's email ID is already registered with the Company/its Registrar & Share Transfer Agent "RTA"/ Depositories, the log in details for e-voting are being sent on the registered email address. In case the shareholder has not registered his/her/their email address with the Company/its RTA/Depositories and have not updated the Bank Account mandate for receipt of dividend, the shareholder may please

contact the Depository Participant ("DP") and register the email address and bank account details in the demat account as per the process followed and advised by the DP.

21. The Board of Directors have appointed Mr. Manoj Hurkat (FCS: 4287) Partner, M/s Manoj Hurkat & Associates, Practicing Company Secretaries, to act as the Scrutinizer for conducting the e-voting at the AGM and remote e- voting process in a fair and transparent manner and he has communicated his willingness to be appointed and be available for the said purpose.
22. The Scrutiniser will submit his report to the Chairman after completion of the scrutiny. The result of voting on the Resolutions at the meeting shall be announced by the Chairman or any other person authorised by him. The results declared along with the Scrutiniser 's Report, will be posted on the website of the Company www.mangalamworldwide.com and on the website of MIPL and will be displayed on the Notice Board of the Company at its Registered Office immediately after the declaration of the results by the Chairman or any other person authorised by him and simultaneously communicated to the Stock Exchanges.

23. Voting through electronic means

- The business as set out in the Notice may be transacted through electronic voting system. In compliance with the provisions of Section 108 of the Act read with the Companies [Management and Administration] Rules, 2014, Secretarial Standards-2 issued by the Institute of Companies Secretaries of India on General Meetings and in compliance with Regulation 44 of the Listing Regulations, the Company is pleased to offer the facility of voting through electronic means, as an alternate, to all its Members to enable them to cast their votes electronically. The Company has made necessary arrangements with MUFG Intime India Private Limited (RTA) to facilitate the members to cast their votes from a place other than the venue of the AGM [remote e-voting].
- A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the cut-off date i.e. 23rd July, 2026 shall be entitled to avail the facility of remote e-voting or e-voting during the AGM. Persons who are not Members as on the cut-off date should treat this Notice for information purpose only.
- The Notice will be displayed on the website of the Company www.mangalamworldwide.com and on the website of MIPL <https://instavote.linkintime.co.in/>
- The members who have cast their vote by remote e-voting prior to AGM may also attend the AGM but shall not be entitled to cast their vote again.
- The Members whose names appear in the Register of Members / List of Beneficial Owners prior to cut off date i.e. 23rd July, 2026 are entitled to vote on Resolutions set forth in the Notice. Eligible members who have acquired shares after the dispatch of the Annual Report and holding shares as on the cut-off date may approach RTA for issuance of the USER ID and Password for exercising their right to vote by electronic means.
- The remote e-voting period will commence at 9:00 a.m. (IST) on Monday, July 27, 2026, and will end at 5:00 p.m. (IST) on Wednesday, July 29, 2026. During this period members of the Company, holding shares either in physical form or in dematerialised form, as on the cut-off date i.e. Thursday, July 23, 2026, may cast their vote by remote e-voting. The e-voting module shall be disabled by RTA for voting thereafter.
- In case the shareholders have any queries or issues regarding e-voting, they may refer the Frequently Asked Questions ("FAQs") and Instavote e-Voting manual available at <https://instavote.linkintime.co.in>, under Help section or write an email to enotices@in.mpms.mufg.com or call on 022-49186000.

24. THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING AGM ARE AS UNDER:-

I. INSTAMEET VC INSTRUCTIONS FOR SHAREHOLDERS

In terms of Ministry of Corporate Affairs (MCA) General Circular No. 09/2024 dated 19.09.2024, the Companies can conduct their AGMs/ EGMs on or before 30th September 2026 by means of Video Conference (VC) or other audio- visual means (OAVM).

Shareholders are advised to update their mobile number and email Id correctly in their demat accounts to access InstaMeet facility.

Login method for Individual shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode with NSDL

METHOD 1 - NSDL OTP based login

- a) Visit URL: <https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp>
- b) Enter your 8 - character DP ID, 8 - digit Client Id, PAN, Verification code and generate OTP.

- c) Enter the OTP received on your registered email ID/ mobile number and click on login.
- d) Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services.
- e) Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

METHOD 2 - NSDL IDeAS facility

Shareholders registered for IDeAS facility:

- a) Visit URL: <https://eservices.nsdl.com> and click on “Beneficial Owner” icon under “IDeAS Login Section”.
- b) Enter IDeAS User ID, Password, Verification code & click on “Log-in”.
- c) Post successful authentication, you will be able to see e-Voting services under Value added services section. Click on “Access to e-Voting” under e-Voting services.
- d) Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Shareholders not registered for IDeAS facility:

- a) To register, visit URL: <https://eservices.nsdl.com> and select “Register Online for IDeAS Portal” or click on <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>
- b) Enter 8-character DP ID, 8-digit Client ID, Mobile no, Verification code & click on “Submit”.
- c) Enter the last 4 digits of your bank account / generate ‘OTP’
- d) Post successful registration, user will be provided with Login ID and password.
- e) Follow steps given above in points (a-d).

METHOD 3 - NSDL e-voting website

- a) Visit URL: <https://www.evoting.nsdl.com>
- b) Click on the “Login” tab available under ‘Shareholder/Member’ section.
- c) Enter User ID (i.e., your 16-digit demat account no. held with NSDL), Password/OTP and a Verification Code as shown on the screen & click on “Login”.
- d) Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services.
- e) Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period

Individual Shareholders holding securities in demat mode with CDSL

METHOD 1 - CDSL e-voting page

- a) Visit URL: <https://www.cdslindia.com>.
- b) Go to e-voting tab.
- c) Enter 16-digit Demat Account Number (BO ID) and PAN No. and click on “Submit”.
- d) System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account
- e) Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

METHOD 2 - CDSL Easi/ Easiest facility:

Shareholders registered for Easi/ Easiest facility:

- a) Visit URL: <https://web.cdslindia.com/myeasitoken/Home/Login> or Visit URL: www.cdslindia.com, click on “Login” and select “My Easi New (Token)”.
- b) Enter existing username, Password & click on “Login”.
- c) Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Shareholders not registered for Easi/ Easiest facility:

- a) To register, visit URL: <https://web.cdslindia.com/myeasitoken/Home/EasiRegistration> / <https://web.cdslindia.com/myeasitoken/Home/EasiestRegistration>.
- b) Proceed with updating the required fields for registration.
- c) Post successful registration, user will be provided username and password on the registered email id. Follow steps given above in points (a-c).

Individual Shareholders holding securities in demat mode with Depository Participant:

Individual shareholders can also login using the login credentials of your demat account through your depository participant registered with NSDL / CDSL for e-voting facility.

- a) Login to DP website
- b) After Successful login, user shall navigate through “e-voting” option.
- c) Click on e-voting option, user will be redirected to NSDL / CDSL Depository website after successful authentication, wherein user can see e-voting feature.
- d) Post successful authentication, click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Login method for shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode.

Shareholders holding shares in physical mode / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register and vote on InstaVote as under:

STEP 1: LOGIN / SIGNUP on InstaVote

Shareholders registered for INSTAVOTE facility:

- a) Visit URL: <https://instavote.linkintime.co.in> & click on “Login” under ‘SHARE HOLDER’ tab.
- b) Enter details as under:
 - 1) User ID: Enter User ID
 - 2) Password: Enter existing Password
 - 3) Enter Image Verification (CAPTCHA) Code
 - 4) Click “Submit”.

(Home page of e-voting will open. Follow the process given under "Steps to cast vote for Resolutions")

Shareholders not registered for INSTAVOTE facility:

- a) Visit URL: <https://instavote.linkintime.co.in> & click on “Sign Up” under ‘SHARE HOLDER’ tab & register with details as under:
 - 1) User ID: Enter User ID
 - 2) 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.
 - 3) DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP/Company - in DD/MM/YYYY format)
 - 4) Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company.
 - o Shareholders, holding shares in NSDL form, shall provide ‘point 4’ above.
 - o Shareholders, holding shares in CDSL form, shall provide ‘point 3’ or ‘point 4’ above.
 - o Shareholders, holding shares in physical form but have not recorded ‘point 3’ and ‘point 4’, shall provide their Folio number in ‘point 4’ above
 - 1) 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).
 - 2) Enter Image Verification (CAPTCHA) Code.
 - 3) Click “Submit” (You have now registered on InstaVote).

Post successful registration, click on “Login” under ‘SHARE HOLDER’ tab & follow steps given above in points (a-b).

STEP 2: Steps to cast vote for Resolutions through InstaVote

- a) Post successful authentication and redirection to InstaVote inbox page, you will be able to see the “Notification for e-voting”.
- b) Select ‘View’ icon. E-voting page will appear.
- c) 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).
- d) After selecting the desired option i.e. Favour / Against, click on ‘Submit’.
- e) 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.

NOTE: Shareholders may click on “Vote as per Proxy Advisor’s Recommendation” option and view proxy advisor recommendations for each resolution before casting vote. “Vote as per Proxy Advisor’s Recommendation” option provides access to expert insights during the e-Voting process. Shareholders may modify their vote before final submission.

Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently.

Non-Individual Body corporate shareholders shall send a scanned copy of the board resolution authorising its representative to vote, to the scrutinizer at registered email address with a copy marked to RTA at enotices@in.mpms.mufg.com and the company at registered email address.

Guidelines for Institutional shareholders (“Custodian / Corporate Body/ Mutual Fund”)

STEP 1 – Custodian / Corporate Body/ Mutual Fund Registration

- a) Visit URL: <https://instavote.linkintime.co.in>
- b) Click on “Sign Up” under “Custodian / Corporate Body/ Mutual Fund”
- c) Fill up your entity details and submit the form.
- d) A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up). The said form is to be signed by the Authorised Signatory, Director, Company Secretary of the entity & stamped and sent to insta.vote@linkintime.co.in.
- e) Thereafter, Login credentials (User ID; Organisation ID; Password) is sent to Primary contact person’s email ID. (You have now registered on InstaVote)

STEP 2 – Investor Mapping

- a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- b) Click on “Investor Mapping” tab under the Menu section
- c) Map the Investor with the following details:
 1. ‘Investor ID’ – Investor ID for NSDL demat account is 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678; Investor ID for CDSL demat account is 16 Digit Beneficiary ID.
 2. ‘Investor’s Name - Enter Investor’s Name as updated with DP.
 3. ‘Investor PAN’ - Enter your 10-digit PAN.
 4. ‘Power of Attorney’ - Attach Board resolution or Power of Attorney.

NOTE: File Name for the Board resolution/ Power of Attorney shall be – DP ID and Client ID or 16 Digit Beneficiary ID.

Further, Custodians and Mutual Funds shall also upload specimen signatures.

- d) Click on Submit button. (The investor is now mapped with the Custodian / Corporate Body/ Mutual Fund Entity). The same can be viewed under the “Report section”.

STEP 3 – Steps to cast vote for Resolutions through InstaVote

The corporate shareholder can vote by two methods, during the remote e-voting period.

METHOD 1 - VOTES ENTRY

- a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- b) Click on “Votes Entry” tab under the Menu section.

- c) Enter the “Event No.” for which you want to cast vote.
- d) Event No. can be viewed on the home page of InstaVote under “On-going Events”.
- e) Enter “16-digit Demat Account No.”.
- f) 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). After selecting the desired option i.e. Favour / Against, click on ‘Submit’.
- g) 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.

(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

METHOD 2 - VOTES UPLOAD

- a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- b) After successful login, you will see “Notification for e-voting”.
- c) Select “View” icon for “Company’s Name / Event number”.
- d) E-voting page will appear.
- e) Download sample vote file from “Download Sample Vote File” tab.
- f) Cast your vote by selecting your desired option 'Favour / Against' in the sample vote file and upload the same under “Upload Vote File” option.
- g) Click on ‘Submit’. ‘Data uploaded successfully’ message will be displayed.

(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

NOTE: Non-Individual Body corporate shareholders shall send a scanned copy of the board resolution authorising its representative to vote, to the scrutinizer at registered email address manojhurkat@hotmail.com with a copy marked to RTA at enotices@in.mpms.mufg.com and the company at registered email address cs@mangalamworldwide.com.

HELPDESK:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode facing any technical issue in login may contact INSTAVOTE helpdesk by sending a request at enotices@in.mpms.mufg.com 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 : 022 - 4886 7000
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 22 55 33

FORGOT PASSWORD:

Individual Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both then the shareholder can use the “Forgot Password” option available on: <https://instavote.linkintime.co.in>

- Click on “Login” under ‘SHARE HOLDER’ tab.
- Further Click on “forgot password”
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA).
- Click on “SUBMIT”.

In case Custodian / Corporate Body/ Mutual Fund has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the “Forgot Password” option available on: <https://instavote.linkintime.co.in>

- Click on ‘Login’ under “Custodian / Corporate Body/ Mutual Fund” tab
- Further Click on “forgot password”
- Enter User ID, Organization ID and Enter Image Verification code (CAPTCHA).
- Click on “SUBMIT”.

In case shareholders have a 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 information about the particulars of the Security Question and Answer, PAN, DOB/ DOI etc. The password should contain a minimum of 8 characters, at least one special character (!#\$%*), at least one numeral, at least one alphabet and at least one capital letter.

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

Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both, then the Shareholders are advised to use Forget User ID and Forget Password option available at above mentioned depository/ depository participants website.

General Instructions - Shareholders:

- 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 resolutions 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 2 on General Meetings)

ITEM NO. 4: TO APPROVE APPOINTMENT OF M/S. N.K. ASWANI & Co. CHARTERED ACCOUNTANTS, AHMEDABAD(FRN: 100738W) AS STATUTORY AUDITOR OF THE COMPANY FOR A TERM OF FIVE YEARS. - ORDINARY BUSINESS:

The term of appointment of M/s. Keyur Shah & Co., Chartered Accountants, having Firm Registration No. 141173W as a Statutory Auditors will be completed on the conclusion of 30th Annual General Meeting of the Company.

The Board of Directors of the Company at its meeting held on 26th June, 2026 considering the experience and expertise and based on the recommendation of the Audit Committee, has proposed to the Members of the Company, appointment of M/s. N.K. Aswani & Co., Chartered Accountants (Firm Registration No. 100738W), as Statutory Auditors of the Company in place of M/s. Keyur Shah & Co., Chartered Accountants, present Statutory Auditors of the Company.

The proposed appointment is for a term of 5 (five) consecutive years from the conclusion of 30th Annual General Meeting for the financial year 2025-26 till the conclusion of the 35th Annual General Meeting for the financial year 2030-31 on payment of such remuneration as may be mutually agreed upon between the Board of Directors and the Statutory Auditors, from time to time. There is no material change in the remuneration proposed to be paid to M/s. N.K. Aswani & Co., for the statutory audit to be conducted for the financial year ending 31st March, 2027 vis-à-vis the remuneration paid to M/s. Keyur Shah & Co., the retiring Statutory Auditors, for the statutory audit conducted for the financial year ended 31st March, 2026. The proposed remuneration to be paid to the Auditors for the FY 2026-27 is upto ₹ 20 lacs (upto Rupees Twenty Lacs). The said remuneration excludes applicable taxes and out of pocket expenses.

M/s. N K Aswani & Co., Chartered Accountants (Firm Registration No. 100738W) is one of the prominent Chartered Accountants, based in Ahmedabad, having experience of 44 years in the field of financial services, statutory audits, tax audits and other taxation matters.

Pursuant to Section 139 of the Companies Act, 2013 (the Act) and the Rules framed thereunder, the Company has received written consent from M/s. N K Aswani & Co., and a certificate that they satisfy the criteria provided under Section 141 of the Act and that the appointment, if made, shall be in accordance with the applicable provisions of the Act and Rules framed thereunder. As required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, M/s. N K Aswani & Co., has confirmed that they hold a valid certificate issued by the Peer Review Board of ICAI.

None of the Directors or other Key Managerial Personnel and their relatives, are concerned or interested (financially or otherwise) in this Resolution. The Board recommends the Ordinary Resolution set out at Item No. 4 for the approval of Member

ITEM NO. 5: TO CONSIDER RE-APPOINTMENT OF MS. PRITU GUPTA (DIN: 07983510) AS AN INDEPENDENT DIRECTOR OF THE COMPANY FOR A SECOND TERM OF FIVE CONSECUTIVE YEARS W.E.F. 21ST FEBRUARY, 2027. - SPECIAL RESOLUTION.

The members at their Extra-ordinary general meeting held on 21st February, 2022 had appointed Pritu Gupta as an Independent Director of the Company for first term of five consecutive years from 21st February, 2022 up to 20th February, 2027, pursuant to the provisions of Companies Act, 2013 ('the Act') and SEBI Listing Regulations. Her first term will be coming to an end on 21 February, 2027.

The NRC, after considering the performance evaluation report of Pritu Gupta during her first term of 5 (Five) years and considering her knowledge, acumen, expertise, substantial contribution and time commitment, at its meeting held on 26th June, 2026, has recommended to the Board her reappointment for a second term of 5 (Five) years w.e.f 21st February, 2027. The NRC has considered her diverse skills, leadership traits, expertise in financial and investment management, and vast business experience, among others, as some of the capabilities required for this role.

In accordance with the provisions of Section 149(10) of the Act and Regulation 25(2A) of SEBI Listing Regulations, re-appointment of Independent Director will be subject to the approval of Members by way of a special resolution. Further, pursuant to Regulation 17(1A) of SEBI Listing Regulations, no listed entity shall appoint a person, reappoint or continue the directorship of any person who has attained the age of seventy-five years, unless a special resolution is passed to that effect.

The Board, considers that, given Pritu Gupta professional background, experience and contributions made by her during her tenure, the continued association of Pritu Gupta would be beneficial to the Company and it is desirable to continue to avail her services as an Independent Director. Accordingly, it is proposed to re-appoint Pritu Gupta as an Independent Director of the Company, not liable to retire by rotation, for a second term of 5 (five) consecutive years on the Board of the Company, on the basis of recommendation of NRC.

The Company has received, from Ms. Pritu Gupta (DIN: 07983510) (i) consent in writing to act as director in Form DIR 2 pursuant to Rule 8 of Companies(Appointment & Qualification of Directors) Rules 2014, (ii) intimation in Form DIR 8 in terms of Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that she is not disqualified under Sub-section (2) of Section 164 of the Companies Act, 2013, (iii) a declaration to the effect that she meets the criteria of independence as provided in Sub-section (6) of Section 149 of the Companies Act, 2013 and (iv) declaration regarding , she has not been debarred or disqualified from being appointed or continuing as Director of any Companies by the Securities and Exchange Board of India (SEBI), Ministry of Corporate Affairs (MCA), or any such statutory authority. She is not related to any Directors of the Company.

In connection with the above, a notice in writing in the prescribed manner as required by section 160 of the Act and Rules made thereunder, has been received by the Company, regarding candidature of Pritu Gupta for the office of the director.

The copy of draft letter of appointment setting out the terms and conditions of her appointment is available electronically for inspection by the Members.

Brief profile of Ms. Pritu Gupta is as below:

Ms. Pritu Gupta, aged 53 years is an Independent Director of our Company. She holds Master's degree in Arts (Political Science) from Maharshi Dayanand Saraswati University, Ajmer. She has been appointed as Independent Directors of our company for a period of 5 years w.e.f. February 21, 2022. She is having more than 9 years of experience in business administration. She is responsible for providing her expertise & inputs, for ensuring that the board adheres to the required corporate governance requirements.

None of the Directors or Key Managerial Personnel or their relatives, except Ms. Pritu Gupta is directly or indirectly concerned or interested, financially or otherwise, in the special resolution set out in item 5 of the notice.

The Board of Directors based on the recommendation of NRC considers the re-appointment of Ms. Pritu Gupta as an Independent Director in the interest of the Company and recommends the special resolution set out at Item No. 5 of the Notice for approval by members.

ITEM 6: APPROVAL FOR INCREASE IN OVERALL BORROWING LIMITS OF THE COMPANY AS PER SECTION 180(1)(C) OF THE COMPANIES ACT, 2013: - SPECIAL RESOLUTION.

The members are informed that pursuant to the provisions of Section 180(1)(c) of the Companies Act, 2013, the Board of Directors of a company cannot, except with the consent of the members of the company by way of a special resolution, borrow monies, where the monies to be borrowed together with the monies already borrowed (apart from temporary loans obtained from the company's bankers in the ordinary course of business) exceed the aggregate of the paid-up share capital and free reserves of the company.

The Members of the Company had earlier approved the borrowing powers of the Board of Directors up to an aggregate limit of ₹1,000 Crores (Rupees One Thousand Crores Only) pursuant to Section 180(1)(c) of the Act.

Considering the Company's present and future business plans, expansion activities, increased scale of operations, capital expenditure requirements, strategic investments, working capital requirements and other corporate purposes, the Board of Directors considers it necessary to enhance the existing borrowing limits of the Company.

Accordingly, the Board proposes to increase the overall borrowing limits from ₹1,000 Crores (Rupees One Thousand Crores Only) to ₹ 2500 Crores (Rupees Two Thousand Five Hundred Crores Only), notwithstanding that the aggregate amount of monies borrowed and outstanding at any point of time may exceed the aggregate of the paid-up share capital, free reserves and securities premium of the Company.

The proposed Special Resolution shall be in supersession of the earlier Special Resolution passed by the Members under Section 180(1)(c) of the Act to the extent of the borrowing limits approved therein.

The Board of Directors recommends the Special Resolution set out at Item No. 6 of the Notice for approval of the Members.

None of the Directors, Key Managerial Personnel of the Company or their relatives is concerned or interested, financially or otherwise, in the said Resolution, except to the extent of their shareholding, if any, in the Company.

ITEM No. 7: APPROVAL FOR INCREASE IN LIMITS UNDER SECTION 180(1)(A) OF THE COMPANIES ACT, 2013 FOR CREATING CHARGE ON THE ASSETS OF THE COMPANY: - SPECIAL RESOLUTION.

Pursuant to the provisions of Section 180(1)(a) of the Companies Act, 2013 ("the Act"), the Board of Directors of a company cannot, except with the consent of the Members by way of a Special Resolution, sell, lease, mortgage, charge or otherwise dispose of the whole or substantially the whole of the undertaking(s) of the Company.

The Members of the Company had earlier approved the creation of mortgages, charges, hypothecations and other security interests over the assets and undertakings of the Company in connection with borrowings up to an aggregate limit of ₹1,000 Crores (Rupees One Thousand Crores Only).

Considering the Company's present and future business requirements, expansion plans, capital expenditure programmes, strategic investments and working capital requirements, the Company may be required to avail additional financial assistance from banks, financial institutions, investors and other lenders. Such borrowings and financial facilities are generally required to be secured by way of mortgage, charge, hypothecation, pledge or other security interest over the movable and/or immovable properties and assets of the Company.

Accordingly, approval of the Members is sought to authorise the Board of Directors of the Company to create such mortgages, charges, hypothecations, pledges and/or other security interests over the whole or any part of the movable and/or immovable

properties, assets and undertakings of the Company for securing borrowings and financial assistance up to an aggregate amount of ₹ 2500 Crores (Rupees Two Thousand Five Hundred Crores Only) outstanding at any point of time.

The proposed Special Resolution shall be in supersession of the earlier Special Resolution passed by the Members under Section 180(1)(a) of the Act to the extent of the limits approved therein.

The Board of Directors recommends the Special Resolution set out at Item No. 7 of the accompanying Notice for approval of the Members.

None of the Directors, Key Managerial Personnel of the Company or their relatives is concerned or interested, financially or otherwise, in the proposed Resolution except to the extent of their shareholding, if any, in the Company.

ITEM NO. 8: APPROVAL FOR CONVERSION OF THE OUTSTANDING SECURED/UNSECURED LOAN(S)/DEBT INTO EQUITY SHARES OF THE COMPANY - SPECIAL RESOLUTION.

In view of the evolving regulatory framework, including amendments to the Companies Act, 2013, directions and guidelines issued by the Reserve Bank of India from time to time, and the requirements of financing arrangements entered into or proposed to be entered into by the Company, it is proposed to obtain the approval of the Members by way of a Special Resolution under Section 62(3) and other applicable provisions of the Companies Act, 2013.

The Company, in the ordinary course of its business, may avail loans, financial assistance and/or issue debentures from banks, financial institutions, lenders, debenture holders and other financing parties (collectively referred to as the "Lenders"). Such financing arrangements may require the Company to provide an option to the Lenders to convert the whole or any part of the outstanding loans, debentures or other financial assistance categorized as debt (collectively referred to as the "Financial Assistance"), whether denominated in Indian Rupees or foreign currency, into fully paid-up equity shares of the Company, upon the occurrence of specified events and in accordance with the terms of the relevant financing documents.

Section 62(3) of the Companies Act, 2013 provides that nothing contained in Section 62 shall apply to an increase in the subscribed share capital of a company caused by the exercise of an option attached to debentures issued or loans raised by the company to convert such debentures or loans into shares of the company, provided that the terms of issue of such debentures or loans containing such option have been approved by the Members by way of a Special Resolution before the issue of such debentures or raising of such loans.

Further, pursuant to Sections 180(1)(a) and 180(1)(c) of the Companies Act, 2013, the Members have authorized / are proposed to authorize the Board of Directors to borrow monies and create security therefor, from time to time, provided that the aggregate outstanding borrowings shall not exceed Rs. 2,500 Crores (Rupees Two Thousand Five Hundred Crores Only), excluding temporary loans obtained from the Company's bankers in the ordinary course of business.

Accordingly, in connection with existing and future borrowings, debenture issuances and other financing arrangements, the Company may be required to execute loan agreements, financing documents, debenture trust deeds and other related documents containing provisions enabling the Lenders, at their option and subject to the terms thereof, to convert the whole or any part of the outstanding Financial Assistance into fully paid-up equity shares of the Company.

The proposed Special Resolution is an enabling resolution intended to comply with the requirements of Section 62(3) of the Companies Act, 2013 and to facilitate the inclusion of such conversion rights in financing documents that may be executed by the Company from time to time. The equity shares, if allotted pursuant to such conversion, shall be issued at a price determined in accordance with the applicable provisions of the Companies Act, 2013, SEBI Regulations and requisite statutory approvals, wherever required and other applicable laws prevailing at the time of conversion.

The Board of Directors recommends the Special Resolution set out at Item No. 8 of the Notice for approval of the Members.

The Company clarifies that this resolution is merely an enabling approval and that, as on the date of this Notice, there is no proposal, commitment or arrangement for conversion of any existing outstanding loans, debentures or other debt into equity shares of the Company.

None of the Directors, Key Managerial Personnel of the Company or their respective relatives is, in any way, concerned or interested, financially or otherwise, in the proposed Resolution, except to the extent of their respective shareholding, if any, in the Company.

ITEM NO. 9: TO ENHANCE LIMIT TO MAKE LOANS OR INVESTMENTS AND TO GIVE GUARANTEES OR TO PROVIDE SECURITY IN CONNECTION WITH A LOAN MADE UNDER SECTION 186 OF COMPANIES ACT, 2013: - SPECIAL RESOLUTION.

In order to make optimum use of funds available with the Company and also to achieve long term strategic and business objectives, the Board of Directors of the Company had passed the resolution to make use of the same by making investment in other bodies corporate or granting loans, giving guarantee or providing security to other persons or other body corporate or as and when required.

Pursuant to the provisions of section 186(3) of the Companies Act, 2013 and rules made there under, the Company needs to

obtain prior approval of shareholders / members by way of special resolution at the General Meeting in case the amount of investment, loan, guarantee or security proposed to be made along with the amount of investments, loans, guarantee or security already made is more than the higher of sixty percent of the paid up share capital, free reserves and securities premium account or one hundred percent of free reserves and securities premium account.

Accordingly, the Board of Directors of the Company proposes to obtain approval of shareholders by way of special resolution for an amount not exceeding Rs. 2500 Crores (Rupees Two Thousand Five Hundred Crores Only) outstanding at any time notwithstanding that such investments, outstanding loans given or to be given a guarantees and security provided are in excess of the limits prescribed under Section 186 of the Companies Act, 2013.

The Board recommends the Special Resolution set out at Item No. 9 of the accompanying Notice for approval of the members of the Company. None of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in this resolution.

ITEM NO. 10: APPROVAL OF LOANS, GUARANTEE OR SECURITY UNDER SECTION 185 OF COMPANIES ACT, 2013: - SPECIAL RESOLUTION.

Pursuant to Section 185 of the Companies Act, 2013 ("the Act"), a Company may advance any loan including any loan represented by book debt, or give any guarantee or provide any security in connection with any loan taken by any entity (said entity(ies) covered under the category of 'a person in whom any of the director of the Company is interested' as specified in the explanation to Section 185(2)(b) of the Companies Act, 2013, after passing a Special Resolution in the general meeting.

It is proposed to make loan(s) including loan represented by way of Book Debt to, and/or give guarantee(s) and/or provide security(ies) in connection with any loan taken/to be taken by the Subsidiary Companies or Associate or Joint Venture or group entity or any other person in whom any of the Director of the Company is deemed to be interested as specified in the explanation to Section 185(2)(b) of the Act (collectively referred to as the "Entities"), from time to time, for the purpose of capital expenditure of the projects and/or working capital requirements including purchase of fixed assets as may be required from time to time for its principal business activities and other matters connected and incidental thereto, within the limits as mentioned in the Item no. 10 of the notice.

The members may note that Board of Directors would carefully evaluate the proposals and provide such loan, guarantee or security through deployment of funds out of internal resources/accruals and/or any other appropriate sources, from time to time, and the proposed loan shall be at such rate of interest as agreed by the parties in the best interest of the Company and shall be used by the borrowing company for its principal business activities only.

The Board recommends the Special Resolution set out at Item No. 10 of the accompanying Notice for approval of the members of the Company. None of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in this resolution.

ITEM NO. 11: TO RATIFY/APPROVE THE REMUNERATION PAYABLE TO M/S. V. M. PATEL & ASSOCIATES, COST ACCOUNTANTS, SURAT (FIRM REGISTRATION NUMBER: 101519), COST AUDITOR OF THE COMPANY FOR THE FINANCIAL YEAR ENDING ON MARCH 31, 2027: - ORDINARY RESOLUTION.

The Board of Directors of the Company, in its meeting held on 29th April, 2026 on the recommendation of the Audit Committee, approved the appointment of M/s. V. M. Patel & Associates, Cost Accountants, Surat (FRN: 101519), as Cost Auditor to conduct audit of the Cost records of the Company for the financial year ending on March 31, 2027 at a remuneration of Rs. 30,000/- (Rupees Thirty Thousand Only) excluding all applicable taxes and reimbursement of out of pocket expenses.

In terms of the provisions of Section 148 of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014 (as amended or re-enacted from time to time) the remuneration as mentioned above, payable to the Cost Auditors, is required to be ratified/approved by the Members of the Company.

The Board recommends the resolution set out under Item No. 11 for the approval of the Members by way of passing an Ordinary Resolution. None of the Directors or Key Managerial Personnel of the Company or their relatives, are, in any way, concerned or interested, financially or otherwise, in the aforesaid resolution.

Date : June 26, 2026

Place : Ahmedabad

BY ORDER OF THE BOARD
FOR, MANGALAM WORLDWIDE LIMITED

Registered Office:

102, Mangalam Corporate House,
42, Shrimali Society, Netaji Marg,
Mithakhali, Navrangpura,
Ahmedabad - 380 009, Gujarat, India.

VIPIN PRAKASH MANGAL
CHAIRMAN
DIN: 02825511

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 DIRECTOR(S) BEING REAPPOINTED / APPOINTED/CHANGE IN DESIGNATION:

ANNEXURE A

Name of Director	Ms. Pritu Gupta (DIN: 07983510)	Mr. Mohit Kailash Agrawal (DIN: 09696637)
Date of Birth	11th May, 1972	25th December, 1976
Qualification	M. A. in Political Science	FCA and B.com.
Experience - Expertise in specific functional areas - Job profile and suitability	Ms. Pritu Gupta, aged 53 years is an Independent Director of our Company. She holds Master's degree in Arts (Political Science) from Maharshi Dayanand Saraswati University, Ajmer. She has been appointed as Independent Directors of our company for a period of 5 years w.e.f. February 21, 2022. She is having more than 9 years of experience in business administration. She is responsible for providing her expertise & inputs, for ensuring that the board adheres to the required corporate governance requirements.	Mr. Mohit Kailash Agrawal, aged about 49 Years, is a Chartered Accountant. He is a Fellow Member of Institute of Chartered Accountants of India. He has completed his graduation in Commerce stream from Gujarat University, Ahmedabad. He has over all 28 years of experience in Finance, Accounts, Legal and Commercial matters. He is working as a Whole Time Director and CFO of the Company. He is responsible for providing his expertise & inputs, for ensuring that the board adheres to the required corporate governance requirements.
No. of Shares held as on March 31, 2026.	27,600 Equity shares	10,800 Equity shares
Terms & Conditions of appointment	As given above	As given above
Remuneration Last Drawn	Nil	Rs. 2.25 Lakhs P.M.
Remuneration sought to be paid	As given above	As given above
Number of Board Meetings held and attended during the Financial Year 2025-26	8 /8	8/8
Date of Original appointment	21st February, 2022	6th August, 2022
Listed entities from which the person has resigned in the past three years	NIL	NIL
Directorships held in public companies including deemed public companies (Excluding Subsidiary Companies, Foreign Companies and Section 8 Companies)	1. Mangalam Worldwide Limited 2. Shagun Marbles Private Limited	1. Mangalam Worldwide Limited
Memberships/Chairmanships of committees of public companies* (Excluding Foreign Companies and Section 8 Companies)	Member of Audit Committee Mangalam Worldwide Limited Member of Nomination and Remuneration Committee Mangalam Worldwide Limited	NIL

Name of Director	Ms. Pritu Gupta (DIN: 07983510)	Mr. Mohit Kailash Agrawal (DIN: 09696637)
Inter-se Relationship with other Directors and KMPs.	NA	NA

Date : June 26, 2026

Place : Ahmedabad

BY ORDER OF THE BOARD
FOR, MANGALAM WORLDWIDE LIMITED

Registered Office:

102, Mangalam Corporate House,
42, Shrimali Society, Netaji Marg,
Mithakhali, Navrangpura,
Ahmedabad - 380 009, Gujarat, India.

VIPIN PRAKASH MANGAL
CHAIRMAN
DIN: 02825511