

MANGLAM GLOBAL CORPORATIONS LIMITED

(Formerly known as KSHITIJ INVESTMENTS LIMITED)

Registered Office: Mangalwara Bazaar, Next to Agrawal Readymade Stores, Piparia, Hoshangabad-461775, Madhya Pradesh, India

CIN- L10613MP1979PLC074323

Mobile No.: +91-9340315471 E-mail: ksh.inv.ltd@gmail.com

Website: <https://manglamglobal.in>

NOTICE TO THE MEMBERS

NOTICE is hereby given that the 46th Annual General Meeting of the Members of **MANGLAM GLOBAL CORPORATIONS LIMITED (FORMERLY KNOWN AS KSHITIJ INVESTMENTS LIMITED)** will be held on Thursday, 11th September, 2025 at 04:00 P.M. (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March 2025, the Profit and Loss Account for the year ended on that date and the Reports of the Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Rahul Agrawal, Managing Director (DIN: 06532413), who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS

3. Issuance of Equity Shares on preferential basis

To consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of the Section 23, 42 and 62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 as amended (the "**Act**"), the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014 and other applicable rules framed there under (including any statutory modification or re-enactment thereof, for the time being in force) and enabling provisions in the Memorandum and Articles of Association of the Company and in accordance with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("**SEBI ICDR Regulations**") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("**SEBI Listing Regulations**"), as amended from time to time, and the Foreign Exchange Management Act, 1999, as amended ("**FEMA**") and the Listing Agreement entered into by the Company with the Stock Exchange where the shares of the Company having Face Value of Rs. 10/- each ("**Equity Shares**") are listed, and subject to any other applicable provisions of the rules, regulations, guidelines, notifications, circulars and clarifications issued thereunder by the Ministry of Corporate Affairs ("**MCA**"), Securities and Exchange Board of India ("**SEBI**"), stock exchanges, the Reserve

Bank of India (“**RBI**”) and /or any other competent authorities, (hereinafter referred to as “**Applicable Regulatory Authorities**”) from time to time and subject to all necessary approval(s), consent(s), permission(s) and/ or sanction(s), if any, by the Applicable Regulatory Authorities, as may be required, and subject to such conditions as may be prescribed by any of them while granting any such approval(s), consent(s), permission(s), and/or sanction(s), and which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the “**Board**” which terms shall be deemed to include, unless the context otherwise requires, any Committee which the Board may have constituted or hereinafter constitute or any officer(s) authorised by the Board to exercise its powers including the powers conferred by this resolution), the consent of the members of the Company (“**Members**”) be and is hereby accorded to the Board to create, offer, issue, allot and deliver in one or more tranches upto **68,47,600** (Sixty Eight Lakhs Forty Seven Thousand Six Hundred) Equity Shares of Face Value of Rs. 10/- (Rupees Ten Only) each on a preferential basis to the proposed allottee(s) as mentioned below, for cash at a price of Rs. 10/- (Rupees Ten Only) per Equity Share at par. (“**Preferential Allotment Price**”), aggregating to Rs. **6,84,76,000** (Rupees Six Crore Eighty Four Lakhs Seventy Six Thousand Only), which is not less than the price determined in accordance with Chapter V of the SEBI ICDR Regulations (hereinafter referred to as the “**Floor Price**”) on a preferential issue basis (“**Preferential Allotment**”) on such terms and conditions as may be determined by the Board in accordance with the SEBI ICDR Regulations or other provisions of applicable law as may be prevailing at the time.

Details of the Proposed Allottees

Sr. No.	Name of Proposed Allottees	Current Status	No. of Equity Shares	Proposed Status
1	Rahul Agrawal	Promoter	23,35,000	Promoter
2	Rohit Agrawal	Promoter	23,35,000	Promoter
3	Udit Agrawal	Non-Promoter	50,000	Non-Promoter
4	Pankaj Kumar Agrawal	Non-Promoter	1,00,000	Non-Promoter
5	Sangita Agrawal	Non-Promoter	50,000	Non-Promoter
6	Sejal Agrawal	Non-Promoter	50,000	Non-Promoter
7	Vishal Agrawal	Non-Promoter	1,00,000	Non-Promoter
8	Geeta Agrawal	Non-Promoter	1,00,000	Non-Promoter
9	Chayan Agrawal	Non-Promoter	1,00,000	Non-Promoter
10	Vikrant Agrawal	Non-Promoter	1,00,000	Non-Promoter
11	Sonali Agrawal	Non-Promoter	50,000	Non-Promoter
12	Atul Kumar Agrawal	Non-Promoter	50,000	Non-Promoter
13	Seema Agrawal	Non-Promoter	50,000	Non-Promoter
14	Ansh Agrawal	Non-Promoter	1,10,000	Non-Promoter
15	Rakesh Kumar Agrawal	Non-Promoter	1,10,000	Non-Promoter
16	Ranjeeta Agrawal	Non-Promoter	1,10,000	Non-Promoter

17	Neeraj Sahu	Non-Promoter	1,00,000	Non-Promoter
18	Vinay Agrawal	Non-Promoter	1,50,000	Non-Promoter
19	Yogesh Kumar Agrawal	Non-Promoter	85,000	Non-Promoter
20	Rekha Agrawal	Non-Promoter	1,30,000	Non-Promoter
21	Akarsh Agrawal	Non-Promoter	1,30,000	Non-Promoter
22	Manoj Agrawal	Non-Promoter	1,50,000	Non-Promoter
23	Amit Agrawal	Non-Promoter	85,000	Non-Promoter
24	Abhishek Agrawal	Non-Promoter	82,600	Non-Promoter
25	Shubham Agrawal	Non-Promoter	1,35,000	Non-Promoter
	Total		68,47,600	

RESOLVED FURTHER THAT the equity shares to be issued and allotted to the proposed Allottees shall be fully paid up and rank *pari passu* with the existing equity shares of the Company, in all respects from the date of allotment thereof, and subject to the requirements of all applicable laws, and shall be subject to the provisions of the Memorandum of Association and Articles of Association of the Company.

RESOLVED FURTHER THAT the “**Relevant Date**” for the purpose of determination of the price of the equity shares to be issued and allotted as above, as per SEBI ICDR Regulations is August 12, 2025, being the date 30 (thirty) days prior to the date of this Annual General Meeting and the minimum issue price has been determined accordingly in terms of provisions of Chapter V of the SEBI ICDR Regulations.

RESOLVED FURTHER THAT without prejudice to the generality of the above resolution, the issue of equity shares under preferential allotment to the Proposed Allottees shall be subject to the following terms and conditions, apart from others, as prescribed under applicable laws:

- (i) The Equity Shares to be issued and allotted pursuant to the Preferential Issue shall be listed and traded on the Stock Exchange subject to receipt of necessary regulatory permissions and approvals as the case maybe.
- (ii) The equity shares to be allotted shall be subject to lock-in for such period, as specified in the provisions of Chapter V of the SEBI ICDR Regulations and allotted equity shares shall be listed on the stock exchange subject to the receipt of necessary permissions and approvals.
- (iii) The equity shares shall be allotted in dematerialized form within a period of 15 days from the date of passing the special resolution by the Members, provided that where the allotment of equity shares is subject to receipt of any approval or permission from any Regulatory Authority or Government of India, the allotment shall be completed within a period of 15 days from the receipt of last of such approval or permissions.
- (iv) The Equity Shares so offered, issued and allotted shall not exceed the number of Equity Shares as approved herein above.

- (v) Without prejudice to the generality of the above, the issue of the Equity Shares shall be subject to the terms and conditions as contained in the explanatory statement under Section 102 of the Act annexed hereto, which shall be deemed to form part hereof.

RESOLVED FURTHER THAT any one of the Directors and Company Secretary & Compliance officer of the Company (“**Authorized Signatories**”) be and are hereby severally authorized to take necessary steps for listing the equity shares, issued and allotted to the Proposed Allottees on BSE Limited, where the securities of the Company are listed, as per SEBI Listing Regulations and other applicable laws and regulations.

RESOLVED FURTHER THAT the Board is authorized to accept any modification(s) in the terms of issue of equity shares, subject to the provisions of the Act and the SEBI ICDR Regulations, without being required to seek any further consent or approval of the members.

RESOLVED FURTHER THAT the members of the Company take note of the Certificate issued from the Practicing Company Secretary, certifying that the proposed issue of equity shares on preferential basis is being made in accordance with the SEBI ICDR Regulations.

RESOLVED FURTHER THAT subject to the receipt of such approvals, as may be required under applicable laws, consent of the Members of the Company be and is hereby accorded to the Board of Directors to record the name and details of the Proposed Allottees in Form PAS-5, and issue a private placement offer cum application letter in Form PAS-4, to the Proposed Allottees, in accordance with the provisions of the Act, after passing of this resolution with a stipulation that the allotment would be made only upon receipt of in-principle approval from BSE Limited within the timelines prescribed under the applicable laws.

RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, aforesaid authorized signatories be and are hereby severally authorized to make, sign, execute, submit, acknowledge, endorse, applications, deeds, papers, declarations, undertakings, intimations, offer letters, and such other documents, offer letter(s), entering into contracts, arrangements, agreements, documents and to do all such acts, deeds, matters and things in this regard as it may, in its absolute discretion, deem necessary, desirable or expedient, including without limitation, appointment of agencies, intermediaries and advisors for the Issue, filing of necessary forms and applications, intimations and disclosures with concerned authorities, institutions for their requisite approvals, as may be required under applicable laws from time to time, without being required to seek any further consent or approval of the Members of the Company, and to settle all questions, difficulties or doubts that may arise in regard to the issue and allotment of the equity shares, as stated above, to the proposed allottees and listing thereof with BSE Limited.

RESOLVED FURTHER THAT the aforesaid authorized signatories of the Company be and are hereby severally authorized to delegate all or any of the powers herein conferred, as it may deem fit in its absolute direction, to any committee of the Board or any one or more Director(s), any officer(s) of the Company including making necessary filings with the Stock Exchanges and Regulatory Authorities and execution of any documents on behalf of the Company and to represent the Company before any governmental authorities and to appoint Consultants, Professional Advisors and Legal Advisors to give effect to the aforesaid resolution.

RESOLVED FURTHER THAT all actions taken by the Board in connection with any matter(s) referred to or contemplated in any of the foregoing resolution and all incidental and ancillary things done be and are hereby approved and ratified in all respect.”

4. To approve the material related party transaction limits to act as purchaser of various Agri commodities with certain Related Parties.

To consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 188 and other applicable provisions of the Companies Act, 2013 (“Act”) read with the applicable rules issued under the Act (including any statutory modification(s) or re-enactment thereof, for the time being in force), Regulation 23 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company’s Policy on “Materiality of Related Party Transactions and also on dealing with Related Party Transactions” and all other applicable laws and regulations, as amended, supplemented or re-enacted from time to time, and pursuant to the consent of the Audit Committee and the consent of the Board of Directors of the Company, the approval of the members of the Company be and is hereby accorded to the Company to earn commission/ brokerage and to act as purchaser of various Agri commodities for Manglam Foods (Partnership Firm), Jai Trading Co (Proprietorship Firm) and Shri Satguru Agromills Private Limited, the Related Parties of the Company, as more particularly set out in the explanatory statement for Item No. 4 to this Notice of 46th Annual General Meeting for an amount not exceeding 10,00,00,000 (Rupees Ten Crore) each for separate concern mentioned above. Provided that the said transactions are entered into/ carried out on arm’s length basis and on such terms and conditions as may be considered appropriate by the Board of Directors (including any authorised Committee thereof);

RESOLVED FURTHER THAT the Board of Directors of the Company (which includes any Committee of the Board) be and are hereby authorized to do all necessary acts, deeds, things and execute all such documents, undertaking as may be necessary in this regard from time to time to give effect to the above resolution.”

5. To approve the material related party transaction limits for Sale of various Agri commodities with certain Related Parties.

To consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 188 and other applicable provisions of the Companies Act, 2013 (“Act”) read with the applicable rules issued under the Act (including any statutory modification(s) or re-enactment thereof, for the time being in force), Regulation 23 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company’s Policy on “Materiality of Related Party Transactions and also on dealing with Related Party Transactions” and all other applicable laws and regulations, as amended, supplemented or re-enacted from time to time, and pursuant to the consent of the Audit Committee and the consent of the Board of Directors of the Company, the approval of the members of the Company be and is hereby accorded to the Company to enter into contract(s)/ arrangement(s)/ transaction(s) with Manglam Foods (Partnership Firm), Jai Trading Co (Proprietorship Firm) and Shri Satguru Agromills Private Limited, the Related Parties of the Company, for Sale of various Agri commodities as more particularly set out in the explanatory statement for Item No. 5 to this Notice of 46th Annual General Meeting for an amount not exceeding 100,00,00,000 (Rupees Hundred Crore) each for separate concern. Provided that the said transactions are entered into/ carried out on arm’s length basis and on such terms and conditions as may be considered appropriate by the Board of Directors (including any authorised Committee thereof);

RESOLVED FURTHER THAT the Board of Directors of the Company (which includes any Committee of the Board) be and are hereby authorized to do all necessary acts, deeds, things and execute all such documents, undertaking as may be necessary in this regard from time to time to give effect to the above resolution.”

6. To approve the material related party transaction limits for Availing/Rendering of manufacturing/ processing services with certain Related Parties.

To consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Section 188 and other applicable provisions of the Companies Act,2013 (“Act”) read with the applicable rules issued under the Act (including any statutory modification(s) or re-enactment thereof, for the time being in force), Regulation 23 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company’s Policy on “Materiality of Related Party Transactions and also on dealing with Related Party Transactions” and all other applicable laws and regulations, as amended, supplemented or re-enacted from time to time, and pursuant to the consent of the Audit Committee and the consent of the Board of Directors of the Company, the approval of the members of the Company be and is hereby accorded to the Company to enter into contract(s)/ arrangement(s)/transaction(s) with Manglam Foods (Partnership Firm), Jai Trading Co (Proprietorship Firm) and Shri Satguru Agromills Private Limited ,The Related Parties of the Company, Availing/Rendering of manufacturing/ processing services as more particularly set out in the explanatory statement for Item No. 6 to this Notice of 46th Annual General Meeting for an amount not exceeding 10,00,00,000 (Rupees Ten Crore) each for separate concern. Provided that the said transactions are entered into/ carried out on arm’s length basis and on such terms and conditions as may be considered appropriate by the Board of Directors (including any authorised Committee thereof);

RESOLVED FURTHER THAT the Board of Directors of the Company (which includes any Committee of the Board) be and are hereby authorized to do all necessary acts, deeds, things and execute all such documents, undertaking as may be necessary in this regard from time to time to give effect to the above resolution.”

7. To approve the material related party transaction limits for availing warehousing storage services of various Agri commodities with certain Related Parties.

To consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Section 188 and other applicable provisions of the Companies Act,2013 (“Act”) read with the applicable rules issued under the Act (including any statutory modification(s) or re-enactment thereof, for the time being in force), Regulation 23 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company’s Policy on “Materiality of Related Party Transactions and also on dealing with Related Party Transactions” and all other applicable laws and regulations, as amended, supplemented or re-enacted from time to time, and pursuant to the consent of the Audit Committee and the consent of the Board of Directors of the Company, the approval of the members of the Company be and is hereby accorded to the Company to enter into contract(s)/ arrangement(s)/transaction(s) with Shri Krishnam Agri Infra (Partnership Firm) Shri Krishnam Logistics (Partnership Firm),The Related Parties of the Company, for Availing warehousing storage services of various Agri commodities as more particularly set out in the explanatory statement for Item No. 7 to this Notice of 46th Annual General Meeting for an amount not exceeding 1,00,00,000 (Rupees One Crore) each for separate concern. Provided that the said

transactions are entered into/ carried out on arm's length basis and on such terms and conditions as may be considered appropriate by the Board of Directors (including any authorised Committee thereof);

RESOLVED FURTHER THAT the Board of Directors of the Company (which includes any Committee of the Board) be and are hereby authorized to do all necessary acts, deeds, things and execute all such documents, undertaking as may be necessary in this regard from time to time to give effect to the above resolution."

8. To approve the material related party transaction limits for borrowing/availing of loans/advances from certain Related Parties.

To consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 188 and other applicable provisions of the Companies Act, 2013 ("Act") read with the applicable rules issued under the Act (including any statutory modification(s) or re-enactment thereof, for the time being in force), Regulation 23 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company's Policy on "Materiality of Related Party Transactions and also on dealing with Related Party Transactions" and all other applicable laws and regulations, as amended, supplemented or re-enacted from time to time, and pursuant to the consent of the Audit Committee and the consent of the Board of Directors of the Company, the approval of the members of the Company be and is hereby accorded to the Company for borrowing/availing of loans/advances, from the Directors, Manglam Foods (Partnership Firm), Jai Trading Co (Proprietorship Firm) and Shri Satguru Agromills Private Limited, The Related Parties of the Company, within the limits approved by the members pursuant to Section 180(1)(c) of the Act in one or more tranches, for an aggregate amount not exceeding ₹200,00,00,000 (Rupees Two hundred crores only) as more particularly set out in the explanatory statement for Item No. 8 to this Notice of 46th Annual General Meeting Provided that the said transactions are entered into/ carried out on arm's length basis and on such terms and conditions as may be considered appropriate by the Board of Directors (including any authorised Committee thereof);

RESOLVED FURTHER THAT the Board of Directors of the Company (which includes any Committee of the Board) be and are hereby authorized to do all necessary acts, deeds, things and execute all such documents, undertaking as may be necessary in this regard from time to time to give effect to the above resolution."

9. To approve the material related party transaction limits for giving loans/advances to certain Related Parties.

To consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 188 and other applicable provisions of the Companies Act, 2013 ("Act") read with the applicable rules issued under the Act (including any statutory modification(s) or re-enactment thereof, for the time being in force), Regulation 23 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company's Policy on "Materiality of Related Party Transactions and also on dealing with Related Party Transactions" and all other applicable laws and regulations, as amended, supplemented or re-enacted from time to time, and pursuant to

the consent of the Audit Committee and the consent of the Board of Directors of the Company, the approval of the members of the Company be and is hereby accorded to the Company for giving loans/advances, to Manglam Foods (Partnership Firm), Jai Trading Co (Proprietorship Firm) and Shri Satguru Agromills Private Limited, The Related Parties of the Company, within the limits approved by the members pursuant to Section 180(1)(c) of the Act in one or more tranches, for an aggregate amount not exceeding `100,00,00,000 (Rupees One hundred crores only) as more particularly set out in the explanatory statement for Item No. 9 to this Notice of 46th Annual General Meeting Provided that the said transactions are entered into/ carried out on arm's length basis and on such terms and conditions as may be considered appropriate by the Board of Directors (including any authorised Committee thereof);

RESOLVED FURTHER THAT the Board of Directors of the Company (which includes any Committee of the Board) be and are hereby authorized to do all necessary acts, deeds, things and execute all such documents, undertaking as may be necessary in this regard from time to time to give effect to the above resolution.”

By order of the Board of Directors

For Manglam Global Corporations Limited

(Formerly known as Kshitij Investments Limited)

Sd/-

CS Nalini Kankani

Company Secretary & Compliance Officer

Membership No.: A55497

Date: 18th August, 2025

NOTES:

1. Explanatory Statement pursuant to Section 102, and any other applicable provisions of the Act, the Rules made thereunder, Listing Regulations and Secretarial Standards on General Meetings (SS-2), setting out material facts and reasons thereof for the proposed resolutions, forming part of the Notice, is annexed herewith.
2. The Board of Directors of the Company ("The Board") at its meeting held on 14th August, 2025 has appointed Ravi Patidar and Associates, Practicing Company Secretaries (Membership No. A55749) to act as "The Scrutinizer" for conducting the E-voting process in accordance with the Act in a fair and transparent manner.
3. Pursuant to General Circulars No.14/2020 dated April 8, 2020, No.17/2020 dated April 13, 2020, No.20/2020 dated May 5, 2020, No. 02/2021 dated January 13, 2021, No. 21/2021 dated December 14, 2021, No. 2/2022 dated May 5, 2022, No. 10/2022 dated December 28, 2022 and No.09/2023 dated September 25, 2023 issued by the Ministry of Corporate Affairs (collectively 'MCA Circulars'), the Company is convening the 46th Annual General Meeting ('AGM') through Video Conferencing ('VC')/Other Audio Visual Means ('OAVM'), without the physical presence of the Members at a common venue. Further, Securities and Exchange Board of India ('SEBI'), vide its Circulars dated May 12, 2020, January 15, 2021, May 13, 2022, January 5, 2023, October 7, 2023 and other applicable circulars issued in this regard (collectively 'SEBI Circulars'), have provided relaxations from compliance with certain provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations').

In accordance with the MCA Circulars, provisions of the Companies Act, 2013 ("the Act") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the AGM of the Company is being held through VC / OAVM. The deemed venue for the AGM shall be the Registered Office of the Company. Members are requested not to visit Corporate Office/ Registered Office to attend the AGM.

4. Generally, a member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself / herself and the proxy need not be a member of the Company. Since this AGM is being held through VC / OAVM, the requirement of physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed hereto. However, the Body Corporates are entitled to appoint their authorised representatives to attend the AGM through VC / OAVM and participate thereat and cast their votes through e-voting.
5. Brief Profile under sub-regulation (3) of Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015 and in terms of Secretarial Standard-2 issued by the Institute of Company Secretaries of India in respect of the Director(s) seeking re-appointment at the 46th Annual General Meeting forms part of this notice.
6. **Book Closure:**
The Register of Members and Share Transfer Books of the Company will remain closed from, Friday, 5th September, 2025 to Thursday, 11th September, 2025 (both days inclusive).
7. As per Regulation 40 of the Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from April 1, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate

all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or Company's Registrar and Transfer Agents - M/s. Purva Shareregistry (India) Private Limited for assistance in this regard.

8. To support the "Green Initiative", Members who have not registered their email addresses are requested to register the same with the Company's Registrar and Share Transfer Agent/their Depository Participants, in respect of shares held in physical/electronic mode, respectively.
9. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/ mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their Depository Participant in case the shares are held in electronic form and to M/s. Purva Shareregistry (India) Private Limited, in case the shares are held in physical form.
10. In case of joint holders attending the AGM, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.
11. Members holding shares in physical form are requested to advise any change of address immediately to the Company's Registrar and Share Transfer Agent. Members holding shares in electronic form must send the advice about change in address to their respective Depository Participant only and not to the Company or the Company's Registrar and Share Transfer Agent.
12. **Updation of Members' Details:**

The format of the Register of Members prescribed by the Ministry of Corporate Affairs under the Act requires the Company/ Registrar and Share Transfer Agent to record additional details of Members, including their PAN details, email address, bank details for payment of dividend, etc. Members holding shares in physical form are requested to submit the details to the Company or to its Registrar and Share Transfer Agent. Members holding shares in electronic form are requested to submit the details to their respective Depository Participant.
13. **Nomination Facility:**

As per the provisions of Section 72 of the Act and Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014, as amended, Members holding shares in physical form may file nomination in the prescribed Form SH-13 with the Company's Registrar and Share Transfer Agent. In respect of shares held in dematerialized form, the nomination form may be filed with the respective Depository Participant.
14. All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection by the Members by writing an e-mail to the ksh.inv.ltd@gmail.com
15. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at <https://manglamglobal.in/>. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE at www.bseindia.com. The AGM Notice is also disseminated on the website of PURVA (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. <https://evoting.purvashare.com>.
16. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.

17. Shareholders present at the AGM through VC/OAVM facility and who have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting facility during the meeting from 4:00 PM (IST) till the expiry of 30 minutes after the AGM is over. Shareholders who have voted through remote e-voting prior to the AGM will be eligible to attend/participate in the AGM through VC/OAVM. However, they will not be eligible to vote again during the meeting.
18. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.
19. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to at least 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

Instructions for Voting through electronics means

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Purva Sharegistry (India) Private Limited (Purva) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by Purva.

The Members may cast their votes through Purva ("Remote E-voting").

THE INSTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING AND E-VOTING DURING AGM/EGM AND JOINING MEETING THROUGH VC/OAVM ARE AS UNDER:

1. The voting period begins on 8th September, 2025 9:00 AM (IST) onwards and ends on 10th September, 2025 5:00 PM (IST) During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date 4th September, 2025 may cast their vote electronically. The e-voting module shall be disabled by Purva for voting thereafter.
2. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
3. Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional Shareholders /retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

4. In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME/PURVA, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at 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 e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-

	Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with NSDL	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS “Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 4) Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.

	NSDL Mobile App is available on  App Store  Google Play   5) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022-23058738 and 22-23058542-43.
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

5. Login method for e-Voting and joining virtual meeting for **shareholders other than individual shareholders holding in Demat form & physical shareholders.**

- a) The shareholders should log on to the e-voting website <https://evoting.purvashare.com>.
- b) Click on “Shareholder/Member” module.
- c) Now enter your User ID
 - For CDSL: 16 digits beneficiary ID,
 - For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- d) If you are holding shares in demat form and had logged on to www.evotingindia.com or www.evoting.nsdl.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- e) If you are a first-time user follow the steps given below:

	For Shareholders holding shares in Demat Form other than individual and Physical Form
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (5).

6. After entering these details appropriately, click on “SUBMIT” tab.
7. Shareholders holding shares in physical form will then directly reach the Company selection screen.
8. For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
9. Click on the EVENT NO. for the relevant <Company Name> on which you choose to vote.
10. On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO/ABSTAIN” for voting. Select the option YES or NO or ABSTAIN as desired. The option YES implies that you assent to the Resolution, option NO implies that you dissent to the Resolution and option ABSTAIN implies that you are not voting either for or against the Resolution.
11. Click on the “NOTICE FILE LINK” if you wish to view the Notice.

12. After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
13. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
14. Facility for Non – Individual Shareholders and Custodians – Remote Voting
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to <https://evoting.purvashare.com> and register themselves in the “Custodians / Mutual Fund” module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to evoting@purvashare.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - Alternatively, Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; ksh.inv.ltd@gmail.com (designated email address by company). if they have voted from individual tab & not uploaded same in the Purva e-voting system for the scrutinizer to verify the same.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the AGM is the same as the instructions mentioned above for Remote e-voting.
2. The link for VC/OAVM to attend the meeting will be available where the EVENT NO. of Company will be displayed after successful login as per the instructions mentioned above for Remote e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM/EGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least **One days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **One days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at (company email id). These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
10. If any Votes are casted by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to Company/RTA email id.
2. For Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the e-Voting System, you can write an email to evoting@purvashare.com or contact at 022-49614132 and 022-49700138.

All grievances connected with the facility for voting by electronic means may be addressed to Ms. Deepali Dhuri, Compliance Officer, Purva Sharegistry (India) Private Limited, Unit No. 9, Shiv Shakti Industrial Estate, J. R. Boricha Marg, Lower Parel (East), Mumbai - 400011 or send an email to evoting@purvashare.com or contact at 022- 022-49614132 and 022-35220056.

GENERAL INSTRUCTIONS:

1. Voting rights shall be reckoned on the paid-up value of shares registered in the name of the Member /beneficial owner as on the cutoff date i.e. 4th September, 2025.
2. The facility for e-voting shall also be available during the AGM. Members who have already cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote at the AGM. Only those Members who attend the AGM and have not cast their votes through remote e-voting and are otherwise not barred from doing so will be allowed to vote through the e-voting facility available at the AGM.

3. Ravi Patidar and Associates, Practicing Company Secretaries (Membership No. A55749) has been appointed as the Scrutinizer to scrutinize the remote e-voting and ensure that the voting process at the AGM is conducted in a fair and transparent manner.
4. The Scrutinizer shall after the conclusion of voting at the AGM, unblock the votes cast through remote voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than forty-eight hours of the conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour/against if any, to the Chairperson or a person authorized in writing, who shall counter sign the same and declare the result of the voting forthwith.
5. The results declared along with the Scrutinizer's Report shall be placed on the website of the Company <https://manglamglobal.in/> and shall also be communicated to BSE Limited.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 AND / OR REGULATION 36(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

As required by Section 102 of the Companies Act, 2013 (the "Act"), and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the following Explanatory Statement sets out all material facts relating to the business mentioned under Items No. 3 to 9 of the accompanying Notice dated August 18th, 2025:

ITEM NO. 3:

Issuance of Equity Shares on preferential basis

The Board of Directors of the Company ("Board") in its meeting held on August 14, 2025 subject to necessary approval(s), have approved the proposal for raising of funds by way of create, offer, issue allot and in one or more tranches upto 68,47,600 Equity Shares of Rs. 10/- each of the Company, at a price of Rs. 10/- (Rupees Ten Only) per Equity Share ("Preferential Allotment Price"), to Promoters and Non – Promoters of the Company being Proposed Allottee as mentioned the item no. 3 of the Notice, in such form and manner and in accordance with the provisions of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("SEBI ICDR Regulations").

As per Companies Act, 2013 and Rules made thereunder (the "Act"), and in accordance with the provisions of the SEBI ICDR Regulations as amended, and on the terms and conditions and formalities as stipulated in the Act and the SEBI ICDR Regulations, the issue of Equity Shares requires approval of the Members by way of a special resolution. The Board therefore, pursuant to the provisions of Sections 23, 42, 62 and other applicable provisions, if any, of the Companies Act, 2013, and Rules framed thereunder including the Companies (Share Capital and Debentures) Rules, 2014 and the Companies (Prospectus and Allotment of Securities) Rules, 2014, as amended, SEBI ICDR Regulations and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, seeks approval of the Members as set out in the item no.3 of the Notice, by way of a special resolution to issue up to 68,47,600 Equity shares of Rs. 10/- each at an issue price of Rs. 10/- (Rupees Ten Only) per Equity Share, aggregating up to Rs. 6,84,76,000/- (Rupees Six Crores Eighty Four Lakhs Seventy Six Thousand Only).

Information required in respect of the proposed issue of Equity Shares, pursuant to the applicable provisions of the Companies Act, 2013, read with applicable rules made thereunder and SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 is as under.

1. Purpose(s) and Object(s) of the Issue and particulars of the offer

(a) Purpose(s) and Object(s) of the Issue:

Subject to applicable laws and regulations, our Company intends to use the Gross Proceeds to Preferential Issue (in whole or part) one or more, or any combination of the following:

- (i) Working Capital requirements of Company, meeting various operational expenditure of the Company including contingencies; - Rs. 6,00,00,000/-
- (ii) General corporate purpose; - Rs. 79,76,000/-
- (iii) Issue related expenses - Rs. 5,00,000/-

The Proceeds are proposed to be deployed towards the purpose set out above and not proposed to be utilized towards any specific project. Accordingly, the requirement to disclose: (i) the break-up of cost of the project, (ii) means of financing such project, and (iii) proposed deployment status of the proceeds at each stage of the project, are not applicable.

The requirement stipulated by BSE Notice No. 20221213-47 dated December 13, 2022 with respect to the additional disclosures for objects of the issue is not applicable as the issue size of the preferential issue is less than Rs. 100 Crore.

We confirm that the above deployment of funds is expected to be completed within the financial years 2025–26 and 2026–27, subject to actual business requirements and other external conditions.

(b) Particulars of the offer:

To issue and allot up to 68,47,600 Equity shares of Rs. 10/- each at an issue price of Rs. 10/- (Rupees Ten Only) per Equity Share, issue at par, aggregating up to Rs. 6,84,76,000 (Rupees Six Crores Eighty Four Lakhs Seventy Six Thousand Only).

2. Kind of Securities: Equity Shares.

3. Maximum number of specified securities to be issued, and the price at which security is being offered:

It is proposed to issue and allot up to 68,47,600 (Six Eight Lakhs Forty Seven Thousand Six Hundred) of Rs. 10/- (Rupees Ten Only) each of the Company at an issue price of Rs. 10/- (Rupees Ten Only) per Equity Share (issue at par) ('Preferential Allotment Price'), aggregating to Rs. 6,84,76,000/- (Rupees Six Crores Eighty Four Lakhs Seventy Six Thousand Only), on a preferential basis to the proposed allottee(s).

Further the Preferential Allotment Price is not less than the minimum price determined in accordance with the provisions of Chapter V of the SEBI ICDR Regulations.

4. Date of passing Board Resolution: August 14, 2025.

5. Amount which the Company intends to raise by way of such issue of securities:

Up to Rs. 6,84,76,000/- (Rupees Six Crores Eighty Four Lakhs Seventy Six Thousand Only).

6. Intent of the promoters, directors, key managerial personnel or senior management of the issuer to subscribe to the offer; Contribution being made by the promoters or directors either as part of the offer or separately in furtherance of objects:

None of the Promoters, Directors, Key Managerial Personnel or senior management of the Company intends to subscribe to any of the Shares proposed to be issued under the preferential issue except below mentioned:

Sr. No.	Name	Category	Designation	Equity shares to be allotted
1	Rahul Agrawal	Promoter	Managing Director	23,35,000
2	Rohit Agrawal	Promoter	Director	23,35,000

7. Basis or justification for the price (including premium, if any) at which the offer or invitation is being made; Basis on which the price has been arrived, along with the report of the registered valuer and name and address of the valuer who performed valuation:

Since the Company is a listed entity, price is in accordance with the provisions SEBI ICDR Regulations. The issue price of Rs. 10/- per equity share at par the price which is not less than the price determined in accordance with Regulation 165 of SEBI ICDR Regulations.

The above is determined pursuant to valuation report from Mr. Bhavesh M Rathod, Registered Valuer with IBBI Registration No. IBBI/RV/06/2019/10708 ('Independent Valuer'), in accordance with Regulation 165 of the SEBI (ICDR) Regulations, 2018 as amended and The Companies Act, 2013. Report of Mr. Bhavesh M Rathod, Registered Valuer with IBBI Registration No. IBBI/RV/06/2019/10708 ('Independent Valuer') is available on our website of the Company i.e. <https://www.manglamglobal.in/investor-relations.html>

Name and Address of Registered Valuer:

Mr. Bhavesh M Rathod,

Office No. 515, 5th Floor, Dimple Arcade, Behind Sai Dham Temple, Thakur Complex, Kandivali East, Mumbai, Maharashtra – 400101

8. Pricing of Preferential Issue

The Equity Shares of the Company are listed on the BSE Limited. There is infrequent trading of Shares of the Company on BSE Limited. In terms of Regulation 165 of the SEBI ICDR Regulations where the shares are not frequently traded, the price determined by the Issuer shall take into account valuation parameters including book value and such other parameters as are customary for valuation of shares of such Company.

The above is determined pursuant to valuation report from Mr. Bhavesh M Rathod, Registered Valuer with IBBI Registration No. IBBI/RV/06/2019/10708 ('Independent Valuer'), in accordance with Regulation 165 of the SEBI (ICDR) Regulations, 2018 as amended and The Companies Act, 2013. Report of Mr. Bhavesh M Rathod, Registered Valuer with IBBI Registration No. IBBI/RV/06/2019/10708 ('Independent Valuer') is available on website of the Company i.e. <https://www.manglamglobal.in/investor-relations.html>. The present issue price is fixed at Rs. 10/- (Rupees Ten Only) per Equity Share.

9. Method of determination of price as per the Articles of Association of the Company – Not applicable as the Articles of Association of the Company is silent on the determination of a floor price/ minimum price of the shares proposed to be issued on preferential basis.

Accordingly, each equity share of the face value of Rs. 10/- is issued at a price of Rs. 10/- Per share as determined in accordance with The Companies Act, 2013 and Chapter V of SEBI ICDR Regulations on preferential allotment basis.

10. Relevant Date with reference to which the price has been arrived at:

The Relevant Date, in accordance with SEBI ICDR Regulations is fixed, as August 12, 2025.

11. The number of persons to whom allotment on preferential basis have already been made during the year, in terms of number of securities and as well as price:

The Company has not made any preferential allotment during the year.

12. Shareholding Pattern of the issuer before and after the preferential issue:

Sr. No.	Category	Pre-issue No. of shares held	% of Shareholding	Post Issue No. of shares held	% of Shareholding
A	Promoters Holding				
1	Indian				
	Individuals	19,24,000	61.03	65,94,000	65.94
	Bodies Corporate	53,540	1.70	53,540	0.54
	Sub Total	19,77,540	62.73	66,47,540	66.48
2	Foreign Promoters	0	0.00	0	0.00
	Sub Total (A)	19,77,540	62.73	66,47,540	66.48
B	Non-promoters' holding				
1	Institutional investors	0	0.00	0	0.00
2	Non-institution				
	Private Bodies Corporate	50	0.00	50	0.00
	Indian public	1174810	37.27	33,52,410	33.52
	others (including NRIs)	0	0.00	0	0.00
	Sub Total (B)	11,74,860	37.27	33,52,460	33.52
	Grand Total	31,52,400	100.00	1,00,00,000	100.00

Note: The pre preferential Issue shareholding pattern as on the 30th June, 2025.

13. Proposed time frame within which the issue or allotment shall be completed:

Pursuant to the requirements of SEBI ICDR Regulations, the Company shall complete the allotment of equity shares of the Company to the proposed allottees on or before the expiry of 15 days (fifteen days) from the date of passing of Special Resolution by the members of the Company. Provided that where the issue and allotment of the shares is pending on account of any approval or permission for such issue and allotment by any regulatory authority, the issue and allotment shall

be completed within a period of 15 (fifteen) days from the date of receipt of last of such approvals or permissions.

14. Lock-in period:

The proposed allotment shall be subject to a lock-in, as per the requirements of SEBI ICDR Regulations.

16. Listing of the proposed shares

The Company shall make an application to BSE Limited, on which the existing equity shares of the Company are listed, for listing of the proposed shares. The proposed shares, once allotted, shall rank *pari passu* with the existing equity shares of the Company in all respects.

17. Certificate of Practicing Company Secretary:

The certificate from, Ravi Patidar, the Practicing Company Secretary, certifying that the Preferential Allotment is being made in accordance with the requirements contained in the SEBI ICDR Regulations, is hosted on the Company's website i.e <https://www.manglamglobal.in/investor-relations.html>

18. Identity of proposed allottees (including natural persons who are the ultimate beneficial owners of equity shares proposed to be allotted and/ or who ultimately control), the percentage (%) of Post Preferential Issue Capital that may be held by them and Change in Control, if any, consequent to the Preferential issue and the Current and proposed status of the allottee(s) post preferential issues namely, promoter or non-promoter:

Sl. No.	Name of the proposed allottees	Name of the natural persons who are the ultimate beneficial owners	Pre-issue Category	Post-issue Category	Pre issue Shareholding		No. of Equity Shares to be allotted	Post issue	
					No of share	% of the pre-Capital		No of share	% of the post Capital
1.	Rahul Agrawal	Not Applicable	Promoter	Promoter	9,62,000	30.52	23,35,000	32,97,000	32.97
2.	Rohit Agrawal	Not Applicable	Promoter	Promoter	9,62,000	30.52	23,35,000	32,97,000	32.97
3.	Udit Agrawal	Not Applicable	Non - Promoter	Non - Promoter	0	0.00	50,000	50,000	0.50
4.	Pankaj Kumar Agrawal	Not Applicable	Non - Promoter	Non - Promoter	0	0.00	1,00,000	1,00,000	1.00
5.	Sangita Agrawal	Not Applicable	Non - Promoter	Non - Promoter	0	0.00	50,000	50,000	0.50
6.	Sejal Agrawal	Not Applicable	Non - Promoter	Non - Promoter	0	0.00	50,000	50,000	0.50

7.	Vishal Agrawal	Not Applicable	Non - Promoter	Non - Promoter	0	0.00	1,00,000	1,00,000	1.00
8.	Geeta Agrawal	Not Applicable	Non - Promoter	Non - Promoter	0	0.00	1,00,000	1,00,000	1.00
9.	Chayan Agrawal	Not Applicable	Non - Promoter	Non - Promoter	0	0.00	1,00,000	1,00,000	1.00
10.	Vikrant Agrawal	Not Applicable	Non - Promoter	Non - Promoter	0	0.00	1,00,000	1,00,000	1.00
11.	Sonali Agrawal	Not Applicable	Non - Promoter	Non - Promoter	0	0.00	50,000	50,000	0.50
12.	Atul Kumar Agrawal	Not Applicable	Non - Promoter	Non - Promoter	0	0.00	50,000	50,000	0.50
13.	Seema Agrawal	Not Applicable	Non - Promoter	Non - Promoter	0	0.00	50,000	50,000	0.50
14.	Ansh Agrawal	Not Applicable	Non - Promoter	Non - Promoter	75,000	2.38	1,10,000	1,85,000	1.85
15.	Rakesh Kumar Agrawal	Not Applicable	Non - Promoter	Non - Promoter	0	0.00	1,10,000	1,10,000	1.10
16.	Ranjeeta Agrawal	Not Applicable	Non - Promoter	Non - Promoter	0	0.00	1,10,000	1,10,000	1.10
17.	Neeraj Sahu	Not Applicable	Non - Promoter	Non - Promoter	0	0.00	1,00,000	1,00,000	1.00
18.	Vinay Agrawal	Not Applicable	Non - Promoter	Non - Promoter	0	0.00	1,50,000	1,50,000	1.50
19.	Yogesh Kumar Agrawal	Not Applicable	Non - Promoter	Non - Promoter	0	0.00	85,000	85,000	0.85
20.	Rekha Agrawal	Not Applicable	Non - Promoter	Non - Promoter	0	0.00	1,30,000	1,30,000	1.30
21.	Akarsh Agrawal	Not Applicable	Non - Promoter	Non - Promoter	0	0.00	1,30,000	1,30,000	1.30
22.	Manoj Agrawal	Not Applicable	Non - Promoter	Non - Promoter	0	0.00	1,50,000	1,50,000	1.50
23.	Amit Agrawal	Not Applicable	Non - Promoter	Non - Promoter	0	0.00	85,000	85,000	0.85
24.	Abhishek Agrawal	Not Applicable	Non - Promoter	Non - Promoter	0	0.00	82,600	82,600	0.83

25.	Shubham Agrawal	Not Applicable	Non - Promoter	Non - Promoter	90,000	2.85	1,35,000	2,25,000	2.25
Total					20,89,000	66.27	68,47,600	89,36,600.00	89.37

Further, there shall be no change in the management or control of the Company pursuant to the aforesaid issue and allotment of Equity Shares.

19. The price or price band at/within which the allotment is proposed:

The price per equity share, to be issued, is fixed at Rs. 10/- (Rupees Ten Only) which consists of Rs. 10/- (Rupees Ten Only) as face value.

20. Material terms of raising such securities:

The Equity Shares are being issued on a preferential basis for a consideration in cash at an issue price of Rs. 10/- each in accordance with provisions of The Companies Act, 2013 and SEBI ICDR Regulations to the Proposed Allottee.

The proposed shares, once allotted, shall rank *pari passu* with the existing equity shares of the Company in all respects.

21. Principle terms of assets charged as securities:

Not Applicable

22. The justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer.

Not Applicable

23. Other Disclosures/ Undertakings

- (a) None of the Company, its Promoters and Directors of the Company are categorized as wilful defaulters by any bank(s) or financial institution(s) or any consortium thereof, in accordance with the guidelines on wilful defaulters, issued by the Reserve Bank of India. Consequently, the disclosures required under Regulation 163(1)(i) of SEBI ICDR Regulations.
- (b) The proposed allottees, issuer, its promoter and directors, have not been declared as wilful defaulter or a fraudulent borrower as per RBI Circular Ref. No. RBI/2015-16/100 DBR.No.CID.BC.22/20.16.003/2015-16 dated 1 July 2015 by the banks.
- (c) The proposed allottees have not been, directly or indirectly, debarred from accessing the capital market or have been restrained by any regulatory authority from, directly or indirectly, acquiring the said securities.
- (d) None of the Promoters or Directors of the Company is a fugitive economic offender as defined under section 12 of the Fugitive Economic Offenders Act, 2018.
- (e) Neither the Company nor any of its Promoters or Directors is a fraudulent borrower;
- (f) Issuer, proposed allottees do not have direct or indirect relation with the companies, its promoters and whole-time directors, which are compulsorily delisted by any recognized stock exchange.
- (g) The proposed allottees have confirmed that they have not sold any equity share of the Company during the 90 trading days preceding the Relevant Date.

- (h) Since the Company's equity shares are listed on BSE Limited for a period of more than 90 trading days prior to the Relevant Date, the Company is neither required to re-compute the price, nor is required to submit an undertaking as specified under applicable provisions of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018.
- (i) There is no outstanding due to Securities Exchanges Board of India, the stock exchange or the depositories.
- (j) The Company is in compliance with the conditions for continuous listing of equity shares, as specified in the listing agreement with BSE Limited, where the equity shares of the issuer are listed, and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), 2015, as amended, and any circular or notification issued by the Board thereunder; and is eligible to make the preferential issue under Chapter V of the SEBI ICDR Regulations.
- (k) The Company has obtained Permanent Account Numbers of the proposed allottees;
- (l) The preferential issue of securities is being made in strict compliance with the provisions of SEBI (ICDR) Regulations, 2018 and the amendments, thereof, pertaining to conditions for preferential issue.
- (m) The proposed preferential issue is not ultra vires to the provisions of Articles of Association of the issuer.

If the Company was required to re-compute the price then it would have undertaken such re-computation, and if the amount payable on account of the re-computation of price was not paid by the proposed allottees within the time stipulated in the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, the equity shares proposed to be issued under this resolution would have been continued to be locked-in till the time such amount would have been paid by the proposed allottees.

The Board of Directors recommend passing of **Special Resolution** as set out in **Item No. 3** of the accompanying notice relating to the issue and allotment of equity shares on a preferential basis.

Except Mr. Rahul Agrawal (Managing Director and Promoter), Mr. Rohit Agrawal (Director and Promoter), none of the directors, key managerial personnel of the Company and their relatives has any concern or interest, financial or otherwise, in the proposed resolution except to the extent of their shareholdings, if any, in the Company and/or to the extent of subscription by a company / body corporate in which the director / key managerial personnel, or his / her relative may be directly or indirectly interested.

For Item Nos. 4, 5,6,7,8,9 :

The provisions of the SEBI Listing Regulations, as amended by the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Sixth Amendment) Regulations, 2021, effective April 1, 2022, mandates prior approval of members by means of an ordinary resolution for all material related party transactions and subsequent material modifications as defined by the audit committee, even if such transactions are in the ordinary course of business of the concerned company and at an arm's length basis. Effective from April 1, 2022, a transaction with a related party shall be considered as material if the transaction(s) to be entered into, either individually or taken together with previous transactions during a financial year, whether directly and/or through its subsidiary(ies), exceed(s) ₹ 1,000 crore, or 10% of the annual consolidated turnover as per the last audited financial statements of the listed entity, whichever is lower.

The Company proposes to enter into certain related party transaction(s) as mentioned below, on mutually agreed terms and conditions, and the aggregate of such transaction(s), are expected to cross the applicable materiality thresholds as mentioned above. Accordingly, as per the SEBI Listing Regulations, prior approval of the Members is being sought for all such arrangements / transactions proposed to be undertaken by the Company. All the said transactions shall be in the ordinary course of business of the Company and on an arm's length basis.

The Audit Committee has, on the basis of relevant details provided by the management, as required by the law, at its meeting held on 14th August, 2025, reviewed and approved the said transaction(s), subject to approval of the Members, while noting that such transaction shall be on arms' length basis and in the ordinary course of business of the Company.

Your Board of Directors considered the same and recommends passing of the resolutions contained in Item Nos. 4, 5,6,7,8,9 of this Notice.

Information required under Regulation 23 of SEBI Listing Regulations read with SEBI Circular dated November 22, 2021 is provided herein below:

For Resolution Item No. 4

SN	Particulars	Details
1	Name of the related party and its relationship with the listed entity or its subsidiary, including nature of its concern or interest (financial or otherwise)	1. Manglam Foods (Partnership Firm of Promoters), 2. Jai Trading Co (Promoters Father is Proprietor Concern) and 3. Shri Satguru Agromills Private Limited (promoters are director and share holder)
2	Type, tenure, material terms and particulars	Act as a purchaser of various Agri commodities for the Related Parties mentioned as above to earn commission/ brokerage. Material terms and conditions are based on the contracts which inter alia include the rates based on prevailing/ extant market conditions and commercial terms as on the date of entering into the contract(s). Approval of the shareholders is being sought for entering into an agreement for transaction.
3	Value of the transaction	Upto 10 Crores each for separate concern.
4	If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary:	Not Applicable
	i) details of the source of funds in connection with the proposed transaction;	Not Applicable

	where any financial indebtedness is incurred to make or give loans, inter-corporate deposits, advances or investments, nature of indebtedness; cost of funds; and tenure;	Not Applicable
	iii) applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security; and	Not Applicable
	iv) the purpose for which the funds will be utilised by the ultimate beneficiary of such funds pursuant to the RPT	Not Applicable
5	Justification as to why the RPT is in the interest of the listed entity	The related party has longstanding expertise, infrastructure, and resources aligned with the Company's operations, ensuring efficiency and continuity of services. Accordingly, the Audit Committee/Board believes that the RPT is fair, reasonable, and in the interest of the listed entity and its stakeholders.
6	Any valuation or other external report relied upon by the listed entity in relation to the transactions	Not Applicable
7	Any other information that may be relevant	All relevant / important information forms part of this Statement setting out material facts pursuant to Section 102(1) of the Companies Act, 2013

For Resolution Item No. 5

SN	Particulars	Details
1	Name of the related party and its relationship with the listed entity or its subsidiary, including nature of its concern or interest (financial or otherwise)	1. Manglam Foods (Partnership Firm of Promoters), 2. Jai Trading Co (Promoters Father is Proprietor Concern) and 3. Shri Satguru Agromills Private Limited (promoters are director and share holder)
2	Type, tenure, material terms and particulars	The Company proposes to Sale of various Agri commodities Material terms and conditions are based on the contracts which inter alia include the rates based on prevailing / extant market conditions and commercial terms as on the date of entering into the contract(s). Approval of the shareholders is being sought for entering into an agreement for transaction.
3	Value of the transaction	Upto 100 Crores each for separate concern.

4	If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary:	Not Applicable
	i) details of the source of funds in connection with the proposed transaction;	Not Applicable
	where any financial indebtedness is incurred to make or give loans, inter-corporate deposits, advances or investments, nature of indebtedness; cost of funds; and tenure;	Not Applicable
	iii) applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security; and	Not Applicable
	iv) the purpose for which the funds will be utilised by the ultimate beneficiary of such funds pursuant to the RPT	Not Applicable
6	Justification as to why the RPT is in the interest of the listed entity	The related party has longstanding expertise, infrastructure, and resources aligned with the Company's operations, ensuring efficiency and continuity of services. Accordingly, the Audit Committee/Board believes that the RPT is fair, reasonable, and in the interest of the listed entity and its stakeholders.
7	Any valuation or other external report relied upon by the listed entity in relation to the transactions	Not Applicable
8	Any other information that may be relevant	All relevant / important information forms part of this Statement setting out material facts pursuant to Section 102(1) of the Companies Act, 2013

For Resolution Item No. 6

SN	Particulars	Details
1	Name of the related party and its relationship with the listed entity or its subsidiary, including nature of its concern or interest (financial or otherwise)	1. Manglam Foods (Partnership Firm of Promoters), 2. Jai Trading Co (Promoters Father is Proprietor Concern) and 3. Shri Satguru Agromills Private Limited (promoters are director and share holder)

2	Type, tenure, material terms and particulars	Availing/Rendering of manufacturing/ processing services as more particularly set out in the explanatory statement by Procurement of marketable processed final good after getting manufacturerd/ processed various Agri commodities from the related Parties mentioned above and give them the cost of manufacturing / Processing fees. Material terms and conditions are based on the contracts which inter alia include the rates based on prevailing / extant market conditions and commercial terms as on the date of entering into the contract(s). Approval of the shareholders is being sought for entering into an agreement for transaction.
3	Value of the transaction	Upto 10 Crores each for separate concern.
4	If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary:	Not Applicable
	i) details of the source of funds in connection with the proposed transaction;	Not Applicable
	where any financial indebtedness is incurred to make or give loans, inter-corporate deposits, advances or investments, nature of indebtedness; cost of funds; and tenure;	Not Applicable
	iii) applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security; and	Not Applicable
	iv) the purpose for which the funds will be utilised by the ultimate beneficiary of such funds pursuant to the RPT	Not Applicable
6	Justification as to why the RPT is in the interest of the listed entity	The related party has longstanding expertise, infrastructure, and resources aligned with the Company's operations, ensuring efficiency and continuity of services. Accordingly, the Audit Committee/Board believes that the RPT is fair, reasonable, and in the interest of the listed entity and its stakeholders.
7	Any valuation or other external report relied upon by the listed entity in relation to the transactions	Not Applicable

8	Any other information that may be relevant	All relevant / important information forms part of this Statement setting out material facts pursuant to Section 102(1) of the Companies Act, 2013
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Resolution Item No. 7

SN	Particulars	Details
1	Name of the related party and its relationship with the listed entity or its subsidiary, including nature of its concern or interest (financial or otherwise)	1. Shri Krishnam Agri Infra (Partnership Firm) (Promoters wife and mother are Partners) 2. Shri Krishnam Logistics (Partnership Firm) (Promoters wife holding 50%)
2	Type, tenure, material terms and particulars	Availing warehousing storage services of various Agri commodities Material terms and conditions are based on the contracts which inter alia include the rates based on prevailing / extant market conditions and commercial terms as on the date of entering into the contract(s). Approval of the shareholders is being sought for entering into an agreement for transaction.
3	Value of the transaction	Upto 1 Crores each for separate concern.
4	If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary:	Not Applicable
	i) details of the source of funds in connection with the proposed transaction;	Not Applicable
	where any financial indebtedness is incurred to make or give loans, inter-corporate deposits, advances or investments, nature of indebtedness; cost of funds; and tenure;	Not Applicable
	iii) applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security; and	Not Applicable
	iv) the purpose for which the funds will be utilised by the ultimate beneficiary of such funds pursuant to the RPT	Not Applicable
6	Justification as to why the RPT is in the interest of the listed entity	The related party has longstanding expertise, infrastructure, and resources aligned with the Company's operations, ensuring efficiency and continuity of services. Accordingly, the Audit Committee/Board believes that the RPT is fair, reasonable, and in the interest of the listed entity and its stakeholders.

7	Any valuation or other external report relied upon by the listed entity in relation to the transactions	Not Applicable
8	Any other information that may be relevant	All relevant / important information forms part of this Statement setting out material facts pursuant to Section 102(1) of the Companies Act, 2013

Resolution Item No. 8:

SN	Particulars	Details
1	Name of the related party and its relationship with the listed entity or its subsidiary, including nature of its concern or interest (financial or otherwise)	1. Directors of the Company. 2. Manglam Foods (Partnership Firm of Promoters), 3. Jai Trading Co (Promoters Father is Proprietor Concern) and 4. Shri Satguru Agromills Private Limited (promoters are director and share holder)
2	Type, tenure, material terms and particulars	Borrowing/availing of loans/advances, within the limits approved by the members pursuant to Section 180(1)(c) of the Act in one or more tranches Material terms and conditions are based on the contracts which inter alia include the rates based on prevailing / extant market conditions and commercial terms as on the date of entering into the contract(s). Approval of the shareholders is being sought for entering into an agreement for transaction.
3	Value of the transaction	Upto 200,00,00,000 (Rupees Two hundred crores only)
4	If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary:	-
	i) details of the source of funds in connection with the proposed transaction;	The Company does borrow from banks and/ or financial institutions, in compliance with provisions of applicable laws, in its normal course of business, however such borrowings have certain standard restrictive covenants due to which immediate release of funds by the banks/ financial institutions sometimes takes longer than expected. Accordingly, to ensure continuity of working capital for operations of the Company, it is proposed to keep the option of availing borrowings from the promoter companies of the Company, in normal course of its business and on arms' length basis, subject to the willingness of the promoter companies.

	(ii) where any financial indebtedness is incurred to make or give loans, inter-corporate deposits, advances or investments, nature of indebtedness; cost of funds; and tenure;	As per the Contract or agreement. Subject to the approval of Board of Directors and in accordance with the SEBI (LODR) Regulations, 2015, and the Company's RPT Policy
	iii) applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security; and	As per the Contract or agreement Subject to the approval of Board of Directors and in accordance with the SEBI (LODR) Regulations, 2015, and the Company's RPT Policy
	iv) the purpose for which the funds will be utilised by the ultimate beneficiary of such funds pursuant to the RPT	Working Capital Requirement
6	Justification as to why the RPT is in the interest of the listed entity	The loan arrangement provides the Company with timely access to funds, ensuring smooth working capital management and meeting operational/business requirements without interruption. Accordingly, the Audit Committee/Board believes that the RPT is fair, reasonable, and in the interest of the listed entity and its stakeholders.
7	Any valuation or other external report relied upon by the listed entity in relation to the transactions	Not Applicable
8	Any other information that may be relevant	All relevant / important information forms part of this Statement setting out material facts pursuant to Section 102(1) of the Companies Act, 2013

Resolution Item No. 9:

SN	Particulars	Details
1	Name of the related party and its relationship with the listed entity or its subsidiary, including nature of its concern or interest (financial or otherwise)	1. Directors of the Company. 2. Manglam Foods (Partnership Firm of Promoters), 3. Jai Trading Co (Promoters Father is Proprietor Concern) and 4. Shri Satguru Agromills Private Limited (promoters are director and share holder)
2	Type, tenure, material terms and particulars	giving loans/advances, within the limits approved by the members pursuant to Section 180(1)(c) of the Act in one or more tranches. Material terms and conditions are based on the contracts which inter alia include the rates based on prevailing/ extant market conditions and commercial terms as on the date of entering into the contract(s). Approval of the shareholders is being sought for entering into an agreement for transaction.

3	Value of the transaction	Upto 100,00,00,000 (Rupees One hundred crores only).
4	If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary:	-
	i) details of the source of funds in connection with the proposed transaction;	Not Applicable
	where any financial indebtedness is incurred to make or give loans, inter-corporate deposits, advances or investments, nature of indebtedness; cost of funds; and tenure;	As per the Contract or agreement Subject to the approval of Board of Directors and in accordance with the SEBI (LODR) Regulations, 2015, and the Company's RPT Policy
	iii) applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security; and	As per the Contract or agreement Subject to the approval of Board of Directors and in accordance with the SEBI (LODR) Regulations, 2015, and the Company's RPT Policy
	iv) the purpose for which the funds will be utilised by the ultimate beneficiary of such funds pursuant to the RPT	Not Applicable
5	Justification as to why the RPT is in the interest of the listed entity	The related party has longstanding expertise, infrastructure, and resources aligned with the Company's operations, ensuring efficiency and continuity of services. Accordingly, the Audit Committee/Board believes that the RPT is fair, reasonable, and in the interest of the listed entity and its stakeholders.
6	Any valuation or other external report relied upon by the listed entity in relation to the transactions	Not Applicable
7	Any other information that may be relevant	All relevant / important information forms part of this Statement setting out material facts pursuant to Section 102(1) of the Companies Act, 2013

Additional Information on Directors recommended for appointment/re-appointment as required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

● **Brief Profile of Director being re-appointed in the AGM**

Name of Director	Rahul Agrawal
Date of Appointment	29/05/2024
DIN	06532413

Brief Profile	He has pursued MBA from Sinhgad Institute of Management Pune, He commands a great skill in Business Management and looks into the overall management / operations of the Business. Also he is having experience of more than 10 years in the business of Food and Agro Processing products.
Disclosure of relationships between Directors	Brother of Rohit Agrawal and Uncle of Aman Agrawal
Person not debarred from holding office as Director pursuant to SEBI Order	Not debarred from holding office as Director pursuant to SEBI Order or any other Authority
Name of Listed entities in which the directorships are held	Manglam Global Corporations Limited (Formerly known as Kshitij Investments Limited)
Membership/Chairmanship of Committees of other companies	NIL
No. of equity shares held in the Company	9,62,000 Fully paid Equity Shares
Name of Listed Entities from which resigned in the past three (3) years	NIL

by order of the Board of Directors

For Manglam Global Corporations Limited

(Formerly known as Kshitij Investments Limited)

Sd/-

CS Nalini Kankani

Company Secretary & Compliance Officer

Membership No.: A55497

Date: 18th August, 2025