

MONARCH NETWORK TRUSTEE PRIVATE LIMITED

CIN: U66190MH2025PTC457977

Registered Office: 901/902 Atlanta Centre, Sonawala Rd, Opp Udyog B, Goregaon East, Mumbai- 400063

E-Mail: Trustee.compliance@mnclgroup.com Tel No. 022-62021600

NOTICE OF 01st ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE 01st ANNUAL GENERAL MEETING OF THE MEMBERS OF MONARCH NETWORK TRUSTEE PRIVATE LIMITED WILL BE HELD ON WEDNESDAY, 23rd SEPTEMBER, 2026 AT 02:00 P.M. AT 804, NAMAN CENTRE, 08TH FLOOR, G-BLOCK, PLOT NO C-31 & C-32, BANDRA KURLA COMPLEX, BANDRA (EAST), MUMBAI - 400051 to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2026 and the Profit and Loss Account for the year ended on that date and the reports of the Board of Directors and Auditors thereon.
2. To consider and approve re-appointment of M/s. M S K A & Associates LLP, Chartered Accountants (Firm Registration No. 105047W/W100047) as Statutory Auditors of the Company to hold office from the conclusion of the first AGM till the conclusion of the sixth AGM of the Company.

SPECIAL BUSINESS

3. Appointment of Mr. Rajeev Lal as Independent Director

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

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule IV thereto and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), and subject to such approvals, consents and permissions as may be required, approval of the Members of the Company be and is hereby accorded for the appointment of Mr. Rajeev Lal (DIN: 09492221), who was appointed as an Additional Director in the capacity of Independent Director by the Board of Directors, as an Independent Director of the Company, not liable to retire by rotation, for a term of five (5) consecutive years with effect from 24th November, 2025.

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof) be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary or expedient to give effect to this resolution including filing of necessary forms with the Registrar of Companies and making all requisite statutory disclosures.”

4. Appointment of Mr. Sandip Parekh (DIN: 00030990) as Independent Director

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

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule IV thereto and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), and subject to such approvals,

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consents and permissions as may be required, approval of the Members of the Company be and is hereby accorded for the appointment of Mr. Sandip Parekh (DIN : 00030990), who was appointed as an Additional Director in the capacity of Independent Director by the Board of Directors, as an Independent Director of the Company, not liable to retire by rotation, for a term of five (5) consecutive years with effect from 24th November, 2025.

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof) be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary or expedient to give effect to this resolution, including filing of necessary forms with the Registrar of Companies and making all requisite statutory disclosures.”

5. Appointment of Mr. Dharendra J. Mehta (DIN: 08701267) as Independent Director

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

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule IV thereto and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), and subject to such approvals, consents and permissions as may be required, approval of the Members of the Company be and is hereby accorded for the appointment of Mr. Dharendra J. Mehta (DIN : 08701267, who was appointed as an Additional Director in the capacity of Independent Director by the Board of Directors, as an Independent Director of the Company, not liable to retire by rotation, for a term of five (5) consecutive years with effect from 24th November, 2025.

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof) be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary or expedient to give effect to this resolution, including filing of necessary forms with the Registrar of Companies and making all requisite statutory disclosures.”

By Order of the Board

For MONARCH NETWORTH TRUSTEE PRIVATE LIMITED

Sd/-

Shailen Shah

Director

DIN: 01569241

Date: 14th May, 2026

Place: Mumbai

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EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013, setting out the material facts concerning the special business to be transacted under item No. 3, 4 and 5 at Annual General Meeting (“AGM”) is annexed hereto.

Item No. 3:- Appointment of Mr. Rajeev Lal as Independent Director

Mr. Rajeev Lal (DIN: 09492221) was appointed by the Board of Directors as an Additional Director in the capacity of Independent Director with effect from 24th November, 2025. In terms of Section 161 of the Companies Act, 2013, he holds office up to the date of the ensuing Annual General Meeting.

The Company has received consent from Mr. Rajeev Lal (DIN: 09492221) to act as Director in Form DIR-2 along with a declaration confirming that he meets the criteria of independence under Section 149(6) of the Companies Act, 2013 and is not disqualified from being appointed as a Director.

The Board of Directors recommends his appointment as an Independent Director for a term of five consecutive years, not liable to retire by rotation, considering his expertise, experience, and contribution to strengthening the governance framework of the Company.

The Company has received:

- consent in writing to act as Director in Form DIR-2;
- declaration confirming that he/she meets the criteria of independence under Section 149(6) of the Companies Act, 2013 and
- notice under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director.

In the opinion of the Board, Mr. Rajeev Lal (DIN: 09492221) fulfills the conditions specified under the Companies Act, 2013 for appointment as an Independent Director and is independent of the management.

None of the Directors, Key Managerial Personnel of the Company or their relatives is concerned or interested in the resolution, except to the extent of their shareholding, if any, in the Company

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Item No. 4:- Appointment of Mr. Sandeep Parikh as Independent Director

Mr. Sandeep Parikh (DIN: 00030990) was appointed by the Board of Directors as an Additional Director in the capacity of Independent Director with effect from 24th November, 2025. In terms of Section 161 of the Companies Act, 2013, he holds office up to the date of the ensuing Annual General Meeting.

The Company has received consent from Mr. Sandeep Parikh (DIN: 00030990) to act as Director in Form DIR-2 along with a declaration confirming that he meets the criteria of independence under Section 149(6) of the Companies Act, 2013 and is not disqualified from being appointed as a Director.

The Board of Directors recommends his appointment as an Independent Director for a term of five consecutive years, not liable to retire by rotation, considering his expertise, experience, and contribution to strengthening the governance framework of the Company.

The Company has received:

- consent in writing to act as Director in Form DIR-2;
- declaration confirming that he/she meets the criteria of independence under Section 149(6) of the Companies Act, 2013 and
- notice under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director.

In the opinion of the Board, Mr. Sandeep Parikh (DIN: 00030990) fulfills the conditions specified under the Companies Act, 2013 for appointment as an Independent Director and is independent of the management.

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

Item No. 5:- Appointment of Mr. Dharendra J. Mehta as Independent Director

Mr. Dharendra J. Mehta (DIN: 08701267) was appointed by the Board of Directors as an Additional Director in the capacity of Independent Director with effect from 24th November, 2025. In terms of Section 161 of the Companies Act, 2013, he holds office up to the date of the ensuing Annual General Meeting.

The Company has received from him consent to act as Director in Form DIR-2 along with a declaration confirming that he meets the criteria of independence under Section 149(6) of the Companies Act, 2013 and is not disqualified from being appointed as a Director under the Companies Act, 2013.

The Board of Directors recommends his appointment as an Independent Director for a term of five (5) consecutive years, not liable to retire by rotation, considering his expertise, experience, and contribution to strengthening the governance framework of the Company.

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The Company has received:

- consent in writing to act as Director in Form DIR-2;
- declaration confirming that he/she meets the criteria of independence under Section 149(6) of the Companies Act, 2013 and
- notice under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director.

In the opinion of the Board, Mr. Dharendra J. Mehta (DIN: 08701267) the conditions specified under the Companies Act, 2013 for appointment as an Independent Director and is independent of the management.

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

By Order of the Board

For MONARCH NETWORTH TRUSTEE PRIVATE LIMITED

Sd/-

Shailen Shah

Director

DIN: 01569241

Date: 14/05/2026

Place: Mumbai

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NOTES:

- 1 A member entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of himself/herself and a proxy need not be a member.
- 2 The instrument appointing proxy should, however, be deposited at the Registered Office of the Company not less than 48 hours before the commencement of the meeting.
- 3 A person can act as a proxy on behalf of Members not exceeding 50 and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A Member holding more than ten percent of total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
- 4 Corporate Members intending to send their authorized representatives to attend the Annual General Meeting (AGM) are requested to send a duly certified copy of their Board Resolution authorizing their representatives to attend and vote at the AGM.
- 5 In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
- 6 Members/proxies/Authorized Representatives should bring the enclosed attendance slip, duly filled in, for attending the Meeting.
- 7 Members are requested to send all communication relating to shares, change of address, etc. to The Company Secretary at the registered office of the Company or by email to: trustee.compliance@monarchamc.in
- 8 The requisite Statutory Registers such as Register of Directors and Key Managerial Personnel, the Register of contracts or arrangements in which the Directors are interested and relevant documents are open for inspection by the members at the Registered Office of the Company on all working days, except Saturday and Sunday between 11.00 A.M. and 5.00 P.M. from the date hereof up to the date of the AGM.
- 9 Members desirous of obtaining any information concerning the accounts and operations of the Company are requested to send their queries at an early date so as to enable the Management to keep the information ready at the Meeting.

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ATTENDANCE SLIP

1st Annual General Meeting

(Please fill the attendance slip and hand it over at the entrance)

Name	
Address:	
Reg. Folio No/DP ID	
Client ID	

I/We hereby record my/our presence at the first Annual General Meeting of the Company to be held on Monday _____ At _____ AM at the registered office of the Company at 901/902 Atlanta Centre, Sonawala Road, Opp Udyog B, Goregaon (East), Mumbai, Maharashtra, India, 400063.

Member's / Proxy Name in Block Letters

Member's/ Proxy's Signature

Note:

1. Member/ Proxy must bring the attendance slip to the meeting and hand it over, duly signed, at the registration counter.
2. The copy of notice may please be brought to the meeting hall.

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FORM NO. MGT-11

PROXY FORM

[Pursuant to Section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of member(s) : _____

Registered address: _____

Email: _____

Folio No: . _____ DP ID. No _____ Client ID No. _____

I/ We being the member of **MONARCH NETWORTH TRUSTEE PRIVATE LIMITED**, holding _____ shares, hereby appoint

1. Name: _____

Address: _____

E-mail id: _____

Signature: _____

Or failing him/her

2. Name: _____

Address: _____

E-mail id: _____

Signature: _____

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as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the first **Annual General Meeting** of members of the Company, to be held on **Wednesday, 23rd September, 2026 at 02:00 P.M. at 804, Naman Centre, 08th Floor, G-Block, Plot No C-31 & C-32, Bandra Kurla Complex, Bandra (East), Mumbai - 400051** and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolution	For	Against
	Ordinary Business: -		
1.	To receive, consider and adopt the Audited Balance Sheet as at 31 st March, 2026 and the Profit and Loss Account for the year ended on that date and the reports of the Board of Directors and Auditors thereon.		
2.	To consider and approve re-appointment of M/s. M S K A & Associates LLP, Chartered Accountants (Firm Registration No. 105047W/W100047) as Statutory Auditors of the Company to hold office from the conclusion of the first AGM till the conclusion of the sixth AGM of the Company.		
	Special Business: -		
3	Appointment of Mr. Rajeev Lal as Independent Director		
4	Appointment of Mr. Sandeep Parikh as Independent Director		
5	Appointment of Mr. Dharendra J. Mehta as Independent Director		

Affix
Revenue
Stamp

Signed this day of 2026

Signature of Shareholder.....

Signature of first Proxy holder(s).....

Signature of second Proxy holder(s)

Notes: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

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ROUTE MAP:-

804, Naman Centre, 08th Floor, G-Block, Plot No C-31 & C-32, Bandra Kurla Complex, Bandra (East) , Mumbai - 400051

