

MADHUVVEER COM 18 NETWORK LIMITED

Reg. Office.: Office No # 812, Anand Mangal - III, Opposite Core house, Near Hirabag,
Near Rajnagar Club, Ambawadi, Ahmedabad-06 | CIN: L24230GJ1995PLC026244
Email: tohealpharmachem@gmail.com | Phone - 9773151363 | Website: <https://www.mcom18.com/>

August 23, 2024

To,
The Dy. Gen Manager
Corporate Relationship Dept.
BSE Limited
P. J. Tower, Dalal Street,
Mumbai- 400 001

Equity Scrip Code: 531910

Sub: Submission of Notice of the Extra Ordinary General Meeting

Dear Sir/Madam,

With reference to the Extra Ordinary General Meeting ("EGM") to be held on 4th September, 2024 of Madhuveer Com 18 Network Limited, the notice of EGM was already submitted on the BSE. but due to some technical error it's not reflected on the BSE portal so we are uploading this again.

The said Notice is also available on www.mcom18.com on the website of the Company

You are requested to take the same on your record.

Thanking You,

Yours Faithfully,

For Madhuveer Com 18 Network Limited

Himani Vora
Company Secretary & Compliance Officer
Membership No. : A73750



NOTICE OF EXTRA ORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT AN EXTRA ORDINARY GENERAL MEETING (“EGM”) NO. 01/2024-25 OF THE MEMBERS OF MADHUVEER COM 18 NETWORK LIMITED (“THE COMPANY”) WILL BE HELD ON WEDNESDAY, 4TH DAY OF SEPTEMBER, 2024 AT 11:00 A.M. (IST) AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT OFFICE NO. 812, ANAND MANGAL – III, OPPOSITE CORE HOUSE, NEAR HIRABAG, NEAR RAJNAGAR CLUB, AMBAWADI, AHMEDABAD-380015, GUJARAT, TO TRANSACT THE FOLLOWING BUSINESS:

SPECIAL BUSINESS:

1. TO INCREASE THE AUTHORIZED SHARE CAPITAL AND CONSEQUENT ALTERATION OF CAPITAL CLAUSE OF THE MEMORANDUM OF ASSOCIATION.

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

“RESOLVED THAT pursuant to the provisions of Section 13, 61 read with Section 64 and other applicable provisions, if any, of the Companies Act, 2013, (including any statutory modification(s) and re-enactment(s) thereof for the time being in force) and the rules framed thereunder, consent of the members be and is hereby accorded to increase the Authorized Share Capital of the Company from the existing Rs. 25,00,00,000/- (Rupees Twenty five Crores) divided into 2,50,00,000 (Two crore fifty lakhs) Equity Shares of Rs. 10/- each to Rs. 36,00,00,000/- (Rupees Thirty Six Crores) comprising of 3,60,00,000 (Three Crore Sixty Lacs) Equity Shares of Rs. 10/- each. The newly issued equity shares shall rank pari-passu in all respects with the existing Equity Shares of the Company.

RESOLVED FURTHER THAT pursuant to the provisions of Section 13, 61 and 64 and other applicable provisions, if any, of the Companies Act, 2013, (including any statutory modification(s) and re-enactment(s) thereof for the time being in force) and the rules framed thereunder, consent of the members be and is hereby accorded for substituting Clause (V) of the Memorandum of Association of the Company with the following new Clause (V):

“(V) The Authorised Share Capital of the Company is Rs. 36,00,00,000/- (Rupees Thirty Six Crores) divided into 3,60,00,000 (Three Crores Sixty Lacs) Equity Shares of Rs. 10/- each with the rights, privileges and conditions attached thereto as are provided by the Articles of Association of the Company for the time being with power to increase and reduce the capital of the Company and to divide the shares in the capital for the time being into several classes and to attach thereto respectively such preferential, differed, qualified or special rights and to vary, modify or abrogate any such rights, privileges or conditions in such manner as may be provided by the Articles of Association of the Company and the Companies Act, 2013.”

RESOLVED FURTHER THAT any one of the Directors of the Company be and is hereby severally authorized to file, sign, verify and execute all such e-forms with Registrar of Companies, papers or documents, as may be required and to do all such acts, deeds, matters and things as may be necessary and incidental for giving effect to this resolution.”

2. ISSUANCE OF 1,00,00,000 (ONE CRORE) EQUITY SHARES ON PREFERENTIAL BASIS TO THE PERSONS BELONGING TO PROMOTER AND PROMOTER GROUP AND NON -PROMOTERS

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

“RESOLVED THAT pursuant to Sections 23, 42, 62(1)(c) and all other applicable provisions & Rules made there under, if any, of the Companies Act, 2013, Rule 13 of the Companies (Share Capital and Debentures) Rules, 2014 and Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 and other applicable

Rules made there under (including any statutory modification(s) or re-enactments thereof for the time being in force), pursuant to the provisions of Memorandum and Articles of Association of the Company, and in accordance with the provisions of Chapter V of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (**the “SEBI ICDR Regulations”**) and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**the “SEBI Listing Regulations”**), as amended from time to time, the listing agreement entered into by the Company with BSE Limited, on which the Equity Shares of the Company having face value of Rs. 10/- (Rupees Ten Only) each (“Equity Shares”) are listed, the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended (**the “SEBI SAST Regulations”**), and subject to approval of shareholders of the Company for increase in Authorised Share Capital and any other rules, regulations, guidelines, notifications, circulars and clarifications issued there under from time to time by any other competent authorities (hereinafter referred to as “Applicable Regulatory Authorities”), wherever applicable and subject to such approvals, consents and permissions as may be necessary or required and subject to such conditions as may be applicable (including any alterations, modifications, corrections, changes and variations, if any, that may be stipulated while granting such approvals, permissions, sanctions and consents as the case may be required) by any other regulatory authorities which may be agreed to and/or accepted by the Board of Directors of the Company (hereinafter referred to as “Board” which term shall be deemed to include any duly constituted / to be constituted Committee of Directors thereof to exercise its powers including powers conferred under this resolution) and subject to any other alterations, modifications, conditions, corrections, changes and variations that may be decided by the Board in its absolute discretion, the consent of the Members of the Company be and is hereby accorded to create, offer and issue up to **1,00,00,000 (One Crore)** fully paid up equity shares of face value of Rs. 10/- each at an Issue Price of **Rs. 40/- each (Rupees Forty Only)** per Equity Share including premium of Rs. 30/- per equity share or at such price as may be determined in accordance with Regulation 165 of SEBI ICDR Regulations to the following Investor (**the “Allottee”**) by way of Preferential Allotment on a Private Placement basis (**“Preferential Allotment”**), in accordance with the SEBI ICDR Regulations, the Companies Act, 2013 and other applicable laws and, on such terms and conditions as mentioned hereunder:

Sr. No.	Name of Proposed Allottees	Category	Maximum Number of equity shares be issued and allotted	*Total Amount (In Rs.)
1	Mr. Dhruvin Shah	Promoter Group	27,00,000	10,80,00,000
2	Mr. Dakshesh Shah	Promoter Group	5,00,000	2,00,00,000
3	Ms. Sheetal Shah	Promoter Group	3,00,000	1,20,00,000
4	Mr. Sagar Shah	Promoter Group	10,00,000	4,00,00,000
5	Mr. Samir Shah	Promoter Group	5,00,000	2,00,00,000
6	Ms. Shweta Shah	Promoter Group	5,00,000	2,00,00,000
7	Mr. Meet Kariya	Public Category	5,00,000	2,00,00,000
8	Mr. Jay Kariya	Public Category	5,00,000	2,00,00,000
9	Mr. Shlok Rathod	Public Category	35,00,000	14,00,00,000
Total			1,00,00,000	40,00,00,000

RESOLVED FURTHER THAT in terms of the provisions of Chapter V of the SEBI ICDR Regulations, the Relevant Date for determining the price for the Preferential Issue of the Equity Shares be and is hereby fixed as Monday, 5th August, 2024 being the working day preceding 30 days prior to the date of the Extra Ordinary General Meeting on which this special resolution is proposed to be passed.

RESOLVED FURTHER THAT the Equity Shares proposed to be allotted in terms of this resolution shall be subject to the following terms and conditions:

- a. 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 may be.
- b. The Equity Shares allotted shall be subject to lock-in for such period as specified in the provisions of Chapter V of the SEBI ICDR Regulations.
- c. The Allottee shall be required to bring in 100% of consideration, for the relevant equity shares to be allotted on or before the Date of Allotment hereof.
- d. The consideration for allotment of relevant equity shares shall be paid to the company by the proposed allottee from their respective bank accounts.
- e. The Equity Shares so allotted to the Proposed Allottees under this resolution shall not be sold, transferred, hypothecated or encumbered in any manner during the period of lock-in provided under SEBI ICDR Regulations, 2018 except to the extent and in the manner permitted there under;
- f. Allotment of the Equity Shares shall only be made in dematerialized form;
- g. The 'Relevant Date' for the purpose of determining the minimum issue price of the Equity Shares proposed to be allotted to the above mentioned allottees is Monday, August 5, 2024, being the date, which is 30 days prior to the date of EGM i.e. Wednesday, September 4, 2024;
- h. The allotment of Equity Shares shall be completed within a period of 15 days from the date of passing this resolution, provided that where the allotment is pending on account of pendency of any approval by any regulatory authority, or the Central Government then, the allotment shall be completed within 15 days from the date of receipt of such approval;
- i. The Equity Shares proposed to be issued shall rank pari-passu with the existing Equity Shares of the Company in all respects and that the Equity Shares so allotted shall be entitled to the dividend declared, if any, including other corporate benefits, if any
- j. The issue and allotment of equity shares shall be subject to the requirements of all applicable laws and pursuant to the provisions of the Memorandum of Association and Articles of Association of the Company.

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 the minimum price of the equity shares so issued shall not be less than the price arrived at in accordance with Chapter V of the SEBI ICDR Regulations. The equity shares of the company have been infrequently traded as on the relevant date and considering that the allotment to the proposed allottees exceeding five percent of the post issue fully diluted share capital of the issuer, the Company has obtained valuation report dated July 17, 2024 issued by Mr. Manish Buchasia, Company Secretary in Practice, Registered Valuer (IBBI Registration No. IBBI/RV/03/2019/12235) and the price of the equity shares has been determined taking into account the valuation report of the registered valuer. (The valuation report is available for inspection at the Registered Office of the company during the business hours on any working days and the same is attached along with this notice of EGM and can also be accessed at Company's website i.e. <https://www.mcom18.com>)

RESOLVED FURTHER THAT pursuant to the provisions of SEBI(ICDR) Regulations, 2018 and other applicable laws, issue of the Board be and is hereby authorized to decide, approve, vary, modify and alter the terms and conditions of the Equity Shares, as it may, in its sole and absolute discretion deem fit within the scope of this approval of members and expedient and to make an offer to the Allottee through private placement offer letter in Form PAS-4 as prescribed under the Companies Act, 2013, without being required to seek any further consent or approval of the Members.

RESOLVED FURTHER THAT pursuant to the provisions of the Companies Act, 2013 complete record of Private Placement offer is recorded in Form PAS-5 for the Issue of invitation to subscribe to the Shares.

MADHUVeer COM 18 NETWORK LIMITED

RESOLVED FURTHER THAT the Company hereby takes note of the certificate from the Practicing Company Secretary certifying that the above issue of the Equity Shares is being made in accordance with the Provisions of SEBI ICDR Regulations.

RESOLVED FURTHER THAT the Directors, Chief Financial Officer of the Company and Company Secretary be and are hereby authorized severally on behalf of the Company to take all actions and to do all such acts, deeds, and things and perform such actions matters such purpose, authorize such actions as it may, in its absolute discretion, deem necessary, proper or desirable for any person on their behalf to

- a. To make application(s) to the Stock Exchanges for obtaining In-principle approval for Issuance of the subscription and listing of the shares
- b. To file requisite documents / make declarations / filings with Ministry of Corporate Affairs, SEBI, Stock Exchanges and any other statutory authorities for and on behalf of the company.
- c. To represent the Company before any Government / Regulatory Authorities
- d. To appoint any merchant bankers or other professional advisors, consultants and legal advisors, if needed,
- e. To execute and deliver any and all documents, regulatory filings, certificates or instruments (including a certified necessary, appropriate resolutions), undertakings and to do or cause to be done any and all acts, deeds or things as may be foregoing Resolutions, or advisable solely in order to Carry out the purposes and intent of, and to give effect to the Registrar of Companies including any Forms and Documents that may be required to be filed with concerned Registrar of Companies and other concerned Regulatory Authorities and to resolves and settle any questions difficulties that may arise in the proposed Issue, Offer and Allotment of the Shares, utilization of Issue Proceeds, as may be required.

Date: 17/07/2024
Place: Ahmedabad

By Order of the Board of Directors
For Madhuv eer Com 18 Network Limited
Sd/-
Himani Vora
Company Secretary & Compliance Officer
Membership No. A73750

Registered Office:

Office No. 812, Anand Mangal-3,
Opp Core House,
Nr. Hirabag, Nr. Rajnagar Club,
Ambavadi, Ahmedabad – 380015
Email: tohealpharmachem@gmail.com
Website: www.mcom18.com

NOTES

1. The information required to be provided under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations) and Secretarial Standard 2 on General Meetings, the Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (“the Act”), in respect of the business under items 1 and 2 set out above are annexed hereto.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON HIS / HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.**

Pursuant to the provisions of Section 105 of the Companies Act, 2013, a person can act as a proxy on behalf

of not more than fifty members and holding in aggregate not more than ten percent of the total Share Capital of the Company. Members holding more than ten percent of the total Share Capital of the Company may appoint a single person as proxy, who shall not act as a proxy for any other Member. The instrument of Proxy, in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not later than 48 hours before the commencement of the meeting. A Proxy Form is annexed to this Report. Proxies submitted on behalf of limited companies, societies, etc., must be supported by an appropriate resolution / authority, as applicable.

3. 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:
 - a) For shares held in electronic form: to their Depository Participants ('DPs'); and
 - b) For shares held in physical form: submit Form ISR-1 and other forms as prescribed by SEBI Circular No. SEBI/HO/ MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated 16th March, 2023 by sending an email to Company's RTA at mcsstaahmd@gmail.com or to the Company at tohealpharmachem@gmail.com.

4. The notice of EGM is being sent to those members/ beneficial owners whose name appeared in the register of members/ list of beneficiaries received from the depositories as on Friday, August 10, 2024.
5. Notice of EGM, e-voting instructions, attendance slip and proxy form etc. are sent to the members through e-mail who have registered their e-mail Ids with the Company/ Depository Participant (DPs)/ Company's Registrar and Share Transfer Agent ("RTA").
6. As per Regulation 40 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI 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 convert their holdings to dematerialized form. Members can contact the Company or Company's RTA for assistance in this regard.
7. In compliance with the provisions of Section 108 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide to its members facility to exercise their right to vote on resolutions proposed to be passed in the Meeting by electronic means. The members may cast their votes using an electronic voting system from a place other than the venue of the Meeting ("**Remote e-voting**").
8. The members can opt for only one mode of voting i.e. remote e-voting or physical voting through ballot paper at the meeting. In case of voting by both the modes, vote cast through remote e-voting will be considered final and voting through physical voting at the meeting will not be considered. The members who have cast their vote by remote e-voting may also attend the Meeting.
9. Members seeking any information with regard to the matter to be placed at the EGM, are requested to write to the Company on or before Tuesday, August 27, 2024 to email tohealpharmachem@gmail.com. The same will be replied by the Company suitably.
10. Relevant documents referred to in the Notice are open for inspection by the members at the Registered Office of the Company on all working days (except Saturdays, Sundays and Public Holidays) during business hours up to the date of the Meeting. The aforesaid documents will be also available for inspection by members at the Meeting.
11. Voting rights of the Members shall be in proportion to the shares held by them in the paid-up equity share capital of the Company as on Cut-off date.
12. Members would be able to cast their votes and convey their assent or dissent to the proposed resolution. Members whose names appear on the Register of Members / List of Beneficial Owners as on the **Cut-Off Date i.e. Wednesday, August 28, 2024** will only be considered eligible for the purpose of remote e-voting. A person who becomes a member after the Cut-Off Date should treat this notice for information purpose only.

The remote e-voting period commences from 9.00 a.m. (IST) on Saturday, August 31, 2024 and ends at 5.00 p.m. (IST) on Tuesday, September 03, 2024. The remote e-voting will not be allowed beyond the aforesaid date and time and the remote e-voting module shall be forthwith disabled by CDSL upon expiry of the aforesaid period. Once the vote on the resolution is cast by the Member, he/she shall not be allowed to change it subsequently.

INSTRUCTIONS FOR SHAREHOLDERS FOR E-VOTING

- (i) The remote e-voting period begins on Saturday, August 31, 2024 (09.00 a.m.) and ends on Tuesday, September 03, 2024 (5.00 p.m.). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of Wednesday, August 28, 2024, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Log on to the e-voting website www.evotingindia.com
- (iii) Click on "Shareholders" tab.
- (iv) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 character DP ID followed by 8 digits client ID,
 - c. Members holding shares in physical form should enter folio number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If Demat account holder has forgotten his/ her existing password then enter the User ID and the image verification code and click on 'Forgot Password' and enter the details as prompted by the system
- (viii) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form 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)
	Members who have not updated their PAN with the Company/ their Depository Participant are requested to use the first two letters of their name and the last 8 digits of the demat account/folio number in the PAN field.
	In case the folio number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with folio number 100 then enter RA00000100 in the PAN field.
DOB	Enter the Date of Birth as recorded in your demat account or in the Company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details	Enter the Dividend Bank Details as recorded in your demat account or in the Company records for the said demat account or folio. Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or Company please enter member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).

- (ix) After entering these details appropriately, click on "**SUBMIT**" tab.
- (x) Members holding shares in physical form will then reach directly the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xii) Click on the EVSN for "**Madhuveer Com 18 Network Limited**".
- (xiii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the resolution and option NO implies that you dissent to the resolution.

- (xiv) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire resolution details.
- (xv) 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.
- (xvi) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- (xviii) Note for Non-Individual Shareholders & Custodians:
- Non-Individual shareholders (i.e. other than Individuals, HUF and NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves as Corporate and Custodians respectively.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com
 - After receiving the login details they should create compliance user using the admin login and password. The Compliance user would be able to link the depository account(s) / folio numbers on which they wish to vote.
 - The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote
 - 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
- (xix) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com.
- A. The voting rights of the members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date i.e. Wednesday, August 28, 2024.
- B. A copy of this notice has been/ shall be placed on the website of the Company and the website of CDSL.
- C. Mr. Ravi Kapoor, Practicing Company Secretary and proprietor of M/s. Ravi Kapoor & Associates, Ahmedabad having membership no. 2587 has been appointed as the Scrutinizer to scrutinize the voting and remote e-voting process in a fair and transparent manner.
- D. The Scrutinizer shall, immediately after the conclusion of voting at the general meeting, first count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the company and make not later than Two working days of conclusion of the meeting, a consolidated Scrutinizer’s Report of the total votes cast in favour or against, if any, to the Chairman of the Company or a person authorized by him in writing who shall countersign the same.
- E. The facility for voting through ballot shall also be made available at the meeting and members attending the meeting who have not already cast their vote by remote e-voting shall be able to exercise their voting right at the meeting.
- F. The members who have casted their votes by remote e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again.
- G. The Results shall be declared after the Extra Ordinary General Meeting of the Company. The Results declared along with the Scrutinizer’s Report shall be placed on the Company’s website tohealpharmachem@gmail.com within two working days of conclusion of the Extra Ordinary

General Meeting and will be communicated to BSE Limited and the same would be placed by them on their website. The results shall also be placed on the website of CDSL.

13. For convenience of the Members and proper conduct of the meeting, entry to the meeting venue will be regulated by Attendance Slip. Members are requested to sign at the place provided on the Attendance Slip and hand it over at the registration counter.

Date: 17/07/2024

Place: Ahmedabad

By Order of the Board of Directors
For Madhuveer Com 18 Network Limited

Sd/-

Himani Vora Company Secretary and Compliance
Officer

Membership No. A73750

Registered Office:

Office No. 812, Anand Mangal-3,
Opp Core House,

Nr. Hirabag, Nr. Rajnagar Club,

Ambavadi, Ahmedabad – 380015

Email: tohealpharmachem@gmail.com

Website: www.mcom18.com

EXPLANATORY STATEMENT

As per Section 102 of the Companies Act, 2013 (Act), the following explanatory statement sets out all the material facts relating to the business mentioned under Item No. 1 and 2 of the accompanying Notice.

Item No. 1:

TO INCREASE THE AUTHORISED SHARE CAPITAL OF THE COMPANY AND ALTERATION IN THE CAPITAL CLAUSE OF MEMORANDUM OF ASSOCIATION (MOA) OF THE COMPANY:

Presently, the Authorised Share Capital of the Company stands at Rs. 25,00,00,000 (Rupees Twenty Five Crores) divided into 2,50,00,000 (Two Crores Fifty Lakhs) Equity Shares of Rs. 10/- each. The increase in the Authorized Share Capital of the Company will also require consequential amendment in the Clause (V) of the Memorandum of Association of the Company. Pursuant to Section 13, 61 and 64 the Companies Act, 2013, alteration of the Capital Clause requires approval of the members of the Company by way of passing a resolution to the effect.

In case, the Board of Directors propose to expand the existing paid up capital base of the Company, then the Company would be requiring to increase its Authorised Share Capital, therefore, the Board of Directors of the Company in its meeting held on July 17, 2024 proposed to increase the Authorized Share Capital from Rs. 25,00,00,000 (Rupees Twenty Five Crores) divided into 2,50,00,000 (Two Crores Fifty Lakhs) Equity Shares of Rs. 10/- each to Rs. 36,00,00,000/- (Rupees Thirty Six Crores) comprising of 3,60,00,000 (Three Crores Sixty Lakhs) Equity Shares of Rs. 10/- each which shall be pari-passu in all respects with the existing Equity Shares of the Company.

Pursuant to Section 61 and 64 the Companies Act, 2013, alteration of the Capital Clause requires approval of the members of the Company by way of passing an ordinary resolution to the effect.

None of the Directors, Key Managerial Personnel and their relatives are concerned or interested, financially or otherwise, in the resolutions set forth in Resolution No.1 of this Notice except to the extent of their shareholdings in the Company, if any.

Your Board recommends the resolution for approval of the Members as an Ordinary Resolution.

Item No. 02

ISSUANCE OF 1,00,00,000 (ONE CRORE) EQUITY SHARES ON PREFERENTIAL BASIS TO THE PERSONS BELONGING TO PROMOTER, PROMOTER GROUP AND PUBLIC CATEGORY

Pursuant to provisions of Section 62(1)(c) and Section 42 of the Companies Act, 2013 ("the Act") and Chapter V of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 (hereinafter referred to as "SEBI ICDR Regulations"), any preferential allotment of securities need to be approved by the shareholders by way of passing Special Resolution.

The consent of the shareholders is being sought by a Special Resolution to enable the Board to issue Equity shares ("**Equity shares**") for cash consideration as may be permitted under applicable laws in accordance with the provisions of Companies Act, 2013 and rules made there-under, SEBI ICDR Regulations, Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations 2015 as amended from time to time till date, and any other applicable laws, including with respect to the pricing of the securities proposed to be issued.

The Company is eligible to make the Preferential Allotment in terms of the provisions of Chapter V of the

SEBI (ICDR) Regulations.

Further in terms of Rule 13 of Companies (Share Capital and Debentures) Rule, 2014, Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 and Chapter V of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, the following disclosures are required to be made in the explanatory statement to the notice.

1. Purpose / Objects of the preferential issue

The proceeds raised through the proposed preferential issue (“**Issue Proceeds**”) shall be utilized for working capital requirement, and general corporate purposes.

Interim Use of Proceeds

Till such time the issue proceeds are fully utilized, the Company shall keep the same in bank deposits and/or mutual funds and/or other short-term funds as may be decided by the Board of Directors of the Company.

Monitoring of Utilization of Funds

Appointment of monitoring agency in terms of Regulation 162A of the SEBI ICDR Regulations is not applicable as the Issue Size is less than 100 crores.

2. Maximum number of specified securities to be issued, Price and the amount which the Company intends to raise by way of such securities:

Preferential issue upto 1,00,00,000 (One crore Only) fully paid-up Equity Shares of face value of Rs. 10/- (Rupees Ten Only) each and out of which 55,00,000 (Fifty Five Lakhs) equity shares to be allotted to the persons belongs to Promoter, Promoter Group category and 45,00,000 (Forty Five Lakhs) equity shares to be allotted to the persons belong to Public category on preferential basis in terms of Chapter V of the SEBI ICDR Regulations as amended, Companies Act, 2013 and other applicable laws, at price of Rs. 40/- (Rupees Forty Only) per share including premium of Rs. 30/- (Rupees Thirty Only) per share in accordance with Regulation 165 of the SEBI ICDR Regulations as the shares of the Company are infrequently traded on the stock exchange, aggregating upto maximum amount of Rs. 40,00,00,000/- (Rupees Forty Crores Only)

3. Particulars of the Preferential issue including Date of Board Resolution:

The Board of Directors at its meeting held on Wednesday, July 17, 2024 has, subject to the approval of the Members and such other approvals as may be required, approved the issuance of upto 1,00,00,000 (One Crore Only) equity shares of the face value of Rs. 10/- only per equity share, at a price of Rs. 40/- (Rupees Forty Only) per Equity Share including premium of Rs. 30/- per equity share, aggregating up to Rs. 40,00,00,000 (Rupees Forty Crores only) to the proposed allottee, for cash consideration, by way of a preferential issue.

Date of passing of Board resolution for approving preferential issue: **Wednesday, July 17, 2024**

4. Kinds of Securities offered and the price at which security is being offered and the total / maximum number of shares or other securities to be issued:

Upto 1,00,00,000 (One Crore Only) equity shares of the face value of Rs. 10/- only per equity share, at a price of Rs. 40/- (Rupees Forty Only) per Equity Share including premium of Rs. 30/- per equity share, aggregating up to Rs. 40,00,00,000 (Rupees Forty Crores only) such price being not less than the minimum

price as on the Relevant Date (as set out below) determined in accordance with the provisions of Chapter V of the SEBI ICDR Regulations.

5. Basis on which the minimum issue price has been arrived at and justification for the price (including premium, if any) along with report of the Independent registered valuer:

The pricing of the equity shares to be allotted on preferential basis shall not be lower than the price determined in accordance with the Chapter V of SEBI ICDR Regulations and applicable law. Considering the allotment of equity shares to the proposed allottees is more than five percent of the post issue fully diluted share capital of the issuer, accordingly, the Company has obtained the Valuation Report from Independent Registered Valuer Mr. Manish Santosh Buchasia, IBBI Registered Valuer (IBBI Registration No. IBBI/RV/03/2019/12235) for price to be determined in accordance with the regulation 166A read with regulation 165 of Chapter V of SEBI ICDR Regulations as on Relevant date i.e. Monday, August 5, 2024. In terms of regulation 166A and regulation 165 of Chapter V of SEBI ICDR Regulations, the Registered Independent Valuer has fixed Rs. 40/- (Rupees Forty only) as value per equity share.

The equity shares of the Company are listed on BSE Limited and have not been frequently traded on the stock exchange as per sub regulation (5) of regulation 164 of SEBI ICDR Regulations as on the relevant date. Therefore, the pricing calculation under regulation 164(1) of SEBI ICDR Regulations is not applicable.

In view of the above, the Board of Directors of the Company has fixed the equity share Issue Price of Rs. 40/- (Rupees Forty Only) per equity share, being the price not less than the minimum price as arrived in accordance with the chapter V of SEBI ICDR Regulations.

The Valuation Report dated July 17, 2024 received from Independent Registered Valuer Mr. Manish Santosh Buchasia (Registration no. IBBI/RV/03/2019/12235) having office at 306, "Gala Mart", Near SOBO Centre, South Bopal, Ahmedabad-380058, Gujarat, in terms of Regulation 166A read with regulation 165 of the ICDR Regulations, is available for inspection at the Registered Office of the company during the business hours on any working days and the same is attached along with this EGM Notice and can also be accessed at Company's website i.e. www.mcom18.com

We also confirm that the Articles of Association do not contain any restrictive provision for Preferential Allotment and doesn't contain any article which provides for particular method for determination of price in case of preferential issue.

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

The above equity shares are offered at a price of Rs. 40/- per share being a face value of Rs. 10/- per equity share and at a premium of Rs. 30/- per share.

7. Relevant date with reference to which the price has been arrived at:

In terms of the provisions of Chapter V of the SEBI ICDR Regulations and in accordance with the explanation to Regulation 161 of the SEBI ICDR Regulations, the relevant date for the Preferential Issue is Monday, August 5, 2024, being the working 30 day preceding prior to the date of this EGM.

8. Class or classes of persons to whom allotment is proposed to be made:

This allotment is proposed to be made to following persons belonging to promoter and promoter group as well as to non-promoters.

Name of the Proposed Investor	Maximum number of shares to be offered
Mr. Dhruvin Shah (Person belonging to Promoter and Promoter group category)	27,00,000
Mr. Dakshesh Shah (Person belonging to Promoter and Promoter group category)	5,00,000
Ms. Sheetal Shah (Person belonging to Promoter and Promoter group category)	3,00,000
Mr. Sagar Shah (Person belonging to Promoter and Promoter group category)	10,00,000
Mr. Samir Shah (Person belonging to Promoter and Promoter group category)	5,00,000
Ms. Shweta Shah (Person belonging to Promoter and Promoter group category)	5,00,000
Mr. Meet Kariya (Person belonging to Public group category)	5,00,000
Mr. Jay Kariya (Person belonging to Public group category)	5,00,000
Mr. Shlok Rathod (Person belonging to Public group category)	35,00,000

9. Intention of the Promoters/ Promoter Group, Directors, Key Managerial Personnel or Senior Management to subscribe to the preferential issue.

The proposed preferential allotment is to be made to the proposed allottees belonging to the promoter, promoter group however Key Managerial Personnel and Senior Management are not intending to subscribe to this preferential issue.

10. Proposed time within which the allotment shall be completed:

The Company will issue and allot Equity Shares within the time limit specified under the SEBI ICDR Regulations or any longer time limit as may be permitted under the SEBI ICDR Regulations or any other law. Provided further that where the allotment to any of the Proposed Allottees is pending on account of

pendency of any application for approval the allotment would be completed within 15 (Fifteen) days from the date of granting permission by any regulatory authority, by SEBI, Stock Exchange or date of such approval or within such further period as may be prescribed or allowed other concerned authorities.

11. Names of the proposed allottees to whom allotment is proposed to be made and the percentage (%) of Pre-preferential offer and post-preferential offer capital that may be held by them and Change in Control, if any, consequent to the Preferential Allotment:

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Sr . N o.	Name of the Proposed Allottees	Category	Pre- Preferential Allotment		Post-Preferential Allotment	
			No. of Shares	% of voting rights	No. of Shares	% of voting rights
1	Mr. Dhruvin Shah	Promoter and Promoter group	88,67,486	36.22	1,15,67,486	33.55
2	Mr. Dakshesh Shah	Promoter and Promoter group	--	--	5,00,000	1.45
3	Ms. Sheetal Shah	Promoter and Promoter group	3,60,360	1.47	6,60,360	1.92
4	Mr. Sagar Shah	Promoter and Promoter group	70,49,240	28.80	80,49,240	23.34
5	Mr. Samir Shah	Promoter and Promoter group	Nil	Nil	5,00,000	1.45
6	Ms. Shweta Shah	Promoter and Promoter group	Nil	Nil	5,00,000	1.45
7	Mr. Meet Kariya	Public	12,50,000	5.11	17,50,000	5.08
8	Mr. Jay Kariya	Public	12,50,000	5.11	17,50,000	5.08
9	Mr. Shlok Rathod	Public	25,00,000	10.21	60,00,000	17.40

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

The pre-issue shareholding pattern of the Company and the post-issue shareholding pattern is given below:

Sr. No.	Category of shareholders	Pre- Issue Shareholding		Post-Issue Shareholdings	
		No. of Shares	% of Total shareholding	No. of Shares	% of Total shareholding
A	Promoter and Promoter Group				
1.	Indian Promoters	1,62,77,086	66.49	2,17,77,086	63.16
2	Foreign Promoters	--	--	--	--
Total Shareholding of Promoter and Promoter Group (A) = (A)(1) +(A)(2)		1,62,77,086	66.49	2,17,77,086	63.16
B	Non-Promoters Holding-				
1.	Institutions (Domestic)	--	--		
2.	Institutions (Foreign)	--	--	--	--

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3.	Central Government / State Government(s)	--	--	--	--
4.	Non-Institution				
a.	Directors and their relatives	--	--	--	--
b.	Key Managerial Personnel	--	--	--	--
c.	Resident Individuals	50,00,000	20.42	95,00,000	27.55
d.	Non-Resident Indians (NRIs)				
e.	Bodies Corporate				
f.	Any Other	32,03,614	13.09	32,03,614	9.29
	Sub-Total (B)(4)				
	Total Public Shareholding (B) = (B)(1)+(B)(2)+(B)(3)+ (B)(4)				
	Total (A+B)	2,44,80,700	100.00	3,44,80,700	100.00

13. Material terms for raising of such securities:

The Equity Shares being issued shall rank pari-passu with the existing Equity Shares of the Company in all respects, including dividend and voting rights.

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

During the year Company has made allotment to the below mentioned allottees on preferential basis at a face value of Rs. 10/- each at par:

<u>Sr. No.</u>	<u>Name of Allottees</u>	<u>Category</u>	<u>No. of Shares</u>
1	Mr. Dhruvin Shah	Promoter	56,60,000
2	Mr. Sagar Samir Shah	Promoter	43,40,000
3	Mr. Shlok Vimal Rathod	Non- Promoter	25,00,000
4	Mr. Jay Prakash Kariya	Non- Promoter	12,50,000
5	Mr. Meet Prakash Kariya	Non- Promoter	12,50,000
	Total		1,50,00,000

15. Identity of Proposed Allottee (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:

Proposed Allottee(s)	Category	Name of the natural persons who are the ultimate beneficial owners	Prior Holding	New Equity Shares to be allotted	Post holding (assuming all the Equity Shares are allotted)
Mr. Dhruvin Shah	Promoter and promoter group	Mr. Dhruvin Shah	88,67,486 (36.22%)	27,00,000	1,15,67,486 (33.55%)
Mr. Dakshesh Shah	Promoter and promoter group	Mr. Dakshesh Shah	-	5,00,000	5,00,000 (1.45%)
Ms. Sheetal Shah	Promoter and promoter group	Ms. Sheetal Shah	3,60,360 (1.47%)	3,00,000	6,60,360 (1.92%)
Mr. Sagar Shah	Promoter	Mr. Sagar	70,49,240	10,00,000	80,49,240

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	and promoter group	Shah	(28.80%)		(23.34%)
Mr. Samir Shah	Promoter and promoter group	Mr. Samir Shah	-	5,00,000	5,00,000 (1.45%)
Ms. Shweta Shah	Promoter and promoter group	Ms. Shweta Shah	-	5,00,000	5,00,000 (1.45%)
Mr. Meet Kariya	Non-Promoter	Mr. Meet Kariya	12,50,000 (5.11%)	5,00,000	17,50,000 (5.08%)
Mr. Jay Kariya	Non-Promoter	Mr. Jay Kariya	12,50,000 (5.11%)	5,00,000	17,50,000 (5.08%)
Mr. Shlok Rathod	Non-Promoter	Mr. Shlok Rathod	25,00,000 (10.21%)	35,00,000	60,00,000 (17.40%)

16. The change in control, if any, in the Company that would occur consequent to preferential offer:

There will not be any change in the composition of the Board of Directors and control of the Company on account of the proposed preferential allotment however there will be a corresponding change in the shareholding pattern as well as voting rights consequent to the preferential allotment.

17. Valuation and Justification for the allotment proposed to be made for consideration other than cash:

Not Applicable as the allotment shall be made against cash

18. Lock-in Period:

The pre-preferential Equity shareholding of the Proposed issue of equity shares Allottees, if any and proposed allotment of equity shares shall be subject to lock-in as per the requirement of chapter V of ICDR Regulations. In accordance with Regulation 167 of the ICDR Regulations, the Lock-in-period are as follows:

- The Equity shares allotted on a preferential basis to proposed allottee (promoters and promoter group) shall be locked-in for a period of **Eighteen Months** from the date of Trading Approval.
- The Equity shares allotted on a preferential basis to proposed allottee (Non Promoters) shall be locked-in for a period of **Six Months** from the date of Trading Approval
- The entire pre-preferential allotment shareholding of the allottees, if any shall be locked-in from the relevant date up to a period of **ninety trading days** from the date of trading approval.

19. Listing:

The Company will make an application to BSE Limited (“Stock Exchange”) at which the existing Equity Shares are presently listed, for listing of the Equity Shares that will be issued preferential basis. Such Equity Shares, once allotted, shall rank pari-passu with the then existing Equity Shares of the Company, in all respects, including voting rights and dividend.

20. Principle terms of assets charged as securities: Not Applicable

21. Name and address of valuer who performed valuation

The Valuation was performed by independent valuer, Mr. Manish Santosh Buchasia, Registered Valuer (Reg. IBBI/RV/03/2019/12235) having office at 306, "GALA MART" Nr SOBO CENTRE, South Bopal, Ahmedabad -380058, Gujarat. The valuation report is available for inspection at the Registered Office of the company during the business hours on any working days and the same is attached along with AGM notice and further shareholders can also access the valuation report from the Company's website i.e. www.mcom18.com

22. Practicing Company Secretary Certificate

The Certificate dated July 17, 2024 Mr. Ravi Kapoor, Scrutinizer, having office address at 4th Floor Shaival Plaza, Gujarat College Road, Nr. Hope Hospital, Ellisbridge, Ahmedabad-380006, certifying that the preferential issue is being made in accordance with the requirements contained in the chapter V of ICDR Regulations, will be placed before the shareholders at the Extra Ordinary General Meeting and is also available for inspection at the Registered Office of the company during the business hours on any working days, such certificate is hosted on the Company's website and is accessible at link www.mcom18.com.

23. Particulars of the issue including the material terms of issue, date of passing of Board resolution, kind of securities offered, total / maximum number of securities to be issued and the issue price:

Details of the securities to be issued, price of securities, date of approval by the Board in relation to the preferential allotment, and details of the proposed allottees are set out in the previous paragraphs. The Equity Shares shall be fully paid-up and listed on BSE Limited (the stock exchange) and rank pari-passu with the existing equity shares of the Company in all respects from the date of allotment (including with respect to entitlement to dividend and voting powers, other than statutory lock-in under the SEBI ICDR Regulations), in accordance with applicable law, and shall be subject to the requirements of all applicable laws and to the provisions of the Memorandum of Association and Articles of Association of the Company, if any.

24. Other disclosures/undertaking

- a) The Proposed Allottee has confirmed that they have not sold any equity shares of the Company during the 90 trading days preceding the Relevant Date.
- b) The Equity Shares held by the proposed allottees in the Company, if any, are in dematerialized form only.
- c) The Company is in compliance with the conditions for continuous listing, and is eligible to make the preferential issue under Chapter V of the SEBI ICDR Regulations.
- d) Neither the Company nor any of its directors or Promoters are categorized as willful defaulter(s) or fraudulent borrower by any bank or financial institution or consortium thereof, in accordance with the guidelines on willful defaulter(s) issued by the Reserve Bank of India. Consequently, the disclosures required under Regulation 163 of the SEBI ICDR Regulations are not applicable.
- e) Neither the Company nor any of its Directors and / or Promoters is a fugitive economic offender as defined under the SEBI ICDR Regulations.
- f) The Company is not required to re-compute the price of the Equity Shares in terms of the provisions of the SEBI ICDR Regulations. Since the Company's equity shares are listed on recognized Stock Exchange (BSE) for a period of more 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 ICDR Regulations.
- g) The Company has obtained the Permanent Account Numbers (PAN) of the proposed allottee;
- h) The Company does not have any outstanding dues to SEBI, Stock Exchanges or the depositories;
- i) The Company shall be making application seeking in-principle approval to the stock exchange, where its equity shares are listed, on the same day when this notice will be sent in respect of the general meeting

seeking shareholders' approval by way of special resolution

- j) The Company has complied with the applicable provisions of the Companies Act, 2013. The provisions of Section 62 of the Companies Act, 2013 (as amended from time to time) and the ICDR Regulations.

The Company shall made adjustment in the price of the relevant securities to be allotted under the preferential issue in terms of the provisions of SEBI ICDR Regulations where it is required to do so, including pursuant to Regulation 166 of the SEBI ICDR Regulations, if required.

The documents (including Valuation Report) referred to in the Notice, for which this shareholder's approval is being obtained, will be available for inspection during business hours on all working days of the Company (Except Saturday, Sundays and Public holidays) without any fee by the members from the date of circulation of this Notice up to the date of Extra Ordinary General Meeting i.e. Wednesday, September 4, 2024.

Except Mr. Dhruvin Shah, , Mr. Sagar Samir Shah and their relatives, none of the other Directors or Key Managerial Personnel and/ or their immediate relatives, are in any way, concerned or interested, financially or otherwise, in the above resolution as set out at Item No. 2 of this Notice, except to their shareholding in the Company.

Your directors recommend the passing of the Resolution No. 02 of the Notice as a **Special Resolution** by the Members.

Date: 17/07/2024
Place: Ahmedabad

By Order of the Board of Directors
For Madhuvveer Com 18 Network Limited
Sd/-
Himani Vora Company Secretary and Compliance
Officer
Membership No. A73750

Registered Office:

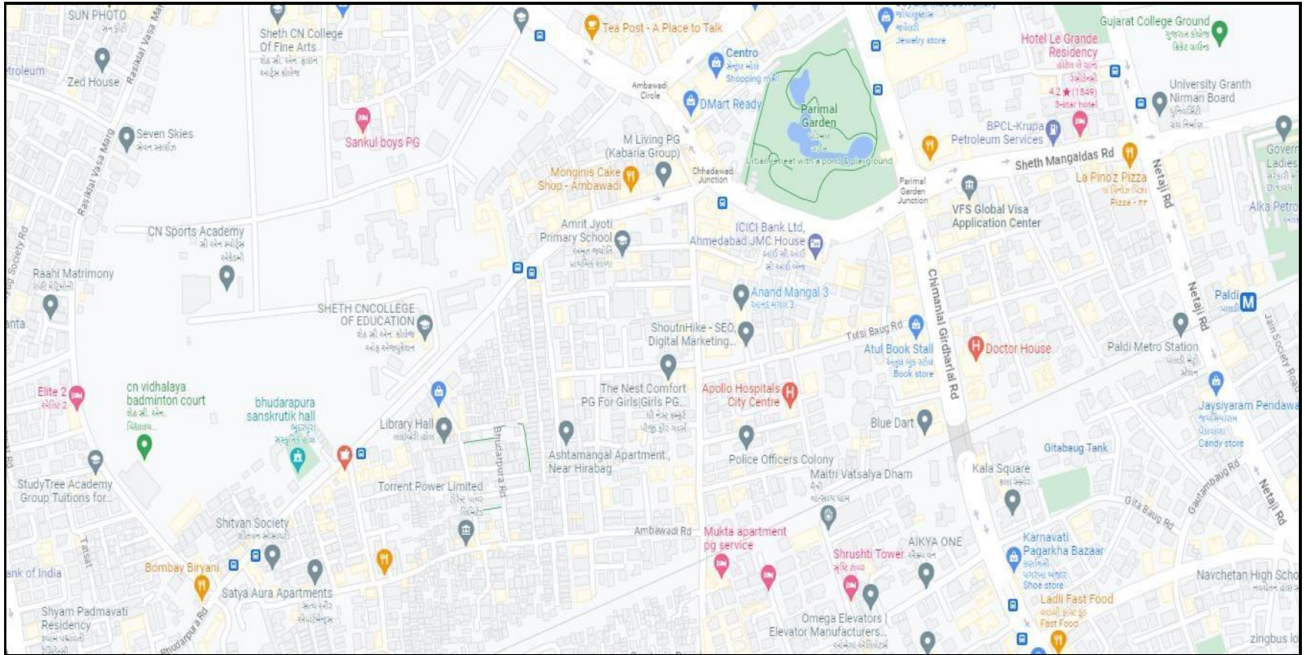
Office no. 812, Anand Mangal-3,
Opp Core house,
Nr. Hirabag, Nr. Rajnagar Club,
Ambavadi, Ahmedabad – 380015
Email: tohealpharmachem@gmail.com
Website: www.mcom18.com

ROUTE MAP OF 01/2024-25 EXTRA ORDINARY GENERAL MEETING

Venue: Office No. 812, Anand Mangal-3, Opp. Core House, Nr. Hirabag, Nr. Rajnagar Club, Ambavadi, Ahmedabad - 380015, Gujarat.

Date: September 4, 2024

Day and Time: Wednesday at 11:00 A.M.



MADHUVVEER COM 18 NETWORK LIMITED

Reg. Office.: Office No # 812, Anand Mangal - III, Opposite Core house, Near Hirabag,
Near Rajnagar Club, Ambawadi, Ahmedabad- 380015| Phone - 9773151363
Email: tohealpharmachem@gmail.com CIN: L24230GJ1995PLC026244

FORM 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 the member(s)	
Registered address	
E-mail Id:	
Folio No/Client Id:	
DP. Id:	

I/We, being the member (s) of..... shares of the above-named company, hereby appoint:

1. Name:
Address:
E-mail Id:
Signature:..... , or failing him,

2. Name:
Address:
E-mail Id:
Signature:.....

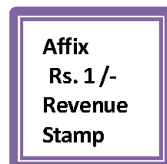
as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the **01/2024-25 Extra Ordinary General Meeting ("EGM")** of the company, to be held on the Wednesday, 4th day of September, 2024 at 11.00 a.m. at Office no. 812, Anand Mangal- 3, Opp Core house, Nr. Hirabag, Nr. Rajnagar Club, Ambavadi, Ahmedabad- 380015 to transact the following business and at any adjournment thereof in respect of such resolutions as are indicated below:

S.N.	Special Business
1	Increase in Authorised Share Capital of the Company and consequently amendment in Clause V of Memorandum of Association of the Company.
2	Issue of Equity shares on a preferential basis ("Preferential Issue") for cash consideration

Signed this..... day of... 2024

Signature of Shareholder

Signature of Proxy holder(s)



Note: 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.

ATTENDANCE SLIP

01/2024-25 EXTRA ORDINARY GENERAL MEETING—SEPTEMBER 4, 2024 AT 11:00 A.M.

Name of Member/Proxy		DP Id/Client Id. / Ben. A/c.	
Folio No.		No. of Shares	

I certify that I am a registered shareholder/Proxy for the registered shareholder of the Company.

I/We hereby record my/our presence at the **01/2024-25 EXTRA ORDINARY GENERAL MEETING** of the Company being held on Wednesday, September 4, 2024 at 11:00 A.M. at Office No. 812, Anand Mangal – III, Opposite Core house, Near Hirabag, Near Rajnagar Club, Ambavadi, Ahmedabad- 380015.

Member's/Proxy's
Signature

Note: Shareholders attending the Meeting in person or by Proxy are requested to complete the attendance slip and hand it over at the entrance of the meeting hall.