

NOTICE OF THE EXTRAORDINARY GENERAL MEETING

**NOTICE IS HEREBY GIVEN THAT AN
EXTRAORDINARY GENERAL
MEETING OF THE MEMBERS OF
MONOLITHISCH INDIA LIMITED WILL
BE HELD ON SATURDAY, NOVEMBER
08, 2025 AT 11:00 A.M. IST ("EGM")
THROUGH VIDEO CONFERENCING
("VC")/ OTHER AUDIO-VISUAL MEANS
("OAVM"), TO TRANSACT THE
FOLLOWING SPECIAL BUSINESS:**

**1. TO CONSIDER AND APPROVE
MATERIAL RELATED PARTY
TRANSACTION WITH PRABHAT
TEKRIWAL HUF:**

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 of the Companies Act, 2013 ("the Act") read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014, as amended, and Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), and other applicable provisions, including any amendment(s), modification(s), or re-enactment(s) thereof for the time being in force, and in terms of the Company's Policy on Related Party Transactions, the consent of the members of the Company be and is hereby accorded to enter into a material related party transaction with Prabhat Tekriwal HUF, being a related party as defined under Section 2(76) of the Act and Regulation 2(1)(zb) of the Listing Regulations, for the acquisition of 4,25,000 equity shares of Mineral India Global Private Limited ("Investee Company") from Prabhat Tekriwal HUF, for an amount not exceeding ₹20 crore, on such terms and conditions as may be mutually agreed upon between the Company and the related party, as detailed in the explanatory statement annexed

to this notice. The basis of valuation for the proposed transaction is done through fair market value wherein the valuation method used is Net Asset Value (NAV) as on 30.09.2025.

RESOLVED FURTHER THAT the acquisition shall be carried out in one or more tranches, in accordance with the terms of the Share Purchase Agreement to be executed between the parties, and upon completion of the proposed transaction, Mineral India Global Private Limited shall become a wholly owned subsidiary of Monolithisch India Limited.

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof) be and is hereby authorized to finalize, negotiate, execute and deliver all such agreements, documents, instruments, deeds and writings as may be deemed necessary or desirable in connection with the aforesaid transaction, and to do all such acts, deeds, matters and things as may be necessary, expedient or incidental for giving effect to this resolution, including making any modifications, alterations, or variations thereto, within the overall limits approved herein.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to delegate all or any of its powers herein conferred, to any Director(s) or Officer(s) of the Company, to give effect to this resolution."

**2. TO CONSIDER AND APPROVE
MATERIAL RELATED PARTY
TRANSACTION WITH PRABHAT
TEKRIWAL:**

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 of the Companies Act, 2013 ("the Act") read with Rule 15 of the

Companies (Meetings of Board and its Powers) Rules, 2014, as amended, and Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), and other applicable provisions, including any amendment(s), modification(s), or re-enactment(s) thereof for the time being in force, and in terms of the Company's Policy on Related Party Transactions, the consent of the members of the Company be and is hereby accorded to enter into a material related party transaction with Prabhat Tekriwal, being a related party as defined under Section 2(76) of the Act and Regulation 2(1)(zb) of the Listing Regulations, for the acquisition of 25,001 equity shares of Mineral India Global Private Limited ("Investee Company") from Prabhat Tekriwal, for an amount not exceeding ₹8.5 crore, on such terms and conditions as may be mutually agreed upon between the Company and the related party, as detailed in the explanatory statement annexed to this notice. The basis of valuation for the proposed transaction is done through fair market value wherein the valuation method used is Net Asset Value (NAV) as on 30.09.2025

RESOLVED FURTHER THAT the acquisition shall be carried out in one or more tranches, in accordance with the terms of the Share Purchase Agreement to be executed between the parties, and upon completion of the proposed transaction, Mineral India Global Private Limited shall become a wholly owned subsidiary of Monolithisch India Limited.

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof) be and is hereby authorized to finalize, negotiate, execute and deliver all such agreements, documents, instruments, deeds and writings as may be deemed necessary or desirable in connection with the aforesaid transaction, and to do all such acts, deeds, matters and things as may be necessary, expedient or incidental for giving effect to this resolution, including making any

modifications, alterations, or variations thereto, within the overall limits approved herein.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to delegate all or any of its powers herein conferred, to any Director(s) or Officer(s) of the Company, to give effect to this resolution."

3. To Appoint Joint Statutory Auditor of the Company:

To consider and if thought fit, to pass, the following Resolution as an Ordinary Resolution for appointment of M/s. R.K. Jagetiya & Co, Chartered Accountants, Mumbai, as the joint Statutory Auditor of the Company:

"RESOLVED THAT pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, [including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof, for the time being in force and pursuant to the recommendations of the Audit Committee and the Board of Directors of the Company, M/s. R.K. Jagetiya & Co, Chartered Accountants (ICAI Firm Registration No. 146264W), Mumbai, be and is hereby appointed as the Joint Statutory Auditors of the Company, in addition to the existing Statutory Auditors, M/s. P. N. & Company, Chartered Accountants (FRN 016783C) for the Financial Year 2025-26 to hold office till the ensuing Annual General Meeting of the company to be held in year 2026 at such remuneration and terms of conditions as shall be fixed by the Board of Directors and/or Audit Committee of the Company."

RESOLVED FURTHER THAT the Board of Directors and/or Company Secretary of the Company be and are hereby authorized to do all such acts, deeds, and things as may be necessary to give effect to this resolution."



**MONOLITHISCH
INDIA LIMITED**

(Formerly known as Monolithisch India Private Limited)

CIN L26999WB2018PLC227534
+ 91 9155330164
www.monolithisch.com
cs@monolithischindia.in
gm.sales@monolithischindia.in

**By order of the Board
FOR MONOLITHISCH INDIA LIMITED**

**Sd/-
Harsh Tekriwal
MANAGING DIRECTOR
DIN: 07147021**

**Date- 15.10.2025
Place- Ranchi**



NOTES:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, in respect of the business as set out in the EGM Notice is annexed hereto
2. In accordance with the applicable MCA Circulars, SEBI Circulars, provisions of the Companies Act, 2013 ('the Act') and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the EGM of the Company is being held through VC / OAVM. The deemed venue for the EGM shall be the Corporate Office of the Company.
3. The Company has made arrangements through KFin Technologies Limited ("KFintech"), Registrars and Transfer Agents, to provide VC / OAVM facility for conducting the EGM through VC / OAVM. The Members can join the EGM 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice.
4. Pursuant to the provisions of Section 105 the Act, a Member entitled to attend and vote at the EGM 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. However, since this EGM is being held pursuant to the applicable MCA Circulars as mentioned hereinabove, through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of Proxies by the Members will not be available for the EGM and hence the Proxy Form and Attendance Slip are not annexed to this.
5. Since the EGM will be held through VC/ OAVM, the route map of the venue of the Meeting is not annexed hereto.
6. Corporate Members intending to depute their authorized representatives to attend the Meeting through VC/ OAVM are requested to send to the Company a certified true copy of the Board Resolution together with attested specimen signature of the duly authorized signatory(ies) who are authorized to attend and vote at the Meeting on their behalf.
7. In case of joint holders attending the Meeting, only such joint holder who is higher in order of names will be entitled to vote.
8. The Company has appointed FCS Shikha Agarwal Practicing Company Secretary, as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
9. Members holding shares in single name are advised to avail the facility of nomination in respect of shares held by them pursuant to the provisions of Section 72 of the Act. Members holding shares in physical form desiring to avail this facility may send their nomination in the prescribed Form No. SH-13 duly filled-in to the RTA of the Company. Members holding shares in electronic mode may contact their respective DPs for availing this facility.
10. SEBI has mandated submission of Permanent Account Number ("PAN") by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to provide their PAN details to their respective DPs with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the RTA.

11. In accordance with, the MCA Circulars and SEBI Circulars, the Notice of EGM is being sent only in electronic mode to Members whose e-mail addresses are registered with the Company or the Depository Participant(s). As physical copy of the EGM Notice will not be sent by the modes permitted under the Act, the EGM Notice is available on the Company's website at <https://monolithisch.com/> and websites of the Stock Exchange, National Stock Exchange of India Limited at www.nseindia.com and on the website of Registrar and Share Transfer Agent at <https://evoting.kfintech.com/>, for those members whose email ids are not registered with the Company/ Depository Participant(s).
12. Members desiring any information with regard to EGM are requested to write to the Company at cs@monolithischindia.in at an early date so as to enable the management to keep the information ready.
13. **PROCEDURE FOR REMOTE E-VOTING**
 - i. In compliance with the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of the SEBI Listing Regulations and in terms of SEBI vide circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 in relation to e-Voting Facility Provided by Listed Entities, the Members are provided with the facility to cast their vote electronically, through the e-Voting services provided by KFintech, on all the resolution(s) set forth in this Notice. The instructions for e-Voting are given herein below.
 - ii. Pursuant to SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on "eVoting facility provided by Listed Companies", e-Voting process will be enabled to all the individual demat account holders, by way of single login credential, through their demat accounts / websites of Depositories / DPs in order to increase the efficiency of the voting process.
 - iii. Individual demat account holders would be able to cast their vote without having to register again with the e-Voting service provider (ESP) thereby not only facilitating seamless authentication but also ease and convenience of participating in e-Voting process. Shareholders are advised to update their mobile number and e-mail ID with their DPs to access e-Voting facility.
 - iv. The remote e-Voting period commences from Wednesday, November 05, 2025 at 10:00 A.M. (IST) and ends on Friday, November 07, 2025 at 5:00 P.M. (IST). Thereafter, the remote e-voting module will be disabled by KFintech.
 - v. The voting rights of Members shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Saturday, November 01, 2025.

- vi. Any person holding shares in physical form and non-individual shareholders, who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date i.e. Saturday, November 01, 2025, may obtain the login ID and password by sending a request at evoting@Kfintech.com. However, if he / she is already registered with KFintech for remote eVoting then he /she can use his / her existing User ID and password for casting the vote.
- vii. In case of Individual Shareholders holding securities in demat mode and who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date may follow steps mentioned below under “Login method for remote e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.”
- viii. The details of the process and manner for remote e-Voting and e-EGM are explained herein below:

Step 1: Access to Depositories e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2: Access to KFintech e-Voting system in case of shareholders holding shares in physical and non-individual shareholders in demat mode.

Step 3: Access to join virtual meetings (e-EGM) of the Company on KFintech system to participate eEGM and vote at the EGM.

Details on Step 1 are mentioned below:

I) Login method for remote e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL	1. User already registered for IDeAS facility: i. Visit URL: https://eservices.nsdl.com ii. Click on the “Beneficial Owner” icon under “Login” under ‘IDeAS’ section. iii. On the new page, enter User ID and Password. Post successful authentication, click on “Access to e-Voting” iv. Click on company name or e-Voting service provider and you will be re-directed to e-Voting service provider website for casting the vote during the remote e-Voting period.

	2. User not registered for IDeAS e-Services i. To register click on link : https://eservices.nsdl.com ii. Select “Register Online for IDeAS” or click at: https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp iii. Proceed with completing the required fields. iv. Follow steps given in points 1 i. Alternatively, by directly accessing the e-Voting website of NSDL Open URL: https://www.evoting.nsdl.com/ ii. Click on the icon “Login” which is available under ‘Shareholder/Member’ section. iii. 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. iv. Post successful authentication, you will be requested to select the name of the company and the e-Voting Service Provider name, i.e. KFintech. v. On successful selection, you will be redirected to KFintech e-Voting page for casting your vote during the remote e-Voting period.
Individual Shareholders holding securities in demat mode with CDSL	1. Existing user who has opted for Easi / Easiest I. Visit URL: https://web.cdslindia.com/myeasitoken/home/login or URL: www.cdslindia.com II. Click on New System Myeasi III. Login with your registered user id and password. IV. The user will see the e-Voting Menu. The Menu will have links of ESP i.e. KFintech e-Voting portal. V. Click on e-Voting service provider name to cast your vote. 2. User not registered for Easi/Easiest I. Option to register is available at II. https://web.cdslindia.com/myeasitoken/home/login III. Proceed with completing the required fields.

	Follow the steps given in point 1 3. Alternatively, by directly accessing the e-Voting website of CDSL I. Visit URL: www.cdslindia.com II. Provide your demat Account Number and PAN. III. System will authenticate user by sending OTP on registered Mobile & Email as recorded in the demat Account. IV. After successful authentication, user will be provided links for the respective ESP, i.e Kfintech where the e- Voting is in progress.
Individual Shareholder login through their demat accounts / Website of Depository Participant	I.You can also login using the login credentials of your demat account through your DP registered with NSDL /CDSL for e-Voting facility. II.Once logged-in, 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. III.Click on options available against company name or e-Voting service provider – Kfintech and you will be redirected to e-Voting website of KFintech for casting your vote during the remote e-Voting period without any further authentication.

Important note: Members who are unable to retrieve User ID / Password are advised to use Forgot user ID and Forgot Password option available at respective websites.

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

Details on Step 2 are mentioned below:

II. Login method for e-Voting for shareholders other than Individual's shareholders holding securities in demat mode and shareholders holding securities in physical mode.

(A) Members whose email IDs are registered with the Company/ Depository Participants (s), will receive an email from KFintech which will include details of E-Voting Event Number (EVEN), USER ID and password. They will have to follow the following process:

- i. Launch internet browser by typing the URL:
<https://evoting.kfintech.com/>
- ii. Enter the login credentials (i.e. User ID and password). In case of physical folio, User ID will be EVEN (E-Voting Event Number) xxxx, followed by folio number. In case of Demat account, User ID will be your DP ID and Client ID. However, if you are already registered with KFintech for e-voting, you can use your existing User ID and password for casting the vote.
- iii. After entering these details appropriately, click on "LOGIN".
- iv. You will now reach password change Menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A- Z), one lower case (a-z), one numeric value (0-9) and a special character (@,#,\$, etc.,).

The system will prompt you to change your password and update your contact details like mobile number, email ID etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.

- v. You need to login again with the new credentials.
- vi. On successful login, the system will prompt you to select the "EVEN" i.e., 'Monolithisch India Limited- EOGM' and click on "Submit"
- vii. On the voting page, enter the number of shares (which represents the number of votes) as on the Cut-off Date under "FOR/AGAINST" or alternatively, you may partially enter any number in "FOR" and partially "AGAINST" but the total number in "FOR/AGAINST" taken together shall not exceed your total shareholding as mentioned herein above. You may also choose the option ABSTAIN. If the Member does not indicate either "FOR" or "AGAINST" it will be treated as "ABSTAIN" and the shares held will not be counted under either head.
- viii. Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/ demat accounts.
- ix. Voting has to be done for each item of the notice separately. In case you do not desire to cast your vote on any specific item, it will be

treated as abstained.

- x. You may then cast your vote by selecting an appropriate option and click on “Submit”.
- xi. A confirmation box will be displayed. Click “OK” to confirm else “CANCEL” to modify. Once you have voted on the resolution (s), you will not be allowed to modify your vote. During the voting period, Members can login any number of times till they have voted on the Resolution(s).
- xii. Corporate/Institutional Members (i.e. other than Individuals, HUF, NRI etc.) are also required to send scanned certified true copy (PDF Format) of the Board Resolution/Authority Letter etc., authorizing its representative to attend the EOGM through VC / OAVM on its behalf and to cast its vote through remote e-voting. Together with attested specimen signature(s) of the duly authorised representative(s), to the Scrutinizer at email id acsshikhajain@gmail.com with a copy marked to evoting@kfintech.com. The scanned image of the above-mentioned documents should be in the naming format “Corporate Name_Even No.”

- (B) Members whose email IDs are not registered with the Company/Depository Participants(s), and consequently the Annual Report, Notice of EOGM and e-voting instructions cannot be serviced, will have to follow the following process:

Procedure for Registration of email and Mobile: securities in physical mode:

Physical shareholders are hereby notified that based on SEBI Circular number: SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37, dated March 16th, 2023, All holders of physical securities in listed companies shall register the postal address with PIN for their corresponding folio numbers. It shall be mandatory for the security holders to provide mobile number. Moreover, to avail online services, the security holders can register e-mail ID. Holder can register/update the contact details through submitting the requisite ISR 1 form along with the supporting documents.

ISR 1 Form can be obtained by following the link:

<https://ris.kfintech.com/clientservices/isc/default.aspx>

ISR Form(s) and the supporting documents can be provided by any one of the following modes.

- a) Through ‘In Person Verification’ (IPV): the authorized person of the RTA shall verify the original documents furnished by the investor and retain copy(ies) with IPV stamping with date and initials; or
- b) Through hard copies which are self-attested, which can be shared on the address below; or

Name	KFIN Technologies Limited
Address	Selenium Building, Tower-B, Plot No 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddy, Telangana India - 500 032.

- c) Through electronic mode with e-sign by following the link: <https://ris.kfintech.com/clientservices/isc/default.aspx#>

Detailed FAQ can be found on the link: <https://ris.kfintech.com/faq.html>

For more information on updating the email and Mobile details for securities held in electronic mode, please reach out to the respective DP(s), where the DEMAT a/c is being held.

iii. After receiving the e-voting instructions, please follow all steps above to cast your vote by electronic means.

Details on Step 3 are mentioned below:

I) Instructions for all the shareholders, including Individual, other than Individual and Physical, for attending the EOGM of the Company through VC/OAVM and e-Voting during the meeting.

- i. Member will be provided with a facility to attend the EOGM through VC / OAVM platform provided by KFintech. Members may access the same at <https://emeetings.kfintech.com/> by using the e-voting login credentials provided in the email received from the Company/KFintech. After logging in, click on the Video Conference tab and select the EVEN of the Company. Click on the video symbol and accept the meeting etiquettes to join the meeting. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned above.
- ii. Facility for joining EOGM through VC/ OAVM shall open at least 15 minutes before the commencement of the Meeting.
- iii. Members are encouraged to join the Meeting through Laptops/ Desktops with Google Chrome

(preferred browser), Safari, Internet Explorer, Microsoft Edge, Mozilla Firefox 22.

- iv. Members will be required to grant access to the webcam to enable VC / OAVM. Further, Members 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.
- v. As the EOGM is being conducted through VC / OAVM, for the smooth conduct of proceedings of the EOGM, Members are encouraged to express their views / send their queries in advance mentioning their name, demat account number / folio number, email id, mobile number at cs@monolithischindia.in. Questions /queries received by the Company till 5th November 2025 shall only be considered and responded during the EOGM.
- vi. The Members who have not cast their vote through remote e-voting shall be eligible to cast their vote through e-voting system available during the EOGM. E-voting during the EOGM is integrated with the VC / OAVM platform. The Members may click on the voting icon displayed on the screen to cast their votes.
- vii. A Member can opt for only single mode of voting i.e., through Remote e-voting or voting at the EOGM. If a Member cast votes by both modes, then voting done through Remote e-voting shall

prevail and vote at the EOGM shall be treated as invalid.

- viii. Facility of joining the EOGM through VC / OAVM shall be available for atleast 2000 members on first come first served basis.
- ix. Institutional Members are encouraged to attend and vote at the EOGM through VC / OAVM.

OTHER INSTRUCTIONS:

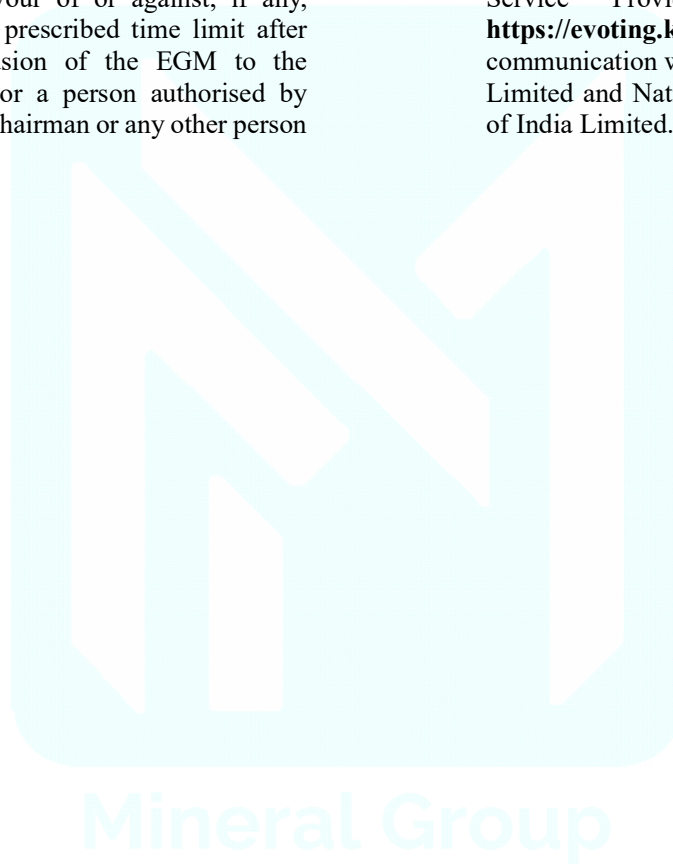
- I. **Speaker Registration:** The Members who wish to speak during the meeting may register themselves as speakers for the EOGM to express their views. They can visit <https://emeetings.kfintech.com> and login through the user id and password provided in the mail received from Kfintech. On successful login, select 'Speaker Registration' which will open from 05th November 2025; 10:00 A.M to 05th November 2025; 05:00 P.M. Members shall be provided a 'queue number' before the meeting. The Company reserves the right to restrict the speakers at the EOGM to only those Members who have registered themselves, depending on the availability of time for the EOGM.
- II. **Post your Question:** The Members who wish to post their questions prior to the meeting can do the same by visiting <https://emeetings.kfintech.com>. Please login through the user id and password provided in the mail received from Kfintech. On successful login, select 'Post Your Question' option which will opened from 05th November 2025; 10:00 A.M to 05th November 2025; 05:00 P.M
- III. In case of any query and/or grievance, in respect of voting by electronic means, Members may refer to the Help & Frequently Asked Questions (FAQs) and E-voting user manual available at the download section of <https://evoting.kfintech.com> (Kfintech Website) or contact Ms. C Shobha Anand, at evoting@kfintech.com or call Kfintech's toll free No. 1-800-309-4001 for any further clarifications.
- IV. The Members, whose names appear in the Register of Members / list of Beneficial Owners as on Saturday 01st November 2025, being the cut-off date, are entitled to vote on the Resolutions set forth in this Notice. A person who is not a member as on the cut-off date should treat this Notice for information purposes only. Once the vote on a resolution(s) is cast by the Member, the Member shall not be allowed to change it subsequently.
- V. This EGM Notice is being sent to all the Members, whose names appear in the Register of Members/ List of Beneficial Owners as received from National Securities Depository Limited (NSDL) / Central Depository Services (India) Limited (CDSL) as on **Wednesday, October 15, 2025**. In case a person has become a Member of the Company after dispatch of EGM Notice but on or before the cut-off date for E-voting, he/she may obtain the User ID and Password in the manner as mentioned below :
 - i. If e-mail address or mobile number of the member is registered against Folio No. / DP ID Client ID, then on the home page of <https://evoting.kfintech.com/>, the member may click "Forgot Password" and enter Folio No. or DP ID Client ID and PAN to generate a password.
 - ii. Members who may require any technical assistance or support before or during the EOGM are requested to contact Kfintech at toll free number 1-

800-309-4001 or write to them at evoting@kfintech.com.

- VI. The Scrutinizer shall, immediately after the conclusion of EGM, count the votes cast at the EGM and thereafter, unblock the votes cast through remote e-voting in the presence of at least two witnesses, who are not in the employment of the Company. The Scrutinizer shall submit a consolidated Scrutinizer's Report of the total votes cast in favour of or against, if any, within the prescribed time limit after the conclusion of the EGM to the Chairman or a person authorised by him. The Chairman or any other person

authorised by him shall declare the result of the voting forthwith.

- VII. The resolution(s) will be deemed to be passed on the EGM date subject to receipt of the requisite number of votes in favour of the resolution(s). The Results declared along with the Scrutinizer's Report(s) will be available on the website of the Company at <https://monolithisch.com/> and Service Provider's website at <https://evoting.kfintech.com> and the communication will be sent to the BSE Limited and National Stock Exchange of India Limited.



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

For Item Nos. 1 & 2:

Pursuant to the provisions of Section 102 of the Companies Act, 2013 (“the Act”), the following Explanatory Statement sets out all material facts relating to the item of business mentioned in the accompanying Notice.

The provisions of Section 188 of the Companies Act, 2013 (“the Act”) read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014, as amended, and Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), require prior approval of the Members by way of an Ordinary Resolution for all material related party transactions if a transaction with a related party to be entered into individually or taken together with previous transactions during a financial year, exceed(s) ₹50 crore or 10% of the annual consolidated turnover, as per the last audited financial statements of the listed entity, whichever is lower.

Background and Details of the Proposed Transaction:

Monolithisch India Limited (“the Company”) proposes to acquire the entire shareholding of its group company, Mineral India Global Private Limited (“Investee Company”), thereby making Mineral India Global Private Limited a wholly owned subsidiary of the Company.

Mineral India Global Private Limited presently has a total of 4,50,002 equity shares of ₹100 each, held by the following shareholders:

Sl No	Name	Shares Held
1	Prabhat Tekriwal HUF	425000
2	Prabhat Tekriwal	25001
3	Sharmila Tekriwal	1

The basis of valuation for the proposed transaction is done through fair market value wherein the valuation method used is Net Asset Value (NAV) as on 30.09.2025, leading to an aggregate consideration of approximately ₹18 crores. The transaction is in compliance with the provisions of Section 186 of the Companies Act, 2013, under which the Company has an approved investment limit of ₹100 crore as approved by the shareholders dated 12.12.2024.

The acquisition forms part of the Company’s strategic investment, consolidation and expansion plan, aimed at strengthening group synergies and enhancing operational and financial efficiencies. The acquisition shall be undertaken in one or more tranches from the existing shareholders of Mineral India Global Private Limited on the terms and conditions of Share Purchase Agreement to be entered after the approval from shareholders, at a price supported by a fair valuation report.

As the proposed acquisition involves related parties of the Company, the same falls within the ambit of Related Party Transactions under Section 188 of the Act and Regulation 23 of the SEBI Listing Regulations, thereby requiring approval of shareholders by way of an Ordinary Resolution.

The Audit Committee, at its meeting held on October 15, 2025, after considering the relevant documents and valuation details placed before it, reviewed and approved the proposed acquisition, noting that the transaction shall be undertaken on an arm’s length basis. The Board of Directors, at its meeting held on October 15, 2025, accorded its approval for the same, subject to the approval of the shareholders.

Upon completion of the proposed acquisition, Mineral India Global Private Limited will become a wholly owned subsidiary of Monolithisch India Limited.

Information pursuant to SEBI circular no. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/135 dated October 13, 2025:

SL NO	Particulars	Related Party 1	Related Party 2
1.	Name of the related party	Prabhat Tekriwal HUF	Prabhat Tekriwal
2.	Nature of relationship with the company	Prabhat Tekriwal is the Karta of HUF and also Director and Promoter of the Company.	Prabhat Tekriwal is the Director and Promoter of the Company.
3.	Type, material terms and particulars of the proposed transaction	Acquisition. The basis of valuation for the proposed transaction is done through fair market value wherein the valuation method used is Net Asset Value (NAV) as on 30.09.2025.	Acquisition. The basis of valuation for the proposed transaction is done through fair market value wherein the valuation method used is Net Asset Value (NAV) as on 30.09.2025.
4.	Tenure of the proposed transaction	Maximum Two months from the date of Share purchase agreement.	Maximum Two months from the date of Share purchase agreement.
5.	Value of the proposed transaction	16,98,85,250/-	99,93,650/-
6.	Percentage of the company's annual consolidated turnover for the immediately preceding financial year that is represented by the value of the proposed transaction	17.45%	1.03%
7.	a) Details of the source of funds in connection with the proposed transaction	Internal Accruals and Interest free Loan from Director Mr. Harsh Tekriwal, if required. (Pursuant to the provisions of Section 179 of the Companies Act, 2013, the Board of Directors of the Company, at its meeting held on 15th October, 2025, authorized obtaining loan from Mr. Harsh Tekriwal, Director of the Company, to maintain liquidity in the Company and to support the proposed transaction).	Internal Accruals
	(b) where any financial indebtedness is incurred to make or give loans, inter-corporate deposits, advances, or investments	NA	NA

	- Nature of indebtedness - Cost of funds and - Tenure		
	(c) Applicable terms, including covenants, tenure, interest rate, repayment schedule, whether secured (nature of security) or unsecured	NA	NA
	(d) Purpose for which funds will be utilized	For acquiring shares of its Wholly-Owned Subsidiary (WOS)	For acquiring shares of its Wholly-Owned Subsidiary (WOS)
8.	Justification as to why the RPT is in the interest of the company	The acquisition forms part of the Company's strategic investment consolidation and expansion plan, aimed at strengthening group synergies and enhancing operational, financial, and administrative efficiencies. It is further intended to promote better corporate governance, improve marketing and manufacturing capabilities, and drive business synergies and operational excellence, ultimately leading to improved profitability.	The acquisition forms part of the Company's strategic investment consolidation and expansion plan, aimed at strengthening group synergies and enhancing operational, financial, and administrative efficiencies. It is further intended to promote better corporate governance, improve marketing and manufacturing capabilities, and drive business synergies and operational excellence, ultimately leading to improved profitability.
9.	Details about valuation, arm's length and ordinary course of business	Valuation is being obtained from Registered valuer done through fair market value wherein the valuation method used is Net Asset Value (NAV) as on 30.09.2025. The said transaction is undertaken at arm's length as per the valuation report of IBBI Registered Valuer dated 15.10.2025.	Valuation is being obtained from Registered valuer done through fair market value wherein the valuation method used is Net Asset Value (NAV) as on 30.09.2025. The said transaction is undertaken at arm's length as per the valuation report of IBBI Registered Valuer dated 15.10.2025.
10.	Valuation or other external report, if any, relied upon by the listed entity in relation to the proposed transaction	Valuation report of IBBI Registered Valuer IBBI/RV/03/2022/150210 dated 15.10.2025.	Valuation report of IBBI Registered Valuer IBBI/RV/03/2022/150210 dated 15.10.2025.
11.	Any other information relevant or important for the shareholders to	All the transactions are on arm's length basis. All the important or relevant information have been	All the transactions are on arm's length basis. All the important or relevant information have been

	take an informed decision	provided in the foregoing paragraphs of the explanatory statement.	provided in the foregoing paragraphs of the explanatory statement.
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Except Mr. Prabhat Tekriwal, Mr. Harsh Tekriwal, Mrs. Sharmila Tekriwal and Mr. Kritish Tekriwal, Directors, None of the Directors are in any way interested or concerned in the resolution.

Your Board of Directors considered the same and recommends passing of the resolutions contained in Item Nos. 1 & 2 of this Notice.



ITEM NO. 3 APPOINTMENT OF JOINT STATUTORY AUDITOR OF THE COMPANY

The Board of Directors of the Company proposes to appoint M/s. R.K. Jagetiya & Co., Chartered Accountants (ICAI Firm Registration No. 146264W), Mumbai, as the Joint Statutory Auditors of the Company, in addition to the existing Statutory Auditors, M/s. P. N. & Company, Chartered Accountants (Firm Registration No. 016783C).

In view of the expanded scale of operations, increased statutory and regulatory requirements, and to ensure better coverage and efficiency in audit and certification work, the Board considers it appropriate to appoint an additional audit firm as Joint Statutory Auditors.

Pursuant to the provisions of Sections 139 and 142 of the Companies Act, 2013 ("the Act") read with the Companies (Audit and Auditors) Rules, 2014, such appointment requires approval of the members at a general meeting.

Accordingly, based on the recommendations of the Audit Committee and the approval of the Board of Directors, it is proposed to appoint

M/s. R.K. Jagetiya & Co., Chartered Accountants, Mumbai, as Joint Statutory Auditors of the Company, to hold office upto the ensuing Annual General Meeting to be held for the Financial year 2025-26, on such remuneration as may be mutually agreed upon between the Board of Directors/ Audit Committee and the Auditors.

M/s. R.K. Jagetiya & Co., Chartered Accountants, Mumbai have confirmed their eligibility under Section 141 of the Companies Act, 2013, and the rules made thereunder, for appointment as Joint Statutory Auditors. They have further confirmed that they hold a valid certificate issued by the Peer Review Board of the Institute of Chartered Accountants of India (ICAI), as required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Board of Directors accordingly recommends the Ordinary Resolution set out at Item No. 3 of the accompanying Notice for the approval of the members.

None of the Directors, Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the proposed Resolution.

**By order of the Board
FOR MONOLITHISCH INDIA LIMITED**

**Sd/-
Harsh Tekriwal
MANAGING DIRECTOR
DIN: 07147021**

**Date- 15.10.2025
Place- Ranchi**