

Notice

NOTICE OF THE 8TH ANNUAL GENERAL MEETING

NOTICE is hereby given that an **Annual General Meeting** of the Members of **Monolithisch India Limited** (formerly known as Monolithisch India Private Limited) will be held on Tuesday, September 29, 2026 at 03.00 p.m. IST ("**AGM**") through video conferencing ("**VC**") / other audio-visual means ("**OAVM**"), to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March, 2026 together with the Report of the Board of Directors and the Auditors thereon.
2. To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2026 together with the Report of the Auditors thereon.
3. **To consider and approve re-appointment of Mrs. Sharmila Tekriwal (DIN: 00884541) as a Director of the Company, who retires by rotation and being eligible offers herself for re-appointment:**

To consider and if thought fit, to pass, the following Resolution as an **Ordinary Resolution** for re-appointment of Mrs. Sharmila Tekriwal (DIN: 00884541) as a Director of the Company, who retires by rotation:

"RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof), Mrs. Sharmila Tekriwal (DIN: 00884541), who retires by rotation at this Annual General Meeting and being eligible, offers herself for re-appointment.

RESOLVED FURTHER THAT approval of the members of the company be and is hereby accorded to the principal terms and conditions outlined in the attached explanatory statement for Mrs. Sharmila Tekriwal's (DIN: 00884541) re-appointment. The Board of Directors (including the Nomination and Remuneration Committee) is authorized to make adjustments to these terms, including alterations, amendments, or modifications, provided they are within the limits

specified under Schedule V of the Companies Act, 2013, and acceptable to Mrs. Sharmila Tekriwal.

RESOLVED FURTHER THAT any one of the Directors of the Company be and are hereby authorised to do all necessary acts, deeds and things that may be required to give effect to the above resolution."

4. To approve the appointment of M/s. R K Jagetiya & Co., Chartered Accountants (Firm Registration No. 146264W), Mumbai, as Joint Statutory Auditors of the Company for a term of three (3) consecutive years.

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

"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 and other applicable statutory provisions, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, and pursuant to the recommendation of the Audit Committee and approval of the Board of Directors of the Company, consent of the Members be and is hereby accorded for the appointment of M/s. R K Jagetiya & Co., Chartered Accountants (Firm Registration No. 146264W), Mumbai, as Joint Statutory Auditors of the Company, in addition to the existing Statutory Auditors, M/s. P N & Company, Chartered Accountants (Firm Registration No. 016783C), to hold office for a term of three (3) consecutive years from the conclusion of the 8th Annual General Meeting until the conclusion of the 11th Annual General Meeting of the Company, at such remuneration and reimbursement of out-of-pocket expenses as may be determined by the Board of Directors in consultation with the Joint Statutory Auditors.

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof) and/or the Company Secretary be and are hereby jointly/severally authorized to do all such acts, deeds, matters and things as may be deemed necessary, desirable or expedient to give effect to this Resolution, including filing of requisite e-forms and returns with the Registrar of Companies and making all necessary intimations, disclosures and

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filings with the Stock Exchange(s), SEBI and other regulatory authorities, as may be required."

SPECIAL BUSINESS:

5. Ratification of Remuneration of Cost Auditor payable for the Financial Year 2026-27:

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 148 and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), read with the Companies (Cost Records and Audit) Rules, 2014 and other rules made thereunder, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, and pursuant to the recommendation of the Audit Committee and approval of the Board of Directors of the Company, **M/s Ajay Deep Wadhwa & Associates, Cost and Management Accountants**, through its Proprietor **Mr. Ajay Deep Wadhwa (CMA)**, be and is hereby appointed as the **Cost Auditor of the Company** to conduct the audit of the cost records of the Company for the **Financial Year 2026-27**, on such terms and conditions as may be determined by the Board of Directors of the Company.

RESOLVED FURTHER THAT pursuant to Section 148(3) of the Companies Act, 2013, the remuneration of ₹ **30,000/- (Rupees Thirty Thousand only)** per annum, **inclusive of applicable taxes and out-of-pocket expenses**, payable to **M/s Ajay Deep Wadhwa & Associates, Cost and Management Accountants**, for conducting the cost audit of the Company for the Financial Year 2026-27.

RESOLVED FURTHER THAT any Director of the Company and/or Company Secretary of the Company be and are hereby **severally authorised** to do all such acts, deeds, matters and things as may be necessary, proper or expedient to give effect to this Resolution."

6. Approval for Maintaining the Register of Members and Other Statutory Records at the Corporate Office of the Company:

To consider and if thought fit, to pass, the following Resolution as a **Special Resolution** for maintaining Company Statutory Registers at the corporate office under Section 94 of the Companies Act, 2013:

"RESOLVED THAT pursuant to the provisions of Section 94 and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), read with the rules made thereunder, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, and subject to such approvals, permissions and sanctions as may be necessary, the consent of the Members of the Company be and is hereby accorded to keep and maintain the Register of Members, the Index of the Register of Members and copies of all Annual Returns filed under Section 92 of the Act, at the Corporate Office of the Company situated at Cosy Corner, Burdwan Compound, Lalpur, Ranchi G.P.O., Ranchi, Jharkhand, India – 834001, instead of at the Registered Office of the Company, the aforesaid place being a place in India where not less than one-tenth of the total number of Members entered in the Register of Members reside.

RESOLVED FURTHER THAT the Board of Directors of the Company (which term shall be deemed to include any Committee thereof or any Director, Company Secretary or other authorised officer of the Company) be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, proper or expedient to give effect to this resolution, including making necessary filings and intimations with the Registrar of Companies and complying with all applicable statutory requirements in this regard.

7. Alteration of the Articles of Association of the Company to Align the Same with the Companies Act, 2013, SEBI (LODR) Regulations, 2015, Depositories Act, 1996 and Other Applicable Laws:

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

"RESOLVED THAT pursuant to the provisions of Sections 5, 14 and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), read with the rules made thereunder, the applicable provisions of the Securities and Exchange Board of India Act, 1992, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), the Depositories Act, 1996, the applicable Secretarial Standards issued by the Institute of Company Secretaries of India and other applicable laws,

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rules, regulations, circulars, notifications and guidelines, including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force, and subject to such approvals, consents, permissions and sanctions as may be required, the consent of the Members of the Company be and is hereby accorded to alter and amend the existing Articles of Association of the Company by **substituting the existing Articles of Association with a revised set of Articles of Association**, as placed before the Members and initialled by the Chairperson for the purpose of identification, so as to align the same with the provisions of the Act, the rules made thereunder, the applicable provisions of the SEBI LODR Regulations, the Depositories Act, 1996 and other applicable statutory and regulatory requirements applicable to the Company as a listed entity.

RESOLVED FURTHER THAT the revised Articles of Association shall, inter alia, incorporate and provide for provisions relating to:

- a) the holding and transfer of securities in physical and/or dematerialised form and recognition of the rights of beneficial owners in accordance with the Depositories Act, 1996 and the regulations, bye-laws and rules of the depositories;
- b) transmission, transposition, nomination and other matters relating to securities of the Company, to the extent applicable under law;
- c) the convening, conduct and proceedings of General Meetings, including participation through Video Conferencing ("VC") or Other Audio-Visual Means ("OAVM"), wherever permitted under applicable law;
- d) voting by electronic means, remote e-voting, postal ballot and other modes of voting as may be permitted or prescribed under applicable law;
- e) appointment and participation of proxies and electronic submission of proxy-related documents, in accordance with applicable law;
- f) appointment, qualification, tenure, retirement, resignation, removal, duties and responsibilities of Directors, including Independent Directors, Woman Director and other classes of Directors, to the extent applicable to the Company;
- g) appointment of Nominee Directors, Additional Directors and other categories of Directors as may be permitted under the Act and other applicable laws;
- h) retirement of Directors by rotation and matters incidental thereto in accordance with the Act;
- i) meetings of the Board of Directors and Committees thereof, including participation through VC/OAVM and passing of resolutions by circulation, as permitted under applicable law;
- j) constitution, powers, functions and proceedings of such Committees of the Board as are required to be constituted under applicable law;
- k) related party transactions and other matters required to be dealt with in accordance with the Act, SEBI LODR Regulations and other applicable laws;
- l) maintenance, inspection and preservation of statutory registers, records and documents in physical or electronic form, as permitted under applicable law;
- m) service of notices, documents and communications to Members and other stakeholders through electronic mode, wherever permitted under applicable law;
- n) provisions relating to unpaid and unclaimed dividend and transfer thereof, together with the underlying shares, to the Investor Education and Protection Fund, wherever applicable;
- o) appointment and recognition of Key Managerial Personnel and other officers of the Company in accordance with applicable law;
- p) Optional use of Common Seal in accordance with the Companies Act, 2013;
- q) such other provisions as may be necessary or expedient to ensure that the Articles of Association remain consistent with the Act, the rules made thereunder, applicable SEBI regulations, the Depositories Act, 1996 and other applicable laws and regulatory requirements governing the Company.

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RESOLVED FURTHER THAT the Articles of Association shall be read and construed subject to the provisions of the Act, the rules made thereunder, the SEBI LODR Regulations, the Depositories Act, 1996 and other applicable laws, as amended from time to time, and in the event of any inconsistency between the provisions of the Articles of Association and any applicable law or statutory/regulatory requirement, the provisions of such applicable law or requirement shall prevail.

RESOLVED FURTHER THAT any Director, Company Secretary or other Key Managerial Personnel of the Company be and is hereby severally authorised to finalise the text of the revised Articles of Association, make such modifications, alterations, additions, deletions or corrections thereto as may be required by the Registrar of Companies, Securities and Exchange Board of India, National Stock Exchange of India Limited or any other statutory or regulatory authority, and to file the necessary forms, returns and documents and to do all such acts, deeds, matters and things as may be necessary, proper or expedient to give effect to this Resolution."

8. Ratification of Material Related Party Transaction entered during FY 2025-26 between the Company and Mr. Harsh Tekriwal, Managing Director of the Company:

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 applicable provisions of the Companies Act, 2013, and the rules made thereunder, including Section 188

and other applicable provisions, and Regulation 2(1)(zc), Regulation 23 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, and pursuant to the recommendation of the Audit Committee and approval of the Board of Directors, the consent of the Members of the Company be and is hereby accorded for ratification and approval of the Material Related Party Transaction entered into by the Company with Mr. Harsh Tekriwal, Managing Director of the Company, during the Financial Year 2025-26, involving acceptance of loan aggregating to ₹18.00 Crores from Mr. Harsh Tekriwal, on the terms and conditions as detailed in the Explanatory Statement annexed to the Notice of this Annual General Meeting.

RESOLVED FURTHER THAT the Members hereby ratify and approve the aforesaid Material Related Party Transaction undertaken during the Financial Year 2025-26, as detailed in the Explanatory Statement.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to take all such actions, execute such documents, make such disclosures and filings and do all such acts, deeds and things as may be necessary or incidental to give effect to this resolution."

Sd/-

Harsh Tekriwal

Managing Director

DIN: 07147021

Date- 04.09.2026

Place- Purulia

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NOTES:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, in respect of the business as set out in the AGM 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 AGM of the Company is being held through VC / OAVM. The deemed venue for the AGM shall be the Corporate Office of the Company.
3. The Company has made arrangements through **National Securities Depository Limited ("NSDL")** to provide the facility for attending the AGM through **VC/OAVM**. The Members can join the AGM 15 minutes before and after the scheduled time of commencement of the Meeting by following the procedure mentioned in the Notice.
4. Pursuant to the provisions of Section 105 of the Act, a Member entitled to attend and vote at the AGM 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 AGM 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 AGM and hence the Proxy Form and Attendance Slip are not annexed to this.
5. Since the AGM 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 **M/s. Shikha Kavya & Associates, Practicing Company Secretaries**, represented by **Mrs. Shikha Agarwal, Practicing Company Secretary**, as the **Scrutiniser** to scrutinise 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 applicable MCA Circulars and SEBI Circulars, the Notice of AGM is being sent only in electronic mode to Members whose e-mail addresses are registered with the Company or the Depository Participant(s). The AGM Notice is also available on the Company's website at **<https://monolithisch.com/>** and on the website of the Stock Exchange, **National Stock Exchange of India Limited ("NSE")**, at **www.nseindia.com**, and on the website of **NSDL** at **www.evoting.nsdl.com**.
12. Members desiring any information with regard to AGM 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 **National Securities Depository Limited**

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("NSDL"), 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, thereby facilitating seamless authentication and ease and convenience of participating in the e-Voting process. Shareholders are advised to update their mobile number and e-mail ID with their respective DPs to access the e-Voting facility.
- iv. The remote e-Voting period **commences from Saturday, September 26, 2026 at 09:00 A.M. (IST) and ends on Monday, September 28, 2026 at 5:00 P.M. (IST)**. Thereafter, the remote e-voting module will be disabled by NSDL.
- 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 Tuesday, September 22, 2026**.
- vi. Any person holding shares in physical form and non-individual shareholders holding shares in demat form, who acquires shares of the Company and becomes a member after the dispatch of the Notice and holds shares as on the cut-off date, i.e. **Tuesday, 22 September 2026**, may obtain the User ID and password by sending a request to **evoting@nsdl.com**. Members may also refer to the procedure provided below for obtaining login credentials.

Step 1: Access to NSDL e-Voting system

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

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email ID in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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Type of shareholders	Login Method
	2. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 3. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 5. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience NSDL Mobile App is available on  App Store  Google Play  
Individual Shareholders holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers’ website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.

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Type of shareholders	Login Method
	4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. 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.com or call at 022 - 4886 7000
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/ JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to acsshikhajain@gmail.com, with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on.: 022 - 4886 7000 or send a request to Ms. Pallavi Mhatre, DVP, NSDL at evoting@nsdl.com

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Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to cs@monolithischindia.in
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to cs@monolithischindia.in If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE EGM/AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the EGM/AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the EGM/AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the EGM/AGM.

3. Members who have voted through Remote e-Voting will be eligible to attend the EGM/AGM. However, they will not be eligible to vote at the EGM/AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the EGM/AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE EGM/AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the EGM/AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under **"Join meeting"** menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. 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 in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at cs@monolithischindia.in The same will be replied by the company suitably.

Members who wish to speak during the AGM and express their views may register themselves as speakers by visiting the e-voting website

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of **National Securities Depository Limited ("NSDL")** at <https://www.evoting.nsdl.com/> and logging in using the e-voting credentials provided in the e-mail received from the Company/NSDL.

Upon successful login, Members may select the option for **"Speaker Registration"** and complete the registration process. The Speaker Registration facility shall remain open from **September 26, 2026 at 10:00 A.M. to September 28, 2026 at 05:00 P.M.**

Members shall be provided a queue number

before the commencement of the Meeting. The Company reserves the right to restrict the number of speakers at the AGM to only those Members who have registered themselves as speakers, depending upon the availability of time for the AGM.

6. Shareholders attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

Explanatory Statement

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

Item No. 3: Re-appointment of Mrs. Sharmila Tekriwal (DIN: 00884541) as a Director of the Company, who retires by rotation and being eligible, offers herself for re-appointment:

Mrs. Sharmila Tekriwal (DIN: 00884541) is a Non-Executive Director of the Company and one of the Promoters of the Company. She has been associated with the Company since its incorporation. She has passed secondary school and has around 23 years of industry experience in the refractory material industry.

She was first appointed on the Board of the Company on August 29, 2018. In accordance with Section 152 of the Companies Act, 2013, she retires by rotation at the ensuing Annual General Meeting and, being eligible, has offered herself for re-appointment.

The terms and conditions of her re-appointment are as follows:

Particulars	Details
Name of the Director	Mrs. Sharmila Tekriwal
DIN	00884541
Date of Birth	15 July 1971
Age	55 years
Date of First Appointment on the Board	29 August 2018
Qualification	Secondary
Nature of Expertise in Specific Functional Areas	Refractory material
Brief Resume	Sharmila Tekriwal is the Non-Executive Director of our Company. She is also one of the Promoters of the Company and has been associated with our Company since its incorporation. She has completed her secondary education. She has an industry experience of around 23 years in refractory material industry.
Terms and Conditions of Re-appointment	Re-appointment as a Director liable to retire by rotation, in accordance with Section 152 of the Companies Act, 2013.
Remuneration last drawn	-
Remuneration proposed to be paid	-
Shareholding in the Company	59,008 Equity Shares
Relationship with other Directors, Manager and Key Managerial Personnel	Mrs. Sharmila Tekriwal is the wife of Mr. Prabhat Tekriwal, Whole-Time Director/CFO of the Company. She is also related to Mr. Harsh Tekriwal, Managing Director, and Mr. Kritish Tekriwal who are her sons.
Number of Board Meetings attended during FY 2025-26	31
Directorships held in other Companies	4
Memberships/Chairmanships of Committees of other Boards	-
Memberships/Chairmanships of Committees of the Company	3
Listed entities from which the Director has resigned during the preceding three years	-
Names of listed entities in which the person holds directorship and the category of directorship	-
Names of listed entities in which the person has resigned as a director in the past three years	-

Explanatory Statement

The Board of Directors, based on the recommendation of the Nomination and Remuneration Committee, recommends the **Ordinary Resolution set out at Item No. 3** of the Notice for approval by the Members.

Except Mrs. Sharmila Tekriwal, Mr. Prabhat Tekriwal, Mr. Harsh Tekriwal and Mr. Kritish Tekriwal, to the extent of their respective relationship and/or shareholding, if any, in the Company, none of the Directors, Key Managerial Personnel or their relatives is concerned or interested, financially or otherwise, in the proposed Resolution.

Item No. 4: To approve the appointment of M/s. R K Jagetiya & Co., Chartered Accountants (Firm Registration No. 146264W), Mumbai, as Joint Statutory Auditors of the Company for a term of three (3) consecutive years:

The Board of Directors of the Company, upon the recommendation of the Audit Committee, has proposed the appointment of M/s. R K Jagetiya & Co., Chartered Accountants (Firm Registration No. 146264W), Mumbai, as Joint Statutory Auditors of the Company, in addition to the existing Statutory Auditors, M/s. P N & Company, Chartered Accountants (Firm Registration No. 016783C).

The proposed appointment is intended to further strengthen the Company's audit and assurance framework, enhance financial oversight, improve governance standards and support the Company's growing business operations and regulatory compliance requirements. Considering the increasing scale and complexity of the Company's operations and keeping in view the enhanced compliance requirements applicable to listed companies, the Board believes that the appointment of Joint Statutory Auditors would be in the best interests of the Company and its stakeholders.

M/s. R K Jagetiya & Co. have conveyed their consent to act as Joint Statutory Auditors of the Company and have confirmed that their appointment, if made, would be within the limits prescribed under the Companies Act, 2013 and that they satisfy the criteria provided under Sections 139 and 141 of the Companies Act, 2013. The Company has also received a certificate from the said firm confirming their eligibility for appointment as Joint Statutory Auditors.

The Audit Committee and the Board of Directors have reviewed the credentials, experience, expertise and peer review status of M/s. R K Jagetiya & Co. and are satisfied that the firm possesses the requisite knowledge, capability and experience to effectively discharge the responsibilities of Joint Statutory Auditors of the Company.

Accordingly, the Board of Directors recommends the **Ordinary Resolution set out at Item No. 4** of the Notice for approval of the Members.

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

Item No. 5: Ratification of Remuneration of Cost Auditor payable for the Financial Year 2026-27:

The Board of Directors of the Company, on the recommendation of the Audit Committee, has approved the appointment of Mr. Ajay Deep Wadhwa (CMA), Proprietor of M/s Ajay Deep Wadhwa & Associates, Practicing Cost and Management Accountants, as the Cost Auditor of the Company for conducting the audit of the cost records maintained by the Company for the financial year ending March 31, 2027.

In accordance with the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Cost Records and Audit) Rules, 2014, the remuneration payable to the Cost Auditor is required to be ratified by the Members of the Company.

Accordingly, the Board has approved a remuneration of Rs. 30,000/- (Rupees Thirty Thousand Only) per annum, inclusive of applicable taxes and out-of-pocket expenses, if any, payable to M/s. Ajay Deep Wadhwa & Associates for conducting the cost audit for the financial year 2026-27, subject to ratification by the Members.

The Board recommends the **Ordinary Resolution set out at Item No. 5** of the Notice for approval of the Members.

Explanatory Statement

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

Item No. 6: Approval for Maintaining the Register of Members and Other Statutory Records at the Corporate Office of the Company:

Section 94 of the Companies Act, 2013 ("Act") provides that the registers and indices required to be maintained under the Act shall be kept at the Registered Office of the Company, unless such registers and records are kept at such other place in India in which not less than one-tenth of the total number of Members entered in the Register of Members reside, subject to the approval of the Members by a Special Resolution.

The Company presently maintains its statutory registers and records at its Registered Office. In order to facilitate convenient access to and maintenance of the statutory records of the Company, it is proposed to maintain the Register of Members, the Index of the Register of Members and copies of all Annual Returns filed under Section 92 of the Act at the Corporate Office of the Company situated at: Cosy Corner, Burdwan Compound, Lalpur, Ranchi G.P.O., Ranchi, Jharkhand, India – 834001.

Accordingly, approval of the Members is sought by way of a Special Resolution for maintaining the aforesaid statutory registers and records at the Corporate Office of the Company instead of the Registered Office.

The proposed resolution, if approved, will authorise the Company to maintain the aforesaid statutory records at the Corporate Office and to undertake all necessary statutory filings, intimations and compliances in this regard. The relevant statutory records and documents shall be made available for inspection by the Members in accordance with the provisions of the Act and the rules made thereunder.

The Board of Directors, at its meeting held on **September 4, 2026**, considered and approved the proposal and recommends the Special Resolution set out at Item No. 6 of the accompanying Notice for approval of the Members.

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

Item No. 7: Alteration of the Articles of Association of the Company to Align the Same with the Companies Act, 2013, SEBI (LODR) Regulations, 2015, Depositories Act, 1996 and Other Applicable Laws:

In view of the Company being a listed entity and to ensure that the Articles of Association remain consistent with the prevailing statutory and regulatory framework, it is proposed to substitute the existing Articles of Association with a revised set of Articles of Association incorporating the applicable provisions of the Companies Act, 2013, SEBI LODR Regulations, Depositories Act, 1996 and other applicable laws.

The proposed alteration of the Articles of Association is intended to ensure that the Company's constitutional documents are updated, compliant and consistent with the applicable statutory and regulatory framework governing the Company as a listed entity.

Pursuant to Section 14 of the Companies Act, 2013, alteration of the Articles of Association requires the approval of the Members by way of a Special Resolution. Accordingly, the approval of the Members is sought for alteration of the Articles of Association and substitution of the existing Articles of Association with the revised Articles of Association as set out in the resolution at Item No. 7.

The revised Articles of Association will be available for inspection by the Members at the Registered Office during business hours on all working days up to and including the date of the AGM and will also be available for inspection electronically, wherever applicable.

The **Board of Directors**, at its meeting held on **September 4, 2026**, after considering the need to align the Articles of Association with the applicable statutory and regulatory provisions, approved the proposed alteration of the Articles of Association and recommends the Special Resolution set out at Item No. 7 of the accompanying Notice for approval by the Members.

Explanatory Statement

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

Item No. 8: Approval and Ratification of Material Related Party Transactions during FY 2025-26 between the Company and Mr. Harsh Tekriwal, Managing Director of the Company:

In terms of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), material related party transactions require approval of the Members by way of an Ordinary Resolution, even if undertaken in the ordinary course of business and at arm's length.

Mr. Harsh Tekriwal, Managing Director and Promoter of the Company, is a related party under Section 2(76) of the Companies Act, 2013 and Regulation 2(1)(zb) of the Listing Regulations.

During FY 2025-26, the Company received **unsecured, interest-free financial assistance of Rs. 18 Crores** from Mr. Harsh Tekriwal to meet its liquidity requirements and facilitate the acquisition of 100% shareholding in Mineral India Global Private Limited. The loan was provided without interest or security, and Mr. Harsh Tekriwal has confirmed that the funds were advanced from his own funds and were not sourced from borrowed funds. The loan was accepted in accordance with **Section 73 of the Companies Act, 2013 read with Rule 2(1)(c)(viii) of the Companies (Acceptance of Deposits) Rules, 2014**, with prior Board approval dated 15.10.2025.

The proposed source of funding was disclosed in the Explanatory Statement to the EGM Notice dated **08.11.2025**, and the borrowing was within the overall borrowing limit of **Rs. 100 Crores** approved by the Members under Section 180(1)(c) of the Companies Act, 2013.

As the transaction exceeded the applicable materiality threshold, **approval and ratification of the Members is being sought**. The Audit Committee and the Board, after considering the commercial rationale and business necessity, are of the view that the transaction is **in the ordinary course of business, at arm's length and in the best interests of the Company and its shareholders**, while enabling the Company to meet its liquidity requirements and complete the strategic acquisition without incurring finance cost.

Information pursuant to Regulation 23 of the SEBI Listing Regulations read with the SEBI Circulars relating to Material Related Party Transactions:

Particulars	Disclosure
Name of Related Party	Mr. Harsh Tekriwal
Relationship	Managing Director / Promoter
Nature of Relationship	Key Managerial Personnel and Promoter
Nature of Transaction	Acceptance of unsecured, interest-free loan
Material Terms	Unsecured, interest-free, repayable as mutually agreed
Value of Transaction	Rs. 18 Crores
Percentage of Annual Turnover	13.30%
Tenure	FY 2025-26
Purpose	To maintain liquidity and fund acquisition of Mineral India Global Private Limited
Whether in ordinary course	Yes
Whether at arm's length	Yes
Source of funds	Loan advanced by Mr. Harsh Tekriwal from his own funds
Justification	No finance cost, improved liquidity, strategic acquisition

Explanatory Statement

Particulars	Disclosure
Audit Committee Recommendation	Approved and recommended
Board Recommendation	Approved and recommended

Accordingly, the Board recommends the **Ordinary Resolution** set out at Item No. 8 for approval by the Members.

Mr. Harsh Tekriwal and his relatives shall abstain from voting on the Resolution. Except Mr. Harsh Tekriwal and, to the extent applicable, Mr. Prabhat Tekriwal, Mr. Kritish Tekriwal and Mrs. Sharmila Tekriwal, by virtue of their relationship/shareholding, none of the Directors, Key Managerial Personnel or their relatives is concerned or interested, financially or otherwise, in the Resolution.

**BY ORDER OF THE BOARD
FOR MONOLITHISCH INDIA LIMITED**

Sd/-

HARSH TEKRIWAL
MANAGING DIRECTOR

DIN: 07147021

DATE: 04.09.2026

PLACE: PURULIA

Directors' Report

Dear Shareholders,

Your Directors have pleasure in presenting the 8th Annual Report for the financial year ended March 31, 2026 together with the Audited Standalone and Consolidated Statement of Accounts of your Company for the financial year ended March 31, 2026.

1. FINANCIAL SUMMARY:

The Company's financial performance for the financial year ended March 31, 2026:

(Amount in Lacs)

Particulars	STANDALONE		CONSOLIDATED	
	Year ended March 31, 2026	Year ended March 31, 2025	Year ended March 31, 2026	Year ended March 31, 2025
Revenue from Operations	12,051.75	9,734.43	13,529.32	9,734.43
Other Income	177.47	-	169.55	-
Total Revenue	12,229.22	9,734.43	13,698.88	9,734.43
Profit/ Loss Before Tax	2,606.94	1,927.46	3087.80	1,927.30
Less: Current Tax	676.97	495.75	804.05	495.75
Deferred Tax	-10.29	-6.95	-20.14	-6.95
Income Tax earlier years	0.84	2.48	1.25	2.48
Profit For the Year	1,939.43	1,436.17	2,302.65	1,436.01

2. STATE OF AFFAIRS / HIGHLIGHTS:

- Our Company is engaged in the business of manufacturing and supply of specialized ramming mass used as a heat insulation/ lining material, by our customers as a refractory consumable for Induction furnaces installed in iron/steel and foundry plants.
- There has been no change in the business of the Company during the financial year ended March 31, 2026.

3. OPERATIONS AND FUTURE PROSPECTS:

Your Company backed by automation, integration and renewable energy initiatives, is well-positioned for sustained growth. The ongoing expansion is expected to establish the Company as the largest ramming mass manufacturer globally by installed capacity. The new facility in West Bengal strengthens our presence in the high-demand eastern region and is strategically positioned to capture growing market demand while supporting long-term growth. The Company is also expanding its land holdings at the Greenfield campus and has identified new project opportunities aligned with its core products, including high-value silica-based offerings.

The Company's capacity utilization stood approximately 81.5% and the Company aims to further optimize capacity utilization in FY 2026-27.

Of the total capex allocation of INR 44.48 crores from IPO proceeds, INR 20.74 crores have already been deployed, with the balance of INR 23.74 crores to be utilized in a phased manner through Q1 and Q2 FY 2026-27.

- Your Company launched a product last year that has received an excellent customer response. The company expects over 60% customer migration from SGB-777 in Q1, supported by 15%-20% better lifespan and strong demand, which may aid premium pricing as we advance. The product has gained exceptional attention from customers due to its emphasis on a minimum life assurance/ warranty scheme, the first of its kind in the ramming mass market, at a premium price.
- The capacity enhancement at **Mineral India Global capacity** has been successfully completed and the

Directors' Report

plant is now fully operational and ready to function at an enhanced capacity of 72,000 MTPA.

- **Prestigious Brand Recognition by ET Edge** – Your Company has been recognised as one of 'Bharat's Best to a Billion Brands – 2026' by ET Edge, highlighting its strong growth, scalability, and market leadership. This prestigious recognition reinforces the company's commitment to excellence, innovation, sustainable growth, and its expanding role in supporting India's industrial development.

- **Manufacturing and Operations:**

The Company's manufacturing facilities are strategically located to efficiently serve customers across major industrial regions in India. Its flagship manufacturing unit at Sarbari, Purulia (West Bengal) and Ranchi (Jharkhand) is equipped with modern production infrastructure for manufacturing a comprehensive range of critical consumable silica refractory products. The business is backed by a robust and dependable supply chain, with key raw materials sourced from established domestic and international suppliers, ensuring consistent product quality and operational efficiency. The Company with its strong presence across India's major steel-producing regions and continues to expand its market reach by strengthening relationships with existing customers while procuring new customers in India and abroad aggressively. The greenfield project is going to be one of the largest complex of silica handling which will cater to production capacity in the most sustainable way.

- **Monolithisch in 3 years:**

As part of our strategic roadmap, the company is actively pursuing high-value diversification. The acquired land near the greenfield project will witness development of the biggest silica processing complex.

Having established its brand and operational scale in silica ramming mass, the Company will foray into:

- **High-Purity Quartz (HPQ):** HPQ is a mission-critical, import-dependent precursor for quartz crucibles, solar photovoltaic (PV) wafer manufacturing, semiconductors, and telecom optics. The Company will set up lab and pilot plant further scaling to commercial capability to produce- 4N (99.99%), 4N5 (99.995%), 5N (99.999%), eventually 5N5/6N for semiconductor/quartz- crucible applications in the timeline of 2 (Two) years approximately.
- **Specialty Adhesives:** Expansion into polymer-modified dry-mix building materials. Graded silica sand and micro-fine quartz powder constitute 60-75 % of modern tile-fixing mortars by weight, directly linking our aggregate-processing infrastructure to the construction chemicals sector. Timeline setup by the Company to develop and begin commercial sales in 1 (One) year approximately.
- **Silica Bricks:** This product will mark our entry into the primary steel sector and glass manufacturing sector etc. An organic forward integration into shaped refractories tailored for coke oven batteries, hot blast stoves, and float glass furnaces. This enables us to cross-sell bundled refractory linings— target product mix would be coke-oven silica bricks and Glass-furnace silica bricks—to primary steelmakers and non-ferrous smelters. The timeline set by the Company is 3 (Three) years for this product.

Product	Why	How	TAM (Global scale)
High-Purity Quartz (HPQ)	• Critical import-substitution driver aligned with domestic solar cell, wafer pulling, and semiconductor fabrication investments. • Generates premium realizations and significantly higher operating margins than bulk mineral grades.	• Utilizes established sourcing of high-purity vein quartz and pre-sorting processes. • Incorporates advanced beneficiation upgrades: multi-stage magnetic separation, acid leaching, and contamination-free micronization.	~ USD 1.2 - 1.5 Billion (₹10,000 – ₹12,500+) <i>(High-value precursor feeding into the USD 13+ Billion global quartz sector; growing at ~ 7-8% CAGR alongside global silicon and semiconductor fab expansions)</i>

Directors Report

Product	Why	How	TAM (Global scale)
Specialty Adhesives	Captures the structural migration across Indian construction from conventional on-site sand-cement mortars to engineered dry-mix adhesives.	Graded silica aggregate and fine quartz powder form the primary structural filler of adhesive formulations.	~USD 4.0 - 4.5 Billion (₹33,000 – ₹37,000+ Cr) <i>(Part of the USD 65+ Billion global dry-mix mortar and building chemicals ecosystem; expanding at ~ 7-8% CAGR toward USD 7+ Billion by 2032)</i>
Silica Bricks	- Will mark entry into primary steel and other sectors adjacent to silica bricks. - Completes our portfolio by providing shaped refractory solutions alongside existing monolithic ramming mass.	- Leverages existing raw quartz procurement channels, primary crushing, and bulk thermal-handling infrastructure. - Requires investment in high-tonnage hydraulic shaping presses and high-temperature tunnel kilns to manage polymorphic phase transformations (quartz-to-cristobalite/tridymite).	~USD 2.2 - 2.8 Billion (₹18,000 – ₹23,000+ Cr) <i>(Anchor segment of the USD 32+ Billion global refractory market, driven by worldwide primary steel expansion and glass manufacturing)</i>

4. TRANSFER TO RESERVE:

During the financial year under review, the Company's Securities Premium Account increased by ₹6,672.59 Lacs (net off issue related expenses) representing the premium realized from the allotment of equity shares via the Initial Public Offer (IPO) completed on 19 June, 2025.

Additionally, the Company's net profit of ₹1,939.43 Lacs for the year was transferred to Reserves and Surplus under the sub-head 'Surplus in Statement of Profit and Loss'. These combined allocations have significantly enhanced the Company's net worth, strengthened its capital adequacy framework, and built a robust financial foundation to accelerate future strategic expansion.

5. DIVIDEND:

Considering the Company's ongoing expansion and the growing scale of operations, along with the need to meet its working capital requirements, the Board of Directors do not recommend any dividend on the equity shares for the financial year 2025-26. A policy for the same will be drafted by end of this year.

6. MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT:

There have been no material changes and commitments affecting the financial position of the Company which have occurred between the end of the financial year of the Company to which the financial statements relate and the date of this report, which forms part of this report.

7. CHANGE IN NATURE OF BUSINESS:

During the year under review, there was no change in the nature of business of the Company.

8. DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS, COURTS AND TRIBUNALS:

No significant and material order has been passed by the regulators, courts, tribunals impacting the going concern status and Company's operations in future.

Directors Report

9. MATERIAL EVENT:

UTILIZATION OF FUNDS RAISED THROUGH INITIAL PUBLIC OFFER (IPO):

During the financial year under review, the Company successfully completed its Initial Public Offer (IPO) and raised an aggregate amount of ₹82.02 Crore. The proceeds of the IPO are being utilized strictly in accordance with the objects stated in the Prospectus.

The Company had appointed **Acuité Ratings & Research Limited** as the Monitoring Agency to monitor the utilization of the proceeds raised through the Initial Public Offer (IPO). As per the Monitoring Agency Report for the half year ended **31st March, 2026**, the Company had utilized ₹ **55.40 Crore** out of the total IPO proceeds of ₹ **82.02 Crore** towards the objects stated in the Prospectus. The balance unutilized amount of ₹ **26.62 Crore** was invested in fixed deposits with scheduled commercial banks and maintained in the designated monitoring account pending its utilization for the approved objects of the Issue. The Monitoring Agency has confirmed that **no deviation** has been observed in the utilization of the IPO proceeds from the objects stated in the Prospectus.

The details of the utilization of IPO proceeds as on **31st March, 2026** are as under:

Particulars	Amount Allocated (₹ in Crore)	Amount Utilized (₹ in Crore)	Unutilized Amount (₹ in Crore)
Funding capital expenditure towards setting up of the Company's manufacturing facility	16.58	10.54	6.04
Investment in Metalurgica India Private Limited towards capital expenditure	27.90	10.20	17.70
Working capital requirements	20.00	20.00	Nil
General Corporate Purpose	8.34	5.46	2.88
Issue related expenses	9.20	9.20	Nil
Total	82.02	55.40	26.62

10. INDUSTRY REVIEW, FUTURE OUTLOOK AND EXPANSION PLANS:

In view of a positive demand outlook, sustained customer requirements, and consistently high utilization levels, the Board of Directors approved capacity expansion at manufacturing plants plan is as follows:

Entity	Entity Current Capacity (MTPA)	Addition (MTPA)	Updated Capacity (MTPA)
Monolithisch India Limited	132,000	1,18,000	2,50,000
Mineral India Global Private Limited	57,600	14,400	72,000
Metalurgica India Private Limited- Greenfield	-	2,52,000- 2,54,000	2,52,000- 2,54,000

Upon completion of the proposed expansion, the enhanced production capacity is expected to further strengthen the Company's market position and enable it to efficiently meet the growing demand from customers. The expansion will support the Company's objective of achieving a net installed group capacity of **576,000 MTPA by H1 FY 2026-27**, reinforcing its leadership in the unshaped refractory materials segment and positioning the Company as the largest manufacturer in terms of installed production capacity.

11. CASH FLOW STATEMENT:

As required under Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Cash Flow Statement for FY 2025-26 forms part of the Annual Report.

12. CHANGES IN CAPITAL OF THE COMPANY:

There were no Changes in the Authorized Equity Share Capital of our Company during the year.

Directors Report

Changes in Equity Share Capital of our Company during the year:

Date of Allotment of Equity Shares	No. of Equity Shares allotted	Face Value (₹)	Issue Price (including Premium if applicable (₹)	Consideration Cash/ Other than Cash	Nature of Allotment	Total amount raised
June 18, 2025	57,36,000	10/-	143/-	Cash	Initial public offer	82.02 (In crore)

Therefore, as on 31st March, 2026 the total paid-up Capital of the Company is ₹21,73,60,000 (Twenty One Crore Seventy Three Lakhs Sixty Thousand Only.)

13. WEB LINK OF ANNUAL RETURN, IF ANY:

As required pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014, the Annual Return in e-form MGT-7 for FY 2025-26 will be available on Company's website at URL <https://monolithisch.com/financials-and-reports/>

14. DETAILS OF SUBSIDIARY, JOINT VENTURE OR ASSOCIATE COMPANIES:

Your directors are of the view that your Company's subsidiaries performed satisfactorily during the period F.Y. 2025-26.

The Company has a Wholly Owned Subsidiary and a Subsidiary Company, namely **Mineral India Global Private Limited** and **Metalurgica India Private Limited**, which is engaged in the similar line of business as our Company.

During the financial year 2025-26, the Company **did not have any Joint Venture or Associate Company**. The Company has prepared the **consolidated financial statements** for the year ended March 31, 2026, in accordance with the applicable provisions of the Companies Act, 2013 and relevant Accounting Standards.

The salient features of the financial statements of the Subsidiary Company in Form AOC-1 are annexed herewith as '**ANNEXURE – I**' to this Report. Shareholders who wish to obtain the complete Statement of Accounts and detailed information about Subsidiary Companies may send their requests at the Registered Office of the Company. They are available for inspection electronically to the members during working hours on working days (excluding Saturday) provided that a prior request is sent at Investor.relation@monolithischindia.in and are also available on Company's website: <https://monolithisch.com/>

The Company recognizes the strategic importance of its subsidiary companies in strengthening its business operations and enhancing its market presence. Going forward, the subsidiaries are expected to focus on expanding their operational capabilities, exploring new business opportunities, improving efficiencies, and contributing positively to the overall growth and profitability of the Company. The Board will continue to provide necessary guidance and support to the subsidiaries to align their business strategies with the long-term objectives of the Company and maximize value for all stakeholders.

15. CONTRACTS AND ARRANGEMENTS WITH RELATED PARTIES:

All related party transactions that were entered into during the financial year ended March 31, 2026, were on an arm's length basis and were in the ordinary course of business. Therefore, the provisions of Section 188 of the Companies Act, 2013 were not attracted.

However, the disclosure of transactions with related parties for the financial year, as per Accounting Standard -18 Related Party Disclosures is given in **Note no. 15** to the Notes forming part of financial statements as on March 31, 2026. Form AOC-2 is annexed herewith as '**ANNEXURE –II**' to this Report.

16. LISTING INFORMATION:

The Equity Shares of the Company are listed and admitted to dealings on the NSE EMERGE Platform of the National Stock Exchange of India Limited ("NSE"). The Equity Shares of the Company were listed on NSE EMERGE on 19th June, 2025.

The International Securities Identification Number (ISIN) allotted to the Equity Shares of the Company is INE1DV401010.

Directors Report

The Company has paid the Annual Listing Fees to the National Stock Exchange of India Limited for the Financial Year 2026-27.

To provide efficient services to its shareholders, the Company has appointed M/s. KFin Technologies Limited, having its Registered Office at Selenium Building, Tower-B, Plot Nos. 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddy – 500 032, Telangana, India, as the Registrar and Share Transfer Agent ("the RTA") of the Company for rendering services to its members / investors and for providing electronic connectivity with National Securities Depository Limited and Central Depository Services (India) Limited.

17. DIRECTORS AND KEY MANAGERIAL PERSONNEL:

I. Retirement by Rotation

Pursuant to the provisions of the Companies Act, 2013, Mrs. Sharmila Tekriwal (DIN: 00884541) (Non-Executive Director) of the Company, retires by rotation at the ensuing Annual General Meeting and being eligible, offers herself for re-appointment. The information as required to be disclosed under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, "Listing Regulations" in case of re-appointment of Directors is provided in the Notice of the ensuing Annual General Meeting.

II. Appointment During the F.Y. 2025-26

There were no appointments made during the year.

III. Resignation

No resignations were made during the year.

IV. Declaration of Independent Directors

Pursuant to Section 149(7) of the Act, the Company has received declarations from all Independent Directors, confirming that they meet the criteria of independence as specified in Section 149(6) of the Act, as amended, read with Rules framed thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations. In terms of Regulation 25(8) of the SEBI Listing Regulations, the Independent Directors have confirmed that they are not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact their ability to discharge their duties with an objective independent judgement and without any external influence and that they are independent of the Management.

The Independent Directors have also confirmed that they have complied with the Company's Code of Conduct and that they are registered on the databank of Independent Directors maintained by the Indian Institute of Corporate Affairs. The Directors have further confirmed that they are not debarred or disqualified from holding the office of director under any order of MCA, SEBI or other regulator. The Board of Directors of the Company has taken on record the aforesaid declaration and confirmation submitted by the Independent Directors.

V. Directors and Key Managerial Personnel

During the reporting period, the Board of the Directors is duly constituted. Following are the details of Directors of the Company as on 31st March, 2026:

Sr. no	Name Of Director	Designation	Date of Appointment	Date of Cessation (If Any)
	Mr. Prabhat Tekriwal	Chairman, Whole-Time Director & CFO	August 29, 2018	-
	Mr. Harsh Tekriwal	Managing Director	August 29, 2018	-
	Mrs. Sharmila Tekriwal	Non- Executive Director	August 29, 2018	-
	Mr. Kritish Tekriwal	Executive Director	January 29, 2025	-
	Mr. Satyen Sahay	Non- Executive Independent Director	December 12, 2024	-
	Mr. Suman Jee	Non- Executive Independent Director	December 12, 2024	-
	CS Deepa Vijay Agrawal	Company Secretary and Compliance Officer	January 28, 2025	-

Directors Report

The information in accordance with the provisions of section 197(12) of the Companies Act, 2013 read with Rule 5 of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is annexed herewith as “ANNEXURE –III” to this Report.

18. MEETINGS OF BOARD OF DIRECTORS:

As required under Section 173 of the Act, the Board of Directors met 31 (Thirty-One) times during FY 2025-26, The intervening gap between any two meetings was within the period prescribed by the Act and Listing Regulations.

S. N.	Date of Board Meeting	Name of the Directors who attended the Meeting					
		Mr. Prabhat Tekriwal	Mrs. Sharmila Tekriwal	Mr. Harsh Tekriwal	Mr. Kritish Tekriwal	Mr. Satyen Sahay	Mr. Suman Jee
1	07.04.2025	✓	✓	✓	✓	✓	✓
2	16.04.2025	✓	✓	✓	✓	✓	✓
3	29.04.2025	✓	✓	✓	✓	✓	✓
4	27.05.2025	✓	✓	✓	✓	✓	✓
5	31.05.2025	✓	✓	✓	✓	✓	✓
6	05.06.2025	✓	✓	✓	✓	✓	✓
7	11.06.2025	✓	✓	✓	✓	✓	✓
8	17.06.2025	✓	✓	✓	✓	✓	✓
9	17.06.2025	✓	✓	✓	✓	✓	✓
10	19.06.2025	✓	✓	✓	✓	✓	✓
11	30.06.2025	✓	✓	✓	✓	✓	✓
12	14.07.2025	✓	✓	✓	✓	✓	✓
13	05.08.2025	✓	✓	✓	✓	✓	✓
14	08.08.2025	✓	✓	✓	✓	✓	✓
15	18.08.2025	✓	✓	✓	✓	✓	✓
16	19.09.2025	✓	✓	✓	✓	✓	✓
17	15.10.2025	✓	✓	✓	✓	✓	✓
18	30.10.2025	✓	✓	✓	✓	✓	✓
19	08.11.2025	✓	✓	✓	✓	✓	✓
20	13.11.2025	✓	✓	✓	✓	✓	✓
21	28.11.2025	✓	✓	✓	✓	✓	✓
22	12.12.2025	✓	✓	✓	✓	✓	✓
23	17.12.2025	✓	✓	✓	✓	✓	✓
24	18.12.2025	✓	✓	✓	✓	✓	✓
25	19.12.2025	✓	✓	✓	✓	✓	✓
26	23.12.2025	✓	✓	✓	✓	✓	✓
27	27.01.2026	✓	✓	✓	✓	✓	✓
28	11.02.2026	✓	✓	✓	✓	✓	✓
29	04.03.2026	✓	✓	✓	✓	✓	✓
30	16.03.2026	✓	✓	✓	✓	✓	✓
31	24.03.2026	✓	✓	✓	✓	✓	✓

The maximum interval between any two consecutive meetings of the Board did not exceed the period prescribed under the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

19. FORMAL ANNUAL EVALUATION OF THE PERFORMANCE OF THE BOARD, ITS COMMITTEES & OF INDIVIDUAL DIRECTORS:

Pursuant to the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board of Directors has carried out an annual evaluation of its own performance, the performance of the Board Committees and that of the individual Directors.

The evaluation was conducted through a structured and comprehensive process based on a questionnaire formulated after considering inputs from the Directors. The evaluation framework covered various aspects, including the composition and effectiveness of the Board and its Committees, Board culture and dynamics,

Directors Report

strategic guidance, participation in decision-making, discharge of fiduciary duties, governance practices and overall contribution of each Director.

The Independent Directors, at their separate meeting, reviewed the performance of the Chairman, Non-Independent Directors and the Board as a whole. The Board also reviewed the effectiveness of the Secretarial and Compliance functions of the Company.

The Directors were satisfied with the evaluation process and acknowledged that the performance evaluation mechanism is robust, transparent and contributes to the continuous improvement of the Board's effectiveness and corporate governance standards.

20. DETAILS IN RESPECT OF FRAUD:

Pursuant to provisions of Section 143 (12) of the Companies Act, 2013, the Statutory Auditors have not reported any incident of fraud to the Board during the financial year under review.

21. BOARD'S COMMENT ON THE AUDITORS' REPORT/ SECRETARIAL AUDIT REPORT:

The observations of the Statutory Auditors/Secretarial, when read together with the relevant notes to the accounts and accounting policies are self-explanatory and do not call for any further comment.

22. BOARD COMMITTEES:

Your Company has constituted the following Committees of the Board, as applicable under the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

1. Audit Committee.
2. Nomination and Remuneration Committee.
3. Stakeholders' Relationship Committee.

The details of the committees along with their composition are discussed below:

AUDIT COMMITTEE

The present composition of Audit Committee is as follows:

Name of the Director	Status in Committee	Nature of Directorship
Satyen Sahay	Chairman	Independent Director
Suman Jee	Member	Independent Director
Sharmila Tekriwal	Member	Non- Executive Director

Your Company has constituted Audit Committee as per section 177 of the Companies Act, 2013 and Regulation 18 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; the terms of reference of Audit Committee are broadly in accordance with the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Companies Act, 2013. The Audit Committee comprises the following Members as on 31st March, 2026.

During the year under review 11 (Eleven) meeting of the Audit Committee were held as under:

S. No.	Date of Meeting	Members Present		
		Mrs. Sharmila Tekriwal	Mr. Suman Jee	Mr. Satyen Sahay
1	07.04.2025	✓	✓	✓
2	27.05.2025	✓	✓	✓
3	31.05.2025	✓	✓	✓
4	05.06.2025	✓	✓	✓
5	08.08.2025	✓	✓	✓
6	19.09.2025	✓	✓	✓
7	15.10.2025	✓	✓	✓
8	10.11.2025	✓	✓	✓

Directors Report

S. No.	Date of Meeting	Members Present		
		Mrs. Sharmila Tekriwal	Mr. Suman Jee	Mr. Satyen Sahay
9	12.12.2025	✓	✓	✓
10	27.01.2026	✓	✓	✓
11	14.02.2026	✓	✓	✓

The recommendations made by the Audit Committee during the year were accepted by the Board of Directors.

NOMINATION AND REMUNERATION COMMITTEE:

In accordance with Section 178 of the Act and the SEBI Listing Regulations, the Board has adopted a Nomination and Remuneration Policy which outlines the procedures and guidelines for the identification, evaluation, and determination of the remuneration for Directors, Key Managerial Personnel and Senior Management. It also specifies the criteria for assessing the qualifications, positive attributes, and independence of Directors, along with other matters as mandated under the Act and SEBI Listing Regulations. The detailed policy is also available on the website of the Company at <https://monolithisch.com/>

The Nomination and Remuneration Committee comprises of the following Members as on 31st March, 2026:

Name of the Director	Status in Committee	Nature of Directorship
Satyen Sahay	Chairman	Independent Director
Suman Jee	Member	Independent Director
Sharmila Tekriwal	Member	Non- Executive Director

During the year under review 01 (One) meeting of the Nomination and Remuneration Committee was held as under:

SI No.	Date of Meetings	Name of the Members Present		
		Mrs. Sharmila Tekriwal	Mr. Suman Jee	Mr. Satyen Sahay
1	05.04.2025	✓	✓	✓

The Nomination and Remuneration Policy adopted by your Directors based on recommendation of NRC is available at <https://monolithisch.com/wp-content/uploads/2024/12/3.-Nomination-and-Remuneration-Policy.pdf> Said Policy inter-alia provides for matters concerning appointment and remuneration of Directors including criteria for determining qualifications, positive attributes, Independence of Directors and those provided in Section 178(3) of the Act.

STAKEHOLDERS' RELATIONSHIP COMMITTEE:

Your Company has constituted a Stakeholders' Relationship Committee in accordance with the section 178(5) of the Companies Act, 2013 and Regulation 20 of the SEBI (Listing Obligations and Disclosure Requirements Regulations, 2015, to redress complaints of the shareholders. The Stakeholders' Relationship Committee comprises the following Members as on 31st March, 2026:

Name of the Director	Status in Committee	Nature of Directorship
Satyen Sahay	Chairman	Independent Director
Prabhat Tekriwal	Member	Chairman and Whole time Director
Harsh Tekriwal	Member	Managing Director

During the year under review 01 (One) meeting of the Stakeholders' Relationship Committee was held as under:

SI No.	Date of Meetings	Name of the Members Present		
		Mr. Harsh Tekriwal	Mr. Prabhat Tekriwal	Mr. Satyen Sahay
1	16.10.2025	✓	✓	✓

Directors Report

INTERNAL COMPLAINTS COMMITTEE (ICC) FOR PREVENTION OF SEXUAL HARASSMENT (POSH):

Name of the Member	Status in Committee	Nature of Position
Gowri Tekriwal	Presiding Officer	Human Resource Manager
Sharmila Tekriwal	Member	Non- Executive Director
Johnson Kanak Kujur	Member	Accounts Head
Prachi Narayan	External Member	External Member

During the year under review 01 (One) meeting of the Internal Complaints Committee (ICC) was held as under:

SI No.	Date of Meetings	Name of the Members Present			
		Mr. Gowri Tekriwal	Mrs. Sharmila Tekriwal	Mr. Johnson Kanak Kujur	Prachi Narayan
1	27.01.2026	✓	✓	✓	✓

MEETING OF INDEPENDENT DIRECTORS'

Independent Directors of the Company held their separate meeting under Regulation 25(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Schedule IV of Companies Act, 2013 on 16th October, 2025 at Corporate office of the Company at Cosy Corner, Burdwan Compound, Lalpur, Ranchi-834001, Jharkhand to evaluate their performance.

SI No.	Date of Meetings	Name of the Members Present	
		Mr. Suman Jee	Mr. Satyen Sahay
1	16.10.2025	✓	✓

23. COMPLIANCE WITH SECRETARIAL STANDARDS:

During the year under review, the Company has strictly adhered to and complied with all applicable Secretarial Standards issued by the Institute of Company Secretaries of India (ICSI) and approved by the Central Government under Section 118(10) of the Companies Act, 2013, relating to Meetings of the Board of Directors (SS-1) and General Meetings (SS-2), including any subsequent amendments thereto.

24. PARTICULARS OF LOANS AND INVESTMENT:

Pursuant to the provisions of Section 186 of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014, the particulars of loans given, guarantees provided, securities furnished and investments made by the Company during the Financial Year 2025-26 are disclosed in the Notes to the Financial Statements forming part of this Annual Report.

During the year under review, the Company granted a loan of ₹929 lacs (Rupees Nine Crore and Twenty Nine Lacs only) to its subsidiary, Metalurgica India Private Limited, out of the IPO proceeds, in accordance with the objects of the issue as stated in the Prospectus dated 17 June 2025 and within the limits approved by the Members under Section 186 of the Companies Act, 2013.

Further, during the Financial Year 2025-26, the Company acquired the equity shares of Mineral India Global Private Limited pursuant to the approval of the Members obtained on 8 November 2025, whereby Mineral India Global Private Limited became a Wholly Owned Subsidiary of the Company. The investment made in Mineral India Global Private Limited during the year is reflected under Non-Current Investments in the Financial Statements.

The Company continues to hold its investment in Metalurgica India Private Limited, which is a subsidiary of the Company. The details of investments and the relevant particulars of loans and investments as at 31 March 2026 are disclosed in the Notes to the Financial Statements forming part of this Annual Report.

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25. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO:

The information on conservation of energy, technology absorption and foreign exchange earnings and outgo as required to be disclosed pursuant to Section 134(3)(m) of the Companies Act, 2013, read with Rule 8 of the Companies (Accounts) Rules, 2014, are given to the extent applicable in “**ANNEXURE-IV**” forming part of this report.

26. RISK MANAGEMENT POLICY:

Risk Management involves identifying, assessing, and prioritizing risks, followed by coordinated actions to minimize, monitor, and mitigate the impact of adverse events while maximizing strategic opportunities. The Company operates under a comprehensive Risk Assessment and Minimization Procedure, which the Board reviews periodically to ensure executive management controls risks within a well-defined framework. Key risks across business operations, project execution, financial systems, human resources, environmental impact, and statutory compliance have been identified, with robust mitigation measures actively implemented.

27. PREVENTION OF SEXUAL HARASSMENT OF WOMEN AT WORKPLACE [“POSH”]:

The Company is committed to providing and maintaining a safe, secure, respectful and harassment-free workplace for all its employees and persons associated with the Company. The Company continues to foster an environment that is free from discrimination, harassment and intimidation, thereby ensuring dignity and equal opportunity for every individual at the workplace.

In compliance with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (“POSH Act”), the Company has in place a Policy on Prevention of Sexual Harassment at Workplace. The policy applies to all employees, including permanent, temporary, ad-hoc, contractual employees, consultants, interns and trainees, irrespective of gender, and provides a mechanism for prevention, prohibition and redressal of complaints relating to sexual harassment.

The Company has duly constituted an Internal Committee in accordance with the provisions of the POSH Act. During the year under review, the Internal Committee held its meeting on 27 January 2026 and recommended the POSH Annual Report for the Financial Year 2025-26. The said report was placed before the Board of Directors, and after due consideration, the Board approved the POSH Annual Report and resolved that the same be submitted to the District Officer in accordance with the statutory requirements.

Further, as part of the Company’s ongoing commitment towards awareness and prevention, a POSH complaint box for the Mineral Group (for holding, Subsidiaries and group Companies) has been installed at the workplace to facilitate confidential reporting and to encourage employees to raise concerns, if any, without fear or hesitation.

During the Financial Year ended 31 March 2026, no complaint pertaining to sexual harassment was received or recorded by the Internal Committee.

28. INTERNAL FINANCIAL CONTROL:

The Company has in place adequate internal financial controls with reference to financial statements. During the financial year, such controls were tested and no reportable material weakness in the design or operation was observed.

29. AUDITOR:

Statutory Auditors

Pursuant to the provisions of Sections 139, 141 and other applicable provisions of the Companies Act, 2013 (“the Act”), read with the Companies (Audit and Auditors) Rules, 2014, M/s P N & Company, Chartered Accountants (Firm Registration No. 016783C), were appointed as the Statutory Auditors of the Company for a term of five consecutive years from the conclusion of the 6th AGM until the conclusion of the 11th AGM of the Company to be held in the financial year 2028-29.

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Further, pursuant to the provisions of Section 139 and other applicable provisions of the Act, the Members of the Company at the Extra-Ordinary General Meeting ("EGM") held on 8 November 2025 approved the appointment of M/s R K Jagetiya & Co., Chartered Accountants (Firm Registration No. 146264W), Mumbai, as Joint Statutory Auditors of the Company, in addition to M/s P N & Company, for a period of one year commencing from 8 November 2025 until the conclusion of the next AGM of the Company.

The term of appointment of M/s R K Jagetiya & Co. as Joint Statutory Auditors is accordingly due to expire at the conclusion of the 8th AGM of the Company.

The Board of Directors, based on the recommendation of the Audit Committee, has proposed the appointment of M/s R K Jagetiya & Co., Chartered Accountants (Firm Registration No. 146264W), Mumbai, as Joint Statutory Auditors of the Company, in addition to the existing Statutory Auditors, M/s P N & Company, Chartered Accountants (Firm Registration No. 016783C), for a further term of three consecutive years, commencing from the conclusion of the 8th AGM and continuing until the conclusion of the 11th AGM of the Company.

The Company has received the written consent and eligibility certificate from M/s R K Jagetiya & Co. confirming that their appointment, if made, shall be in accordance with the applicable provisions of the Act and that they satisfy the criteria prescribed under Section 141 of the Act.

The Board recommends the appointment of M/s R K Jagetiya & Co., Chartered Accountants (Firm Registration No. 146264W), as Joint Statutory Auditors of the Company for a term of three consecutive years, for approval of the Members at the ensuing AGM.

The remuneration payable to the Joint Statutory Auditors shall be such as may be determined by the Board of Directors in consultation with the Joint Statutory Auditors and in accordance with the provisions of Section 142 of the Act, together with reimbursement of reasonable out-of-pocket expenses incurred in connection with the audit.

The resolution seeking approval of the Members for the appointment of M/s R K Jagetiya & Co. as Joint Statutory Auditors for the aforesaid term is set out in the Notice convening the ensuing AGM.

Cost Auditor

During the Financial Year 2025–2026, the Company was not required to get its cost records audited under the applicable provisions of the Companies Act, 2013. However, the Company was required to maintain cost records in accordance with the applicable provisions, and the same have been duly maintained by the Company during the year under review.

The Company is required to make and maintain cost record pursuant to Section 148 of the Companies Act, 2013. In terms of the provisions of Section 148 of the Companies Act, 2013, read with the Companies (Cost Records and Audit) Amendment Rules, 2014, the Board of Directors of your Company on the recommendation of the Audit Committee appointed **M/S. AJAY DEEP WADHWA & ASSOCIATES**, Cost Accountants, as the Cost Auditors, to conduct the Cost Audit of your Company for the Financial Year ended March 31, 2027.

The Board, on the recommendation of Audit Committee has appointed **M/S. AJAY DEEP WADHWA & ASSOCIATES**, Cost Accountants, as Cost Auditors of the Company for Financial Year 2026-2027 at a remuneration of Rs. 30,000 p.a. inclusive of applicable taxes and reimbursement of travel and out of pocket expenses. The Company has received consent from **M/S. AJAY DEEP WADHWA & ASSOCIATES**, to act as the Cost Auditor of your Company for Financial Year 2026-2027, along with the certificate confirming their eligibility. In accordance with the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, since the remuneration payable to the Cost Auditors has to be ratified by the shareholders, the Board recommends the same for approval by shareholders at the ensuing Annual General Meeting.

Secretarial Auditor

In terms of the provision of the Section 204 of the Act read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board had appointed **M/S. AMAN PODDAR & COMPANY**, Company

Directors Report

Secretaries, as the Secretarial Auditor for conducting the Secretarial Audit of your Company for the Financial Year ended March 31, 2026. The report of the Secretarial Auditor is annexed to this report as '**ANNEXURE-V**'. The contents of the Secretarial Audit Report are self-explanatory and do not contain any qualification, reservation or adverse remark. There were no qualification, reservation or adverse remark or disclaimers made by the Secretarial Auditor in the Secretarial Audit Report for the Financial Year 2025-2026.

30. DIRECTORS' RESPONSIBILITY STATEMENT:

The Directors would like to inform the Members that the Audited Accounts for the financial year ended March 31, 2026, are in full conformity with the requirement of the Companies Act, 2013. The Financial Accounts are audited by the Joint Statutory Auditors, **M/s P.N. & Company., having FRN: 016783C and M/s. R K Jagetiya & Co., having FRN:146264W**. The Directors further confirm that: -

- a) In the preparation of the annual accounts for the year ended March 31, 2026 the applicable accounting standards read with requirements set out under Schedule III to the Act, have been followed and there are no material departures from the same.
- b) The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2026 and of the profit of the Company for the year ended on that date.
- c) The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- d) The Directors have prepared the annual accounts on a 'going concern' basis.
- e) The Directors have established and implemented Internal Financial Controls that are adequate and operating effectively.
- f) The Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

31. VIGIL MECHANISM/WHISTLE-BLOWER POLICY:

The Company has established a Vigil Mechanism / Whistle Blower Policy pursuant to Section 177(9) and 177(10) of the Companies Act, 2013 read with Rule 7 of the Companies (Meetings of Board and its Powers) Rules, 2014.

The Vigil Mechanism / Whistle Blower Policy provides a framework for Directors and Employees to report genuine concerns regarding:

- Unethical behaviour;
- Malpractices;
- Actual or suspected fraud;
- Violation of the Company's Code of Conduct; and
- Suspected leakage of **Unpublished Price Sensitive Information (UPSI)**.

The Vigil Mechanism provides adequate safeguards against victimisation of persons who use the mechanism and provides for direct access to the Chairperson of the Audit Committee in appropriate or exceptional cases.

The Policy is also available on the Company's website.

32. MANAGEMENT DISCUSSION AND ANALYSIS:

Management Discussion and Analysis Report for the year under review, as stipulated under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), is presented in a separate section, forming part of the Annual Report.

Directors Report

33. DEPOSITS:

The Company has not accepted any deposits from the public falling within the ambit of Sections 73 and 76 of the Companies Act, 2013, read with the Companies (Acceptance of Deposits) Rules, 2014, during the financial year under review. However, the Company has availed loans from Directors/relatives of Directors during the year, the details of which are as follows:

(in cr)

Name of Director	Loan taken during the year	Loan remaining at the end of the year
Mr. Harsh Tekriwal	18.00	3.30

34. CORPORATE SOCIAL RESPONSIBILITY:

The Company is committed to conducting its business in a socially, economically and environmentally responsible manner and believes that sustainable business growth goes hand in hand with the development and welfare of the communities in which it operates. The Company's Corporate Social Responsibility ("CSR") initiatives are guided by the objective of creating long-term value for society and contributing towards inclusive and sustainable development.

During the Financial Year 2025-26, the provisions of Section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 became applicable to the Company. Accordingly, the Company has in place a comprehensive CSR Policy, approved by the Board of Directors, which provides the framework for undertaking CSR activities in the areas specified under Schedule VII of the Companies Act, 2013. The CSR Policy is available on the website of the Company at <https://monolithisch.com>

Since the Company is not required to constitute a Corporate Social Responsibility Committee under the applicable provisions of the Companies Act, 2013, the functions of the CSR Committee are being discharged by the Board of Directors. During the year, the Board actively reviewed, monitored and evaluated the implementation and utilisation of the CSR budget and ensured that the Company's CSR initiatives were undertaken in accordance with the approved CSR Policy and the applicable statutory provisions.

The Company undertakes and implements its Corporate Social Responsibility initiatives primarily through its Section 8 company, **Mahanand Ram Atmaram Tekriwal Foundation**, which has been established for carrying out charitable and social welfare activities. The Foundation serves as the implementing agency for various CSR programmes of the Company in accordance with the provisions of Section 135 of the Companies Act, 2013, the Companies (Corporate Social Responsibility Policy) Rules, 2014 and the Company's CSR Policy.

During the year under review, the Company continued to focus its CSR initiatives in the areas of education, healthcare, sanitation, environmental sustainability, rural development, women empowerment and community welfare, in line with the activities specified under Schedule VII of the Companies Act, 2013.

The Board also noted the receipt of a proposal dated **18th November, 2025** from **Janseva Bahuuddeshly Sevabhavi Samajik Sanstha**, a registered non-profit organisation, for undertaking CSR initiatives relating to education for underprivileged children, healthcare in rural areas, women empowerment and tribal welfare. The proposal was taken on record by the Board for consideration and may be evaluated for implementation at an appropriate time, in accordance with the Company's CSR Policy and applicable legal provisions.

The prescribed CSR obligation of the Company for the Financial Year 2025-26 was ₹ **25.22 Lacs**. The Board is pleased to report that the Company has spent the entire prescribed CSR amount of ₹ **25.42 Lacs** during the year in compliance with the provisions of Section 135 of the Companies Act, 2013 and the Companies (Corporate Social Responsibility Policy) Rules, 2014. Accordingly, there was no unspent CSR amount required to be transferred to any specified fund or to the Unspent CSR Account.

The Annual Report on CSR activities containing the particulars prescribed under the Companies (Corporate Social Responsibility Policy) Rules, 2014, as amended, forms part of this Annual Report as **ANNEXURE-VI**.

Directors Report

35. CORPORATE GOVERNANCE:

Pursuant to Regulation 15(2)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), the corporate governance provisions specified in Regulations 17 to 27, clauses (b) to (i) and (t) of Regulation 46(2) and paragraphs C, D and E of Schedule V are not applicable to a listed entity which has listed its specified securities on the SME Exchange.

However, with effect from April 1, 2025, Regulation 23 relating to Related Party Transactions is applicable to an SME-listed entity where its paid-up equity share capital exceeds ₹10 crore or its net worth exceeds ₹25 crore, as on the last day of the previous financial year. Accordingly, the applicability of Regulation 23 to the Company shall be determined based on the aforesaid thresholds and the applicable provisions of the SEBI LODR Regulations.

Notwithstanding the exemptions available to the Company under the SEBI LODR Regulations, the Company remains committed to maintaining high standards of corporate governance based on the principles of accountability, transparency, fairness and ethical business conduct. The Company continues to comply with the applicable provisions of the Companies Act, 2013 and the SEBI LODR Regulations.

Board and Committees

The Board of Directors of the Company is responsible for overseeing the affairs of the Company and ensuring that its operations are conducted in accordance with applicable laws, regulations and the best interests of its stakeholders. The Board functions either as a full Board or through committees constituted in accordance with the applicable provisions of law.

The Board of your Company comprises six Directors, with an appropriate representation of Executive, Non-Executive and Independent Directors. The Company has two Independent Directors on its Board. There is no institutional nominee on the Board.

Details of the Directors liable to retire by rotation and their brief profiles are provided in the Notice convening the Annual General Meeting.

The Company undertakes to take all necessary steps to ensure continued compliance with the applicable requirements of the SEBI LODR Regulations and the Companies Act, 2013.

Company's Philosophy on Corporate Governance

Corporate Governance is a set of systems, principles and practices adopted to ensure that the affairs of the Company are managed with accountability, transparency, fairness and integrity, while safeguarding the interests of all stakeholders.

The Company believes that sound corporate governance practices are fundamental to achieving sustainable growth and creating long-term value for its stakeholders. The Company has always endeavoured to conduct its affairs in a responsible, transparent and ethical manner, while maintaining the highest standards of corporate conduct.

The Company is committed to adopting and adhering to sound corporate governance principles and practices and to conducting its business in a manner that promotes accountability, transparency, fairness and ethical business conduct towards its shareholders, employees, customers, business associates and society at large.

The management of the Company strives to ensure adherence to applicable corporate governance principles and statutory requirements across all areas of its operations and remains committed to continuously strengthening its governance framework.

36. PROCEEDINGS PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016:

No application has been made or any proceeding is pending under the IBC, 2016.

Directors Report

37. TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND:

There is no money lying to unpaid/unclaimed dividend account pertaining to any of the previous years with the Company. As such the Company is not required to transfer such amount to the Investor Education and Protection Fund established by the Central Government pursuant to the provisions of Sections 124 and 125 of the Act, read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016. Further, the provisions related to the shares in respect of which dividend has not been paid/claimed for the consecutive period of seven (7) years or more which are required to be transferred to the demat account of the IEPF Authority, are not applicable to the Company

38. DIFFERENCE IN VALUATION:

The company has never made any one-time settlement against loans obtained from banks and financial institution and hence this clause is not applicable.

39. INTERNAL AUDITOR DISCLOSURE:

Pursuant to the provisions of Section 138 of the Companies Act, 2013 read with Rule 13 of the Companies (Accounts) Rules, 2014, and in compliance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board of Directors, based on the recommendation of the Audit Committee, has appointed CA Riya Kumari the Internal Auditors of the Company for the Financial Year ended 31 March 2026.

The Internal Auditors directly report to the Audit Committee. They conduct regular audits to evaluate the adequacy, operational efficiency, and effectiveness of the Company's internal control systems, risk management protocols, and governance processes. The Internal Audit reports, along with management's corrective action plans, are periodically reviewed by the Audit Committee to ensure sustained statutory compliance and process optimization.

40. ACKNOWLEDGMENT:

Your Directors place on record their appreciation of the contribution made by employees, consultants at all levels, who with their competence, diligence, solidarity, co-operation and support have enabled the Company to achieve the desired results.

The Board of Directors gratefully acknowledge the assistance and co-operation received from the Central and State Governments Departments, Shareholders and Stakeholders.

For and on behalf of the Board of Directors

Monolithisch India Limited

Sd/-

Prabhat Tekriwal

Chairman, WTD & CFO

DIN:00884751

Sd/-

Harsh Tekriwal

Managing Director

DIN: 07147021

Date: 04.09.2026

Place: Purulia

Annexure

to the Directors Report

ANNEXURE-I**Form AOC-1**

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

Statement containing salient features of the financial statement of subsidiaries or associate companies or joint ventures-

Part A – Subsidiaries

(Information in respect of each subsidiary to be presented with amounts in Lacs)

Sl. No.	Particulars	Metalurgica India Private Limited	Mineral India Global Private Limited
1	The date since when subsidiary was acquired	24.12.2024	08.11.2025
2	Reporting period for the subsidiary concerned, if different from the holding company's reporting period.	01.04.2025-31.03.2026	01.04.2025-31.03.2026
3	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries.	-	-
4	Share capital	510.01	450.00
5	Reserves and surplus	(2.68)	1,373.12
6	Total assets	1,475.27	2,376.92
7	Total Liabilities	1,475.27	2,376.92
8	Investments	00.00	0
9	Turnover	61.55	4,376.12
10	Profit before taxation	4.98	638.63
11	Provision for taxation	(1.32)	161.01
12	Profit after taxation	6.30	477.62
13	Proposed Dividend	0.00	0.00
14	Extent of shareholding (in percentage)	99.99%	100%

NOTES: The following information shall be furnished at the end of the statement:

- Names of subsidiaries which are yet to commence operations
- Names of subsidiaries which have been liquidated or sold during the year.

Part B – Associates and Joint Ventures

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures- **NOT APPLICABLE**

Name of Associates or Joint Ventures	Name 1	Name 2	Name 3
1. Latest audited Balance Sheet Date			
2. Date on which the Associate or Joint Venture was associated or acquired			
3. Shares of Associate or Joint Ventures held by the company on the year end			
(a) No. Of Shares held			
(b) Amount of Investment in Associate/Joint Venture			
(c) Extent of holding %			
4. Description of how there is significant influence			
5. Reason why the associate/joint venture is not consolidated			
6. Networth attributable to shareholding as per latest audited Balance Sheet			
7. Profit or Loss for the year			
i. Considered in Consolidation			
ii. Not Considered in Consolidation			

Annexure

to the Directors Report

NOTES:

1. Names of associates or joint ventures which are yet to commence operations.
2. Names of associates or joint ventures which have been liquidated or sold during the year.

For P.N. & Company (Joint Auditor -1)

Chartered Accountants

FRN :- 016783C

Sd/-

CA Nilesh Patel

Partner

Membership No. :- 144520

For and on behalf of the Board of Directors

MONOLITHISCH INDIA LIMITED

Sd/-

(Harsh Tekriwal)

Managing Director

DIN: 07147021

Sd/-

(Prabhat Tekriwal)

WTD AND CFO

DIN: 00884751

For R K Jagetiya & Co (Joint Auditor -2)

Chartered Accountants

FRN.: 146264W

Sd/-

CA Ravi K Jagetiya

Proprietor

Membership No.: 134691

Sd/-

(Deepa Vijay Agrawal)

Company Secretary and Compliance officer

Place: Purulia

Date: 04.09.2026

Annexure

to the Directors Report

ANNEXURE-II**FORM NO. AOC -2****(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014**

Form for Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub section (1) of section 188 of the Companies Act, 2013 including certain arms-length transaction under third proviso thereto.

Details of contracts or arrangements or transactions not at Arm's length basis: Nil

Details of contracts or arrangements or transactions at Arm's length basis:

SL. No.	Particulars	Details	Details	Details	Details
1	Name (s) of the related party & nature of relationship	Maa Ambey Logistics – Proprietorship concern of Harsh Tekriwal HUF; Mr. Harsh Tekriwal, Director, is the Karta of the HUF.	Mineral India Global Private Limited (MIGPL) Entities with Common Director	Prabhat Tekriwal-Director	Harsh Tekriwal-Director
2	Nature of contracts/ arrangements/ transaction	Services	Sale and Purchase	Acquisition of shares of (MIGPL) and Loan given by company	Loan from Director
3	Duration of the contracts/arrangements/ transaction	01/04/2025 – 31/03/2026	01/04/2025 31/03/2026	01/04/2025 – 31/03/2026	01/04/2025 31/03/2026
4	Salient terms of the contracts or arrangements or transaction including the value, if any	Nil	Nil	Acquisition. The basis of valuation for the transaction is done through fair market value wherein the valuation method used is Net Asset Value (NAV) as on 30.09.2025.	Nil
5	Justification for entering into such contracts or arrangements or transactions'	Nil	Nil	Acquisition of shares thereby making MIGPL a wholly owned subsidiary.	Nil
6	Date of approval by the Board	07-04-2025	07-04-2025	15-10-2025	15-10-2025
7	Amount paid as advances, if any	Nil	Nil	Nil	Nil
8	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	NA	NA	08-11-2025	NA

Annexure*to the Directors Report*

SL. No.	Particulars	Details	Details	Details	Details
1	Name (s) of the related party & nature of relationship	Metalurgica India Private Limited Entities with Common Director	Prabhat Tekriwal HUF, Karta is Director	Metalaid Industries Private Limited Entities with Common Director	Mineral Resources Entity owned by Director
2	Nature of contracts/ arrangements/ transaction	Sale and Purchase and acquisition of shares (Rights Issue). Loan	Acquisition of shares of (MIGPL)	Sale and Purchase	Sale and Purchase
3	Duration of the contracts/ arrangements/ transaction	01/04/2025 31/03/2026	01/04/2025 31/03/2026	01/04/2025 31/03/2026	01/04/2025 31/03/2026
4	Salient terms of the contracts or arrangements or transaction including the value, if any	Nil	Acquisition. The basis of valuation for the transaction is done through fair market value wherein the valuation method used is Net Asset Value (NAV) as on 30.09.2025.	Nil	Nil
5	Justification for entering into such contracts or arrangements or transactions'	Nil	Acquisition of shares thereby making MIGPL a wholly owned subsidiary	Nil	Nil
6	Date of approval by the Board	07-04-2025	15-10-2025	07-04-2025	07-04-2025
7	Amount paid as advances, if any	Nil	Nil	Nil	Nil
8	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	NA	08.11.2025	NA	NA

For and on behalf of the Board of Directors**MONOLITHISCH INDIA LIMITED****Sd/-****Harsh Tekriwal***Managing Director*

DIN: 07147021

Sd/-**Prabhat Tekriwal***WTD AND CFO*

DIN: 00884751

Sd/-**Deepa Vijay Agrawal***Company Secretary and Compliance officer*

Place:Purulia

Date: 04.09.2026

Annexure

to the Directors Report

ANNEXURE- III

Statement of disclosure of Remuneration pursuant to Section 197 of the Companies Act, 2013 ("the Act") read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

- A.** The ratio of remuneration of each Director to the median remuneration of the employees of the company along with percentage increase in remuneration of each Director, Chief Financial Officer (CFO) and Company Secretary for the financial year 2025-2026 is as follows:

Name of Director/ key Managerial Personnel	Designation	Ratio of remuneration of Director to the Median Remuneration	% Increase in Remuneration
Mr. Harsh Tekriwal	Managing Director	49.80:1	-35.38%
Mrs. Sharmila Tekriwal	Non-Executive Director	NA	-100%
Mr. Kritish Tekriwal	Executive Director	32.01:1	0
Mr. Suman Jee	Independent Director	NA	NA
Mr. Satyen Sahay	Independent Director	NA	NA
Key Managerial Personnel			
Mr. Prabhat Tekriwal	Chief Financial Officer	35.57:1	-21.05%
Mrs. Deepa Agrawal	Company Secretary	4.48:1	284.10%

NOTE: The aforesaid details are calculated on the basis of remuneration for the financial year 2025-2026 and include sitting fees paid to Independent Directors, which are within the respective limits

- B.** The percentage increase in median remuneration of employees for the financial year 2025-2026, as compared to financial year 2024-2025 is 210.34%
- C.** Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration.

The increase in average salary of employees (other than Key Managerial Personnel) for the financial year 2025-2026, as compared to financial year 2024-2025 is 94.05%. The increments given to employees are based on their potential, performance, experience and contribution to the Company's growth, which are also benchmarked against applicable industry standard.

- D.** Number of permanent employees on the rolls of the Company as on 31st March, 2026: 23 Employees.
- E.** The Company confirms that the remuneration paid to the Directors, Key Managerial Personnel and senior management is as per the Nomination and Remuneration policy of the Company.
- F.** None of the employees has received remuneration exceeding the limit as stated in rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.
- G.** The Statement containing names of **top ten employees** in terms of remuneration drawn and the particulars of employees as required under Section 197(12) of the Act read with Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is provided in a "**separate annexure**" forming part of this report. Further, the report and the accounts are being sent to the Members excluding the aforesaid annexure. In terms of Section 136 of the Act, the said annexure is open for inspection at the registered office of the Company on any working day till the date of Annual General Meeting. Any shareholder interested in obtaining a copy of the same may write to the Company Secretary.

FOR MONOLITHISCH INDIA LIMITED

Sd/-

Prabhat Tekriwal

(CFO AND WTD)

DIN: 00884751

Sd/-

Harsh Tekriwal

(Managing Director)

DIN: 07147021

Date: 04.09.2026

Place: Purulia

Annexure

to the Directors Report

ANNEXURE –VIII Statement of Top 10 Employees

- Statement containing names of **top 10 (ten) employees** in terms of remuneration drawn and the particulars of employees as required under Section 197(12) of the Act read with Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are as under:

(in lacs)

Sl No.	Name of the Employee	Designation	Remuneration received	Nature of Employment	Qualification & Experience of the Employee	Date of commencement of employee	Age of such employee	% of equity shares held by the employee in the company
1	Harsh Tekriwal	Managing Director	84.00	Permanent	Master's Degree in Business Administration & Bachelor's Degree in Mechanical Engineering from Cardiff University (8 years)	29/08/2018	33	0.01%
2	Prabhat Tekriwal	Chairman, Whole Time Director & CFO	60.00	Permanent	Bachelor's Degree in Commerce (37 years)	29/08/2018	60	9.89%
3	Kritish Tekriwal	Executive Director	54.00	Permanent	Bachelor's Degree in Science with Honours in Banking and International Finance (3 years)	29/01/2025	24	0.03%
4	Gowri Tekriwal	HR Manager	18.00	Permanent	Master of Business Administration (5 Years)	01/12/2020	33	0.02%
5	Deepa Agrawal	Company Secretary and Compliance officer	7.55	Permanent	Company Secretary (11 Years)	28/01/2025	33	Nil
6	Aanchal Garodia	Finance Executive	7.48	Permanent	Chartered Accountant (1 year)	07/04/2025	25	Nil
7	Riya Kumari	Finance	6.80	Permanent	Chartered Accountant (2 years)	26/04/2025	26	Nil
8	Abhishek Kumar	Accountant	5.58	Permanent	Master of Commerce (3 years)	17/12/2022	28	Nil

Annexure*to the Directors Report*

SI No.	Name of the Employee	Designation	Remuneration received	Nature of Employment	Qualification & Experience of the Employee	Date of commencement of employee	Age of such employee	% of equity shares held by the employee in the company
9	Johnson K Kujur	Accounts Head	5.18	Permanent	Bachelor of Science in Information Technology (3 years)	01/08/2023	45	Nil
10	Deepak Kumar	Plant Manager	3.28	Permanent	Graduation (2 years)	09/11/2025	34	Nil

FOR MONOLITHISCH INDIA LIMITED**Sd/-****Prabhat Tekriwal***(CFO AND WTD)*

DIN: 00884751

Sd/-**Harsh Tekriwal***(Managing Director)*

DIN: 07147021

Date: 04.09.2026**Place: Purulia**

Annexure*to the Directors Report***ANNEXURE-IV****CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO****Information under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 and forming part of the Report of the Directors****(A) Conservation of Energy****(i) The steps taken or impact on conservation of energy:**

The Company continues to undertake initiatives towards efficient utilization and conservation of energy. The Company has adopted energy-efficient machinery and operational practices aimed at optimizing energy consumption and improving overall operational efficiency.

Further, as part of the objects of the Initial Public Offering ("IPO"), the Company is utilizing a portion of the IPO proceeds towards the installation of a **600 KW On-Grid Solar Power Plant** at its manufacturing facility. The project is aimed at promoting the use of renewable energy, reducing dependency on conventional sources of power, lowering energy costs, and contributing towards sustainable business operations.

(ii) The steps taken by the Company for utilizing alternate sources of energy:

As part of its sustainability initiatives and the objects of the IPO, the Company is in the process of installing a **600 KW On-Grid Solar Power Plant**. The solar power plant will enable the Company to utilize renewable energy for its operations and reduce its reliance on conventional sources of electricity.

(iii) The capital investment on energy conservation equipment:

The Company has earmarked a portion of the IPO proceeds towards the installation of a **600 KW On-Grid Solar Power Plant** as an investment towards energy conservation and adoption of renewable energy solutions.

(B) Technology Absorption**(i) The efforts made towards technology absorption:**

The Company continuously focuses on adopting advanced technologies and improving manufacturing processes to enhance operational efficiency, productivity, and product quality.

During the year, the Company has undertaken initiatives towards technological advancement through investment in modern machinery and equipment for improving manufacturing capabilities. The Company also provides necessary training and development programs to employees for effective utilization of technology and equipment.

(ii) The benefits derived like product improvement, cost reduction, product development or import substitution:

The adoption of advanced technologies and modern machinery has resulted in:

- a) Improvement in operational efficiency and productivity;
- b) Enhancement in product quality and manufacturing capabilities;
- c) Optimization of operational costs; and
- d) Strengthening of the Company's ability to cater to increasing customer requirements.

(iii) In case of imported technology (imported during the last three years reckoned from the beginning of the financial year):

Not Applicable.

Annexure*to the Directors Report***(iv) The expenditure incurred on Research and Development:****Nil.****(C) Foreign Exchange Earnings and Outgo**

Foreign Exchange Earnings: NIL

Foreign Exchange Outgo: NIL

FOR MONOLITHISCH INDIA LIMITED**Sd/-****Prabhat Tekriwal***(CFO AND WTD)*

DIN: 00884751

Sd/-**Harsh Tekriwal***(Managing Director)*

DIN: 07147021

Date: 04.09.2026**Place: Purulia**

Annexure

to the Directors Report

ANNEXURE-V

FORM NO. MR-3

[Pursuant to section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31st MARCH, 2026

To,

The Members,

MONOLITHISCH INDIA LIMITED,

Plot No. 381, Utaraha, Neturia

Purulia, West Bengal - 723121

We have conducted a Secretarial Audit of **Monolithisch India Limited** (Formerly known as Monolithisch India Private Limited) (hereinafter referred to as the "Company") to evaluate the compliance with applicable statutory provisions and adherence to good corporate practices. The Secretarial Audit was conducted in a manner that provided us with a reasonable basis for evaluating the corporate conduct/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, we hereby report that in our opinion, the Company has, during the financial year ended on **31st March, 2026** (the Audit Period) complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

1. We, have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March 2026, according to the provisions of:

- I. The Companies Act, 2013 (the "Act") and the rules made thereunder;
- II. The Securities Contracts (Regulation) Act, 1956 ("SCRA") and the rules made thereunder;
- III. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- IV. The Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder, to the extent applicable to Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

Not applicable, as the Company did not have any transactions relating to Foreign Direct Investment, Overseas Direct Investment or External Commercial Borrowings during the financial year under review.

V. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') and the amendments made therein from time to time (to the extent applicable to the Company during the Audit Period):-

- (a) The Securities and Exchange Board of India (Substantial Acquisition of Share and Takeovers) Regulations, 2011;
- (b) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI (LODR));
- (c) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and amendments from time to time;
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **(Not applicable to the company during Audit Period);**

Annexure

to the Directors Report

- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; - **(Not applicable to the company during Audit Period);**
 - (f) SEBI (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **(Not applicable to the company during Audit Period);**
 - (g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and amendments from time to time.
- VI. Based on the nature of the Company's business, its manufacturing operations and the information and representations provided by the management, the following laws and regulations are specifically relevant to the Company, to the extent applicable during the Audit Period:
- (a) The Occupational Safety, Health and Working Conditions Code, 2020 and the rules/regulations made thereunder, including provisions relating to occupational safety, health, working conditions, welfare and contract labour, to the extent applicable;
 - (b) The Code on Wages, 2019 and the rules/regulations made thereunder;
 - (c) The Code on Social Security, 2020 and the rules/regulations made thereunder;
 - (d) The Industrial Relations Code, 2020 and the rules/regulations made thereunder, to the extent applicable;
 - (e) The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the rules made thereunder;
 - (f) The Environment (Protection) Act, 1986 and the rules made thereunder;
 - (g) The Water (Prevention and Control of Pollution) Act, 1974 and the rules made thereunder;
 - (h) The Air (Prevention and Control of Pollution) Act, 1981 and the rules made thereunder;
 - (i) The Hazardous and Other Wastes (Management and Trans boundary Movement) Rules, 2016, as amended, to the extent applicable;
 - (j) The Solid Waste Management Rules, 2016 and other waste-management rules, to the extent applicable;

We, have also examined compliance with the applicable provisions of the following:

- i. Secretarial Standards issued by The Institute of Company Secretaries of India;
- ii. The Listing Agreements entered into by the Company with the Stock Exchange.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards etc. mentioned above.

We report that:

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. As on 31st March, 2026, the Board comprised six (6) Directors, comprising the Chairman, Whole-Time Director & CFO, the Managing Director, one Non-Executive Director, one Executive Director and two Non-Executive Independent Directors, and there was no change in the composition of the Board of Directors during the year under review.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision is carried through while the dissenting members' views are captured (if any) and recorded as part of the minutes.

Annexure

to the Directors Report

There are adequate systems and processes in the Company commensurate with the size and operation of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that, during the period under review, the following specific events/actions having a major bearing on the Company's affairs, in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc., took place:

- i. The Company completed its Initial Public Offer (IPO) of 57,36,000 Equity Shares of face value of ₹10/- each, at a price band of ₹135/- to ₹143/- per Equity Share, aggregating to approximately ₹82.02 Crore, and the Equity Shares of the Company were listed on the NSE EMERGE Platform of the National Stock Exchange of India Limited with effect from 19th June, 2025.
- ii. The Members of the Company, at the said Extra-Ordinary General Meeting held on 8th November, 2025, also approved the acquisition of the equity shares of Mineral India Global Private Limited, pursuant to which Mineral India Global Private Limited became a Wholly Owned Subsidiary of the Company.
- iii. Pursuant to the approval accorded by the Members under Section 186 of the Companies Act, 2013, the Company granted a loan of ₹929 lacs (Rupees Nine Crore Twenty Nine Lacs only) to its subsidiary, Metalurgica India Private Limited, out of the proceeds of the Initial Public Offer, in accordance with the objects stated in the Prospectus dated 17th June, 2025.
- iv. The provisions of Section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 were applicable to the Company during the Financial Year 2025-26. During the year under review, the Company spent ₹25.42 lakhs towards Corporate Social Responsibility activities.

For **Aman Poddar & Company**

Company Secretaries

FRN: S2017JH547000

PR 2915/2023

Sd/-

Aman Poddar

Proprietor

Date: August 29, 2026

Place: Ranchi

UDIN: F012393H001281320

FCS 12393 CP No. 19527

This Report is to be read with our letter of even date which is annexed as 'Annexure – A' and forms an integral part of this report.

Annexure

to the Directors Report

Annexure - A

To,

The Members,

MONOLITHISCH INDIA LIMITED,

Plot No. 381, Utaraha, Neturia

Purulia, West Bengal - 723121

Our report of even date is to be read along with this letter:

1. Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards are the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Annexure

to the Directors Report

ANNEXURE VI**ANNUAL REPORT ON CSR ACTIVITIES**

(Pursuant to Section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014)

1. Brief Outline on CSR Policy of the Company

The Company is committed to conducting its business in a socially, economically and environmentally responsible manner and believes that sustainable business growth goes hand in hand with the development and welfare of the communities in which it operates. The Company's Corporate Social Responsibility ("CSR") initiatives are guided by the objective of creating long-term value for society and contributing towards inclusive and sustainable development.

During the Financial Year 2025-26, the provisions of Section 135 of the Companies Act, 2013 became applicable to the Company. Accordingly, the Company has adopted a comprehensive Corporate Social Responsibility Policy, approved by the Board of Directors, which provides the framework for undertaking CSR activities in the areas specified under Schedule VII of the Companies Act, 2013.

The CSR Policy of the Company is available on the website of the Company at <https://monolithisch.com>

2. CSR Committee

Since the CSR obligation of the Company does not exceed the threshold prescribed under the Companies (Corporate Social Responsibility Policy) Rules, 2014, the Company is not required to constitute a Corporate Social Responsibility Committee. Accordingly, the functions of the CSR Committee have been discharged by the Board of Directors during the Financial Year 2025-26.

3. Web-link where Composition of CSR Committee, CSR Policy and CSR projects approved by the Board are disclosed on the website of the Company

The Company is not required to constitute a CSR Committee during the Financial Year 2025-26. The CSR Policy of the Company is available on the Company's website at: <https://monolithisch.com>

4. Executive Summary along with web-link(s) of Impact Assessment of CSR Projects carried out in pursuance of Rule 8(3) of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable

Not Applicable, as the provisions relating to impact assessment are not applicable to the Company.

5. (a) Average net profit of the Company as per Section 135(5) of the Companies Act, 2013: ₹1,261.32 lacs

(b) Two percent of average net profit of the Company as per Section 135(5): ₹25.22 lacs

(c) Surplus arising out of CSR Projects or programmes or activities of previous financial years: Nil

(d) Amount required to be set-off for the financial year, if any: Nil

(e) Total CSR obligation for the Financial Year [(b)+(c)-(d)]: ₹25.22 lacs

6. (a) Amount spent on CSR Projects (both Ongoing and other than Ongoing Projects)

Details of CSR amount spent against other than ongoing projects: Refer Annexure A

Details of CSR amount spent against ongoing projects: Not Applicable

(b) Amount spent on Administrative Overheads: Nil

(c) Amount spent on Impact Assessment, if applicable: Nil

(d) Total amount spent for the Financial Year [(a)+(b)+(c)]: ₹25.42 lacs

Annexure

to the Directors Report

(e) CSR Amount spent or unspent for the Financial Year

(in lacs)

Particulars	Amount
Total Amount Spent during the Financial Year	₹25.42
Amount Unspent	Nil
Amount transferred to Unspent CSR Account under Section 135(6)	Nil
Date of Transfer	Not Applicable
Amount transferred to any Fund specified under Schedule VII	Nil
Name of the Fund	Not Applicable
Date of Transfer	Not Applicable

(f) Excess amount for set-off, if any

(in lacs)

Particulars	Amount
Two percent of average net profit under Section 135(5)	₹25.22
Total amount spent during FY 2025-26	₹25.42
Excess amount spent during the Financial Year	₹0.20
Surplus arising out of CSR Projects of previous financial years	Nil
Amount available for set-off in succeeding financial years	₹0.00

7. Details of Unspent CSR Amount for the preceding three Financial Years

Not Applicable

8. Whether any Capital Assets have been created or acquired through CSR amount spent during the Financial Year

No

9. Specify the reason(s), if the Company has failed to spend two percent of the average net profit as per Section 135(5)

Not Applicable. The Company has spent the entire CSR obligation of ₹ 25.22 lacs during the Financial Year 2025-26 in compliance with the provisions of Section 135 of the Companies Act, 2013.

Annexure

to the Directors Report

ANNEXURE A**Details of CSR amount spent against other than ongoing projects for the Financial Year 2025-26**

S. No.	Name of the Project	Item from the list of activities in Schedule VII to the Act	Local Area (Yes/No)	State	District	Amount Spent (₹ in Lakhs)	Mode of Implementation (Direct/Indirect)	Name of Implementing Agency	CSR Registration No.
1	Installation of Lift in Hospital	Promoting healthcare including preventive healthcare and improving accessibility to healthcare facilities [Schedule VII – Item (i)]	Yes	Jharkhand	Khunti	5.00	Indirect	M/s. Sarvangin Gram Vikas Sanstha	CSR00009981
2	Educational Initiatives for Empowerment and Improvement of Students in the Formal School Education System	Promoting education, including special education and employment-enhancing vocational skills [Schedule VII – Item (ii)]	Yes	West Bengal	a. Bankura - I b. Bankura-II c. Purba Bardhaman d. Paschim Bardhaman e. Purulia g. Jamtola h. Baghmundi i. Balarampur j. Jhalda k. Joypur l. Barabani m. Jamuria	13.30	Indirect	M/s. Biswabarta Foundation	CSR00012680
3	Healthcare Initiatives including Procurement of Ambulances to Enhance Healthcare Accessibility	Promoting healthcare including preventive healthcare [Schedule VII – Item (i)]	Yes	Jharkhand	Khunti	7.12	Indirect	M/s. Sarvangin Gram Vikas Sanstha	CSR00009981

Total CSR Expenditure: ₹ 25.42 Lacs**FOR MONOLITHISCH INDIA LIMITED**

Sd/-
Prabhat Tekriwal
(CFO AND WTD)
DIN: 00884751

Sd/-
Harsh Tekriwal
(Managing Director)
DIN: 07147021

Date: 04.09.2026
Place: Purulia

Deepa Agrawal
Company Secretary & Compliance Officer