

## NOTICE

NOTICE is hereby given that the **Third Annual General Meeting (“AGM”)** of the Members of **Monika Alcobev Limited** (“the Company”) will be held on **Thursday, July 10, 2025, at 12:00 P.M. (IST)**, through Video Conferencing/ Other Audio-Visual Means (“VC/OAVM”), to transact the following business:

### ORDINARY BUSINESS:

1. **To receive, consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2025, together with the reports of the Board of Directors and Auditors thereon and in this regard, to consider and if thought fit, to pass, with or without modifications(s), the following resolution as an Ordinary Resolution:**

“**RESOLVED THAT** the audited financial statements of the Company for the financial year ended March 31, 2025, and the reports of the Board of Directors and Auditors thereon, as circulated to the members, be and are hereby received, considered and adopted.”

2. **To re-appoint Mr. Kunal Bhimji Patel, who retires by rotation as an Executive Non-Independent Director, and, being eligible, offers himself for re-appointment and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:**

“**RESOLVED THAT** in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Kunal Bhimji Patel (DIN: 03039030), who retires by rotation and being eligible offers himself for the re-appointment, be and is hereby re-appointed as an Executive Non-Independent Director of the Company, liable to retire by rotation.”

3. **To declare a final dividend on equity shares of the Company for the financial year ended March 31, 2025, and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:**

“**RESOLVED THAT** final dividend at the rate of Rs. 1.40/- per equity share of face value of Rs. 10/- each of the Company, as recommended by the Board of Directors, be and is hereby declared and the same be paid out of the profits of the Company for the financial year ended March 31, 2025.

By Orders of the Board of Directors  
For **MONIKA ALCOBEV LIMITED**

**Date:** June 12, 2025

**Place:** Mumbai

**Registered Office:**

2403, 24<sup>th</sup> Floor, Signature, Suresh Sawant Road,  
Off. Veera Desai Road, Andheri West, Mumbai - 400053

**Kalpesh Ramina**  
Company Secretary  
ACS No. 65189

### NOTES:

1. In view of the General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020 and subsequent circulars, the latest being 09/2024 dated September 19, 2024 issued by the Ministry of Corporate Affairs (“MCA Circulars”), granting extension on conducting Annual General Meetings through Video Conference (VC) or Other Audio Visual Means (OAVM) without the physical presence of Member at a common venue till 30<sup>th</sup> September, 2025.

In compliance with the aforesaid MCA Circulars, applicable provisions of the Companies Act, 2013 (“Act”), this Annual General Meeting (“AGM”) is being held through VC / OAVM. The proceedings of the AGM will be deemed to be conducted at Unit No. 2403, 24<sup>th</sup> Floor, Signature, Suresh Sawant Road, Off. Veera Desai Road, Andheri West, Mumbai 400053, Maharashtra, India, which shall be deemed venue of the AGM.

2. As per the Companies Act, 2013, a member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself/herself and, a proxy need not be a member of the Company. Since this AGM is being held pursuant to the MCA Circulars 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 Notice.

3. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
4. Institutional/Corporate Members (i.e. other than individuals/HUF/NRI etc.) are required to send scanned copy of Board Resolution authorizing their representative to attend the AGM through VC / OAVM on its behalf at the email address at [investors.relation@monikaalcobev.com](mailto:investors.relation@monikaalcobev.com).
5. In compliance with the aforesaid MCA Circulars, Notice of the AGM is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories/Depository Participants, unless any Member has requested for a physical copy of the same. The Company shall send the physical copy of Notice of AGM to those Members who request the same at [investors.relation@monikaalcobev.com](mailto:investors.relation@monikaalcobev.com) mentioning their Folio No./DP ID and Client ID.
6. Since the AGM will be held through VC / OAVM, the Route Map is not annexed to this Notice.
7. The Register of Directors' and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts or Arrangements in which the Directors are interested maintained under Section 189 of the Companies Act, 2013 will be available electronically for inspection by the Members. All documents referred to in the Notice will also be available for electronic inspection without any fee by the members from the date of circulation of this Notice up to the date of 3<sup>rd</sup> AGM, i.e. July 10, 2025. Members seeking to inspect such documents can send an email to [investors.relation@monikaalcobev.com](mailto:investors.relation@monikaalcobev.com) stating their name and DP/ Client ID/ Folio No.
8. Pursuant to the provisions of Section 107 of the Companies Act, 2013, the voting on the resolutions set out in the Notice of the AGM shall be conducted by show of hands, unless a demand for poll is made in accordance with the said Act.
9. The Chairman shall declare the result of voting forthwith after the conclusion of the voting on each resolution, and the resolutions so declared shall be deemed to be passed effective from the date of the Meeting.
10. The Register of Members and the Share Transfer Books of the Company will remain closed from Thursday, July 3, 2025 to Thursday, July 10, 2025 (both days inclusive).
11. Subject to the approval of the Members at the AGM, the dividend on Equity Shares, if declared at the AGM, will be credited/dispatched within the prescribed time from the date of declaration to those Members whose names shall appear on the Company's Register of Members as on the Record date i.e. July 2, 2025. In respect of the shares held in dematerialized form, the dividend will be paid to the Members whose names are furnished by National Securities Depository Limited and Central Depository Services (India) Limited as a beneficial owner as on that date.
12. Members may note that the Income-tax Act, 1961, ("the IT Act") as amended by the Finance Act, 2020, mandates that dividends paid or distributed by a Company after April 01, 2020 shall be taxable in the hands of Members. The Company shall therefore be required to deduct tax at source ("TDS") at the time of making the payment of the final dividend. In order to enable us to determine the appropriate TDS rate as applicable, Members are requested to submit relevant documents, as specified in the below paragraphs, in accordance with the provisions of the IT Act.

For resident shareholders, taxes shall be deducted at source under Section 194 of the IT Act as follows

Members having valid Permanent Account Number ("PAN")	10% or as notified by the Government of India
Members not having PAN/valid PAN	20% or as notified by the Government of India

However, no tax shall be deducted on the dividend payable to a resident individual if the total dividend to be received by them during fiscal 2025 does not exceed ₹ 5,000 and also in cases where Members provide Form 15G/Form 15H (Form 15H is applicable to individuals aged 60 years or more) subject to conditions specified in the IT Act. Resident shareholders may also submit any other document as prescribed under the IT Act to claim a lower/nil withholding tax. PAN is mandatory for Members providing Form 15G/15H or any other document as mentioned above.

For non-resident shareholders, taxes are required to be withheld in accordance with the provisions of Section 195 and other applicable sections of the IT Act, at the rates in force. The withholding tax shall be at the rate of 20% (plus applicable surcharge and cess) or as notified by the Government of India on the amount of dividend payable. However, as per Section 90 of the IT Act, nonresident shareholders have the option to be governed by the provisions of the Double Tax Avoidance Agreement ("DTAA"), read with Multilateral Instrument ("MLI") between India and the country of tax residence of the Member, if they are more beneficial to them. For this purpose, i.e. to avail the benefits under the DTAA read with MLI, non-resident shareholders will have to provide the following:

- Copy of the PAN card allotted by the Indian income tax authorities duly attested by the Member or details as prescribed under rule 37BC of Income Tax Rules, 1962;

- Copy of Tax Residency Certificate for fiscal 2025 obtained from the revenue authorities of the country of tax residence, duly attested by Member;
- Self-declaration in Form 10F;
- Self-declaration by the Member of having no permanent establishment in India in accordance with the applicable tax treaty;
- Self-declaration of beneficial ownership by the non-resident shareholder;
- Any other documents as prescribed under the IT Act for lower withholding of taxes if applicable, duly attested by the Member.

In case of Foreign Institutional Investors/Foreign Portfolio Investors, tax will be deducted under Section 196D of the IT Act @ 20%\*\* (plus applicable surcharge and cess) or the rate provided in relevant DTAA, read with MLI, whichever is more beneficial, subject to the submission of the above documents, if applicable. \*\* As per the Finance Act, 2021, Section 206AB has been inserted effective July 01, 2021, wherein higher rate of tax (twice the specified rate) would be applicable on payment made to a shareholder who is classified as 'Specified Person' as defined under the provisions of the aforesaid section. However, in case a non-resident shareholder or a non-resident Foreign Portfolio Investor (FPI)/Foreign Institutional Investor (FII), higher rate of tax as mentioned in Section 206AB shall not apply if such non-resident does not have a permanent establishment in India.

The aforementioned forms for tax exemption can be downloaded from MUFG Intime's website: <https://web.in.mpms.mufg.com/client-downloads.html> On this page select the General tab. All the forms are available under the head "Form 15G/15H/10F".

The aforementioned documents duly completed and submitted on or before 6 pm on the Record date i.e. July 2, 2025.

13. Members holding shares in electronic form may note that bank particulars registered against their respective depository accounts will be used by the Company for payment of dividend. The Company or its Registrar and Shares Transfer Agents, Link Intime India Private Limited (Link Intime) cannot act on any request received directly from the members holding shares in electronic form for any change of bank particulars or bank mandates. Such changes are to be advised only to the Depository Participant by the members.
14. Members holding shares in electronic form are requested to immediately intimate of any change in their address or bank mandates to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form are requested to intimate any change in their address or bank mandates immediately to the Company or Registrar and share transfer agent i.e. MUFG Intime India Pvt Ltd.
15. Members are encouraged to update their details to enable expeditious credit of dividend into their respective bank accounts electronically through Automated Clearing House (ACH) mode or such other permitted mode for the credit of dividend.
16. Pursuant Secretarial Standard 2, the details of the Director proposed to be re-appointed in the AGM are provided under Annexure-A.
17. The link for joining the Annual General Meeting shall be sent separately to the shareholders.

**The Instructions for members for voting by show of hands and joining general meeting are as under:**

**a. Install Microsoft Teams:**

- **Desktop App:** Download and install Microsoft Teams from [Microsoft's official website](#) if you haven't already.
- **Mobile App:** Alternatively, you can download the Teams app from the App Store (iOS) or Google Play (Android).
- **Web App:** If you don't want to install an app, you can join directly through a browser by visiting [teams.microsoft.com](https://teams.microsoft.com).

**b. Sign In:**

- Open the Microsoft Teams app and sign in with your account. If you don't have an account, you might need to create one, or your meeting organizer may send you a guest invite.

**c. Locate Your Meeting Invitation:**

- You will receive a meeting invite/link to join via email from [investor.relations@monikaalcobev.com](mailto:investor.relations@monikaalcobev.com). The invitation will typically include the meeting date, time, and a "Join Microsoft Teams Meeting" link.

- d. **Join the Meeting:**
  - **From the Email/Calendar Invite:**
    - o Open the meeting invite in your email or calendar.
    - o Click on the “Join Microsoft Teams Meeting” link.
  - **From the Teams App:**
    - o Open Microsoft Teams and go to the **Calendar** tab (on the left sidebar).
    - o Find the scheduled meeting and click on it.
    - o Click the **Join** button when the meeting is ready to start.
  - **Once Ready:**
    - o Click on the **Join Now** button to enter the meeting.
- e. **Participate in the Meeting:**
  - Once you’ve joined the meeting, your requested to keep your speaker on mutes.
- f. **Voting by show of hands at the meeting:**
  - The Chairperson or designated person will read the agenda items.
  - Voting by show of hands will be requested for specific resolutions or items on the agenda.
  - The Chairman will ask for vote, raise your hand to indicate your choice or type their votes in the chat box. For example, shareholders might type:
    - “**Yes**” to approve
    - “**No**” to reject
    - “**Abstain**” if they are not voting on the resolution
- g. **Announcement of Results:**
  - After the voting is completed, the Chairperson or a designated person will announce the results.
  - The results will be based on the number of raised hands (for “Yes” or “No” votes) and any abstentions.
- h. **End of the Meeting:**
  - When the meeting ends, click the **Hang Up** button (red phone icon) to exit.

**DETAILS OF DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT AT THE ANNUAL GENERAL MEETING:**

<b>Name of Director</b>	<b>Mr. Kunal Bhimji Patel</b>
<b>Date of Birth (Age)</b>	December 21, 1991 (33 Years)
<b>Date of First Appointment on the Board</b>	January 17, 2025
<b>Designation</b>	Managing Director
<b>Qualification</b>	Bachelor of Commerce degree from the University of Mumbai
<b>Brief Resume and Expertise in specific functional areas</b>	He has been associated with our Company since its incorporation. Prior to this, he was a Partner at Monika Enterprises. With over a decade of experience in the alcoholic beverage industry, he is currently responsible for overseeing the sales, marketing, and operations of our Company.
<b>Directorship in Other Companies</b>	7Ink Ventures Private Limited 7Ink Brews Private Limited Infinity Global Supply Chain Limited
<b>Membership/Chairmanship of Committees of other Companies Board</b>	None
<b>No. of meetings of the Board attended during the year</b>	3
<b>Shareholding in the Company</b>	42,00,000 (25.21%)
<b>Relationship with Directors and Key Managerial Personnel of the Company</b>	Mr. Kunal Patel is related to Mr. Bhimji Patel, Chairman and Whole-Time Director