ZENPLUS PRIVATE LIMITED
CIN: U85300MH2022PTC386830 | Phone: 0226178500 | Email ID: compliance@zhl.in
Registered Office: 23rd Floor, Sunshine Tower, Senapati Bapat Marg, Dadar (West), Mumbai 400013.

NOTICE OF EXTRAORDINARY GENERAL MEETING

(To be convened pursuant to requisition made by members)

NOTICE is hereby given that the Extraordinary General Meeting of the Members of ZENPLUS PRIVATE LIMITED *called by requisition* will be held on Friday, 20th November, 2026, at 11:00 A.M. through Audio Visual means (Zoom App) which shall be deemed to be held at the corporate office of the company at 40th Floor Sunshine Tower, Senapati Bapat Marg Dadar west, Mumbai-400013, pursuant to requisition dated 8th October, 2026 received from the requisitionists holding the requisite voting rights under Section 100 of the Companies Act, 2013, to transact the following business:

SPECIAL BUSINESS:

1. APPOINTMENT OF MANISH SACHETI AS A DIRECTOR OF THE COMPANY:

To consider the appointment of Mr. Manish Sacheti as director of the Company if thought fit, to pass with or without modification the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT subject to the provisions of Sections 149 and 152(2) and other applicable provisions of the Companies Act, 2013 and the Rules framed thereunder Manish Sacheti (DIN: 01072819) be and is hereby appointed as Director of the Company.

RESOLVED FURTHER THAT any Director of the Company of the Company be and are hereby severally authorized to do all such acts, deeds and things as may be required to give effect to the aforesaid resolution."

2. APPOINTMENT OF SRINIVASAN VAIDYANATHASWAMY AS A DIRECTOR OF THE COMPANY:

To consider the appointment of Mr. Srinivasan Vaidyanathaswamy as director of the Company if thought fit, to pass with or without modification the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT subject to the provisions of Sections 149 and 152(2) and other applicable provisions of the Companies Act, 2013 and the Rules framed thereunder Srinivasan Vaidyanathaswamy (DIN:06510677) be and is hereby appointed as Director of the Company.

RESOLVED FURTHER THAT any Director of the Company of the Company be and are hereby severally authorized to do all such acts, deeds and things as may be required to give effect to the aforesaid resolution.**"**

3. APPOINTMENT OF NARESH DHANRAJ JAIN AS A DIRECTOR OF THE COMPANY:

To consider the appointment of Mr. Naresh Dhanraj Jain as director of the Company if thought fit, to pass with or without modification the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT subject to the provisions of Sections 149 and 152(2) and other applicable provisions of the Companies Act, 2013 and the Rules framed thereunder Naresh Dhanraj Jain (DIN: 00337573) be and is hereby appointed as Director of the Company.

RESOLVED FURTHER THAT any Director of the Company of the Company be and are hereby severally authorized to do all such acts, deeds and things as may be required to give effect to the aforesaid resolution.**"**

4. APPOINTMENT OF CHETAN RUPAL AS A DIRECTOR OF THE COMPANY:

To consider the appointment of Mr. Chetan Rupal as director of the Company if thought fit, to pass with or without modification the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT subject to the provisions of Sections 149 and 152(2) and other applicable provisions of the Companies Act, 2013 and the Rules framed thereunder Chetan Rupal (DIN: 00253536) be and is hereby appointed as Director of the Company.

RESOLVED FURTHER THAT any Director of the Company of the Company be and are hereby severally authorized to do all such acts, deeds and things as may be required to give effect to the aforesaid resolution.**"**

5. APPOINTMENT OF YASH MANGAL AS A DIRECTOR OF THE COMPANY:

To consider the appointment of Mr. Yash Mangal as director of the Company if thought fit, to pass with or without modification the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT subject to the provisions of Sections 149 and 152(2) and other applicable provisions of the Companies Act, 2013 and the Rules framed thereunder Yash Mangal (DIN: 02909055) be and is hereby appointed as Director of the Company.

RESOLVED FURTHER THAT any Director of the Company of the Company be and are hereby severally authorized to do all such acts, deeds and things as may be required to give effect to the aforesaid resolution.**"**

6. APPOINTMENT OF SHASHANK LODHA AS A DIRECTOR OF THE COMPANY:

To consider the appointment of Mr. Shashank Lodha as director of the Company if thought fit, to pass with or without modification the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT subject to the provisions of Sections 149 and 152(2) and other applicable provisions of the Companies Act, 2013 and the Rules framed thereunder Shashank Lodha (DIN: 06956751) be and is hereby appointed as Director of the Company.

RESOLVED FURTHER THAT any Director of the Company of the Company be and are hereby severally authorized to do all such acts, deeds and things as may be required to give effect to the aforesaid resolution.**"**

By order and issued on behalf of requisitionists
For **Zenplus Private Limited**

Mr. Narayana Kurup Asokan
Director
Din: 01348861

Date: 26th October, 2026
Place: Mumbai

Reg. Off.: 23rd Floor, Sunshine Towers, Senapati Bapat Marg, Dadar (West), Mumbai – 400013
CIN: U85300MH2022PTC386830

NOTES:

1. A member entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of himself/herself & such proxy need not be a member of the company. Proxy in order to be effective must be received by the company at its registered office not less than 48 hours before the meeting.

2. All documents referred to in the accompanying Notice shall be open for inspection at the Registered Office of the Company during normal business hours (9:00 am to 5:00 pm) on all working days, up to and including the date of the Annual General Meeting of the Company.

3. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, setting out material facts relating to business as set out above, is annexed hereto.

4. Members are requested to bring the Attendance Slip duly filled in and hand over the same at the entrance of the Meeting Hall. The Attendance Slip is annexed to this notice.

5. A roadmap showing directions to reach the venue of the EOGM is given at the end of this Notice.

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

Item no. 1 to 6

The Company received a valid requisition dated 8th October, 2026 under Section 100(1) of the Companies Act, 2013 from Mangal Laxmi Consultants LLP (formerly Mangal Laxmi Consultants Private Limited), Naresh Jain, Richa Jain, Neeta Sacheti, Chandra Sacheti, Manish Sacheti, holding 1,31,212 shares representing an aggregate of 30.40% of the paid-up share capital of the Company that carries the right of voting, requesting the Board of Directors to convene an Extraordinary General Meeting.

The requisitionist have proposed that the members consider the appointment of the following people as Directors of the Company:

1. Mr. Manish Sacheti (DIN: 01072819)
2. Mr. Srinivasan Vaidyanathaswamy (DIN: 06510677)
3. Mr. Naresh Dhanraj Jain (DIN: 00337573)
4. Mr. Chetan Rupal (DIN: 00253536)
5. Mr. Yash Mangal (DIN: 02909055)
6. Mr. Shashank Lodha (DIN: 06956751)

The requisitionist have requested that the above proposals be placed before the members for consideration at the Extraordinary General Meeting convened pursuant to their requisition. The following requisite information regarding each of the proposed directors is enclosed as Annexure 1 to the Requsition Notice attached with this Notice:

a. Identification proof;
b. Proof of address;
c. Consent to act as director (Form DIR-2);
d. Declaration of qualification (Form DIR-8); and
e. Information required pursuant to the secretarial standards – 2 issued by the Institute of Company Secretaries of India (*Refer Annexure 1A below*).

They have confirmed that Form MBP-1 will be submitted by the proposed directors on the date of their appointment or subsequently, but prior to the first board meeting of the Company which they attend as a director.

Interest of Directors and Key Managerial Personnel (KMP):

- None of the Directors or Key Managerial Personnel (KMP) of the Company or their relatives are in any way concerned or interested, financially or otherwise, in the proposed resolution, except to the extent of their shareholding in the Company
- The Board of Directors is issuing this Notice purely to comply with the statutory obligations cast upon it under Section 100 of the Companies Act, 2013 upon receipt of a valid requisition.

Documents for Inspection:

The requisition received from the Requisitionist(s) and other connected documents are available for inspection at the Registered Office of the Company during business hours on any working day up to the date of the meeting.

By order and issued on behalf of requisitionists
For **Zenplus Private Limited**

Mr. Narayana Kurup Asokan
Director
Din: 01348861

Date: 26th October, 2026
Place: Mumbai

Reg. Off.: 23rd Floor, Sunshine Towers, Senapati Bapat Marg, Dadar (West), Mumbai – 400013
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ATTENDANCE SLIP OF THE EXTRAORDINARY GENERAL MEETING CALLED BY REQUISITION

EXTRAORDINARY GENERAL MEETING CALLED BY REQUISITION, HELD ON FRIDAY, 20TH NOVEMBER, 2026 AT 11:00 A.M.

Regd. Folio No._____ No. of Shares held _____

I certify that I am registered shareholder/proxy for the Registered Shareholder of the Company and hereby record my presence at the Extraordinary General Meeting Called by Requisition of Members the Company on Friday, 20th November, 2026 at 11:00 A.M. at the registered office of the company.

_____ _____

Member's/Proxy's name in Block letters Member's/Proxy's Signature

Note: Please fill, stamping, sign this attendance slip and hand it over at the entrance of the hall.

Form No. MGT-11

PROXY FORM

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

CIN :	U85300MH2022PTC386830
Name of the Company:	ZENPLUS PRIVATE LIMITED
Registered Office:	23rd Floor, Sunshine Tower Senapati Bapat Marg, Dadar West, Mumbai -400013.
Name of the member(s):	
Registered Address:	
Email id:	
Folio No./ Client Id:	
DP ID:	

I/We, being the member(s) of _____ shares of the above named Company, hereby appoint

1.	Name: Address: Email Id: Signature: _____, or failing him
2.	Name: Address: Email Id: Signature: _____, or failing him
3.	Name: Address: Email Id: Signature: _____

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Extra Ordinary General Meeting of the Company, to be held by requisition to be held through Audio Visual means (Zoom App) which shall be deemed to be held at the corporate office of the company at 40th Floor Sunshine Tower, Senapati Bapat Marg Dadar west, Delisle Road, Mumbai-400013 on the Friday, 20th November, 2026 at 11.00 a.m. and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.

1. _____
2. _____
3. _____
4. _____
5. _____
6. _____

Affix Revenue Stamp

Signed this _____ day of _____20__.

_____

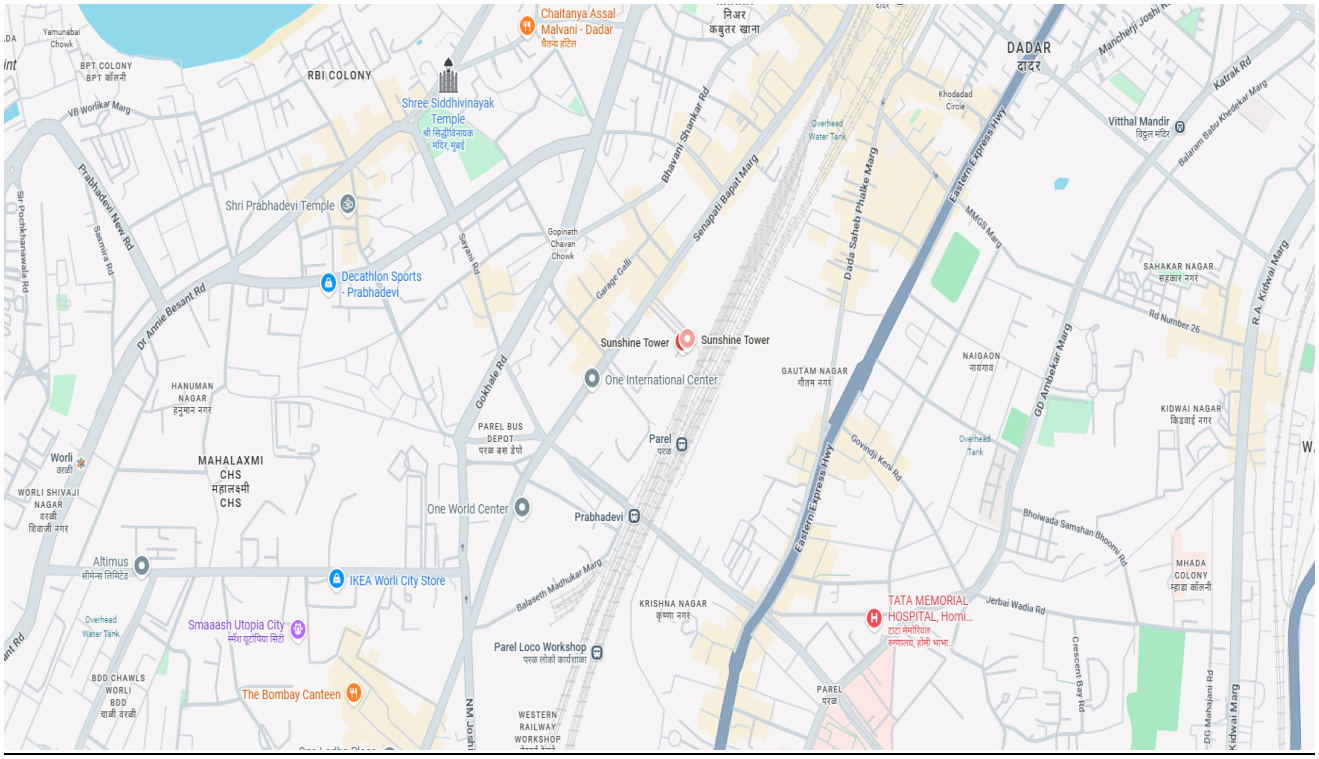
Signature of Shareholder

_____

Signature of Proxy holder(s)

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

ROUTE MAP



Chaitanya Assal Malvani - Dadar
RBI COLONY
Shree Siddhivinayak Temple
Shri Prabhadevi Temple
Decathlon Sports - Prabhadevi
Sunshine Tower
Sunshine Tower
One International Center
Parel
Prabhadevi
One World Center
IKEA Worli City Store
Smaaash Utopia City
The Bombay Canteen
Parel Loco Workshop
TATA MEMORIAL HOSPITAL, Homi...
DADAR
Vitthal Mandir
MAHALAXMI CHS
Worli
Altimus
Prabhadevi New Rd
Dr Annie Besant Rd
Gokhale Rd
Bhavani Shankar Rd
Senapati Bapat Marg
Dada Saheb Phalke Marg
Eastern Express Hwy
GD Ambekar Marg
Jerbai Wadia Rd
Balaseth Madhukar Marg
Govindji Keni Rd
Bholwada Samshan Bhoomi Rd
Crescent Bay Rd
Kidwai Marg
R.A. Kidwai Marg
Katrak Rd
Mancherji Joshi Rd
Sayani Rd
Gopinath Chavan Chowk
Garage Galli
Overhead Water Tank
Khodadad Circle
MMGS Marg
Rd Number 26
Balaram Bahu Khedekar Marg
Sir Pochkhanawala Rd
Sasmira Rd
VB Worlikar Marg
Yamunabai Chowk
BPT COLONY
HANUMAN NAGAR
PAREL BUS DEPOT
WORLI SHIVAJI NAGAR
GAUTAM NAGAR
NAIGAON
SAHAKAR NAGAR
KIDWAI NAGAR
MHADA COLONY
KRISHNA NAGAR
PAREL
WESTERN RAILWAY WORKSHOP
BDD CHAWLS WORLI BDD