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NOTICE

Short Notice is hereby given that **28th (Twenty Eighth) Annual General Meeting** ("AGM") of the members of **Meganet Technologies Global Limited (Formerly Known as Mega Networks Private Limited)** (the "Company") will be held on **Friday, September 26, 2025 at 4:00 P.M. (IST)** through Video Conferencing facility (VC) to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt a) the audited standalone financial statement of the Company for the financial year ended March 31, 2025, the report of the Board of Directors and Statutory Auditor thereon; and b) the audited consolidated financial statement of the Company for the financial year ended March 31, 2025 and report of Statutory Auditor thereon.

2. To appoint a Director in place of Mr. Amrish Dulraj Pipada (DIN- 00749838), who retires by rotation and being eligible offers himself for re-appointment and be re-appointed as a Director not liable to retire by rotation.

3. To appoint a Director in place of Mr. Shreyans Amrish Pipada (DIN- 06793605), who retires by rotation and being eligible offers himself for re-appointment.

SPECIAL BUSINESS:

4. To ratify the remuneration payable to the Cost Auditors for the financial year 2025-2026

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

"RESOLVED THAT pursuant to the provisions of Section 148 read with Companies (Audit and Auditors) Rules, 2014, and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory amendment(s)/modification(s) thereof for the time being in force), the Members be and hereby approve and ratify the remuneration of Rs. 1,15,000/- (Rupees One Lakh Fifteen Thousand only) plus out of pocket expenses & taxes as applicable to M/s Darshan Vora & Co., Cost Accountants (Firm Registration Number:103886) who were appointed as Cost Auditors of the Company by the Board of Directors on the recommendation of the Audit Committee to conduct audit of cost accounting records for the financial year 2025-2026.

RESOLVED FURTHER THAT the Board of Directors of the Company, (including its committees thereof), be and are hereby authorized to do all such acts, deeds, matters and things as may be deemed proper, necessary, or expedient, including filing the requisite forms or submission of documents with any authority or accepting any modifications to the clauses as required by such authorities, for the purpose of giving effect to this resolution and for matters connected therewith, or incidental thereto."

By order of the Board of Directors
For Meganet Technologies Global Limited
(Formerly Known as Mega Networks Private Limited)

MEGANET TECHNOLOGIES GLOBAL LIMITED

Nitika

Nitika Datt
Company Secretary and Compliance Officer
Membership No. ACS 28440

Place: Mumbai
Date: September 25, 2025

Registered Office:
Unit No. 7, Bishen Udyog, Minerva Industrial Estate,
Mulund West, Mumbai- 400080
Website: www.meganet.in
e-mail: cs@meganet1.com

Notes:

1) In compliance with the provisions of the Companies Act, 2013 read with rules / circulars thereunder, the Annual General Meeting ("AGM") of the Company is being held through Video Conference ("VC") facility without the physical presence of the members, Directors, Auditors and other eligible persons at a common venue. The registered office of the Company shall be deemed to be the venue of the AGM for the purpose of recording of the minutes of the proceedings of the AGM.

2) **Since the AGM is being held through VC pursuant to the circulars issued by Ministry of Corporate Affairs ("MCA"), 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. Further, the Route Map of AGM, Proxy Form and Attendance Slip are not annexed hereto. However, Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC and cast their votes at the meeting by show of hands unless members seek for poll.**

3) The Corporate Members are requested to send a duly certified copy of the Board Resolution or authorization letter, pursuant to Section 113 of the Companies Act, 2013, authorizing their representative to attend and vote at the Annual General Meeting.

4) In compliance with the MCA Circulars, Notice of 28th AGM and Annual Report 2024-2025 (Financial Statements for the Financial year ended March 31, 2025 including Board's Report and Auditors Report thereon) is being sent through email to all members as approved in the Board Meeting held on **September 25, 2025** on their registered email id with the Company. Members may note that the Notice of 28th AGM and Annual Report 2024-2025 will also be made available on the Company's website at www.meganet.in Any shareholder desirous of receiving hard copy of the annual report may send a request to the Company at www.meganet1.com

5) If any member requires to update his/her registered email id and/or address, they may send the request for the same at the e-mail address i.e. cs@meganet1.com

6) The Company is providing two way teleconferencing facility for the ease of participation of the members. Link for joining the meeting will be shared along with the notice of this meeting or through separate email.

7) Participants i.e. Members, Directors, Key Managerial Personnel, Auditors and other eligible persons to whom this notice is being circulated are allowed to submit their queries / questions etc. before the annual general meeting in advance on the e-mail address of the company at cs@meganet1.com Further, queries / questions may also be posed concurrently during the annual general meeting at given email id.

8) The facility of participation at the AGM through VC will be made available to all the Members.

9) The Members, Directors, Auditors and other eligible persons to whom the Notice is circulated can join the AGM in the VC mode 15 minutes before and after the scheduled time of the commencement of the AGM, unless with consent of all the members and directors present at the meeting.

10) Members shall cast their vote by show of hands at the meeting, unless members seek for poll. If poll is demanded, then the members shall vote by sending emails through their registered Email address to a designated email address i.e. cs@meganet1.com at the AGM.

11) The result of voting shall be declared in the meeting and the meeting shall be deemed to be conclusive after the declaration of result.

12) In case of any assistance is required with using the technology before or during the AGM, in accessing the meeting, the members may contact Mrs. Nitika Datt, Company Secretary at cs@meganet1.com

13) The attendance of the Members attending the AGM through VC will be counted for the purpose of reckoning the quorum under Section 103 of the Act.

14) The Register of Directors and Key Managerial Personnel and their shareholding, Register of Contracts and Arrangements in which Directors are interested and other documents will be made available for inspection electronically by the members. Members seeking to inspect such documents can send an email to cs@meganet1.com.

15) The Company has no amount lying under unpaid dividend or unpaid interest account or such other amount as mentioned under Section 125 of the Companies Act 2013 and hence no amount is required to be transferred to the Investor Education and Protection Fund.

16) All documents referred to in the Notice will be available for inspection at the Company's registered office during normal business hours on working days up to date of the AGM.

17) In terms of the provisions of Section 152 of the Companies Act, 2013, Mr. Amrish Dulraj Pipada, Managing Director, retires by rotation and be re-appointed as a Director not liable to retire by rotation and Mr. Shreyans Amrish Pipada, Whole Time Director retires by rotation and be re-appointed as a Director. The Board of Directors of the Company have recommended their re-appointment as mentioned above. Mr. Amrish Dulraj Pipada, Managing Director and Mr. Shreyans Amrish Pipada, Whole Time Director are interested in the Item No. 2 and 3 of the Notice with regard to their re-appointment. Mr. Amit Dulraj Pipada (Whole Time Director), being related to Mr. Amrish Dulraj Pipada may be deemed to be interested in the Item No. 2 of the Notice and Mr. Amrish Dulraj Pipada (Managing Director), being related to Mr. Shreyans Amrish Pipada may be deemed to be interested in the Item No. 3 of the Notice. Other relatives of Mr. Amrish Dulraj Pipada and Mr. Shreyans Amrish Pipada may also be deemed to be interested in the Item No. 2 and 3 of the Notice, to the extent of their shareholding interest, if any, in the Company.

ANNEXURE TO NOTICE OF AGM

Details of Director seeking re-appointment at the forthcoming Annual General Meeting of the Company as per Secretarial Standard-2 issued by the Institute of Company Secretaries of India) are furnished below:-

Name of the Director	**Mr. Amrish Dulraj Pipada**	**Mr. Shreyans Amrish Pipada**
DIN	00749838	06793605
Date of Birth (Age)	August 27, 1967 (57 Years)	June 27, 1995 (29 Years)
Nationality	Indian	Indian
Date of first appointment on the Board	August 11, 1997	April 21, 2016
Designation	Chairman & Managing Director	Whole-time Director
Experience and Expertise in specific Professional areas / Qualifications	He is one of the Promoters and has been associated with the Company since its inception. He has over 26 years of experience in the line of business in which the Company operates.	He holds a bachelor's degree in commerce from University of Mumbai and a degree in post-graduate programme of entrepreneurship management from S. P. Mandli's Prin L. N. Welingkar Institute of Management Development and Research, Mumbai. He has been associated with the Company since 2016.
Terms and Conditions of ~~Appointment or~~ Re-appointment	Executive Director, not liable to retire by rotation.	Executive Director, liable to retire by rotation.
Remuneration proposed to be paid	1.20 crore	1.20 crore
Remuneration last drawn (including sitting fees, if any)	1.10 crore	1.10 crore
Number of Meetings of the Board attended during the year 2024-25	16 (Sixteen)	16 (Sixteen)
Number of Shares held in the Company as on March 31, 2025	2,33,99,000 Equity shares of face value of Rs. 2/- each	1,000 Equity shares of face value of Rs. 2/- each
List of other Indian Public Limited Companies in which Directorship held as on March 31, 2025	Nil	Nil
Membership/Chairmanship of Committees of other Boards as on March 31, 2025	Nil	Nil
Listed companies from which Director has resigned in the past 3 years (i.e. FY 2022-23, 2023-24 & 2024-25)	Nil	Nil
Relationship between Directors inter-se/ Relationship with other Directors and other Key Managerial Personnel (KMP) of the Company	Father of Mr. Shreyans Amrish Pipada & Brother of Mr. Amit Dulraj Pipada	Son of Mr. Amrish Dulraj Pipada

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EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 4

Ratify the remuneration payable to the Cost Auditors for the financial year 2025-2026

Members may note that as per Section 148 of the Act read with the Companies (Cost Records and Audit) Rules, 2014, the Company is required to maintain cost records and appoint a Cost Auditor to have the cost records audited on annual basis. The Board of Directors, based on the recommendation of the Audit Committee, at their meeting held on September 22, 2025, had approved the re-appointment of M/s. Darshan Vora & Co., Cost Accountants (Firm Registration Number:103886) as Cost Auditors to carry out cost audit for the financial year 2025-2026. In accordance with Section 148(3) the Act read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the remuneration so payable to the Cost Auditors is required to be ratified by the Members of the Company.

In making the decision on the appointment and remuneration of the Cost Auditors, the Audit Committee considered the Cost Auditors' performance during the previous year(s) in examining and verifying the accuracy of the cost accounting records maintained by the Company.

The Cost Auditors have furnished a certificate regarding their eligibility for appointment as Cost Auditors of the Company. They have vast experience in the field of cost audit and have conducted the audit of the cost records of the Company for previous years under the provisions of the Act.

The Board of Directors accordingly recommends the passing of the said resolution as contained in the Notice for approval by the Members as an ordinary resolution.

Based on the recommendation of the Audit Committee, the Board of Directors propose a remuneration of Rs. 1,15,000/- (Rupees One Lakh Fifteen Thousand only) plus out of pocket expenses & taxes, as applicable, payable to M/s Darshan Vora & Co., Cost Accountants for conducting Cost Audit for FY 2025-2026.

None of the Directors and/or Key Managerial Personnel of the Company and/or their relatives are concerned or interested in the Resolution set out in Item No. 4 of this Notice, except to the extent of their shareholding in the Company, if any.

By order of the Board of Directors
For Meganet Technologies Global Limited
(Formerly Known as Mega Networks Private Limited)

MEGANET TECHNOLOGIES GLOBAL LIMITED

Nitika

Place: Mumbai
Date: September 25, 2025

Nitika Datt
Company Secretary and Compliance Officer
Membership No. ACS 28440