

GLOBAL TECHNOCRATS LIMITED

(Formerly Global Technocrats Private Limited)

Regd. Office: 139/140 Min Kapashera Village, South West Delhi, Kapashera, Delhi- 110037

CIN: U51909DL1998PLC092507

Email Id: atul@globaltechnocrats.in

Tel. No.: 011-43082216

NOTICE

Notice is hereby given that the 28th Annual General Meeting of **GLOBAL TECHNOCRATS LIMITED** will be held on Monday, September 29, 2025 at 12:30 P.M at its Registered Office situated at 139/140 Min Kapashera Village, South-West Delhi, Kapashera, Delhi- 110037 to transact the following business:

ORDINARY BUSINESS:

1. ADOPTION OF FINANCIAL STATEMENT FOR THE FINANCIAL YEAR ENDED 31.03.2025

To receive, consider and adopt the financial statements of the Company for the period ended on 31st March 2025, including the Audited Balance Sheet as of March 31, 2025, and Statement of Profit & Loss Account as on that date together with Reports of Board of Directors and Auditors thereon.

2. APPOINTMENT OF DIRECTOR WHO RETIRES BY ROTATION

To appoint a director in place of Mrs. Monica Aggarwal (DIN:01623443), who retires by rotation, and being eligible offers herself for re-appointment.

SPECIAL BUSINESS:

3. APPOINTMENT OF MR. MILAN SHRIMALI AS NON EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY

To consider and if thought fit, to pass with or without modification(s) the following resolution as Special Resolution.

"RESOLVED that pursuant to the provisions of sections 149, 150, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 ("the Act"), the Companies (Appointment and Qualifications of Directors) Rules, 2014 [including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force], Mr. Milan Shrimali (DIN:02006821), who was appointed as an Additional Director (Independent and Non-Executive) of the Company, with effect from 23rd January 2025 under section 161 of the Act and who holds office upto the date of this Annual General Meeting of the Company, and who qualifies for being appointed as an Independent Director and being so eligible, be appointed as an Independent Director of the Company, not liable to retire by rotation, to hold

Office for a term of 5 (five) consecutive years commencing from 23rd January 2025, up to 22nd January 2030 (both days inclusive)."

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RESOLVED FURTHER THAT any Director of the company, be and is hereby authorized to take such steps and do all such acts, deeds, matters and things as may be considered necessary, proper and expedient to give effect to this Resolution.

4. APPOINTMENT OF MS. VANSHIKA KHANDELWAL AS NON EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY

To consider and if thought fit, to pass with or without modification(s) the following resolution as Special Resolution.

"RESOLVED that pursuant to the provisions of sections 149, 150, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 ("the Act"), the Companies (Appointment and Qualifications of Directors) Rules, 2014 [including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force], Ms. Vanshika Khandelwal (DIN: 10886245), who was appointed as an Additional Director (Independent and Non-Executive) of the Company, with effect from 26th December 2024 under section 161 of the Act and who holds office upto the date of this Annual General Meeting of the Company, and who qualifies for being appointed as an Independent Director and being so eligible, be appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of 5 (five) consecutive years commencing from 26th December 2024, up to 25th December 2029 (both days inclusive)."

RESOLVED FURTHER THAT any Director of the company, be and is hereby authorized to take such steps and do all such acts, deeds, matters and things as may be considered necessary, proper and expedient to give effect to this Resolution.

5. INCREASE MANAGERIAL REMUNERATION OF Mr. ATUL AGGARWAL MANAGING DIRECTOR OF COMPANY

To consider and if thought fit, to pass with or without modification(s) the following resolution as Special Resolution.

"RESOLVED THAT in accordance with the provision of Section 197 of the Companies Act, 2013, read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and the rules made there under including any statutory modification or re-enactment thereof for the time being in force and pursuant to the recommendation of the Nomination and Remuneration Committee, approval of the Company be and is hereby accorded to increase the remuneration of Mr. Atul Aggarwal, Managing Director of the Company w.e.f. 07.02.2025, who was appointed for a period of 3 years as Managing director of the Company w.e.f. 29.03.2024.

"FURTHER RESOLVED THAT Total managerial remuneration payable by way of Salary, performance linked variable bonus, perquisites and other allowances shall not exceed Rs. 15,00,000 (Rupees Fifteen Lacs) per Month and subject to overall limits, as prescribed from time to



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time, under the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force) (hereinafter referred to as "the Act"), and rules made thereunder, with the authority granted to the Board of Directors to amend/modify the remuneration components of the total remuneration, within the limits stipulated in this Resolution, from time to time.

**By Order of the Board
GLOBAL TECHNOCRATS LIMITED**

Date: 06.09.2025

Place: NEW DELHI


ATUL AGGARWAL
(Managing Director)

DIN: 00302019

Add: Aggarwal Farm, Road No 54 ,

Polo Road, Barthal Village

Bijwasan South West Delhi-110077

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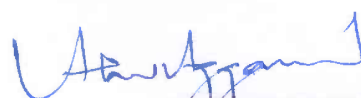
Tel. No.: 011-43082216

NOTES

- a) **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (AGM) IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.**
- The instrument appointing the proxy, in order to be effective, must be deposited at the Company's Registered Office, duly completed and signed, not less than FORTY-EIGHT HOURS before the meeting.
 - Proxies submitted on behalf of limited companies, societies, etc., must be supported by appropriate resolutions/authority, as applicable.
 - A person can act as proxy on behalf of Members not exceeding fifty (50) and hold in aggregate not more than 10 % of total share of the Company. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share Capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.
 - A Proxy does not have the right to speak at the meeting and can vote only on a poll.
 - Proxy form is annexed to the Notice.
- b) Corporate members intending to send their authorised representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorising their representative to attend and vote on their behalf at the Meeting.
- c) In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
- d) Route map of the venue of the Meeting (including prominent landmark) is annexed.
- e) Members/ proxies should bring the attendance slip duly filled in for attending the meeting.
- f) Members attending the meeting are requested to bring their copy of Annual Report as extra copies will not be supplied.
- g) The Register of Members and Share Transfer Books of the Company will be closed from Monday, 23.09.2025 to 29.09.2025 both days inclusive.
- h) Relevant documents referred to in the Notice are open for inspection at the Registered Office of the Company on all working days, (except Saturdays, Sundays and Public Holidays) between 11.00 a.m. and 1.00 p.m. upto the date of the Meeting.

**By Order of the Board
GLOBAL TECHNOCRATS LIMITED**

Date: 06.09.2025
Place: NEW DELHI



ATUL AGGARWAL
(Managing Director)
DIN: 00302019

**Add: Aggarwal Farm, Road No 54 ,
Polo Road, Barthal Village
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ANNEXURE TO THE NOTICE

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

ITEM NO. 3

The Board of directors appointed Mr. Milan Shrimali (DIN: 02006821), aged 63 as an Additional, Independent Director on the Board of the Pursuant to the provision of 161 of the Companies Act, 2013 with effect from January 23, 2025. Mr. Milan Shrimali will hold office up to the date of this Annual General Meeting and is eligible to be regularized/ appointed as an Independent Director of the Company. Mr. Milan Shrimali is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013 and has given his consent to act as a Independent Director.

Profile of Mr. Milan Shrimali:

Mr. Milan Shrimali (DIN: 02006821), aged 63, is a Chartered Accountants accountant, having expertise in areas of finance & accounting, taxation, legal & regulatory requirements and governance.

The resolution (item no. 3) seeks the approval of members for appointment of Milan Shrimali as an Independent Director pursuant to Section 149 and other applicable provisions of the Companies Act, 2013 and rules made thereunder to hold office for a term of five consecutive years from January 23, 2025 to January 22, 2030

PARTICULARS	Milan Shrimali
Date of first Appointment	23.01.2025
Qualifications	Chartered Accountant
Experience	40 Years
Directorships held in other Companies (excluding foreign Companies)	Incredible Footfalls Private Limited Ebulls Capsec Consultants Private Limited
Memberships/Chairmanships of Committees of other Companies	Nil
Number of shares held in the Company	NIL
Relationship with other Directors/ KMP's	None
Remuneration	NIL
Terms of appointment	Not liable to retire by rotation
Number of meetings of the Board attended during the year	4
listed entities from which the person has resigned in the past three years	Nil

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None of the Directors, Key Managerial Personnel of the Company or their relatives are in any way concerned or interested (financially or otherwise) except to the extent of shareholding, if any, in the proposed resolution, set out at Item No. 3 of this Notice.

ITEM NO. 4

The Board of directors, appointed Ms. Vanshika Khandelwal (DIN: 10886245), aged 24 as an Additional, Independent Director on the Board of the Company Pursuant to the provision of Section 161 of the Companies Act, 2013 with effect from December 26, 2024. Ms. Vanshika Khandelwal will hold office up to the date of this Annual General Meeting and is eligible to be regularized/ appointed as an Independent Director of the Company. Ms. Vanshika Khandelwal is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013 and has given his consent to act as a Independent Director.

Profile of Ms. Vanshika Khandelwal:

Ms. Vanshika Khandelwal (DIN: 10886245), aged 24, is a Advocate, having expertise in areas compan's laws, taxation and other related laws and governance.

The resolution (item no. 4) seeks the approval of members for appointment of Ms. Vanshika Khandelwal as an Independent Director pursuant to Section 149 and other applicable provisions of the Companies Act, 2013 and rules made thereunder to hold office for a term of five consecutive years from December 26, 2024, to December 25, 2029

PARTICULARS	Vanshika Khandelwal
Date of first Appointment	26.12.2024
Qualifications	LLB and CS
Experience	1 Years
Directorships held in other Companies (excluding foreign Companies)	Nil
Memberships/Chairmanships of Committees of other Companies	Nil
Number of shares held in the Company	NIL
Relationship with other Directors/ KMP's	None
Remuneration	NIL
Terms of appointment	Not liable to retire by rotation
Number of meetings of the Board attended during the year	5

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listed entities from which the person has resigned in the past three years	Nil
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None of the Directors, Key Managerial Personnel of the Company or their relatives are in any way concerned or interested (financially or otherwise) except to the extent of shareholding, if any, in the proposed resolution, set out at Item No. 4 of this Notice.

ITEM NO. 5

The Members of the Company at the Extra ordinary General Meeting held on 29th March , 2024 had appointed Mr. Atul Aggarwal As the Managing of the company effect from 29th March , 2024 for a period of three years up to 28th March , 2027.

Further, Pursuant to Section 197 read with Schedule V of the Companies Act, 2013 and the recommendation of the Nomination and Remuneration Committee, The Board of Directors of the Company in its meeting held on 07th February, 2025 recommended to increase the remuneration of Mr. Atul Aggarwal not exceeding Rs. 15,00,000/- (Rupees Fifty Lacs) per Month and subject to overall limits, as prescribed from time to time, under the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force) (hereinafter referred to as "the Act"), is required to be approved by the Members.

Accordingly, the Board recommends the special resolution set out at item no.5 for approval of members.

Except Mr. Atul Aggarwal, Managing Director, none of the other Directors or Key Managerial Personnel of the Company including their relatives is concerned or interested in the Resolution, financially or otherwise, except to the extent of their shareholding if any, in the company.

Date: 06.09.2025

Place: NEW DELHI

By Order of the Board
GLOBAL TECHNOCRATS LIMITED



ATUL AGGARWAL
(Managing Director)

DIN: 00302019

Add: Aggarwal Farm, Road No 54 ,
Polo Road, Barthal Village
Bijwasan South West Delhi-110077

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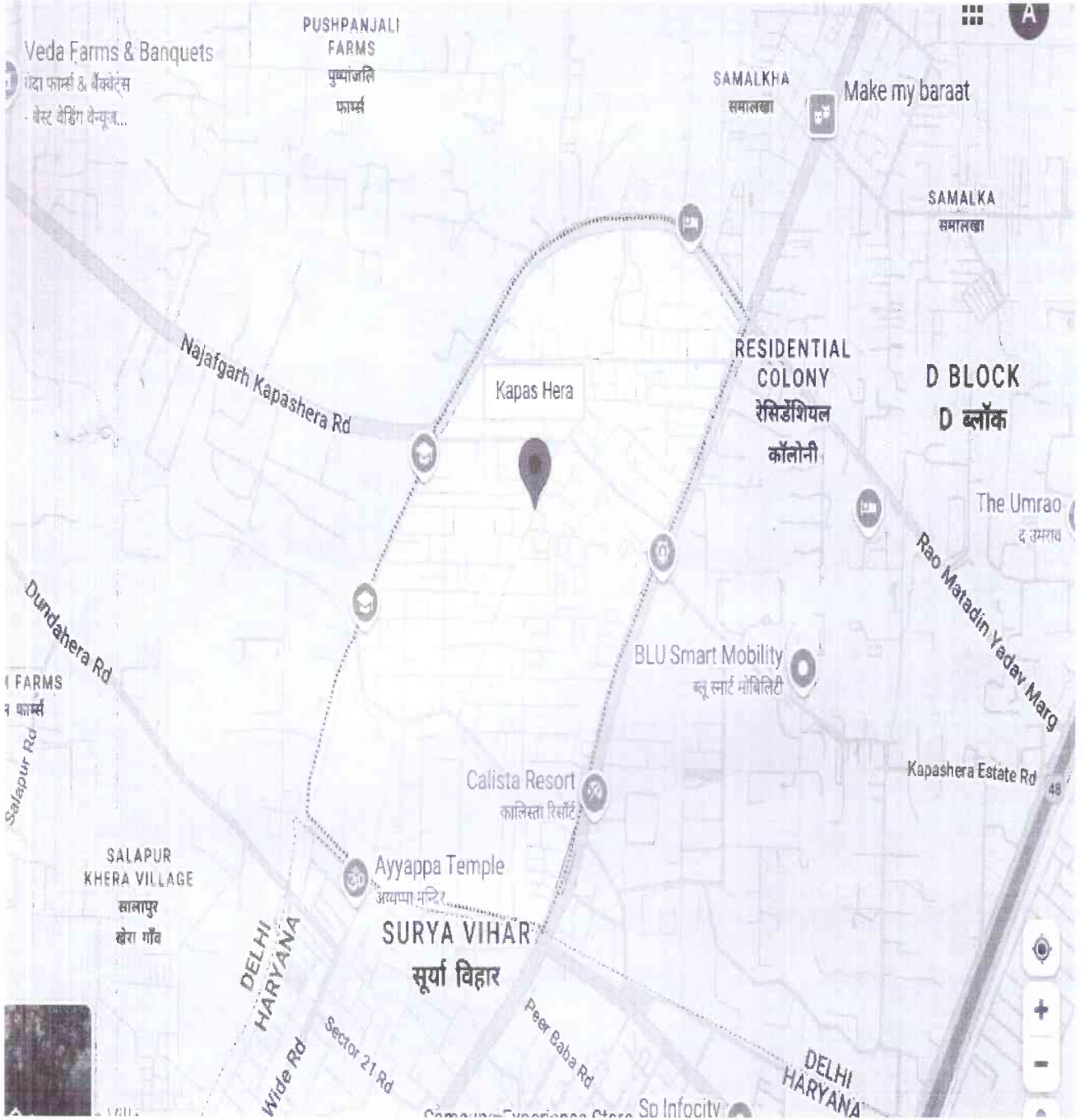
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Atul

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PROXY FORM

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

Name of Member(s):

Registered Address:

E-mail ID: Folio No:

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

- i) Name _____, Address _____ having Folio No _____ or failing him/her
- ii) Name _____, Address _____ having Folio No _____ or failing him/her
- iii) Name _____, Address _____ having Folio No _____

and whose signature(s) are appended below as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 28th Annual General Meeting of the Company, to be held on Monday, 29th September, 2025 at 12:30 P.M. at 139/140 Min Kapashera Village, South West Delhi, Kapashera-110037 and at any adjournment thereof in respect of such resolutions as are indicated below:

* I wish my above Proxy to vote in the manner as indicated in the box below:

Resolution No.	Resolutions	For	Against
1.	Adoption of Audited Financial Statements of the Company for the Financial Year ended 31 st March, 2025 together with the reports of the Board of Directors and Auditor's thereon		
2.	To appoint a director in place of Mr. Monica Aggarwal (DIN:01623443), who retires by rotation, and being eligible offers herself for re-appointment.		
3.	Appointment of Mr. Milan shrimali as non-executive independent director of the company.		
4.	Appointment of Ms. Vanshika khandelwal as non-executive independent director of the company.		
5.	Increase managerial remuneration of Mr. Atul Aggarwal, managing director of company .		

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Affix Revenue Stamp of Re. 1/-

Signed this..... day of.....2025

Signature of shareholder

Signature of first proxy holder

Signature of second proxy holder

Signature of third proxy holder

Note:

*This is only optional. Please put a 'V' in the appropriate column against the resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all the resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.

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ATTENDANCE SLIP

Member(s) or his/her/their proxy(ies) are requested to present this slip at the venue of the meeting for admission, duly signed in accordance with his/her/their specimen signature(s) registered with the Company.

	Name and Address	No. of Shares held
DP id No.*		
Client Id No*		
Regd. Folio No.		

*Applicable to members holding shares in electronic form.

I hereby record my presence at the 28th ANNUAL GENERAL MEETING of Global Technocrats Limited held on Monday, September 29, 2025 at 12:30 P.M. at its Registered Office situated at 139/140 Min Kapashera Village, South West Delhi, Kapashera-110037.

Please (v) in the box.

☐

Member

☐

Proxy

.....
Name of the Proxy in Block Letters

Member's Signature

Proxy's Signature

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Form No. MGT- 12

Polling Paper

*[Pursuant to section 109(5) of the Companies Act, 2013 and rule 21(1) (c)
of the Companies(Management and Administration) Rules, 2014]*

BALLOT PAPER

S. No.	Particular	Details
1	Name of the First named Shareholder (In Block Letters)	
2	Postal Address	
3	Registered Folio No. / *DP ID and Client ID (*for holder holding shares in Demat form)	
4	Class of Share	

I/We hereby exercise my/ our vote in respect of the Ordinary/ Special Resolutions enumerated below and as set out in the Notice of Annual General Meeting (AGM) of the Company scheduled on on Monday, September 29, 2025 at 12:30 P.M. at its Registered Office situated at 139/140 Min Kapashera Village, South West Delhi, Kapashera-110037 to transact the by recording my/our assent or dissent to the said resolutions by placing tick (✓) mark in the appropriate box below:-

S. No.	Item No. (Resolutions)	No. of shareheld by me	I assent to the resolution	I dissent from the resolution
ORDINARY BUSINESS				
1.	To consider and adopt the Audited Financial Statement of the Company for the financial year ended on March 31,2025 together with the reports of the Board of Directors and Auditors' thereon.			
2.	To appoint a director in place of Mrs. Monica Aggarwal (DIN: 01623443), who retires by rotation, and being eligible offers herself a re-appointment.			

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SPECIAL BUSINESS				
3.	Appointment of Mr. Milan shrimali as non-executive independent director of the company.			
4.	Appointment of Ms. Vanshika khandelwal as non-executive independent director of the company.			
5.	Increase managerial remuneration of Mr. Atul Aggarwal managing director of company.			

Place: New Delhi

Date: 29.09.2025

Signature of Shareholder/Authorized Representative

Note: Please read the instructions given below carefully before exercising your vote.

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Process and Manner for Members opting to vote by using the Ballot Form:

1. Please complete and sign the Ballot Form and put the same in the Ballot Box provided in the AGM Venue.
2. The Form should be signed by the Member or Authorized Signatory in case of Company as per the specimen registered with Company.
3. In case of Company, trust, society etc. certified copy of Board Resolution authorizing representative must be registered or filed with us in advance to avoid any inconvenience.
4. Votes must be cast in case of each resolution by marking (✓) mark in the appropriate column provided in the Ballot.
5. The voting rights of shareholders shall be in proportion of the shares held by them in the paid up equity share capital of the company.
6. Unsigned, incomplete, improperly filled ballot forms will not be counted for voting.
7. The decision of the Chairman on the validity of the Ballot Form and other related matter shall be final.
8. The results shall be declared by the Chairman in the AGM based on report of scrutinizer and also the Ballot form submitted up to the AGM of Company by the shareholders