



# MONOMARK ENGINEERING

## DIRECTOR'S REPORT

To,  
The Members  
**MONOMARK ENGINEERING (INDIA) LIMITED**  
(Formerly known as Monomark Engineering (India) Private Limited)  
165-167, New RIICO Industrial Area, Chanderiya  
Chittorgarh, Rajasthan- 312021

It gives immense pleasure to your Board of Directors ("the Board") in presenting the 21<sup>st</sup> Director's Report on the business and operational credentials of your Company- Monomark Engineering (India) Limited ("the Company") together with the Audited Financial Statement for the year ended on 31<sup>st</sup> March, 2026.

### FINANCIAL SUMMARY AND HIGHLIGHTS

#### Standalone

(Rs. In Lakhs)

| Particulars                                 |              | As at 31st March, 2026 | As at 31st March, 2025 |
|---------------------------------------------|--------------|------------------------|------------------------|
| Total Income                                |              | 55,742.98              | 46,771.32              |
| Total Expenditure                           |              | 52,368.69              | 44,200.22              |
| Profit before Tax                           |              | 3,374.29               | 2,571.10               |
| Tax Expense                                 | Current Tax  | 827.91                 | 829.72                 |
|                                             | Deferred Tax | 79.25                  | 68.73                  |
| Profit after Tax                            |              | 2,467.13               | 1,810.11               |
| Total Other Comprehensive Income            |              | (407.49)               | (507.79)               |
| Total Comprehensive Income for the Year     |              | 2,059.64               | 1,302.32               |
| Earning Per Equity share<br>(Basic/Diluted) |              | 3.65                   | 20.08                  |

#### Consolidated

(Rs. In Lakhs)

| Particulars       |              | As at 31st March, 2025 | As at 31st March, 2024 |
|-------------------|--------------|------------------------|------------------------|
| Total Income      |              | 56,474.37              | 47,727.05              |
| Total Expenditure |              | 53,075.76              | 45,116.55              |
| Profit before Tax |              | 3,398.61               | 2,610.50               |
| Tax Expense       | Current Tax  | 827.91                 | 829.72                 |
|                   | Deferred Tax | 78.74                  | (68.78)                |
| Profit after Tax  |              | 2,491.96               | 1,849.56               |

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### Monomark Engineering (India) Limited

(Formerly known as: Monomark Engineering (India) Private Limited)

HO & Regd. Office: 165-167, New RIICO Industrial Area,  
Chanderiya, Chittorgarh (Raj.) -312001

Phone : +91-9358081886

Email : monomarkengg@gmail.com / enquiry@monomark.co.in

CIN No: U33200RJ2005PLC021373

Website: www.monomark.co.in

|                                                     |                 |                 |
|-----------------------------------------------------|-----------------|-----------------|
| Total Other Comprehensive Income                    | (406.02)        | (507.66)        |
| <b>Total Comprehensive Income for the Year</b>      | <b>2,085.94</b> | <b>1,341.90</b> |
| <b>Earning Per Equity share<br/>(Basic/Diluted)</b> | <b>1.72</b>     | <b>20.52</b>    |

### **OPERATIONAL PERFORMANCE**

During the year under review, the Company achieved a total income of Rs. 55,742.98 Lakhs for the financial year 2025-26 as compared to Rs. 46,771.32 Lakhs for the financial year 2024-25. The Company reported a net profit of Rs. 2,467.13 Lakhs for the financial year 2025-26 against a net profit of Rs. 1,810.11 Lakhs for the financial year 2024-25.

### **STATE OF COMPANY'S AFFAIRS**

The Company has been primarily engaged into activities related to Operation, Maintenance and Repair Services of Plant and Machinery, Fabrication & Manufacturing and other related Engineering Services.

During the year under review, the Company was converted from a Private Limited Company to a Public Limited Company, pursuant to the approval of shareholders in the Extra Ordinary General Meeting held on 06<sup>th</sup> September, 2025 and upon receipt of the fresh Certificate of Incorporation from the Registrar of Companies, Jaipur dated 15<sup>th</sup> September, 2025.

During the year under review, the Company altered the object clause of the Memorandum of Association by splitting the existing clause 1 of object clause into two separate clauses, pursuant to the approval of shareholders in the Extra Ordinary General Meeting held on 06<sup>th</sup> March, 2026. The Company received the Certificate of Registration of the Special Resolution Confirming Alteration of Object Clause(s) dated 24<sup>th</sup> March, 2026 from the Registrar of Companies, Jaipur. Consequent upon the aforesaid alteration in the Object Clause of the Memorandum of Association, the Corporate Identity Number (CIN) of the Company was also changed to U33200RJ2005PLC021373.

During the year under review, the Company initiated the process for undertaking an Initial Public Offering ("IPO") of its Equity Shares. As part of the IPO process, the Company, in consultation with its legal advisors, merchant bankers and other intermediaries, prepared the Draft Red Herring Prospectus ("DRHP") containing the requisite disclosures relating to the Company, its business operations, financial performance, industry, management, risk factors, objects of the Issue and other relevant information in accordance with the applicable regulatory requirements.

The Company proposes to offer up to 2,70,00,000 Equity Shares of face value of ₹10/- each through the proposed IPO. The DRHP was approved by the Board of Directors and filed with the Securities and Exchange Board of India ("SEBI"), BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE") on 30<sup>th</sup> March, 2026 for their review and observations. The proposed IPO is subject to applicable statutory and regulatory approvals, market conditions and other customary conditions.

*Signature*  *Signature*

## **CHANGE IN NATURE OF BUSINESS**

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

## **TRANSFER TO RESERVES**

For the financial year ended 31<sup>st</sup> March, 2025, the Company had not transferred any sum to Reserve Account. Therefore, your Company remained the balance of profit to Profit and Loss Accounts of the Company to Surplus Account.

## **DIVIDEND**

The Board of Directors of your company, after considering holistically the relevant circumstances, has decided that it would be prudent, not to recommend any Dividend for the year under review.

## **TRANSFER OF AMOUNTS TO INVESTOR EDUCATION AND PROTECTION FUND**

Since there was no unpaid /unclaimed dividend declared and paid last year, the provisions of section 125 of the Companies Act, 2013 do not apply.

## **DEPOSITS**

During the year under review, your company has not invited or accepted deposits from public pursuant to the provisions of Section 73 of the Companies Act, 2013.

## **SHARE CAPITAL**

During the year under review, following changes took place in the capital structure of the Company:

- The Authorized Share Capital of the company has been increased from Rs. 20,00,00,000/- (Rupees Twenty Crore only) divided into 2,00,00,000 (Two Crore) Equity Shares of Rs. 10/- (Rupees Ten only) each to Rs. 100,00,00,000/- (Rupees Hundred Crore Only) divided into 10,00,00,000 (Ten Crore) Equity Shares of Rs. 10/- (Rupees Ten only) each on 05<sup>th</sup> May, 2025.
- Company had allotted 5,40,75,600 (Five Crores Forty Lakhs Seventy Five Thousand Six Hundred) bonus equity shares of face value of Rs. 10/- (Rupees Ten only) each aggregating to Rs. 54,07,56,000/- (Rupees Fifty Four Crores Seven Lakhs Fifty Six Thousand only) in the ratio of 6:1 on 26<sup>th</sup> May, 2025.
- Company had allotted 59,53,000 (Fifty Nine Lakhs Fifty Three Thousand) equity shares of Rs. 10/- (Rupees Ten only) each at a premium of Rs. 28/- (Rupees Twenty Eight only) per share on private placement basis aggregating to Rs. 22,62,14,000/- (Rupees Twenty Two Crores Sixty Two Lakhs Fourteen Thousand only) on 02<sup>nd</sup> July, 2025.

The share Capital as on 31<sup>st</sup> March, 2026 has been set out as under:

### **a) Authorized Capital:**

During the year under review, the Authorized Share Capital of the Company was Rs. 100,00,00,000/- (Rupees Hundred Crore Only) divided into 10,00,00,000 (Ten Crore) Equity Shares of Rs. 10/- (Rupees Ten only) each.



**b) Issued Capital:**

During the year under review, the Issued Share Capital of the Company was Rs. 69,04,12,000/- (Rupees Sixty Nine Crore Four Lakhs Twelve Thousand only) divided into 6,90,41,200 (Six Crore Ninety Lakhs Forty One Thousand Two Hundred) Equity Shares of Rs. 10 /- (Rupees Ten only) each.

**c) Subscribed and Paid-up Capital:**

During the year under review, the Issued Share Capital of the Company was Rs. 69,04,12,000/- (Rupees Sixty Nine Crore Four Lakhs Twelve Thousand only) divided into 6,90,41,200 (Six Crore Ninety Lakhs Forty One Thousand Two Hundred) Equity Shares of Rs. 10 /- (Rupees Ten only) each.

Thereafter, no changes took place in the capital structure of the Company:

**BOARD OF DIRECTORS**

The Board of the Company consists of Directors who have wide and varied experience in different disciplines of corporate functioning. During the year under review, following changes took place in the composition of Board of Directors.

- Change in designation of Mr. Narendra Chordia as Chairman and Managing Director of the Company w.e.f. 07<sup>th</sup> November, 2025.
- Change in designation of Mrs. Meena Chordia as Whole Time Director of the Company w.e.f. 07<sup>th</sup> November, 2025.
- Change in designation of Mr. Nitesh Chordia as Whole Time Director of the Company w.e.f. 07<sup>th</sup> November, 2025.
- Change in designation of Mr. Gaurav Chordia as Whole Time Director of the Company w.e.f. 07<sup>th</sup> November, 2025.
- Appointment of Mrs. Kirti as Non-Executive Non-Independent Director of the Company w.e.f. 07<sup>th</sup> November, 2025.
- Appointment of Mr. Dinesh Kumar Mantri as Non-Executive Independent Director of the Company w.e.f. 07<sup>th</sup> November, 2025.
- Appointment of Mr. Madan Lal Kothari as Non-Executive Independent Director of the Company w.e.f. 07<sup>th</sup> November, 2025.
- Appointment of Mr. Prasanna Kumar Khamesra as Non-Executive Independent Director of the Company w.e.f. 07<sup>th</sup> November, 2025.
- Appointment of Mr. Sanjay Panjiyar as Non-Executive Independent Director of the Company w.e.f. 07<sup>th</sup> November, 2025.
- Appointment of Ms. Yashasvini Kumar as Non-Executive Independent Director of the Company w.e.f. 07<sup>th</sup> November, 2025.

The Composition of Board of Directors of the Company as on 31<sup>st</sup> March, 2026 has been set out as under:

| S. No. | Name of Director     | Designation                    | Date of Appointment | DIN      |
|--------|----------------------|--------------------------------|---------------------|----------|
| 1.     | Mr. Narendra Chordia | Chairman and Managing Director | 29/09/2005          | 00784374 |
| 2.     | Mrs. Meena Chordia   | Whole Time Director            | 29/09/2005          | 00784391 |
| 3.     | Mr. Nitesh Chordia   | Whole Time Director            | 29/09/2018          | 06845412 |
| 4.     | Mr. Gaurav Chordia   | Whole Time Director            | 29/09/2022          | 06845415 |



|     |                             |                         |            |          |
|-----|-----------------------------|-------------------------|------------|----------|
| 5.  | Ms. Kirti                   | Non- Executive Director | 07/11/2025 | 11340632 |
| 6.  | Mr. Dinesh Kumar Mantri     | Director (Independent)  | 07/11/2025 | 02494973 |
| 7.  | Mr. Madan Lal Kothari       | Director (Independent)  | 07/11/2025 | 07701974 |
| 8.  | Mr. Prasanna Kumar Khamesra | Director (Independent)  | 07/11/2025 | 11340709 |
| 9.  | Mr. Sanjay Panjiyar         | Director (Independent)  | 07/11/2025 | 02846267 |
| 10. | Ms. Yashasvini Kumar        | Director (Independent)  | 07/11/2025 | 07957338 |

Thereafter, Ms. Kirti has been reclassified as Promoter of the Company w.e.f. 17<sup>th</sup> April, 2026.

### **KEY MANAGERIAL PERSONNEL**

During the year under review, following changes took place in Whole Time Key Managerial Personnel:

- Mr. Nagendra Kumar PVV has been appointed as Chief Executive Officer w.e.f. 01<sup>st</sup> August, 2025.
- Mrs. Shobhna Singhvi has been appointed as Chief Financial Officer w.e.f. 20<sup>th</sup> September, 2025.
- Change in designation of Mr. Nisar Husain as Company Secretary & Compliance Officer of the Company w.e.f. 01<sup>st</sup> November, 2025.
- Mr. Nisar Husain has been resigned from the position of Company Secretary & Compliance Officer of the Company on 20<sup>th</sup> December, 2025.
- Ms. Stuti Taneja has been appointed as Company Secretary & Compliance Officer of the Company w.e.f. 02<sup>nd</sup> February, 2026.

The Company has following persons as the Whole-Time Key Managerial Personnel as on 31<sup>st</sup> March, 2026:

| S. No. | Name of KMP            | Designation                            | Date of Appointment |
|--------|------------------------|----------------------------------------|---------------------|
| 1.     | Mr. Nagendra Kumar PVV | Chief Executive Officer                | 01/08/2025          |
| 2.     | Mrs. Shobhna Singhvi   | Chief Financial Officer                | 20/09/2025          |
| 3.     | Ms. Stuti Taneja       | Company Secretary & Compliance Officer | 02/02/2026          |

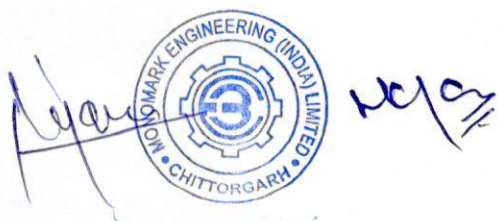
### **COMMITTEES**

The Board Committees play a vital role in strengthening the Corporate Governance practices and focus effectively on the issues and ensure expedient resolution of the diverse matters. All observations, recommendations and decisions of the Committees are placed before the Board for approval.

#### **• AUDIT COMMITTEE**

The Audit Committee was constituted on 10<sup>th</sup> December, 2025. The Composition of Audit Committee of the Company as on 31<sup>st</sup> March, 2026 has been set out as under:

| S. No. | Name                        | Designation | Nature of Directorship             |
|--------|-----------------------------|-------------|------------------------------------|
| 1.     | Mr. Dinesh Kumar Mantri     | Chairman    | Non-Executive Independent Director |
| 2.     | Mr. Prasanna Kumar Khamesra | Member      | Non-Executive Independent Director |
| 3.     | Mr. Nitesh Chordia          | Member      | Executive Director                 |



- NOMINATION AND REMUNERATION COMMITTEE**

The Nomination and Remuneration Committee was constituted on 10<sup>th</sup> December, 2025. The Composition of Nomination and Remuneration Committee of the Company as on 31<sup>st</sup> March, 2026 has been set out as under:

| S. No. | Name                        | Designation | Nature of Directorship             |
|--------|-----------------------------|-------------|------------------------------------|
| 1.     | Mr. Prasanna Kumar Khamesra | Chairman    | Non-Executive Independent Director |
| 2.     | Mr. Sanjay Panjiyar         | Member      | Non-Executive Independent Director |
| 3.     | Mr. Madan Lal Kothari       | Member      | Non-Executive Independent Director |

- CORPORATE SOCIAL RESPONSIBILITY COMMITTEE**

The Corporate Social Responsibility Committee was reconstituted on 10<sup>th</sup> December, 2025. The Composition of Corporate Social Responsibility Committee of the Company as on 31<sup>st</sup> March, 2026 has been set out as under:

| S. No. | Name                        | Designation | Nature of Directorship             |
|--------|-----------------------------|-------------|------------------------------------|
| 1.     | Mr. Narendra Chordia        | Chairman    | Executive Director                 |
| 2.     | Mr. Prasanna Kumar Khamesra | Member      | Non-Executive Independent Director |
| 3.     | Mr. Gaurav Chordia          | Member      | Executive Director                 |
| 4.     | Mrs. Meena Chordia          | Member      | Executive Director                 |

- INTERNAL COMPLAINT COMMITTEE**

The Internal Complaint Committee was reconstituted on 10<sup>th</sup> December, 2025. The Composition of Internal Complaint Committee as on 31<sup>st</sup> March, 2026 has been set out as under:

| Name                 | Committee's Designation | Company's Designation/External Member |
|----------------------|-------------------------|---------------------------------------|
| Mrs. Shobhna Singhvi | Presiding Officer       | Chief Financial Officer               |
| Ms. Akshita Dangi    | Member                  | Officer HR                            |
| Mr. Sushil Pant      | Member                  | AGM Payroll & Wages                   |
| Ms. Ritu Bhojwani    | Member                  | External Member                       |

- EXECUTIVE COMMITTEE**

The Executive Committee was constituted on 10<sup>th</sup> December, 2025. The Composition of Executive Committee of the Company as on 31<sup>st</sup> March, 2026 has been set out as under:

| S. No. | Name                 | Designation | Nature of Directorship |
|--------|----------------------|-------------|------------------------|
| 1.     | Mr. Narendra Chordia | Chairman    | Executive Director     |
| 2.     | Mrs. Meena Chordia   | Member      | Executive Director     |
| 3.     | Mr. Nitesh Chordia   | Member      | Executive Director     |
| 4.     | Mr. Gaurav Chordia   | Member      | Executive Director     |

- STAKEHOLDERS RELATIONSHIP COMMITTEE**

The Stakeholders Relationship Committee was constituted on 10<sup>th</sup> December, 2025. The Composition of Stakeholders Relationship Committee of the Company as on 31<sup>st</sup> March, 2026 has been set out as under:

| S. No. | Name                    | Designation | Nature of Directorship             |
|--------|-------------------------|-------------|------------------------------------|
| 1.     | Mrs. Kirti              | Chairperson | Non-Executive Non-Independent      |
| 2.     | Mr. Sanjay Panjiyar     | Member      | Non-Executive Independent Director |
| 3.     | Mr. Dinesh Kumar Mantri | Member      | Non-Executive Independent Director |



## **NUMBER OF BOARD MEETINGS & COMMITTEE MEETINGS**

During the year under review, 20 (Twenty) meetings of Board of Directors and 1 (One) meeting of Independent Directors of the Company were conveyed and held.

During the year under review, 5 (Five) meetings of Audit Committee, 1 (One) meeting of Nomination and Remuneration Committee, 2 (Two) meetings of Corporate Social Responsibility Committee, 1 (One) meeting of Internal Complaint Committee and 2 (Two) meetings of Executive Committee were conveyed and held.

## **LOANS, GUARANTEES OR INVESTMENTS**

During the year under review, the Company has not made any Investment, given guarantee or provide any securities, which are required to be reported under section 186 of the Companies Act, 2013; relevant information (if any) is provided in the notes to the Financial Statements.

## **PARTICULARS OF CONTRACTS OR ARRANGEMENTS**

All related party transactions that were entered into during the financial year were on an arm's length basis and were in the ordinary course of business. There are no materially significant related party transactions made by the Company with Promoters, Directors, Key Managerial Personnel or other designated persons which may have a potential conflict with the interest of the Company. Particulars of Transactions with Related party with noted on accounts forming part of the Financial Statements.

Further all the necessary details of transaction entered with the related parties (if any) as defined under Section 188 of the Companies Act, as defined under Section 2 (76) of the said Act are attached herewith in **Form AOC-2** for your kind perusal and information.

## **DIRECTORS' RESPONSIBILITY STATEMENT**

Pursuant to provisions of Section 134(3)(c) and 134(5) of the Companies Act, 2013 with respect to Directors' Responsibility Statement, it is hereby stated that:

- (a) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (b) The Directors had 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 at the end of the financial year and of the profit and loss of the company for that period;
- (c) The Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (d) The Directors had prepared the annual accounts on a going concern basis; and
- (e) Being an Unlisted Company, provisions related to internal financial controls is not applicable on the Company.



- (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.

#### **INFORMATION ABOUT SUBSIDIARY/JOINT VENTURES/ASSOCIATE COMPANY**

As on 31<sup>st</sup> March, 2026, the Company has Monomark Engineering FZE as wholly owned subsidiary Company. Further, your Company does not have any other Subsidiary, Joint Venture or Associate Company.

A Statement containing salient features of the financial statements of subsidiary company has been provided in Form AOC-1.

#### **DECLARATION BY INDEPENDENT DIRECTORS**

During the year under review, the Company has received declarations from all the Independent Directors, confirming that they meet the criteria of independence as prescribed under the provisions of the Companies Act, 2013.

#### **STATUTORY AUDITOR**

M/s Keyur Shah & Associates, Chartered Accountants (Firm Registration No. 333288W) was appointed as the Statutory Auditors of the Company at the 20<sup>th</sup> Annual General Meeting of the Company held in the year 2025 for the term of 5 years till the conclusion of 25<sup>th</sup> AGM to be held in the year 2030.

Company has received certificate from the Auditors to the effect they are not disqualified for appointment as statutory auditors under the provisions of applicable laws.

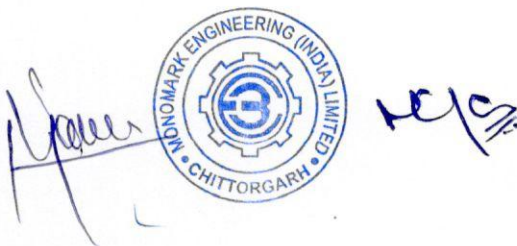
There are no observations (including any qualification, reservation, adverse remark or disclaimer) of the Auditors in their Audit Report that may call for any explanation from the Directors. Further, the notes to accounts referred to in the Auditor's Report are self-explanatory.

#### **REPORTING OF FRAUDS BY AUDITOR**

The Auditors of the Company have not reported any fraud as specified under the second proviso of Section 143(12) of the Companies Act, 2013 (including any statutory modification (s) or re-enactment (s) thereof for the time being in force).

#### **COST AUDITOR**

Your Company does not fall under the requirement for appointment of Cost Auditor or to maintain cost records as per the provision of Section 148 of the Companies.



## **SECRETARIAL AUDITOR**

During the year under review, pursuant to the provisions of Section 204 of the Companies Act, 2013 and the rules made thereunder, the Company had appointed S P Moud & Associates, Company Secretaries, on 07<sup>th</sup> November, 2025. to conduct the Secretarial Audit of the Company for the Financial Year 2025-26.

The Secretarial Audit Report for the Financial Year 2025-26, in **Form MR-3**, is annexed to this Director's Report.

The Secretarial Audit Report does not contain any qualification, reservation, adverse remark or disclaimer.

## **INTERNAL AUDITOR**

The Company has in place an adequate internal audit framework to monitor the efficacy of the internal controls with the objective of providing to the Board, an independent, objective and reasonable assurance on the adequacy and effectiveness of the Company's process.

During the year under review, pursuant to the provisions of Section 138 of the Companies Act, 2013 and the rules made thereunder, the Company had appointed Vimal C Surana and Co., Chartered Accountants (FRN: 015888C), on 11<sup>th</sup> April, 2025, to conduct the Internal Audit of the Company for the Financial Year 2025-26.

## **CORPORATE SOCIAL RESPONSIBILITY (CSR)**

During the year under review, the Company met the criteria specified under Section 135 of Companies Act, 2013, read with the Companies (Corporate Social Responsibility Policy) Rules, 2014.

The Corporate Social Responsibility (CSR) Policy of the Company was revised by the Board of Directors on 2<sup>nd</sup> February, 2026. The brief outline of the CSR Policy, as adopted by the Board, and the initiatives undertaken by the Company in the area of CSR during the year under review, are detailed in the **Annual Report on CSR**, annexed to this Report.

## **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**

The following material changes and commitments affecting the financial position of the Company occurred from the end of financial year to the date of this report:

- Ms. Kirti was reclassified as Promoter of the Company w.e.f. 17<sup>th</sup> April, 2026.
- The Company received in-principle approvals from BSE and NSE in connection with the proposed IPO of the Company vide their respective letters dated 06<sup>th</sup> August, 2026.
- The Company received the observation letter from SEBI dated 04<sup>th</sup> September, 2026 in connection with the proposed IPO of the Company.

## **DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE**

There were no significant and material orders passed by the regulators or courts or Tribunals that could impact the going concern status and Company's operations in future.

## **ENERGY CONSERVATION, TECHNOLOGY ABSORPTION & FOREIGN EXCHANGE EARNINGS AND OUTGO**

The particulars required under the provision of section 134(3)(m) of the Companies Act, 2013, read with Rule 8(3)(A) and 8(3)(B) of the Companies (Accounts) Rules, 2014 in respect of conservation of energy and technology absorption is not applicable to the Company.

During the year under review, the company has neither earned nor spent any foreign exchange.

## **WEB LINK OF ANNUAL RETURN**

Pursuant to Section 92(3) of the Companies Act, 2013, the web link of the Annual Return on the website is:  
[https://www.monomark.co.in/wp-content/uploads/2025/11/MGT-7\\_Draft-Annual-Return-for-FY-2025-26.pdf](https://www.monomark.co.in/wp-content/uploads/2025/11/MGT-7_Draft-Annual-Return-for-FY-2025-26.pdf)

## **PARTICULARS OF EMPLOYEES**

The provisions of Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are not applicable to the Company for the Financial Year 2025-26.

## **INTERNAL FINANCIAL CONTROLS**

The Board has adopted policies and procedures for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, safeguarding of its assets the prevention and detection of fraud and errors, the accuracy and completeness of accounting records, and the timely preparation of reliable financial disclosures.

## **EVALUATION OF THE BOARD, COMMITTEES, INDEPENDENT DIRECTORS, INDIVIDUAL DIRECTORS AND CHAIRPERSON OF THE COMPANY**

During the year under review, the Independent Directors of the company in terms of Schedule IV, evaluated the performance of the Board as a whole, each Non-Independent Director and the Chairperson of the Company. The Board has carried out the annual performance evaluation of the Board, its committees, and individual Directors in accordance with the applicable provisions of the Companies Act, 2013. The evaluations are done on the basis of a structured questionnaire which contains evaluation criteria taking into consideration various performance related aspects.

## **RISK MANAGEMENT**

Risks are events, situations or circumstances which may lead to adverse consequences for the Company's business. Risk Management is a structured approach to identifying, assessing, managing and mitigating such risks.



The Company has adopted a formal enterprise-wide approach to Risk Management, whereby key business risks are identified, assessed and managed within an appropriate framework. The Company's Risk Management Policy was revised by the Board of Directors on 02<sup>nd</sup> February, 2026.

The Company's business divisions and corporate functions follow the Risk Management Policy and related guidelines in their decision-making processes. Key business risks and their mitigation measures are considered as part of the annual and strategic business planning process and are reviewed periodically by the management.

The Risk Management process is integrated into the Company's business systems and processes, enabling the Company to identify and respond to risks in a timely and effective manner.

#### **DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013**

The Company has in place an Prevention of Sexual Harassment Policy in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. The said Policy was revised by the Board of Directors on 02<sup>nd</sup> February, 2026.

The Company has constituted an Internal Complaints Committee (ICC) to redress complaints received regarding sexual harassment at the workplace. The Policy covers all employees, including permanent, probationary or part-time or working as a consultant or on a voluntary basis or engaged through a contractor or agent.

The Directors state that during the year under review, no complaints of sexual harassment were received by the Company under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

#### **DETAILS OF APPLICATION / ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016**

Neither any application was made nor any proceeding pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) during the financial year.

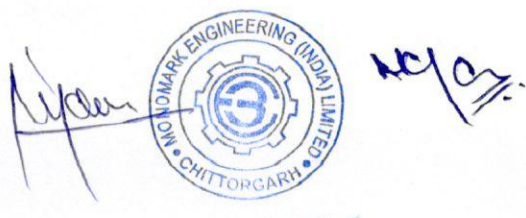
#### **DETAILS OF DIFFERENCE BETWEEN AMOUNT OF THE VALUATION DONE AT THE TIME OF ONE TIME SETTLEMENT AND THE VALUATION DONE WHILE TAKING LOAN FROM THE BANKS OR FINANCIAL INSTITUTIONS ALONG WITH THE REASONS THEREOF**

As Company has not done any one time settlement during the year under review, hence, no disclosure is required.

#### **VIGIL MECHANISM / WHISTLE BLOWER POLICY**

The Company has implemented a Whistle Blower Policy in accordance with the applicable provisions of the Companies Act, 2013, and other relevant regulations. The Policy is designed to provide a framework for employees and stakeholders to report concerns or unethical practices within the company, ensuring transparency, integrity, and accountability.

The Whistle Blower Policy was revised by the Board of Directors on 02<sup>nd</sup> February, 2026.



The Directors state that during the year under review, no complaints were received or reported under the Whistle Blower Policy.

### **HEALTH, SAFETY AND ENVIRONMENT PROTECTION**

The Company is committed to maintaining high standards of health and safety and to complying with all applicable legal and other requirements relating to occupational health, safety and environmental matters. The Company endeavours to provide a safe, healthy and conducive working environment to all its employees.

The Company's Health and Safety Policy was revised and approved by the Board of Directors at its meeting held on 02<sup>nd</sup> February, 2026.

### **APPRECIATION AND ACKNOWLEDGEMENT**

Your Directors place on record their deep appreciation for the hard work, dedication and commitment demonstrated by the employees at all levels of the Company. The Board also places on record its sincere appreciation for the continued support and co-operation extended by the Company's suppliers, retailers, dealers, distributors and other stakeholders associated with the Company.

Your Directors take this opportunity to express their gratitude to the Company's clients, vendors, bankers, government authorities and regulatory authorities for their continued support and co-operation. The Directors also place on record their sincere gratitude to the esteemed shareholders of the Company for their continued faith, confidence and trust in the management of the Company.

Date: 09.09.2026

Place: Chittorgarh

By the order of the Board of Directors  
For Monomark Engineering (India) Limited  
(Formerly known as Monomark Engineering (India) Private Limited)



Narendra Chordia  
DIN: 00784374

(Chairman and Managing Director)  
50, Pannadhay Colony, Meera  
Nagar, Chittorgarh- 312001



Nitesh Chordia  
DIN: 06845412

(Whole Time Director)  
Shree Ratnam, Sangam Marg  
Chittorgarh - 312001

**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 amount in Rs.)

|                                                                                                                                    |                                 |
|------------------------------------------------------------------------------------------------------------------------------------|---------------------------------|
| <b>S. No.</b>                                                                                                                      | 1                               |
| <b>Name of the subsidiary</b>                                                                                                      | Monomark Engineering FZE        |
| <b>The date since when subsidiary was acquired</b>                                                                                 | 28 <sup>th</sup> September 2022 |
| <b>Reporting period for the subsidiary concerned, if different from the holding company's reporting period</b>                     | -                               |
| <b>Reporting currency and Exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries</b> | AED<br>INR 25.4553/ AED         |
| <b>Share capital</b>                                                                                                               | 33,75,000.00                    |
| <b>Reserves &amp; surplus</b>                                                                                                      | 1,60,92,881.79                  |
| <b>Total assets</b>                                                                                                                | 5,73,40,746.39                  |
| <b>Total Liabilities</b>                                                                                                           | 3,78,72,854.00                  |
| <b>Investments</b>                                                                                                                 | -                               |
| <b>Turnover</b>                                                                                                                    | 7,30,47,989.90                  |
| <b>Profit before taxation</b>                                                                                                      | 24,35,946.79                    |
| <b>Provision for taxation</b>                                                                                                      | -                               |
| <b>Profit after taxation</b>                                                                                                       | 24,35,946.79                    |
| <b>Proposed Dividend</b>                                                                                                           | -                               |
| <b>Extent of shareholding (in percentage)</b>                                                                                      | 100%                            |

Date: 09.09.2026  
Place: Chittorgarh

By the order of the Board of Directors  
For Monomark Engineering (India) Limited  
(Formerly known as Monomark Engineering (India) Private Limited)



**Narendra Chordia**  
DIN: 00784374

(Chairman and Managing Director)  
50, Pannadhay Colony, Meera  
Nagar, Chittorgarh- 312001




**Nitesh Chordia**  
DIN: 06845412

(Whole Time Director)  
Shree Ratnam, Sangam Marg  
Chittorgarh - 312001

**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 transactions under third proviso thereto

1. Details of contracts or arrangements or transactions not at arm's length basis: Nil
2. Details of material contracts or arrangements or transactions at arm's length basis

|                                                                                                   |                                                                                                                                             |                                                                                                                                            |                                                                                                      |
|---------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------|
| <b>Name(s) of the related party and nature of relationship</b>                                    | Monomark Engineering Works<br>Proprietorship concern of Mr.<br>Narendra Chordia, who is<br>Chairman and Managing<br>Director of the Company | Monomark Engineering Works<br>Proprietorship concern of Mr.<br>Narendra Chordia who is<br>Chairman and Managing<br>Director of the Company | Mrs. Shobhna Singhvi<br>Spouse of Nitesh<br>Chordia, who is Whole<br>Time Director of the<br>Company |
| <b>Nature of contracts/arrangements/transactions</b>                                              | Equipment hire charges                                                                                                                      | Lease Agreement                                                                                                                            | Office or Place of Profit                                                                            |
| <b>Duration of the contracts/arrangements/transactions</b>                                        | -                                                                                                                                           | 10 Years                                                                                                                                   | -                                                                                                    |
| <b>Salient terms of the contracts or arrangements or transactions including the value, if any</b> | Rs. 75,00,000/- approx. pa                                                                                                                  | Rent of Rs. 2,00,000/- pm                                                                                                                  | Salary of Rs. 1,00,000/-<br>pm                                                                       |
| <b>Date(s) of approval by the Board, if any</b>                                                   | 11 <sup>th</sup> April, 2025                                                                                                                | 11 <sup>th</sup> April, 2025                                                                                                               | 20 <sup>th</sup> September, 2025                                                                     |
| <b>Amount paid as advances, if any</b>                                                            | -                                                                                                                                           | -                                                                                                                                          | -                                                                                                    |

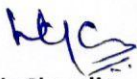
Date: 09.09.2026  
Place: Chittorgarh

**By the order of the Board of Directors  
For Monomark Engineering (India) Limited  
(Formerly known as Monomark Engineering (India) Private Limited)**

  
**Narendra Chordia**  
DIN: 00784374

**(Chairman and Managing Director)**  
50, Pannadhay Colony, Meera  
Nagar, Chittorgarh- 312001



  
**Nitesh Chordia**  
DIN: 06845412

**(Whole Time Director)**  
Shree Ratnam, Sangam Marg  
Chittorgarh - 312001



## ANNUAL REPORT ON CSR FOR THE FINANCIAL YEAR 2025-26

### 1. Brief outline on CSR Policy of the Company

The Corporate Social Responsibility ("CSR") Policy of Monomark Engineering (India) Limited ("the Company") has been formulated in accordance with the provisions of Section 135 of the Companies Act, 2013, read with the Companies (Corporate Social Responsibility Policy) Rules, 2014, as amended from time to time.

The CSR Policy of the Company aims to contribute towards the sustainable development of society and improve the quality of life of communities, particularly the underprivileged and disadvantaged sections of society. The Company seeks to undertake CSR initiatives that create a positive and sustainable impact on society and the environment.

The key CSR focus areas of the Company include, inter alia, eradication of hunger, poverty and malnutrition; promotion of healthcare, preventive healthcare, sanitation and safe drinking water; promotion of education and employment-enhancing vocational skills; gender equality and empowerment of women; environmental sustainability and ecological balance; rural development; slum area development; protection of national heritage, art and culture; support for armed forces veterans and their dependants; promotion of sports; contributions to eligible Government funds and institutions; promotion of research and development in science, technology, engineering and medicine; and disaster management, including relief, rehabilitation and reconstruction activities, as specified under Schedule VII of the Companies Act, 2013.

The Company undertakes CSR activities in accordance with its approved CSR Policy and Annual Action Plan, either directly or through eligible implementing agencies, as permitted under applicable laws. The CSR Committee is responsible for recommending the CSR Policy, CSR expenditure and Annual Action Plan to the Board and for monitoring the implementation of CSR activities. The Company endeavours to ensure that its CSR expenditure and activities comply with the applicable provisions of the Companies Act, 2013 and the rules made thereunder.

The CSR Policy is reviewed periodically by the CSR Committee and updated, wherever required, in accordance with changes in applicable laws and the Company's CSR objectives.

### 2. The Composition of CSR committee

The CSR Committee of the Company comprises the following Directors:

| Sr. No. | Name of Director            | Designation in CSR Committee | Number of meetings of CSR Committee held during the year | Number of meetings of CSR Committee attended during the year |
|---------|-----------------------------|------------------------------|----------------------------------------------------------|--------------------------------------------------------------|
| 1       | Mr. Narendra Chordia        | Chairman                     | 2                                                        | 2                                                            |
| 2       | Mr. Prasanna Kumar Khamesra | Member                       | 2                                                        | 1*                                                           |
| 3       | Mr. Gaurav Chordia          | Member                       | 2                                                        | 1*                                                           |
| 4       | Mrs. Meena Chordia          | Member                       |                                                          | 2                                                            |

**Monomark Engineering (India) Limited**

(Formerly known as: Monomark Engineering (India) Private Limited)

HO & Regd. Office: 165-167, New RIICO Industrial Area,  
Chanderiya, Chittorgarh (Raj.) -312001

Phone : +91-9358081886

Email : monomarkengg@gmail.com / enquiry@monomark.co.in



CIN No: U33200RJ2005PLC021373

Website: www.monomark.co.in

\* Mr. Prasanna Kumar Khamesra and Mr. Gaurav Chordia were appointed as Members of the CSR Committee on 10<sup>th</sup> December, 2025. During the financial year, they were eligible to attend one meeting of the CSR Committee.

**3. Web-link(s) of Composition of CSR Committee, CSR Policy and CSR Projects approved by the board are disclosed on the website of the Company**  
The Company's Composition of CSR Committee, CSR Policy and CSR projects approved by the board are available on the Company's website at - <https://www.monomark.co.in/investors-2/>

**4. Executive summary along with web-link(s) of Impact Assessment of CSR Projects carried out in pursuance of sub-rule (3) of rule 8, if applicable**

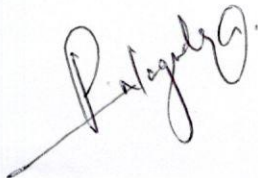
Not Applicable

**5.** (a) Average net profit of the company as per sub-section (5) of section 135 Rs 14,27,39,608/-  
(b) Two percent of average net profit of the company as per sub-section (5) of section 135 Rs 28,54,792/-  
(c) Surplus arising out of the CSR Projects or programmes or activities of the previous financial years. Nil  
(d) Amount required being set-off for the financial year, if any. Nil  
(e) **Total CSR obligation for the financial year [(b) + (c) - (d)].** Rs 28,54,792/-

**6.** (a) Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project) Rs 28,60,000/-  
(b) Amount spent in Administrative Overheads. Nil  
(c) Amount spent on Impact Assessment, if applicable Nil  
(d) **Total amount spent for the Financial Year [(a) + (b) + (c)]** Rs 28,60,000/-

(e) CSR amount spent or unspent for the financial year:

| Total Amount Spent for the Financial Year. (In Rs.) | Amount Unspent (in Rs.)                                                               |                  |                                                                                                                      |        |                  |
|-----------------------------------------------------|---------------------------------------------------------------------------------------|------------------|----------------------------------------------------------------------------------------------------------------------|--------|------------------|
|                                                     | Total Amount transferred to Unspent CSR Account as per sub-section (6) of section 135 |                  | Amount transferred to any fund specified under Schedule VII as per second proviso to sub-section (5) of section 135. |        |                  |
|                                                     | Amount                                                                                | Date of transfer | Name of the Fund                                                                                                     | Amount | Date of transfer |
| 28,60,000                                           | -                                                                                     | -                | -                                                                                                                    | -      | -                |





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

| S. No. | Particular                                                                                                  | Amount<br>(In Rs.) |
|--------|-------------------------------------------------------------------------------------------------------------|--------------------|
| (1)    | (2)                                                                                                         | (3)                |
| (i)    | Two percent of average net profit of the company as per sub-section (5) of section 135                      | 28,54,792          |
| (ii)   | Total amount spent for the Financial Year                                                                   | 28,60,000          |
| (iii)  | Excess amount spent for the Financial Year [(ii)-(i)]                                                       | 5,208              |
| (iv)   | Surplus arising out of the CSR projects or programmes or activities of the previous Financial Years, if any | Nil                |
| (v)    | Amount available for set off in succeeding Financial Years [(iii)-(iv)]                                     | 5,208              |

7. Details of Unspent Corporate Social Responsibility amount for the preceding three Financial Years  
Nil

8. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year  
No

9. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per subsection (5) of section 135  
Not Applicable

Date : 08.09.2026

Place: Chittorgarh

For MONOMARK ENGINEERING (INDIA) LIMITED  
(Formerly known as MONOMARK ENGINEERING (INDIA) PRIVATE LIMITED)

Nagendrakumar Veeranna  
Pemmanaboina Vee Venkata  
PAN: ACQPV6731R  
(Chief Executive Officer)



Narendra Chordia  
DIN : 00784374  
(Chairman and Managing Director)  
(Chairman of CSR Committee)

## Annexure-

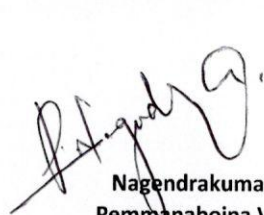
## Details spent for CSR Activities during FY 2025-26

| 1            | 2                                                                                   | 3                                                                                                               | 4                                                                                                                             | 5                                                    | 6                                         |
|--------------|-------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------|-------------------------------------------|
| Sr. No.      | CSR Project or activity identified                                                  | Sector in which the project is covered/ Relevant Section of Schedule VII in which the project is covered (Note) | Projects & programmes<br>a) Local area or other<br>b) Specify the state or district where project or programme was undertaken | Amount spent directly or through Implementing Agency | Amount spent on the project or programmes |
| 1            | Gram Panchayat -Singhpur                                                            | Promotion of Rural sports                                                                                       | Chittorgarh, Rajasthan                                                                                                        | Directly                                             | 35,000                                    |
| 2            | Clean Ganga Fund set-up by the Central Government for rejuvenation of river Ganga   | Clean Ganga Fund set-up by the Central Government for rejuvenation of river Ganga                               | PAN India                                                                                                                     | Directly                                             | 9,21,000                                  |
| 3            | Swachh Bharat Kosh set-up by the Central Government for the promotion of sanitation | Swachh Bharat Kosh set-up by the Central Government for the promotion of sanitation                             | PAN India                                                                                                                     | Directly                                             | 11,01,000                                 |
| 4            | Prime Minister's National Relief Fund                                               | Prime Minister's National Relief Fund                                                                           | PAN India                                                                                                                     | Directly                                             | 8,03,000                                  |
| <b>Total</b> |                                                                                     |                                                                                                                 |                                                                                                                               |                                                      | <b>28,60,000</b>                          |

For MONOMARK ENGINEERING (INDIA) LIMITED  
(Formerly known as MONOMARK ENGINEERING (INDIA) PRIVATE LIMITED)

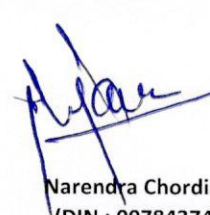
Date : 08.09.2026

Place: Chittorgarh



Nagendrakumar Veeranna  
Pemmanaboina Vee Venkata

PAN: ACQP6731R  
(Chief Executive Officer)

Narendra Chordia  
(DIN : 00784374)

(Chairman and Managing Director)  
(Chairman of CSR Committee)



**Form No. MR-3**

**Secretarial Audit Report**

**(For the Financial Year Ended 31.03.2026)**

**[Pursuant to section 204(1) of the Companies Act, 2013 and rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]**

**TO,  
THE MEMBERS,  
MONOMARK ENGINEERING (INDIA) LIMITED  
(FORMERLY KNOWN AS MONOMARK ENGINEERING (INDIA) PRIVATE LIMITED)  
(CIN: U33200RJ2005PLC021373)  
165-167, NEW RIICO IND.AREA, CHANDERIYA,  
DISTT CHITTORGARH RAJASTHAN, INDIA, 312001**

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **MONOMARK ENGINEERING (INDIA) LIMITED** (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period **April 01, 2025 to March 31, 2026**, 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:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by **MONOMARK ENGINEERING (INDIA) LIMITED** for the financial year ended on March 31, 2026, according to the provisions (to the extent applicable) of:

1. The Companies Act, 2013 (the Act) and the rules made there under;
2. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
3. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
4. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial borrowings; **(Not applicable to the company during the audit period)**



5. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, ('SEBI Act') 1992: -
- (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; **(Not applicable to the company during the audit period)**
  - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; **(Applicable to the extent to which regulations/ provisions are applicable on entity);**
  - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **(Applicable to the extent to which regulations/ provisions are applicable on entity);**
  - (d) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **(Not applicable to the company during the audit period);**
  - (e) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015; **(Not applicable to the company during the audit period);**
  - (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not applicable to the company during the audit period)**
  - (g) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; **(Not applicable to the company during the audit period)**
  - (h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; **(Not applicable to the company during the audit period)** and
  - (i) The Securities and Exchange Board of India (Buy back of Securities) Regulations, 2018; **(Not applicable to the company during the audit period)**
  - (j) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **(Not applicable to the company during the audit period)**
  - (k) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; **(Not applicable to the company during the review period).**



I have also examined compliance with the applicable clauses of the following:

- (i) Secretarial Standards with respect to Meetings of Board of Directors (SS-1) and General Meetings (SS-2) issued by The Institute of Company Secretaries of India.

**I further report that**

- The Board of Directors of the Company is duly constituted with a proper balance of Executive Directors and Non-Executive Directors. During the year, there were following changes in the composition and designation of the Board of Directors, pursuant to the approval of the members at the Annual General Meeting held on November 07, 2025,
  - i. Mrs. Meena Chordia (DIN: 00784391) was re-designated as Whole-Time Director for a period of three years with effect from November 07, 2025 up to November 06, 2028;
  - ii. Mr. Narendra Chordia (DIN: 00784374) was re-designated as Chairman and Managing Director for a period of three years with effect from November 07, 2025 up to November 06, 2028;
  - iii. Mr. Nitesh Chordia (DIN: 06845412) was re-designated as Whole-Time Director for a period of three years with effect from November 07, 2025 up to November 06, 2028;
  - iv. Mr. Gaurav Chordia (DIN: 06845415) was re-designated as Whole-Time Director for a period of three years with effect from November 07, 2025 up to November 06, 2028.
  - v. Mrs. Kirti (DIN: 11340632) was appointed as Non-Executive Non-Independent Director with effect from November 07, 2025;
  - vi. Mr. Dinesh Kumar Mantri (DIN: 02494973), Mr. Madan Lal Kothari (DIN: 07701974), Mr. Prasanna Kumar Khamesra (DIN: 11340709), Mr. Sanjay Panjiyar (DIN: 02846267) and Ms. Yashasvini Kumar (DIN: 07957338) were appointed as Non-Executive Independent Directors for a period of five years with effect from November 07, 2025 up to November 06, 2030.
- Adequate notice has been given to all the directors to schedule the Board Meetings, Committee Meetings, agenda and detailed notes on agenda were sent in advance and a system exists for meaningful participation at the meeting.
- All decisions at Board Meetings and Committee Meetings have been carried unanimously/with requisite majority as recorded in the minutes of the Meetings of the Board of Directors or Committee of the Board, as the case may be.
- During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

I further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.



**I further report that during the audit period:**

- a) The Company altered its Memorandum of Association by increasing its authorized equity share capital from ₹20,00,00,000 (Rupees Twenty Crore Only), comprising 2,00,00,000 equity shares of ₹10/- each, to ₹100,00,00,000 (Rupees One Hundred Crore Only), comprising 10,00,00,000 equity shares of ₹10/- each, pursuant to the resolution passed at the Extra-Ordinary General Meeting held on May 05, 2025.
- b) The Company allotted 5,40,75,600 equity shares of ₹10/- each, aggregating to ₹54,07,56,000, by way of bonus issue pursuant to the resolution passed by the Board of Directors at its meeting held on May 26, 2025.
- c) The Company allotted 59,53,000 equity shares of ₹10/- each at an issue price of ₹38/- per equity share, comprising a face value of ₹10/- and a securities premium of ₹28/- per equity share, aggregating to ₹22,62,14,000, on a private placement basis pursuant to the resolution passed by the Board of Directors at its meeting held on July 02, 2025.
- d) Mr. Nagendrakumar Veeranna Pemmanaboina Vee Venkata was appointed as the Chief Executive Officer (CEO) of the Company with effect from August 01, 2025, pursuant to the resolution passed by the Board of Directors at its meeting held on July 07, 2025.
- e) The Company converted from a private limited company to a public limited company under the provisions of the Companies Act, 2013, pursuant to a resolution passed in the extraordinary general meeting held on September 06, 2025 and a fresh certificate of incorporation consequent upon conversion of our Company from private limited company to public limited company dated September 15, 2025, was issued by Central Processing Centre. Further pursuant to conversion the Company has adopted a new set of Memorandum of Association and Articles of Association and the name of the Company was changed from "Monomark Engineering (India) Private Limited" to "Monomark Engineering (India) Limited".
- f) Mrs. Shobhna Singhvi was appointed as the Chief Financial Officer (CFO) of the Company with effect from September 20, 2025, pursuant to the resolution passed by the Board of Directors at its meeting held on September 20, 2025.
- g) Mr. Nisar Husain (Membership No. A52961) resigned from the office of Company Secretary and Compliance officer of the Company with effect from December 20, 2025, and Ms. Stuti Taneja (Membership No. A46644) was appointed as Company Secretary and Compliance Officer of the Company pursuant to the resolution passed by the Board of Directors at its meeting held on February 02, 2026.
- h) The Company altered the Object Clause of its Memorandum of Association pursuant to the special resolution passed at the Extra-Ordinary General Meeting held on March 06, 2026 and Corporate Identification Number of the Company is changed to "U33200RJ2005PLC021373" vide letter dated March 24, 2026.



# S P MOUD & ASSOCIATES

COMPANY SECRETARIES

ICSI PEER REVIEWED FIRM

7976159557, 8003005466

[rspm.roc@gmail.com](mailto:rspm.roc@gmail.com)

---

- i) The Company proposed to raise capital/funds through an Initial Public Offer (IPO) of equity share up to 2,70,00,000 of face value of ₹10/- each. In connection therewith, the Company filed its Draft Red Herring Prospectus (DRHP) dated March 30, 2026 with the Securities and Exchange Board of India (SEBI), BSE Limited and National Stock Exchange of India Limited, in accordance with the applicable provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018.

**For S P MOUD & ASSOCIATES**

**COMPANY SECRETARIES**

**UNIQUE CODE: S2023RJ906400**

**CS SURYA PRAKASH MOUD**

**PROPRIETOR**

**M. No.: F12943; COP No.: 26437**

**ICSI-PR No.: 6605/2025**

**Place: Udaipur**

**Date: August 22, 2026**

**UDIN: F012943H001189019**

Note: This report is to be read with our letter of even date which is annexed as “ANNEXURE-1” and forms an integral part of this report.



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**"ANNEXURE-1"**

**TO,  
THE MEMBERS,  
MONOMARK ENGINEERING (INDIA) LIMITED  
(CIN: U33200RJ2005PLC021373)  
165-167, NEW RIICO IND.AREA, CHANDERIYA,  
DISTT CHITTORGARH RAJASTHAN, INDIA, 312001**

My Report of given date is to be read along with this letter.

- A. Maintenance of Secretarial records is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.
- B. I 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 the test basis to ensure that correct facts are reflected in Secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for my opinion.
- C. I have not verified the correctness and appropriateness of financial records and books of accounts of the Company.
- D. Wherever required, I have obtained the Management representation about compliance of laws, rules and regulations and happenings of events etc.
- E. The compliance of provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. My examination was limited to the verification of procedures on test basis.
- F. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of efficacy or effectiveness with which the management has conducted the affairs of the Company.

**For S P MOUD & ASSOCIATES  
COMPANY SECRETARIES  
UNIQUE CODE: S2023RJ906400**

**CS SURYA PRAKASH MOUD  
PROPRIETOR  
M. No.: F12943; COP No.: 26437  
ICSI-PR No.: 6605/2025  
Place: Udaipur  
Date: August 22, 2026  
UDIN: F012943H001189019**