July 28, 2026

To,
Listing Department,
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor,
Plot No. C/1, G Block,
BandraKurla Complex,
Bandra (E), Mumbai- 400051.

Stock Symbol: MHHL

Sub: Sub: Submission of Extra Ordinary General Meeting Notice

With reference to the above captioned subject, we would like to inform you that Company's Extra-ordinary General Meeting (EGM) will be held on Wednesday, August 19, 2026 at the Registered office of the Company situated at **Plot No. 109, Sector 3, Industrial Area, Pithampur, Dist – 454774 (M.P.)** at 02:00 P.M. and pursuant to the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby enclose a copy of Notice of Extra Ordinary General Meeting ("Notice") duly sent to the members.

The Notice is also available on the website of the Company i.e. https://mohinihealthandhygiene.com/wp-content/uploads/MHHL-Notice-of-EGM_19082026.pdf Please take the same on your record.

Yours faithfully,
For **MOHINI HEALTH & HYGIENE LIMITED**

Arnika Jain Digitally signed by Arnika Jain Date: 2026.07.28 18:49:38 +05'30'

Arnika Jain

Company Secretary & Compliance Officer

CIN NO. L17300MP2009PLC022058
Registered Office: Plot No. 109, Sector 3, Industrial Area, Pithampur Dist. Dhar- 454 774 (M.P.) INDIA
+91-7292-426665, 7292-426666 www.mohinihealthandhygiene.com

NOTICE OF THE EXTRA ORDINARY GENERAL MEETING

(Pursuant to Section 101 of the Companies Act, 2013)

Notice is hereby given that the Extra Ordinary General Meeting (EGM) of Mohini Health & Hygiene Limited will be held on, Wednesday, August 19,2026 at 2.00 P.M.at the registered office of the company to transact the following business.

SPECIAL BUSINESS

1. **INCREASING THE LIMIT FOR THE MORTGAGE/CHARGE ON THE ASSETS OF THE COMPANY**

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

"**RESOLVED THAT** in supersession of the earlier resolution passed at the Annual General meeting Meeting of the Company held on September 29, 2020 authorizing the Board to mortgage/create charge on the assets of the Company and pursuant to the provisions of Section 180(1) (a) and all other applicable provisions of the Companies Act, 2013, and the Rules made thereunder, including any statutory modification(s) thereto or reenactment(s) thereof, for the time being in force, and in accordance with the Articles of Association of the Company, and subject to such other approvals, consents, sanctions and permissions, as may be necessary, consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as "the Board", which term shall be deemed to include, unless the context otherwise requires, any committee of the Board or any officer(s) authorized by the Board to exercise the powers conferred on the Board under this resolution), to pledge, mortgage, hypothecate and/or charge all or any part of the moveable or immovable properties of the Company and the whole or part of the undertaking of the Company of every nature and kind whatsoever and/or creating a floating charge in all or any movable or immovable properties of the Company and the whole of the undertaking of the Company to or in favour of banks, financial institutions, investors and any other lenders or debenture trustees to secure the amount borrowed by the Company or any third party from time to time for the due payment of the principal and/or together with interest, charges, costs, expenses and all other monies payable by the Company or any third party in respect of such borrowings provided that the aggregate indebtedness secured by the assets of the Company does not exceed Rs. 3,00,00,00,000/- (Rupees Three Hundred Crores) at any point of time;

RESOLVED FURTHER THAT the Board and / or Company Secretary of the Company, jointly or severally, be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary or expedient and to settle any questions, difficulty or doubts that may arise in this regard."

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2. **TO INCREASE THE BORROWING LIMITS OF THE COMPANY**

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

"RESOLVED THAT in supersession of the earlier resolution passed by the members of the Company through Annual general Meeting of the Company held on September 29, 2020 and pursuant to Section 180(1)(c) of the Companies Act, 2013 and rules framed thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force) and any other applicable laws and provisions of Articles of Association of the Company, consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as "the Board", which term shall be deemed to include, unless the context otherwise requires, any committee of the Board or any officer(s) authorized by the Board to exercise the powers conferred on the Board under this resolution), to borrow such sum of moneys, from time to time, at its discretion, with or without security, and upon such terms and conditions as the Board may think fit, such that the moneys to be borrowed together with the moneys already borrowed by the Company (apart from the temporary loans obtained from the Company's bankers in the ordinary course of business) shall not at any point of time exceed a sum of Rs. 300,00,00,000/- (Rupees Three Hundred Crores only);

RESOLVED FURTHER THAT the Board and / or Company Secretary of the Company or any Directors of the Company, jointly or severally, be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary or expedient and to settle any questions, difficulty or doubts that may arise in this regard.**"**

3. **TO APPROVE OF LOANS, INVESTMENTS, GUARANTEE OR SECURITY U/S 185 OF COMPANIES ACT, 2013:**

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

"RESOLVED THAT, In supersession to the earlier resolution passed at the annual general meeting held on 30th September, 2023 and pursuant to Section 185 and all other applicable provisions of the Companies Act, 2013 and Rules made thereunder as amended from time to time, the consent of the members of the Company be and is hereby accorded to ratify the earlier transaction and authorize the Board of Directors of the Company (here in after referred to as the Board, which term shall be deemed to include, unless the context otherwise required, any committee of the Board or any director or officer(s) authorised by the Board to exercise the powers conferred on the Board under this resolution) to advance any loan including any loan represented by a book debt, or give any guarantee or provide any security in connection with any loan taken by any entity which is a subsidiary or associate or joint venture of the company, (in which any director is deemed to be interested) or to Managing Director or Whole time director of the company up to an aggregate sum of Rs. 300,00,00,000/- (Rupees Three Hundred Crores only) in their absolute discretion deem beneficial and in the interest of the Company, provided that such loans are utilized by the borrowing company for its principal business activities.

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“**RESOLVED FURTHER THAT,** for the purpose of giving effect to this resolution the Board of Directors of the Company be and are hereby authorised to do all acts, deeds and things in their absolute discretion that may be considered necessary, proper and expedient or incidental for the purpose of giving effect to this resolution in the interest of the Company.”

4. TO INCREASE THE LIMITS FOR MAKING INVESTMENTS, EXTENDING LOANS, GIVING GUARANTEES OR PROVIDING SECURITIES IN CONNECTION WITH LOANS TO PERSONS OR BODIES CORPORATE

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

“RESOLVED THAT in supersession to the earlier resolution passed by the members of the Company and pursuant to the provisions of Section 186 of the Companies Act, 2013, read with rules framed thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force) and any other applicable laws and subject to such approvals, consents, sanctions and permissions as may be necessary, the consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as “the Board”, which term shall be deemed to include, unless the context otherwise requires, any committee of the Board or any officer(s) authorized by the Board to sexercise the powers conferred on the Board under this resolution), to (a) give any loan to any person or other body corporate; (b) give any guarantee or provide security in connection with loan to any person or body corporate; and (c) acquire by way of subscription, purchase or otherwise, securities of any other body corporate, from time to time, in one or more tranches as the Board of Directors in their absolute discretion deem beneficial and in the interest of the Company, subject however that the aggregate of the loans and investments so far made in and the amount for which guarantees or securities have so far been provided to all persons or body corporates along with the additional investments, loans, guarantees or securities proposed to be made or given or provided by the Company, from time to time, in future, shall not exceed a sum of Rs. 300,00,00,000/- (Rupees Three Hundred Crores only) over and above the limit of 60% of the paid-up share capital, free reserves and securities premium account of the Company or 100% of free reserves and securities premium account of the Company, whichever is more, as prescribed under Section 186 of the Companies Act, 2013;

RESOLVED FURTHER THAT the Board and/ or any director of the Company and / or Company Secretary of the Company, jointly or severally, be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary or expedient and to settle any questions, difficulty or doubts that may arise in this regard.**”**

5. TO INCREASE THE AUTHORISED CAPITAL OF THE COMPANY

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

“RESOLVED THAT pursuant to the provisions of Section 61(1)(a), 64 and all other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification (s) or re-enactment thereof, for the time being in force) and the relevant rules framed there under and in accordance with the applicable provisions of the Articles of

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Association of the Company the consent of members of the Company be and is hereby accorded to increase the Authorized Share Capital of the Company from Rs. 25,00,00,000/- (Twenty Five Crores Only) divided into 2,50,00,000 (Two Crore fifty lakhs) equity shares of Rs. 10/- (Rupees Ten only) each to Rs. 65,00,00,000 /- (Sixty-five Crores only) divided into 6,50,00,000 (Six Crore fifty Lakhs) equity shares of Rs. 10/- (Rupees Ten only) each by creation of Rs. 40,00,00,000/- (Rupees Forty Crore only) additional share capital, ranking pari passu in all respect with the existing Equity shares of the Company.

RESOLVED FURTHER THAT Mr. Avnish Bansal, (DIN:02666814) Managing Director, Mr. Sarvapriya Nirmalesh Bansal (DIN:02540139) whole-time director of the Company and /or Company Secretary of the Company be and is hereby severally authorized to do all such acts, deeds, things and matters and to sign such other documents and file such forms as may be necessary and expedient to give effect to the aforesaid resolution."

6. <u>TO ALTER MEMORANDUM OF ASSOCIATION</u>

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

RESOLVED THAT pursuant to the provisions of Section 13 and all other applicable provisions of the Companies Act, 2013 and the relevant rules framed thereunder, the Capital Clause (Clause V) of the Memorandum of Association of the Company is substituted with the following Clause V.

"The Authorised Share Capital of the Company is Rs. 65,00,00,000/- (Sixty-five Crores Only) divided into 6,50,00,000 (Six crore Fifty Lakhs) Equity Shares of Rs. 10/- (Rupees Ten only) each."

RESOLVED FURTHER THAT Mr. Avnish Bansal, (DIN:02666814) Managing Director, Mr. Sarvapriya Nirmalesh Bansal (DIN:02540139) whole-time director of the Company and Arnika Jain, Company Secretary of the Company be and is hereby severally authorized to do all such acts, deeds, things and matters and to sign such other documents and file such forms as may be necessary and expedient to give effect to the aforesaid resolution."

7. <u>TO APPROVE FOR EXECUTION OF TRANSACTION DOCUMENT, FURNISHING GUARANTEE AND PROVIDING SECURITY IN CONNECTION WITH THE DEBENTURES ISSUED BY DHANANYA CAPITAL PRIVATE LIMITED ("DCPL")</u>

To consider and, if thought fit, to pass with or without modification, the following Resolution as a **Special Resolution:**

"**RESOLVED THAT** pursuant to the provisions of Sections 179 and other applicable provisions, if any, of the Companies Act, 2013 ("**the Act**"), (including any statutory modifications or re-enactment(s) thereof, for the time being in force) and Companies (Meeting of Board and its Powers) Rules 2014; the consent of the members is hereby accorded by way of a special resolution to furnish guarantee(s) and/ or provide security(ies) in connection with the debentures ("**Debentures**") issued by **DCPL**, up to a sum not exceeding INR 70,00,00,000 (Rupees Seventy Crore

Only) at any point in time, on such terms and conditions, as may be decided and finalized by the Board in their discretion.

"**RESOLVED FURTHER THAT** the pursuant to the provisions of section 179 of the Companies Act, 2013 and other applicable provisions, if any of the Act, the consent of the members of the Company is hereby accorded by way of a special resolution to the ("**Board**"), to create the following security interests and guarantee to secure the Debentures:

(a) security interest by way of pledge over 51% (Fifty one percent) shares of DCPL i.e 12,75,000 (Twelve Lakh Seventy Five) shares of face value of INR 10 each of Dhananya Capital Private Limited, held by the Company, as identified and more specifically set out in the share pledge agreement proposed to be executed between *inter alia* the Company and Axis Trustee Services Limited ("**Debenture Trustee**"), the debenture trustee (acting on behalf of and for the benefit of the debenture holders of Debentures issued by DCPL);

(b) guarantee to be furnished by the Company in favor of the Debenture Trustee appointed in connection with the Debentures issued by DCPL);

(c) security interest created by DCPL by way of pledge over 75% (Seventy-Five percent) shares of the Winsome Yarns Limited (being 19,73,685 (Nineteen Lakh Seventy Three Thousand Six Hundred Eighty Five of Winsome Yarns Limited) having face value of INR 10 each."

"**RESOLVED FURTHER THAT** under the power granted to the Board under the Companies Act, 2013 and in accordance with Section 22 of the Companies Act, 2013 and any other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modifications or re-enactment(s) thereof, for the time being in force); any director of the Company, be and is hereby authorised to negotiate, sign, stamp and execute on behalf of the Company all relevant memorandums, agreements, deeds and their counterparts including the "**Share Pledge Agreement**", "**Deed of Guarantee**" and such other documents that may be required for consummation of the transaction as contemplated herein; and to do all such acts, deeds, matters and things and accept any alterations or modification(s) as [he/she] may deem fit and proper and give such directions as may be necessary to settle any question or difficulty that may arise in regard to giving effect to this resolution on such terms and conditions as the Board may consider beneficial in the interest of the Company.

"**RESOLVED FURTHER THAT** pursuant to the power granted to the Board under the Companies Act, 2013, consent of the shareholders is hereby accorded to Mr. Avnish Bansal (DIN:02666814) Managing Director and Mr. Sarvapriya Bansal (DIN:02540139), Whole-time Directors of the Company to sell, transfer, lease dispose of property of undertaking and borrow thereof in the name of the Company."

"**RESOLVED FURTHER THAT** Mr. Avnish Bansal (DIN:02666814) Managing Director and Mr. Sarvapriya Bansal (DIN:02540139), Wholetime Directors of the Company be and are hereby authorized severally to issue certified true copy of the resolutions and file necessary e-forms with Registrar of Companies, and to do all such acts, deeds and things which are necessary to give effect to the above resolution."

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8. **APPROVAL IN CONNECTION WITH CREATION OF SECURITY AND EXTENSION OF GUARANTEE TOWARDS SECURING THE INDEBTEDNESS AVAILED BY DHANANYA CAPITAL PRIVATE LIMTIED, A SUBSIDIARY OF THE COMPANY.**

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

"**RESOLVED FURTHER THAT** pursuant to the provisions of Sections 185, 186, 188, and other applicable provisions if any and regulation 23 of SEBI (Listing Obligation & Disclosure Requirement) Regulation , 2015 if any, of the Act, (including any statutory modifications or re-enactment(s) thereof, for the time being in force) and Companies (Meeting of Board and its Powers) Rules 2014; the consent of the members is hereby accorded by way of a special resolution, to secure 700 (seven hundred) senior, secured, unlisted, redeemable non-convertible debentures of a face value of INR 10,00,000 (Rupees Ten Lakh) each aggregating up to an amount of INR 70,00,00,000 (Rupees Seventy Crore) ("**Debentures**") issued by **Dhananya Capital Private Limited** (**DCPL**), a subsidiary company of the Company, being a company in whom the directors of the Company are interested, by furnishing: (a) security by way of pledge of shares held by the Company in DCPL; and (b) a guarantee, on such terms and conditions, as may be decided by the board of directors."

"**RESOLVED FURTHER THAT** pursuant to the provisions of Sections 186 and other applicable provisions, if any, of the Companies Act, 2013 ("**the Act**"), (including any statutory modifications or re-enactment(s) thereof, for the time being in force) and Companies (Meeting of Board and its Powers) Rules 2014; the consent of the members is hereby accorded by way of a special resolution to secure the issue of Debentures by DCPL, a subsidiary of the company by way of extension of a corporate guarantee, notwithstanding that the aggregate of the loans or guarantees or securities so far given or to be given by the Company may collectively exceed the limits prescribed under Section 186(2) of the Companies Act, 2013."

"**RESOLVED FURTHER THAT** under the power granted to the Board under the Companies Act, 2013 and in accordance with Section 22 of the Companies Act, 2013 and any other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modifications or re-enactment(s) thereof, for the time being in force); any director of the Company, be and is hereby authorised to sell, transfer, lease and otherwise dispose-off, the whole or any part of the undertaking to any person ; and to do all such acts, deeds, matters and things and accept any alterations or modification(s) as [he/she] may deem fit and proper and give such directions as may be necessary to settle any question or difficulty that may arise in regard to giving effect to this resolution on such terms and conditions as the Board may consider beneficial in the interest of the Company.

"**RESOLVED FURTHER THAT** Mr. Avnish Bansal (DIN:02666814) Managing Director and Mr. Sarvapriya Bansal (DIN:02540139), Wholetime Directors of the Company be and are hereby authorized severally to issue certified true copy of the resolutions and file necessary e-forms with Registrar of Companies, and to do all such acts, deeds and things which are necessary to give effect to the above resolution."

9. TO APPROVE MATERIAL RELATED PARTY TRANSACTION BETWEEN COMPANY MOHINI HEALTH & HYGIENE LIMITED(MHHL) & WINSOME YARNS LIMITED(WYL) (PROPOSED SUBSIDIARY OF DHANANYA CAPITAL PRIVATE LIMITED)

To consider and if thought fit to pass with or without modification(s) the following resolution as an **Ordinary Resolution;**

"RESOLVED THAT pursuant to the provisions of Regulations 2(1)(zc), 23(4) and other applicable Regulations, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), as amended from time to time, Section 2(76) and section 185, section 186 and section 188 other applicable provisions of the Companies Act, 2013 ('Act') read with the Rules framed thereunder [including any statutory modification(s) or re-enactment(s) thereof for the time being in force] and other applicable laws / statutory provisions, if any, the Company's Policy on Related Party Transactions as well as subject to such approval(s), consent(s) and/or permission(s), as may be required and based on the recommendation of the Audit Committee, consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the 'Board', which term shall be deemed to include the Audit Committee or any other Committee constituted / empowered / to be constituted by the Board from time to time to exercise its powers conferred by this Resolution) to the Material Related Party Transaction(s) / Contract(s)/ Arrangement(s) / Agreement(s) entered into / proposed to be entered into (whether by way of an individual transaction or transactions taken together or a series of transactions or otherwise), related to Sale, purchase or supply of goods or materials, leasing of property of any kind, availing or rendering of any services, appointment of agent for purchase or sale of goods, materials, services or property or appointment of such parties to any office or place of profit in the company or any other transactions of whatever nature, at arm's length basis and in the ordinary course of business, notwithstanding that such transactions may exceed 10% of the Consolidated Turnover of the Company in any financial year or such other threshold limits as may be specified in SEBI (LODR) notwithstanding that such transactions may exceed the thresholds specified in Schedule XII of these regulations and also mentioned in detail in the Explanatory Statement annexed herewith, between the Company ('MHHL') and Winsome Yarns Limited ('WYL'), Company (which is subsidiary of Dhananya Capital private Limited & (DCPL) & DCPL is subsidiary of MHHL) accordingly a 'Related Party' of the Company, on such terms and conditions as may be mutually agreed between the Company and WYL, for an aggregate value not exceeding `200 crore during the financial year 2026-27 and upto the Annual General meeting to be held in year 2027, provided that such transaction(s) / contract(s) / arrangement(s) / agreement(s) is being carried out at an arm's length pricing basis and in the ordinary course of business.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do and perform all such acts, deeds, matters and things, as may be necessary, including but not limited to, finalizing the terms and conditions, methods and modes in respect of executing necessary documents, including contract(s) / arrangement(s) / agreement(s) and other ancillary documents; seeking necessary approvals from the authorities; settling all such issues, questions, difficulties or doubts whatsoever that may arise and to take all such decisions from powers herein conferred; and delegate all or any of the powers herein conferred to any Director, Chief Financial Officer, Company Secretary or any other Officer / Authorised Representative of the Company, without being required to seek further consent from

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the Members and that the Members shall be deemed to have accorded their consent thereto expressly by the authority of this Resolution.

RESOLVED FURTHER THAT all actions taken by the Board in connection with any matter referred to or contemplated in this Resolution, be and is hereby approved, ratified and confirmed in all respect."

10. <u>TO APPROVE MATERIAL RELATED PARTY TRANSACTION BETWEEN COMPANY MOHINI HEALTH & HYGIENE LIMITED(MHHL) & DHANANYA CAPITAL PRIVATE LIMITED (DCPL) (SUBSIDIARY OF MHHL)</u>

To consider and if thought fit to pass with or without modification(s) the following resolution as an **Ordinary Resolution:**

"RESOLVED THAT pursuant to section 188 & read with rules made their in and the provisions of Regulations 2(1)(zc), 23(4) and other applicable Regulations, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), as amended from time to time, Section 2(76) and section 185, section 186 and section 188 other applicable provisions of the Companies Act, 2013 ('Act') read with the Rules framed thereunder [including any statutory modification(s) or re-enactment(s) thereof for the time being in force] and other applicable laws / statutory provisions, if any, the Company's Policy on Related Party Transactions as well as subject to such approval(s), consent(s) and/or permission(s), as may be required and based on the recommendation of the Audit Committee, consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the 'Board', which term shall be deemed to include the Audit Committee or any other Committee constituted / empowered / to be constituted by the Board from time to time to exercise its powers conferred by this Resolution) to the Material Related Party Transaction(s) / Contract(s)/ Arrangement(s) / Agreement(s) entered into / proposed to be entered into (whether by way of an individual transaction or transactions taken together or a series of transactions or otherwise), related to Sale, purchase or supply of goods or materials, leasing of property of any kind, availing or rendering of any services, appointment of agent for purchase or sale of goods, materials, services or property or appointment of such parties to any office or place of profit in the company or any other transactions of whatever nature, at arm's length basis and in the ordinary course of business, notwithstanding that such transactions may exceed 10% of the Consolidated Turnover of the Company in any financial year or such other threshold limits as may be specified in SEBI (LODR) notwithstanding that such transactions may exceed the thresholds specified in Schedule XII of these regulations and also mentioned in detail in the Explanatory Statement annexed herewith, between the Company ('MHHL') and Dhananya Capital private Limited ('DCPL') (DCPL is subsidiary of MHHL) accordingly a 'Related Party' of the Company, on such terms and conditions as may be mutually agreed between the Company and WYL, for an aggregate value not exceeding `200 crore during the financial year 2026-27 and upto the Annual General meeting to be held in year 2027, provided that such transaction(s) / contract(s) / arrangement(s) / agreement(s) is being carried out at an arm's length pricing basis and in the ordinary course of business.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do and perform all such acts, deeds, matters and things, as may be necessary, including but not limited to, finalizing the terms and conditions, methods and modes in respect of executing necessary documents, including contract(s) / arrangement(s) / agreement(s) and other ancillary documents; seeking necessary approvals from the authorities; settling all such issues, questions, difficulties or doubts whatsoever that may arise and to take all such decisions from powers herein conferred; and delegate all or any of the powers herein conferred to any Director, Chief Financial Officer, Company Secretary or any other Officer / Authorised Representative of the Company, without being required to seek further consent from the Members and that the Members shall be deemed to have accorded their consent thereto expressly by the authority of this Resolution.

RESOLVED FURTHER THAT all actions taken by the Board in connection with any matter referred to or contemplated in this Resolution, be and is hereby approved, ratified and confirmed in all respect."

11. TO APPROVE MATERIAL RELATED PARTY TRANSACTION BETWEEN DHANANYA CAPITAL PRIVATE LIMITED(DCPL) (SUBSIDIARY OF MOHINI HEALTH & HYGIENE LIMITED) & WINSOME YARNS LIMITED (WYL) (SUBSIDIARY OF DHANANYA CAPITAL PRIVATE LIMITED

To consider and if thought fit to pass with or without modification(s) the following resolution as an **Ordinary Resolution:**

"**RESOLVED THAT** pursuant to Regulations 23(4), 2(1) (zc) and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('**SEBI Listing Regulations**'), the applicable provisions of the Companies Act, 2013 ('**Act**'), read with related rules, if any, each as amended from time to time, , and based on the prior approval of the Audit Committee, Consent of the Members be and is hereby accorded to the to the related party contract(s)/arrangement(s)/ transaction(s) (whether by way of an individual transaction or a series of transactions taken together), or otherwise), related to Sale, purchase or supply of goods or materials, leasing of property of any kind, availing or rendering of any services, appointment of agent for purchase or sale of goods, materials, services or property or appointment of such parties to any office or place of profit in the company or any other transactions of whatever nature, at arm's length basis and in the ordinary course of business, notwithstanding that such transactions may exceed 10% of the Consolidated Turnover of the Company in any financial year or such other threshold limits as may be specified in SEBI (LODR) notwithstanding that such transactions may exceed the thresholds specified in Schedule XII of these regulations and also mentioned in detail in the Explanatory Statement annexed, to be continued or to be entered into and/ or to be executed between Dhananya capital Private Limited ('**DCPL**'), subsidiary of the Company (Special Purpose Vehicle for implementation of resolution Plan of WYL) and Winsome Yarns Limited ('**WYL**), proposed subsidiary company of Dhananya Capital Private Limited , and therefore, both being related parties of Mohini Health & Hygiene Limited in terms of Regulation 2(1)(zb) of the SEBI Listing Regulations, on such terms and conditions as may be mutually agreed between DCPL and WYL, for an aggregate value up to 300 crore, for entering into the transaction specified under section 188 of the companies act 2013 and Regulation 23 of SEBI (Listing Obligation & Disclosure Requirement), Regulation 2015 to be entered /continued during FY2026-27 and upto the Annual General meeting to be held in year 2027, subject to such contract(s)/arrangement(s)/transaction(s) being carried out at arm's length and in the ordinary course of business of DCPL and WYL."

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12. **TO APPROVE MATERIAL RELATED PARTY TRANSACTION BETWEEN DHANANYA CAPITAL PRIVATE LIMITED (DCPL) (SUBSIDIARY OF MOHINI HEALTH & HYGIENE LIMITED) & ZENITH INFRA REALTY LLP (ZIR) (PROMOTER OF DHANANYA CAPITAL PRIVATE LIMITED)**

To consider and if thought fit to pass with or without modification(s) the following resolution as an **Ordinary Resolution:**

"**RESOLVED THAT** pursuant to Regulations 23(4), 2(1) (zc) and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('**SEBI Listing Regulations**'), the applicable provisions of the Companies Act, 2013 ('**Act**'), read with related rules, if any, each as amended from time to time, , and based on the prior approval of the Audit Committee,consent of the Members be and is hereby accorded to the to the related party contract(s)/arrangement(s)/ transaction(s) (whether by way of an individual transaction or a series of transactions taken together), or otherwise), related to Sale, purchase or supply of goods or materials, leasing of property of any kind, availing or rendering of any services, appointment of agent for purchase or sale of goods, materials, services or property or appointment of such parties to any office or place of profit in the company or any other transactions of whatever nature, at arm's length basis and in the ordinary course of business, notwithstanding that such transactions may exceed 10% of the Consolidated Turnover of the Company in any financial year or such other threshold limits as may be specified in SEBI (LODR) notwithstanding that such transactions may exceed the thresholds specified in Schedule XII of these regulations and also mentioned in detail in the Explanatory Statement annexed, to the related party contract(s)/arrangement(s)/ transaction(s) (whether by way of an individual transaction or a series of transactions taken together), to be continued or to be entered into and/ or to be executed between Dhananya Capital Private Limited ('**DCPL**'), subsidiary of the Company (Special Purpose Vehicle for implementation of resolution Plan of WYL) and Zenith Infra Realty LLP ('**ZIR**), Promoter of Dhananya Capital Private Limited , and therefore, being related parties of Mohini Health & Hygiene Limited in terms of Regulation 2(1)(zb) of the SEBI Listing Regulations, on such terms and conditions as may be mutually agreed between DCPL and ZIR, for an aggregate value up to 25 crore, for entering into the transaction specified under section 188 of the companies act 2013 and Regulation 23 of SEBI (Listing Obligation & Disclosure requirement), Regulation 2015 to be entered /continued during FY2026-27 and upto the Annual General meeting to be held in year 2027, subject to such contract(s)/arrangement(s)/transaction(s) being carried out at arm's length and in the ordinary course of business of DCPL and ZIR."

13. **TO APPROVE MATERIAL RELATED PARTY TRANSACTION BETWEEN DHANANYA CAPITAL PRIVATE LIMITED (DCPL), SUBSIDIARY COMPANY AND MOHINI ACTIVE LIFE PRIVATE LIMITED (WHOLLY OWNED SUBSIDIARY OF MHHL)**

To consider and if thought fit to pass with or without modification(s) the following resolution as an **Ordinary Resolution:**

"**RESOLVED THAT** pursuant to Regulations 23(4), 2(1) (zc) and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('**SEBI Listing Regulations**'), the applicable provisions of the Companies Act, 2013 ('**Act**'), read with related rules, if any, each as amended from time to time, , and based on the prior approval of the Audit Committee, consent of the Members

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be and is hereby accorded to the to the related party contract(s)/arrangement(s)/ transaction(s) (whether by way of an individual transaction or a series of transactions taken together), or otherwise), related to Sale, purchase or supply of goods or materials, leasing of property of any kind, availing or rendering of any services, appointment of agent for purchase or sale of goods, materials, services or property or appointment of such parties to any office or place of profit in the company or any other transactions of whatever nature, at arm's length basis and in the ordinary course of business, notwithstanding that such transactions may exceed 10% of the Consolidated Turnover of the Company in any financial year or such other threshold limits as may be specified in SEBI (LODR) notwithstanding that such transactions may exceed the thresholds specified in Schedule XII of these regulations and also mentioned in detail in the Explanatory Statement annexed to the related party contract(s)/arrangement(s)/ transaction(s) (whether by way of an individual transaction or a series of transactions taken together), to be continued or to be entered into and/ or to be executed between Dhananya capital Private Limited ('**DCPL**'), subsidiary of the Company (Special Purpose Vehicle for implementation of resolution Plan of Winsome Yarns limited) and Mohini Active Life Private Limited ('**MALPL**), proposed subsidiary company of Dhananya Capital Private Limited , and therefore, both being related parties of Mohini Health & Hygiene Limited in terms of Regulation 2(1)(zb) of the SEBI Listing Regulations, on such terms and conditions as may be mutually agreed between DCPL and MALPL for an aggregate value up to 100 crore, for entering into the transaction specified under section 188 of the companies act 2013 and Regulation 23 of SEBI (Listing Obligation & Disclosure requirement), Regulation 2015 to be entered /continued during FY2026-27 and upto the Annual General meeting to be held in year 2027, subject to such contract(s)/arrangement(s)/transaction(s) being carried out at arm's length and in the ordinary course of business of DCPL and MALPL."

Registered Office:-

By Order of the Board of Directors,

For, MOHINI HEALTH & HYGIENE LIMITED

Mr. AVNISH BANSAL
DIN: 02666814
Managing Director

Date:- 24th July,2026

Place:- Pithampur

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MEMBER ENTITLED TO ATTEND AND VOTE AT A MEETING IS ENTITLED TO APPOINT PROXIES TO ATTEND AND VOTE ON HIS/HER BEHALF AND SUCH PROXY / PROXIES NEED NOT BE A MEMBER OF THE COMPANY. THE COMPLETED INSTRUMENT OF PROXIES IN ORDER TO BE EFFECTIVE MUST REACH OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE SCHEDULED TIME OF THE MEETING.

1. Pursuant to Section 105 of the Companies Act, 2013, a person can act as proxy on behalf of the members not exceeding fifty (50) holding in aggregate not more than 10% of the total share capital of the Company, provided a member holding more than 10% of the total share capital may appoint a single person as proxy and such person shall not act as proxy for any other shareholder.

2. Corporate members intending to send their authorized representatives to attend the Meeting under Section 113 of the Companies Act, 2013 are requested to ensure that the authorized representative carries a certified copy of the Board Resolution, Power of Attorney or such other valid authorizations, authorizing them to attend and vote on their behalf at the Meeting.

3. The explanatory statement pursuant to the provisions of section 102(1) of the Companies Act, 2013 in respect of all the items of the businesses of the meeting as indicated in the notice are enclosed herewith.

4. Notice of the Meeting along with Attendance Slip and Proxy Form are available on the website of the Company at https://mohinihealthandhygiene.com/

5. The Notice of the Extraordinary General Meeting ('EGM') is being sent only by electronic mode to those Members whose email addresses are registered with the Company/ Depository Participant ("DPs")/ Registrar and Transfer Agent (M/s. MUFG Intime India Private Limited (formerly known As Link Intime India Private Limited) in accordance with the aforesaid MCA and SEBI Circulars. Members may note that the Notice of Extraordinary General Meeting will also be available on the Company's website i.e. https://mohinihealthandhygiene.com and on the websites of the National Stock Exchange of India Limited at www.nseindia.com.Members of the Company holding shares either in physical form or in dematerialized form as on the cut-off date i.e. Friday, July 24, 2026 will receive the Notice through electronic mode.
6. Members holding shares in physical mode and who have not updated their email addresses with the Company are requested to update their email addresses by writing to the Company at cs@mohinihealthandhygiene.com along with the copy of the signed request letter mentioning the name and address of the Member, self-attested copy of the PAN card, and self-attested copy of any document (eg.: Driving License, Election Identity Card, Passport) in support of the address of the Member. Members holding shares in dematerialized mode are requested to register / update their email addresses with the relevant Depository Participants. In case of any queries / difficulties in registering the e-mail address, Members may write to cs@mohinihealthandhygiene.com

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7. Pursuant to Section 72 of the Companies Act, 2013, member(s) of the Company may nominate a person in whom the shares held by him/them shall vest in the event of his/their unfortunate death. The nomination form may be filed with the respective Depository Participant.

8. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat account. Members holding shares in physical form can submit their PAN details to the Company or the RTA.

9. A route map for easy location of the venue is given on back of the Attendance slip attached to this Notice.

10. The Company has appointed M/s. MUFG Intime India Private Limited formerly known as Link Intime India Private Limited., as its Registrar and Share Transfer Agent for rendering the entire range of services to the Shareholders of the Company. Accordingly, all documents, transfers, demat request, change of address intimation and other communication in relation thereto with respect to shares in electronic and physical form should be addressed to the Registrars directly quoting Folio No., full name and name of the Company as MOHINI HEALTH & HYGIENE LIMITED

11. The Company is having agreements with NSDL and CDSL to enable Members to have the option of dealing and holding the shares of the Company in electronic form. The ISIN of the equity shares of the Company is INE450S01011.

12. All documents as are mentioned in Notice containing draft resolution or in explanatory statement attached to the Notice are open for inspection at the Registered Office of the Company during business hours on all working days up to the date of this Extra Ordinary General Meeting.

13. SEBI vide Circular Nos. SEBI/HO/OIAE/OIAE_IAD1/P/CIR/2023/131 dated July 31, 2023, and SEBI/HO/OIAE/OIAE_IAD1/P/CIR/2023/135 dated August 4, 2023, read with Master Circular No. SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/145 dated July 31, 2023 (updated as on August 11, 2023), has established a common Online Dispute Resolution Portal ("ODR Portal") for resolution of disputes arising in the Indian Securities Market.

    Pursuant to above-mentioned circulars, post exhausting the option to resolve their grievances with the RTA/ Company directly and through existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal (smartodr.in/login)

14. The Board of Directors has appointed CS. Suyash Jain proprietor of M/s Suyash Jain & Associates having (ACS-52638 C.P. No. 21490), as the Scrutinizer to scrutinize the e-voting during the Extra-ordinary General Meeting and remote e-voting process in a fair and transparent manner and they have communicated their willingness to be appointed and will be available for the said purpose.

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15. **Process and manner for members opting for voting through Electronic means**:

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(i) The voting period begins on 14th August,2026 at 9:00 am and ends on 18th August,2026 at 5:00 During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 12th August,2026 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

(iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020,** under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.
Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders**, **by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

(iv) <u>In terms of SEBI circular</u> **no. SEBI/HO/CFD/CMD/CIR/P/2020/242** <u>dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.</u>

Pursuant to abovesaid SEBI Circular**,** Login method for e-Voting **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	**Login Method**
Individual Shareholders holding securities in Demat mode with **CDSL Depository**	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsl website www.cdslindia.com and click on login icon & My Easi New (Token) Tab. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at cdsl website www.cdslindia.com and click on login & My Easi New (Token) Tab and then click on registration option. 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.

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Individual Shareholders holding securities in demat mode with **NSDL Depository**	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period. 4) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on **company name or e-Voting service provider name** and you will be re-directed to **e-Voting service provider website** for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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Individual Shareholders (holding securities in demat mode) login through their **Depository Participants (DP)**	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with **CDSL**	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911
Individual Shareholders holding securities in Demat mode with **NSDL**	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at : 022 - 4886 7000 and 022 - 2499 7000

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(v) Login method for Remote e-Voting for **Physical shareholders and shareholders other than individual holding in Demat form.**

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1) The shareholders should log on to the e-voting website www.evotingindia.com.

2) Click on “Shareholders” module.

3) Now enter your User ID

a. For CDSL: 16 digits beneficiary ID,
b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

4) Next enter the Image Verification as displayed and Click on Login.

5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.

6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details **OR** Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

(vi) After entering these details appropriately, click on “SUBMIT” tab.

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(vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(ix) Click on the EVSN for the relevant <Mohini health & hygiene Limited> on which you choose to vote.

(x) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.

(xii) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.

(xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.

(xiv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.

(xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

(xvii) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**

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- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; cs@mohinihealthandhygiene.com (designated email address by company) , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to cs@mohinihealthandhygiene.com **Company/RTA email id**.

2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)

3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call at toll free no.
1800 21 09911

16. Pursuant to the prohibition imposed vide Section 118 of the Companies Act, 2013 read with Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, no gifts/coupons shall be distributed at the meeting.

Important Events tabled below

Sr. No	**Particulars**	**Details**
1	**Date and Time of EGM**	Wednesday, August 19,2026
2	**Cut off date for Evoting**	Wednesday, August 12, 2026
4.	**Evoting Start Date**	Friday, August 14, 2026
	Evoting End Date	Tuesday,August 18, 2026
4	**Email ID**	cs@mohinihealthandhygiene.com

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ANNEXURE 1

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013:

ITEM NO. 1:

The Members of the Company at their Annual General Meeting held on September 29, 2020 had passed a resolution authorizing the Board of Directors of the Company to sell, lease, create charge, hypothecations and mortgage on moveable or immoveable properties monies from time to time up to Rs. 2,00,00,00,000/-.

The Company is expediting its plan to scale up its capacity and coverage and hence it is considered necessary to increase the limits for creating pledge, hypothecation or charge on moveable or immoveable properties from Rs. 200,00,00,000/- to Rs. 3,00,00,00,000/-.

None of the Directors / Key Managerial Personnel of the Company or their relative are in any way, concerned or interested in the resolution set out under Item No. 1 of the notice.

The Board recommends the special resolution proposed at Item No. 1 of this notice for approval of members of the Company.

ITEM NO. 2:

The Members of the Company at their Annual General Meeting held on September 29, 2020 had passed a resolution authorizing the Board of Directors of the Company to borrow monies, from time to time, upto Rs. 2,00,00,00,000/-.

The Company is expediting its plan to scale up its capacity and coverage and hence it is considered necessary to increase the limits for borrowing of funds from Rs. 200,00,00,000/- to Rs. 3,00,00,00,000/-.

None of the Directors / Key Managerial Personnel of the Company or their relative are in any way, concerned or interested in the resolution set out under Item No. 2 of the notice.

The Board recommends the special resolution proposed at Item No. 2 of this notice for approval of members of the Company.

ITEM NO. 3

Approval of Loans, Investments, Guarantee or Security under Section 185 of Companies Act, 2013: The Company is expected to render support for the business requirements of other companies in the group, from time to time. The Company with the approval of members by way of special resolution, would be in a position to provide financial assistance by way of loan to other entities in the group or give guarantee or provide security in respect of loans taken by such entities, for their principal business activities. The members may note that board of directors would carefully evaluate proposals and provide such loan, guarantee or security proposals through deployment of funds out of internal resources / accruals and / or any other appropriate sources, from time to time, only for principal

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business activities of the entities. Hence, in order to enable the company to advance loan to Managing Director/Whole Time Director/Subsidiaries/ Joint Ventures /associates/ other Companies/ Firms in which Directors are interested directly or indirectly under section 185 of the Companies Act, 2013 requires approval of members by a Special Resolution.

In supersession to the earlier resolution passed at the Annual general Meeting held on 30th September ,2023, The limit under section 185 of the Companies act 2013 is increased from 100,00,00,000/- to Rs. 3,00,00,00,000/-.The Board recommends the special resolution proposed at Item No. 3 of this notice for approval of members of the Company.

Except Mr. Avnish Bansal, Mr. Sarvapriya Bansal and Mrs. Parul Bansal None of the Director, KMP and their relatives is in any way concerned or interested financially or otherwise in this resolution except to the extent of their shareholding.

ITEM NO. 4:

In order to make optimum use of funds available with the Company and also to achieve long term strategic and business objectives, the Board of Directors of the Company propose to make use of the same by making investment in other bodies corporate or granting loans, giving guarantee or providing security to other persons or other body corporate as and when required.

In supersession to the earlier resolution passed at the Annual general Meeting 30 September,2023 &Pursuant to the provisions of section 186(3) of the Companies Act, 2013 and rules made thereunder, the Company needs to obtain prior approval of members by way of special resolution passed at the General Meeting in case the amount of investment, loan, guarantee or security proposed to be made is more than the higher of sixty percent of the paid up share capital, free reserves and securities premium account or one hundred percent of free reserves and securities premium account. To increase the amount of loan, investment and guarantee from Rs. 200,00,00,000/- to Rs. 3,00,00,00,000/-.

None of the Directors / Key Managerial Personnel of the Company or their relative are in any way, concerned or interested in the resolution set out under Item No. 4. of the notice.

The Board recommends the special resolution proposed at Item No. 4 of this notice for approval of members of the Company.

ITEM NO.5 & 6

The present Authorized Share Capital of the Company is Rs. 25,00,00,000/- (Rupees Twenty Five Crore Only). The Company proposes to increase its authorized share capital to Rs. 65,00,00,000/- (Rupees Sixty Five Crore Only) divided into 6,50,00,000 (Six Crore Fifty Lakhs) Equity Shares of Rs. 10/- (Rupees Ten Only) each to facilitate fund raising in future via issuance of equity shares.

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The increase in the Authorized Share Capital of the Company will also require consequential amendment in the Clause V of the Memorandum of Association of the Company and pursuant to Section 13 and 61 the Companies Act, 2013, alteration of the Capital Clause requires approval of the members of the Company by way of passing an Ordinary Resolution to that effect therefore, the proposed Clause V of the Memorandum of Association of the Company after increase in Authorized Share Capital reflects face value of Rs.10/- each.

The Board of Directors of your Company consider that the proposed resolution set out in Item No. 5& 6 this notice is in the interest of the Company, and the Board recommends for your approval as an Ordinary Resolution.

None of the Directors or Key Managerial Personnel of the Company or their relatives is concerned or interested in the Resolution except to the extent of their shareholding in the Company, if any.

ITEM NO. 7 & 8

The Company is expected to render support for the business requirements of other companies in the group from time to time and in the best business interests of the Company.

Dhananya Capital Private Limited (**DCPL**), a subsidiary of the Company, has raised funds through the issuance of senior, secured, unrated, unlisted, redeemable series a non-convertible Debentures aggregating up to INR 70,00,00,000 (Indian Rupees Seventy Crore) for its principal business activities. As a condition to such issuance, the Company is required to provide a corporate guarantee and create security by way of pledge over its shareholding in DCPL, and DCPL proposes to create a pledge over its shareholding in Winsome Yarns Limited, in favour of the debenture trustee i.e Axis Trustee Services Limited for the benefit of the debenture holders. The proposed transactions require the approval of the members under the applicable provisions of Sections 180, 185 ,186 and 188 of the Companies Act, 2013 and regulation 23 of LODR (2015). Accordingly, the Board recommends the Special Resolution for approval by the Members.

In light of the provisions of Section 185 and Section 186 of the Companies Act, 2013, the Company, with the approval of members by way of special resolution, would be in a position to provide financial assistance by furnishing guarantee(s) or providing security in respect of the debentures issued by **DCPL**, the subsidiary of the Company; for their principal business activities; Such support would, inter alia, involve the creation of the security interests and/or furnishing of guarantee as follows:

(a) security interest by way of pledge over 51% (Fifty one percent) shares of DCPL i.e 12,75,000 (Twelve Lakh Seventy Five) shares of face value of INR 10 each of Dhananya Capital Private Limited, held by the Company, as identified and more specifically set out in the share pledge agreement proposed to be executed between *inter alia* the Company and Axis Trustee Services Limited ("**Debenture Trustee**"), the debenture trustee (acting on behalf of and for the benefit of the debenture holders of Debentures issued by DCPL);

(b) guarantee to be furnished by the Company in favor of the Debenture Trustee appointed in connection with the Debentures issued by DCPL);

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(c) security interest created by DCPL by way of pledge over 75% (Seventy-Five percent) shares of the Winsome Yarns Limited (being 19,73,685 (Nineteen Lakh Seventy Three Thousand Six Hundred Eighty Five of Winsome Yarns Limited having face value of INR 10 each.

The members may note that the board of directors would carefully evaluate proposals on furnishing guarantee(s) or providing security(ies) through deployment of funds out of internal resources / accruals and / or any other appropriate sources, from time to time.

Hence, in order to enable the company to furnish guarantee(s) or providing security(ies) in respect of the obligations of **Dhananaya Capital Private Limited**, a subsidiary company of the Company and the applicable provisions of the Companies Act, 2013 including Section 185 and Section 186, requires approval of members by a Special Resolution.

The Directors recommend the resolution for members' approval as a **Special Resolution**.

None of the Directors, Key Managerial Personnel or their relatives are in any way concerned or interested, financially or otherwise in this Resolution.

In accordance with Section 185 of the Companies Act, 2013

Guarantee Amount	**INR 70,00,00,000 (Rupees Seventy Crore)**
Details of security provided	i) Pledge of 12,75,000 (Twelve Lakh Seventy Five) shares held by the Company in Dhananya Capital Private Limited (aggregating to 51% of the shareholding of the said entity). ii) Pledge of 19,73,685 (Nineteen Lakh Seventy Three Thousand Six Hundred Eighty Five of Winsome Yarns Limited share held by Dhananya Capital Private Limited, a subsidiary company of the Company, in Winsome Yarns Limited (aggregating to 51% of the shareholding of the said entity).
Particulars of the utlisation of the proceeds	Towards creation of security interest and furnishing of guarantee in respect of non-convertible debentures issued by Dhananya Capital Private Limited.

ITEM No.9 to 13

In terms of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('**SEBI Listing Regulations**'), as amended, material related party transactions

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require prior approval of the shareholders through ordinary resolutions. In terms of the SEBI Listing Regulations, a transaction with a related party shall be considered material, if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year, exceeds the thresholds specified in Schedule XII of the SEBI Listing Regulations. Accordingly, the materiality threshold for seeking shareholders' approval for related party transactions of the Company is 14.11 crores. The said limits are applicable, even if the transactions are in the ordinary course of business of the concerned company and at an arm's length basis. Further, Regulation 2(1)(zc) of the SEBI Listing Regulations defines a Related Party Transaction ('**RPT**') to include a transaction involving transfer of resources, services or obligations between (i) a listed entity or any of its subsidiaries on one hand and a related party of the listed entity or any of its subsidiaries on the other hand, as well as (ii) a listed entity or any of its subsidiaries on one hand and any other person or entity on the other hand, the purpose and effect of which is to benefit a related party of the listed entity or any of its subsidiaries, regardless of whether a price is charged or not and a "transaction" with a related party shall be construed to include a single transaction or a group of transactions in a contract. Further, SEBI vide its circular SEBI/HO/CFD/CFD-PoD-2/P/ CIR/2025/93 dated June 26, 2025 has notified the Industry Standards on "Minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions" ('**Standards**') effective September 1, 2025 which inter alia requires listed entity to provide minimum information, in specified format, relating to the proposed RPTs including material modifications, to the Audit Committee and to the Members, while seeking approval. It is in the above context that, Resolution No(s). 9,10,11,12 and 13 are placed for the approval of the Members of Mohini Health & Hygiene Limited ('**Company'/'MHHL**) along with necessary details on the proposed RPTs provided in this Statement.

The maximum annual value of the proposed transactions with the related parties is estimated based on Company's current transactions with them and future business projections.

The proposed transactions mentioned below, would be purely operational / integral part of the operations of the Company and in ordinary course of business with terms and conditions that are generally prevalent in the industry that the Company operates.

Transaction s	**Between Mohini Health & Hygiene Limited (MHHL) &Winsome yarns Limited (WYL)**	**Between Mohini Health & Hygiene Limited (MHHL) & Dhananya Capital Private Limited (DCPL)**	**Between Dhananya Capital Private Limited (DCPL) & Winsome yarns Limited (WYL)**	**Between Dhananya Capital Private Limited (DCPL) & Zenith Infra Realty LLP (ZIR)**	**Between Dhananya Capital Private Limited (DCPL) & Mohini Active Life Private Limited (MALPL)**

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Name of the Related Party	Winsome yarns Limited (WYL)	Dhananya Capital Private Limited (DCPL)	Winsome yarns Limited (WYL)	Zenith Infra Realty LLP (ZIR)	Mohini Active Life Private Limited (MALPL)
Nature of Transactions	Sale and purchase of any goods and material, Availing / rendering of any services, Sharing or usage of each other's resources and reimbursement of expenses, Purchase / sale / transfer / exchange / lease of business assets to meet the business objectives and requirements, Purchase / sale / transfer of any security(ies)-equity, debt or otherwise, providing fund based and non-fund based Support, Any corporate action including receipt of dividends, tendering securities as a part of buyback offer, receipt of bonus securities, etc., by the Company that are uniformly offered/ applicable to all shareholders in proportion to their shareholding, Any transfer of resources, services or obligations to meet its objectives/requirements	Sale and purchase of any goods and material, Availing / rendering of any services, Sharing or usage of each other's resources and reimbursement of expenses, Purchase / sale / transfer / exchange / lease of business assets to meet the business objectives and requirements, Purchase / sale / transfer of any security(ies)-equity, debt or otherwise, providing fund based and non-fund based Support, Any corporate action including receipt of dividends, tendering securities as a part of buyback offer, receipt of bonus securities, etc., by the Company that are uniformly offered/ applicable to all shareholders in proportion to their shareholding, Any transfer of resources, services or obligations to meet its objectives/requirements	Sale and purchase of any goods and material, Availing / rendering of any services, Sharing or usage of each other's resources and reimbursement of expenses, Purchase / sale / transfer / exchange / lease of business assets to meet the business objectives and requirements, Purchase / sale / transfer of any security(ies)-equity, debt or otherwise, providing fund based and non-fund based Support, Any corporate action including receipt of dividends, tendering securities as a part of buyback offer, receipt of bonus securities, etc., by the Company that are uniformly offered/ applicable to all shareholders in proportion to their shareholding, Any transfer of resources, services or obligations to meet its objectives/requirements	Sale and purchase of any goods and material, Availing / rendering of any services, Sharing or usage of each other's resources and reimbursement of expenses, Purchase / sale / transfer / exchange / lease of business assets to meet the business objectives and requirements, Purchase / sale / transfer of any security(ies)-equity, debt or otherwise, Any corporate action including receipt of dividends, tendering securities as a part of buyback offer, receipt of bonus securities, etc., by the Company that are uniformly offered/ applicable to all shareholders in proportion to their shareholding, Any transfer of resources, services or obligations to meet its objectives/requirements	Sale and purchase of any goods and material, Availing / rendering of any services, Sharing or usage of each other's resources and reimbursement of expenses, Purchase / sale / transfer / exchange / lease of business assets to meet the business objectives and requirements, Purchase / sale / transfer of any security(ies)-equity, debt or otherwise, providing fund based and non-fund based Support, Any corporate action including receipt of dividends, tendering securities as a

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					part of buyback offer, receipt of bonus securities, etc., by the Company that are uniformly offered/ applicable to all shareholders in proportion to their shareholding, Any transfer of resources, services or obligations to meet its objectives/requirements
Name of Director or Key Managerial Personnel who is related, if an	Mr. Avnish Bansal , and Mrs. Parul Bansal	Mr. Avnish Bansal , & Mrs. Parul Bansal	Mr.Avnish Bansal , & Mrs.Parul Bansal	Mr. Vipan Kumar Director of DCPL is a partner in ZIR	Mr.Avnish Bansal , & Mrs.Parul Bansal
Nature of Relationship	Mr. Avnish Bansal, and , and Mrs. Parul Bansal is a director	Mr.Avnish Bansal & Mrs. Parul is a Director cum Member and it is Subsidiary Company of MHHL	Mr. Avnish Bansal and Mrs.Parul Bansal are director . It is proposed subsidiary of DCPL	Promoter group of DCPL	Mr. Avnish Bansal and Mrs.Parul Bansal are director . It is Wholly owned subsidiary of MHHL (Holding Company)

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Material Terms and particulars of the contract or arrangement	As per the terms and conditions as may be decided by the Board and KMP from time to time in the ordinary course of business and on an arms' length basis	As per the terms and conditions as may be decided by the Board and KMP from time to time in the ordinary course of business and on an arms' length basis	As per the terms and conditions as may be decided by the Board and KMP from time to time in the ordinary course of business and on an arms' length basis	As per the terms and conditions as may be decided by the Board and KMP from time to time in the ordinary course of business and on an arms' length basis	As per the terms and conditions as may be decided by the Board and KMP from time to time in the ordinary course of business and on an arms' length basis
Maximum Value of the Transactions per annum	200 crores	200 crores	300 crores	25 crores	100 crores
Any other information relevant or important for the Members to take decision on the proposed resolution	The transactions as referred under the Column "Nature of Transactions, which are enabling in nature, have been approved by the Audit Committee of the Board of the Company at their meeting held on 24th July,2026 . Also said transactions shall be at arm's length price or prevailing market price as may be mutually decided by the board	The transactions as referred under the Column "Nature of Transactions, which are enabling in nature, have been approved by the Audit Committee of the Board of the Company at their meeting held on 24th July,2026 Also said transactions shall be at arm's length price or prevailing market price as may be mutually decided by the board	The transactions as referred under the Column "Nature of Transactions, which are enabling in nature, have been approved by the Audit Committee of the Board of the Company at their meeting held on 24th July,2026 Also said transactions shall be at arm's length price or prevailing market price as may be mutually decided by the board	The transactions as referred under the Column "Nature of Transactions, which are enabling in nature, have been approved by the Audit Committee of the Board of the Company at their meeting held on 24th July,2026 Also said transactions shall be at arm's length price or prevailing market price as may be mutually decided by the board	The transactions as referred under the Column "Nature of Transactions, which are enabling in nature, have been approved by the Audit Committee of the Board of the Company at their meeting held on 24th July,2026 Also said transactions shall be at arm's length price or prevailing market price as

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					may be mutually decided by the board

The details of transactions as required under Regulation 23(4) of the Listing Regulations read with Section III-B of the SEBI Master Circular bearing reference no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 ("SEBI Master Circular") and Minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions ("RPT Industry Standards") in terms of SEBI circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/93 dated June 26, 2025, are set forth below:

Sr. No	Discription	MHHL to Dhananya Capital Private Limited (DCPL)	MHHL to WYL	DCPL to Winsome yarns Limited(WYL)	Zenith Infra realty LLP(ZIR)	Mohini Active Life Private Limited
1	Details of Summary of information provided by the Management to the Audit Committee					
A	Basic details of related Party	DCPL is a company incorporated in India under companies act 2013 engaged in the investment and other allied activities, and Textiles. It is Special Purpose Vehicle Formed for Implementation of	WYL is a Company Incorporated under Companies act 1956. Engaged in business of Yarns, textiles and allied products.	WYL is a Company Incorporated under Companies act 1956. Engaged in business of Yarns, textiles and allied products.	ZIR is a LLP is engaged in the business of Construction &Real estate	MALPL is a Company Incorporated under Companies act 2013. Engaged in the business of Manufacturing of Absorbent Bleached cotton and allied activities.

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		Resolution Plan of Winsome yarns Limited				
2	Relationship & Ownership Details					
a.	Name of the related party and its relationship with the listed entity or its subsidiary, including nature of its concern or interest (financial or otherwise)	DCPL is a subsidiary Company of MHHL . it is SPV of MHHL for implementation of Resolution Plan of WYL.	WYL is a proposed subsidiary of DCPL. & MHHL is a holding Company of DCPL	WYL is a proposed subsidiary of DCPL. & MHHL is a holding Company of DCPL	ZIR is a promoter of DCPL & Mr. Vipan Kumar Director of DCPL is a designation partner in ZIR	MALPL is wholly owned subsidiary of MHHL & therefore both DCPL & MALPL are subsidiary of MHHL
B	Name of the director or key managerial personnel who is related, if any and nature of relationship	Mr. Avnish Bansal, and , Mr. Parul Bansal are Director cum Member	Mr. Avnish Bansal, and , Mr. Parul Bansal are Director	Mr. Avnish Bansal, and , Mr. Parul Bansal are Director	Mr. Vipan Kumar Director of DCPL is a designated partner in ZIR	Mr. Avnish Bansal and Mrs.Parul Bansal are director
3	Details of Previous Transactions with the RPT					
A	Total Amount of Transaction FY 2025-26	NA	NA	NA	NA	NA

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B	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought. Upto -from 1st April,2026 to 30th June,2026	Investment by MHHL- Rs.1275000 Loan- Rs.52,46,603	NIL	Investment by DCPL- 2,50,00,000 Repayment of CIRP cost -4.80 Crore	Investment in DCPL by ZIR- 6249700	NIL
C	Any default, if any, made by arelated party concerning any obligation	NA	NA	NA	NA	NA

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D	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee / shareholders	200 crores	200 crore	300 Crores	25 Crores	100 Crores
E	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes The Company is seeking prior approval from shareholder for Material related party transaction . As on the date of the notice the transaction is not material.	Yes The Company is seeking prior approval from shareholder for Material related party transaction . As on the date of the notice the transaction is not material.	Yes The Company is seeking prior approval from shareholder for Material related party transaction . As on the date of the notice the transaction is not material.	Yes The Company is seeking prior approval from shareholder for Material related party transaction . As on the date of the notice the transaction is not material.	Yes The Company is seeking prior approval from shareholder for Material related party transaction . As on the date of the notice the transaction is not material.

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F	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	141%	141%	NA	NA	NA
G	Value of the proposed transactions as a percentage of the related party's standalone /consolidated turnover	NA DCPL is incorporated on 20th May,2026	NA Winsome is under CIRP during FY 2025-26	NA Winsome is under CIRP during FY 2025-26	NA ZIR is formed during the year 2026	DCPL is incorporated on 20th May,2026 & In MALPL production is under process.

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	for FY 2025-26					
H	Financial performance of the related party for the immediately preceding financial year2025-26	NA DCPL is incorporated on 20th May,2026	NA It is under CIRP during FY 2025-26	NA. it is under CIRP during FY 2025-26	Not available as on the date of Notice	All figures in lakh for FY 2025-26 Turnover - NIL PAT- 1.99 Net Worth- 12.88
I	Specific type of the proposed transaction.	The transaction involves Sale and purchase of any goods and material, Availing / rendering of any services, Sharing or usage of each other's resources and reimbursement of expenses, Purchase / sale / transfer / exchange / lease of business assets to meet the business objectives and requirements, Purchase / sale / transfer of any security(ies)-equity, debt or otherwise,	The transaction involves Sale and purchase of any goods and material, Availing / rendering of any services, Sharing or usage of each other's resources and reimbursement of expenses, Purchase / sale / transfer / exchange / lease of business assets to meet the business objectives and requirements, Purchase / sale / transfer of any security(ies)-equity, debt or otherwise,	The transaction involves Sale and purchase of any goods and material, Availing / rendering of any services, Sharing or usage of each other's resources and reimbursement of expenses, Purchase / sale / transfer / exchange / lease of business assets to meet the business objectives and requirements, Purchase / sale / transfer of any security(ies)-equity, debt or otherwise,	The transaction involves Sale and purchase of any goods and material, Availing / rendering of any services, Sharing or usage of each other's resources and reimbursement of expenses, Purchase / sale / transfer / exchange / lease of business assets to meet the business objectives and requirements, Purchase / sale / transfer of any security(ies)-equity, debt or otherwise, Any	The transaction involves Sale and purchase of any goods and material, Availing / rendering of any services, Sharing or usage of each other's resources and reimbursement of expenses, Purchase / sale / transfer / exchange / lease of business assets to meet the business objectives and requirements, Purchase / sale / transfer of any security(ies)-equity, debt or otherwise,

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		providing fund based and non-fund based Support, Any corporate action including receipt of dividends, tendering securities as a part of buyback offer, receipt of bonus securities, etc., by the Company that are uniformly offered/ applicable to all shareholders in proportion to their shareholding, Any transfer of resources,funds services or obligations to meet its objectives/requirements for business purpose from/to Dhananya Capital private Limited during FY2026-27 and upto the next AGM to be held in the year 2027-28, aggregating up to ₹ 200 crore with. **Material Terms and particulars of the contract or arrangement:** As per the terms of the respective contracts	providing fund based and non-fund based Support, Any corporate action including receipt of dividends, tendering securities as a part of buyback offer, receipt of bonus securities, etc., by the Company that are uniformly offered/ applicable to all shareholders in proportion to their shareholding, Any transfer of resources,funds services or obligations to meet its objectives/requirements for business purpose from/to Winsome Yarns Limited during FY2026-27 and upto the next AGM to be held in the year 2027-28aggregating up to ₹ 200 crore with. **Material Terms and particulars of the contract or arrangement:** As per the terms of the	providing fund based and non-fund based Support, Any corporate action including receipt of dividends, tendering securities as a part of buyback offer, receipt of bonus securities, etc., by the Company that are uniformly offered/ applicable to all shareholders in proportion to their shareholding, Any transfer of resources,funds services or obligations to meet its objectives/requirements for business purpose from/to Winsome Yarns Limited during FY2026-27 and upto the next AGM to be held in the year 2027-28, aggregating up to ₹ 300 Crore with Material Terms and particulars of the contract or arrangement: As per the terms of the	corporate action including receipt of dividends, tendering securities as a part of buyback offer, receipt of bonus securities, etc., by the Company that are uniformly offered/ applicable to all shareholders in proportion to their shareholding, Any transfer of resources,funds services or obligations to meet its objectives/requirements for business purpose from/to Zenith Infra Realty LLP during FY2026-27 and upto the next AGM to be held in the year 2027-28,aggregating up to 25 Crores with **Material Terms and particulars of the contract or arrangement:** As per the terms of the respective particulars of contracts or arrangements	providing fund based and non-fund based Support, Any corporate action including receipt of dividends, tendering securities as a part of buyback offer, receipt of bonus securities, etc., by the Company that are uniformly offered/ applicable to all shareholders in proportion to their shareholding, Any transfer of resources,funds services or obligations to meet its objectives/requirements for business purpose from/to Mohini Active Life Private Limited during FY2026-27 and upto the next AGM to be held in the year 2027-28, aggregating up to ₹ 100 crore with Material Terms and particulars of the contract or arrangement: As per the terms of the

		or arrangements entered into or to be entered into from time to time in the ordinary course of business and on an arms' length basis Corporate Guarantee-70 crores Security for Non Convertible DebenturesPledge- 51 % shares of Dhanan Ya Capital Pvt. Ltd.	respective contracts or arrangements entered into or to be entered into from time to time in the ordinary course of business and on an arms' length basis	respective contracts or arrangements entered into or to be entered into from time to time in the ordinary course of business and on an arms' length basis Security for Non Convertible Debentures Pledge- proposed 75% share of Winsome Yarns Limited to Axis trustee Services limited	entered into or to be entered into from time to time in the ordinary course of business and on an arms' length basis	respective contracts or arrangements entered into or to be entered into from time to time in the ordinary course of business and on an arms' length basis
J	Details of each type of the proposed transaction	All the transaction as mentioned in 3(i) will be entered or to be entered at arm's length basis and in ordinary course of Business and in the interest of the company	All the transaction as mentioned in 3(i) will be entered or to be entered at arm's length basis and in ordinary course of Business and in the interest of the company	All the transaction as mentioned in 3(i) will be entered or to be entered at arm's length basis and in ordinary course of Business and in the interest of the company	All the transaction as mentioned in 3(i) will be entered or to be entered at arm's length basis and in ordinary course of Business and in the interest of the company	All the transaction as mentioned in 3(i) will be entered or to be entered at arm's length basis and in ordinary course of Business and in the interest of the company
K	Tenure	On going /every year	On going /every year	On going /every year	On going/every year	On going /every year
L	Whether omnibus approval is being sought?	Yes	Yes	Yes	Yes	Yes

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M	Value of Transaction	200Crores	200 crores	300 Crores	25 Crores	100 Crores
N.	Justification for the transaction	The proposed transacti on(s) as mentioned in the above 3(i) point may be required to execute if needed and beneficial to the company. The reason is that if above transactions required to execute then it will be in the interest of the company that those transactions should be entered with related parties if same or low price/consideration need to pay rather than paying high/ same price/consideration to other unrelated parties which might be new in market without credit history and involve long time to execute transactions. The Company benefits through operational synergies, cost optimization, assurance of	The proposed transacti on(s) as mentioned in the above 3(i) point may be required to execute if needed and beneficial to the company. The reason is that if above transactions required to execute then it will be in the interest of the company that those transactions should be entered with related parties if same or low price/consideration need to pay rather than paying high/ same price/consideration to other unrelated parties which might be new in market without credit history and involve long time to execute transactions. The Company benefits through operational synergies, cost optimization,	The proposed transaction(s) as mentioned in the above 3(i) point may be required to execute if needed and beneficial to the company. The reason is that if above transactions required to execute then it will be in the interest of the company that those transactions should be entered with related parties if same or low price/consideration need to pay rather than paying high/ same price/consideration to other unrelated parties which might be new in market without credit history and involve long time to execute transactions. The Company benefits through operational synergies, cost optimization,	The proposed transaction(s) as mentioned in the above 3(i) point may be required to execute if needed and beneficial to the company. The reason is that if above transactions required to execute then it will be in the interest of the company that those transactions should be entered with related parties if same or low price/consideration need to pay rather than paying high/ same price/consideration to other unrelated parties which might be new in market without credit history and involve long time to execute transactions. The Company benefits through operational synergies, cost optimization,	The proposed transaction(s) as mentioned in the above 3(i) point may be required to execute if needed and beneficial to the company. The reason is that if above transactions required to execute then it will be in the interest of the company that those transactions should be entered with related parties if same or low price/consideration need to pay rather than paying high/ same price/consideration to other unrelated parties which might be new in market without credit history and involve long time to execute transactions. The Company benefits through operational synergies, cost optimization,

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		product/service quality, utilizing the expertise within the group for manufacturing, sourcing, etc. thereby bringing efficiencies in the businesses, providing enhanced level of user experience to the consumers of the Company to enable achieve growth objectives, access to and utilization of strong R&D and design capabilities. Financial assistance would drive growth in subsidiary's/associate's business and will enable them to innovate, scale up and pursue growth opportunities in a more focused manner. The Management has provided the Audit Committee with the relevant details, as required under law, of various proposed RPTs including material terms and basis of pricing.	assurance of product/service quality, utilizing the expertise within the group for manufacturing, sourcing, etc. thereby bringing efficiencies in the businesses, providing enhanced level of user experience to the consumers of the Company to enable achieve growth objectives, access to and utilization of strong R&D and design capabilities. Financial assistance would drive growth in subsidiary's/associate's business and will enable them to innovate, scale up and pursue growth opportunities in a more focused manner. The Management has provided the Audit Committee with the relevant details, as required under law, of various proposed	assurance of product/service quality, utilizing the expertise within the group for manufacturing, sourcing, etc. thereby bringing efficiencies in the businesses, providing enhanced level of user experience to the consumers of the Company to enable achieve growth objectives, access to and utilization of strong R&D and design capabilities. Financial assistance would drive growth in subsidiary's/associate's business and will enable them to innovate, scale up and pursue growth opportunities in a more focused manner. The Management has provided the Audit Committee with the relevant details, as required under law, of various proposed	assurance of product/service quality, utilizing the expertise within the group for manufacturing, sourcing, etc. thereby bringing efficiencies in the businesses, providing enhanced level of user experience to the consumers of the Company to enable achieve growth objectives, access to and utilization of strong R&D and design capabilities. Financial assistance would drive growth in subsidiary's/associate's business and will enable them to innovate, scale up and pursue growth opportunities in a more focused manner. The Management has provided the Audit Committee with the relevant details, as required under law, of various proposed	assurance of product/service quality, utilizing the expertise within the group for manufacturing, sourcing, etc. thereby bringing efficiencies in the businesses, providing enhanced level of user experience to the consumers of the Company to enable achieve growth objectives, access to and utilization of strong R&D and design capabilities. Financial assistance would drive growth in subsidiary's/associate's business and will enable them to innovate, scale up and pursue growth opportunities in a more focused manner. The Management has provided the Audit Committee with the relevant details, as required under law, of various proposed

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		The Audit Committee, after reviewing all necessary information, has granted approval for entering into RPTs with DCPL, for an aggregate value of up to ₹ 200 crore to be entered in FY 2026-27 upto the next AGM held in 2027-2028. The Audit Committee has noted that the said transactions will be on an arms' length basis and in the ordinary course of business	RPTs including material terms and basis of pricing. The Audit Committee, after reviewing all necessary information, has granted approval for entering into RPTs with DCPL, for an aggregate value of up to ₹ 200 crore to be entered in FY 2026-27 upto the next AGM held in 2027-2028. The Audit Committee has noted that the said transactions will be on an arms' length basis and in the ordinary course of business	RPTs including material terms and basis of pricing. The Audit Committee, after reviewing all necessary information, has granted approval for entering into RPTs with WYL for an aggregate value of up to ₹ 300 crores By DCPL for implementation of resolution Plan to be entered in FY 2026-27 upto the next AGM held in 2027-2028. The Audit Committee has noted that the said transactions will be on an arms' length basis and in the ordinary course of business	RPTs including material terms and basis of pricing. The Audit Committee, after reviewing all necessary information, has granted approval for entering into RPTs with ZIR for an aggregate value of up to ₹ 25 crore to be entered in FY 2026-27 upto the next AGM held in 2027-2028. The Audit Committee has noted that the said transactions will be on an arms' length basis and in the ordinary course of business	RPTs including material terms and basis of pricing. The Audit Committee, after reviewing all necessary information, has granted approval for entering into RPTs with MALPL for an aggregate value of up to ₹ 100 crore to be entered in FY 2026-27 upto the next AGM held in 2027-28. The Audit Committee has noted that the said transactions will be on an arms' length basis and in the ordinary course of business
O	Details of the promoter(s)/ director(s) / key managerial personnel of	Mr. Avnish Bansal, MD of the Company Mrs. Parul Bansal WTD of the Company is interested in the resolution to the extent of their Shareholding in the Company.	Mr. Avnish Bansal & Mrs. Parul Bansal are director of the Company	Mr. Avnish Bansal & Mrs. Parul Bansal are director of the Company	Mr. Vipan Kumar director of DCPL is a partner in ZIR	Mr. Avnish Bansal & Mrs. Parul Bansal are director of the Company Subsidiary of MHHL

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	the listed entity who have interest in the transaction, whether directly or indirectly.					
P	copy of the valuation or other external party report, if any, shall be placed before the Audit Committee	NA	NA	NA	NA	NA
4	**Disclosure only in case of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances**					
A	**Bidding or other process, if any, applied for choosing a party for sale,**	NA		**NA**	**NA**	**NA**

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	purchase or supply of goods or services.					
B	**Basis of determination of price**	Prices are determined at par and is same as with unrelated party	Prices are determined at par and is same as with unrelated party	Prices are determined at par and is same as with unrelated party	Prices are determined at par and is same as with unrelated party	Prices are determined at par and is same as with unrelated party
C	**In case of Trade advance**	Amount of trade advances- Tenure- Self liquidating	Amount of trade advances- Tenure- Self liquidating	Amount of trade advances- Tenure- Self liquidating	Amount of trade advances- Tenure- Self liquidating	Amount of trade advances- Tenure- Self liquidating
5.	**Details of transaction relating to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary:**					
A.	Details of the source of funds in connection with the proposed transaction	The financial assistance / investment would be from own funds / internal accruals of the Company. The Company would not be incurring indebtedness solely for the purpose of providing financial	The financial assistance / investment would be from own funds / internal accruals of the Company. The Company would not be incurring indebtedness solely for the purpose of providing financial	The financial assistance / investment would be from own funds / internal accruals of the Company. The Company would not be incurring indebtedness solely for the purpose of providing financial	NA	The financial assistance / investment would be from own funds / internal accruals of the Company. The Company would not be incurring indebtedness solely for the purpose of providing financial

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		assistance / making investment.	assistance / making investment.	assistance / making investment.		assistance / making investment.
B.	where any financial indebtedness is incurred to make or give loans, inter-corporate deposits, advances or investments – nature of indebtedness; - cost of funds; and – tenure	Not applicable, since the Company would not be incurring financial indebtedness specially for giving financial assistance or making investments.	Not applicable, since the Company would not be incurring financial indebtedness specially for giving financial assistance or making investments	Not applicable, since the Company would not be incurring financial indebtedness specially for giving financial assistance or making investments.	NA	Not applicable, since the Company would not be incurring financial indebtedness specially for giving financial assistance or making investments.
C.	Rate of interest at which the listed entity is borrowing from its bankers/ other len	9%	9%	9%	NA	9%
D.	Applicable terms, including covenants, tenure, interest rate and repayment	The financial assistance in the form of loan / inter-corporate deposit, if any provided, will be on an arm's length basis	The financial assistance in the form of loan / inter-corporate deposit, if any provided, will be on an arm's length	The financial assistance in the form of loan / inter-corporate deposit, if any provided, will be on an arm's length	NA	The financial assistance in the form of loan / inter-corporate deposit, if any provided, will be on an arm's length

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	schedule, whether secured or unsecured; if secured, the nature of security	considering the following: - (i) The nature and tenor of loan/ICD, (ii) The opportunity cost for the Company from investment in alternative options, and (iii) The cost of availing funds for the Company and for the related party	basis considering the following: - (iv) The nature and tenor of loan/ICD, (v) The opportunity cost for the Company from investment in alternative options, and The cost of availing funds for the Company and for the related party	basis considering the following: - (i) The nature and tenor of loan/ICD, (ii) The opportunity cost for the Company from investment in alternative options, and (iii) The cost of availing funds for the Company and for the related party		basis considering the following: - (i) The nature and tenor of loan/ICD, (ii) The opportunity cost for the Company from investment in alternative options, and The cost of availing funds for the Company and for the related party
E.	The purpose for which	The funds shall be used for operational	The funds shall be used for operational	The funds shall be used for operational	NA	The funds shall be used for operational

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	the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT	activities and other business requirements of the company to whom funds are provided and/or for making investment(s) in and/or providing financial assistance to any of its subsidiaries / associates /related parties.	activities and other business requirements of the company to whom funds are provided and/or for making investment(s) in and/or providing financial assistance to any of its subsidiaries / associates /related parties.	activities and other business requirements of the company to whom funds are provided and/or for making investment(s) in and/or providing financial assistance to any of its subsidiaries / associates / joint ventures/related parties.		activities and other business requirements of the company to whom funds are provided and/or for making investment(s) in and/or providing financial assistance to any of its subsidiaries / associates / joint ventures/related parties.
F	A statement that the valuation or other external report, if any, relied upon by the listed etity in relation to the proposed transaction will be made available through registered email address of the shareholder	All transactions with related parties defined as per Section 2(76) of the Companies Act, 2013 are being reviewed for arm's length testing internally. Company's Related Party Transaction Policy and governance policies with respect to negotiation with third parties are being followed for all related party transactions as defined under SEBI Listing Regulations. These related party transactions are	All transactions with related parties defined as per Section 2(76) of the Companies Act, 2013 are being reviewed for arm's length testing internally. Company's Related Party Transaction Policy and governance policies with respect to negotiation with third parties are being followed for all related party transactions as defined under SEBI Listing Regulations. These related party transactions are	All transactions with related parties defined as per Section 2(76) of the Companies Act, 2013 are being reviewed for arm's length testing internally. Company's Related Party Transaction Policy and governance policies with respect to negotiation with third parties are being followed for all related party transactions as defined under SEBI Listing Regulations. These related party transactions are	All transactions with related parties defined as per Section 2(76) of the Companies Act, 2013 are being reviewed for arm's length testing internally. Company's Related Party Transaction Policy and governance policies with respect to negotiation with third parties are being followed for all related party transactions as defined under SEBI Listing Regulations. These related party transactions are	All transactions with related parties defined as per Section 2(76) of the Companies Act, 2013 are being reviewed for arm's length testing internally. Company's Related Party Transaction Policy and governance policies with respect to negotiation with third parties are being followed for all related party transactions as defined under SEBI Listing Regulations. These related party transactions are

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		also being approved by the Audit Committee and being reviewed by it on a quarterly basis.	also being approved by the Audit Committee and being reviewed by it on a quarterly basis.	also being approved by the Audit Committee and being reviewed by it on a quarterly basis.	also being approved by the Audit Committee and being reviewed by it on a quarterly basis.	also being approved by the Audit Committee and being reviewed by it on a quarterly basis.
6	**Disclosure *only* in case of transactions relating to investment made by the listed entity or its Subsidiary**					
A	Source of funds in connection with the proposed transaction	The financial assistance / investment would be from own funds / internal accruals of the Company. The Company would not be incurring indebtedness solely for the purpose of providing financial assistance / making investment.	The financial assistance / investment would be from own funds / internal accruals of the Company. The Company would not be incurring indebtedness solely for the purpose of providing financial assistance / making investment.	The financial assistance / investment would be from own funds / internal accruals of the Company. The Company would not be incurring indebtedness solely for the purpose of providing financial assistance / making investment.	The financial assistance / investment would be from own funds / internal accruals of the Company. The Company would not be incurring indebtedness solely for the purpose of providing financial assistance / making investment.	The financial assistance / investment would be from own funds / internal accruals of the Company. The Company would not be incurring indebtedness solely for the purpose of providing financial assistance / making investment.
B	Where any financial indebtedness is incurred to make investment, specify the following:	NA	NA	NA	NA	NA

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C	Purpose for which funds shall be utilized by the investee company	The funds shall be used for operational activities and other business requirements of the company to whom funds are provided	The funds shall be used for operational activities and other business requirements of the company to whom funds are provided The funds will be provided by the Company according to NCL Torder dated 16th April, 2026 for Implementation of resolution Plan and for other working Capital	The funds shall be used for operational activities and other business requirements of the company to whom funds are provided. The funds will be provided by the Company according to NCLT order dated 16th April, 2026 for Implementation of resolution Plan and for other working Capital	The funds shall be used for operational activities and other business requirements of the company to whom funds are provided	The funds shall be used for operational activities and other business requirements of the company to whom funds are provided
D	Material terms of the proposed transaction	As per the terms & Condition as may be decided by the Board at the time investment	As per the terms & Condition as may be decided by the Board at the time investment	As per the terms & Condition as may be decided by the Board at the time investment	As per the terms & Condition as may be decided by the Board at the time investment	As per the terms & Condition as may be decided by the Board at the time investment

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7	Name of the Director or Key Managerial Personnel ('KMP') who is related, if any, and the nature of their relationship.	Mr. Avnish Bansal, and , Mrs. Parul Bansal are Director cum Member .DCPL is a subsidiary of MHHL	Mr. Avnish Bansal, and , Mrs. Parul Bansal are Director.	Mr. Avnish Bansal and Mrs.Parul Bansal are director.	Mr. Vipan Kumar Director of DCPL & partner of ZIR	Mr. Avnish Bansal and Mrs.Parul Bansal are director in MALPL
8.	Any other information that may be relevant	All important information forms part of the statement setting out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this Notice.		All important information forms part of the statement setting out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this Notice.	All important information forms part of the statement setting out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this Notice.	All important information forms part of the statement setting out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this Notice.

Registered Office:-

By Order of the Board of Directors,

For, MOHINI HEALTH & HYGIENE LIMITED

Mr. AVNISH BANSAL
DIN: 02666814
Managing Director

Date:- 24th July,2026

Place:- Pithampur

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PROXY FORM – Form No. MGT -11

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

CIN	: L17300MP2009PLC022058
Name of the Company	: Mohini Health & Hygiene Limited
Registered Office	: Plot No 109, Sector 3 Industrial Area, Pithampur, Dhar (M.P.) – 454774
Name of Member	
Registered address	
Folio No./ DP ID / Client No.	
Email Id	

I / We, being the member(s) of ________________________shares of the above named company, hereby appoint the person named below at Sr. No. 1

Sr.No.	Name of Proxy	Address & Email Id	Signature
1			

as my / our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the **01/2026-27 Extra-Ordinary General Meeting** of the Company to be held on **Wednesday 19th August,2026, at 2:00 p.m.** at Plot No. 109, Sector 3 Industrial Area, Pithampur, Dhar(M.P.)- 454774 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.		Vote (optional, see Note 2)	
		For	Against
1.	Increasing the limit for the mortgage/charge on the assets of the company		
2.	To increase the borrowing limits of the company		
3.	To approve of loans, investments, guarantee or security u/s 185 of Companies act, 2013:		
4.	To increase the limits for making investments, extending loans, giving guarantees or providing securities in connection with loans to persons or bodies corporate		
5.	To increase the authorised capital of the company		
6	To alter Memorandum of Association		
7	To approve for execution of transaction document, furnishing guarantee and providing security in connection with the debentures issued by Dhananya Capital Private Limited ("DCPL")		
8	Approval in connection with creation of security and extension of guarantee towards securing the indebtedness availed by Dhananya Capital Private Limited, a subsidiary of the company		
9	To approve material related party transaction between company Mohini Health & Hygiene Limited(MHHL) & Winsome Yarns Limited(WYL) (proposed subsidiary of Dhananya Capital Private Limited)		
10	To approve material related party transaction between company Mohini Health & Hygiene Limited(MHHL) & Dhananya Capital Private Limited (DCPL) (Subsidiary Of MHHL)		

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11	To approve material related party transaction between Dhananya Capital Private Limited(DCPL) (Subsidiary Of Mohini Health & Hygiene Limited) & Winsome Yarns Limited (WYL) (Subsidiary Of Dhananya Capital Private Limited		
12	To approve material related party transaction between Dhananya Capital Private Limited (DCPL) (Subsidiary Of Mohini Health & Hygiene Limited) & Zenith Infra Realty Llp (ZIR) (Promoter Of Dhananya Capital Private Limited)		
13	To approve material related party transaction between Dhananya Capital Private Limited (DCPL), Subsidiary Company And Mohini Active Life Private Limited (Wholly Owned Subsidiary Of MHHL)		

Signed this ________ day of _________________ 2026

Affix revenue stamp

Signature of Proxy holder(s) **Signature of Shareholder**

Notes:

1. The form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not later than 48 hours before the commencement of the meeting.
2. It is optional to indicate your preference by tick mark. If you leave the For/Against column blank against any or all resolutions, your proxy will be entitled to vote in the manner as he/she may deem appropriate.

Form No. MGT-12

Polling Paper

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

Name of the Company		**Mohini Health & Hygiene Limited**
Registered Office		**CIN: L17300MP2009PLC022058** **Plot No. 109, Sector 3 Industrial Area, Pithampur, Dhar (M.P.)- 454774** **Ph:** +91-07292-426666 / +91-07292-426677 **Email:-** cs@mohinihealthandhygiene.com **Website:** www.mohinihealthandhygiene.com
Sr. No.	**Particulars**	**Details**
1	Name of the First Named Shareholder (In Block Letter)	
2	Postal Address	
3	Registered Folio No. / *Client ID No. (*Applicable to investors holding shares in dematerialized form)	
4	Class of Share	Equity Shares

I hereby exercise my vote in respect of Ordinary resolution & Special Resolution enumerated below by recording my assent or dissent to the said resolution in the following manner.

Resolutions:	Nature of	No. of	I assent to	I dissent to

		Resolution	shares held by me	the resolution	the resolution
1.	Increasing the limit for the mortgage/charge on the assets of the company	Special			
2.	To increase the borrowing limits of the company	Special			
3.	To approve of loans, investments, guarantee or security u/s 185 of Companies act, 2013:	Special			
4.	To increase the limits for making investments, extending loans, giving guarantees or providing securities in connection with loans to persons or bodies corporate.	Special			
5.	To increase the authorised capital of the company	Special			
6.	To alter Memorandum of Association	Special			
7	To approve for execution of transaction document, furnishing guarantee and providing security in connection with the debentures issued by Dhananya Capital Private Limited ("DCPL")	Special			
8	Approval in connection with creation of security and extension of guarantee towards securing the indebtedness availed by Dhananya Capital Private Limited, a subsidiary of the company	Special			

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9	To approve material related party transaction between company Mohini Health & Hygiene Limited(MHHL) & Winsome Yarns Limited(WYL) (proposed subsidiary of Dhananya Capital Private Limited)	Ordinary			
10	To approve material related party transaction between company Mohini Health & Hygiene Limited(MHHL) & Dhananya Capital Private Limited (DCPL) (Subsidiary Of MHHL)	Ordinary			
11	To approve material related party transaction between Dhananya Capital Private Limited(DCPL) (Subsidiary Of Mohini Health & Hygiene Limited) & Winsome Yarns Limited (WYL) (Subsidiary Of Dhananya Capital Private Limited	Ordinary			
12	To approve material related party transaction between Dhananya Capital Private Limited (DCPL) (Subsidiary Of Mohini Health & Hygiene Limited) & Zenith Infra Realty Llp (ZIR) (Promoter Of Dhananya Capital Private Limited)	Ordinary			
13	To approve material related party transaction between Dhananya Capital Private Limited (DCPL), Subsidiary Company And Mohini Active Life Private Limited (Wholly Owned Subsidiary Of MHHL)	Ordinary			

Place: (Signature of the Shareholder)

Date:

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ATTENDANCE SLIP

Extra Ordinary General Meeting of Mohini Health & Hygiene Limited held on Wednesday, August 19, 2026 at 2.00 p.m. at Plot No. 109, Sector 3 Industrial Area, Pithampur, Dhar (M.P.)- 454774

Folio No./DPID/Client ID: ....

Mr./Mrs./Miss : ....

(Shareholders' name in block letters)
I/We certify that I/We am/are registered shareholder / proxy for the registered shareholder of the company.

I/We hereby record my/our presence at the 01/2026-27 Extra Ordinary General meeting of the company held on Wednesday, August 19, 2026 at 2.00 p.m. at Plot No. 109, Sector 3 Industrial Area, Pithampur, Dhar (M.P.)- 454774

(If signed by proxy, his name should be written in block letters)

(Shareholders/proxy's Signature)

Note:
1. Shareholders/proxy holders are requested to bring the attendance slips with them when they come to the meeting and hand over them at the entrance after affixing their signatures on them.

2. If it is intended to appoint a proxy, the form of proxy should be completed and deposited at the Registered Office of the Company at least 48 hours before the Meeting.

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ROUTE MAP TO THE VENUE OF THE EXTRA ORDINARY GENERAL MEETING