

ALTIUS ONE CAPITAL & INVESTMENTS PRIVATE LIMITED
(Formerly known as DOTEX MERCHANDISE PRIVATE LIMITED)

CIN: U51909WB1994PTC066069

REGISTERED OFFICE: AAKASH DEEP, 5, LOWER RAWDON STREET FLAT NO. 3, 4TH FLOOR, KOLKATA- 700 020

PHONE: (033) 4508 6712; **E-mail:** sec.dmp1994@gmail.com; www.altiusonecapital.co.in

NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given that an Annual General Meeting of the Members of Altius One Capital & Investments Private Limited will be held on Tuesday, 18th August, 2026 at 11:00 A.M. at the Registered Office of the Company at Aakash Deep, 5 Lower Rawdon Street, Flat No. 3, 4th Floor, Kolkata – 700 020, to transact the following business:

ORDINARY BUSINESS:

1. To consider and adopt the Audited Standalone Financial Statement of the Company for the financial year ended 31st March 2026, together with the Reports of the Board of Directors and Auditors thereon.

SPECIAL BUSINESS:

2. Appointment of Ms. Dhara Agarwal as Independent Director of the Company

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

“RESOLVED THAT Ms. Dhara Agarwal (DIN: 09721602), who was appointed as an Additional Director (Non-Executive Independent) of the Company with effect from 14th October, 2025 by the Board of Directors in terms of Section 161 of the Companies Act, 2013 (“Act”) read with Article of Associations of the Company, who is eligible for appointment and who has consented to act as a Director of the Company and in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Act proposing her candidature for the office of a Director, be and is hereby appointed as a Director of the Company.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 150 and 152 and other applicable provisions, if any, of the Companies Act, 2013 (‘the Act’) read with Schedule IV thereto and the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended from time to time, the appointment of Ms. Dhara Agarwal (DIN: 09721602) as a Non-Executive Independent Director of the Company, as approved by the Board of Directors, with effect from 14th October, 2025 for a term of five (5) consecutive years who has submitted a declaration confirming that she meets the criteria of independence under Section 149(6) of the Act, is eligible for appointment and not liable to retire by rotation, be and is hereby approved.

“RESOLVED FURTHER THAT any of the directors of the Company be and are hereby severally authorised to take all such steps as may be necessary, proper and expedient for the purpose of giving effect to this Resolution.”

3. Appointment of Mr. Tarun Goyal as Independent Director of the Company

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

“RESOLVED THAT Mr. Tarun Goyal (DIN: 03381792) who was appointed as an Additional Director (Non-Executive Independent) of the Company with effect from 14th October, 2025 by the Board of Directors, in terms of Section 161 of the Companies Act, 2013 (“Act”) read with Article of Associations of the Company, who is eligible for appointment and who has consented to act as a Director of the Company and in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Act proposing his candidature for the office of a Director, be and is hereby appointed as a Director of the Company.

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RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 150 and 152 and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') read with Schedule IV thereto and the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended from time to time, the appointment of Mr.Tarun Goyal (DIN: 03381792) as a Non-Executive Independent Director of the Company, as approved by the Board of Directors, with effect from 14th October, 2025 for a term of five (5) consecutive years who has submitted a declaration confirming that he meets the criteria of independence under Section 149(6) of the Act, is eligible for appointment and not liable to retire by rotation, be and is hereby approved.

“RESOLVED FURTHER THAT any of the directors of the Company be and are hereby severally authorised to take all such steps as may be necessary, proper and expedient for the purpose of giving effect to this Resolution.”

By Order of the Board of Directors
For Altivus One Capital & Investments Private Limited

Sd/-
Sunil Bhandari
Director
DIN: 00052161

Place: Kolkata

Dated: 22.04.2026

Registered Office of the Company:
Aakash Deep, 5 Lower Rawdon Street,
Flat No. 3, 4th Floor, Kolkata – 700020

NOTES:

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT A MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF, AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.**

The proxies, to be valid and effective, proxy form should be deposited at the Registered Office of the Company not less than forty-eight (48) hours before the commencement of the meeting.

A person can act as a proxy on behalf of Members, not exceeding fifty, and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. In case a proxy is proposed to be appointed by a Member holding more than ten percent of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other Person or Member.

- 2. Members/Proxies should bring duly filled Attendance Slips sent herewith to attend the meeting.**

- 3. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of the Special Business is annexed hereto.**

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4. The details required for Secretarial Standard on General Meetings (SS-2) issued by The Institute of Company Secretaries of India, in respect of Director seeking appointment as set out at 2 and 3 are also Annexed to this Notice.
5. The Corporate Members intending to send their authorised representative to attend and vote at the meeting pursuant to Section 113 of the Companies Act, 2013, are requested to send to the Company a duly certified copy of the Board resolution authorizing their representative to attend and vote on their behalf at the meeting.
6. All documents referred to in the accompanying Notice and Statutory Registers as may be required are open for inspection at the Registered Office of the Company between 11:00 A.M. to 01:00 P.M. on all working days except on Saturday, Sunday, and other public holidays.
7. A route map to attend the venue of the meeting is annexed to this Notice.

By **Order of the Board of Directors**
For **Altius One Capital & Investments Private Limited**

Sunil Bhandari
Director
DIN: 00052161

Details of Directors seeking Appointment in accordance with Secretarial Standard -2 on General Meetings

Name of Directors	Ms. Dhara Agarwal	Mr. Tarun Goyal
DIN	09721602	03381792
Date of Birth/Age	15th August, 1985 (41 years)	28th November 1983/43 years
Brief Resume	Ms. Dhara is an accomplished professional with over 15 years of vast experience in the field of Corporate and Secretarial Affairs, Corporate Compliance, Due Diligence, CSR Activities, Tax Audit, drafting legal documents etc.,	Mr. Tarun Goyal is a Graduate in Commerce and Practicing Company Secretary, having experience of more than 11 years in the field of Secretarial, Company law and other allied matters.
Date of First Appointment	14 th October, 2025	14 th October, 2025
Terms and Conditions of Appointment / re-appointment	Proposed to be appointed as an Independent Director for a first term of 5 consecutive years	Proposed to be appointed as an Independent Director for a first term of 5 consecutive years
Past Remuneration drawn from the Company	Nil	Nil
Remuneration sought to be paid	Nil	Nil
Shareholding in the Company	Nil	Nil
Relationship with the Other Directors, Manager and other Key	Nil	Nil

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Managerial Personnel of the Company		
Number of Board Meetings attended during the FY 2025-26	5 out of 5	5 out of 5
List of other Companies in which Directorship is held	Quest Capital Markets Limited Spotboy Tracom Private Limited Alpine Commercial Co. Limited	Castor Investments Limited Devise Properties Private Limited Easy Fincorp Limited Quest Capital Markets Limited Spotboy Tracom Private Limited
Listed Entities from which He/she has resigned as Director in past 3 years	NIL	NIL
Memberships / Chairmanships of committees of other companies (excluding foreign companies)#	Spotboy Tracom Private Limited- Member of Audit and Nomination and Remuneration Committee	Spotboy Tracom Private Limited- Chairman of Audit and Nomination and Remuneration Committee Quest Capital Markets Limited- Stakeholder Relationship Committee Easy Fincorp Limited- Members of Audit and NRC Devise Properties Private Limited- Member Audit and NRC Castor Investments Limited- Member Audit and NRC

#AC – Audit Committee, NRC – Nomination and Remuneration Committee, SRC – Stakeholders Relationship Committee, CSRC – Corporate Social Responsibility Committee

EXPLANATORY STATEMENT

Explanatory Statement under Section 102 of the Companies Act, 2013

Item No 2

Appointment of Ms. Dhara Agarwal as an Independent director of the company

The Board of Directors of the Company have approved the appointment of Ms. Dhara Agarwal (DIN: 09721602) as an Additional Director, in the Non-Executive Independent category w.e.f. 14th October 2025, subject to the approval of Members of the Company. The Company has received a notice in writing from a member under Section 160 of the Act proposing the candidature of Ms. Dhara Agarwal (DIN: 09721602) for appointment as Non-Executive Independent Director of the Company.

In accordance with provisions of Section 161(1) read with Section 152 of the Companies Act, 2013 Ms. Dhara's appointment as a Non-Executive Independent Director is not liable to retire by rotation and required to be approved by the Members of the Company.

The Company has received the confirmation from Ms. Dhara that She is qualified to be appointed as a Director in terms of provisions of Section 164 of the Act and has provided her consent to act as an Independent Director.

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Considering the skills and expertise of Ms. Dhara Agarwal, she will immensely contribute for corporate governance, and compliance matters of the Company.

None of the Directors including their relatives, except Ms. Dhara, to whom the resolution relates are, in any way, concerned or interested, financially or otherwise in the proposed resolution.

The Board recommends passing of **Ordinary Resolution** as set out at **Item No. 2** of this notice of AGM.

Item no. 3

Appointment of Mr. Tarun Goyal as an Independent director of the Company

The Board of Directors of the Company have approved the appointment of **Mr. Tarun Goyal (DIN: 03381792)** as an Additional Director, in the Non-Executive Independent category w.e.f. 14th October 2025, subject to the approval of Members of the Company. The Company has received a notice in writing from a member under Section 160 of the Act proposing the candidature of Mr. Tarun Goyal for appointment as Non-Executive Independent Director of the Company.

In accordance with provisions of Section 161(1) read with Section 152 of the Companies Act, 2013, Mr. Goyal's appointment as a Non-Executive Independent Director is not liable to retire by rotation and required to be approved by the Members of the Company.

The Company has received the confirmation from Mr. Goyal that he is qualified to be appointed as a Director in terms of provisions of Section 164 of the Act and has provided his consent to act as an Independent Director.

Considering the skills and expertise of Mr. Tarun Goyal, he will immensely contribute for corporate governance, and compliance matters of the Company.

None of the Directors including their relatives, except Mr. Goyal, to whom the resolution relates are, in any way, concerned or interested, financially or otherwise in the proposed resolution.

The Board recommends passing of **Ordinary Resolution** as set out at **Item No. 3** of this notice of AGM.

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Regd. Office: Aakash Deep, 5 Lower Rawdon Street,

Flat No:3, 4Th Floor, Kolkata - 700 020

PHONE: (033) 4602 4018; **E-mail:** sec.dmp1994@gmail.com

ATTENDANCE SLIP

DPID/Client ID/Folio No. :	Sl. No.
Name and Address :	

I/we hereby record my/our presence at the Annual General Meeting of Altius One Capital & Investments Private Limited at Aakash Deep, 5 Lower Rawdon Street, Flat No:3, 4Th Floor, Kolkata - 700 020 on Tuesday, 18th August, 2026 at 11:00 A.M.

Full name of the Proxy, if attending the Meeting: _____

Signature of the Member/Joint Member/Proxy attending the Meeting:

NOTES:

Member/Proxyholder wishing to attend the meeting must bring the Attendance Slip to the meeting and hand over the same duly signed, at the entrance.

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Form No. MGT -11

Proxy Form

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

CIN: U51909WB1994PTC066069

Name of the Company: Altius One Capital & Investments Private Limited

Registered office: Aakash Deep, 5, Lower Rawdon Street Flat no. 3, 4th floor, Kolkata- 700 020

Name of the member (s):	
Registered address:	
E-mail ID:	
DPID/Client ID/Folio No.:	

I /We, being the member (s) holding shares of Altius One Capital & Investments Private Limited,
hereby appoint: -

1. _____ of _____ having e-mail id _____ or failing him/her
2. _____ of _____ having e-mail id _____ or failing him/her
3. _____ of _____ having e-mail id _____ or failing

as my/ our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Annual General Meeting of Altius One Capital & Investments Private Limited at Aakash Deep, 5 Lower Rawdon Street, Flat No:3, 4Th Floor, Kolkata - 700 020 on Tuesday, 18th August, 2026 at 11:00 A.M. and at any adjournment thereof in respect of such resolutions as are indicated below:

Item No.	Description	No. of equity shares held	I/ We assent to the resolution (FOR)	I/ We dissent to the resolution (AGAINST)
1.	To consider and adopt the Audited Standalone Financial Statement of the Company for the financial year ended 31 st March 2026			
2.	Appointment of Ms. Dhara Agarwal as Independent Director of the Company			
3.	Appointment of Mr. Tarun Goyal as Independent Director of the Company			

Place: Kolkata

Affix

INR-1

Revenue

Signed this _____, 2026
Proxy holders)

(Signature of Shareholder) (Signature of

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

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Route Map to Attend the Venue of the Annual General Meeting

