

Notice of 35th Annual General Meeting

Notice is hereby given that 35th Annual General Meeting of Shareholders of Rich Universe Network Limited (CIN: L51100UP1990PLC012089) will be held on Tuesday, 16th day of September, 2025 at 04:15 P.M at the registered office of the company at 7/125 (C-2), IInd Floor, Swaroop Nagar, Kanpur - 208002, to transact the following businesses:

ORDINARY BUSINESS

1. To receive, consider and adopt the audited financial statements for the financial year ended on 31st March, 2025, and the Reports of the Board of Directors and Auditor's thereon.
2. To appoint a director in place of Mr. Shashwat Agarwal (DIN: 00122799), who retires by rotation and being eligible, to offer himself for re-appointment.

SPECIAL BUSINESS

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

“RESOLVED THAT pursuant to the provisions of Section 149, 150 152, 161 read with any other applicable provisions (if any) of the Companies Act, 2013, read with Schedule V of the Companies Act, 2013, consent of the member is hereby accorded for the regularization of Mrs. Sushila Aggarwal (DIN:10918000) as Non-Executive Independent Director for five consecutive years i.e., from 28th January, 2025 to 28th January, 2030, who was earlier appointed as an additional director in the Board Meeting held on 28th January, 2025, to hold office up to the date of the ensuing Annual General Meeting.

“RESOLVED FURTHER THAT any of the Directors/ KMP of the Company be and are hereby responsible to do all such acts, deeds and things as may be necessary and expedient to give effect to the aforesaid resolution.”

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

“RESOLVED THAT pursuant to the provisions of section 152,161,179 of the Companies Act, 2013 (including any statutory modifications or re-enactments thereof), the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable rules made there under, read with the Articles of Association of the Company, the approval of the Members of the Company be and is hereby accorded for the regularisation of Mr. Rupesh Kumar Mittal (DIN:01036455) who was

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appointed as Additional Director by the Board of Directors at its meeting held on 19th June, 2025 to hold office up to the date of the ensuing Annual General Meeting, be and is hereby appointed as the Non-Executive Non-Independent Director of the Company.

RESOLVED FURTHER THAT any of the Board of Directors or KMP of the Company be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, desirable or expedient to give effect to this resolution."

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

“RESOLVED THAT pursuant to the provisions of section 152, 161, 179 of the Companies Act, 2013 (including any statutory modifications or re-enactments thereof), the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable rules made there under, read with the Articles of Association of the Company, the approval of the Members of the Company be and is hereby accorded for the regularization of Mr. Mitesh Milanbhai Solanki (DIN: 09829435) who was appointed as Additional Directors of the Company by the Board of Directors at its meeting held on 19th June, 2025 to hold office up to the date of ensuing Annual General Meeting, be and is hereby appointed as the Non-Executive Non-Independent Director of the Company.

RESOLVED FURTHER THAT any of the Board of Directors or KMP of the Company be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, desirable or expedient to give effect to this resolution."

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

“RESOLVED THAT pursuant to the provisions of Section 204 of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions, if any, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and based on the recommendations of the Board of Directors and Audit Committee, the consent of the members be and is hereby accorded to appoint M/s. V. Agnihotri & Associates, Peer-reviewed Practicing Company Secretaries Firm, as the Secretarial Auditor of the Company for a period of five financial years commencing from FY 2025–26 to FY 2029–30, to conduct the secretarial audit of the Company and submit reports as prescribed under the applicable laws.

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RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to fix and revise, from time to time, the remuneration payable to the Secretarial Auditor and to do all such acts, deeds, matters, and things as may be necessary, desirable or expedient to give effect to this resolution.”

For Rich Universe Network Limited

(Astha Chaturvedi)
Company Secretary
M. No. - A37369

Date: 05.08.2025

Place: Kanpur.

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER. The Proxy Form should be lodged with the Company at the Registered Office at least 48 hours before the time of the Meeting.
2. 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. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other shareholder.
3. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
4. A Statement pursuant to Section 102(1) of the Companies Act, 2013, relating to the Special Business to be transacted at the Meeting is annexed hereto.
5. The Register of Members and Share Transfer Books will remain closed from September 9th, 2025, to September 16th, 2025 (both days inclusive) for AGM.
6. Shareholders are requested to promptly notify any changes in their address to the Company's Registrar and Share Transfer Agents, Skyline Financial Services Private Limited.
7. Members who have not registered their e-mail id addresses so far are requested to register their email address in case of physical holding with the Company and in case of demat holding with the Depository Participant.
8. Electronic copy of the notice of the 35th Annual General Meeting of the Company inter alia indicating the e-voting procedure along with the attendance slip and proxy form is being sent to all the members whose e-mail address are registered with the Company/Depository Participant for communication purposes unless any member has requested for a hard copy of the same.
9. All documents referred to in the Notice and the annexure to notice shall be open for inspection at the Registered Office of the Company during office hours on all working days except Saturdays between 11.00 a.m. to 1.00 p.m. up to the date of the 35th Annual General Meeting of the Company.
10. Members are requested to bring their identity cards along with copy of Annual Report to the Meeting.

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11. Members desirous of obtaining any information concerning accounts of the Company are requested to address their questions to the Company Secretary, so as to reach at least 7 days before the date of meeting, to enable the information required to be made available at the Meeting, to the extent possible.
12. Pursuant to Section 72 of the Companies Act, 2013, shareholders holding shares in physical form may file nomination in the prescribed form SH-13 with the Company's Registrar and Transfer Agent. In respect of shares held in demat / electronic form, the nomination form may be filed with the respective Depository Participant.
13. Corporate Members are requested to send to the Company, a duly certified copy of the Board resolution/Power of Attorney, authorizing their representatives to attend and vote at the Annual General Meeting.
14. Electronic Dispatch of Annual Report-In accordance with, the General Circular No.09/2024 dated September 19, 2024 issued by MCA and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024 issued by SEBI, owing to the difficulties involved in dispatching of physical copies of the financial statements (including Report of Board of Directors, Auditor's report or other documents required to be attached therewith), such statements including the Notice of AGM are being sent in electronic mode to Members whose e-mail address is registered with the Company or the Depository Participant(s).
15. Pursuant to SEBI Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/655, dated November 03, 2021, shareholders holding shares in physical form are required to update their KYC in a way as prescribed in the above-mentioned circular till 31st December, 2025 otherwise the matter would be referred to the administering authority under the Benami Transactions (Prohibitions) Act, 1988.
16. Pursuant to SEBI Circular SEBI/HO/MIRSD/MIRSD-PoD/P/CIR/2025/97 dated July 02, 2025, a special window for re-lodgment of transfer request of physical shares have been opened for a period of six months from July 07, 2025 till January 06, 2026.

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17. Information of Directors being appointed/re-appointed as required under Regulation 36 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard -2:

1. Name of the Director	Mr. Shashwat Agarwal
A brief resume of the director	He is a B.Com graduate with rich experience in securities and financial markets. He possesses strong expertise in capital market operations, investment strategies, and financial regulations. Known for his deep market understanding and insightful interpretation of trends, he plays a key role in shaping the company's financial and strategic decisions
Nature of expertise in specific functional areas	Business & Capital Market
Relationship between director's inter-se, if any	N.A
Names of listed entities in which the person also holds the directorship and the membership of Committees of the board, along with listed entities from which the person has resigned in the past three years.	Nikki Global Finance Limited. Audit Committee (Member) Not resigned from any Listed Company in the past three years.
Shareholding of non-executive directors in the listed entity, including shareholding as a beneficial owner	N.A
In case of independent directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements	N.A

2. Name of the Director	Ms. Sushila Aggarwal
A brief resume of the director	She holds a postgraduate degree in finance and economics. She brings strong domain knowledge and business insight, contributing effectively to strategic planning and decision-making. Her practical experience and financial acumen make her a key driver

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	of the company's long-term growth and stability.
Nature of expertise in specific functional areas	Business & Finance
Relationship between director's inter-se, if any	N.A
Names of listed entities in which the person also holds the directorship and the membership of Committees of the board, along with listed entities from which the person has resigned in the past three years.	Cityon Systems India Limited <ul style="list-style-type: none">• Audit Committee (Chairperson)• Nomination and Remuneration Committee• Stakeholder Relationship Committee. (Member) Nikki Global Finance Limited <ul style="list-style-type: none">• Audit Committee (Member)• Nomination and Remuneration Committee (Chairperson)• Stakeholder Relationship Committee. (Chairperson) <p>Not resigned from any Listed Company in the past three years.</p>
Shareholding of non-executive directors in the listed entity, including shareholding as a beneficial owner	Nil
In case of independent directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements	Refer item No.3 of the Explanatory statement given below.

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3. Name of the Director	Mr. Rupesh Kumar Mittal
A brief resume of the director	Business Leader with over 26 years of career success in spearheading leadership functions such as Commercial Operations, P&L Ownership, Financial Planning & Analysis, Business Operational Excellence.
Nature of expertise in specific functional areas	Business & Finance
Relationship between director's inter-se, if any	N.A
Names of listed entities in which the person also holds the directorship and the membership of Committees of the board, along with listed entities from which the person has resigned in the past three years.	N.A Not resigned from any Listed Company in the past three years.
Shareholding of non-executive directors in the listed entity, including shareholding as a beneficial owner	Nil
In case of independent directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements	N.A

4. Name of the Director	Mr. Mitesh Milanbhai Solanki
A brief resume of the director	Having over 10 years of experience in the field of Accounting, Financial Planning & Analysis.
Nature of expertise in specific functional areas	Business & Finance
Relationship between director's inter-se, if any	N.A
Names of listed entities in which the person also holds the directorship and the membership of Committees of the board, along with listed entities from which the person has resigned in the past three years.	N.A; Not resigned from any Listed Company in the past three years.

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Shareholding of non-executive directors in the listed entity, including shareholding as a beneficial owner	Nil
In case of independent directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements	N.A

18. Procedure for remote E-voting:

In accordance with the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, and the Secretarial Standards issued by the Institute of Company Secretaries of India, the Company is pleased to provide its members the facility to exercise their right to vote at the 35th AGM through electronic means and the business may be transacted through the e-voting services provided by the National Securities Depository Limited.

THE INSTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING ARE AS UNDER:

- (i) The e-voting facility is available from 9.00 a.m. Saturday, September 13, 2025, to 5.00 p.m. on Monday, September 15, 2025. The e-voting module shall be disabled by NDSL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date), Tuesday, September 9, 2025, may cast their vote electronically. The voting rights of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Tuesday, September 9, 2025.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting for Individual shareholders holding securities in demat mode.

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In terms of SEBI circular 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.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"><li data-bbox="448 752 1404 1478">1. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under the ‘IDeAS’ section. This will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value-Added 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 i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period If you are 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<li data-bbox="448 1478 1404 2098">2. 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-

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	<p>Voting period.</p> <p>3. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> <p>NSDL Mobile App is available on</p> <p> App Store  Google Play</p> <div style="display: flex; justify-content: space-around;"></div>
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none">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 Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password.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. 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 & New System Myeasi 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) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.
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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 the Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
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.com or call at 022 - 4886 7000
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

B) Login Method for e-Voting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. 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.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID. For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

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5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to log in and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - c) How to retrieve your 'initial password'?
 - I. If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - II. If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered.
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a) Click on "Forgot User Details/Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) if you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to fcsvaibhav@gmail.com with a copy marked to evoting@nsdl.co.in. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "**Upload Board Resolution / Authority Letter**" displayed under "**e-Voting**" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders

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available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request at evoting@nsdl.co.in

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide 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 rcfsl@rediffmail.com.
 2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to rcfsl@rediffmail.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
 3. Alternatively, shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
 4. In terms of SEBI circular 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 required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.
18. Members who have voted through Remote e-voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
19. Book Closure Dates will be from Tuesday, September 9, 2025, to Tuesday, September 16, 2025 (both days inclusive).
20. Mr. Vaibhav Agnihotri of M/s. V. Agnihotri & Associates, Practicing Company Secretaries, (Membership No. FCS 10363) has been appointed as the Scrutinizer to scrutinize the entire e-voting process in a fair and transparent manner. The Members desiring to vote through remote e-voting are requested to refer to the detailed procedure given hereinafter.

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21. The results of entire e-voting along with Scrutinizer's report shall be placed on the Company's website www.richuninet.com within 2 days of passing resolutions at the AGM of the Company and communicated to stock exchanges, where the shares of the Company are listed.

CONTACT DETAILS

Company	Rich Universe Network Limited
Regd. Office:	IIInd Floor, 7/125, C-2, Swaroop Nagar Kanpur - 208002
Branch Office:	
CIN:	L51100UP1990PLC012089
E-mail ID:	rcfsl@rediffmail.com

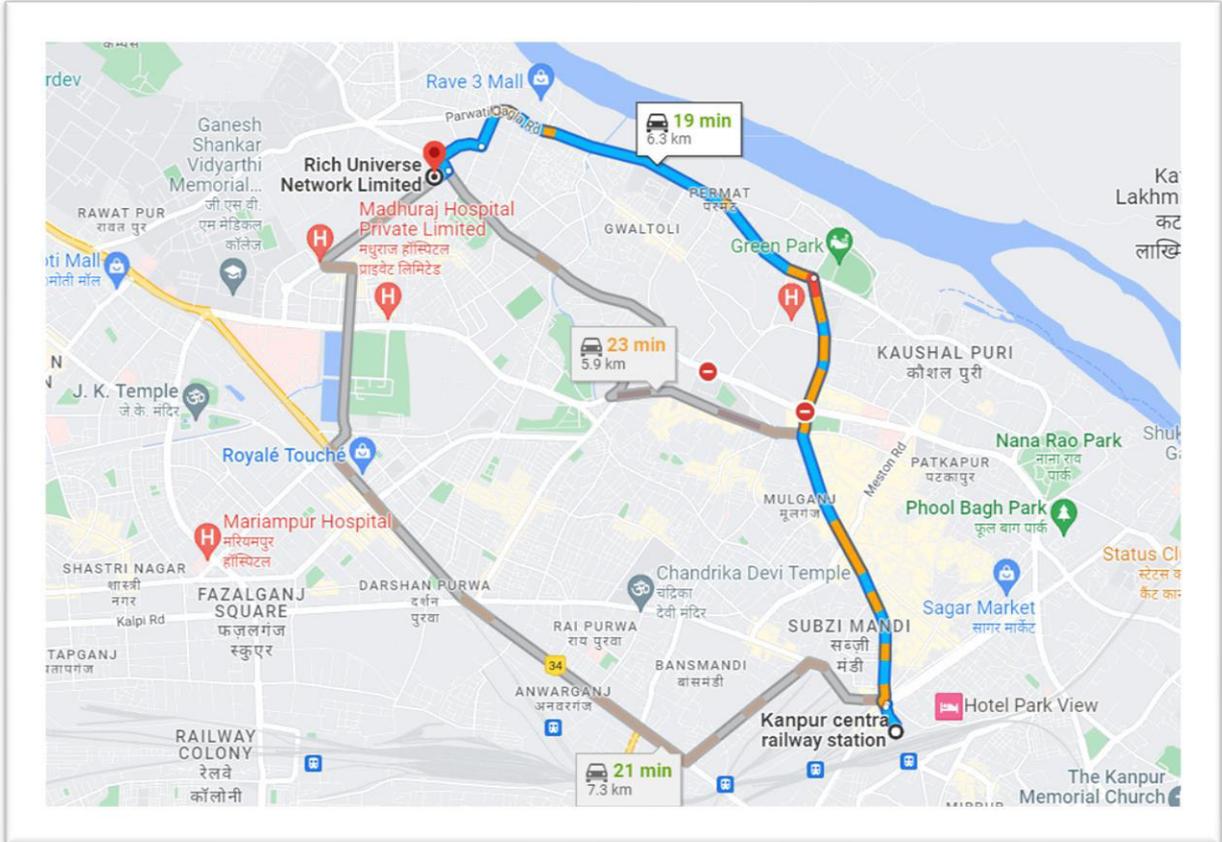
Registrar and Transfer Agent	Skyline Financial Services Private Limited
Address	D-153, 1 st Floor, Okhla Industrial Area, Phase-1, New Delhi - 110020
E-mail ID	admin@skylinerta.com
Tel	91-11-64732681 to 88
Fax	+91-11-26812682

e-Voting Agency	National Securities Depository Limited
E-mail ID:	evoting@nsdl.co.in
Phone	1800 1020 990 / 1800 224 430

Scrutinizer	Mr. Vaibhav Agnihotri of M/s V. Agnihotri & Associates Practising Company Secretaries
Email ID:	fcsvaibhav@gmail.com
Phone :	9839104031

ROUTE MAP TO THE VENUE OF AGM

IIND FLOOR, 7/125, C-2, SWAROOP NAGAR, KANPUR -208002



ATTENDANCE SLIP

35th ANNUAL GENERAL MEETING – SEPTEMBER 16, 2025

RICH UNIVERSE NETWORK LIMITED

Regd. Office: IInd FLOOR, 7/125, C-2, SWAROOP NAGAR, KANPUR - 208002

CIN: L51100UP1990PLC012089

DP ID/Client ID/Folio No.

No. of shares held

I Certify that I am a member/proxy for the member of the Company.

I, hereby record my presence at the 35th Annual General Meeting held on Tuesday September 16 2025 at 04:15 p.m. at IInd Floor, 7/125, C-2, Swaroop Nagar, Kanpur - 208002

Name of the Member -----

Name of the Proxy -----

Signature -----

Note: Please complete this Attendance Slip and hand it over at the Attendance Verification Counter at the entrance of the meeting hall. Members are requested to bring their copy of the Annual Report for reference at the meeting.

**PROXY FORM
(MGT-11)**

{Pursuant to Section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014}

35th ANNUAL GENERAL MEETING – SEPTEMBER 16, 2025

RICH UNIVERSE NETWORK LIMITED

Regd. Office: IInd FLOOR, 7/125, C-2, SWAROOP NAGAR, KANPUR - 208002

CIN: L51100UP1990PLC012089

Name of the member(s)	
Registered Address	
E-mail ID	
Folio No/Client ID	
DP ID	

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

Name:	Address:
E-mail ID:	Signature:

or failing him/her

Name:	Address:
E-mail ID:	Signature:

or failing him/her

Name:	Address:
E-mail ID:	Signature:

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 35th Annual General Meeting of the Company, to be held on Tuesday, September 16, 2025 at 04:15 p.m. at IInd Floor, 7/125, C-2, Swaroop Nagar, Kanpur - 208002 and at any adjournment thereof in respect of such resolutions as are indicated below:

Notice

S.NO	RESOLUTION	VOTE	
		FOR	AGAINST
1.	Adoption of Balance Sheet, Statement of Profit & Loss, Report of Board of Directors, and Auditors for the financial year 31st March, 2025		
2.	Appointment of director in place of Mr. Shashwat Agarwal (DIN: 00122799), who retires by rotation and being eligible, offers himself for re-appointment.		
3.	Regularization of Mrs. Sushila Aggarwal as an Independent Director of the Company for 5 years.		
4.	Regularization of Mr. Rupesh Kumar Mittal as a Non-Executive Non-Independent Director of the Company.		
5.	Regularization of Mr. Mitesh Milanbhai Solanki as a Non-Executive Non-Independent Director of the Company.		
6.	Appointment of M/s. V. Agnihotri & Associates as Secretarial Auditor for 5 years.		

Signed this day of 2025.

Signature of shareholder:

Signature of Proxy holder(s):

Affix 1
Rupees
Revenue
Stamp

Note:

1. 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.
2. A person can act as a Proxy on behalf of not more than fifty members holding in aggregate, not more than ten percent of the total share capital of the Company. Members holding more than ten percent of the total share capital of the Company may appoint a single person as Proxy, who shall not act as a Proxy for any other Member.

EXPLANATORY STATEMENT

Item No.3:

Mrs. Sushila Aggarwal was appointed as an Additional Director (Non-Executive Independent Director) on the Board of the Company with effect from 28th January, 2025, under the provisions of Section 161(1) of the Companies Act, 2013, and Articles of Association of the Company.

As per the provisions of Section 161 of the Companies Act, 2013, an Additional Director holds office only up to the date of the ensuing Annual General Meeting.

In the opinion of the Board, Mrs. Sushila Aggarwal is a person of integrity and possesses relevant expertise and experience for her appointment as Independent Director the skills and capabilities required for the role and the manner in which the proposed person meets such requirements

- **Corporate Governance:** Actively involved in board-level decisions and governance practices.
- **Financial Literacy:** Holds a postgrad degree in finance and economics with strong financial understanding.
- **Strategic Thinking:** Contributes to long-term planning and growth strategies.
- **Regulatory Awareness:** Knowledge of financial regulations and compliance frameworks.
- **Independence & Integrity:** Maintains objectivity and acts in the company's best interest.

The Board recommends the resolution set out in the accompanying Notice for the approval of the members of the Company.

None of the Directors, Key Managerial Personnel or their relatives, except Mrs. Sushila Aggarwal, is concerned or interested, financially or otherwise, in the resolution set out at Item No. [3] of the Notice.

Item No.4:

The Board of Directors of the Company, at its meeting held on 19th June, 2025, appointed Mr. Rupesh Kumar Mittal (DIN: 01036455) as an Additional Director of the Company in the capacity of Non-Executive, Non-Independent Director of the Company pursuant to the provisions of Section 161(1) of the Companies Act 2013, and read with Companies (Appointment and Qualification of Directors) Rule, 2014 and applicable provisions if any, of the Companies Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Notice

In terms of the provisions of the said section, Mr. Rupesh Kumar Mittal holds office as Additional Director up to the date of this Annual General Meeting. Mr. Rupesh Kumar Mittal has consented to act as Director and confirmed that he is not disqualified from being appointed as a Director under Section 164 of the Companies Act, 2013. The Board is of the opinion that Mr. Rupesh Kumar Mittal possesses relevant skills, expertise, and integrity to serve as a Director of the Company. The Company has received declarations from her confirming compliance with the conditions prescribed under applicable laws.

A brief profile of Mr. Rupesh Kumar Mittal, along with other details, as required under Regulation 36 of SEBI (LODR) Regulations, 2015 and Secretarial Standard-2 issued by ICSI, is annexed to the Notice.

The Board recommends the resolution for the appointment of Mr. Rupesh Kumar Mittal as Non-Executive, Non-Independent Director for approval by the members.

None of the Directors, Key Managerial Personnel or their relatives, except Rupesh Kumar Mittal, is concerned or interested, financially or otherwise, in the resolution set out at Item No. [4] of the Notice.

Item No.5:

The Board of Directors of the Company, at its meeting held on 19th June, 2025, appointed Mr. Mitesh Milanbhai Solanki (DIN: 09829435) as an Additional Director of the Company in the capacity of Non-Executive, Non-Independent Director of the Company pursuant to the provisions of Section 161(1) of the Companies Act 2013, and read with Companies (Appointment and Qualification of Directors) Rule, 2014 and applicable provisions if any, of the Companies Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In terms of the provisions of the said section, Mr. Mitesh Milanbhai Solanki holds office as Additional Director up to the date of this Annual General Meeting. Mr. Mitesh Milanbhai Solanki has consented to act as Director and confirmed that he is not disqualified from being appointed as a Director under Section 164 of the Companies Act, 2013.

A brief profile of Mr. Mitesh Milanbhai Solanki along with other details, as required under Regulation 36 of SEBI (LODR) Regulations, 2015 and Secretarial Standard-2 issued by ICSI, is annexed to the Notice.

Notice

The Board recommends the resolution for the appointment of Mr. Mitesh Milanbhai Solanki as Non-Executive, Non-Independent Director for approval by the members.

None of the Directors, Key Managerial Personnel or their relatives, except Mr. Mitesh Milanbhai Solanki, is concerned or interested, financially or otherwise, in the resolution set out at Item No. [4] of the Notice.

Item No.6

Pursuant to the provisions of Section 204 of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, including Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board of Directors, on the recommendation of the Audit Committee, has appointed (V. Agnihotri and Associates), Practicing Company Secretary firm, (COP No. 21596), as the Secretarial Auditor of the Company for a term of five financial years commencing from the financial year [2025-26 to 2029-30], to conduct the secretarial audit under the provisions of the Companies Act, 2013 and rules made thereunder subject to the approval of members in their meeting.

CS Vaibhav Agnihotri, proprietor of (V. Agnihotri and Associates), Practicing Company Secretary, has relevant experience in corporate laws, SEBI regulations, and governance practices. Further, he has consented to the said appointment and confirmed his eligibility and independence under the Act and relevant regulations.

The Board recommends the resolution for the appointment of CS Vaibhav Agnihotri (V. Agnihotri and Associates) as Secretarial Auditor of the Company for the approval of the members.

None of the Directors or Key Managerial Personnel of the Company or their relatives is concerned or interested, financially or otherwise, in the said resolution.

For Rich Universe Network Limited

(Astha Chaturvedi)
Company Secretary
M. No. - A37369

Date: - 05.08.2025

Place: - Kanpur