

**ARMAN HOLDINGS LIMITED**

**38<sup>th</sup> Annual Report**

**2019-20**

**ARMAN HOLDINGS LIMITED**

Corporate Identity Number (CIN): L65993GJ1982PLC082961

<b>BOARD OF DIRECTORS</b>	:	<b>Mr. Deepak K Babel</b> <b>Mrs. Priyadarshani Babel</b>  <b>Mr. PradeepKumar Jain</b>  <b>Mr. Suresh M Suthar</b>	<b>Managing Director</b> <b>Non-Executive Director &amp; Non-Independent Director</b> <b>Non-Executive Director &amp; Independent Director</b> <b>Non-Executive Director &amp; Independent Director</b>
<b>COMPANY SECRETARY AND COMPLIANCE OFFICER</b>	:	<b>Ms. Heena Banga</b> (wef 14/01/2020)	
<b>CHIEF FINANCE OFFICER</b>	:	<b>Mr. Ayush Jain</b>	
<b>REGISTERED OFFICE</b>	:	<b>419, Rajhans Heights, Mini Bazar, Varachha Road, Surat- 395006, Gujarat, India.</b> <b>Email: armanholdingsltd@gmail.com</b> <b>Website : www.armanholdings.in</b>	
<b>STATUTORY AUDITORS</b>	:	<b>M/s. Anmol Rana &amp; Associates</b> <b>Chartered Accountants</b>	
<b>BANKERS</b>	:	<b>IDBI Bank Limited</b>	
<b>REGISTRAR &amp; TRANSFER AGENT</b>	:	<b>Adroit Corporate Service Private Limited.</b> 19, Jaferbhoy Industrial Estate, 1st Floor, Makwana Road, Marol Naka, Andheri (E), Mumbai – 400 059, Maharashtra, India Phone: 022 –4227 0400 Fax: 022 – 28503748 Email: support@adroitcorporate.com Website: www.adroitcorporates.com	

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**ARMAN HOLDINGS LIMITED**

419, Rajhans Heights, Mini Bazar, Varachha Road, Surat– 395006, Gujarat, India.  
Email: armanholdingsltd@gmail.com, Website : www.armanholdings.in  
Corporate Identity Number (CIN) : L65993GJ1982PLC082961

**NOTICE OF 38<sup>th</sup> ANNUAL GENERAL MEETING**

**NOTICE** is hereby given that the 38<sup>th</sup> Annual General Meeting of members of Arman Holdings Limited will be held on Wednesday, September 16, 2020 at 10:00 A.M (Indian Standard Time (“IST”)) through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”) to transact the following business:

**ORDINARY BUSINESS:**

1. To receive, consider and adopt the audited Financial Statements of the Company for the financial year ended as on 31<sup>st</sup> March, 2020 and Reports of the Board of Directors and Auditors thereon.
2. To appoint a director in place of Mrs. Priyadarshani Babel (DIN 06941999), who retires by rotation and, being eligible, offers herself for reappointment.
3. To ratify the appointment of M/s. Anmol Rana & Associates, Chartered Accountant, as Statutory Auditors of the Company and in this regards to consider and, if thought fit to pass with or without modification the following resolution as an Ordinary Resolution.

**“RESOLVED that** pursuant to the provisions of Section 139 and section 142 and all other applicable provisions of the Companies Act, 2013 and Rules framed there under, as amended from time to time, and pursuant to recommendation of Audit Committee of Directors and of Board of Directors and pursuant to resolution passed by the members at the 37<sup>th</sup> Annual General Meeting held on September 25, 2019, the appointment of M/s. Anmol Rana & Associates, Chartered Accountants (Firm Registration No. 015666C), as Auditors of the company to hold office till the conclusion of the 42nd Annual General Meeting (AGM) of the Company to be held in calendar year 2024, be and hereby ratified and the Board of Directors be and hereby authorised to fix the remuneration payable to them for the financial year ended as on 31st March, 2021 as may be determined by the Audit Committee in consultation with the Auditors.”

**SPECIAL BUSINESS**

4. **To ratify the appointment of Mr. Deepak Kumar Babel (DIN: 05200110) as a Managing Director :**

To consider and if thought fit, to pass the following resolution as an Special Resolution:

**“RESOLVED THAT** pursuant to Section 196, 197 and 203 read with Schedule V and 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 Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and subject to approval of the Central Government, if any and such other consents and permission as may be required, the approval of members of the Company is hereby accorded for appointment of Mr. Deepak Kumar Babel (DIN: 05200110) as Managing Director of the Company for a period of 5 (five) years wef 30/05/2020 till 29/05/2025 at a consolidated remuneration not exceeding Rs.20,000/- (Rupees Twenty Thousand Only) per month inclusive of any remuneration directly or otherwise or by way of salary and perquisites, performance based rewards/ incentives, on the terms and conditions as set out in the appointment letter, with liberty to the Board/ Nomination and Remuneration Committee to alter and vary the terms and conditions of the said appointment in such manner as may be agreed be and between the Board/ Nomination and Remuneration Committee and Mr. Deepak Kumar Babel.”

**“RESOLVED FURTHER THAT** in event of no profits or inadequacy of profits, in any financial year, during the currency of term of Mr. Deepak Kumar Babel, the Company shall pay Mr. Deepak Kumar Babel, the existing remuneration as minimum remuneration by way of salary, perquisites and / or allowance, performance based rewards/ incentives exceeding the limit laid down in Schedule V to the Companies Act, 2013, as applicable to the Company or such other limits, as may be prescribed by the Central Government from time to time as to minimum remuneration and in compliance with provisions stipulated therein subject to the prior approval of the Central Government if any and to the extent necessary.”

5. **To ratify the appointment Mr. Pradeep Kumar Jain (DIN: 07284354) as an Independent and Non-Executive Director :**

To consider and if thought fit, to pass the following resolution as an Special Resolution:

**“RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 (“Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Act and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the approval of members of the Company is hereby accorded for appointment of Mr. Pradeep Kumar Jain (DIN: 07284354) as Independent and Non-Executive Director of the Company who has submitted a declaration that he meets the criteria of independence as provided in Section 149(6) of the Act and Regulation 16 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time and who is eligible for reappointment, be and is hereby re-appointed, as an Independent Non-Executive Director of the Company to hold office for second term of five consecutive years with effect from November 5, 2020 to November 4, 2025 and whose office shall not be liable to retire by rotation.”

By Order of the Board  
For Arman Holdings Limited  
Sd/-

Heena Banga  
Company Secretary

Place: Surat

Date: August 12, 2020

Registered Office:

419, Rajhans Heights,  
Mini Bazar, Varachha Road,  
Surat- 395006, Gujarat, India  
Email : [armanholdingsltd@gmail.com](mailto:armanholdingsltd@gmail.com)

## **NOTES:**

1. The statement pursuant to Section 102(1) of the Companies Act, 2013 with respect to the special businesses set out in the Notice is annexed herewith. The Board of Directors have considered and decided to include the Item Nos. 4, 5 & 6 given above as Special Businesses in the forthcoming Annual General Meeting ("AGM"), as they are unavoidable in nature.
2. In view of the continuing restrictions on the movement of people at several places in the country, due to outbreak of COVID-19, the Ministry of Corporate Affairs (MCA), vide its General Circular No. 20/2020 dated 5th May, 2020 read with General Circular No. 14/2020 dated 8th April, 2020 and General Circular No. 17/2020 dated 13th April, 2020 and other applicable circulars issued by the MCA & Securities and Exchange Board of India (SEBI), has allowed the Companies to conduct the AGM through Video Conferencing (VC) or Other Audio Visual Means (OAVM) during the calendar year 2020. In accordance with, the said circulars of MCA, SEBI and applicable provisions of the Companies Act, 2013 ("Act") and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the 38<sup>th</sup> AGM of the Company shall be conducted through VC/ OAVM. The Central Depository Services (India) Limited ('CDSL') will be providing facility for voting through remote e-voting, for participation in the AGM through VC / OAVM facility and e-voting during the AGM. The procedure for participating in the meeting through VC / OAVM is explained at Note No. 6 below.
3. As the AGM shall be conducted through VC / OAVM, the facility for appointment of Proxy by the Members is not available for this AGM and hence the Proxy Form and Attendance Slip including Route Map are not annexed to this Notice.
4. Institutional / Corporate Members are requested to send a scanned copy (PDF / JPEG format) of the Board Resolution authorising its representatives to attend and vote at the AGM, pursuant to Section 113 of the Act, at [investors@armanholdings.in](mailto:investors@armanholdings.in).

## **5. ELECTRONIC DISPATCH OF ANNUAL REPORT**

- In accordance with, the General Circular No. 20/2020 dated 5<sup>th</sup> May, 2020 issued by MCA and Circular No. SEBI/HO/CFD/CMD1/ CIR/P/2020/79 dated 12<sup>th</sup> May, 2020 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).

## **6. PROCEDURE FOR JOINING AGM THROUGH VC/ OAVM:**

- Shareholders will be provided with a facility to attend the AGM through VC/O AVM through the CDSL e-Voting system. Shareholders may access at [www.evotingindia.com](http://www.evotingindia.com) under shareholders/ members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/ members login where the EVSN of Company will be displayed.
- Shareholders are encouraged to join the Meeting through Laptops / iPads/ Tabs for better experience. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- Please note that Participants connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under section 103 of the Act.
- Maximum numbers of members that can participate through VC/ OAVM facility provided by CDSL is 1000 members on first cum first serve basis

**7. PROCEDURE TO RAISE QUESTIONS / SEEK CLARIFICATION WITH RESPECT TO ANNUAL REPORT:**

- Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request from their registered email address mentioning their name, Demat Account number / folio number, mobile number along with their queries to [investors@armanholdings.in](mailto:investors@armanholdings.in) latest by 5 p.m. on Monday, September 14, 2020. Questions / queries received by the Company till this time shall only be considered and responded during the AGM.
- Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
- The Company reserves the right to restrict the number of questions and number of speakers, as appropriate for smooth conduct of the AGM.

**8. Voting through electronic means:**

The Company is pleased to offer E-Voting facility under Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, and regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, for its Members to enable them to cast their votes electronically with the help of Central Depository Services (India) Limited (CDSL).

The procedure and instructions for the same are as follows:

- The remote e-voting period begins on Sunday, September 13, 2020 (9.00A.M.) and ends on Tuesday, September 15, 2020 (5.00 P.M.). During this period, shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. Friday, September 11, 2020 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.  
  
Any person, who acquires shares of the Company and becomes a shareholder of the Company after dispatch of the Notice of AGM and holds shares as of the cut-off date i.e. Friday, September 11, 2020, may obtain the login ID and password by sending a request at [investors@armanholdings.in](mailto:investors@armanholdings.in) and or at [evoting@cdslindia.com](mailto:evoting@cdslindia.com)
- The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com) during the voting period.
- Click on "Shareholders" tab and select the Company's name from the drop down menu and click on "SUBMIT".
- Now Enter your User ID
  - For CDSL: 16 digits beneficiary ID,
  - For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - Members holding shares in Physical Form should enter Folio Number registered with the Company.
- Next enter the Image Verification as displayed and Click on Login.
- If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
- If you are holding shares in physical form or first time user in case holding shares in demat form, follow the steps given below:

	<b>For Members holding shares in Physical Form and Demat Form</b>
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> <li>• Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the <b>sequence number*</b> in the PAN field.</li> <li>• In case the sequence number is less than 8 digits enter the applicable number of 0's</li> </ul>

	<p>before the number after the first two characters of the name in CAPITAL letters.</p> <p>Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.</p>
DOB	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details	<p>Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio.</p> <ul style="list-style-type: none"> <li>Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).</li> </ul>

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

(ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members 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, provide 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.

EVSN (E-voting Sequence Number)	USER ID (16 Digit Demat Account/ Folio No. of members holding shares in physical mode)	PASSWORD (as per point (vi) to (ix) of e-voting instructions)
XXXXXXXXXX		

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

(xi) Click on the EVSN for the relevant Company Name (**Arman Holdings Limited**) on which you choose to vote.

(xii) 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 Resolution.

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

(xiv) 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.

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

(xvi) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.

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

(xviii) **Note for Non –Individuals shareholders and Custodians**

Non –Individuals shareholders (i.e. other than Individuals, HUF, NRI etc) and Custodian are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporates.

- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto: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 should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
- 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.
- Shareholders can also cast their vote using CDSL'S mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store.
- I Phone and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.

(xix) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com) under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).

#### **In case of Members receiving the physical copy:**

- Please follow all steps from sl. no. (i) to sl. no. (xix) above to cast vote.
- The voting period begins on Sunday, September 13, 2020 (9.00A.M.) and ends on Tuesday, September 15, 2020 (5.00 P.M.).

During this period, shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on Friday, September 11, 2020, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at 'www.evotingindia.co.in' under help Section or write an email to '[helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com)'.

- In the event member casts his votes through both the processes i.e. E-voting and Ballot Form, the votes in the electronic system would be considered and the Ballot Form would be ignored.
- The voting rights of Members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date i.e. Friday, September 11, 2020.

#### **The instructions for Members for e-voting on the day of the AGM are as under:**

- a) The procedure for e-voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
  - b) Only those Members, who will be present in the AGM through VC / OAVM facility and have not casted their vote on the Resolutions through remote e-voting shall be eligible to vote through e-voting system during the AGM.
  - c) 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.
  - d) All grievances connected with the facility for voting by electronic means may be addressed to Mr Rakesh Dalvi, 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](mailto:helpdesk.evoting@cdslindia.com) or call 1800225533.
9. Mr. Saurabh Jain (M.No. 405013) of M/s Saurabh R Jain & Co, Practicing Chartered Accountants (FRN :0146358W) as Scrutinizer has been appointed as the Scrutiniser to scrutinise 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. The results of entire e-voting along with Scrutinizer's report shall be placed on the Company's website [www.armanholdings.in](http://www.armanholdings.in) within 2 days of passing resolutions at the AGM of the Company and communicated to BSE Limited, where the shares of the Company are listed.

**10. PROCEDURE FOR INSPECTION OF DOCUMENTS:**

The Register of Directors and Key Managerial Personnel and their Shareholding maintained under Section 170 of the Act, the Register of Contracts or arrangements in which Directors are interested under Section 189 of the Act and any other documents referred to in the accompanying Notice and Explanatory Statements, shall be made available for inspection through electronic mode, basis the request being sent on investors@armanholdings.in.

11. The Register of Members and Share Transfer Books shall remain closed from 12/09/2020 to 16/09/2020 (Both days inclusive).
12. Members are requested to kindly notify immediately change, if any, in their address to the Company.
13. To promote green initiative, members are requested to register their e-mail addresses through their Depository Participants for sending the future communications by e-mail. Members holding the shares in physical form may register their e-mail addresses through the RTA, giving reference of their Folio Number.
14. Members may also note that the Annual Report for FY 2019-20 will also be available on the Company's website [www.armanholdings.in](http://www.armanholdings.in)
15. Members who wish to obtain information concerning the accounts of the Company and other matters may send their queries at least 10 days before the date of Meeting, to the Company Secretary, at the registered office of the Company.
16. Pursuant to Section 72 of the Companies Act, 2013, Shareholders holding Equity shares in physical form may file nomination in the prescribed form SH-13 with the Company's Registrar and Share Transfer Agents. In respect of shares held in Demat / Electronic form, the nomination form may be filed with the respective Depository Participant.

By Order of the Board  
For **Arman Holdings Limited**

Sd/-  
Heena Banga  
**Company Secretary**

Place: Surat  
Date: August 12, 2020  
**Registered Office:**  
419, Rajhans Heights,  
Mini Bazar, Varachha Road,  
Surat- 395006, Gujarat, India  
Email : armanholdingsltd@gmail.com



**EXPLANATORY STATEMENT EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013****ANNEXURE TO THE NOTICE****Item No 4 : The appointment of Mr. Deepak Kumar Babel (DIN: 05200110) as a Managing Director**

The Board of Directors at its meeting held on May 29, 2020 appointed Mr. Deepak Kumar Babel (DIN: 05200110) as Managing Director of the Company for a period of 5 (five) years wef 30/05/2020 till 29/05/2025 subject to approval shareholders at general meeting of the company at a consolidated remuneration not exceeding Rs.20,000/- (Rupees Twenty Thousand Only) per month inclusive of any remuneration directly or otherwise or by way of salary and perquisites, performance based rewards/ incentives, on the terms and conditions as set out in the appointment letter, with liberty to the Board/ Nomination and Remuneration Committee to alter and vary the terms and conditions of the said appointment in such manner as may be agreed be and between the Board/ Nomination and Remuneration Committee and Mr. Deepak Kumar Babel.

The principal terms and conditions of appointment of Mr. Deepak Kumar Babel (DIN: 05200110) as the Managing Director is as follows:

SN	Particulars of Remuneration	Total Amount (Rs.)
1	<b>Gross Salary</b>	
	(a) Salary (per annum) (Rs.20,000 per month)	2,40,000
	(b) Value of perquisites	0
	(c) Profits in lieu of salary	0
2	Stock Option	0
3	Sweat Equity	0
4	Commission - as % of profit - others, specify...	0
5	Others, please specify	0
	<b>Total</b>	<b>2,40,000</b>

The Board of Directors recommends the above resolutions for your approval by way of special resolution.

**Item No 5 : To appoint Mr. Pradeep Kumar Jain (DIN: 07284354) as an Independent and Non-Executive Director**

The Company received a notice from a Member under Section 160 of the Companies Act, 2013, signifying his intention to propose the candidature of Mr. Pradeep Kumar Jain (DIN: 07284354) for the office of Independent Director of the Company.

Mr. Pradeep Kumar Jain (DIN: 07284354) was appointed as Independent and Non-Executive Director of the Company on 5/11/2015 for a period of 5 years ending on 4/11/2020. Mr. Pradeep Kumar Jain who is eligible for reappointment, offers himself for appointment of office for second term of five consecutive years with effect from November 5, 2020 to November 4, 2025 and whose office shall not be liable to retire by rotation. The Company has also received:-

- the consent in writing to act as Director and
- intimation that he is not disqualified under section 164(2) of the Companies Act, 2013.
- a declaration to the effect that he is not debarred from holding the office of Director pursuant to any Order issued by the Securities and Exchange Board of India (SEBI).

A copy of the draft letter for the appointment of Mr. Pradeep Kumar Jain (DIN: 07284354) as Independent Director setting out the terms & conditions would be available for inspection without any fee by the members at the Registered Office of the Company during normal business hours on any working day and the same has also been put up on the Company website [www.armanholdings.in](http://www.armanholdings.in)

The Board of Directors recommends the above resolutions for your approval by way of special resolution as it is for second term.

**Details as stipulated under regulation 36(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the Director seeking appointment/re-appointment is furnished below:**

Particulars	Mr. Deepak Kumar Babel	Mrs. Priyadarshani Babel	Mr. Pradeep Kumar Jain
Category	Managing Director	Non-Executive Director	Non-Executive Director & Independent Director
DIN	05200110	06941999	07284354
Date of Birth	20/3/1986	14-05-1988	02-7-1982
Age (years)	35	32	38
Qualifications	B.Com	Masters of Arts	High School

Particulars	Mr. Deepak Kumar Babel	Mrs. Priyadarshani Babel	Mr. Pradeep Kumar Jain
Nature of Expertise	Business Development, Accounts and Finance	Marketing and admin activities	Accounts, Audit and Business Development
First Appointment on Board	25-04-2013	12-08-2014	05-11-2015
Terms and Condition of Appointment/re-appointment	Appointed as Managing Director through Board Resolution dated 29/5/2020 for a period of 5 years	Re-appointed as Non-Executive Director through Board Resolution dated 12/8/2020 and is liable to retire	Appointment as Non-executive and Independent Director wef 05/11/2020 for period of 5 years
Last drawn remuneration	Rs. 15000 per month	Sitting fee of Rs. 4000 per Board / Committee meeting	Sitting fee of Rs. 4000 per Board/ Committee meeting
Nos of Shares Held in Company	24300	4850	Nil
Relationship with Directors/KMPs	Husband of Mrs. Priyadarshani Babel	Wife of Mr. Deepak Kumar Babel	No relation
Nos of Board Meeting Attended During Year	6	6	6
Other Directorships	Manasvini Trading Private Ltd	Nil	Nil
Membership of Committees	1	2	3
Brief Resume	Mr. Deepak Kumar Babel, aged 35 years is the Chairman and Managing Director of our Company. He holds degree in Bachelor of Commerce and has over 14 years of experience in Business Development and Finance. He looks after day to day affairs of the Company	Mr. Priyadarshani Babel, aged 32 years is the Non-Executive Director of our Company. She holds degree in Master of Arts and has over 10 years of experience in Marketing and admin activities	Mr. Pradeep Kumar Jain, aged 38 years is the Non-Executive and Independent Director of our Company. He has over 18 years of experience in Accounts, Audit and Business Development.

Except Mr. Deepak Kumar Babel who is husband of Mrs. Priyadarshani Babel. None of the directors or key managerial personnel of the company or their relatives are in any way, concerned or interested financially or otherwise in the resolution.

By Order of the Board  
For **Arman Holdings Limited**

Sd/-  
Heena Banga  
Company Secretary

Place: Surat  
Date: August 12, 2020  
**Registered Office:**  
419, Rajhans Heights,  
Mini Bazar, Varachha Road,  
Surat- 395006, Gujarat, India  
Email : armanholdingsltd@gmail.com