

ARMAN HOLDINGS LIMITED

41st Annual Report

2022-23

ARMAN HOLDINGS LIMITED

Corporate Identity Number (CIN): L65993GJ1982PLC082961

BOARD OF DIRECTORS	:	Mr. Deepak K Babel Managing Director Mrs. Priyadarshani Babel Non-Executive Director & Non- Independent Director Mr. Pradeep Kumar Jain Non-Executive Director & Independent Director Mr. Suresh M Suthar Non-Executive Director & Independent Director (upto 4/4/2022) Mr. Abhishek Tejawat Non-Executive Director & Independent Director (w.e.f 5/4/2022)
COMPANY SECRETARY AND COMPLIANCE OFFICER	:	Mrs. Drishti Singhal
CHIEF FINANCE OFFICER	:	Mr. Ayush Jain
REGISTERED OFFICE	:	419, Rajhans Heights, Mini Bazar, Varachha Road, Surat- 395006, Gujarat, India. Email: armanholdingsltd@gmail.com Website: www.armanholdings.in
STATUTORY AUDITORS	:	M/s. Anmol Rana & Associates Chartered Accountants
BANKERS	:	IDBI Bank Limited
REGISTRAR & TRANSFER AGENT	:	Adroit Corporate Service Private Limited. 18-20, Jaferbhoy Industrial Estate, 1st Floor, Makwana Road, Marol Naka, Andheri (E), Mumbai – 400 059, Maharashtra, India Phone: 022 –4227 0400 Fax: 022 – 28503748 Email: info@adroitcorporate.com Website: www.adroitcorporate.com

INDEX

<u>Particulars</u>	<u>Page No</u>
Notice of Annual General Meeting	2
Director's Report	15
Report on Corporate Governance	35
Auditor's Certificate on Corporate Governance	40
Compliance Certificate by CEO/MD and CFO	41
Management Discussion And Analysis Report++-	42
Independent Auditors Report	46
Statement of Balance Sheet	52
Statement of Profit & Loss Account	53
Statement of Cash flow	54
Schedules & Accounting Policies	56
General Share Holder Information	76

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 41st ANNUAL GENERAL MEETING

NOTICE is hereby given that the 41st Annual General Meeting of members of Arman Holdings Limited will be held on Saturday, September 23, 2023 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 31st March, 2023 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.

SPECIAL BUSINESS:

3. To appoint the Statutory Auditors of the company and authorise the Board of Directors to fix their remuneration, and in that connection to consider and, if thought fit, to pass the following Resolution as an Ordinary Resolution:

“**RESOLVED THAT** pursuant to the provisions of Section 139, 141 and section 142 and all other applicable provisions of the Companies Act, 2013, and Rules framed there under, as amended from time to time, read with Companies (Audit and Auditors) Rules, 2014, and Rules framed there under, as amended from time to time, and pursuant to recommendation of Audit Committee, M/s. HRJ & Associates, Chartered Accountants (Firm Registration No. 138235W), be and are hereby appointed as Statutory Auditors of the company for 5 years from the ensuing 41st Annual General Meeting, subject to approval of members, to hold office till the conclusion of the 46th Annual General Meeting (AGM) of the Company to be held in calendar year 2028, on remuneration (including terms of payment) to be fixed by the Board, based on the recommendations of the Audit Committee.”

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

Drishti Singhal
Company Secretary

Place: Surat
Date: August 14, 2023
Registered Office:
419, Rajhans Heights,
Mini Bazar, Varachha Road,
Surat– 395006, Gujarat, India
Email: 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.
2. The information regarding the Directors who are proposed to be appointed/re-appointed, as required to be provided under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and Secretarial Standard on General Meetings issued, is annexed hereto to this Notice of AGM as **Annexure A**.
3. In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the Circular No. 14/2020 dated 08th April, 2020, MCA General Circular No. 17/2020 dated 13th April, 2020, MCA General circular No. 20/2020 dated 05th May, 2020, MCA General Circular No. 02/2021 dated 13th January, 2021, Circular No.19/2021 dated 08th December, 2021 and MCA General Circular No. 02/2022 dated 05th May, 2022, MCA General Circular No. 11/2022, dated 28th December, 2022 SEBI Circular dated 12th May, 2020, SEBI Circular dated 15th January, 2021 and SEBI Circular dated 13th May, 2022 and SEBI Circular dated 5th January, 2023 and all other relevant circulars issued from time to time, physical attendance of the Members to the EGM/AGM venue is not required and general meeting be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing EGM/AGM through VC/OAVM.
4. EGM/AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 08, 2020 and MCA Circular No. 17/2020 dated April 13, 2020, MCA Circular No. 20/2020 dated May 05, 2020 and MCA Circular No. 2/2021 dated January 13, 2021 Circular No.19/2021 dated 08th December, 2021 and MCA General Circular No. 02/2022 dated 05th May, 2022, MCA General Circular No. 11/2022, dated 28th December, 2022 SEBI Circular dated 12th May, 2020, SEBI Circular dated 15th January, 2021 and SEBI Circular dated 13th May, 2022 and SEBI Circular dated 5th January, 2023
5. In compliance with these Circulars, provisions of the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the 41st AGM of the Company is being conducted through VC / OAVM facility, which does not require physical presence of Members at a common venue. The deemed venue for the 41st AGM shall be the Registered Office of the Company.
6. 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.
7. Institutional / Corporate Shareholders (i.e. other than individuals, HUF, NRI, etc.) intending to appoint their Authorized Representative(s) to attend the AGM, pursuant to Section 113 of the Companies Act, 2013, are requested to send to the Scrutinizer (Mrs Shalu Singhal, Proprietor, M/s Shalu Singhal & Associates, Practicing Company Secretary), NSDL and the Company, a scanned certified true copy of the Board Resolution with attested specimen signature of the duly authorized signatory(ies) who are authorized to attend and vote on their behalf at the AGM. The said Resolution/Authorization shall be sent to the Scrutinizer/Company by email through its registered email address to investors@armanholdings.in with a copy marked to evoting@nsdl.co.in.
8. The Company, in compliance with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, will be webcasting the proceedings of the AGM on its corporate website www.armanholdings.in.
9. Members holding shares in electronic form are advised to keep the bank details updated with the respective Depositories, viz. CDSL and NSDL. Member holding shares in certificate form are requested to update bank details with the Company's Registrar and Transfer Agents.
10. In accordance with, the General Circular No. 02/2021 dated 13th January, 2021 issued by MCA and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 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).
11. As per the MCA Circular 20/2020 dated 05th May, 2020, the Annual Report will be sent through electronic mode to only those Members whose email IDs are registered with the Registrar and Share Transfer Agent of the Company/ Depository Participant.

PROCEDURE FOR JOINING AGM THROUGH VC/ OAVM:

- The Members can join the EGM/AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM/AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM/AGM without restriction on account of first come first served basis.

- The attendance of the Members attending the EGM/AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
- Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the EGM/AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the EGM/AGM will be provided by NSDL.
- Shareholders will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Shareholders may access at www.evoting.nsdl.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 EVEN 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.

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 latest by 5 p.m. on Wednesday, September 20, 2023. 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.

1. **Voting through electronic means:** The procedures and instructions for 'remote e-voting', 'attending the meeting' and 'e-voting at the meeting, issued by NSDL, are furnished as Annexure B to this Notice .
2. Ms. Shalu Singhal (M.No. 32682) Proprietor of M/s Shalu Singhal & Associates, Practicing Company Secretary (COP:12329) 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 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.

3. 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.

4. The Register of Members and Share Transfer Books shall remain closed from 16/09/2023 to 23/09/2023 (Both days inclusive).
5. Members are requested to kindly notify immediately change, if any, in their address to the Company.
6. To promote green initiative, members are requested to register their e-mail addresses through their Depository Participants for receiving AGM Notice and Annual Report of FY 2022-23 or participate in the AGM or 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 for casting their votes through remote e-voting or e-voting during the meeting.
7. Members may also note that the Annual Report for FY 2022-23 will also be available on the Company's website www.armanholdings.in.
8. 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.

9. 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/-
Drishti Singhal
Company Secretary

Place: Surat
Date: August 14, 2023
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-A TO THE NOTICE****Item No 2 : Re appointment of Director:**

Details as stipulated under regulation 36(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Clause 1.2.5 of Secretarial Standards on General Meetings notified on April 23, 2015 in respect of the Director seeking appointment is furnished below:

Particulars	Mrs. Priyadarshani Babel
Category	Non-Executive Director
DIN	06941999
Date of Birth	14-05-1988
Age (years)	35
Qualifications	Masters of Arts
Nature of Expertise	Marketing and admin activities
First Appointment on Board	12-08-2014
Terms and Condition of Appointment/re-appointment	Re-appointed as Non-Executive Director through Board Resolution dated 12/8/2020 and is liable to retire
Last drawn remuneration	Sitting fee of Rs. 4,000 per Board / Committee meeting
Nos of Shares Held in Company	4,850
Relationship with Directors/KMPs	Wife of Mr. Deepak Kumar Babel
Nos of Board Meeting Attended During Year	4
Other Directorships	Nil
Membership of Committees	2
Brief Resume	Mr. Priyadarshani Babel, aged 35 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

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.

Item No 3: Ratification of the appointment of M/s. HRJ & Associates, Chartered Accountant, as Statutory Auditors of the Company:

The Board of Directors of the Company had approved the recommendation of the Audit Committee and appointed M/s. HRJ & Associates, Chartered Accountants (ICAI Firm Registration No. 138235W) as the Statutory Auditors of the Company for 5 years from 41st Annual General Meeting to hold office till the conclusion of the 46th Annual General Meeting (AGM) of the Company to be held in calendar year 2028, subject to approval of members.

In terms of the provisions of Section 139 of the Companies Act, the Companies (Audit and Auditors) Rules, 2014 and other applicable provisions, the listed company could appoint or re-appoint an audit firm as Auditors for not more than Two (2) terms of Five (5) consecutive years. M/s. HRJ & Associates, Chartered Accountants, have confirmed that their appointment, if made, would be within the limits specified under Section 141 of the Companies Act, 2013 and that they are not disqualified from being appointed as Statutory Auditors of the Company in terms of the applicable provisions of the Act and the Companies (Audit and Auditors) Rules, 2014.

There will be no material change in the proposed fees payable to M/s. HRJ & Associates, Chartered Accountants, the new Statutory Auditors, from the fees paid to the outgoing Auditor. The Board of Directors of the Company shall determine the same based on recommendations of Audit Committee of the Board of Directors.

Based on the recommendations of the Audit Committee, the Board of Directors approved the reappointment of M/s. HRJ & Associates, Chartered Accountants as the Statutory Auditors of the Company to hold office for the first term for Five (5) years from conclusion of this AGM till conclusion of 46th AGM and to fix the remuneration as set out at Item No. 3 of the Notice.

HRJ & Associates, Chartered Accountants (ICAI Firm Registration No. 138235W), established in 2011 is an Indian Partnership firm registered with the Institute of Chartered Accountants of India (ICAI). The firm has wide experience in the field of Direct Tax, Audit & Assurance, Bank Audits, Concurrent Audit, and Revenue Audit & Internal Audits, tax laws, commercial laws, management consultancy. He has vast experience in handling CIT Appeals & assessment proceedings under the Income-tax Act.

Under the able direction of 4 partners, HRJ's team strength of over 35 people is uniquely positioned to provide quality opinions and services to clients. Headquartered in Mumbai with branches at Ahmedabad, Jaipur and Delhi, the firm has associate offices at 2 locations in India.

Accordingly, it is proposed to appoint M/s. HRJ & Associates as Auditors of the Company for the first term of Five (5) years till the conclusion of the 46th AGM of the Company in terms of the aforesaid provisions.

None of the Directors and Key Managerial Personnel(s) of the Company and their respective relatives are concerned or interested, financially or otherwise, in passing of the proposed Resolution.

The Board of Directors recommends the Resolution at Item No. 3 as an Ordinary Resolution for the approval by the Members.

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

Sd/-
Drishti Singhal
Company Secretary

Place: Surat
Date: August 14, 2023
Registered Office:
419, Rajhans Heights,
Mini Bazar, Varachha Road,
Surat- 395006, Gujarat, India
Email : armanholdingsltd@gmail.com

ANNEXURE-B TO THE NOTICE**PROCEDURE/ INSTRUCTIONS****NSDL E-Voting System – For Remote E-Voting and E-Voting during AGM****Notes:**

1. The 41st AGM will be held on Saturday, 23rd September, 2023 at 10.00 a.m. through Video Conferencing (VC)/Other Audio-Visual Means (OAVM) in compliance with the applicable provisions of the Companies Act, 2013 read with MCA General Circular No. 14/2020 dated 08th April, 2020, MCA General Circular No. 17/2020 dated 13th April, 2020, MCA General circular No. 20/2020 dated 05th May, 2020, MCA General Circular No. 02/2021 dated 13th January, 2021, Circular No.19/2021 dated 08th December, 2021 and MCA General Circular No. 02/2022 dated 05th May, 2022, MCA General Circular No. 11/2022, dated 28th December, 2022 SEBI Circular dated 12th May, 2020, SEBI Circular dated 15th January, 2021 and SEBI Circular dated 13th May, 2022 and SEBI Circular dated 05th January, 2023.

2. Pursuant to the General Circular No. 14/2020 dated 08th April, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint Authorised Representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through E-voting.

3. Body Corporates whose Authorised Representatives are intending to attend the Meeting through VC/OAVM are requested to send to the Company on their email Id investors@armanholdings.in, a certified copy of the Board Resolution authorising their representative to attend and vote on their behalf at the Meeting and through E-voting.

4. Pursuant to the General Circular No. 14/2020 dated 08th April, 2020, General Circular No. 17/2020 dated 13th April, 2020 issued by the Ministry of Corporate Affairs followed by General Circular No. 20/2020 dated 05th May, 2020 and General Circular No. 02/2021 dated 13th January, 2021, and General Circular No. 02/2022 dated 05th May, 2022 and MCA General Circular No. 11/2022 physical attendance of the Members is not required. Hence, Members have to attend and participate in the ensuing AGM through VC/OAVM.

5. Those Shareholders whose Email ID's are not registered can get their Email ID registered as follows:

Members holding shares in demat form can get their E-mail ID registered by contacting their respective Depository Participant.

Members holding shares in the physical form can get their E-mail ID registered by contacting our Registrar and Share Transfer Agent "Adroit Corporate Service Private Limited" on their Email Id info@adroitcorporate.com or by sending the duly filled in E-communication registration form enclosed with this Notice to our RTA on their Email Id info@adroitcorporate.com

6. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. Instructions and other information for members for attending the AGM through VC/OAVM are given in this Notice under Note No. 23.

7. Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

8. As the Annual General Meeting of the Company is held through VC/OAVM, we therefore request the members to submit questions in advance relating to the business specified in this Notice of AGM, accounts, on the Email ID investors@armanholdings.in. 14 days in advance before the date of the meeting to enable the Management to keep full information ready on the date of AGM.

9. The Register of Members and Share Transfer Books of the Company will remain closed from Monday, 18th September, 2023 to Saturday, 23rd September, 2023 (both days inclusive) in terms of the provisions of Section 91 of the Companies Act, 2013.

10. 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 accounts. Members holding shares in physical form can submit their PAN details to the Company or to the Registrar and Share Transfer Agent.

11. Members who wish to inspect the Register of Directors and Key Managerial Personnel and their shareholding maintained under section 170 of Companies Act, 2013 and Register of Contracts or arrangements in which directors are interested maintained under section 189 of the Companies Act, 2013 and relevant documents referred to in this Notice of AGM and explanatory statement can send an email to investors@armanholdings.in.

12. The business set out in the Notice will be transacted through electronic voting system and the Company is providing facility for voting by electronic means. The Instructions for members for remote e-voting and joining general meeting are given in this Notice under Note No. 25.

13. 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.

14. The Annual Report along with the Notice of AGM will be placed on the Company's website on <https://www.armanholdings.in>

15. Members of the Company holding shares either in Physical form or in Dematerialised form as on Benpos date will receive Annual Report for the Financial Year 2022-23 through electronic mode only.

16. Members are requested to notify any changes in their address to the Company's Registrar & Share Transfer Agent, M/s. Adroit Corporate Service Private Limited, 18-20, Jaferbhoy Industrial Estate, 1st Floor, Makwana Road, Marol Naka, Andheri (E), Mumbai – 400 059, Maharashtra, India Phone: 022 –4227 0400 Fax: 022 – 28503748.

17. Members are requested to quote their Folio No. or DP ID / Client ID, in case shares are in physical / dematerialized form, as the case may be, in all correspondence with the Company / Registrar and Share Transfer Agent.

18. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. The Company has engaged the services of National Securities Depository Limited ("NSDL") as the Agency to provide e-voting facility. The facility of casting votes by a member using remote e-voting system as well as e-voting on the date of the AGM will be provided by NSDL.

19. The Board of Directors of the Company has appointed M/s Shalu Singhal & Associates, Practicing Company Secretary (COP No. 12329, M.No. 32682) as the Scrutinizer, to scrutinize the e-voting and remote e-voting process in a fair and transparent manner and he has communicated his willingness to be appointed and will be available for same purpose.

20. Voting rights shall be reckoned on the paid-up value of shares registered in the name of the member / beneficial owner (in case of electronic shareholding) as on the cut-off date i.e. 15th September, 2023.

21. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date, i.e. 15th September, 2023 only shall be entitled to cast their vote either through remote E-voting or through E-voting at the AGM.

22. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company <https://www.armanholdings.in/> and on the website of NSDL after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be forwarded to the BSE Limited.

23. Subject to receipt of requisite number of votes, the Resolutions shall be deemed to be passed on the date of the Meeting, i.e. 23rd September, 2023.

24. Once the vote on a resolution is cast by a member, the member shall not be allowed to change it subsequently or cast the vote again.

25. **THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:-**

The remote e-voting period begins on Tuesday, 18th September, 2023 at 09:00 a.m. and ends on Friday, 22nd September, 2023 at 05:00 p.m. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. 15th September, 2023, may cast their vote electronically. The voting right 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 15th September, 2023.

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 and joining virtual meeting for Individual shareholders holding securities in demat mode

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.	<p>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 '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 or joining virtual meeting & voting during the meeting.</p> <p>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</p> <p>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</p>