

# Arman Holdings Limited

CIN : L65993GJ1982PLC082961

Registered Office : Office No.106, Sanskruti AC Market, Parvat Godadara BRTS Road,  
Parvat Patia, Surat – 391050.

Tel : 9586006569. Email ID : armanholdingsltd@gmail.com. Website : [www.armanholdings.in](http://www.armanholdings.in)

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February 17, 2026

To  
The Manager – Listing Compliance Department  
BSE Limited  
P.J.Towers, Dalal Street,  
Mumbai – 400001

Ref : Scrip Code – 538556/Scrip Id: ARMAN

**Sub: Intimation under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Postal Ballot seeking consent of the Shareholders of the Company**

Dear Sir/Madam,

In terms of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find attached the Postal Ballot Notice dated September 30, 2025, along with the explanatory statement, seeking approval of the members of the Company for following matter:

Type of Resolution	Resolution
Special	To Consider and Approve Addition and Alteration in Object Clause of the Memorandum of Associations of the Company as per the Companies Act, 2013
Special	Approval for the adoption of new set of Articles of Association (AoA) of the Company as per the provisions of the Companies Act, 2013
Special	To consider and approve Inter-corporate loans, Investments, Guarantee or Security and acquisition under section 186 of the Companies Act, 2013
Ordinary	To consider and approve regularisation of Mrs. Krishna Hareshbhai Bhatt (DIN: 11203423) as an Independent Director of the Company

In compliance with the General Circular nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, and subsequent circulars issued in this regard, the latest being 09/2024 dated September 19, 2024 issued by the Ministry of Corporate Affairs, The Postal Ballot Notice together with the Explanatory Statement is being sent by e-mail mode only to those eligible Members who have already registered their e-mail address with the Depositories / their depository participant / the Company's Registrar and Share Transfer Agents M/s. **Adroit Corporate Services Private Limited** as on 17 February, 2026.

The Company has engaged the services of **NSDL** for the purpose of providing e-voting facility to all its members.

The cut-off date i.e Friday, **13<sup>th</sup> February**, 2026. The e-voting period shall commence on Tuesday, **24<sup>th</sup> February**, 2026 at 09:00 a.m. and shall end on **Thursday, March 26**, 2026 at 05:00 p.m. The Scrutinizer will

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submit her report to Managing Director of the Company or the Company Secretary of the Company, upon completion of the scrutiny of the votes cast through remote e-voting. The results of the Postal Ballot will be announced on or before **Saturday, 28<sup>th</sup> March, 2026**.

The said information is also being made available on the website of the Company i.e. [www.armanholdings.in](http://www.armanholdings.in)

Request you to kindly take the above on record.

Thanking you,

Yours faithfully,  
For Arman Holdings Limited

DRISHTI SINGHAL

Drishti Singhal  
Company Secretary and Compliance Officer

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## POSTAL BALLOT NOTICE

(Pursuant to Section 110 of the Companies Act, 2013)

Dear Member(s),

NOTICE is hereby given pursuant to Section 110 of the Companies Act, 2013 (**“the Act 2013”**), read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 (**“the Rules”**), the General Circular Nos. 14/2020 dated April 8, 2020, and 17/2020 dated April 13, 2020, read with other relevant circulars, including General Circular Nos. 3/2022 dated May 5, 2022, 11/2022 dated December 28, 2022, 9/2023 dated September 25, 2023 and 09/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs (**“MCA Circulars”**) and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**“Listing Regulations, 2015”**) and other applicable provisions, if any, for the time being in force and as amended from time to time and Secretarial Standards on General Meetings issued by the Institute of Company Secretaries of India (**“SS-2”**), for obtaining approval of the members, by way of special resolutions, only through remote electronic voting (**“remote e-voting”**) process for the businesses as set out in this Postal Ballot Notice (**“Notice”**).

The draft of the resolutions to be passed together with the Explanatory Statement of material facts explaining the reasons thereof pursuant to Section 102(1) of the Act 2013, are being sent to the members in electronic form to their registered email IDs and annexed to the Notice for your consideration.

The Company is pleased to provide the facility for voting through “electronic means” to enable members to cast their votes for e-Voting by selecting appropriate options, in accordance with the provisions of the Act 2013 and Regulation 44 of the Listing Regulations, 2015.

The Company, for this purpose, has engaged National Securities Depository Limited (**“NSDL”**), an agency authorized by the Ministry of Corporate Affairs (**“MCA”**), for facilitating the members to communicate their assent or dissent through “electronic means” in respect of the resolutions through the remote e-Voting system. The detailed procedures for voting through “electronic means” are given in the Notes attached herewith.

The voting rights of the shareholders shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date i.e., Friday, February 13, 2026. A person who is not a member as on the cut-off date should treat this notice for information purposes only. The voting rights in respect of unclaimed shares held in ARMAN HOLDINGS LIMITED- Unclaimed Suspense Account and Investors Education Protection Fund stand frozen in terms of Regulation 39 read with Schedule VI of the Listing Regulations, 2015 and Section 124 of the Act 2013 respectively.

Pursuant to Rule 22(5) of the Rules, the Board of Directors (**“the Board”**) has appointed Ms. Binu H Singh, Practicing Company Secretaries, Mumbai, as the Scrutinizer, at its meeting held on Friday, February 13, 2026, for conducting the Postal Ballot Process through “electronic means” in a fair and transparent manner and they have communicated their willingness to be appointed and will be available for the said purpose.

Members are, therefore, requested to carefully read and follow the instructions for voting through “electronic means”, viz., by casting their votes electronically from Tuesday, February 24, 2026 [9.00 A.M (IST)] to Thursday, March 26, 2026 [5.00 P.M (IST)] by following the procedures as explained in the Notes hereinbelow.

The Scrutinizer will submit their report on the results of voting through “electronic means” to the Chairman or any one of the Directors of the Company as authorised, after completion of the scrutiny of voting by electronic means.

The results will be announced by the Chairman or any one of the Directors of the Company, as authorized, at its registered office on or before Saturday, March 28, 2026. The results will also be intimated to the Stock Exchanges where the shares of the Company are listed and also uploaded on the website of the Company i.e. [www.armanholdings.in](http://www.armanholdings.in) and on the website of NSDL at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

The last date of voting, i.e., Thursday, March 26, 2026, will be taken as the date of passing of the said resolutions by the members of the Company, subject to the votes cast in favour of the special resolutions being not less than three times the votes cast against the resolution, if any.

Members requiring any clarification may contact Ms. Drishti Singhal, Company Secretary at the registered office of the Company or through e-mail viz., [armanholdingsltd@gmail.com](mailto:armanholdingsltd@gmail.com)

All documents, referred to in this Notice and in the Explanatory Statement of material facts referred to under Section 102(1) of the Act, 2013, are open for inspection at the Registered Office of the Company during office hours on all working days between 10.00 A.M. (IST) and 12.00 Noon (IST) up to Sunday, March 26, 2026.

The Postal Ballot Notice has also been placed on the Company’s website viz, [www.armanholdings.in](http://www.armanholdings.in) for use by the Members.

## **SPECIAL BUSINESSES**

### **Item No. 1**

#### **To Consider and Approve Addition and Alteration in Object Clause of the Memorandum of Associations of the Company As per the Companies Act, 2013**

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

**“RESOLVED THAT** pursuant to provisions of Sections 4, 13,15 read with the Companies (Management & Administration) Rules, 2014 and all other applicable provisions, if any, of the Companies Act, 2013 (“the Act”), including any statutory modification or re-enactment thereof for the time being in force, the consent of the members be and is hereby accorded for alteration of other object clause and addition of new objects in the Memorandum of Association of the Company and addition or deletion of object clause as suggestion made by ROC/CPC and the addition in object is mentioned as below:.

\*3. To carry on the business of communications, media, by any means including with the advanced techniques of computer technology and to design, develop, maintain, market, buy, import, export, sell, media, organizing celebrity management, media endorsement, star appearance, corporate launches,

entertainment programs, film branding, event management, corporate events, promotion, fashion shows, road shows, festivals, exhibitions, trade fairs, electronic media designing, providing online support services for related business, processes and activities and providing information technology support service. To carry on the business of buying, selling, production of television programmes, television serials, films, short films, news based programmes, current affair programmes, talk shows, chat shows, game shows and any other entertainment based content, programmes in different International, Indian & other regional languages to broadcast on satellite television, cable, broadband, OTT Platform, web, internet, radio and any other broadcast medium and to print, publish, sell and market newspapers, magazines and any other print form of content publication in International, Indian & any other regional languages and to deal in establishing, maintaining and managing studios, television channels and film production equipment and facilities, producing, buying, selling, import and export of content and information in print, audio, video and any other form and also to carry on business as broadcasters, channel operators, publishers in India and abroad.

4. To manufacture, produce, refine, process, formulate, buy, sell, export, import or otherwise deal in all types of heavy and light chemicals, chemical elements and compounds, derivatives and by products, laboratory and scientific chemicals, pharmaceutical chemicals, agricultural chemicals, Speciality Chemical, hexamine, fertilisers, petrochemicals, industrial chemicals or any mixtures, derivatives, articles and compounds thereof, alkalies, acids, gases, and compounds, dyes, cosmetics, drugs, pharmaceutical and medical preparations. To carry on business as manufacturers, producers, refiners, processors, converters, dealers, traders, importers, exporters, retailers, stockists, buyers or sellers of all types of chemical products, petrochemical products, acids, rubber chemicals, dystuffs, fertilisers, organic or inorganic and/or mixed chemicals including fine and heavy chemicals, synthetic resins, plastics or P.V.C. materials and such products, machineries and parts required for use in or based, partly or fully, on one or more aforementioned materials or products. To manufacture and deal in all chemical products such as coaltar products and their intermediates, dyes, drugs, medicines and pharmaceuticals, petroleum and its products, its derivatives, all type of heavy chemicals such as sulphuric and other acids, caustic soda, soda ash, etc., all type of textile chemicals and sizing and finishing materials, cement and allied products, photographic chemicals, soap, glycerine and allied products, all industrial and pharmaceutical, organic and inorganic chemicals, fertilisers, pesticides, manures, fungicides, deodorants, biochemical and allied products, fats, waxes and their products, hides, skins and leather, foregoing, calcium cyanamide, vat, solubilised vat, naphthols, all type of floatation reagents, wetting agents, insecticides and fumiagents, plastics and resins, dyestuffs, explosives, catalytic agents, foods, direct colours, basic and rapid fast colours, pigment, drugs, biological, pharmaceuticals, serums, vitamin products, hormones, sutures, essence, cordial, minerals and other water, cellulose and oil paints, pigments and varnishes, derived from phosphate, mines, limestones, quarries, bauxite mines, petroleum, natural gas and other natural deposits useful or suitable in the manufacture of chemicals and chemical products.

5. To carry on the business of consultancy, service providers in the field of information technology and software development in all its forms and perspectives and to undertake all such activities as are connected, linked or associated with software development, operation, data communication, IT Recruitment, project management, IT requirements management, Marketing and other related services. To provide IT Services like system analysis and design, programming, software testing, software quality assurance, outsourcing of IT and telecommunication services, IT consultancy and IT process development services to the international or domestic markets and also fulfill recruitment needs in these areas. To carry on the business of exporters, importers, buyers, dealers, designers and traders of all types of computers, floppy/disk drive, computer, peripherals and micro-processor based systems, computer hardware and accessories and related equipment, computerized magnetic tapes, magnetic drums, magnetic disks, magnetic cards, magnetic core, magnetic tools, electronic or mechanical

equipment appliances, instruments and apparatus for generating transmitting, receiving, recording, reducing, storing, retrieving, amplifying, computing or otherwise processing, Audio, visual and data signals whether electronically, electrically, or by any other means for the purpose of entertainment, business and research and to do e-commerce in all kinds of materials, items, goods including equipments, plants, machinery, display articles, accessories, components, fashion articles and accessories, writing instruments, medical instruments and appliances or any other articles or goods.

6. To carry on the business of trade, developing, designing, researching, manufacturing, licensing, marketing, implementing and providing Artificial Intelligence (AI) based software, platforms, applications, tools and solutions including machine learning, deep learning, data analytics, automation systems, robotics, natural language processing, computer vision and related technologies for commercial, industrial and consumer use. To provide consultancy, advisory and technical services in the field of artificial intelligence, data science, software development, information technology and digital transformation, including system integration, customization, maintenance, training and support services. To engage in research and development activities in artificial intelligence and emerging technologies, and to acquire, create, license or commercialize intellectual property including patents, copyrights and proprietary technologies related thereto.

7. To carry on all or any of the business of general merchants and traders, manufacturers, assemblers, distributors, importers, exporters, factors and shippers of and wholesale and retail dealers in goods, wares, produce, products, commodities, agriculture commodities, construction materials, minerals, metals, textile products, handicrafts and merchandise of every description, to act as agents for and to enter into agreements and arrangements of all kinds on behalf of such persons, firms or companies as may be thought expedient. To undertake the business as general traders and merchants, and buy, sell, export, import, deal in commodities, goods, things, contracts of all types, to deal in any commodity market, commodity exchange, spot exchange, for itself or for others, transaction in the nature of hedging, spot trading, forward commodity contracts, rate swaps, commodity future/swaps, commodity options, futures and options and in derivatives of all the commodities, whether for the purpose of trading, investment, hedging, arbitrage, or any other purpose, whether in India or abroad and to undertake the activity of warehousing and processing as may be required for the aforesaid purpose(s).

**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, Board of Directors and Company Secretary of the Company, be and are hereby severally authorised to do all such acts, deeds, matters and things as they may think or as suggestion received by ROC/CPC in their absolute discretion, deem necessary, expedient, proper or desirable and to settle all questions, difficulties or doubts that may arise in this regard, including taking of necessary corporate actions with any and all statutory and regulatory authorities including Ministry of Corporate Affairs, filling of necessary forms with the Registrar of Companies at any stage without requiring any further approval of the members of the Company and to take all steps necessary, consequential or incidental and ancillary for the purpose of giving effect to the aforesaid resolution.”

## **Item No. 2**

### **Approval for the adoption of new set of Articles of Association (AoA) of the Company as per the provisions of the Companies Act, 2013**

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

**“RESOLVED THAT** pursuant to the provisions of Sections 5, 14 and 15 of the Companies Act, 2013 (**‘the Act’**), Schedule I made thereunder, read with the Companies (Incorporation) Rules, 2014 and all other applicable provisions, if any, of the Act (including any statutory modification(s) or re-enactment thereof for the time being in force), the consent of the members be and is hereby accorded to the alteration and adoption of the new set of Articles of Association pursuant to the Act, primarily based on the Form of Table F under the Act, in total exclusion, substitution and supersession of the existing Articles of Association of the Company.

**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, Board of Directors and Company Secretary of the Company, be and are hereby severally authorised to do all such acts, deeds, matters and things as they may, in their absolute discretion, deem necessary, expedient, proper or desirable and to settle all questions, difficulties or doubts that may arise in this regard, including taking of necessary corporate actions with any and all statutory and regulatory authorities including Ministry of Corporate Affairs, filling of necessary forms with the Registrar of Companies at any stage without requiring any further approval of the Members of the Company, and to take all steps necessary, consequential or incidental and ancillary for the purpose of giving effect to the aforesaid resolution.”

### **Item No. 3**

#### **To consider and approve Inter-corporate loans, Investments, Guarantee or Security and acquisition under section 186 of the Companies Act, 2013**

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

**“RESOLVED THAT** pursuant to the provisions of Section 186 of the Companies Act, 2013 and any other applicable provisions of the Companies Act, 2013 and Rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) and in supersession of all the earlier resolutions passed in this regard, the consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the “Board” which term shall include any Committee constituted by the Board or any person(s) authorized by the Board to exercise its powers, including the powers conferred by this Resolution) to (a) give any loan to any person or other body corporate; (b) give any guarantee or provide security in connection with a loan to any other body corporate or person; and (c) acquire by way of subscription, purchase or otherwise, the securities of any other body corporate from time to time in one or more tranches as the Board of Directors as in their absolute discretion deem beneficial and in the interest of the Company, for an amount not exceeding Rs.100.00 Crore (Rupees One Hundred Crore Only), notwithstanding that such investments, outstanding loans given or to be given and guarantees and/or security provided may collectively exceed the limits prescribed under Section 186 of the Companies Act, 2013.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to take from time to time all decisions and steps in respect of the above loans, guarantees, securities and investment including the timing, amount and other terms and conditions of such loans, guarantees, securities and investment and varying the same either in part or in full as it may deem appropriate, and to do and perform all such acts, deeds, matters and things as may be necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in this regard including power to sub-delegate in order to give effect to the aforesaid resolution.”

### **Item No. 4**

**To consider and approve regularisation of Mrs. Krishna Hareshbhai Bhatt (DIN: 11203423) as an Independent Director of the Company**

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

**“RESOLVED THAT** pursuant to Sections 149, 150, 152 and other applicable provisions of the Companies Act, 2013 The Companies (Appointment and Qualification of Directors) Rules, 2014 read with Schedule IV to the Companies Act, 2013 and Regulation 16(1)(b), 17, 25 and other applicable regulations (including any statutory modification(s) or re-enactment(s) thereof) and the provisions of the Articles of Association of the Company and recommendation of the and approval of the Board of Directors Mrs. Krishna Hareshbhai Bhatt (DIN: 11203423) who has submitted a declaration that she meets the criteria of independence as provided in Section 149(6) of the Companies Act, 2013 and the Rules made thereunder is eligible for appointment and in respect of whom the Companies Act, 2013 proposing her candidature for the office of an Independent Director, be and is hereby appointed as an Independent Director of the Company for the period of 5 years commencing from 16.01.2026 till 15.01.2031 and whose office shall not be liable to retire by rotation.”

**RESOLVED FURTHER THAT** any of the director for the time being be and are hereby severally authorized to sign and execute all such documents and papers (including appointment letter etc.) as may be required for the purpose and file necessary e-form with the Registrar of Companies and to do all such acts, deeds and things as may have considered expedient and necessary in this regard.”

**RESOLVED FURTHER THAT** any of the director for the time being be and are hereby severally authorized to sign the certified true copy of the resolution of the resolution to be given as and when required.”

**By order of the Board of Director  
For Arman Holdings Limited**

**Sd/-  
Drishti Singhal  
(ACS-35366)**

Company Secretary and Compliance Officer

Place: Surat  
Date: 13th February, 2026  
Registered Office:  
Office No.106, Sanskruti AC Market,  
Parvat Godadara BRTS Road, Parvat Patia,  
Surat – 391050, Gujarat, India  
Email: armanholdingsltd@gmail.com

**NOTES:**

- (1) A statement of material facts pursuant to the provisions of Section 102 of the Act 2013 setting out the material facts relating to the business to be transacted is annexed hereto.
- (2) The Notice is being sent to the members whose names appear in the register of members / list of beneficial owners on National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on Friday 13<sup>th</sup> February, 2026 (cut-off date).
- (3) The Notice is being sent to the members to the e-mail addresses are registered with their Depository Participants (in case of electronic shareholding) / the Company's Registrar and Share Transfer Agent (in case of physical shareholding). Pursuant to the MCA circulars, physical copies of the Notice, postal ballot forms and pre-paid business reply envelopes are not being sent to Members for this Postal Ballot. Members are requested to provide their assent or dissent through remote e-voting only. For members whose e-mail addresses are not registered, the following procedure may be followed for registration of their e-mail addresses:

**Registration of e-mail ID:**

Members who have not yet registered their e-mail ID may register the same as under:

- a) Members holding shares in physical mode are requested to register / update their e- mail ID and other KYC details, if applicable, by sending request at [investors@armanholdings.in](mailto:investors@armanholdings.in) (if e-mail ID is already registered) or signed copy of the request letter providing the e-mail ID, mobile number, self-attested PAN copy, self- attested Aadhar copy, Form ISR-1 and other relevant forms and documents at below address:  
  
M/s Adroit Corporate Services Pvt. Ltd  
19, Jaferbhoy Industrial Estate, 1st floor, Makwana Road, Marol Naka, Andheri (East), Mumbai - 400 059  
  
The format of Form ISR-1 is available on the website of the Company at :  
<https://www.armanholdings.in/Forms%20and%20Procedures.html>
  - b) Members holding shares in dematerialised mode are requested to register / update their e-mail IDs with the Depository Participant(s) (DPs) with whom they maintain their demat accounts.
  - c) In case of queries, Members are requested to write <https://www.armanholdings.in>.
- (4) Member(s) whose names appear in the Register of Members/List of Beneficial Owners as on the cut-off date i.e. Friday, February 13, 2026 will be considered for e-Voting. A person who is not a Member as on the cut-off date should treat this Notice for information purpose only.
  - (5) Resolution passed by the members through voting by electronic means shall be deemed to have been passed as if it has been passed at a general meeting of the members convened in that behalf.
  - (6) Pursuant to the provisions of Section 110 of the Act, 2013 read with the Companies (Management and Administration) Rules, 2014 and in terms of Regulation 44 of the Listing Regulations, 2015, the Company has provided facility to members to exercise their votes through electronic means and have engaged the services of NSDL as the Authorised Agency to provide e-Voting facility. Instructions for the process to be followed for voting through "electronic means" are annexed to the Notice.

- (7) 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, being the date fixed for determining the voting rights of members entitled to participate in the e-Voting process through e-Voting platform provided by NSDL by typing the URL: <https://www.evoting.nsdl.com>.
- (8) The Board of Directors have appointed Ms. Binu H Singh, Practicing Company Secretaries (COP No. 13806 and Peer Review No. 4527/2023) as Scrutinizer to conduct the Postal Ballot through electronic means, in a fair and transparent manner.
- (9) The Scrutinizers will submit their report to the Chairman or any one of the directors as authorized by Chairman after the completion of scrutiny, and the results of voting through electronic means will be declared by placing it along with the Scrutinizer's report on the Company's website <https://www.armanholdings.in> and communicated to the Stock Exchange in which the Company's Shares are listed and uploaded on the website of NSDL.
- (10) The resolutions, if approved with the requisite majority shall be deemed to have been passed on the last date of voting, i.e., Thursday, March 26, 2026.
- (11) In case of any query, members may refer to the Frequently Asked Questions (FAQs) for members and e-Voting user manual for members available at Downloads Section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or contact NSDL at the following telephone no. 022-48867000/ 24997000 .
- (12) Members who have not registered their e-mail addresses are requested to register the same with the Company's Registrar and Share Transfer Agent/Depository Participant(s) for sending future communication(s) in electronic form. Members who have registered their e-mail addresses are requested to ensure that the same is operational and if not, provide the correct e-mail address.

## 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

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>1. For OTP based login you can click on <a href="https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp</a>. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</li><li>2. Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the "<b>Beneficial Owner</b>" icon under "<b>Login</b>" 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 "<b>Access to e-Voting</b>" under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</li><li>3. If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select "<b>Register Online for IDeAS Portal</b>" or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li><li>4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system</li></ol>

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-Voting period.

5. Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.

**NSDL Mobile App is available on**



Type of shareholders	Login Method
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> <li>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 <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then user your existing my easi username &amp; password.</li> <li>2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the voting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</li> <li>3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</li> <li>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 <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; 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.</li> </ol>

Type of shareholders	Login Method
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 or joining virtual meeting & voting during the meeting.

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

**Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. 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 <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> 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 <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800-21-09911

**B) Login Method 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 :

<b>Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical</b>	<b>Your User ID is :</b>
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***

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 login 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](http://www.evoting.nsdl.com).
- b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://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](mailto: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.

**Step 2: Cast your vote electronically on NSDL e-Voting system. 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 [csbinusingh@gmail.com](mailto:csbinusingh@gmail.com) with a copy marked to [evoting@nsdl.com](mailto:evoting@nsdl.com).
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](http://www.evoting.nsdl.com) to reset the password.
3. In case of any queries, you may refer to the Frequently Asked Questions (FAQs) for Shareholders and e-Voting user manual for Shareholders available at the download Section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll-free no.: 022-48867000 or send a request to Ms. Pallavi Mhatre, Manager at [evoting@nsdl.com](mailto:evoting@nsdl.com)

**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 resolution 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), Aadhaar (self-attested scanned copy of Aadhaar Card) by email to [info@adroitcorporate.com](mailto:info@adroitcorporate.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), Aadhaar (self-attested scanned copy of Aadhaar Card) to [info@adroitcorporate.com](mailto:info@adroitcorporate.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 for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder / members may send a request to [evoting@nsdl.com](mailto:evoting@nsdl.com) 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.

**By order of the Board of Director  
For Arman Holdings Limited**

Sd/  
**Drishiti Singhal**  
(ACS-35366)  
Company Secretary and Compliance Officer

Place: Surat  
Date: 13th February, 2026  
Registered Office:  
Office No.106, Sanskruti AC Market,  
Parvat Godadara BRTS Road, Parvat Patia,  
Surat – 391050, Gujarat, India  
Email: [armanholdingsltd@gmail.com](mailto:armanholdingsltd@gmail.com)

**Annexure to the Notice of Postal Ballot dated 13<sup>th</sup> February, 2026**

**STATEMENT OF MATERIAL FACTS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**

The following statement sets out all the material facts relating to the Special Businesses mentioned in the accompanying notice dated 13<sup>th</sup> February, 2026 and shall be taken as forming part of the Notice.

**Item No. 1**

Your Board has to consider from time to time proposals for diversification into areas which would be profitable for the Company as part of Diversification Plans. For this purpose, the Object Clause of the Company, which is presently restricted in scope, requires to be comprehensive so as to cover a wide range of activities to enable your Company to consider embarking upon new projects and business activities.

The addition in the Objects Clause of the Memorandum of Association as set out in the Resolution is to facilitate diversification. This will enable the company to enlarge the area of operations and carry on its business economically and efficiently and the proposed activities can be, under the existing circumstances, conveniently and advantageously combined with the present activities of the company.

The "Main Object" clause of the Memorandum of Association of the Company is being amended with insertion of New Clause III (A). The Board at its meeting held on February 13, 2026 has approved alteration of the MOA of the Company and the Board now seek Members' approval for the same.

None of the Directors or any Key Managerial Personnel or any relative of any of the Directors of the Company or the relatives of any Key Managerial Personnel is, in anyway, concerned or interested, financially or otherwise, in the above resolution set out in Item No. 1 of this notice, except to the extent of their shareholding in the Company.

The Board of Directors, therefore, recommends the Special Resolution as set out in Item No. 1 of this Notice for approval of the members.

**Item No. 2**

The Company's current Articles of Association ("**AoA**") has been presently in force since its incorporation of the Company and have been amended several times over the years to cater to the specific requirements of the Company. The existing AoA are in line with the erstwhile Companies Act, 1956 and various regulations contained in the AoA contain references to the erstwhile Act, which are thus no longer in conformity with the Companies Act, 2013.

Accordingly, the Board of Directors at its meeting held on 13<sup>th</sup> February, 2026 approved the proposal to adopt a new set of AoA as per Table F of the Companies Act, 2013, which sets out the model Articles of Association for a Company limited by shares, instead of amending each clause of the AoA and incorporating the provisions of the Companies Act, 2013, subject to the approval of the shareholders.

Pursuant to Sections 5 and 14 of the Companies Act, 2013, the consent of the members by way of special resolution is required for the adoption of new set of AoA of the Company.

None of the Directors or any Key Managerial Personnel or any relative of any of the Directors of the

Company or the relatives of any Key Managerial Personnel is, in anyway, concerned or interested, financially or otherwise, in the above resolution set out in the item no 2 of this notice, except to the extent of their shareholding in the Company.

The Board of Directors, therefore, recommends the Special Resolution as set out in Item No. 2 of this Notice for approval of the members.

### **Item No. 3**

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

Members may note that pursuant to Section 186 of the Companies Act, 2013 ("Act"), the Company can give loan or give any guarantee or provide security in connection with a loan to any other body corporate or person and acquire securities of any other body corporate, in excess of 60% of its paid up share capital, free reserves and securities premium account or 100% of its free reserves and securities premium account, whichever is more, with the approval of Members by special resolution passed at the general meeting.

In view of the aforesaid, it is proposed to take approval under Section 186 of the Companies Act, 2013, by way of special resolution, up to a limit of Rs. 100,00,00,000/- (Rupees One Hundred Crore Only), as proposed in the Notice. The above proposal is in the interest of the Company and the Board recommends the Resolution as set out at Item No.8 for approval by the members of the Company as Special Resolution.

None of the Directors or any Key Managerial Personnel or any relative of any of the Directors of the Company or the relatives of any Key Managerial Personnel is, in anyway, concerned or interested, financially or otherwise, in the above resolution set out in Item No. 3 of this notice, except to the extent of their shareholding in the Company.

The Board of Directors, therefore, recommends the Special Resolution as set out in Item No. 3 of this Notice for approval of the members.

### **Item No. 4**

Mrs. Krishna Hareshbhai Bhatt (DIN: 11203423), was appointed as an Additional - Independent Director of the Company on the board of the Company by the directors in their Board Meeting held on 15th January, 2026, with effect from 16th January, 2026. In accordance with provisions of Section 161 of Companies Act, 2013, she shall hold office as an Independent Director of the Company for the period of 5 years commencing from 16.01.2026 till 15.01.2031 and is eligible to be regularized as an Independent Director.

Mrs. Krishna Hareshbhai Bhatt has also confirmed that he continues to meet the criteria of independence as specified under Section 149(6) of the Companies Act, 2013. Additionally, the Company has received her consent to act as Director and a declaration confirming that he is not disqualified from being appointed as a Director under Section 164 of the Companies Act, 2013.

Mrs. Krishna Hareshbhai Bhatt is a Company Secretary in M/s. Gopin Semicon Private Limited also Independent directors in M/s. Boss Packaging Solutions Limited & 7NR Retail Limited and Chairperson of their Audit Committee and Remuneration Committee of M/s. 7NR Retail Limited.

Dynamic and accomplished Independent Director with extensive experience in handling Initial Public Offerings (IPOs), corporate governance, and financial oversight. Expertise in guiding companies through IPO processes, regulatory compliance, stakeholder management, and corporate restructuring. Proven

ability to provide strategic leadership, risk management solutions, and drive long-term value creation for stakeholders. Well-versed in SEBI regulations, financial reporting standards, and capital market strategies.

Brief Profile of Mrs. Krishna Hareshbhai Bhatt:

Sr. No.	Description	Details
1.	Name of the Director	Mrs. Krishna Hareshbhai Bhatt
2.	Director Identification Number	11203423
3.	Category	Independent Director
4.	Date of Birth	21/02/1994
5.	Nationality	Indian
6.	Age	31
7.	Date of Appointment	16.01.2026
8.	Qualifications	B.Com, CS.
9.	Experience/ Expertise in specific functional area	<p>Possesses extensive professional experience in handling legal and regulatory compliances under various legislations including the Companies Act, 2013, LLP Act, 2008, Income Tax Act, GST, Insolvency and Bankruptcy Code (IBC), Trade Marks Act, Labour Laws, Foreign Exchange Management Act (FEMA), and other allied laws. Well-versed in RBI and SEBI regulatory frameworks.</p> <p>Holds in-depth expertise in managing Initial Public Offerings (IPOs), corporate governance practices, financial oversight, stakeholder management, and corporate restructuring. Proficient in guiding companies through the IPO lifecycle and ensuring adherence to regulatory and compliance requirements.</p>
10.	List of directorships held in other Companies	<ol style="list-style-type: none"> <li>1. 7NR Retail Limited</li> <li>2. Boss Packaging Solutions Limited</li> </ol>
11.	Membership/ Chairmanship of committees across other Companies	<ol style="list-style-type: none"> <li>1. Holding Chairmanship in the company 7NR Retail Limited &amp; Boss Packaging Solutions Limited</li> </ol> <p>in the following Committees:</p> <ol style="list-style-type: none"> <li>a) Audit Committee;</li> <li>b) Remuneration committee;</li> </ol> <ol style="list-style-type: none"> <li>2. Holding membership in the Company 7NR Retail Limited &amp; Boss Packaging Solutions Limited under following Committee.</li> <li>a) Shareholders Grievance Committee</li> <li>b) Remuneration Committee.</li> </ol>
12.	Relationship with other Directors and other KMP	None
13.	No. of shares held in the Company	Nil
14.	No. of Board meeting attended during the year	NA

15.	Terms and conditions of appointment or re-appointment	Krishna Hareshbhai Bhatt is appointed as Independent Director of the Company w.e.f. 16.01.2026 for the period of 5 years 15.01.2031
16.	Details of Remuneration last drawn	Nil

None of the Directors or any Key Managerial Personnel or any relative of any of the Directors of the Company or the relatives of any Key Managerial Personnel is, in anyway, concerned or interested, financially or otherwise, in the above resolution set out in Item No. 4 of this notice, except to the extent of their shareholding in the Company.

The Board of Directors, therefore, recommends the Special Resolution as set out in Item No. 4 of this Notice for approval of the members.

**By order of the Board of Director  
For Arman Holdings Limited**

Sd/  
**Drishti Singhal**  
(ACS-35366)  
Company Secretary and Compliance Officer

Place: Surat  
Date: 13th February, 2026  
Registered Office:  
Office No.106, Sanskruti AC Market,  
Parvat Godadara BRTS Road, Parvat Patia,  
Surat – 391050, Gujarat, India  
Email: armanholdingsltd@gmail.com