

NOTICE CONVENING 46TH ANNUAL GENERAL MEETING

NOTICE is hereby given that the 46th Annual General Meeting (AGM) of the members of Artson Limited (Formerly Artson Engineering Limited) ("Artson" or 'the Company') will be held on Monday, 1st September 2025 at 15:30 Hrs. (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 31st March 2025, together with the reports of the Board of Directors' and the Auditors' thereon.
2. To appoint a Director in place of Mr. Vinayak Pai (DIN: 03637894), who retires by rotation and being eligible, offers himself for re-appointment.

Special Business:

3. **To ratify the remuneration payable to Cost Auditors for the financial year 2025-26.**

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

"RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act 2013 (including any statutory modification or re-enactment thereof for the time being in force) and the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, the Company hereby ratifies the remuneration of Rs.1,25,000/- (Rupees One Lakh Twenty-Five Thousand only), plus applicable taxes and actual out-of-pocket expenses which may be incurred in connection with the audit, payable to M/s. Sagar & Associates, Cost Accountants (Firm Registration No. 000118), for the financial year 2025-26, who were appointed as the Cost Auditors to conduct the audit of cost records maintained by the Company.

RESOLVED FURTHER THAT any of the Directors of the Company, the Chief Executive Officer, the Chief Financial Officer and / or the Company Secretary be and are hereby severally authorized to do all such acts, deeds and things and take all such steps, as may be necessary to give effect to this resolution."

4. **To appoint M/s. MKS & Associates, Company Secretaries, as the Secretarial Auditors of the Company:**

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

"RESOLVED THAT pursuant to the Provisions of Section 204 and other applicable provisions, if any, of the Companies Act, 2013, Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and SEBI Listing Regulations, other applicable laws/statutory provisions, if any, as amended from time to time, M/s. MKS & Associates Company Secretaries, Practicing Company Secretaries (Firm Registration No. S2017TL460500), be and are hereby appointed as Secretarial Auditors of the Company for a term of five consecutive years commencing from financial year 2025-26 till financial year 2029-30, at such fees, plus applicable taxes and other out-of-pocket expenses as may be mutually agreed upon between the Board of Directors of the Company and the Secretarial Auditors.

RESOLVED FURTHER THAT any of the Directors of the Company, the Chief Executive Officer, the Chief Financial Officer and / or the Company Secretary be and are hereby severally authorized to do all such acts, deeds and things and take all such steps, as may be necessary to give effect to this resolution."

5. **To enter in to Related Party Transactions (RPTs) with Tata Projects Limited (TPL)**

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

"RESOLVED THAT in supersession of the earlier resolution passed at the 45th Annual General Meeting of the Company held on 18th September 2024, and pursuant to the provisions of Section 188 of the Companies Act, 2013 read with Companies (Meetings of Board and its Powers) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force, consent of the Company be and is hereby accorded to the Board of Directors (or any Committee/s thereof), to enter into contracts / arrangements / transactions with Tata Projects Limited (TPL), the Company's Holding Company and a 'Related Party' as defined under Section 2(76) of the Companies Act, 2013, in manner and for the maximum amounts, as mentioned below to be valid from the period commencing from the date of this AGM up to the date of AGM to be held in the year 2026:

S. No.	Category	Amount/s
1	Sale, purchase or supply of any goods or materials, directly or through appointment of agents and/ or availing or rendering of any services, including loans, credit facilities, directly or through appointment of agents	Rs. 300 Crore
2	Selling or otherwise disposing of or buying property of any kind and rent/ leasing of property of any kind.	Rs. 20 Crore
Total		Rs. 320 Crore

RESOLVED FURTHER THAT any of the Directors of the Company, the Chief Executive Officer, the Chief Financial Officer and / or the Company Secretary be and are hereby severally authorized to do or cause to be done all such acts, deeds and things, settle any queries, difficulties, doubts that may arise with regard to any transactions with the related party, finalise the terms and conditions as may be considered necessary, expedient or desirable and execute such agreements, documents and writings and to make such filings as may be necessary or desirable, in order to give effect to this resolution."

6. To ratify the Certificate received pursuant to Regulation 45(3) of SEBI (LODR) Regulations 2015 regarding Change of Name of the Company

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

“RESOLVED THAT the members hereby ratify the Certificate dated 6th December 2024 received from M/s. Tumpa Das and Associates, Chartered Accountants, as attached, confirming the compliance of Regulation 45 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 with respect to the Change of Name of the Company.

RESOLVED FURTHER THAT any of the Directors of the Company, the Chief Executive Officer, the Chief Financial Officer and / or the Company Secretary be and are hereby severally authorized to do all such acts, deeds and things and take all such steps, as may be necessary to give effect to this resolution, including but not limited to settling any queries, difficulties, doubts that may arise with regard to the ratification and execute such, documents and writings and to make such filings as may be necessary or desirable”.

NOTES:

1. The Ministry of Corporate Affairs ("MCA") inter-alia vide its General Circular Nos. 14/2020 dated 8th April 2020 and 17/2020 dated 13th April 2020, followed by General Circular Nos. 20/2020 dated 5th May 2020, and subsequent circulars issued in this regard, the latest being 09/2024 dated 19th September 2024 (collectively referred to as "MCA Circulars") and circular issued by SEBI vide no. SEBI/ HO/ CFD/ CFDPoD-2/ P/ CIR/ 2024/ 133 dated 3rd October 2024 has permitted the holding of the Annual General Meeting through Video Conferencing ("VC") or through other audiovisual means ("OAVM"), without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 ("the Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and MCA Circulars, **the 46th Annual General Meeting ("Meeting" or "AGM") of the Company is scheduled to be held through VC / OAVM on Monday, 1st September 2025, at 15:30 Hrs. (IST).** The voting for items to be transacted in the notice of this AGM is only through remote electronic voting process ("e-Voting"). The proceedings of the AGM are deemed to be conducted at the Registered Office of the Company situated at 14th Floor, Cignus, Plot No. 71A, Kailash Nagar, Mayur Nagar Passpoli, Powai, Mumbai - 400087, Maharashtra.
2. In compliance with Section 102 of the Act, the Explanatory Statement detailing the material facts pertaining to the business specified in Item Nos. 3 to 6 of the notice, along with other requisite information, is appended. Pursuant to Clause 3.A. of General Circular No. 20/2020 dated 5th May 2020, the Board deems the matters of Special Business, as listed under Item Nos. 3 to 6 of the accompanying notice, unavoidable, thereby necessitating their inclusion herein. Furthermore, the pertinent details concerning the Director seeking re-appointment at this AGM are also annexed, in accordance with Regulation 36(3) of the SEBI Listing Regulations and the Secretarial Standard on General Meetings promulgated by the Institute of Company Secretaries of India (ICSI).
3. **PURSUANT TO THE PROVISIONS OF THE ACT, A MEMBER ENTITLED TO ATTEND AND VOTE AT THE AGM IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON HIS/ HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. SINCE THIS AGM IS BEING HELD PURSUANT TO THE MCA CIRCULARS THROUGH VC/ OAVM, THE REQUIREMENT OF PHYSICAL ATTENDANCE OF MEMBERS HAS BEEN DISPENSED WITH. ACCORDINGLY, IN TERMS OF THE MCA CIRCULARS AND THE SEBI CIRCULARS, THE FACILITY FOR APPOINTMENT OF PROXIES BY THE MEMBERS WILL NOT BE AVAILABLE FOR THIS AGM AND HENCE, THE PROXY FORM, ATTENDANCE SLIP AND ROUTE MAP TO THE VENUE OF AGM ARE NOT ANNEXED TO THIS NOTICE. HOWEVER, THE BODY CORPORATES ARE ENTITLED TO APPOINT AUTHORISED REPRESENTATIVES TO ATTEND THE AGM THROUGH VC/ OAVM AND PARTICIPATE THEREAT AND CAST THEIR VOTES THROUGH E-VOTING.**
4. Institutional Investors, who are Members of the Company, are encouraged to attend and vote at the AGM through VC/ OAVM facility. Corporate Members intending to appoint their authorized representatives pursuant to Sections 112 and 113 of the Act, as the case may be, to attend the AGM through VC or OAVM and to vote thereat through remote e-Voting are requested to send a certified copy of the Board Resolution to the Scrutinizers by e-mail at vnp.scrutinizer@gmail.com with a copy marked to evoting@nsdl.com and investors@artson.net
5. In case of joint holders attending the AGM, only such joint holder who is higher in the order of names, will be entitled to vote.
6. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.
7. The Members can join the AGM through VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the AGM by following the procedure mentioned in the notice. The Members will be able to view the proceedings on National Securities Depository Limited's ("NSDL") e-Voting website at www.evoting.nsdl.com. The facility of participation at the AGM through VC/OAVM will be made available to at least 1,000 Members on a first come first served basis as per the MCA Circulars. 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 AGM without restriction on account of first come first served basis.

8. In line with the aforesaid MCA and SEBI Circulars, the notice of AGM along with the Annual Report is being sent through electronic mode to those Members who have registered their email IDs with the Company or the Registrar and Transfer Agent or the Depositories or the Depository Participants as of Friday, 1st August 2025 and physical copies to those who request for the same. Further, pursuant to regulation 36(1)(b) of Listing Regulations, a letter providing the weblink of annual report is being sent to those shareholders who have not registered their email id's.
9. The notice convening the AGM and the Annual Report for FY 2024-25 has been uploaded on the website of the Company at www.artson.net and may also be accessed from the relevant section of the websites of the Stock Exchange i.e., BSE Limited ("BSE") at www.bseindia.com and the website of NSDL at www.evoting.nsdl.com
10. The Register of Members and Share Transfer Books of the Company will remain closed from Tuesday, 26th August 2025 to Monday, 1st September 2025, both days inclusive.
11. Members may please note that SEBI vide its Circular No. SEBI / HO / MIRSD / MIRSD_RTAMB / P / CIR / 2022 / 8 dated 25th January 2022 has mandated the Listed Companies to issue securities in dematerialized form only while processing service requests viz. Issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/exchange of securities certificate; endorsement; sub-division/splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR - 4, the format of which is available on the Company's website and on the website of the Company's Registrar and Transfer Agents, MUFG Intime India Private Limited (Formerly Link Intime Private Limited). It may be noted that any service request can be processed only after the folio is KYC Compliant.
12. SEBI has mandated that all requests for transfer of securities including transmission and transposition requests shall be processed only in dematerialized form. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialisation, Members are advised to dematerialise the shares held by them in physical form. Members can contact the Company or MUFG Intime India Private Limited, for assistance in this regard.
13. Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/mobile numbers, PAN, registering of nomination and power of attorney, Bank Mandate details such as name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DP in case the shares are held in electronic form, and to the RTA in case the shares are held in physical form, quoting their folio no. Further, Members may note that SEBI has mandated the submission of PAN by every participant in securities market.
14. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised to not leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned DP, and holdings should be verified from time to time.
15. Shareholders are requested to address all communications relating to the shares and related matters to the Company's RTA at the address provided below:
M/s. MUFG Intime India Private Limited
(Formerly Link Intime (India) Private Limited)
(Unit: Artson Limited)
C-101, 1ST Floor C Tower, 247 Park, L.B.S Marg, Vikhroli (West) Mumbai - 400083, Maharashtra.
Tel No: 8108116767, Toll-free number: 1800 1020 878
E-mail: rnt.helpdesk@in.mpms.mufg.com
Website: www.in.mpms.mufg.com
16. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members, who have not yet registered their nomination, are requested to register the same by submitting Form No. SH-13. If a member desires to cancel the earlier nomination and record a fresh nomination, they may submit the same in Form SH-14. The said forms can be downloaded from the Company's website www.artson.net (under 'Investor Relations' section). Members are requested to submit the said form to their DP in case the shares are held in electronic form and to the RTA in case the shares are held in physical form.

17. The format of the Register of Members prescribed by the MCA under the Act, requires the Company/ RTA to record additional details of Members, including their PAN details, e-mail address, bank details for payment of dividend etc. A form for capturing additional details is available on the Company's website www.artson.net (under 'Investor Relations' section). Members holding shares in physical form are requested to submit the filled in form to the Company or RTA in physical mode, as per instructions mentioned in the form. Members holding shares in electronic form are requested to submit the details to their respective DP only and not to the Company or RTA.
18. Members holding shares in physical form, in identical order of names, in more than one folio, are requested to send to the Company or RTA, the details of such folios together with the share certificates for consolidating their holdings in one folio. A consolidated share certificate will be issued to such Members after making requisite changes.
19. Members desiring inspection of statutory registers during the AGM may send their advance request in writing to the Company at investors@artson.net
20. Members who wish to inspect the relevant documents referred to in the notice can send an e-mail to investors@artson.net up to the date of the AGM.
21. This AGM notice is sent by e-mail to the Members who have registered their e-mail address with the Depositories/ the DP/the Company's RTA/the Company, on or before 17:00 Hrs. (IST) on Friday, 1st August 2025.
22. To facilitate Members to receive this notice electronically and cast their vote electronically, the Company has made arrangement with NSDL for registration of e-mail addresses in terms of the MCA Circulars. Eligible Members who have not submitted their e-mail address were requested to provide their e-mail address to the RTA/ NSDL. The Company has intimated its shareholders about updating the email IDs through its website www.artson.net and through the website of BSE Limited www.bseindia.com
23. After successful submission of the e-mail address, NSDL will e-mail a copy of the Annual Report for FY 2024-25 along with the remote e-Voting user ID and password, within 48 hours of successful registration of the e-mail address by the Member. In case of any queries, Members may write to investors@artson.net or evoting@nsdl.com
24. For permanent registration of e-mail address, Members are requested to register their e-mail address, in respect of electronic holdings, with their concerned DP and in respect of physical holdings, with the RTA.
25. Those Members who have already registered their e-mail addresses are requested to keep their e-mail addresses validated with their DP/ RTA to enable servicing of notices/ documents/ Annual Reports and other communications electronically to their e-mail address in future.
26. Process and manner for Members opting for e-Voting is, as under:
 - I. In compliance with the provisions of Sections 108 and other applicable provisions of the Act, read with Rule 20 of the Rules and Regulation 44 of the Listing Regulations, and the Circulars issued by the Ministry of Corporate Affairs from time to time, the Company is offering only e-Voting facility to all the Members of the Company and the business will be transacted only through the electronic voting system. The Company has engaged the services of NSDL for facilitating e-Voting to enable the Members to cast their votes electronically as well as for e-Voting during the AGM. Resolution(s) passed by Members through e-Voting is/are deemed to have been passed as if it/they have been passed at the AGM.
 - II. Members are provided with the facility for voting through Voting system during the VC/OAVM proceedings at the AGM and Members participating at the AGM, who have not already cast their vote by remote e-Voting, are eligible to exercise their right to vote at the AGM.
 - III. Members who have already cast their vote by remote e-Voting prior to the AGM will also be eligible to participate at the AGM but shall not be entitled to cast their vote again on such resolution(s) for which the Member has already cast the vote through remote e-Voting.
 - IV. **Members of the Company holding shares either in physical form or electronic form as on the cut-off date i.e., Monday, 25th August 2025, may cast their vote by remote e-Voting. The remote e-Voting period commences on Friday, 29th August 2025 at 09:00 Hrs. (IST) and ends on Sunday, 31st August 2025 at 17:00 Hrs. (IST). The remote e-Voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently.**

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

- I. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of “VC/OAVM link” placed under “**Join General Meeting**” menu against Company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company (134946) will be displayed. Please note that the Members who do not have the User ID and Password for e-Voting or on the day have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
- II. Members may join the AGM through laptops, smartphones, tablets and iPads for better experience. Further, Members will be required to use Internet with a good speed to avoid any disturbance during the Meeting. Members will need the latest version of Chrome, MS Edge or Firefox. Please note that participants connecting from mobile devices or tablets or through laptops 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 glitches.
- III. Members are encouraged to submit their questions in advance with regard to the financial statements or any other matter to be placed at the AGM, from their registered e-mail address, mentioning their name, DP ID and Client ID number/folio number and mobile number, to reach the Company’s e-mail address at investors@artson.net before 17:00 Hrs. (IST) on Wednesday, 27th August 2025. Queries that remain unanswered at the AGM will be appropriately responded by the Company at the earliest post the conclusion of the AGM.
- IV. **Members who would like to express their views/ask questions as a Speaker at the AGM may pre-register themselves by sending a request from their registered e-mail address mentioning their names, DP ID and Client ID/ folio number, PAN and mobile number to investors@artson.net between Monday 25th August 2025 (09:00 Hrs. IST) to Wednesday, 27th August 2025 (17:00 Hrs. IST). Only those Members who have pre-registered themselves as speakers will be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.**
- V. Members facing any technical issue in login before / during the AGM can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call on: 022 4886 7000.

The instructions for Members for e-Voting are as under:

The remote e-voting period begins on Friday, 29th August 2025 at 09:00 Hrs. (IST) and ends on Sunday, 31st August 2025 at 17:00 Hrs. (IST). 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., Monday, 25th August 2025, 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 Monday, 25th August 2025.

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

In terms of SEBI circular dated 9th December 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 to access e-Voting facility.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> <li data-bbox="526 321 1493 611">1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. 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 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. <li data-bbox="526 611 1493 963">2. 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. <li data-bbox="526 963 1493 1067">3. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp <li data-bbox="526 1067 1493 1419">4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e., your Sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on Company name or e-Voting service provider i.e., NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. <li data-bbox="526 1419 1493 1518">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
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> Existing users who have opted for Easi / Easiest, can login through their user id and password. The option will be made available to reach the e-Voting page without any further authentication. The users to login Easi/ Easiest are requested to visit the CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use their existing Myeasi username and password. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible Companies where the e-voting is in progress as per the information provided by Company. On clicking the e-voting 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 & 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. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and able to directly access the system of all e-Voting Service Providers.
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 before / during the AGM can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at: 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911

B. Login Method for e-Voting and joining virtual meetings 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.nsd.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 'Shareholders' 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.nsd.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e., Cast your vote electronically.

4. Your User ID details are given below:

Manner of holding shares i.e., Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example, if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example, if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the Company For example, if EVEN Number is 134946 and folio number is 001*** then user ID would be 134946001***

5. Your password details (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 digits 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.nsd.com.

- b) **Physical User Reset Password?** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address.
 - 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 and join General Meetings 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 and General Meeting is in active status.
2. Select “EVEN” of Company (134946) to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on “VC/OAVM” link placed under “Join General Meeting”.
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 “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 Scrutinizers by e-mail to vnp.scrutinizer@gmail.com with a copy marked to evoting@nsdl.com and investors@artson.net. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on.: 022 - 4886 7000 or send a request to Sagar S. Gudhate, Senior Manager at 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 resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), Aadhar (self-attested scanned copy of Aadhar Card) by email to investors@artson.net

2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to investors@artson.net . If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A). i.e. Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in demat mode.
3. Alternatively, shareholder/Members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated 9th December 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 to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
 2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
 3. 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.
 4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.
27. 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., Monday, 25th August 2025.
28. Any person who acquires shares of the Company and becomes a Member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e., Monday, 25th August 2025, may obtain the login ID and password by sending a request at evoting@nsdl.com or the Company/RTA.
29. 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., Monday, 25th August 2025, only shall be entitled to avail the facility of remote e-Voting, as well as voting at the meeting.
30. The Board of Directors have appointed VYV & Co. LLP, Company Secretaries (FRN. L2023MH014500; LLPIN - ACB - 6525) as the Scrutinizers to Scrutinize the voting at the AGM and remote e-Voting process, in a fair and transparent manner.
31. The Chairman shall, at the AGM, allow voting, by use of remote e-Voting system for all those Members who are present during the AGM through VC/OAVM but have not cast their votes by availing the remote e-Voting facility. The remote e-Voting module during the AGM shall be disabled by NSDL for voting 15 minutes after the conclusion of the Meeting.
32. The Scrutinizers shall, after the conclusion of voting at the AGM, first count the votes cast during the AGM and, thereafter, unblock the votes cast through remote e-Voting and shall make, not later than 48 hours from the conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing, who shall countersign the same and declare the result of the voting forthwith.
33. Subject to receipt of requisite number of votes, the resolutions shall be deemed to be passed on the date of AGM i.e., Monday, 1st September 2025

34. The Results declared, along with the Scrutinizer's Report, shall be placed on the Company's website www.artson.net and on the website of NSDL www.evoting.nsdl.com, immediately after the declaration of the result by the Chairman or a person authorised by him in writing. The results shall also be immediately forwarded to the Stock Exchanges where the Company's Equity Shares are listed viz. BSE and be made available on the website viz. www.bseindia.com

Registered Office

14th Floor, Cignus, Plot No. 71A, Kailash Nagar, Mayur Nagar
Passpoli, Powai, Mumbai - 400087, Maharashtra
Phone No: +91 40 6601 8194; Email: investors@artson.net
CIN: L27290MH1978PLC020644; Website: www.artson.net

Date: 22nd July 2025
Place: Mumbai

By Order of the Board
For **Artson Limited**

Vinayak Pai
Chairman
DIN: 03637894

EXPLANATORY STATEMENT

As required by Section 102 of the Act, the following explanatory statement sets out all material facts relating to the businesses as mentioned in the item No. 3 to 6 of the accompanying notice dated 22nd July 2025

Item No. 3: To ratify the remuneration payable to the Cost Auditors for the financial year 2025-26:

The Board of Directors of the Company, on the recommendation of the Audit Committee, has approved the appointment of M/s. Sagar & Associates, Cost Accountants (Firm Registration No. 000118) Hyderabad, as Cost Auditors to conduct the audit of the Company's cost records for the FY 2025-26 at a remuneration of Rs. 1,25,000/- (Rupees One Lakh Twenty-Five Thousand only), plus applicable taxes and reimbursement of out-of-pocket expenses at actuals, incurred in connection with the audit.

Pursuant to the provisions of Section 148 of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors is required to be ratified by the Members of the Company.

Accordingly, the Board of Directors of the Company recommends the resolution at item no. 3 of the notice for approval of the Members by way of Ordinary Resolution. None of the Directors and / or Key Managerial Personnel of the Company and / or their relatives are concerned or interested, financially or otherwise, in the resolution set out at item no. 3 of the accompanying notice of the AGM.

Item No. 4: To appoint M/s. MKS & Associates, Company Secretaries, as the Secretarial Auditor of the Company:

The Board of Directors of the Company, at their meeting held on 24th April 2025, upon the recommendations of the Audit Committee and after due evaluation of key criteria including experience, independence, and peer review status, approved the appointment of M/s. MKS & Associates, Practicing Company Secretaries (Firm Registration Number: S2017TL460500), a peer reviewed firm, as the Secretarial Auditors of the Company, at a mutually agreed remuneration, for a period of five consecutive financial years, commencing from FY 2025-26 till FY 2029-30, subject to the approval of the Members. The appointment is in compliance with the provisions of Section 204 of the Companies Act, 2013, read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and the SEBI Notification dated 12th December 2024, along with applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations").

M/s. MKS & Associates has confirmed their eligibility for appointment and are free from any disqualifications and maintains independence and an arm's length relationship with the Company.

In addition to conducting the Secretarial Audit, the Company may obtain, from time to time, various certifications under applicable statutory laws, regulations, SEBI circulars, or client-specific/banking requirements, in accordance with the SEBI LODR Regulations and other applicable provisions. Such additional services will be rendered on a case-by-case basis, with mutually agreed remuneration.

Accordingly, the Board of Directors of the Company recommends the resolution at item no. 4 of the notice for approval of the members by way of Ordinary Resolution. None of the Directors and / or Key Managerial Personnel of the Company and / or their relatives are concerned or interested, financially or otherwise, in the resolution set out at item no. 4 of the accompanying notice of the AGM.

Item No. 5: To enter in to Related Party Transactions (RPTs) with Tata Projects Limited (TPL):

The Company, in the ordinary course of its business and on an arm's length basis, enters various transactions with Tata Projects Limited (TPL), including but not limited to Sale, purchase or supply of any goods or materials, directly or through appointment of agents and/ or availing or rendering of any services, including loans, credit facilities, directly or through appointment of agents; and Selling or otherwise disposing of or buying property of any kind and rent/ leasing of property of any kind.

TPL, being the Holding Company and Promoter of the Company, qualifies as a Related Party under Section 2(76) of the Companies Act, 2013. The value of the transactions with TPL, based on current operations and projected business needs, is expected to exceed the thresholds prescribed under Rule 15(3) of the Companies (Meetings of Board and its Powers) Rules, 2014, which mandates prior approval of the shareholders by way of an Ordinary Resolution.

In accordance with Explanation (3) to Rule 15(3), the details of the proposed Related Party Transactions are as under:

Particulars	Information	
Name of the Related Party	Tata Projects Limited (TPL)	
Name of Director(s) or Key Managerial Personnel who is related if any	The Director/s on the Board of your Company who are nominated by TPL may be considered as related to Promoters and therefore may be deemed to be considered as interested or concerned. However, for these transaction/s, they are not related parties.	
Nature of Relationship	TPL is the Holding Company and the Promoter of the Company.	
Nature, Material terms the Contracts / arrangements / transactions	Sale, purchase or supply of any goods or materials, directly or through appointment of agents and/ or availing or rendering of any services, including loans, credit facilities, directly or through appointment of agents; and selling or otherwise disposing of or buying property of any kind and rent/ leasing of property of any kind.	
Monetary Value (maximum amount each Financial Year)	Sale, purchase or supply of any goods or materials, directly or through appointment of agents and/ or availing or rendering of any services, including loans, credit facilities, directly or through appointment of agents	Rs. 300 Crore
	Selling or otherwise disposing of or buying property of any kind and rent/ leasing of property of any kind	Rs. 20 Crore
	Total	Rs. 320 Crore
Whether the transactions have been approved by the Board of Directors	Yes, in the Board Meeting held on 24 th April 2025.	
Any other information relevant or important for the members to decide on the proposed transactions	To be valid from period commencing from the date of this AGM up to the date of Annual General Meeting to be held in the year 2026.	

The value of the transactions proposed is estimated based on the Company's current transactions and future business projections. The Board believes that entering these transactions with TPL is essential to support the Company's business operations and strategic objectives and is in the best interest of the Company. All transactions will be undertaken at arm's length and in accordance with applicable laws.

The Director/s on the Board of your Company who are nominated by TPL may be considered as related to Promoters and therefore may be deemed to be considered as interested or concerned. However, they do not hold any share/s in the Company.

No other Director / Key Managerial Personnel of the Company or their respective relatives other than the Directors mentioned herein above are in any way concerned or interested, financially or otherwise in the aforesaid resolution.

Accordingly, the Board of Directors of the Company recommends the resolution at item no. 5 of the notice for approval of the members by way of Ordinary Resolution.

Item No. 6: To ratify the Certificate received pursuant to Regulation 45(3) of SEBI (LODR) Regulations 2015 regarding Change of Name of the Company:

Members of the Company vide its resolution dated 18th September 2024 approved the change of name of the Company from Artson Engineering Limited to **Artson Limited**. Notice of the AGM dated 12th August 2024 seeking the approval of the members had not stated the reference of the certificate required to be obtained from the Practicing Chartered Accountants, as required in terms of the provisions of regulation 45(3) of the SEBI (LODR), 2015. Therefore, to comply with the aforesaid requirements and the directives of the approval received from BSE Limited, a certificate dated 6th December 2024 was obtained from M/s. Tumpa Das and Associates, Practicing Chartered Accountants confirming compliance with the provisions of Regulation 45(3) of the SEBI (LODR), 2015, and the same was made available for the members on the website of the Company and the BSE Limited and also annexed here-in and forms part of the notice.

Accordingly, the Board of Directors of the Company recommends ratification of the item no. 6 of the notice for approval of the members by way of Special Resolution. None of the Directors and / or Key Managerial Personnel of the Company and / or their relatives are concerned or interested, financially or otherwise, in the matter set out at item no. 6 of the accompanying notice of the AGM.

Additional Information:

Information pursuant to Para 1.2.5 of Secretarial Standard 2, pertaining to Director/ Manager seeking appointment / re-appointment:

Name	Mr. Vinayak Pai
Designation	Chairman & Non-Executive Director
Director Identification Number (DIN)	03637894
Date of Birth	19 th September 1966 (Age: 58 Years)
Qualifications	<ul style="list-style-type: none"> • Electrical Engineer • Postgraduate Degree in Management (Symbiosis, Pune) • Executive MBA (IIT Bombay's Shailesh J Mehta School of Management)
Specialised Expertise	Extensive experience in executive upstream and downstream projects and successfully growing the business in highly competitive market.
Experience	Over 3 decades of overall experience.
Terms and Conditions of Appointment	Representative of the Holding Company, Non-Executive Director
Remuneration	Nil
Date of First Appointment on the Board	23 rd May 2022
Directorship in other Indian companies	<ol style="list-style-type: none"> 1) Tata Projects Limited 2) TQ Cert Services Private Limited 3) TPL Services Private Limited
Positions in Committees of other Indian companies	TPL: Chairman of Finance Committee; Member of CSR & ESG Committee, Securities Allotment Committee and SRC.
Number of shares held in the Company	Nil
Relationship, if any, with other Directors, Manager and other KMPs of the Company	Not related to any of the Directors and / or KMPs
Position/s in Committees constituted by the Board of the Company	Chairman of EC and Member of NRC.
Number of Board Meetings attended	Attended (6) Board Meetings held during the FY 2024-25.

* AC: Audit Committee; NRC: Nomination & Remuneration Committee; SRC: Stakeholders Relationship Committee; CSRC: Corporate Social Responsibility Committee; PRC: Project Review Committee; EC: Executive Committee; and ESG: Environmental, Social and Governance Committee.

Registered Office

14th Floor, Cignus, Plot No. 71A, Kailash Nagar, Mayur Nagar
 Passpoli, Powai, Mumbai - 400087, Maharashtra
 Phone No: +91 40 6601 8194; Email: investors@artson.net
 CIN: L27290MH1978PLC020644; Website: www.artson.net

By Order of the Board
 For **Artson Limited**

Date: 22nd July 2025
 Place: Mumbai

Vinayak Pai
 Chairman
 DIN: 03637894

To
The Board of Directors
Artson Limited
14th Floor, Cignus, Plot No. 71 A, Kai.lash Nagar, Mayur Nngar Pnsspoli,
Powui, Mumbai - 400087, Mahnrashtrn, India

Sub: Certificate under Regulation 45 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

With reference to the application for approval regarding change of name of Company from Artson Engineering Limited to '**Artson Limited**', we have examined the relevant records of the Company and information provided by the Management of the Company in relation to issue a certificate for compliance with the conditions mentioned under sub Regulation (I) Regulation 45 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 for change of Company's name from Artson Engineering Limited to '**Artson Limited**'.

Based on our examination of records and according to the information and explanation given to us, pursuant to requirements of provision of Regulation 45 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, We do hereby confirm that:

- a) Time period of at least one year has elapsed from the last name change that was occurred in the year.
The Company has not changed its name since at least one year. The Company name has changed on OS.I 1.2024.
- b) At least fifty Percent of total revenue in the preceding one year period has been accounted for new activity suggested by the new name
Not applicable since there is no change in the activity/ project of the Company in the preceding one-year period.
- c) The amount invested in the new activity / project is at least fifty percent, of the assets of the listed entity
Not applicable since there is no change in the activity/ project of the Company.

**For TUMPA DAS AND ASSOCIATES
CHARTERED ACCOUNTANTS
(FRN: 026153S)**

**TUMPA DAS
(Proprietor)
M.No 235456
UDIN: 24235456BKAGUO1309**

**Date: 06/12/2024
Place: Hyderabad**



ARTSON LIMITED
(Formerly Artson Engineering Limited)
CIN: L27290MH1978PLC020644
(A Subsidiary of Tata Projects Limited)

Registered Office: 14th Floor, Cignus, Plot No. 71A, Kailash Nagar, Mayur Nagar Passpoli, Powai, Mumbai - 400087, Maharashtra, India.
Phone: +91 40 6601 8194; Email: investors@artson.net; Website: www.artson.net

SHAREHOLDERS DETAILS UPDATION FORM

To
MUFG Intime India Private Limited
(Formerly known as Link Intime Private Limited)
(Unit: Artson Limited)
C 101, 247 Park, L B S Marg, Vikhroli West, Mumbai - 400083, Maharashtra
Email ID: rnt.helpdesk@in.mpms.mufg.com

I /we hereby request you to record/ update the following details against my/ our folio no.:

Name of the Sole/ First named shareholder	:
Folio No.	:
Full Address (with pin code)	:
CIN / Registration number: *	:
(applicable to corporate shareholders)	
E-mail Id (to be registered)	:
PAN no. *	:
(of the sole/ first named shareholder)	
Phone / Mobile number	:

*self-attested copy of the document enclosed

Bank Details:

IFSC	:
MICR	:
Bank A/c type	:
Bank Account No.@	:
Name of the Bank	:
Name of the Branch	:
Bank Branch Address	:

@ A blank cancelled cheque is enclosed to enable verification of bank details

I/ We hereby declare that the particulars given above are correct and complete. If the transaction is delayed because of incomplete information, I / we would not hold the Company / RTA responsible. I /We undertake to inform any subsequent changes in the above particulars as and when the changes take place. I / We understand that the above details shall be maintained till I / we hold the securities under the above mentioned Folio No. / Beneficiary account.

Place:
Date:

.....
Signature of Sole/ First Shareholder

REQUEST FOR KYC UPDATION

Dear Shareholders,

Subject: Request to update KYC details pursuant to SEBI Circular bearing reference nos. SEBI / HO / MIRSD / POD-1 / P / CIR / 2023 / 181 dated November 17, 2023 & SEBI / HO / MIRSD / MIRSD-PoD- 1 / P / CIR / 2023 / 37 dated March 16, 2023 (now rescinded due to issuance of Master Circular dated May 07,2024) & SEBI / HO / MIRSD / POD-1 / CIR / 2024 / 81 dated June 10, 2024 SEBI directive vide e-mail to RTA on January 23, 2024

We refer to the above circulars issued by SEBI that mandates all the Listed Companies to record PAN, Address with PIN code, Mobile Number, Bank Account details, Specimen Signature of physical securities. Email Address and Nomination of shareholders is optional, the security holders are requested to register Nomination and email address to avail online services. This is applicable for all security holders holding shares in physical mode.

The salient features and requirements of the circular are as follows:

- A) In case of non-updation of PAN or Contact Details or Mobile Number or Bank Account Details or Specimen Signature in respect of physical folios, dividend/interest etc. shall be paid only through electronic mode with effect from April 01, 2024, upon furnishing all the aforesaid details in entirety.
- B) If a security holder updates the PAN, Contact Details including Mobile Number, Bank Account Details and Specimen Signature after April 01, 2024, then the security holder would receive all the dividends/interest etc. declared during that period (from April 01, 2024 till date of updation) pertaining to the securities held after the said updation automatically.

In this connection, we request you to comply with required mandatory fields on top priority:

Name of the Security holder(s)	PAN and Aadhar Link (Mandatory) (A)	Specimen Signature (Mandatory) (B)	Mobile No. (Mandatory) (C)	Nominee Details (Optional) (D)	Email ID (Optional) (E)
--------------------------------	--	---------------------------------------	-------------------------------	-----------------------------------	----------------------------

Bank Details:

Name of the Bank

Bank Account Number

Account Type

IFSC

MICR No

Email address and choice of nomination even though optional, security holders are encouraged to provide the same in their own interest.

The formats for nomination and updation of KYC details viz; Forms ISR-1, ISR-2, ISR-3, SH-13, SH-14 and SEBI circulars are available on the website of the Company's RTA as mentioned below:

<https://www.linkintime.co.in> Resources → Downloads → KYC → Formats for KYC.

We would request you to comply with the above requirements at the earliest.

Note: Shareholders holding shares in physical form are requested to kindly convert shares from physical form to demat form at the earliest possible as it will be beneficial for market liquidity

DEMATERIALIZATION OF SHARES

Introduction:

In order to mitigate the risks associated with share trading in paper format, concept of dematerialization was introduced in Indian Financial Market. Dematerialization (Demat) in short is the process through which an investor's physical share certificate gets converted to electronic format which is maintained in an account with the Depository Participant (DP). The ownership thereof is entered into and retained in a fungible form on a Depository by way of electronic balances. The name of the Shareholder is registered as a Beneficial Owner.

Depository

Depository is the body which is responsible for storing and maintaining investor's securities in demat or electronic format. In India there are two depositories i.e. NSDL and CDSL.

Advantages of Demat

Dealing in demat format is beneficial for investors, brokers and Companies alike. It reduces the risk of holding shares in physical format from investor's perspective. From share issuing Company's perspective, issuance in demat format reduces the cost of new issue as papers are not involved. Efficiency and timeliness of the issue is also maintained while Companies deal in demat form.

The benefits of conversion of shares in to demat form to the common investor are listed herein below:

- No stamp duty payable on transfer of shares.
- Safer and quicker process of transfer/ trading of shares.
- Faster settlement cycle.
- Faster disbursement of non-cash corporate benefits like rights, bonus etc.
- Demat form reduces the risk of bad deliveries.
- Time and money is saved as you are not dealing in paper now. You need not go to the notary, broker for taking delivery or submitting the share certificate.
- Liquidity is very high in case of demat format as whole process is automated.
- All the benefits of corporate action like bonus, stock split, rights etc. are managed through the depository leading to elimination of transit losses.
- Interest on loan against demat shares are less as compared to physical shares.
- One needs to pay less brokerage in case of demat shares.
- Periodic status reports and information available on internet thereby facilitating convenience in monitoring shareholding in all the Companies.

Procedure to be followed for dematerialization of shares:

- The Shareholder has to fill up a Demat Request Form (DRF) and has to submit to the Depository Participant (DP) the DRF as well as the defaced share certificate;
- The concerned DP will verify the details and if found in order, it will generate a Demat Request Number (DRN) and intimate the Depository and Registrar and Share Transfer Agent (RTA) through e-system. Simultaneous to this, the DP will send the DRF and share certificate to RTA;
- RTA will verify the details of the electronic request as well as those mentioned in the DRF and Share Certificates with the records maintained by it.

When demat request is found valid in all respects:

- RTA will update the Register of Members and then validate the request; it will then electronically confirm the DRN to Depository and DP;
- The Depository will credit the DP's account and consequently, the DP will update the investor's demat account and inform the investor accordingly.

When demat request is found invalid for any reasons:

- RTA will electronically reject the DRN and intimate the same with reasons of rejection to the Depository and DP. The Depository and the DP will cancel the DRN from its system, respectively;
- RTA will then return the DRF and Share Certificates to the DP with an objection memo stating the grounds of objection/ rejection.

Legal Requirement

Pursuant to SEBI notification no. SEBI/LAD-NRO/GN/2018/24 dated 8th June 2018 and Circular no. SEBI/HO/MIRSD/RTAMB/CIR/P/2020/166 dated 7th September 2020 requests for effecting transfer of securities (except in case of transmission and transposition of securities) held in physical mode has been discontinued w.e.f. 31st March 2019, and re-lodgement, if any as the case may be, were also permitted only up to 31st March 2021. Therefore, holders of the Company's equity shares in physical form may consider dematerializing their holdings.

NOTICE TO PHYSICAL SHAREHOLDERS

SPECIAL WINDOW FOR RELODGE MENT OF TRANSFER REQUESTS OF PHYSICAL SHARES

Pursuant to SEBI circular no. SEBI/HO/MIRSD/MIRSD-PoD/P/CIR/2025/97 dated 2nd July 2025, a **special window of Six Months** has been opened from **7th July 2025 to 6th January 2026** to facilitate the investors for **re-lodgement of transfer requests of physical shares**.

This special window is available only where the original transfer requests were lodged prior to 1st April 2019 and were returned / rejected / not attended due to deficiencies in documents / process / or otherwise. Such shareholders can now re-lodge their transfer requests **after rectifying the errors** within the specified period i.e., from **7th July 2025 to 6th January 2026**.

The shareholders are requested to note that the shares re-lodged for transfer will be processed only in dematerialized form, once all documents are found in order by the Company's Registrar and Share Transfer Agent (RTA) viz., **MUFG Intime India Private Limited (Formerly known as Link Intime Private Limited)**. Eligible shareholders may submit their transfer requests along with the requisite documents to **MUFG Intime India Private Limited**, the Company's RTA at below address or write to the Company at investors@artson.net for further assistance. The lodger must have a demat account and provide its Client Master List (CML), along with the transfer documents and share certificate, while lodging the documents for transfer with RTA.

For assistance, shareholders may contact:

Artson Limited (Formerly Artson Engineering Limited) Corporate Office: 1-7-80 to 87, Ground Floor, Mithona Towers-1, PG Road, Secunderabad – 500003, Telangana, India. E-mail: investors@artson.net Website: www.artson.net	MUFG Intime India Private Limited (Formerly Link Intime India Private Limited) C-101, 1 st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West), Mumbai – 400083, Maharashtra, India. Email ID: mt.helpdesk@in.mpms.mufg.com
--	--
